# HENRY & HORNE, LLP



Scottsdale, Arizona

FINANCIAL STATEMENTS

Years Ended June 30, 2014 and 2013





#### INDEPENDENT AUDITORS' REPORT

To the Board of Trustees Scottsdale Cultural Council

We have audited the accompanying financial statements of Scottsdale Cultural Council (a nonprofit organization), which comprise the statements of financial position as of June 30, 2014 and 2013, and the related statements of activities and 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 the audit 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.

Tempe

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# **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Scottsdale Cultural Council as of June 30, 2014 and 2013, 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.

Tempe, Arizona October 27, 2014

Henry + Home, UP



# SCOTTSDALE CULTURAL COUNCIL STATEMENTS OF FINANCIAL POSITION June 30, 2014 and 2013

	2014	2013
ASSETS		
CURRENT ASSETS Cash and cash equivalents Accounts receivable Promises to give, current portion, net of allowance for doubtful promises of \$33,000 and \$33,000 as of June 30, 2014 and 2013, respectively Inventories Prepaid expenses	\$ 767,412 95,882 597,968 128,929 52,472	\$ 642,081 177,139 790,500 119,616 101,491
TOTAL CURRENT ASSETS	1,642,663	1,830,827
PROMISES TO GIVE, net of current portion	20,000	40,000
INVESTMENTS	6,269,790	5,619,469
ASSETS HELD UNDER SPLIT-INTEREST AGREEMENT	73,109	70,191
PROPERTY AND EQUIPMENT, net	879,484	1,095,139
OTHER ASSETS	7,746	7,746
TOTAL ASSETS	\$ 8,892,792	\$ 8,663,372

	2014	2013	
LIABILITIES			
CURRENT LIABILITIES Accounts payable Accrued expenses Deferred revenue Liability under split-interest agreement, current portion	\$ 304,866 89,333 541,103 8,600	\$ 315,436 51,499 628,035 8,600	
TOTAL CURRENT LIABILITIES	943,902	1,003,570	
LIABILITY UNDER SPLIT-INTEREST AGREEMENT, net of current portion	3,744	3,744	
TOTAL LIABILITIES	947,646	1,007,314	
NET ASSETS Unrestricted: Unallocated Board designated endowments	663,433 610,771	360,962 551,385	
TOTAL UNRESTRICTED NET ASSETS	1,274,204	912,347	
Temporarily restricted Permanently restricted	1,087,427 5,583,515	1,170,196 5,573,515	
TOTAL NET ASSETS	7,945,146	7,656,058	
TOTAL LIABILITIES AND NET ASSETS	\$ 8,892,792	\$ 8,663,372	

# SCOTTSDALE CULTURAL COUNCIL STATEMENT OF ACTIVITIES Year Ended June 30, 2014

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUES, SUPPORT AND				
OTHER INCOME Earned revenues Contract - City of Scottsdale	\$ 3,594,042 5,138,077	\$ -	\$ -	\$ 3,594,042 5,138,077
Contributions  Contributions- special event	1,001,422	624,200	10,000	1,635,622
sponsorships Other income	16,500 981	-	-	16,500 981
Net assets released from restrictions	823,825	(823,825)		
	10,574,847	(199,625)	10,000	10,385,222
Special events income Direct benefit to donors	499,791 (199,204)	-	-	499,791 (199,204)
Billost solitolit to dolloro	300,587			300,587
Retail sales Cost of sales	533,426 (255,620)	<u>-</u>	<u>-</u>	533,426 (255,620)
	277,806			277,806
TOTAL REVENUES, SUPPORT AND OTHER INCOME	11,153,240	(199,625)	10,000	10,963,615
EXPENSES				
Program and center services Support services:	8,653,888	-	-	8,653,888
Administrative Special events and development	1,911,545 1,078,572	- -	<u>-</u>	1,911,545 1,078,572
TOTAL EXPENSES	11,644,005			11,644,005
CHANGE IN NET ASSETS BEFORE INVESTMENT RETURN	(490,765)	(199,625)	10,000	(680,390)
INVESTMENT RETURN	852,622	116,856		969,478
CHANGE IN NET ASSETS	361,857	(82,769)	10,000	289,088
NET ASSETS, BEGINNING OF YEAR	912,347	1,170,196	5,573,515	7,656,058
NET ASSETS, END OF YEAR	\$ 1,274,204	\$ 1,087,427	\$ 5,583,515	\$ 7,945,146

# SCOTTSDALE CULTURAL COUNCIL STATEMENT OF ACTIVITIES Year Ended June 30, 2013

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUES, SUPPORT AND				
OTHER INCOME Earned revenues	\$ 3,833,958	\$ -	\$ -	\$ 3,833,958
Contract - City of Scottsdale	4,740,886	-	-	4,740,886
Contributions	815,324	857,424	-	1,672,748
Contributions- special event				
sponsorships	48,930	-	-	48,930
Other income  Net assets released from	825	-	-	825
restrictions	907,471	(907,471)		
	10,347,394	(50,047)		10,297,347
Special events income	475,630	_	-	475,630
Direct benefit to donors	(239,598)	-	-	(239,598)
	236,032			236,032
Detail color	474,873			474,873
Retail sales Cost of sales	(213,881)	-	-	(213,881)
Cook of Sales	(210,001)			(210,001)
	260,992			260,992
TOTAL REVENUES, SUPPORT AND OTHER INCOME	10,844,418	(50,047)		10,794,371
EXPENSES				
Program and center services Support services:	7,909,620	-	-	7,909,620
Administrative	2,143,096	-	-	2,143,096
Special events and development	1,059,655			1,059,655
TOTAL EXPENSES	11,112,371			11,112,371
CHANGE IN NET ASSETS BEFORE INVESTMENT RETURN	(267,953)	(50,047)	-	(318,000)
INVESTMENT RETURN	295,841	342,073		637,914
CHANGE IN NET ASSETS	27,888	292,026	-	319,914
NET ASSETS, BEGINNING OF YEAR	884,459	878,170	5,573,515	7,336,144
NET ASSETS, END OF YEAR	\$ 912,347	\$ 1,170,196	\$ 5,573,515	\$ 7,656,058

# SCOTTSDALE CULTURAL COUNCIL STATEMENTS OF CASH FLOWS Years Ended June 30, 2014 and 2013

		2014		2013
CASH FLOWS FROM OPERATING ACTIVITIES	Φ.	000 000	•	040.044
Change in net assets	\$	289,088	\$	319,914
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:				
Depreciation		251,525		294,894
Realized and unrealized investment gains		(782,350)		(421,892)
Promise to give write-offs		39,300		26,640
Change in value of split-interest agreements		(11,518)		(7,145)
Change in operating assets and liabilities:		(11,010)		(7,140)
Decrease (increase) in:				
Accounts receivable		81,257		(157,937)
Promises to give		173,232		(228,540)
Inventories		(9,313)		(17,745)
Prepaid expenses		49,019		(6,955)
Increase (decrease) in:				( , ,
Accounts payable and accrued expenses		27,264		180,419
Deferred revenue		(86,932)		(201,735)
NET CASH PROVIDED BY (USED IN)				
OPERATING ACTIVITIES		20,572		(220,082)
CARLEL CIA/O EDOM INIVERTINO ACTIVITIES				
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from sales of assets held under		8,600		8,600
split-interest agreements  Purchases of property and equipment		(35,870)		(134,303)
Proceeds from sales of investments		1,707,485		1,160,078
Purchases of investments		(1,575,456)		(1,074,225)
r dichases of investments		(1,373,430)		(1,074,223)
NET CASH PROVIDED BY (USED IN)				
INVESTING ACTIVITIES		104,759		(39,850)
				(00,000)
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		125,331		(259,932)
,				, ,
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR		642,081		902,013
CASH AND CASH EQUIVALENTS, END OF YEAR	\$	767,412	\$	642,081

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The Scottsdale Cultural Council (SCC) was incorporated in the state of Arizona on June 2, 1987 as a not-for-profit corporation organized exclusively for charitable, educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code.

The principal purpose of SCC is planning, fostering, encouraging, supporting, creating, establishing, coordinating, presenting, producing, promoting, and managing educational, cultural and arts activities and facilities for the benefit of residents of the City of Scottsdale, Arizona and surrounding vicinity.

#### SCC operates three major programs:

- Scottsdale Center for the Performing Arts (SCPA) This 82,500 square foot facility contains a theatre, a cinema, conference room and exhibition space. SCC is responsible for the administering, programming and fundraising to support the programs.
- Scottsdale Museum of Contemporary Arts (SMoCA) The mission of SMoCA is to affect its community through the collection, preservation, interpretation and exhibition of works of modern and contemporary art, architecture and design. The program also offers education resources through exhibitions, scholarship, publication, education tours, programs, lectures and workshops.
- Public Art This program invites residents and visitors to explore the City of Scottsdale's Public Art Collection. Located throughout the city, sculpture and integrated artworks can be found in parks, libraries, along roadways, in public buildings and other public places. The program was established in 1985 and is dedicated to enhancing urban spaces by commissioning art that creates a sense of place and improves the built environment.

#### Cash and Cash Equivalents

For the purpose of the statements of cash flows, SCC considers all highly liquid debt instruments with an original maturity of ninety days or less at date of acquisition to be cash equivalents. Cash held in accounts with stock brokerage firms are reported as investments as they represent accounts used for the purchases and sales of investments.

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Accounts Receivable

Accounts receivable are carried at the outstanding balances less an allowance for doubtful accounts, if applicable. SCC evaluates the collectability of its accounts receivable based on a combination of factors. In circumstances where it is aware of a specific amount where there may be an inability to meet the financial obligation, it records a specific reserve to reduce the amounts recorded to what it believes will be collected. Accounts are charged off against the allowance when they are deemed to be uncollectible. Accounts receivable as of June 30, 2014 and 2013 are considered by management to be fully collectible and, accordingly, an allowance for doubtful accounts has not been provided.

#### Promises to Give

Unconditional promises to give are recognized as revenues in the period the promise is received and as assets, decreases of liabilities or expenses depending on the form of the benefits received. Unconditional promises to give that are to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates as determined by management applicable to the years in which the promises are received. Amortization of the discounts is included in contributions. In circumstances where it is aware of a specific amount where there may be an inability to meet the financial obligation, SCC records a specific reserve to reduce the amounts recorded to what it believes will be collected. Promises are charged off against the allowance when they are deemed to be uncollectible. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

#### Inventories

Inventories consist of museum store and performing arts center store (retail) inventory and is carried at the lower of cost or market determined by the average cost method.

#### Fair Value Measurements

A framework for measuring fair value has been established by the Accounting Standards Codification and provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Fair Value Measurements (Continued)

The three levels of the fair value hierarchy are as follows:

Level 1 Inputs to

Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that SCC has the ability to access.

#### Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified term (contractual term), the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3

Inputs to the valuation methodology are unobservable and significant to the fair value measurement, and usually reflect SCC's own assumptions about the assumptions that market participants would use in pricing the assets (i.e. real estate valuations, broker quotes).

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used maximize the use of observable inputs and minimize the use of unobservable inputs.

#### Investments

Investments are recorded at fair value as determined by quoted market prices in active markets or by net asset value as determined by third parties. Investment income or loss (including realized and unrealized gains and losses on investments, interest and dividends) is included in the change in net assets in the accompanying statement of activities, unless the income or loss is restricted by donor or law.

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Property and Equipment

Acquisitions of property and equipment in excess of \$1,000 are capitalized. Property and equipment are stated at cost or, if donated, at the approximate fair value at the date of donation. Depreciation of buildings and equipment is calculated using the straight-line method over the estimated useful lives of the respective assets.

Major additions and improvements are capitalized. Maintenance and repairs are expensed as incurred. When assets are retired or otherwise disposed of, the related costs and accumulated depreciation are removed from the accounts and gains and losses are included in operations.

#### Impairment of Long-Lived Assets

SCC reviews long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell. Management does not believe impairment indicators are present.

#### **Endowment Funds**

SCC's endowment funds consist of seven individual funds established for a variety of purposes. Its endowment funds include both donor-restricted funds and funds designated by the Board of Trustees to function as endowments. As required by generally accepted accounting principles, net assets associated with endowment funds, including funds designated by the Board of Trustees to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

SCC follows Arizona's Management of Charitable Funds Act (MCFA) and its own governing documents. MCFA requires the preservation of endowment funds. When a donor's intent is not expressed, MCFA directs SCC to spend an amount that is prudent, consistent with the purposes of the fund, relevant economic factors and the donor's intent that the fund continue in perpetuity.

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Endowment Funds (Continued)

SCC classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by SCC in a manner consistent with the standard of prudence prescribed by MCFA.

In accordance with MCFA, SCC considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds, (2) the purposes of the donor-restricted endowment funds, (3) general economic conditions, (4) the possible effect of inflation and deflation, (5) the expected total return from income and the appreciation of investments, (6) SCC's other resources, and (7) SCC's investment policies.

As of June 30, 2014 and 2013, the Board of Trustees had designated \$610,771 and \$551,385, respectively, of unrestricted net assets as general endowment funds to support the mission of SCC. Since these amounts resulted from an internal designation and are not donor-restricted, they are classified and reported as unrestricted net assets. The source of the amounts making up these endowment funds were from three significant donations received in prior years. SCC's policy is to segregate these amounts into separate investment accounts and to maintain the board designated net asset balance at the investment account balance until the Board of Trustees approves spending from the funds. As of June 30, 2014, the Board of Trustees plans to maintain these funds as reserves.

Permanently restricted net assets include the original value of gifts donated to the permanent endowments for SCPA and SMoCA.

Investment Return Objectives, Risk Parameters and Strategies. SCC has adopted investment and spending policies, approved by the Board of Trustees, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment funds while also maintaining the purchasing power of those endowment assets over the long-term. Accordingly, the investment process seeks to achieve an after-cost total real rate of return, including investment income as well as capital appreciation, which exceeds the annual distribution with acceptable levels of risk. Endowment assets are invested in a well diversified asset mix that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make an annual distribution of 5%, while growing the funds if possible.

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Endowment Funds (Continued)

Therefore, SCC expects its endowment assets, over time, to produce an average rate of return of approximately 9% annually. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund; investment assets and allocation between asset classes and strategies are managed to not expose the fund to unacceptable levels of risk.

Spending Policy. SCC's policy is to appropriate a certain amount for distribution each year. The amount is calculated at 5% of the three year moving average of quarterly valuations of the endowment funds, equally weighted as of March 31 of the previous year. The estimated value is determined as of the beginning of the fiscal year. In establishing this policy, SCC considered the long-term expected return on its investment assets, the nature and duration of the individual endowment funds, many of which must be maintained in perpetuity because of donor-restrictions, and the possible effects of inflation. SCC expects the current spending policy to allow its endowment funds to grow at a nominal average rate of 4% annually, which is consistent with SCC's objective to maintain the purchasing power of the endowment assets as well as to provide additional real growth through investment return.

#### Deferred Revenues

Deferred revenues include deferred membership sales, deferred contract revenues and deferred ticket sales. Membership, contract and ticket revenues are recorded as income in the year in which they are earned. Fees collected in advance of services provided are recorded as deferred revenues until such time as SCC has earned the related revenue.

#### Revenue Recognition

Earned revenues consist primarily of performance ticket sales and sales of merchandise. Revenue related to the current season's ticket sales is recognized in the current year. Proceeds from ticket sales received prior to the fiscal year in which the performance occurs are not recognized as revenue until the performance occurs. Related costs are reported as expenses in the period in which the revenues are recognized. Retail sales revenue is reported net of sales taxes.

NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Contributions

Contributions, grants and bequests, including promises to give, are received and recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. When a donor restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily or permanently restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. However, if a restriction is fulfilled in the same time period in which the contribution is received, SCC reports the support as unrestricted.

Contributions of donated non-monetary assets (in-kind donations) are recorded at their fair values in the period received. Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donated services, are recorded at their fair market values in the period received. SCC utilizes the services of numerous volunteers who support the programs and activities of the organization by performing services such as docents, ushers and assisting with food and beverage concessions and the Museum Store. For the years ended June 30, 2014 and 2013, SCC received the benefit of over 20,600 and 21,100 hours of service from volunteers, respectively. This support has not been recorded in the accompanying financial statements as it does not meet the recognition criteria.

#### Advertising

SCC uses advertising to promote its programs to the community. Advertising costs are charged to operations as incurred. Advertising expense charged to operations was approximately \$542,000 and \$610,000 for the years ended June 30, 2014 and 2013, respectively. Included in advertising expense was approximately \$9,300 and \$28,500 in donated advertising for the years ended June 30, 2014 and 2013, respectively.

#### Income Tax Status

SCC qualifies as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code. In addition, SCC has been classified as an organization that is not a private foundation under Section 509(a)(3). However, income determined to be unrelated business taxable income (UBTI) would be subject to income tax. During the year ended June 30, 2014, SCC incurred an income tax liability of approximately \$42,000 relating to UBTI.

# NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Income Tax Status (Continued)

SCC recognizes uncertain tax positions in the financial statements when it is more likely-thannot that the positions will not be sustained upon examination by the tax authorities. As of June 30, 2014 and 2013, SCC had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements.

SCC's federal and state exempt returns are no longer subject to examination by the Internal Revenue Service and the State of Arizona for fiscal years prior to June 30, 2011 and 2010, respectively, generally three to four years after they were filed.

SCC recognizes interest and penalties associated with income tax in operating expenses. During the years ended June 30, 2014 and 2013, SCC did not have any income tax related interest and penalty expense.

#### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from these estimates.

#### Risk and Uncertainty

SCC invests in various types of investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes, could materially affect the amount reported in the statements of financial position.

#### Reclassification

Certain 2013 amounts have been reclassified to conform with the 2014 financial statement presentation.

#### Date of Management's Review

In preparing these financial statements, SCC has evaluated events and transactions for potential recognition or disclosure through October 27, 2014, the date the financial statements were available to be issued.

#### NOTE 2 CONCENTRATIONS

Financial instruments that subject SCC to potential concentrations of credit risk consist principally of cash and cash equivalents and accounts receivables. SCC maintains its cash in bank accounts with financial institutions and stock brokerage firms. As of June 30, 2014 and 2013, SCC's bank balances exceeded federally insured limits by approximately \$496,000 and \$553,000, respectively. Balances with stock brokerage firms are insured up to \$500,000 (with a limit of \$250,000 for cash) by the Securities Investor Protection Corporation (SIPC). Balances over \$500,000 are insured by the brokerage firms. SCC has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash balances.

Accounts receivable as of June 30, 2014 includes approximately \$21,600 due from the City of Scottsdale for project expenses for the Art in Public Places programs. This amount represents 22% of the total accounts receivable as of June 30, 2014. Accounts receivable as of June 30, 2013 includes approximately \$132,100 due from the City of Scottsdale for project expenses for the Art in Public Places programs. This amount represents 75% of the total accounts receivable as of June 30, 2013. Concentrations of credit risk with respect to accounts receivable are limited due to the nature of the receivables and the collection history of these types of accounts. SCC requires no collateral on its accounts receivable.

#### NOTE 3 CONTRACT - CITY OF SCOTTSDALE

On May 20, 2008, SCC renewed its contract (Contract No 2008-048-COS) with the City of Scottsdale to provide advisory and management services with regard to the arts and cultural programs and facilities of the city. The term of the renewed agreement is for a 10-year period which began on July 1, 2008, with an automatic renewal of an additional 10-year period, unless it is terminated early when either party gives six months' notice of intent not to renew.

By execution of the agreement, the City of Scottsdale acknowledged SCC as the principal organization through which arts and cultural activities will be undertaken and as the official advisory and planning body of arts and culture for the City of Scottsdale. SCC is not a department or operating agency of the City of Scottsdale; however, due to SCC's dependency on the City of Scottsdale for support, material transactions with the City of Scottsdale have been disclosed.

In addition to providing advisory and planning services, SCC is responsible for managing, operating and programming the Scottsdale Center for the Performing Arts (SCPA), Scottsdale Museum of Contemporary Art (SMoCA), Art in Public Places Program and other City of Scottsdale owned facilities as designated in the agreement.

#### NOTE 3 CONTRACT – CITY OF SCOTTSDALE (Continued)

SCC retains all revenue from ticket sales, facilities rentals and concessions, and is responsible for all costs associated with those programs including security, maintenance, utilities and taxes. SCC may undertake structural changes to SCPA, at its expense, with Scottsdale City Council approval, if appropriate.

The City of Scottsdale provided funding to SCC under this contract as follows:

	 2014	2013
Administrative funding Art in Public Places Fund - administrative fees Art in Public Places Fund - project costs	\$ 3,501,930 734,670 901,477	\$ 3,343,095 783,447 614,344
Total contract - City of Scottsdale	\$ 5,138,077	\$ 4,740,886

Total contract revenue from the City of Scottsdale represented 23% and 22% of total revenues during the years ended June 30, 2014 and 2013, respectively. Earned revenues are also dependent on the continuation of the contract with the City of Scottsdale. Management does not expect their relationship with the City of Scottsdale to discontinue anytime in the near future.

#### NOTE 4 ART IN PUBLIC PLACES FUND

In accordance with the contract with the City of Scottsdale, SCC shall administer the City of Scottsdale's public art program. SCC shall perform the acts and functions designated in the Scottsdale Revised Code, or amendments thereto. SCC is required to establish guidelines for the administration of the public art program, which shall at all times contain provisions and procedures for the appeal of decisions concerning the public art program to the City Council. SCC shall also be responsible for the accession and deaccession of artworks, the maintenance of the City of Scottsdale's permanent art collection and activities associated with these responsibilities.

Funds obtained by SCC pursuant to this contract are from the City of Scottsdale's Art in Public Places Fund and other City sources and shall only be used for the purposes described in the Scottsdale Revised Code and for associated administrative and programmatic costs. For any specific projects which remain incomplete at the end of the fiscal year, SCC may request, through the contract administrator, to retain unspent funds in the fiscal year in which they were requested up to the amount needed to complete the specific project. Also, any funds received by SCC from the City during the year, but not yet spent as of the end of the year, can be applied to projects in the next fiscal year. As of June 30, 2014 and 2013, \$52,785 and \$31,427, respectively, was included in deferred revenue for this purpose.

Additional funds from the City of Scottsdale's Art in Public Places Fund may be requested by SCC during the fiscal year for the purpose of project cost overruns or unforeseen circumstances if there are funds available within the City of Scottsdale's Art in Public Places Fund and upon written approval of the contract administrator.

# NOTE 4 ART IN PUBLIC PLACES FUND (Continued)

SCC had the following activity regarding the City of Scottsdale's Art in Public Places Fund during the years ended June 30:

	2014		2013
Deferred, beginning of year Funds received and invoiced during the year:	\$	31,427	\$ 23,756
Contract program payments received		752,277	787,203
Project payments received Project payments receivable		864,283 21,572	484,890 130,251
Less expenses (revenue recognized on the contract during the year):			
Contract program expenses		(782,467)	(779,478)
Project expenses and other expenditures		(834,307)	 (615,195)
Deferred, end of year	\$	52,785	\$ 31,427

## NOTE 5 PROMISES TO GIVE

Promises to give consist of the following unconditional promises to give at June 30:

	2014		 2013
Receivable in less than one year Receivable in two to five years	\$	630,968 20,000	\$ 823,500 40,000
Total promises to give		650,968	863,500
Allowance for uncollectible promises		(33,000)	(33,000)
Net promises to give Current portion		617,968 (597,968)	830,500 (790,500)
Non-current portion	\$	20,000	\$ 40,000

#### NOTE 6 INVESTMENTS AND FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of cash and cash equivalents, receivables, accounts payable and accrued expenses approximates their respective fair values because of the short maturity of these instruments.

Investments with readily determinable fair values are measured at fair value in the statement of financial position as determined by quoted market prices in active markets (Level 1).

The following is a summary of financial instruments measured at fair value on a recurring basis at June 30, 2014:

	Level 1	Level 2	Level 3	Total
Investments:				
Bond funds	\$1,213,973	\$ -	\$ -	\$1,213,973
Cash	60,451	-	-	60,451
Mutual funds	2,744,108	-	-	2,744,108
Registered 40 Act funds	1,799,847	-	-	1,799,847
Registered 40 Act funds of funds	451,411			451,411
Total investments	6,269,790			6,269,790
Split interest agreement investments:				
Bond funds	18,609	-	-	18,609
Cash	1,166	-	-	1,166
Registered 40 Act funds	53,334			53,334
Total and it interest				
Total split interest	70.400			70.400
agreement investments	73,109			73,109
Total fair value of				
financial instruments	\$6,342,899	\$ -	\$ -	\$6,342,899

# NOTE 6 INVESTMENTS AND FAIR VALUE OF FINANCIAL INSTRUMENTS (Continued)

The following is a summary of financial instruments measured at fair value on a recurring basis at June 30, 2013:

	Level 1	Level 2	Level 3	Total
Investments:				
Bond funds	\$1,479,737	\$ -	\$ -	\$1,479,737
Cash	58,732	-	-	58,732
Mutual funds	2,123,512	-	-	2,123,512
Registered 40 Act funds	1,555,545	-	-	1,555,545
Registered 40 Act funds of funds	401,943			401,943
Total investments	5,619,469			5,619,469
Split interest agreement investments:				
Bond fund	51,680	-	-	51,680
Cash	734	-	-	734
Registered 40 Act fund	17,777			17,777
Total and internal				
Total split interest				
agreement investments	70,191			70,191
Total fair value of				
financial instruments	\$5,689,660	\$ -	\$ -	\$5,689,660

Investment return is summarized as follows for the year ended June 30:

	2014		2013	
Interest and dividends Investment fees Realized investment gain Unrealized investment gain	\$	231,483 (44,355) 89,187 693,163	\$	206,080 (34,312) 3,133 463,013
Investment return	\$	969,478	\$	637,914

#### NOTE 7 SPLIT-INTEREST AGREEMENT

During 2003, SCC received a charitable gift annuity from a donor in the amount of \$100,000. The annuity agreement requires SCC to pay the donor an amount of \$8,600 each year of his life beginning in December 2003. At the time of receipt, SCC recorded the investment at its fair value at the date of gift and recorded an annuity payment liability of \$63,944, which was the present value of actuarially determined estimated future cash payments to the donor. The difference between the fair value of the charitable gift annuity and the annuity payment liability of \$36,056 was recognized as a permanently restricted contribution during 2003, as the donor specified that the remainder amount is to be retained in SCC's SMoCA endowment. As of both June 30, 2014 and 2013, the present value of the annuity payment liability is \$12,344, with \$8,600 current each year. To calculate the present value of the charitable gift annuity, management used the applicable federal rate of approximately 4% over the estimated donor's life expectancy. SCC maintains the original donated amount in a separate investment account (see Note 6).

#### NOTE 8 PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at June 30:

	2014	2013
Building improvements Computer equipment Furniture, fixtures and equipment Software license Gift shop equipment Café equipment	\$ 3,270,885 446,449 1,556,332 247,013 62,339 37,424	\$ 3,271,618 444,766 1,530,354 238,071 62,339 37,424
Accumulated depreciation and amortization	5,620,442 (4,740,958) \$ 879,484	5,584,572 (4,489,433) \$ 1,095,139

Depreciation and amortization expense was \$251,525 and \$294,894 for the years ended June 30, 2014 and 2013, respectively.

#### NOTE 9 LINE OF CREDIT

SCC has a line of credit with a bank available in the amount of \$500,000. This line has a maturity date of March 31, 2015 and bears interest at the rate of bank's prime plus 1% with a floor of 5%. There was no balance outstanding on this line as of June 30, 2014 and 2013.

#### NOTE 10 ENDOWMENT FUNDS

Endowment net asset composition by type of fund as of June 30, 2014 is as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Endowment Funds
Donor-restricted endowment funds Board-designated endowment funds	\$ (9,257) 610,771	\$ 157,872 -	\$ 5,583,515 <u>-</u>	\$5,732,130 610,771
Total endowment funds	\$ 601,514	\$ 157,872	\$ 5,583,515	\$6,342,901

Endowment net asset composition by type of fund as of June 30, 2013 is as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Endowment Funds
Donor restricted endowment funds Board designated endowment funds	\$ (506,149) 551,385	\$ 70,909 <u>-</u>	\$ 5,573,515 <u>-</u>	\$ 5,138,275 551,385
Total endowment funds	\$ 45,236	\$ 70,909	\$ 5,573,515	\$5,689,660

NOTE 10 ENDOWMENT FUNDS (Continued)

Changes in endowment funds for the years ended June 30, 2014 and 2013 are as follows:

				Total
		Temporarily	Permanently	Endowment
	Unrestricted	Restricted	Restricted	Funds
Endowment funds, June 30, 2012	\$ (131,837)	\$ -	\$ 5,573,515	\$5,441,678
Contributions				
Investment income	21,478	184,602	-	206,080
Realized losses	216	2,917	-	3,133
Unrealized losses	185,689	154,554	-	340,243
Investment fees	(3,378)	(30,934)	-	(34,312)
Amounts appropriated for				
expenditure	(26,932)	(240,230)		(267,162)
Endowment funds, June 30, 2013	45,236	70,909	5,573,515	5,689,660
Contributions	-	-	10,000	10,000
Investment income	174,478	57,005	-	231,483
Realized gains	86,335	2,852	-	89,187
Unrealized gains	586,911	60,969	-	647,880
Investment fees	(40,385)	(3,970)	-	(44,355)
Amounts appropriated for				
expenditure	(251,061)	(29,893)		(280,954)
Endowment funds, June 30, 2014	\$ 601,514	\$ 157,872	\$ 5,583,515	\$ 6,342,901

The fair value of assets associated with individual donor-restricted endowments may fall below the level that the donor requires SCC to retain as a fund of perpetual duration at times. Deficiencies of this nature that are reported in unrestricted net assets were approximately \$9,300 and \$506,000 as of June 30, 2014 and 2013, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred shortly after the investment of new permanently restricted contributions and continued appropriations for certain programs that were deemed prudent by the Board of Directors.

NOTE 11 RESTRICTED NET ASSETS

Temporarily restricted net assets consist of the following at June 30:

	 2014		2013	
The portion of perpetual endowment funds subject				
to a restriction under MCFA	\$ 157,872	\$	70,909	
Purpose restrictions:				
Performing Arts Season	153,650		221,409	
Gala	155,500		178,415	
Wolf Trap	271,974		178,336	
Public Art - Project	-		100,000	
Covert Operations art installation	75,000		100,000	
Discovery Series	65,681		78,877	
Circus	-		50,000	
Virginia G. Piper Piano Series	40,000		40,000	
Tessitura Non-Profits Expansion	33,500		33,500	
Museum Exhibitions	-		25,000	
Hispanic Heritage	-		21,500	
Free Museum Days	-		15,000	
Discovery series performance	-		12,250	
Sunday A'Fair	13,000		10,000	
Visions	10,000		10,000	
Cultural Connections	10,000		10,000	
Arts Festival	30,000		5,000	
Young@Art Gallery	-		5,000	
ArtStart - SMoCA	-		2,500	
Cultural Data Project	-		2,500	
Tickets - Vets & Students	30,000		, -	
Center Stage Awards	1,250		-	
Administrative Staff Salary - SMoCA	 40,000			
Total temporarily restricted net assets	\$ 1,087,427	\$	1,170,196	

Included in the above purpose restrictions are \$617,968 and \$830,500 of promises to give as of June 30, 2014 and 2013, respectively.

# NOTE 11 RESTRICTED NET ASSETS (Continued)

Permanently restricted net assets consist of the following at June 30:

		2014		2013
SMoCA endowment	\$	4,019,885	\$	4,019,885
SCPA endowment	•	1,116,506	•	1,116,506
SCPA special endowment		411,068		401,068
SMoCA charitable gift annuity trust		36,056		36,056
Total permanently restricted net assets	\$	5,583,515	\$	5,573,515

## NOTE 12 BOARD DESIGNATED NET ASSETS

Board designated net assets consist of the following at June 30:

	2014		2013	
English Trust Quasi-endowment Herman Bequest Quasi-endowment Miller-Mills Quasi-endowment	\$	352,352 119,422 138,997	\$	319,123 107,277 124,985
Total Board designated net assets	\$	610,771	\$	551,385

# NOTE 13 EARNED REVENUES AND CONTRIBUTIONS

Earned revenues consisted of the following at June 30:

	2014	2013
Ticket sales Education revenue Exhibition admissions and other museum revenue Arts Festival revenue Student performances Native Trails program Box office service charges Facility and equipment rental and labor reimbursement Earned membership Food and beverage and other operating income	\$ 2,263,384 86,558 39,112 215,206 8,233 70,000 122,380 535,636 81,424 172,109	\$ 2,492,817 90,254 26,677 240,474 3,010 70,000 124,252 551,927 103,088 131,459
Total earned revenues	\$ 3,594,042	\$ 3,833,958
Contributions consisted of the following at June 30:		
	 2014	2013
Individuals Corporations Foundations Donated goods and services Government Memberships	\$ 423,101 373,359 328,192 214,535 65,864 230,571	\$ 410,274 356,575 352,864 347,060 59,300 146,675
	\$ 1,635,622	\$ 1,672,748

#### NOTE 14 CITY OF SCOTTSDALE COLLECTION OF FINE ART

The City of Scottsdale collection of fine art consists of purchased, commissioned and donated works of art. SCC employs a Director of Public Art to ensure that the collection items are preserved and protected. These collections are not capitalized by SCC and are the property of the City of Scottsdale. There were no purchases of collection items in the years ended June 30, 2014 and 2013. Costs related to commissioned works of art were \$1,070,489 and \$674,146 for the years ended June 30, 2014 and 2013, respectively. Proceeds from deaccession and insurance recoveries, if any, are included as revenues. There were no deaccessions during the years ended June 30, 2014 and 2013.

#### NOTE 15 PENSION PLAN

SCC has a 401(k) profit sharing plan for all eligible employees. Employees 21 years of age or older with at least one year and 1,000 hours of service are eligible to participate in the plan effective on the plan entry dates of July 1 and January 1. SCC will make 100% matching contributions to the plan up to the first 3% of employee compensation, and 50% matching contributions up to the next 2% of employee compensation. Retirement benefits under this form of a pension plan are limited to the value of each participant's account at the time of retirement; therefore, vested benefits will not exceed the value of the participant's account at any time. The employer's contribution to the plan was \$79,737 and \$77,711 for the years ended June 30, 2014 and 2013, respectively.

#### NOTE 16 OPERATING LEASES

SCC leases its office space and certain office equipment under a non-cancelable operating lease expiring in July 2015. The minimum future rental commitments under this non-cancelable operating lease is as follows:

#### Years Ending June 30

2015 2016	\$ 198,276 16,523
	\$ 214,799

Total rental expense under operating leases was approximately \$199,000 and \$198,000 for the years ended June 30, 2014 and 2013, respectively.

#### NOTE 17 COMMUNITY ARTS GRANTING PROGRAM

SCC made the following grants under the Community Arts Granting Program for the years ending June 30:

	2014		2013	
The Scottsdale International Film Festival	\$	11,000	\$	14,000
Detour Theatre Company		11,000		5,000
Scottsdale Artist School		8,500		14,000
Childsplay, Inc.		7,500		6,162
Phoenix Symphony Association		7,500		-
Free Arts of Arizona		6,000		1,357
Desert Foothills Theater		4,000		-
Jazz in Arizona, Inc.		2,500		7,500
Movement Source Dance Company		1,000		856
Arizona Musicfest		-		5,000
Phoenix Conservatory of Music		-		3,375
Schemer Art Center & Museum Association		-		1,000
MusicNova, Inc.		-		750
Total grants	\$	59,000	\$	59,000

This amount is included in program and center services on the accompanying statement of activities.

SCC also awarded conditional promises for community grants for the next fiscal year in the amount of \$59,000. The payment of these grants is conditional on receipt of grant funding from the City of Scottsdale.

# NOTE 17 COMMUNITY ARTS GRANTING PROGRAM (Continued)

SCC provided in-kind subsidies to the following charitable organizations in the form of reduced rent, labor, equipment and other miscellaneous services. The following subsidies are not recorded in the accompanying financial statements:

	 2014	2013
Phoenix Symphony	\$ 6,560	\$ 8,400
American Lung Association Walk	4,575	4,575
Scottsdale Philharmonic	4,200	-
India Association	4,080	-
Free Arts of Arizona	3,150	2,630
ProMusic	2,900	-
Scottsdale Unified School District	2,300	-
Christian Family Care Agency	1,650	3,150
International Interior Design Association	1,550	-
Musica Nova	-	2,495
Other in-kind grants	 350	 375
Total subsidies	\$ 31,315	\$ 21,625