

**Charles Hosmer Morse Foundation, Inc.**

Financial Statements

December 31, 2021 and 2020



## Independent Auditors' Report

**To the Board of Trustees  
Charles Hosmer Morse Foundation, Inc.**

### **Opinion**

We have audited the accompanying financial statements of the Charles Hosmer Morse Foundation, Inc. (the "Foundation"), which comprise the statements of financial position as of December 31, 2021 and 2020, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Charles Hosmer Morse Foundation, Inc. as of December 31, 2021 and 2020, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Foundation and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Responsibilities of Management 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, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern within one year after the date of the financial statements are available to be issued.

### **Auditors' Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is substantial likelihood that, individually or in the aggregate, they would influence the judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

*PKF O'Connor Davies, LLP*

May 3, 2022

**Charles Hosmer Morse Foundation, Inc.**

Statements of Financial Position

	December 31	
	<u>2021</u>	<u>2020</u>
<b>ASSETS</b>		
Cash	\$ 2,909,450	\$ 1,339,562
Accounts receivable	12,249	1,890
Accrued interest and dividends	54,272	32,636
Prepaid expenses and other assets	40,503	60,602
Prepaid federal excise tax	40,870	32,986
Gift shop inventory	439,787	474,544
Investments	37,990,524	36,152,946
Property, buildings, furniture and equipment, net	<u>21,684,103</u>	<u>22,130,146</u>
	<u>\$ 63,171,758</u>	<u>\$ 60,225,312</u>
<b>LIABILITIES AND NET ASSETS</b>		
Liabilities		
Accounts payable and accrued expenses	\$ 202,780	\$ 108,768
Deferred federal excise tax	<u>132,000</u>	<u>140,000</u>
Total Liabilities	334,780	248,768
Net assets without donor restrictions	<u>62,836,978</u>	<u>59,976,544</u>
	<u>\$ 63,171,758</u>	<u>\$ 60,225,312</u>

See notes to financial statements

**Charles Hosmer Morse Foundation, Inc.**

Statements of Activities

	Year Ended December 31	
	2021	2020
<b>SUPPORT AND REVENUE</b>		
Contributions	<u>\$ 3,624,183</u>	<u>\$ 2,909,112</u>
Operating Revenue		
Gift shop sales	506,989	332,079
Admissions and memberships	133,617	97,008
Royalties	31,107	12,128
Miscellaneous	<u>8,390</u>	<u>23,823</u>
Total Operating Revenue	<u>680,103</u>	<u>465,038</u>
Investment Return		
Interest, dividends and other	557,687	434,341
Realized gain on sale of investments	3,816,390	1,692,788
Unrealized (loss) gain on investments	(588,812)	3,283,647
Rental income	103,496	101,793
Investment expense - non real estate	(205,249)	(141,297)
Rental expense	<u>(57,863)</u>	<u>(68,119)</u>
Total Investment Return	<u>3,625,649</u>	<u>5,303,153</u>
Total Support and Revenue	<u>7,929,935</u>	<u>8,677,303</u>
 <b>EXPENSES</b>		
Grants and programs	3,229,443	3,075,369
Operations and governance	1,788,928	1,786,079
Federal excise tax expense	<u>51,130</u>	<u>73,014</u>
Total Expenses	<u>5,069,501</u>	<u>4,934,462</u>
Change in Net Assets	2,860,434	3,742,841
 <b>NET ASSETS</b>		
Beginning of year	<u>59,976,544</u>	<u>56,233,703</u>
 End of year	<u>\$ 62,836,978</u>	<u>\$ 59,976,544</u>

See notes to financial statements

**Charles Hosmer Morse Foundation, Inc.**

Statements of Cash Flows

	Year Ended December 31	
	2021	2020
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Change in net assets	\$ 2,860,434	\$ 3,742,841
Adjustments to reconcile change in net assets to net cash from operating activities		
Depreciation	532,536	617,118
Loss on disposal of property	836	2,878
Realized gain on sale of investments	(3,816,390)	(1,692,788)
Unrealized loss (gain) on investments	588,812	(3,283,647)
Deferred federal excise tax	(8,000)	46,000
Change in operating assets and liabilities		
Accounts receivable	(10,359)	15,079
Accrued interest and dividends	(21,636)	10,832
Prepaid expenses and other assets	20,099	(26,489)
Prepaid federal excise tax	(7,884)	47,338
Gift shop inventory	34,757	(36,249)
Accounts payable and accrued expenses	94,012	(237,890)
Net Cash from Operating Activities	267,217	(794,977)
 <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of partnership investments	(12,459,180)	(3,272,300)
Withdrawals and distributions from partnership investments	13,849,180	4,172,300
Purchase of property, buildings, furniture and equipment	(87,329)	(228,331)
Net Cash from Investing Activities	1,302,671	671,669
Net Change in Cash and Cash Equivalents	1,569,888	(123,308)
 <b>CASH AND CASH EQUIVALENTS</b>		
Beginning of year	1,339,562	1,462,870
End of year	\$ 2,909,450	\$ 1,339,562
 <b>SUPPLEMENTAL CASH FLOW INFORMATION</b>		
Cash paid for federal excise taxes	\$ 67,014	\$ -

See notes to financial statements

## **Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

### **1. Organization**

The Charles Hosmer Morse Foundation, Inc. (the "Foundation") was organized exclusively for charitable, literary, educational (including the encouragement of art), and scientific purposes including specifically, but not in limitation of the foregoing, to further the arts and sciences and education therein through operation of one or more art museums, galleries and exhibitions which shall be open to the public.

### **2. Summary of Significant Accounting Policies**

#### ***Basis of Presentation and Use of Estimates***

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, ("U.S. GAAP"), which 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 revenue and expenses during the reporting period. Accordingly, actual results could differ for those estimates.

#### ***Cash***

Cash consists of checking accounts. The Foundation considers all highly liquid debt instruments available for current use with a maturity date of three months or less at the time of purchase to be cash equivalents.

#### ***Collections***

The Foundation is chartered as an educational institution whose collection of American art is made available to its members and the public to encourage an ever-deeper understanding and enjoyment of such art by diverse local, national, and international audiences that it serves. Through the leadership of its Board of Trustees and staff, the Foundation strives to establish, preserve, and document a permanent collection of the highest order that reflects the vitality, complexity and unfolding patterns of the art of Louis Comfort Tiffany.

In conformity with U.S. GAAP followed by art museums, the value of the Foundation's collections has been excluded from the statements of financial position, and gifts of art objects are excluded from revenue in the statements of activities. Purchases of art objects by the Foundation are recorded as decreases in net assets in the statements of activities. Proceeds from the sale of art and related insurance settlements are recorded as net assets with donor restrictions for the acquisition of art.

#### ***Inventories***

Gift shop inventories are stated at the lower of cost or net realizable value, determined by the weighted average method.

## **Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

### **2. Summary of Significant Accounting Policies (continued)**

#### ***Fair Value Measurements***

The Foundation follows U.S. GAAP guidance on Fair Value Measurements which defines fair value and establishes a fair value hierarchy organized into three levels based upon the input assumptions used in pricing assets. Level 1 inputs have the highest reliability and are related to assets with unadjusted quoted prices in active markets. Level 2 inputs relate to assets with other than quoted prices in active markets which may include quoted prices for similar assets or liabilities or other inputs which can be corroborated by observable market data. Level 3 inputs are unobservable inputs and are used to the extent that observable inputs do not exist.

The Foundation follows U.S. GAAP guidance which removed the requirements to categorize within the fair value hierarchy alternative investments where fair value is measured using the Net Asset Value ("NAV") per share as a practical expedient.

#### ***Investments and Income Recognition***

Investments are carried at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis and dividends are recorded on the ex-dividend date. Realized and unrealized gains and losses are included in the determination of the change in net assets.

#### ***Investment Expense***

Investment expense on the statements of activities consists of fees paid directly to the Foundation's investment advisor.

#### ***Investment Risks and Uncertainties***

Alternative investments consist of non-traditional, not readily marketable investments, some of which may be structured as limited partnerships, venture capital funds, hedge funds, private equity funds and common trust funds. The underlying investments of such funds, whether invested in stock or other securities, are generally not currently traded in a public market and typically are subject to restrictions on resale. Values determined by investment managers and general partners of underlying securities that are thinly traded or not traded in an active market may be based on historical cost, appraisals, a review of the investees' financial results, financial condition and prospects, together with comparisons to similar companies for which quoted market prices are available or other estimates that require varying degrees of judgment.

Because of the inherent uncertainty of valuations, the estimated fair values may differ significantly from the values that would have been used had a ready market for such investments existed or had such investments been liquidated, and those differences could be material.



## **Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

### **2. Summary of Significant Accounting Policies (continued)**

#### ***Property, Buildings, Furniture and Equipment***

The Foundation follows the practice of capitalizing all expenditures for property, buildings, furniture and equipment with a cost in excess of \$5,000. Land, buildings and improvements, furniture and equipment are carried at cost or appraised value at date of donation. Depreciation is computed using the straight-line method over the estimated useful life of the assets. The estimated useful lives range from 5 to 39 years.

#### ***Long-Lived Assets***

The Foundation evaluates its long-lived assets, which consists primarily of its property, buildings, furniture and equipment for impairment whenever events or changes in circumstances indicate that the carrying value of an asset exceeds the sum of its expected future cash flows, on an undiscounted basis. If such review indicates that an asset is impaired, the carrying amount would be written down to fair value. Management has determined that no impairment adjustment was required for the years ended December 31, 2021 and 2020.

#### ***Net Asset Presentation***

Net assets without donor restrictions include funds having no restriction as to use or purpose imposed by donors. Net assets with donor restrictions are those whose use is limited by donors to a specific time period or purpose or are limited by donors in perpetuity. As of December 31, 2021 and 2020, all net assets were without donor restrictions.

#### ***Contributions***

Contributions are recorded when received and considered available for general use, unless specifically restricted by the donor or subject to other legal restrictions.

#### ***Revenue Recognition***

The Foundation recognizes rental income in accordance with the terms of the respective lease.

Membership dues are assessed and recognized as revenue on a calendar year basis.

Admissions revenue consists of ticket purchases to the Foundation's museum and are recognized when received, which is also the time of admission.

The Foundation receives sales revenue from the Museum's gift shop. Revenue is recognized when goods have been exchanged for funds.

## **Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

### **2. Summary of Significant Accounting Policies (continued)**

#### ***Grants***

The liability for grants and project appropriations payable is recognized when specific grants are authorized by the Board of Trustees and the recipients have been notified.

#### ***Functional Allocation of Expenses***

The costs of providing various programs and related supporting services have been summarized on a functional basis in the accompanying financial statements. Accordingly, certain costs have been allocated among the appropriate programs and supporting services benefited. Refer to note 6 for the classification of expenses by their functional allocation and policy for allocating such expenses.

#### ***Accounting for Uncertainty in Income Taxes***

The Foundation recognizes the effect of tax positions when they are more likely than not to be sustained. Management has determined that the Foundation had no uncertain tax positions that would require financial statement disclosure and/or recognition. The Foundation is no longer subject to examinations by the applicable taxing jurisdictions for periods prior to 2018.

#### ***Subsequent Events Evaluation by Management***

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued, which date is May 3, 2022.

### **3. Concentration of Credit Risk**

The Foundation's cash, cash equivalents and investments are potentially exposed to concentrations of credit risk. The Foundation invests its cash and equivalents with quality financial institutions. Investments are managed by professional investment management firms and are monitored by the Board of Trustees and an investment advisor engaged by the Foundation.

**Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

**4. Fair Value Measurements**

As discussed in Note 2, investments that are measured using net asset value (“NAV”) as a practical expedient are not classified within the fair value hierarchy. The fair value of such investments consisted of the following at December 31:

	<u>2021</u>	<u>2020</u>
Hedge Funds		
Limited Partnerships - see "a" below		
CTF Intermediate Bond Portfolio	\$ 5,634,516	\$ 5,336,185
CTF Emerging Markets	1,705,896	1,835,969
CTF Small Cap 2000 Portfolio	3,978,131	3,655,878
CTF Enduring Assets	1,843,621	3,309,654
CTF Global Opportunities	15,040,372	9,370,611
CTF Opportunistic Fixed Inc	3,731,901	3,571,824
CTF Global Select Capital Appreciation	1,917,982	-
CTF Quality Value	4,138,105	-
Wellington Compound Growth	-	9,072,825
Total Investments	<u>\$ 37,990,524</u>	<u>\$ 36,152,946</u>

Information regarding alternative investments valued at NAV as a practical expedient at December 31, 2021 is as follows:

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Hedge Funds				
Limited partnerships	<u>\$ 37,990,524</u>	<u>\$ -</u>	Monthly	30 days

- a. These are investments in partnerships that invest in long-term return in excess of the applicable index. Management of these hedge funds have the ability to shift investments between strategies.

At December 31, 2021 and 2020, four investments represented 76% of the Foundation’s investment portfolio.

## Charles Hosmer Morse Foundation, Inc.

Notes to Financial Statements  
December 31, 2021 and 2020

### 5. Liquidity and Availability of Financial Assets

The following reflects the Foundation's financial assets and resources available as of December 31, 2021 and 2020, to meet cash needs for general expenditures within one year of the date of the statement of financial position:

	<u>2021</u>	<u>2020</u>
Financial assets:		
Cash and cash equivalents	\$ 2,909,450	\$ 1,339,562
Accounts receivable	12,249	1,890
Accrued interest and dividends	54,272	32,636
Investments	<u>37,990,524</u>	<u>36,152,946</u>
Total Financial Assets Available Within One Year	<u>\$ 40,966,495</u>	<u>\$ 37,527,034</u>

The Foundation's working capital and cash flows are driven by its investment portfolio and investment return. As part of the Foundation's liquidity management strategy, the Foundation seeks to maintain adequate liquidity to meet its obligations, including planned expenditures as approved by the Board of Trustees. The Foundation structures its financial assets to be available for general operations and as other general liabilities come due. The Foundation will inform their investment advisor of any anticipated need for liquidity as such need becomes known, and the investment advisor will then withdraw the funds needed from the investment portfolio. None of the Foundation's financial assets are subject to donor or contractual restrictions that make them unavailable for general expenditure within one year of the date of the statement of financial position.

### 6. Expenses by Functional and Natural Classification

Expenses are presented by functional classification in alignment with the overall mission of the Foundation. Expenses are classified based on the direct impact to the Foundation. Therefore, certain expenses require allocation on a reasonable basis that is consistently applied. Salary costs are allocated on the basis of time and effort. All other costs are allocated either by percentage of overall salary allocation or by square footage.

**Charles Hosmer Morse Foundation, Inc.**

Notes to Financial Statements  
December 31, 2021 and 2020

**6. Expenses by Functional and Natural Classification (continued)**

	2021			Total
	Grants and Programs	Operations and Governance	Federal Excise Tax Expense	
Grants	\$ 73,500	\$ -	\$ -	\$ 73,500
Salaries	1,346,374	336,593	-	1,682,967
Payroll taxes and employee benefits	657,688	164,422	-	822,110
Legal	-	24,000	-	24,000
Accounting	-	41,772	-	41,772
Other professional services	545,253	-	-	545,253
Advertising and design	-	72,665	-	72,665
Depreciation	-	530,207	-	530,207
Insurance	56,033	146,985	-	203,018
Repairs and maintenance	-	268,641	-	268,641
Utilities	118,145	29,536	-	147,681
Art acquisitions	15,000	-	-	15,000
Cost of goods sold	273,262	-	-	273,262
Miscellaneous office expenses	144,188	174,107	-	318,295
Current federal excise tax	-	-	59,130	59,130
Deferred federal excise tax benefit	-	-	(8,000)	(8,000)
Total	<u>\$ 3,229,443</u>	<u>\$ 1,788,928</u>	<u>\$ 51,130</u>	<u>\$ 5,069,501</u>

  

	2020			Total
	Grants and Programs	Operations and Governance	Federal Excise Tax Expense	
Grants	\$ 80,000	\$ -	\$ -	\$ 80,000
Salaries	1,372,351	343,088	-	1,715,439
Payroll taxes and employee benefits	637,689	159,422	-	797,111
Legal	-	17,811	-	17,811
Accounting	-	44,640	-	44,640
Other professional services	490,776	-	-	490,776
Advertising and design	-	66,141	-	66,141
Depreciation	-	614,789	-	614,789
Insurance	54,794	143,736	-	198,530
Repairs and maintenance	-	198,170	-	198,170
Utilities	101,902	25,475	-	127,377
Art acquisitions	2,625	-	-	2,625
Cost of goods sold	192,121	-	-	192,121
Miscellaneous office expenses	143,111	172,807	-	315,918
Current federal excise tax	-	-	27,014	27,014
Deferred federal excise tax	-	-	46,000	46,000
Total	<u>\$ 3,075,369</u>	<u>\$ 1,786,079</u>	<u>\$ 73,014</u>	<u>\$ 4,934,462</u>

## Charles Hosmer Morse Foundation, Inc.

Notes to Financial Statements  
December 31, 2021 and 2020

### 7. Property, Buildings, Furniture and Equipment

Property, buildings, furniture and equipment consisted of the following at December 31:

	<u>2021</u>	<u>2020</u>
Investment Properties:		
Land	\$ 3,993,193	\$ 3,993,193
Buildings and improvements	<u>1,265,268</u>	<u>1,265,268</u>
	<u>5,258,461</u>	<u>5,258,461</u>
Program Properties:		
Land	9,164,403	9,164,403
Buildings and improvements	<u>17,497,666</u>	<u>17,435,290</u>
	<u>26,662,069</u>	<u>26,599,693</u>
Furniture and equipment	<u>1,286,575</u>	<u>1,300,775</u>
	33,207,105	33,158,929
Accumulated depreciation	<u>11,523,002</u>	<u>11,028,783</u>
Total	<u>\$ 21,684,103</u>	<u>\$ 22,130,146</u>

During 2021 and 2020, the Foundation disposed of assets with a remaining basis of \$836 and \$2,878. Depreciation expense for 2021 and 2020 was \$532,536 and \$617,118. During 2021 and 2020, depreciation expense of \$2,329 was allocated to rental expense.

### 8. Rental Income

Minimum future rental income under non-cancelable operating leases with remaining terms in excess of one year and in the aggregate, for the fiscal years ending December 31, are payable to the Foundation as follows:

2022	\$ 105,996
2023	105,996
2024	105,996
2025	105,996
2026	<u>44,165</u>
	<u>\$ 468,149</u>

### 9. Federal Excise Tax

The Foundation is exempt from Federal income taxes under Section 501(c)(3) of the Internal Revenue Code (the "Code") and has been further classified as a "private operating foundation" as defined in Section 4942(j)(3) of the Code. The Foundation is subject to the applicable regulations governing private operating foundations including (among others) an excise tax on its net investment income.

The Foundation is subject to excise tax of 1.39% on its net investment income, as defined, for tax purposes.

## Charles Hosmer Morse Foundation, Inc.

Notes to Financial Statements  
December 31, 2021 and 2020

### 9. Federal Excise Tax *(continued)*

Deferred taxes principally arise from the differences between the cost and fair value of investments. The Foundation provides for deferred federal excise tax on the net unrealized appreciation of the fair value of investments at the rate applicable for the following year.

### 10. Related Party Transactions

At December 31, 2021 and 2020, the Foundation and the Elizabeth Morse Genius Foundation, although not affiliated, shared three common Trustees. To fund operations, during the years ended December 31, 2021 and 2020, the Board of Trustees of the Elizabeth Morse Genius Foundation approved grants to be paid to the Foundation in the amount of \$2,600,000 and \$2,800,000 and represent approximately 72% of total contributions received in 2021 and 96% of total contributions received in 2020.

### 11. Pension Plan

The Foundation sponsors a 401(k) pension plan for the benefit of its full time employees. Under the plan predetermined contributions (3% safe harbor, 4% profit sharing and 3% matching) of the annual salary are made to participants' accounts. The Foundation's plan expense was \$143,357 and \$140,979 for 2021 and 2020.

### 12. COVID-19

The COVID-19 pandemic has resulted in substantial volatility in the global financial markets. Because of the response to changing market conditions, the amount of losses, if any, cannot be determined.

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