



SCHOLARSHIP FOUNDATION OF SANTA BARBARA
FINANCIAL STATEMENTS

June 30, 2014

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

June 30, 2014

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditors' Report	1-2
Financial Statements:	
Statement of Financial Position	3
Statement of Activities and Changes in Net Assets	4
Statement of Functional Expenses	5
Statement of Cash Flows	6
Notes to Financial Statements	7-22



Independent Auditors' Report

To the Board of Directors
Scholarship Foundation of Santa Barbara
Santa Barbara, California

We have audited the accompanying financial statements of Scholarship Foundation of Santa Barbara (a nonprofit organization), which comprise the statement of financial position as of June 30, 2014, and the related statements of activities, functional expenses, and cash flows for the year 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit 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 auditor's 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 Scholarship Foundation of Santa Barbara as of June 30, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Scholarship Foundation of Santa Barbara financial statements, and our report dated November 15, 2013, expressed an unmodified opinion on those audited financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2013, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Stoltey & Associates

October 22, 2014

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

STATEMENT OF FINANCIAL POSITION
June 30, 2014
(With Comparative Totals for June 30, 2013)

	Unrestricted	Temporarily Restricted	Permanently Restricted	2014 Total	2013 Total
ASSETS					
CURRENT ASSETS					
Cash and equivalents	\$ 3,152,783	\$ 879,501	\$ -	\$ 4,032,284	\$ 3,602,883
Pledges receivable (note 2)	1,287,932	1,297,859	12,800	2,598,591	2,225,249
Interest receivable	7,956	-	-	7,956	16,612
Other receivable	4,071	-	-	4,071	4,887
Prepaid expenses	14,592	-	-	14,592	23,645
Total Current Assets	4,467,334	2,177,360	12,800	6,657,494	5,873,276
INVESTMENTS (NOTE 4)					
Nonmarketable securities	2,747,976	-	4,520,055	7,268,031	9,894,288
Marketable securities	7,672,670	6,422,903	23,185,348	37,280,921	30,648,719
Total Investments	10,420,646	6,422,903	27,705,403	44,548,952	40,543,007
PROPERTY AND EQUIPMENT, NET (NOTE 5)	278,441	-	-	278,441	325,867
OTHER ASSETS					
Pledges receivable - long-term (note 2)	159,463	596,709	11,898	768,070	1,419,771
Mineral interests, net (note 3)	15,999	-	-	15,999	17,999
Deposits	2,216	-	-	2,216	2,287
Land held for investment	-	-	110,000	110,000	110,000
Contributions receivable from split interest agreements (note 6)	-	677,092	41,058	718,150	687,546
Total Other Assets	177,678	1,273,801	162,956	1,614,435	2,237,603
Total Assets	\$ 15,344,099	\$ 9,874,064	\$ 27,881,159	\$ 53,099,322	\$ 48,979,753
 LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Accounts payable and accrued expenses	\$ 118,306	\$ -	\$ -	\$ 118,306	\$ 122,111
Scholarship and student loan awards payable	7,770,242	-	-	7,770,242	7,396,551
Total Current Liabilities	7,888,548	-	-	7,888,548	7,518,662
NET ASSETS					
Unrestricted - Undesignated	7,455,551	-	-	7,455,551	6,326,238
Temporarily restricted (note 7)	-	9,874,064	-	9,874,064	7,964,955
Permanently restricted (note 8)	-	-	27,881,159	27,881,159	27,169,898
Total Net Assets	7,455,551	9,874,064	27,881,159	45,210,774	41,461,091
Total Liabilities and Net Assets	\$ 15,344,099	\$ 9,874,064	\$ 27,881,159	\$ 53,099,322	\$ 48,979,753

The accompanying notes are an integral part of this financial statement

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

STATEMENT OF ACTIVITIES
For the Year Ended June 30, 2014
(With Comparative Totals for the Year Ended June 30, 2013)

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>2014 Total</u>	<u>2013 Total</u>
PUBLIC SUPPORT AND REVENUE					
Public Support					
Fundraising events - gross revenue	\$ -	\$ 266,600	\$ -	\$ 266,600	\$ 571,983
Less costs of direct benefits to donors	-	(96,454)	-	(96,454)	(250,875)
Net revenues from fundraising events	-	170,146	-	170,146	321,108
Donations	1,235,825	5,692,228	557,072	7,485,125	9,466,851
Bequests	273,500	-	147,807	421,307	527,289
Total Public Support	<u>1,509,325</u>	<u>5,862,374</u>	<u>704,879</u>	<u>8,076,578</u>	<u>10,315,248</u>
Revenue					
Grant for student aid support	153,242	-	-	153,242	170,200
Interest and dividends	760,057	2,596,906	-	3,356,963	495,233
Realized and unrealized gain on investments	413,286	1,140,223	-	1,553,509	4,268,142
Mineral royalties	68,816	-	-	68,816	54,595
Change in value of split interest agreements	-	24,222	6,382	30,604	46,234
Total Revenue	<u>1,395,401</u>	<u>3,761,351</u>	<u>6,382</u>	<u>5,163,134</u>	<u>5,034,404</u>
Total Public Support and Revenue	<u>2,904,726</u>	<u>9,623,725</u>	<u>711,261</u>	<u>13,239,712</u>	<u>15,349,652</u>
Net assets released from restrictions (note 9)	<u>7,714,616</u>	<u>(7,714,616)</u>	<u>-</u>	<u>-</u>	<u>-</u>
EXPENSES					
Program Expenses:					
Scholarship and loan services	8,333,346	-	-	8,333,346	8,130,658
Outreach and financial aid services	352,085	-	-	352,085	317,008
Total Program Services	<u>8,685,431</u>	<u>-</u>	<u>-</u>	<u>8,685,431</u>	<u>8,447,666</u>
Supporting Services:					
General and administrative	350,717	-	-	350,717	334,576
Fundraising	453,881	-	-	453,881	536,716
Total Supporting Services	<u>804,598</u>	<u>-</u>	<u>-</u>	<u>804,598</u>	<u>871,292</u>
Total Expenses	<u>9,490,029</u>	<u>-</u>	<u>-</u>	<u>9,490,029</u>	<u>9,318,958</u>
Change in Net Assets	<u>1,129,313</u>	<u>1,909,109</u>	<u>711,261</u>	<u>3,749,683</u>	<u>6,030,694</u>
Net Assets, beginning of year	6,326,238	7,964,955	27,169,898	41,461,091	35,430,397
Net Assets, ending of year	<u>\$ 7,455,551</u>	<u>\$ 9,874,064</u>	<u>\$ 27,881,159</u>	<u>\$ 45,210,774</u>	<u>\$ 41,461,091</u>

The accompanying notes are an integral part of this financial statement

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

STATEMENT OF FUNCTIONAL EXPENSES
For the Year Ended June 30, 2014
(With Comparative Totals for the Year Ended June 30, 2013)

	Program			Supporting Services		2014	2013
	Scholarships and Loans	Outreach & Financial Aid Services	Total	General and Administrative	Fund Raising		
Salaries	\$ 420,356	\$ 217,381	\$ 637,737	\$ 218,990	\$ 245,045	\$ 1,101,772	\$ 1,100,212
Employee benefits	39,234	24,606	63,840	29,020	24,114	116,974	106,753
Payroll taxes	33,242	17,191	50,433	17,318	19,379	87,130	87,949
Professional fees and consulting	234	8,543	8,777	12,761	5,557	27,095	24,675
Depreciation and amortization	26,233	15,901	42,134	9,033	10,704	61,871	57,627
Rent	34,435	20,872	55,307	11,857	14,050	81,214	76,475
Telephone and utilities	6,280	3,807	10,087	2,162	2,562	14,811	14,723
Insurance	3,503	2,123	5,626	1,206	1,429	8,261	8,099
Advertising and promotion	1,413	3,263	4,676	-	46,997	51,673	90,602
Printing and graphics	22,441	292	22,733	1,461	4,441	28,635	10,608
Postage	7,276	1,573	8,849	1,966	8,849	19,664	18,987
Public relations and meetings	9,382	4,675	14,057	12,518	52,954	79,529	94,530
Supplies	8,467	5,132	13,599	2,916	3,455	19,970	22,924
Information technology	17,766	10,768	28,534	6,117	7,248	41,899	42,735
Repairs and maintenance	5,591	3,390	8,981	1,926	2,282	13,189	15,821
Legal and accounting	-	-	-	13,000	-	13,000	12,500
Education and conferences	550	650	1,200	3,215	529	4,944	5,738
Travel	2,176	7,598	9,774	2,797	1,378	13,949	13,198
Scholarships and loans awarded	7,687,639	-	7,687,639	-	-	7,687,639	7,495,888
Miscellaneous	7,128	4,320	11,448	2,454	2,908	16,810	18,914
2014 Total Functional Expenses	\$ 8,333,346	\$ 352,085	\$ 8,685,431	\$ 350,717	\$ 453,881	\$ 9,490,029	
2013 Total Functional Expenses	\$ 8,130,658	\$ 317,008	\$ 8,447,666	\$ 334,576	\$ 536,716		\$ 9,318,958

The accompanying notes are an integral part of this financial statement

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

STATEMENT OF CASH FLOWS

For the Year Ended June 30, 2014

(With Comparative Amounts for the Year Ended June 30, 2013)

	2014	2013
Cash Flows From Operating Activities:		
Change in net assets	\$ 3,749,683	\$ 6,030,694
Adjustments to reconcile increase in net assets - unrestricted to cash from (used by) operating activities:		
Depreciation and amortization	61,871	57,627
Realized and unrealized loss (gain) on investments	(1,553,509)	(4,268,142)
Loss on disposition of fixed assets	-	3,785
Contributions permanently restricted	(704,879)	(1,517,211)
(Gains) losses on split interest agreements	(30,604)	(46,234)
Decrease/(Increase) in pledges receivable	278,359	(1,394,141)
Decrease/(Increase) in interest and other receivables	9,472	24,727
Decrease/(Increase) in prepaid expenses and deposits	9,124	67,801
Decrease/(Increase) in receivables from split interest agreements	-	-
(Decrease)/Increase in student loans and scholarships payable	373,691	821,111
(Decrease)/Increase in deferred revenue	-	(94,280)
(Decrease)/Increase in accounts payable and accrued expenses	(3,805)	6,582
Net cash from operating activities	2,189,403	(307,681)
Cash Flows From (Used By) Investing Activities:		
Purchase of furniture and equipment and leasehold improvements	(12,445)	(49,581)
Proceeds from sale of investments	3,710,112	33,384,271
Purchase of marketable securities	(6,162,548)	(33,576,032)
Net cash from (used by) investing activities	(2,464,881)	(241,342)
Cash Flows From Financing Activities		
Contributions permanently restricted	704,879	1,517,211
Net cash from financing activities	704,879	1,517,211
Net increase (decrease) in cash and cash equivalents	429,401	968,188
Cash and cash equivalents at Beginning of Year	3,602,883	2,634,695
Cash and cash equivalents at Ending of Year	\$ 4,032,284	\$ 3,602,883
Supplemental Disclosure of Cash Flow Information		
Noncash transactions consisted of the following:		
In-Kind donation of contributed goods and services	\$ 14,114	\$ 21,811

The accompanying notes are an integral part of this financial statement

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Scholarship Foundation of Santa Barbara (the Foundation) is a non-profit organization that provides scholarships and loans to graduates of high schools in Santa Barbara County, California. The Foundation also provides free outreach and financial aid counseling as a public service.

Basis of Accounting

The accompanying financial statements of the Foundation have been prepared in accordance with Financial Accounting Standards Board ASC 958 (formerly FASB Statement of Financial Accounting Standards (SFAS) No. 117, *Financial Statements of Not-For-Profit Organizations*). ASC 958 establishes standards for external financial reporting by not-for-profit organizations and requires that resources be classified for accounting and reporting purposes into three net asset categories according to externally (donor) imposed restrictions as follows:

Unrestricted Net Assets

The unrestricted group of net assets represents unrestricted resources available for current support of Foundation activities.

Temporarily Restricted Net Assets

Temporarily restricted net assets include charitable remainder trusts and donations that have been restricted by donors for time or certain purposes, generally awarding student aid. When the restrictions have been met, the funds are fully expendable.

Permanently Restricted Net Assets

Permanently restricted net assets represent endowment funds and charitable remainder trusts which by donor restriction require that the corpus be invested in perpetuity and only the income be made available for program operations in accordance with donor restrictions.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Cash and Cash Equivalents

The Foundation includes in cash equivalents all highly liquid investments that can be readily converted to a known amount of cash. These investments are typically savings and money market accounts from which funds may be withdrawn by check.

Investments

Investments include marketable securities, alternative investments and a nonmarketable fixed income security. Marketable securities are recorded at fair market value based on quoted prices for identical securities. Alternative investments are recorded at estimated fair market value based on the Foundation's share of net asset value as reported by each of the investment managers. The nonmarketable fixed income security is reported at estimated market value based on the discounted value of the anticipated cash flows from the security. Changes in unrealized gains or losses are recorded as a change in the appropriate class of net assets.

Fair Value of Financial Instruments

The estimated fair values of the Foundation's short-term financial instruments, including cash, cash equivalents, and accounts payables arising in the ordinary course of business, approximate their individual carrying amounts due to the relatively short period of time between their origination and expected realization. The fair value of the marketable securities is based on quoted market rates, alternative investments based on net asset value and nonmarketable fixed income security on discounted anticipated cash flows.

Donor Restrictions

The Foundation reports donations of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. The Foundation reports donations of property and equipment (or other long-lived assets) as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Donations of long-lived assets with explicit restrictions that specify how the donated assets must be used and donations of cash or other assets that must be used to acquire long-lived assets are reported as restricted support.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Santa Barbara Foundation Loan Program

The Foundation receives a significant grant from the Santa Barbara Foundation each year that is restricted for funding Santa Barbara Foundation Loan Program loans. The Foundation expends a significant amount of effort and resources in recruiting, screening, evaluating and communicating with applicants for the Santa Barbara Foundation Loan Program. Management has determined the grant constitutes a contribution to the Foundation in accordance with generally accepted accounting principles and reports the grant as a contribution in the accompanying financial statements. In addition, the Foundation has determined the loan awards made under the loan program meet the definition of an expense as defined by generally accepted accounting principles. Accordingly, the Foundation reports the amount of loan awards as a program expense in the accompanying financial statements.

Donated Property and Investments

Donated property and investments are recorded as contributions at their fair market value at date of receipt.

Property and Equipment

The Foundation's investment in equipment and leasehold improvements is stated at cost. Depreciation is calculated using the straight-line method over an estimated useful life of three to ten years. One-half year depreciation is taken in the year of acquisition.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles 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 the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Scholarships and Student Loans Awarded Payable

The Foundation reports scholarship and student loans awarded payable at the total awards made less the estimated awards that will be rescinded due to changes in the recipient student's situation. The Foundation estimates the

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

amount of rescinded awards using the average of rescissions made in the previous 4 years.

Allocation of Income Between Funds

Income, including gains and losses, earned by permanently restricted net assets is considered expendable for scholarships and is allocated to the temporarily restricted net assets until the scholarships are awarded. The balance of investment income is allocated to the unrestricted net assets.

Income Taxes

The Foundation is incorporated exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code (IRC), though it would be subject to tax on income unrelated to its exempt purposes (unless that income is otherwise excluded by the IRC). The tax years ending 2010, 2011, and 2012 are still open to audit for both federal and state purposes. Contributions to the organization are tax deductible to donors under Section 170 of the IRC. The organization is not classified as a private foundation.

Donated Services

Donated goods and services received by the Foundation are recorded at the estimated fair market value at the time of the donation.

Comparative Amounts

The amounts shown for 2013 in the accompanying financial statements are included to provide a basis for comparison with 2014 and are not intended to present all information necessary for a fair presentation of the 2013 financial statements in conformity with generally accepted accounting principles.

NOTE 2 - PLEDGES RECEIVABLE

Unconditional promises are included in the financial statements as pledges receivable and revenue in the appropriate net asset category. As of June 30, 2014 and 2013 pledges receivable totaled \$3,366,661 and \$3,645,020, respectively. Management believes all receivables are collectible and thus no reserve for doubtful pledges has been established. The pledges receivable as of June 30, 2014 are expected to be collected in the following years:

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

2015	\$ 2,598,591
2016	484,713
2017	273,771
2018	25,500
2019	13,000
2020	11,000
2021	<u>10,000</u>
Total	3,416,575
Less discount on long term pledges receivable	<u>(49,914)</u>
Pledges receivable, net	<u>\$ 3,366,661</u>

Pledges receivable with due dates extending beyond one year are discounted using a discount rate of 2.5%.

NOTE 3 - MINERAL INTERESTS

The Foundation received a bequest of various mineral interests in Oklahoma which is held in trust. The trustee is the First National Bank of Okmulgee. The trust is revocable by the Foundation. The mineral rights are carried in the balance sheet at the estimated fair market value at the date of donation, less depletion. As of June 30, 2014, the cost and accumulated amortization is \$50,000 and \$34,001, respectively.

NOTE 4 - INVESTMENTS

The Foundation's investments include both marketable securities and nonmarketable securities. Marketable securities are presented in the financial statements at fair market value, while nonmarketable securities are presented at estimated market value.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

At June 30, 2014 and 2013, investments consist of the following:

June 30, 2014:

	Cost	Market Value	Excess of Market over Cost
Mutual Funds	\$ 35,476,802	\$ 36,174,728	\$ 697,926
Long-Term Certificates			
Of Deposit	247,492	247,917	425
Archstone Offshore, LTD	3,100,000	4,341,824	1,241,824
CommonFund Realty			
Investors	752,553	1,263	(751,290)
CommonFund Distressed			
Investors	253,457	616,190	362,733
EnTrust Capital			
Diversified	2,000,000	2,308,753	308,753
Bonds	880,909	858,277	(22,632)
Total	<u>\$ 42,711,213</u>	<u>\$ 44,548,952</u>	<u>\$ 1,837,739</u>
Unrealized gain at beginning of year			(489,778)
Change in unrealized gain on marketable securities			<u>\$ 1,347,961</u>

June 30, 2013:

	Cost	Market Value	Excess of Market over Cost
Mutual Funds	\$ 29,314,254	\$ 29,304,037	\$ (10,217)
Long-Term Certificates			
Of Deposit	247,491	247,491	-
Archstone Offshore, LTD	3,100,000	3,934,518	834,518
CommonFund Realty			
Investors	785,492	8,047	(777,445)
CommonFund Distressed			
Investors	896,443	1,214,714	318,271
CommonFund Multi-			
Strategy Global Hedged			
Partners	2,150,960	2,180,050	29,090
EnTrust Capital Diversified	2,000,000	2,081,959	81,959
Bonds	1,558,589	1,572,191	13,062
Total	<u>\$ 40,053,229</u>	<u>\$ 40,543,007</u>	<u>\$ 489,778</u>
Unrealized gain at beginning of year			1,903,776
Change in unrealized gain on marketable securities			<u>\$ (1,413,998)</u>

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

NOTE 5 - PROPERTY AND EQUIPMENT

Property and equipment at June 30, 2014 consist of the following major classifications:

	<u>Cost/Basis</u>	<u>Estimated Useful Life</u>
Leasehold improvements	\$ 367,156	5-10 years
Furniture and equipment	<u>269,457</u>	3-5 years
Total cost	636,613	
Less accumulated depreciation	<u>(358,172)</u>	
Net property and equipment	<u>\$ 278,441</u>	

For the year ending June 30, 2014, the Foundation recognized depreciation expense of \$59,871.

NOTE 6 - SPLIT INTEREST AGREEMENTS

The Foundation is the remainderman for seven charitable split interest agreements as of June 30, 2014, that have been established by donors to provide income, generally for life, to designated beneficiaries. The remainder of the trusts will be distributed to the Foundation for the purposes designated in the trust agreements, generally for restricted or endowment purposes. Each year, beneficiaries receive a percentage of the trust's fair market value, limited to the net income or net-income-with-make-up provisions, payable quarterly.

The trusts are separate legal entities, created under the provisions of Section 664 of the Internal Revenue Code, and have a calendar year end as required by the Tax Reform Act of 1986. They are exempt from federal and California income taxes on investment accumulated for future distributions and any net capital gains.

The Foundation does not act as trustee for these trusts, which are included on the financial statements under the caption "contributions receivable from split interest agreements". For financial statement presentation, the interest in these trusts is presented at the net present value of the estimated future benefits to be received when the trust assets are distributed, using a discount rate of 3.4% to 10% based on the terms of the trust agreement. This discount rate is then applied to the estimated future cash flows based on the life expectancy of each trust's income beneficiary.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

NOTE 7 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets as of June 30, 2014 and 2013 are available for the following purposes:

	<u>2014</u>	<u>2013</u>
Scholarships	\$ 9,045,146	\$ 6,901,468
Outreach and financial aid services	100,000	330,000
Alumni donations fund	51,826	64,784
Scholarship Foundation history project	-	15,833
Split interest agreements	<u>677,092</u>	<u>652,870</u>
Total	<u>\$ 9,874,064</u>	<u>\$ 7,964,955</u>

NOTE 8 - PERMANENTLY RESTRICTED NET ASSETS

Permanently restricted net assets as of June 30, 2014 and 2013 are restricted to:

	<u>2014</u>	<u>2013</u>
Investments held in perpetuity, with income and appreciation expendable to support scholarships	\$ 27,840,100	\$ 27,135,222
Split interest agreements	<u>41,058</u>	<u>34,676</u>
Total	<u>\$ 27,881,159</u>	<u>\$ 27,169,898</u>

NOTE 9 - ASSETS RELEASED FROM DONOR RESTRICTIONS

During the year ended June 30, 2014 the Foundation released a total of \$7,714,616 of temporarily restricted net assets from donor restrictions by awarding scholarships and loans as specified by donors and fulfilling student aid services. During the year ended June 30, 2013 the Foundation released a total of \$7,222,564 from temporarily restricted net assets from donor restrictions by awarding scholarships and loans as specified by donors and fulfilling student aid services.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

NOTE 10 - LEASE AGREEMENTS

The Foundation rents facilities located in Santa Barbara, California under a lease agreement expiring on April 30, 2021, payable in monthly installments of \$5,726, with minimum annual increases of 3%.

The Foundation also leases facilities located in Santa Maria, California under a lease agreement that commenced September 1, 2012 and expires August 31, 2015. The lease agreement calls for a monthly rent payment of \$702 along with common area maintenance expenses of approximately \$294 per month.

The Foundation is obligated under the leases as follows:

Year ended June 30,	
2015	\$ 79,555
2016	74,670
2017	75,463
2018	77,727
2019	80,059
Thereafter (2020-2021)	<u>152,887</u>
Total	<u>\$ 540,361</u>

NOTE 11 - CONCENTRATIONS

The Foundation maintains cash balances in money market funds. Such funds are not fully insured.

The Foundation maintains cash balances at several banks. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. At times during the year the Foundation had an excess of cash over the insured amount. At June 30, 2014 the Foundation held uninsured deposits of approximately \$2,008,655.

The Foundation receives a majority of its donations from sources within Santa Barbara County, California.

NOTE 12 - RETIREMENT PLANS

In December 2002, the Foundation adopted a 457(b) deferred compensation plan with an effective date of January 1, 2003. Eligible employees are designated by name by the Board of Directors and must meet plan qualifications. As of January 2007, there are no participants designated by

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

the Board of Directors. There was no expense for the 457(b) plan for the year ended June 30, 2014.

NOTE 13 - ASSETS VALUED AT FAIR VALUE

The Financial Accounting Standard Board's authoritative guidance on fair value measurements establishes a framework for measuring fair value, and expands disclosure about fair value measurements. This guidance enables the reader of the financial statements to assess the inputs used to develop those measurements by establishing a hierarchy for ranking the quality and reliability of the information used to determine fair values. Under this guidance, assets and liabilities carried at fair value must be classified and disclosed in one of the following three categories:

Level 1: Quoted market prices in active markets for identical assets or liabilities.

Level 2: Observable market based inputs or unobservable inputs that are corroborated by market data.

Level 3: Unobservable inputs that are not corroborated by market data.

Assets carried at fair value include the following as of June 30, 2014:

Level 1

- Mutual fund which consists entirely of investment in the TIFF Multi-Asset Fund with a total market value at June 30, 2014 of \$36,174,728.
- Long-term certificates of deposit with a reported market value of \$247,917.
- Government securities with a reported market value of \$1,660.
- Corporate bonds with a reported market value of \$286,229.
- Municipal bonds with a reported market value of \$95,388.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Level 2

- Hedge funds and other alternative investments reporting asset values as of June 30, 2014 on a basis of net asset value (NAV) including:

Archstone, LTD	\$ 4,341,824
CommonFund Realty Investors	1,263
CommonFund Global Distressed Investors	616,190
EnTrust Capital Diversified	<u>2,308,753</u>
Total	<u>\$ 7,268,030</u>

Level 3

- Foreign corporate bond with no marketable quoted value reported at the discounted present value of the anticipated future cash flows based on the terms of the bond. Anticipated future cash flows discounted at 2% per annum. Estimated fair market value of the foreign bond at June 30, 2014 is \$475,000.
- Charitable remainder trusts reported at the estimated fair market value based on the discounted value of anticipated future cash flows.

In determining the appropriate levels, the Foundation performs a detailed analysis of the assets and liabilities that are measured and reported on a fair value basis. At each reporting period, all assets and liabilities for which the fair value measurement is based on significant unobservable inputs are classified as Level 3.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Assets and liabilities measured at fair value are summarized as follows:

	<u>Fair Value</u>	Quoted Prices In Active Markets For Identical Assets <u>(Level 1)</u>	Significant Other Observable Inputs <u>(Level 2)</u>	Significant Unobservable Inputs <u>(Level 3)</u>
Fixed income mutual funds	\$ 36,174,728	\$ 36,174,728	\$ -	\$ -
Long-term certificates of deposit	247,917	247,917	-	-
Corporate bonds	286,229	286,229	-	-
Government securities	1,660	1,660	-	-
Municipal bonds	95,388	95,388	-	-
Hedge funds and other alternative investments	7,268,030	-	7,268,030	-
Nonmarketable foreign corporate bond	475,000	-	-	475,000
Charitable remainder trusts	<u>718,150</u>	<u>-</u>	<u>-</u>	<u>718,150</u>
	<u>\$ 45,267,102</u>	<u>\$36,805,922</u>	<u>\$ 7,268,030</u>	<u>\$ 1,193,150</u>

No transfers were made from level 2 or level 3 to level 1.

Changes in Fair Value Measurement Using Significant Observable Inputs (Level 2) are summarized as follows:

	Alternative Investments
Beginning Balance	\$ 9,419,288
Sales, net	(2,826,885)
Total Gains Included	
In Changes in Net Assets	<u>675,627</u>
Ending Balance	<u>\$ 7,268,030</u>
The Amount of Total Gains For The Period Included In Changes In Net Assets Still Held At June 30, 2014	<u>\$ 675,627</u>

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Changes in Fair Value Measurement Using Significant Unobservable Inputs (Level 3) are summarized as follows:

	Charitable Remainder Trusts	Foreign Corporate Bond
Beginning Balance	\$ 687,546	\$ -
Transfers from Level 1	-	475,000
Distributions Received, net	-	-
Total Gains Included In		
Changes in Net Assets	30,604	-
Ending Balance	\$ 718,150	\$ 475,000
The Amount of Total Gains For The Period Included In Changes In Net Assets Still Held At June 30, 2014	\$ 30,604	\$ -

NOTE 14 - ENDOWMENT

The Foundation's endowment consists of approximately 165 individual funds established to fund scholarship awards. Its endowment consists of donor-restricted endowment funds. As required by generally accepted accounting principles (GAAP), net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

The Board of Directors of the Foundation has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as enacted in California as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation 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 the Foundation in a manner consistent with the standard of prudence prescribed by UPMIFA. In

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

accordance with UPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- (1) The duration and preservation of the fund
- (2) The purposes of the Foundation and the donor-restricted endowment fund
- (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) Other resources of the Foundation
- (7) The investment policies of the Foundation.

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor restricted endowment funds may fall below the level that the donor or UPMIFA requires the Foundation to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature that are reported in unrestricted net assets. At June 30, 2014 there were no funds with deficiencies.

Return Objectives and Risk Parameters

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding for scholarship awards supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Foundation must hold in perpetuity.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation that places a greater emphasis on equity mutual funds investments to achieve its long-term objectives within prudent risk constraints.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

Spending Policy and How the Investment Objectives Relate to Spending Policy

The Board of Directors of the Foundation determines the total dollar amount of funds from the endowment to be appropriated for scholarship awards each year as part of the overall student aid awards budget that is finalized in March. This amount is calculated as a percent of the average fair value of the endowment over the prior 36 months. Generally, the percent may fall between 5% and 7%, depending on the Foundation's student aid goals as well as economic conditions. In extraordinary circumstances, the Board of Directors may approve appropriations outside of this range.

Endowment Net Asset Composition by Type of Fund as of June 30, 2014

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor-restricted endowment funds	\$ -	\$ 6,164,459	\$ 27,856,760	\$34,021,219

Changes in Endowment Net Assets for the Year for the Year Ended June 30, 2014

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning of year	\$ -	\$ 4,179,315	\$ 26,998,842	\$31,178,157
Investment return:				
Investment income	-	2,596,906	-	2,596,906
Net appreciation (realized and unrealized)	-	1,140,223	-	1,140,223
Total investment return	-	3,737,129	-	3,737,129
Contributions	-	-	851,536	851,536
Appropriation of endowment assets for expenditures	-	(1,887,566)	-	(1,887,566)
Other changes:				
Prior year appropriations returned to funds *	-	135,581	-	135,581
Change in value, split interest agreements	-	-	6,382	6,382
Endowment net assets, end of year	\$ -	\$ 6,164,459	\$ 27,856,760	\$34,021,219

* - Prior year appropriations returned to funds relate to scholarships declined by the recipient.

SCHOLARSHIP FOUNDATION OF SANTA BARBARA

NOTES TO FINANCIAL STATEMENTS

NOTE 15 - SUBSEQUENT EVENTS

Management has evaluated events through October 22, 2014, which is the date the financial statements were available to be issued. Management has determined that no subsequent event requiring disclosure or significantly impacting disclosure has occurred.