Financial Statements and Independent Auditors' Report for the years ended August 31, 2020 and 2019

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Independent Auditors' Report

To the Board of Directors of Galveston College Foundation:

We have audited the accompanying financial statements of Galveston College Foundation, which comprise the statements of financial position as of August 31, 2020 and 2019 and the related statements of activities, of functional expenses, and of cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform our audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Galveston College Foundation as of August 31, 2020 and 2019 and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. Information in the supplemental statement of financial position by fund as of August 31, 2020 and the supplemental statement of activities by fund for the year ended August 31, 2020 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial

statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

January 22, 2021

Blazek & Vetterling

Statements of Financial Position as of August 31, 2020 and 2019

	<u>2020</u>	<u>2019</u>
ASSETS		
Cash Contributions receivable (Note 3) Investments (Note 4) TOTAL ASSETS	\$ 15,625 42,964 16,551,195 \$ 16,609,784	\$ 39,610 38,561 15,255,373 \$ 15,333,544
LIABILITIES AND NET ASSETS		
Liabilities: Accounts payable	\$ 1,484	\$ 4,961
Net assets: Without donor restrictions With donor restrictions (Notes 5 and 6) Total net assets	150,963 16,457,337 16,608,300	155,628 15,172,955 15,328,583
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 16,609,784</u>	\$ 15,333,544
See accompanying notes to financial statements.		_

Statement of Activities for the year ended August 31, 2020

	WITHOUT DONOR RESTRICTIONS		
REVENUE:			
Contributions Net investment return (<i>Note 4</i>)	\$ 68,354 13,167	\$ 206,520 	\$ 274,874 1,398,369
Total revenue	81,521	1,591,722	1,673,243
Net assets released from restrictions	307,340	(307,340)	
Total	388,861	1,284,382	1,673,243
EXPENSES:			
Program services: Universal Access scholarship grants awarded College scholarship grants awarded Program administration	194,999 68,200 25,898		194,999 68,200 25,898
Total program services	289,097		289,097
Management and general Fundraising	77,455 26,974		77,455 26,974
Total expenses	393,526		393,526
CHANGES IN NET ASSETS	(4,665)	1,284,382	1,279,717
Net assets, beginning of year	155,628	15,172,955	15,328,583
Net assets, end of year	<u>\$ 150,963</u>	<u>\$ 16,457,337</u>	<u>\$ 16,608,300</u>
See accompanying notes to financial statements.			

Statement of Activities for the year ended August 31, 2019

See accompanying notes to financial statements.

ONOR FIONS TO	<u>'OTAL</u>
*	284,165 300,151
6,117	584,316
6,347)	
0,230)	584,316
2,	167,299 98,594 ,321,152 <u>26,410</u> ,613,455
	84,172 27,639
	,725,266
0,230) (2,	,140,950)
<u>3,185</u> <u>17,</u>	,469,533
<u>2,955</u> <u>\$ 15,</u>	,328,583

Statements of Functional Expenses for the years ended August 31, 2020 and 2019

<u>EXPENSES</u>	PROGRAM SERVICES	 NAGEMENT O GENERAL	<u>FUN</u>	NDRAISING	2020 <u>TOTAL</u>
Universal Access scholarship grants awarded Professional services College scholarship grants awarded Occupancy and other costs	\$ 194,999 19,370 68,200 6,528	\$ 71,050 6,405	\$	20,215 6,759	\$ 194,999 110,635 68,200 19,692
Total expenses	\$ 289,097	\$ 77,455	\$	26,974	\$ 393,526
<u>EXPENSES</u>	PROGRAM SERVICES	 JAGEMENT D GENERAL	<u>FUN</u>	NDRAISING	2019 <u>TOTAL</u>
Universal Access scholarship grants awarded Professional services College scholarship grants awarded	\$ 167,299 18,464 98,594	\$ 79,352 4,820	\$	19,550 8,089	\$ 167,299 117,366 98,594 20,855
Occupancy and other costs College support grants awarded	7,946 2,321,152	4,020		0,007	2,321,152

See accompanying notes to financial statements.

Statements of Cash Flows for the years ended August 31, 2020 and 2019

	<u>2020</u>	<u>2019</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Changes in net assets Adjustments to reconcile changes in net assets to net cash provided (used) by operating activities:	\$ 1,279,717	\$ (2,140,950)
Contributions restricted for perpetual endowment Net realized and unrealized (gain) loss on investments Changes in operating assets and liabilities:	(107,715) (934,141)	(101,161) 329,007
Contributions receivable Accounts payable	(2,000) (3,477)	24,710 4,961
Net cash provided (used) by operating activities	232,384	(1,883,433)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of investments Proceeds from sales and maturities of investments Change in money market mutual funds held as investments	(7,224,960) 7,147,483 (284,204)	(6,579,837) 5,338,039 1,543,573
Net cash provided (used) by investing activities	(361,681)	301,775
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from contributions restricted for perpetual endowment	105,312	1,601,160
NET CHANGE IN CASH	(23,985)	19,502
Cash, beginning of year	39,610	20,108
Cash, end of year	<u>\$ 15,625</u>	\$ 39,610
See accompanying notes to financial statements.		

Notes to Financial Statements for the years ended August 31, 2020 and 2019

NOTE 1 – ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization – Galveston College Foundation (the Foundation) is a nonprofit organization chartered under the laws of the State of Texas. The Foundation has been formed to generate philanthropic support for the Galveston Community College District (the College) with a primary emphasis on Universal Access. The Universal Access program is to provide scholarships to graduates of Galveston, Texas high schools, thereby encouraging universal access to higher education. In addition to Universal Access, the Foundation solicits, invests, and manages funds to support educational activities of the College.

The Foundation is managed by a Board of Directors (the Board) of no less than three and no more than twenty-one. The President of the College and the Executive Director of the Foundation serve as ex-officio members of the Board. The remainder of the Board is elected by a majority of the quorum of the Directors then serving.

<u>Federal income tax status</u> – The Foundation is exempt from federal income tax under §501(c)(3) of the Internal Revenue Code and is classified as a public charity under §509(a)(1) and §170(b)(1)(A)(vi).

<u>Contributions receivable</u> that are expected to be collected within one year are reported at net realizable value. Amounts expected to be collected in future years are discounted, if material, to estimate the present value of their estimated future cash flows. An allowance for uncollectible receivables is provided when it is believed balances may not be collected in full.

<u>Investments</u> are reported at fair value. Net investment return consists of interest and dividends, realized and unrealized gains and losses, net of external and direct internal investment expenses.

<u>Net asset classification</u> – Net assets, revenue, gains, and losses are classified based on the existence or absence of donor-imposed restrictions, as follows:

- *Net assets without donor restrictions* are not subject to donor-imposed restrictions even though their use may be limited in other respects such as by contract or board designation.
- Net assets with donor restrictions are subject to donor-imposed restrictions. Restrictions may be temporary in nature, such as those that will be met by the passage of time or use for a purpose specified by the donor, or may be perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Net assets are released from restrictions when the stipulated time has elapsed, or purpose has been fulfilled, or both. Donor-restricted endowment earnings are released when those earnings are appropriated in accordance with spending policies and are used for the stipulated purpose.

<u>Contributions</u> are recognized at fair value when an unconditional commitment is received from the donor. Contributions received with donor stipulations that limit their use are classified as *with donor restrictions*. Conditional contributions are subject to one or more barriers that must be overcome before the Foundation is entitled to receive or retain funding. Conditional contributions are recognized as revenue at fair value when the conditions have been met. Contributions received before conditions have been met are reported as refundable advances.

<u>In-kind contributions</u> — Contributions of nonfinancial assets are recognized as revenue at fair value when an unconditional commitment is received from the donor. The related expense is recognized as the contributed asset is used. Contributions of services received from personnel of an affiliate are recognized as revenue and expense at the estimated cost of those services when the services are provided. Contributions of other services are recognized as revenue at fair value when those services create or enhance nonfinancial assets, or require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

<u>Grants awarded</u> are recognized as expense when the Foundation approves an unconditional commitment to a recipient. Conditional grants awarded are recognized as expense when all conditions have been met and the Foundation has an obligation to transfer the award to the recipient.

<u>Functional allocation of expenses</u> – Expenses are reported by their functional classification. Program services are the direct conduct or supervision of activities that fulfill the purposes for which the organization exists. Fundraising activities include the solicitation of contributions of money, securities, materials, facilities, other assets, and time. Management and general activities are not directly identifiable with specific program or fundraising activities. Expenses that are attributable to more than one activity are allocated among the activities benefitted. Professional services are allocated on the basis of estimated time and effort expended in each activity. Occupancy costs are allocated based on estimated square footage used for each activity.

<u>Estimates</u> – Management must make estimates and assumptions to prepare financial statements in accordance with generally accepted accounting principles. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, the reported amounts of revenue and expenses, and the allocation of expenses among various functions. Actual results could vary from the estimates that were used.

NOTE 2 – LIQUIDITY AND AVAILABILITY OF RESOURCES

The Foundation's financial assets are invested for long-term appreciation and current income for the purpose of providing scholarships to qualified students and support for the educational activities of the College. The Foundation has financial assets of \$16.6 million at August 31, 2020 and \$15.3 million at August 31, 2019, most of which are subject to donor restrictions and prudent spending policies. The Foundation's general expenditures consist of grants and operating costs. The Foundation makes financial assets available to fund its general expenditures as needed.

NOTE 3 – CONTRIBUTIONS RECEIVABLE

Contributions receivable at August 31, 2020 are expected to be collected as follows:

Less than one year	\$ 17,531
One to five years	 25,433
Total contributions receivable	\$ 42,964

NOTE 4 – INVESTMENTS AND FAIR VALUE MEASUREMENTS

Generally accepted accounting principles require that certain assets and liabilities be reported at fair value and establish a hierarchy that prioritizes inputs used to measure fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The three levels of the fair value hierarchy are as follows:

- Level 1 Inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the reporting date.
- Level 2 Inputs are other than quoted prices included in Level 1, which are either directly observable or can be derived from or corroborated by observable market data at the reporting date.
- Level 3 Inputs are not observable and are based on the reporting entity's assumptions about the inputs market participants would use in pricing the asset or liability.

Assets measured at fair value at August 31, 2020 are as follows:

	LEVEL 1	LEVEL 2	LEVEL 3	TOTAL
Investments:				
Equity mutual funds:				
Domestic	\$ 9,871,627			\$ 9,871,627
International	952,826			952,826
Fixed-income mutual funds:				
Domestic	4,864,942			4,864,942
International	161,326			161,326
Money market mutual funds	700,474			700,474
Total assets measured at fair value	<u>\$ 16,551,195</u>	<u>\$ 0</u>	<u>\$</u> 0	<u>\$ 16,551,195</u>
Assets measured at fair value at August 31, 2	019 are as follows:			
	LEVEL 1	LEVEL 2	LEVEL 3	TOTAL
Investments:				
Equity mutual funds:				
Domestic	\$ 8,947,147			\$ 8,947,147
International	1,652,304			1,652,304
Fixed-income mutual funds:				
Domestic	4,132,981			4,132,981
International	106,671			106,671
Money market mutual funds	416,270			416,270
Total assets measured at fair value	<u>\$ 15,255,373</u>	<u>\$ 0</u>	<u>\$</u> 0	<u>\$ 15,255,373</u>

Mutual funds are valued at the reported net asset value of shares held. This valuation method may produce a fair value that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Foundation believes its valuation method is appropriate, the use of different methods or assumptions could result in a different fair value measurement at the reporting date.

Net investment return comprises the following:

	<u>2020</u>			<u>2019</u>	
Interest, dividends, and capital gain distributions	\$	557,616	\$	722,687	
Net realized and unrealized gain (loss)		934,141		(329,007)	
External investment management		(93,388)		(93,529)	
Net investment return	<u>\$</u>	1,398,369	\$	300,151	

NOTE 5 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted as follows:

		<u>2020</u>		<u>2019</u>
Endowment funds subject to spending policy and appropriation:				
Universal Access	\$	9,473,421	\$	8,648,258
Universal Access (non-tuition)		3,778,638		3,570,816
Foundation managed scholarships		2,044,310		1,920,900
Title V – Institutional Advancement		1,012,934		916,814
College capital improvements				
Other	_	148,034	_	116,167
Total net assets with donor restrictions	\$	16,457,337	\$	15,172,955

NOTE 6 – ENDOWMENT

The Foundation's endowment consists of donor-restricted funds established to provide scholarships and to support the College. Donor-restricted endowment funds are maintained in accordance with explicit donor stipulations and are subject to the Texas Uniform Prudent Management of Institutional Funds Act (TUPMIFA). In the absence of explicit donor stipulations, TUPMIFA provides guidelines about what constitutes prudent spending and explicitly requires consideration of preservation of the fund. The Board has interpreted TUPMIFA as requiring a focus on the entirety of donor-restricted endowment funds, including original contribution amounts and net appreciation, allowing the Foundation to appropriate for expenditure or to accumulate as much of an endowment fund as considered prudent for the uses, benefits, purposes, and duration for which the fund was established, subject to explicit donor stipulations.

As a result of this interpretation, the Foundation classifies contributions specified as a perpetual endowment plus any donor-stipulated accumulations as *net assets with donor restrictions* required to be maintained in perpetuity. This amount is not reduced by investment losses or by appropriation and spending. Contributions not specified as a perpetual endowment and undistributed net investment return also are classified as *net assets with donor restrictions* until appropriated in accordance with spending policies and used for the stipulated purpose, if any.

An endowment fund is *underwater* if the fair value of the fund's investments falls below the amount required to be maintained in perpetuity because of declines in the fair value of investments and/or continued appropriation and spending in accordance prudent spending. There were no such deficiencies at August 31, 2020 or 2019.

Changes in the donor-restricted endowment fund are as follows:

	WITH DONOR RESTRICTIONS			
	NOT REQUIRED TO	REQUIRED TO BE		
	BE MAINTAINED	MAINTAINED		
	IN PERPETUITY	IN PERPETUITY	TOTAL	
Endowment net assets, August 31, 2018	\$ 6,648,198	\$ 10,594,987	\$ 17,243,185	
Contributions	117,219	101,161	218,380	
Net investment return	317,737		317,737	
Appropriation for grants awarded and other costs	(2,606,347)		(2,606,347)	
Endowment net assets, August 31, 2019	4,476,807	10,696,148	15,172,955	
Contributions	98,805	107,715	206,520	
Net investment return	1,385,202		1,385,202	
Appropriation for grants awarded and other costs	(307,340)		(307,340)	
Endowment net assets, August 31, 2020	\$ 5,653,474	<u>\$ 10,803,863</u>	<u>\$ 16,457,337</u>	

Investment Return Objectives and Spending Policies

The primary investment objective of the Foundation is to preserve and enhance the purchasing power of the endowment assets. Accordingly, the Foundation seeks a long-term rate of return on investments that will grow its assets by an amount sufficient to offset inflation, required minimum distributions and expenses, over a full market cycle, while maintaining sufficient liquidity to meet obligations arising from planned grants. The Board may retain, monitor, and terminate the Investment Advisors, and approves the terms upon which the Investment Advisors invest Foundation assets.

For Universal Access scholarships, distributions of up to 5% may be approved on an annual basis based upon the average market value of the investments as of December 31 of the preceding three years. For managed college scholarships, distributions are determined based on student need and availability of scholarship funds. The Finance Committee determines the amount to be distributed annually and determines the use of the funds, subject to approval by the Board.

The Foundation's endowment includes a donor-restricted term endowment to support institutional advancement of the College. Earnings are distributed in the College at the Board's discretion. When the term expires in 2027, the original contributions of \$700,000 may also be distributed at the Board's discretion.

NOTE 7 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through January 22, 2021, which is the date that the financial statements were available for issuance. As a result of this evaluation, no events were identified that are required to be disclosed or would have a material impact on reported net assets or changes in net assets.

Supplemental Statement of Financial Position by Fund as of August 31, 2020 with summarized information as of August 31, 2019

ASSETS	UNIVERSAL <u>ACCESS</u>	NON-TUITION EDUCATIONAL EXPENSES	<u>TITLE V</u>	FOUNDATION MANAGED SCHOLARSHIPS		OTHER FUNDS	2020 <u>TOTAL</u>	2019 <u>TOTAL</u>
Cash Contributions receivable Interfund receivable (payable) Investments	\$ 8,818 10,168 69,878 9,385,685	\$ 3,778,638	\$ (4,201) 	\$ 6,807 32,796 (66,030) 2,070,737	\$	353 299,000	\$ 15,625 42,964 16,551,195	\$ 39,610 38,561 <u>15,255,373</u>
TOTAL ASSETS	\$ 9,474,549	\$ 3,778,638	\$ 1,012,934	<u>\$ 2,044,310</u>	<u>\$</u>	299,353	\$16,609,784	<u>\$15,333,544</u>
LIABILITIES AND NET ASSETS								
Liabilities: Accounts payable	<u>\$ 1,128</u>				\$	356	<u>\$ 1,484</u>	<u>\$ 4,961</u>
Net assets: Without donor restrictions With donor restrictions	9,473,421	\$ 3,778,638	<u>\$ 1,012,934</u>	\$ 2,044,310		150,963 148,034	150,963 16,457,337	155,628
Total net assets	9,473,421	3,778,638	1,012,934	2,044,310		298,997	16,608,300	15,328,583
TOTAL LIABILITIES AND NET ASSETS	\$ 9,474,549	\$ 3,778,638	\$ 1,012,934	<u>\$ 2,044,310</u>	<u>\$</u>	299,353	\$16,609,784	\$15,333,544

Supplemental Statement of Activities by Fund for the year ended August 31, 2020 with summarized information for the year ended August 31, 2019

	UNIVERSAL <u>ACCESS</u>	NON-TUITION EDUCATIONAL EXPENSES	<u>TITLE V</u>	FOUNDATION MANAGED SCHOLARSHIPS	OTHER <u>FUNDS</u>	2020 <u>TOTAL</u>	2019 <u>TOTAL</u>
REVENUE: Contributions Net investment return Total revenue	\$ 44,719 904,343 949,062	\$ 50,295	\$ 100,319 100,319	\$ 110,106	\$ 69,754 25,585 95,339	\$ 274,874 1,398,369 1,673,243	\$ 284,165 300,151 584,316
EXPENSES: Program services: Universal Access scholarship grants awarded College scholarship grants awarded College support grants awarded Program administration	173,731	21,268		68,200	25,898	194,999 68,200 25,898	167,299 98,594 2,321,152 26,410
Total program services	173,731	21,268		68,200	25,898	289,097	2,613,455
Management and general Fundraising	38,401	14,994	4,194		19,866 26,974	77,455 26,974	84,172 27,639
Total expenses	212,132	36,262	4,194	68,200	72,738	393,526	2,725,266
CHANGES IN NET ASSETS	736,930	212,569	96,125	211,492	22,601	1,279,717	(2,140,950)
Net assets, beginning of year	8,648,258	3,570,816	916,814	1,920,900	271,795	15,328,583	17,469,533
Reclassification between funds	88,233	(4,747)	(5)	(88,082)	4,601		
Net assets, end of year	\$ 9,473,421	\$ 3,778,638	<u>\$ 1,012,934</u>	<u>\$ 2,044,310</u>	\$ 298,997	\$16,608,300	<u>\$15,328,583</u>