

ARCHSTONE FOUNDATION

FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2021

ARCHSTONE FOUNDATION

FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2021

CONTENTS

	Page
Independent Auditor's Report	1
Statement of Financial Position	3
Statement of Activities	4
Statement of Functional Expenses.....	5
Statement of Cash Flows	6
Notes to Financial Statements	7



WE ARE AN INDEPENDENT MEMBER OF
THE GLOBAL ADVISORY
AND ACCOUNTING NETWORK

**AUDIT
AND
ASSURANCE**

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Archstone Foundation

Report on the Financial Statements

We have audited the accompanying financial statements of Archstone Foundation, which comprise the statement of financial position as of June 30, 2021, 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.

To the Board of Trustees
Archstone Foundation
Page 2

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Archstone Foundation as of June 30, 2021, 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.

Green Hasson & Janks LLP

December 6, 2021
Los Angeles, California

ARCHSTONE FOUNDATION

STATEMENT OF FINANCIAL POSITION

June 30, 2021

ASSETS

Cash and Cash Equivalents	\$ 1,665,452
Investments	120,868,873
Prepaid Expenses and Other Assets	163,708
Property and equipment (Net)	<u>224,794</u>
TOTAL ASSETS	<u><u>\$ 122,922,827</u></u>

LIABILITIES AND NET ASSETS

LIABILITIES:

Accounts Payable	\$ 99,430
Accrued Expenses	213,240
Grants Payable	1,367,891
Deferred Rent	248,708
Deferred Compensation	<u>819,166</u>

TOTAL LIABILITIES 2,748,435

NET ASSETS:

Without Donor Restrictions	<u>120,174,392</u>
----------------------------	--------------------

TOTAL LIABILITIES AND NET ASSETS **\$ 122,922,827**

The Accompanying Notes are an Integral Part of These Financial Statements

ARCHSTONE FOUNDATION

STATEMENT OF ACTIVITIES Year Ended June 30, 2021

REVENUE:

Investment Return (Net) \$ 27,750,146

EXPENSES:

Program Services 5,566,842
Supporting Services 867,367

TOTAL EXPENSES 6,434,209

CHANGE IN NET ASSETS 21,315,937

Net Assets Without Donor Restrictions - Beginning of Year 98,858,455

**NET ASSETS WITHOUT DONOR
RESTRICTIONS - END OF YEAR** \$ 120,174,392

The Accompanying Notes are an Integral Part of These Financial Statements

ARCHSTONE FOUNDATION

STATEMENT OF FUNCTIONAL EXPENSES Year Ended June 30, 2021

	Program Services: Grantmaking	Supporting Services	Total
Grants and Related Expenses	\$ 3,175,830	\$ -	\$ 3,175,830
Salaries and Wages	1,416,461	110,605	1,527,066
Excise Tax	-	675,000	675,000
Director Fees and Expenses	393,814	24,609	418,423
Occupancy	208,130	19,726	227,856
Professional Fees	112,362	12,831	125,193
Information Technology	91,292	8,653	99,945
Office Expenses	86,611	8,141	94,752
Depreciation and Amortization	54,806	5,194	60,000
Insurance	21,942	2,078	24,020
Travel, Conferences and Entertainment	5,594	530	6,124
TOTAL FUNCTIONAL EXPENSES	\$ 5,566,842	\$ 867,367	\$ 6,434,209

The Accompanying Notes are an Integral Part of These Financial Statements

ARCHSTONE FOUNDATION

STATEMENT OF CASH FLOWS

Year Ended June 30, 2021

CASH FLOWS FROM OPERATING ACTIVITIES:

Change in Net Assets Without Donor Restrictions	\$ 21,315,937
Adjustments to Reconcile Change in Net Assets Without Donor Restrictions to Net Cash Used in Operating Activities:	
Depreciation and Amortization	60,000
Net Realized and Unrealized Gains on Investments	(27,929,220)
Increase in:	
Prepaid Expenses and Other Assets	(24,595)
Increase (Decrease) in:	
Accounts Payable	(11,284)
Accrued Expenses	50,085
Grants Payable	(449,555)
Deferred Rent	(54,593)
Deferred Compensation	(93,020)

NET CASH USED IN OPERATING ACTIVITIES (7,136,245)

CASH FLOWS FROM INVESTING ACTIVITIES:

Proceeds on Sale of Investments	141,136,809
Purchases of Investments	(133,542,609)
Purchases of Property and Equipment	(14,679)

NET CASH PROVIDED BY INVESTING ACTIVITIES 7,579,521

NET INCREASE IN CASH AND CASH EQUIVALENTS 443,276

Cash and Cash Equivalents - Beginning of Year 1,222,176

CASH AND CASH EQUIVALENTS - END OF YEAR \$ 1,665,452

The Accompanying Notes are an Integral Part of These Financial Statements

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 1 - ORGANIZATION

Archstone Foundation (the Foundation) was established on September 20, 1985 to support charitable community activities in the areas of health care delivery. On July 1, 1999, the Foundation changed its tax status from a public charity to a private foundation.

The primary source of funding for the Foundation's charitable activities is income generated from its investment portfolio.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) BASIS OF PRESENTATION

The accompanying financial statements have been prepared on the accrual basis of accounting.

(b) NET ASSETS

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

- **Net Assets without Donor Restrictions.** Net assets available for use in general operations and not subject to donor-imposed restrictions.
- **Net Assets with Donor Restrictions.** Net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

At June 30, 2021, all net assets of the Foundation are without donor restrictions.

(c) 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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) CASH AND CASH EQUIVALENTS

For purposes of the statement of cash flows, the Foundation considers cash held in checking accounts and all highly liquid investments with original maturities of three months or less to be cash and cash equivalents. The carrying value of cash and cash equivalents at June 30, 2021 approximates its fair value.

The Foundation maintains its cash and cash equivalents with financial institutions which may, at times, exceed federally insured limits. The Foundation has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

(e) INVESTMENTS

Investments in equity and debt securities with readily determinable market values are reported at fair value. The fair value of these investments is determined based on the closing price on the last business day of the fiscal year. Investments in commingled funds, hedge funds and private equity are valued using net asset value (NAV) per share of units held by the Foundation or its equivalent.

Sales and purchases of securities are recorded on trade date, which results in receivables and payables on trades that have not yet settled at the financial statement date. Interest income is recorded as earned on an accrual basis, and dividend income is recorded based upon the ex-dividend date. Realized gains and losses are calculated based upon the underlying cost of the securities traded. Unrealized gains and losses are included in the statement of activities and represent the difference between the cost and current market quotations of investments held at the end of the fiscal year.

Investment securities are generally exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect the amounts reported in the statement of financial position.

Investments are made according to the investment policies, guidelines and objectives adopted by the Board of Directors. The guidelines require that a majority of the Foundation's investments be in liquid securities, defined as securities that can be transacted quickly. A portion of the portfolio may be invested in less liquid investments in order to diversify the portfolio, to reduce volatility, and to provide sufficient return to meet the Foundation's objectives. The investments are generally managed by outside investment managers contracted by the Foundation.

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) PROPERTY AND EQUIPMENT

Property and equipment is stated at cost. Depreciation and amortization is provided on the double-declining-balance method based on the estimated useful lives of the assets as follows:

Furniture and Equipment	2-8 Years
Leasehold Improvements	Shorter of Lease Term or 2-8 Years

Repairs and maintenance, including the replacement of minor items, are expensed as incurred, while major additions and betterments that extend the useful lives of the assets are capitalized. Property and equipment are capitalized if the cost of an asset is greater than or equal to \$5,000 and the useful life is greater than one year.

(g) GRANTS

Grants are recognized in the period in which the grant is approved by the Board, provided the grant is not subject to future conditions. Conditional grants are recognized as grant expense and as a grant payable in the period in which the grantee meets the terms of the conditions. The actual payment of the grant may not necessarily occur in the year of authorization. Grants payable to be paid over a period of more than one year are discounted using a risk-free rate applicable at the end of the fiscal year.

The Foundation is required to distribute annually, to qualifying charitable organizations, an amount equal to 5% of the average fair market value of the Foundation's assets (the minimum distribution). If the Foundation does not distribute the required minimum distribution, a one-year grace period is granted to distribute the undistributed income. If undistributed income is not distributed by the close of the following tax year, a minimum 30% penalty under Internal Revenue Code (IRC) S4942(a) will apply. The Foundation met the IRC grant distribution requirement for the year ended June 30, 2021.

(h) DEFERRED RENT

The Foundation leases office facilities under a lease agreement that is subject to scheduled acceleration of rental payments and periods of free rent. The scheduled rent increases and periods of free rent are amortized evenly over the life of the lease. The deferred rent liability represents the difference between the cash payments made and the amount expensed since inception of the lease.

During the year ended June 30, 2017, the Foundation entered into an eight-year lease agreement for office facilities which included a tenant improvement allowance of \$300,485. These tenant improvements were capitalized as property and equipment with an offset to deferred rent on the statement of financial position.

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(i) INCOME TAXES

The Foundation is exempt from taxation under Internal Revenue Code Section 501(c)(3) and California Revenue and Taxation Code Section 23701(d). For the year ended June 30, 2021, the Foundation is subject to a 1.39% federal excise tax on net investment income. Deferred excise taxes arise from the net unrealized appreciation in the fair value of investments and are calculated using the using the 1.39% excise tax rate. At June 30, 2021, the Foundation did not have a significant deferred excise tax liability and therefore the accompanying financial statements do not include a provision for deferred excise taxes. Excise tax expense was \$675,000 for the year ended June 30, 2021.

In accordance with the Financial Accounting Standards Board's (FASB) ASC Topic 740, *Uncertainty in Income Taxes*, the Foundation recognizes the impact of tax positions in the financial statements if that position is more likely than not to be sustained on audit, based on the technical merits of the position. During the year ended June 30, 2021, the Foundation performed an evaluation of uncertain tax positions and did not note any matters that would require recognition in the financial statements or which might have an effect on its tax-exempt status.

(j) FUNCTIONAL ALLOCATION OF EXPENSES

The costs of providing the Foundation's programs and other activities have been presented in the statement of functional expenses. Costs are allocated as either direct or indirect. Indirect or shared costs are allocated among program and support services by a method that best measures the relative degree of benefit. The Foundation uses functional time estimates to allocate indirect costs.

(k) NEW ACCOUNTING PRONOUNCEMENTS

In February 2016, FASB issued Accounting Standards Update (ASU) No. 2016-02, *Leases*, which is intended to improve financial reporting about leasing transactions. The new standard will require organizations that lease assets with terms of more than 12 months to recognize on the statement of financial position the assets and liabilities for the rights and obligations created by those leases. The ASU also will require disclosures to help financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. These disclosures include qualitative and quantitative requirements and provide additional information about the amounts recorded in the financial statements. For the Foundation, the ASU will be effective for the year ending June 30, 2023.

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(k) NEW ACCOUNTING PRONOUNCEMENTS (continued)

In June 2018, FASB issued ASU No. 2018-08, *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*, which is intended to clarify the accounting guidance for contributions received and contributions made. The amendments in this ASU should assist entities in evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) within the scope of Topic 958, *Not-for-Profit Entities*, or as exchange (reciprocal) transactions subject to other guidance. The Foundation implemented the ASU during the year ended June 30, 2021. There was no significant impact to the Foundation's financial statements as a result of the implementation of the ASU.

(l) SUBSEQUENT EVENTS

The Foundation has evaluated events and transactions occurring subsequent to the statement of financial position date of June 30, 2021 for items that should potentially be recognized or disclosed in these financial statements. The evaluation was conducted through December 6, 2021, the date these financial statements were available to be issued. No such material events or transactions were noted to have occurred.

NOTE 3 - INVESTMENTS

The Foundation has implemented the fair value accounting standard for those assets that are re-measured and reported at fair value at each reporting period. This standard establishes a single authoritative definition of fair value, sets out a framework for measuring fair value based on inputs used, and requires additional disclosures about fair value measurements.

In general, fair values determined by Level 1 inputs utilize quoted prices (unadjusted) in active markets for identical assets. Fair values determined by Level 2 inputs utilize data points that are observable such as quoted prices, interest rates, and yield curves. Fair values determined by Level 3 inputs utilize unobservable data points for the asset and include situations where there is little, if any, market activity for the asset. The Foundation does not have any investments in Level 2 or Level 3 of the fair value hierarchy.

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 3 - INVESTMENTS (continued)

The following table presents information about the Foundation's investments that are measured at fair value on a recurring basis at June 30, 2021, and indicates the fair value hierarchy of the valuation techniques utilized to determine such fair value:

	Fair Value Measurements Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Net Asset Value Per Share or its Equivalent (NAV)	Total
U.S. Equities	\$ 56,835,272	\$ 5,050,804	\$ 61,886,076
Developed ex U.S. Equities	916,732	11,695,085	12,611,817
Emerging Markets Equities	4,026,160	6,708,893	10,735,053
Private Equities	-	63,940	63,940
Diversifying Strategies	-	17,718,058	17,718,058
Fixed Income	6,739,654	11,114,275	17,853,929
TOTAL	\$ 68,517,818	\$ 52,351,055	\$ 120,868,873

The fair value of investments within Level 1 was obtained based on quoted market prices at the closing of the last business day of the fiscal year.

Investments valued using NAV are comprised of various commingled funds, hedge funds and private investments. These investments (a) do not have a readily determinable fair value and (b) prepare their financial statements consistent with the measurement principles of an investment company or have the attributes of an investment company. Investments are valued using the NAV provided by the fund managers or general partners. It is probable that the investments will be sold at an amount different from their fair value at June 30, 2021.

The following table summarizes the redemption frequency, notice period and unfunded commitments for the Foundation's investments using NAV as practical expedient as of June 30, 2021:

Investment Type	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
U.S. Equities	\$ 5,050,804	\$ -	Weekly	3 Business Days
Developed ex U.S. Equities	11,695,085	-	Daily	5 Business Days
Emerging Markets Equities	6,708,893	-	Monthly - Annually	30 - 60 Business Days
Private Equities	63,940	689,910	Illiquid	Illiquid
Diversifying Strategies	17,718,058	-	Quarterly	75 - 90 Days
Fixed Income	11,114,275	-	N/A	N/A
	\$ 52,351,055	\$ 689,910		

ARCHSTONE FOUNDATION
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021

NOTE 3 - INVESTMENTS (continued)

Certain independent return investments are subject to lock-up with various expiration dates with no more than one year from date of investment. Private equities provide distributions only upon liquidation of the underlying assets and are not eligible for redemption.

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment at June 30, 2021 consist of the following:

Furniture and Equipment	\$	236,436
Leasehold Improvements		<u>392,411</u>
TOTAL		628,847
Less- Accumulated Depreciation and Amortization		<u>(404,053)</u>
PROPERTY AND EQUIPMENT (NET)	\$	<u><u>224,794</u></u>

Depreciation and amortization expense for the year ended June 30, 2021 was \$60,000.

NOTE 5 - GRANTS PAYABLE

Unconditional grants authorized but unpaid at year end are reported as liabilities. At June 30, 2021, unconditional grants payable were \$1,367,891 and will be paid within one year.

At June 30, 2021, the Foundation has \$3,110,147 outstanding in conditional grants payable over the next eight years based on the awardees' ability to meet certain requirements, as defined in the grant.

NOTE 6 - EMPLOYEE BENEFIT PLANS

(a) DEFINED CONTRIBUTION PLAN

The Foundation has established an Internal Revenue Code Section 403(b) type retirement plan for all employees with at least one year of service. The Foundation matches employee contributions up to the current Internal Revenue Service limits. The Foundation contributed \$143,089 for the year ended June 30, 2021.

(b) DEFERRED COMPENSATION PLAN

The Foundation has a deferred compensation plan covering key executives whose annual compensation exceeds \$75,000 per year and whose participation in the plan is approved by the Board of Directors. Participants are 100% vested in the plan at all times. The Foundation makes annual contributions of 10% of each executive's annual salary up to an annual threshold of \$15,000 per employee for the calendar year ending 2021. Contributions to the plan were \$28,355 for the year ended June 30, 2021.

ARCHSTONE FOUNDATION
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2021

NOTE 6 - EMPLOYEE BENEFIT PLANS

(b) DEFERRED COMPENSATION PLAN (continued)

The plan provides that the account's funds shall be deemed to be invested in investment funds in which the Foundation has invested its general assets. The income, gains, losses and investment results of such deemed investment shall be credited to, or debited from, the accounts as of the end of each calendar year.

NOTE 7 - LEASES

The Foundation has entered into various operating leases for the use of office space and equipment with terms expiring through April 2025. Future minimum rental payments under operating agreements that have initial or remaining noncancellable lease terms in excess of one year at June 30, 2021 are as follows:

Years Ending June 30	
2022	\$ 223,940
2023	225,206
2024	231,532
2025	<u>192,943</u>
TOTAL	<u>\$ 873,621</u>

Rent expense, including obligations under month-to-month agreements, was \$227,856 for the year ended June 30, 2021.

NOTE 8 - LIQUIDITY AND AVAILABILITY OF FINANCIAL RESOURCES

The Foundation's financial assets available for general expenditure within one year of the date of the statement of financial position are summarized in the following table:

Financial Assets at June 30, 2021:	
Cash and Cash Equivalents	\$ 1,665,452
Investments	<u>120,868,873</u>
TOTAL FINANCIAL ASSETS AT JUNE 30, 2021	122,534,325
Less Amounts Not Available to Be Used Within One Year:	
Illiquid Investments	<u>(63,640)</u>
FINANCIAL ASSETS AVAILABLE MEET GENERAL EXPENDITURES WITHIN ONE YEAR	<u>\$ 122,470,685</u>

ARCHSTONE FOUNDATION

NOTES TO FINANCIAL STATEMENTS JUNE 30, 2021

NOTE 8 - LIQUIDITY AND AVAILABILITY OF FINANCIAL RESOURCES (continued)

The Foundation regularly monitors liquidity required to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds. As part of the Foundation's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.