

**PORTER COUNTY GOVERNMENT CHARITABLE
NONPROFIT FOUNDATION, INC.**

FINANCIAL STATEMENTS
AND
INDEPENDENT AUDITORS' REPORT

December 31, 2017 and 2016

**PORTER COUNTY GOVERNMENT CHARITABLE NONPROFIT
FOUNDATION, INC.**

CONTENTS

	Page
Independent Auditors' Report	1-2
Statements of Financial Position	3
Statements of Activities	4
Statements of Cash Flows	5
Notes to Financial Statements	6-10

Independent Auditors' Report

Board of Trustees
Porter County Government Charitable Nonprofit Foundation, Inc.

We have audited the accompanying financial statements of Porter County Government Charitable Nonprofit Foundation, Inc., which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities and cash flows for the year ended December 31, 2017 and the period from February 22, 2016 (date of incorporation) to December 31, 2016, 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 auditors consider 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 Porter County Government Charitable Nonprofit Foundation, Inc. as of December 31, 2017 and 2016, and the changes in its net assets and its cash flows for the year ended December 31, 2017 and the period from February 22, 2016 to December 31, 2016, in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 1 to the financial statements, Porter County Government Charitable Nonprofit Foundation, Inc. early adopted Accounting Standards Updates (ASU) 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. Our opinion is not modified with respect to this matter.

Katz, Sapper & Miller, LLP

Indianapolis, Indiana
September 25, 2019

PORTER COUNTY GOVERNMENT CHARITABLE NONPROFIT FOUNDATION, INC.

**STATEMENTS OF FINANCIAL POSITION
December 31, 2017 and 2016**

ASSETS

	2017	2016
ASSETS		
Cash and equivalents	\$ 3,409,880	\$ 2,902,499
Contributions receivable	3,895,000	9,910,000
Investments	<u>154,462,394</u>	<u>138,995,206</u>
TOTAL ASSETS	<u><u>\$ 161,767,274</u></u>	<u><u>\$ 151,807,705</u></u>

NET ASSETS

NET ASSETS WITHOUT DONOR RESTRICTIONS	<u>\$ 161,767,274</u>	<u>\$ 151,807,705</u>
TOTAL NET ASSETS	<u><u>\$ 161,767,274</u></u>	<u><u>\$ 151,807,705</u></u>

See accompanying notes.

PORTER COUNTY GOVERNMENT CHARITABLE NONPROFIT FOUNDATION, INC.

STATEMENTS OF ACTIVITIES
Year Ended December 31, 2017 and Period from
February 22, 2016 (Date of Inception) to December 31, 2016

	2017	2016
REVENUES AND SUPPORT		
Transfer from Porter County		\$ 135,945,529
Bond principal commitment from Porter County		9,910,000
Interest and dividend income	\$ 6,028,252	3,838,574
In-kind investment expense	(65,000)	(65,000)
Unrealized gains on investments	6,434,320	2,113,943
Realized gains (losses) on investments	3,691,076	(341)
In-kind revenues	68,300	69,300
Total Revenues and Support	<u>16,156,948</u>	<u>151,812,005</u>
EXPENSES		
Program Expenses:		
Transfer to Porter County	6,194,079	
General and Administrative Expenses:		
In-kind salaries expense	3,300	4,300
Total Expenses	<u>6,197,379</u>	<u>4,300</u>
INCREASE IN NET ASSETS	9,959,569	151,807,705
NET ASSETS		
Beginning of Period	<u>151,807,705</u>	<u>-</u>
End of Period	<u>\$ 161,767,274</u>	<u>\$ 151,807,705</u>

See accompanying notes.

PORTER COUNTY GOVERNMENT CHARITABLE NONPROFIT FOUNDATION, INC.

STATEMENTS OF CASH FLOWS
Year Ended December 31, 2017 and Period from
February 22, 2016 (Date of Incorporation) to December 31, 2016

	2017	2016
OPERATING ACTIVITIES		
Increase in net assets	\$ 9,959,569	\$ 151,807,705
Adjustments to reconcile increase in net assets to net cash provided by operating activities:		
Net realized (gains) losses on sales of investments	(3,691,076)	341
Net unrealized gains on investments	(6,434,320)	(2,113,943)
(Increase) decrease in certain assets:		
Contributions receivable	6,015,000	(9,910,000)
Net Cash Provided by Operating Activities	<u>5,849,173</u>	<u>139,784,103</u>
INVESTING ACTIVITIES		
Purchases of investments	(41,038,232)	(154,508,235)
Proceeds from sales and maturities of investments	35,696,440	17,626,631
Net Cash Used by Investing Activities	<u>(5,341,792)</u>	<u>(136,881,604)</u>
NET INCREASE IN CASH AND EQUIVALENTS	507,381	2,902,499
CASH AND EQUIVALENTS		
Beginning of Period	<u>2,902,499</u>	<u>-</u>
End of Period	<u>\$ 3,409,880</u>	<u>\$ 2,902,499</u>

See accompanying notes.

PORTER COUNTY GOVERNMENT CHARITABLE NONPROFIT FOUNDATION, INC.

NOTES TO FINANCIAL STATEMENTS December 31, 2017 and 2016

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

On February 22, 2016, the Porter County Government Charitable Nonprofit Foundation, Inc. (the Foundation) was incorporated as a public benefit corporation, for the purpose to benefit, perform, and carry out the charitable, scientific, and educational purposes of Porter County, Indiana. The Foundation was established in accordance with Indiana Code (IC) 36-1-14-3, which allows the county legislative body and the county fiscal body to establish a charitable nonprofit foundation to hold the proceeds of the sale of capital assets in trust for the benefit of the county. In 2016, the Porter County Treasurer transferred \$135.9 million from a county fund that held the proceeds from the sale of the county hospital.

The Foundation is governed by a Board of Trustees, which assumes responsibility for meeting the Foundation's primary emphasis and exercise all the powers of the Foundation.

New Accounting Pronouncement: The Foundation early adopted Accounting Standards Update (ASU) 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The ASU enhances the understandability of net asset classification, requires information about liquidity and availability of resources, and increases the consistency in the type of information provided about expenses and investment return.

Basis of Presentation: The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which require the Foundation to report information regarding its financial position and activities depending on the absence or presence of donor imposed restrictions. As of December 31, 2017 and 2016, none of the Foundation's net assets were subject to donor imposed restrictions and could be used at the discretion of management and the Board of Trustees, and therefore were all classified as net assets without donor restrictions.

Estimates: The preparation of financial statements in accordance 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, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses. Actual results could differ from those estimates.

Cash and Equivalents consist of cash in demand deposit accounts and highly liquid investments purchased with an original maturity of three months or less. The Foundation maintains its cash in bank deposit accounts which, at times, may exceed the federally insured limits. The Foundation has not experienced any losses from its bank accounts.

Contributions Receivable: Unconditional promises to give are expected to be collected within one year and are recorded at net realizable value. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Prior to the establishment of the Foundation, the Porter County Treasurer issued municipal bonds to several area taxing units. As those municipal bonds mature, then those funds are transferred from Porter County account to the Foundation account. As of December 31, 2017 and 2016, four bonds remained outstanding, with varied principal and interest payments. As of December 31, 2017 and 2016, the outstanding principal totaled \$3,895,000 and \$9,910,000, respectively.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investment Valuation and Income Recognition: Investments are initially recorded at cost, if purchased, or at fair value, if donated. Thereafter, investments are stated at fair value. See Note 3 for discussion of fair value measurements.

The statements of activities includes interest and dividend income and realized and unrealized capital gains and losses, and related in-kind investment expenses. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. Purchases and sales of investments are recorded on the trade date. Gains and losses on the sale of investments are determined using the specific-identification method.

The Board of Trustees has adopted an investment policy that fulfills all fiduciary duties and is aligned with statutory code IC 36-1-14-3. The Foundation's investment philosophy is total return in nature and broadly diversified across asset classes and underlying investments. Accordingly, a total return measurement will be utilized to best comply with statutory code. As such, the net annual total return on the assets will be determined as of December 31st each year. Total return for the calendar year up to 5% will be transferred to the County Fund, which are funds designated for transfer back to Porter County, with any total return above 5% being added back to the principal of the Fund. If the total return is negative, no assets will be transferred. The actual transfer of assets will occur in early January based on operational considerations.

In-kind Contributions: Contributions of services, which consisted of services provided by County elected or appointed officials, are recorded at estimated fair value when received if such services require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not donated.

Functional Allocation of Expenses: The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities. Directly identifiable expenses are charged to the specific programs and supporting services benefited. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Foundation.

Income Taxes: The Foundation is in the process of applying to be exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. The Foundation will file U.S. federal and Indiana information returns. The Foundation is subject to U.S. federal and state income tax examinations by tax authorities since inception.

Subsequent Events: The Foundation has evaluated the financial statements for subsequent events occurring through September 25, 2019, the date the financial statements were available to be issued.

NOTE 2 - AVAILABLE RESOURCES AND LIQUIDITY

Distributions and payments from investment earnings of the Foundation shall not, during any one calendar year, exceed 5% of the amount of principal at the beginning of the year. To the extent that investment income earned on money in the Fund during a calendar year exceeds 5% of the amount of the principal at the beginning of the calendar year, that excess investment income shall be added to and be considered a part of the principal of the Fund. The Foundation's contributions receivable are added to the Fund principal when received. Therefore, the Foundation's financial assets available within one year would consist of 5% of its principal balance or \$7,094,885 and \$0 at December 31, 2017 and 2016, respectively.

NOTE 2 - AVAILABLE RESOURCES AND LIQUIDITY (CONTINUED)

Per the Investment Policy Statement, short-term liquidity requirements, while expected to be infrequent, will be handled from contributions (if any exist), the amount allocated to cash, and/or by the income, appreciation, or reallocation of Fund investments.

NOTE 3 - FAIR VALUE MEASUREMENTS

The Foundation has categorized its assets and liabilities that are measured at fair value into a three-level fair value hierarchy. The hierarchy 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) and the lowest priority to unobservable inputs (Level 3). The asset 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 need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Foundation has the ability to access.

Level 2 – Inputs to the valuation methodology may 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; and/or 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 (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. In situations where there is little or no market activity for the asset or liability, the Foundation makes estimates and assumptions related to the pricing of the asset or liability including assumptions regarding risk.

Following is a description of the valuation methodologies used by the Foundation for assets that are measured at fair value on a recurring basis. There have been no changes in the methodologies used at December 31, 2017 and 2016.

Mutual Fund Shares and Money Market Fund Shares: Valued at the daily closing price as reported by the funds. These funds are required to publish their daily net asset value (NAV) and to transact at that price. These funds are deemed to be actively traded.

Municipal Bonds: Valued using pricing models maximizing the use of observable inputs for similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings. When quoted prices are not available for identical or similar bonds, those corporate bonds are valued under a discounted cash flow approach that maximizes observable inputs, such as current yields or similar instruments, but includes adjustments for certain risks that may not be observable, such as credit and liquidity risks.

NOTE 3 - FAIR VALUE MEASUREMENTS (CONTINUED)

Following is a summary, by major nature and risks class within each level of the fair value hierarchy, of the Foundation's assets that are measured at fair value on a recurring basis as of December 31, 2017 and 2016:

2017	Level 1	Level 2	Total
Cash equivalents:			
Money market fund shares	\$ 3,409,880		\$ 3,409,880
Investments:			
Mutual fund shares:			
Fixed income	83,954,869		83,954,869
Large cap growth	13,490,304		13,490,304
Large cap blend	17,492,493		17,492,493
Large cap value	12,068,296		12,068,296
Mid cap value	9,855,450		9,855,450
International	<u>17,600,982</u>		<u>17,600,982</u>
Total Assets at Fair Value	<u>\$157,872,274</u>		<u>\$157,872,274</u>
2016			
Investments:			
Mutual fund shares:			
Fixed income	\$ 75,134,948		\$ 75,134,948
Large cap growth	9,873,335		9,873,335
Large cap blend	14,534,010		14,534,010
Large cap value	10,326,333		10,326,333
Mid cap value	9,072,104		9,072,104
International	13,923,861		13,923,861
Municipal bonds – fixed income		<u>\$6,130,615</u>	<u>6,130,615</u>
Total Assets at Fair Value	<u>\$132,864,591</u>	<u>\$6,130,615</u>	<u>\$138,995,206</u>

At December 31, 2017 and 2016, the Foundation had no other assets and no liabilities that are measured at fair value on a recurring basis.

NOTE 4 - INVESTMENTS

Investments at December 31, 2017 and 2016, consisted of the following:

	2017		2016	
	Cost	Fair Value	Cost	Fair Value
Mutual fund shares	\$145,918,136	\$154,462,394	\$130,713,661	\$132,864,591
Municipal bonds			<u>6,127,474</u>	<u>6,130,615</u>
Total Investments	<u>\$145,918,136</u>	<u>\$154,462,394</u>	<u>\$136,841,135</u>	<u>\$138,995,206</u>

NOTE 4 - INVESTMENTS (CONTINUED)

The Foundation's investments are exposed to various kinds and levels of risk, including market, liquidity, interest rate, and credit risk. Market risk is the risk associated with major movements of the equity markets, both foreign and domestic. Liquidity risk is affected by the willingness of market participants to buy and sell given securities and tends to be higher for foreign equities and equities related to small capitalization companies. Interest rate risk relates to changes in value of securities due to interest rate changes. Credit risk is the risk that the obligator of a security will not fulfill its obligation.

Due to the volatility of the capital markets, there is a reasonable possibility of significant changes in fair value of investments and additional gains or losses in the near term.

NOTE 5 - DONATED SERVICES AND IN-KIND CONTRIBUTIONS

Porter County donated services to the Foundation consisting of salaries aggregating \$3,300 and \$4,300 in 2017 and 2016, respectively. These amounts are reflected in the statements of activities as expense and as revenue.

In 2017 and 2016, the investment advisor fees that are being paid by Porter County are \$65,000. These amounts are reflected in the statements of activities as expense and as revenue.