

**The Community Foundation of the Napa
Valley and Subsidiary**

Consolidated Financial Statements

June 30, 2024 and 2023



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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
The Community Foundation of the Napa Valley and Subsidiary
Napa, California

Opinion

We have audited the accompanying consolidated financial statements of The Community Foundation of the Napa Valley and Subsidiary (the "Foundation"), which comprise the consolidated statements of financial position as of June 30, 2024 and 2023, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Community Foundation of the Napa Valley and Subsidiary as of June 30, 2024 and 2023, and the changes in their net assets and their 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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The Community Foundation of the Napa Valley 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 consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated 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 consolidated 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 consolidated 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 Community Foundation of the Napa Valley'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 consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Community Foundation of the Napa Valley'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.



Armanino^{LLP}
San Francisco, California

November 19, 2024

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statements of Financial Position
June 30, 2024 and 2023

	2024	2023
ASSETS		
Cash and equivalents	\$ 2,718,038	\$ 5,838,337
Investments	73,721,858	61,741,255
Contributions receivable	2,810,609	1,275,130
Receivable from grantees	-	8,965
Notes receivable	232,000	182,000
Other receivables	26,719	24,776
Beneficial interest in split-interest agreements	29,240	29,240
Property and equipment, net	2,788,544	2,492,359
Property held for resale	1,369,075	1,366,010
Total assets	\$ 83,696,083	\$ 72,958,072
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 170,469	\$ 380,747
Grants payable, net	715,904	848,150
Deferred revenue	100,000	-
Funds held as agent	4,667,301	3,718,812
Notes payable	113,021	118,283
Total liabilities	5,766,695	5,065,992
Net assets		
Without donor restrictions	36,208,756	31,680,978
With donor restrictions	41,720,632	36,211,102
Total net assets	77,929,388	67,892,080
Total liabilities and net assets	\$ 83,696,083	\$ 72,958,072

The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statement of Activities
For the Year Ended June 30, 2024

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues, gains, and other support			
Contribution revenue	\$ 7,761,990	\$ 3,676,608	\$ 11,438,598
Interest and dividend income	1,139,963	978,272	2,118,235
Realized and unrealized investment gains, net	2,219,335	2,678,392	4,897,727
Rental income	318,051	-	318,051
Administrative fee income	37,035	-	37,035
Other income	1,420	-	1,420
Proceeds from fundraising events	25,901	-	25,901
Net assets released from restriction	<u>1,823,742</u>	<u>(1,823,742)</u>	<u>-</u>
Total revenues, gains, and other support	<u>13,327,437</u>	<u>5,509,530</u>	<u>18,836,967</u>
Functional expenses			
Program	<u>7,715,455</u>	<u>-</u>	<u>7,715,455</u>
Support services			
Management and general	571,543	-	571,543
Fundraising	<u>512,661</u>	<u>-</u>	<u>512,661</u>
Total support services	<u>1,084,204</u>	<u>-</u>	<u>1,084,204</u>
Total functional expenses	<u>8,799,659</u>	<u>-</u>	<u>8,799,659</u>
Change in net assets	<u>4,527,778</u>	<u>5,509,530</u>	<u>10,037,308</u>
Net assets, beginning of year	<u>31,680,978</u>	<u>36,211,102</u>	<u>67,892,080</u>
Net assets, end of year	<u>\$ 36,208,756</u>	<u>\$ 41,720,632</u>	<u>\$ 77,929,388</u>

The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statement of Activities
For the Year Ended June 30, 2023

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Revenues, gains (losses), and other support			
Contribution revenue	\$ 10,860,111	\$ 1,631,567	\$ 12,491,678
Interest and dividend income	692,383	581,475	1,273,858
Realized and unrealized investment losses, net	1,401,241	2,153,989	3,555,230
Rental income	296,961	-	296,961
Administrative fee income	34,436	-	34,436
Loss on disposal of assets	(71,679)	-	(71,679)
Net assets released from restriction	<u>2,805,299</u>	<u>(2,805,299)</u>	<u>-</u>
Total revenues, gains (losses), and other support	<u>16,018,752</u>	<u>1,561,732</u>	<u>17,580,484</u>
Functional expenses			
Program	<u>12,423,199</u>	<u>-</u>	<u>12,423,199</u>
Support services			
Management and general	503,785	-	503,785
Fundraising	<u>288,574</u>	<u>-</u>	<u>288,574</u>
Total support services	<u>792,359</u>	<u>-</u>	<u>792,359</u>
Total functional expenses	<u>13,215,558</u>	<u>-</u>	<u>13,215,558</u>
Change in net assets	2,803,194	1,561,732	4,364,926
Net assets, beginning of year	<u>28,877,784</u>	<u>34,649,370</u>	<u>63,527,154</u>
Net assets, end of year	<u>\$ 31,680,978</u>	<u>\$ 36,211,102</u>	<u>\$ 67,892,080</u>

The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statement of Functional Expenses
For the Year Ended June 30, 2024

	Program	Management and General	Fundraising	Total
Staffing				
Salaries	\$ 620,221	\$ 309,219	\$ 240,496	\$ 1,169,936
Payroll taxes	45,760	22,814	17,744	86,318
Employee benefits	65,290	34,807	24,355	124,452
Retirement plan contributions	36,417	19,601	10,715	66,733
Worker's compensation	2,157	1,076	837	4,070
Staff training and recruitment	1,710	12,655	450	14,815
Total staffing	<u>771,555</u>	<u>400,172</u>	<u>294,597</u>	<u>1,466,324</u>
Grant expenses	6,145,230	-	-	6,145,230
Depreciation	137,821	102	137	138,060
Events and meetings	54,033	8,455	129,486	191,974
Legal services	50,086	-	-	50,086
Accounting services	-	63,100	-	63,100
Office expense	36,136	13,182	18,659	67,977
Repairs and maintenance	48,414	-	-	48,414
Utilities	72,212	-	-	72,212
Landscaping	6,954	-	-	6,954
Computer and web maintenance	49,210	18,570	25,069	92,849
Liability insurance	13,924	829	1,118	15,871
Dues and subscriptions	16,292	4,615	10,382	31,289
Telephone	6,407	2,181	2,944	11,532
Consulting	279,862	50,767	14,466	345,095
Travel	3,537	9,378	2,593	15,508
Property management fees	5,236	-	-	5,236
Marketing and communications	1,672	-	12,951	14,623
Property taxes	13,299	-	-	13,299
Postage and shipping	508	192	259	959
Interest expense	3,067	-	-	3,067
	<u>\$ 7,715,455</u>	<u>\$ 571,543</u>	<u>\$ 512,661</u>	<u>\$ 8,799,659</u>

The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statement of Functional Expenses
For the Year Ended June 30, 2023

	Program	Management and General	Fundraising	Total
Staffing				
Salaries	\$ 572,358	\$ 303,056	\$ 149,514	\$ 1,024,928
Payroll taxes	41,838	22,152	10,929	74,919
Employee benefits	55,066	30,517	18,948	104,531
Retirement plan contributions	43,960	22,405	11,046	77,411
Worker's compensation	2,019	1,070	527	3,616
Staff training and recruitment	1,710	1,518	450	3,678
Total staffing	716,951	380,718	191,414	1,289,083
Grant expenses	11,057,040	-	-	11,057,040
Depreciation	80,408	117	106	80,631
Events and meetings	7,790	5,454	27,324	40,568
Legal services	71,541	-	-	71,541
Accounting services	-	55,700	-	55,700
Office expense	22,952	8,535	7,792	39,279
Repairs and maintenance	76,139	-	-	76,139
Utilities	46,568	-	-	46,568
Landscaping	2,106	-	-	2,106
Computer and web maintenance	50,603	18,708	17,082	86,393
Liability insurance	13,955	800	730	15,485
Dues and subscriptions	21,440	7,113	8,751	37,304
Telephone	7,417	2,593	2,368	12,378
Consulting	206,594	21,748	18,750	247,092
Travel	3,313	2,187	161	5,661
Property management fees	16,294	-	-	16,294
Marketing and communications	4,208	-	13,993	18,201
Property taxes	12,815	-	-	12,815
Postage and shipping	274	112	103	489
Interest expense	4,791	-	-	4,791
	<u>\$ 12,423,199</u>	<u>\$ 503,785</u>	<u>\$ 288,574</u>	<u>\$ 13,215,558</u>

The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Consolidated Statements of Cash Flows
For the Years Ended June 30, 2024 and 2023

	2024	2023
Cash flows from operating activities		
Change in net assets	\$ 10,037,308	\$ 4,364,926
Adjustments to reconcile change in net assets to net cash provided by operating activities		
Depreciation	138,060	80,631
Realized and unrealized gains on investments	(5,032,979)	(3,671,539)
Noncash grant expense	50,000	-
Contributed property	-	(162,210)
Loss on disposal of asset	-	71,679
Changes in operating assets and liabilities		
Contributions receivable	(1,535,479)	2,910,280
Receivable from grantees	8,965	159,091
Other receivables	(1,943)	(294)
Accounts payable and accrued expenses	(210,278)	220,708
Grants payable	(132,246)	520,500
Deferred revenue	100,000	-
Funds held as agent	948,489	121,111
Net cash provided by operating activities	4,369,897	4,614,883
Cash flows from investing activities		
Principal payments on loan payable	(5,262)	(4,231)
Purchases of investments	(9,909,072)	(22,985,406)
Proceeds from sales of investments	2,961,448	21,673,224
Issuance of notes receivable	(100,000)	(132,000)
Payments received on notes receivable	-	150,000
Purchase of property and equipment	(437,310)	(423,467)
Net cash used in investing activities	(7,490,196)	(1,721,880)
Net increase (decrease) in cash	(3,120,299)	2,893,003
Cash and cash equivalents, beginning of year	5,838,337	2,945,334
Cash and cash equivalents, end of year	\$ 2,718,038	\$ 5,838,337

Supplemental disclosure of cash flow information

Cash paid during the year for interest	\$ 3,067	\$ 4,791
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The accompanying notes are an integral part of these consolidated financial statements.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

1. NATURE OF OPERATIONS

The Community Foundation of the Napa Valley (the "Foundation"), DBA Napa Valley Community Foundation, is a nonprofit corporation organized in 1994 under the laws of the State of California. The mission of the Foundation is to mobilize resources, promote philanthropy and provide leadership on vital community issues in Napa County. The Foundation looks for charitable projects that make a lasting difference. The Foundation commits their resources to these projects, and inspire others to do so as well. The Foundation believes there is strength in numbers—that by working together, they can help more people more quickly than any one donor acting alone. It multiplies the impact of individual givers, pooling resources for the common good in their Community Impact Funds. The Foundation serves as a catalyst for positive change in Napa County.

The Foundation aims to multiply the impact of individual givers, pooling resources and investing in charitable projects that make a difference to the Napa Valley community. It does this by: managing charitable funds established by donors during their lifetimes (e.g. Donor Advised Funds, Field of Interest Funds) and through their estate plans; leveraging grants from donor-directed Funds with Discretionary grants, or Community Impact Funds that focus on particular issues in the community; building the capacity of the nonprofit sector with technical assistance; and community leadership work through their initiatives in areas like immigration, disaster relief and housing. Since 1994, the Foundation has served as a bridge between philanthropic families and hard-working nonprofit agencies bringing people, ideas and resources together to enhance the quality of life for all who live in Napa County.

During 2004, the Foundation created a supporting organization named CFNV Charitable Real Estate Fund ("CREF"), a charitable nonprofit corporation. This entity holds title to a 14,000 square foot office building located at 3299 Claremont Way in Napa, the offices of the Foundation. During the year ended June 30, 2022, CREF received a donation of land and a building located in Calistoga, CA. The Foundation is actively marketing the property for sale and has classified it as property held for resale in the consolidated statements of financial position.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of consolidation

The consolidated financial statements include the accounts of the Foundation and CREF since the Foundation has both an economic interest in CREF and control of the same entity through a majority voting interest in the governing board. All material intercompany transactions have been eliminated.

Basis of accounting and financial statement presentation

The Foundation prepares its consolidated financial statements using the accrual basis of accounting. The Foundation presents its activities according to two classes of net assets: without donor restrictions and with donor restrictions.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of accounting and financial statement presentation (continued)

- *Net assets without donor restrictions* - include contributions and income earned on net assets that are not subject to donor restrictions.

In accordance with Accounting Standards Codification 958-605, *Transfers of Assets to a Not-for-Profit Organization or Charitable Trust That Raises or Holds Contributions for Others*, a contribution is classified as net assets without donor restrictions if the governing body of an organization has the unilateral power to redirect the use of a donor's contribution to another beneficiary. The Bylaws of the Foundation include a variance power provision giving the Board of Directors of the Foundation this ability. The Board of Directors may only exercise variance power and modify the restrictions or conditions on a distribution from a component fund if the restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the charitable needs designated. Accordingly, the Foundation's consolidated financial statements classify the majority of funds as net assets without donor restrictions.

- *Net assets with donor restrictions* - represents net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that may expire with time or may be satisfied by actions of the Foundation according to the intention of the donor. Donor-imposed restrictions that are temporary in nature may include the portion of donor restricted funds that are not permanent in nature, until such funds are appropriated by the Foundation. Other donor-imposed restrictions require that the funds be maintained in perpetuity by the Foundation. See Note 12.

Cash and cash equivalents

Cash and cash equivalents includes all cash balances and highly-liquid investments with original maturities of three months or less at acquisition which are not managed as part of long-term investment strategies and are not legally restricted. The Foundation strives to place its cash with high quality credit institutions. Periodically, such investments may be in excess of federally insured limits.

Investments

Investments are reported at their fair values in the consolidated statements of financial position. Investment earnings or losses are included as increases or decreases in net assets with donor restrictions and net assets without donor restrictions in the consolidated statements of activities. Investments received by gift are recorded at the average of the high and low price per share on the date of the gift.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investments (continued)

The Foundation invests in various investment securities including equity securities, corporate bonds, government bonds and various mutual funds. The Foundation also invests in alternative investments. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near-term and such changes could materially affect the amounts reported in the accompanying consolidated financial statements.

Fair value measurements

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The Foundation determines the fair values of its assets and liabilities based on a fair value hierarchy that includes three levels of inputs that may be used to measure fair value (Level 1, Level 2 and Level 3). Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Foundation has the ability to access at the measurement date. An active market is a market in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis. Level 2 inputs are inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs for the asset or liability.

Unobservable inputs reflect the Foundation's own assumptions about the assumptions market participants would use in pricing the asset or liability (including assumptions about risk). Unobservable inputs are developed based on the best information available in the circumstances and may include the Foundation's own data.

The following methods and assumptions were used to estimate the fair value of financial assets and liabilities:

- Investments (*Level 1*) - Securities traded on security exchanges are valued at closing market prices, U.S. Treasury Bills at the end of day published market price and net asset value for mutual funds and money market accounts, on the date of business closest to June 30.
- Beneficial interest in split-interest agreements (*Level 2*) - Fair value of the Foundation's interest in the charitable lead unitrust is based upon discounted expected future cash flows from the unitrust assets.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair value measurements (continued)

Management has adopted, as a practical expedient, to measure the fair value of investments which (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, on the basis of the net asset value ("NAV") per share of the investment (or its equivalent) if the NAV of the investment (or its equivalent) is calculated in a manner consistent with the measurement principles of accounting for investment companies as of the entity's measurement date. The relevant guidance also requires disclosure by major category of investment about the attributes of investments. Management has elected to adopt the practical expedient for its investments in limited partnerships.

Property and equipment

Property and equipment are stated at cost, or if donated, at the estimated fair value on the date of donation. The Foundation capitalizes all equipment and improvements valued at \$2,500 or greater. Minor repairs and maintenance are charged to expense as incurred. Depreciation is computed using the straight-line method over estimated useful lives of the assets ranging from five to forty years.

Long-lived assets

The Foundation reviews the carrying value of long-lived assets for impairment whenever events and circumstances indicate the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. In cases where the expected future cash flows are less than the carrying value, an impairment loss is recognized equal to the amount by which the carrying value exceeds the fair value of the assets. There was no impairment loss recognized for the years ended June 30, 2024 or 2023.

Contributions

Unconditional promises to give cash and other assets to the Foundation are reported at fair value at the date the promise is received. Conditional promises to give are not recognized until they become unconditional; that is when the barrier has been overcome and a right of release/ right of return no longer exists. Conditional promises to give are recognized at fair value when the conditions are met. Contributions are reported as donor restricted if the donor limits the use of the donated assets. When the donor restriction ends or purpose restriction is accomplished, net assets are reclassified to net assets without donor restrictions.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Contributions (continued)

Irrevocable split-interest agreements for the benefit of the Foundation are recognized as contributions when the Foundation is notified by the donor or their estate. Contributions to be received after one year are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using the risk-free rates adjusted for potential credit risk applicable in the years in which those promises are received. Amortization of the discount is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any, on the contributions. An allowance for uncollectible contributions receivable is established based upon management's judgment including such factors as prior collection history, aging statistics of contributions, and the nature of the receivable.

Grants

Grants are made from available funds in accordance with the designation of donors, in the case of donor-advised funds, or by a rigorous competitive process in which the Foundation's professional staff invite, screen and make recommendations on applications from potential grantee organizations under the oversight of the Board of Directors in the case of discretionary funds. After a thorough review and due diligence process to determine whether grants will be approved or denied, approved grants are recorded on the payment date or on the date of approval by the Board of Directors depending upon the amount of the grant. Grants that will be paid in future years are recorded at the present value of their committed payments. The discount of these amounts is computed using the market interest rate applicable at the time the grant was authorized.

Receivable from grantees

The Foundation records receivables for grants paid that were in excess of amounts ultimately needed by the grantees. These amounts are expected to be repaid to the Foundation subsequent to each year-end. The majority of these receivables from grantees were the result of "clawed back" grants made for disaster relief efforts related to recent declared disasters affecting Napa County. The Foundation employs clawback provisions in all disaster grantmaking, so that it may ensure that resources are deployed and available immediately for urgent response but provides a safety net should needs and gaps shift, as they often do in disasters where new and better information is revealed as time passes. When this happens, the grantee returns the unused funds back to the Foundation's Disaster Relief Funds, so they can be deployed in the event of future disasters.

Income tax status

The Foundation is a tax-exempt Foundation under Section 501(c) (3) of the Internal Revenue Code. The Foundation is also exempt from state income taxes under provisions of the California Revenue and Taxation code. Accordingly, the consolidated financial statements contain no provision for income taxes.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Income tax status (continued)

The Foundation evaluates its tax positions taken or expected to be taken to determine whether the tax positions are "more-likely-than-not" of being sustained by the applicable tax authority. Tax positions not deemed to meet the "more-likely-than-not" threshold are recorded as an expense in the applicable year. As of June 30, 2024, the Foundation does not have any significant uncertain tax positions for which a reserve would be necessary.

Funds held as agent

The Foundation receives and distributes assets under certain agency and intermediary arrangements. Accounting Standards Codification 958-605, *Transfers of Assets to a Not-for-Profit Organization or Charitable Trust That Raises or Holds Contributions for Others*, establishes standards for transactions in which a community foundation accepts a contribution from a donor and agrees to transfer those assets, the return on investment of those assets, or both, to another entity that is specified by the donor. It is required that if a not-for-profit organization establishes a fund at a community foundation with its own funds and specifies itself or its affiliate as the beneficiary of that fund, the community foundation must account for the transfer of such assets as a liability. The funds held as agent liability has been recorded at the fair value of the assets held on behalf of the donor.

Functional expense allocation

The costs of providing for various programs and other activities have been summarized on a functional basis in the consolidated statements of activities. Indirect or shared costs are allocated to the programs and supporting services by a method that measures the estimated benefit provided.

Use of estimates

The preparation of consolidated financial statements in conformity with Accounting Principles Generally Accepted in the United States of America ("GAAP") require 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 consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could be different from those estimates.

Subsequent events

The Foundation has evaluated subsequent events through November 19, 2024, the date the consolidated financial statements were available to be issued. No subsequent events have occurred that would have a material impact on the Foundation's consolidated financial statements as of June 30, 2024.

The Community Foundation of the Napa Valley and Subsidiary
Notes to Consolidated Financial Statements
June 30, 2024 and 2023

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Change in accounting principle

In June 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-03, *Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. This standard replaced the incurred loss methodology with an expected loss methodology that is referred to as the current expected credit loss ("CECL") methodology. CECL requires an estimate of credit losses for the remaining estimated life of the financial asset using historical experience, current conditions, and reasonable and supportable forecasts and generally applies to financial assets measured at amortized cost, including loan receivables and held-to-maturity debt securities, and some off-balance sheet credit exposures such as unfunded commitments to extend credit. Financial assets measured at amortized cost will be presented at the net amount expected to be collected by using an allowance for credit losses. The Foundation adopted the standard effective July 1, 2023. The adoption did not have a material impact to the Foundation's consolidated financial statements.

3. CONTRIBUTIONS RECEIVABLE

In August 2017, the Foundation was notified that they were the beneficiary of an estate bequest, the proceeds of which will be used to establish a Legacy Fund in the donor's name. This fund is an endowment, subject to the spending policy of the Foundation. The available to spend, calculated annually, is to be used to support organizations that seek to improve or sustain small animal welfare in Napa, California. In July 2018, a Settlement Agreement and Mutual Release was entered into by the estate beneficiaries and the Foundation which allowed for the final distribution of the estate assets. Through the year ended June 30, 2021, the Foundation received cash proceeds from the estate trustee totaling \$10,000,000, leaving a contribution receivable of \$1,575,130 as of June 30, 2021. During the year ended June 30, 2022, the Foundation received additional cash proceeds from the estate trustee in the amount of \$400,000. The contribution receivable of \$1,175,130 as of June 30, 2023 and June 30, 2024 is comprised of the estimated fair value of properties to be sold, less expected costs of sale, of approximately \$1.2 million. The receivable as of June 30, 2024 is expected to be received upon the ultimate sale of the underlying properties, which is anticipated to occur during the next fiscal year.

The Foundation became the beneficiary of a trust bequest during 2019 and has received distributions from the trust totaling approximately \$15.4 million, \$1.4 million of which was received during the fiscal year ending June 30, 2024. Due to the uncertainty of any additional amounts to be received from this trust bequest, no additional receivable has been recorded.

During the year ended June 30, 2024, the Foundation recognized an additional contribution receivable of \$1,435,479 from an estate trust, which was collected in full subsequent to year end.

At June 30, 2024, contributions receivable also includes pledges totaling \$200,000, which are expected to be paid over the next two fiscal years.

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3. CONTRIBUTIONS RECEIVABLE (continued)

The accompanying consolidated financial statements do not provide for an allowance for doubtful accounts or discount to present value as management believes the value reflected on the financial statements approximates net realizable value.

4. NOTES RECEIVABLE

During the year ending June 30, 2022, the Foundation awarded two program related investment loans for \$100,000 each. The notes are zero-interest bearing and were due on August 19, 2022 and January 23, 2023. The note due on August 19, 2022 was repaid in full during the year ending June 30, 2023. The note maturity date of January 23, 2023, was extended to July 31, 2023 and had a balance of \$50,000 as of June 30, 2023. During the year ended June 30, 2024, the \$50,000 balance was reclassified as a grant to the organization in lieu of repayment of the loan.

During the year ending June 30, 2023, the Foundation issued a program related investment loan for \$132,000. The note bears a 1.0% interest rate with interest paid annually and is due on May 1, 2028.

During the year ending June 30, 2024, the Foundation's Board approved a narrowly targeted forgivable loan program aimed at retaining key employees meeting certain criteria, including length of employment and consistently outstanding performance. The Foundation issued a secured promissory note to an eligible employee for \$100,000 for the purpose of purchasing their first home and primary residence. The note is zero-interest bearing, secured with a Deed of Trust, and will be forgiven as compensation over a seven-year period ending on May 1, 2031.

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5. INVESTMENTS

Investments consisted of the following:

	<u>2024</u>	<u>2023</u>
Money market accounts	\$ 22,991,308	\$ 6,254,322
U.S. Treasury Bills	-	9,797,578
Mutual funds	11,325,456	10,648,776
Exchange traded funds	38,248,453	33,694,485
Hedge funds	<u>1,156,641</u>	<u>1,346,094</u>
	<u>\$ 73,721,858</u>	<u>\$ 61,741,255</u>

Investment earnings (losses) consisted of the following:

	<u>2024</u>	<u>2023</u>
Interest and dividend income	\$ 2,118,235	\$ 1,273,858
Unrealized gains (losses)	5,162,387	3,671,551
Realized gains (losses)	(129,408)	(12)
Investment management fees	<u>(135,252)</u>	<u>(116,309)</u>
	<u>\$ 7,015,962</u>	<u>\$ 4,829,088</u>

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6. FAIR VALUE DISCLOSURES

The following table sets forth by level, within the fair value hierarchy, the Foundation's assets and liabilities at fair value as of June 30, 2024:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Fair Value</u>
Assets				
Money market	\$ 22,991,308	\$ -	\$ -	\$ 22,991,308
Bond funds	10,924,429	-	-	10,924,429
Equity funds	401,027	-	-	401,027
Exchange traded funds	<u>38,248,453</u>	<u>-</u>	<u>-</u>	<u>38,248,453</u>
	<u>\$ 72,565,217</u>	<u>\$ -</u>	<u>\$ -</u>	72,565,217
Hedge funds measured at net asset value				<u>1,156,641</u>
				<u>\$ 73,721,858</u>
Beneficial interest in split-interest agreements	<u>\$ -</u>	<u>\$ 29,240</u>	<u>\$ -</u>	<u>\$ 29,240</u>

The following table sets forth by level, within the fair value hierarchy, the Foundation's assets and liabilities at fair value as of June 30, 2023:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Fair Value</u>
Assets				
Money market	\$ 6,254,322	\$ -	\$ -	\$ 6,254,322
U.S. Treasury Bill	-	9,797,578	-	9,797,578
Bond funds	9,288,234	-	-	9,288,234
Equity funds	1,360,542	-	-	1,360,542
Exchange traded funds	<u>33,694,485</u>	<u>-</u>	<u>-</u>	<u>33,694,485</u>
	<u>\$ 50,597,583</u>	<u>\$ 9,797,578</u>	<u>\$ -</u>	60,395,161
Hedge funds measured at net asset value				<u>1,346,094</u>
				<u>\$ 61,741,255</u>
Beneficial interest in split-interest agreements	<u>\$ -</u>	<u>\$ 29,240</u>	<u>\$ -</u>	<u>\$ 29,240</u>

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Notes to Consolidated Financial Statements
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6. FAIR VALUE DISCLOSURES (continued)

The following table summarizes the Foundation's alternative investment funds valued using the fair value practical expedient of net asset value as of June 30, 2024:

Product	NAV in Funds	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge Funds	\$ 1,156,641	0	No redemptions	N/A

The following table summarizes the Foundation's alternative investment funds valued using the fair value practical expedient of net asset value as of June 30, 2023:

Product	NAV in Funds	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge Funds	\$ 1,346,094	0	No redemptions	N/A

Alternative investment asset gains or losses for the years ended June 30, 2024 and 2023 were included in earnings (or changes in net assets) attributable to the change in unrealized gains or losses relating to assets still held at the reporting date. There were no changes in valuation methodology during the years ended June 30, 2024 and 2023.

7. PROPERTY AND EQUIPMENT

Property and equipment consisted of the following:

	2024	2023
Land and improvements	\$ 1,127,205	\$ 1,054,309
Buildings	2,957,279	2,179,461
Equipment and software	116,654	116,654
Construction-in-progress	3,197	419,667
	<u>4,204,335</u>	<u>3,770,091</u>
Accumulated depreciation	<u>(1,415,791)</u>	<u>(1,277,732)</u>
	<u>\$ 2,788,544</u>	<u>\$ 2,492,359</u>

Depreciation expense was \$138,060 and \$80,631 for the years ended June 30, 2024 and 2023, respectively.

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8. GRANTS PAYABLE

Future maturities of grants payable are as follows:

<u>Year ending June 30,</u>	
2025	\$ 447,000
2026	152,000
2027	91,000
2028	<u>35,000</u>
	725,000
Less: discounts to net present value	<u>(9,096)</u>
	<u><u>\$ 715,904</u></u>

The total has been discounted based on an expected market discount rate of 2.32%.

9. FUNDS HELD AS AGENT

As of June 30, 2024 and 2023, the Foundation maintained a total of \$4,667,301 and \$3,718,812, respectively, for other nonprofit organizations in which the organizations transferred assets to the Foundation and named themselves as beneficiaries. These balances are reported as liabilities under funds held as agent as of June 30, 2024 and 2023, respectively.

10. NOTES PAYABLE

On March 20, 2015, CREF entered into an agreement with U.S. Small Business Administration ("SBA") for a loan with a maximum principal of \$149,700. The loan bears interest at 2.62% per year, requires principal and interest payments of \$694 beginning five months from the date of the note and is due in full on March 20, 2040. During 2021, the SBA announced extended deferment periods for all disaster loans and CREF's payments on the loan were deferred until March 2022. The Foundation began making repayments on the loan in April 2022, which the SBA attributed to interest. Collateral for the loan is CREF's office building in Napa, California. The loan balance was \$113,021 and \$118,283 at June 30, 2024 and 2023, respectively.

The future maturities of the notes payable are as follows:

<u>Year ending June 30,</u>	
2025	\$ 5,661
2026	5,811
2027	5,965
2028	6,124
2029	6,287
Thereafter	<u>83,173</u>
	<u><u>\$ 113,021</u></u>

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11. RETIREMENT PLAN

During FY 2022, the Foundation's Board of Directors approved setting up a 403(b) retirement plan. For the 403(b) retirement plan, the Foundation will contribute a dollar for dollar match up to 5% of the participating employee's gross pay. As of June 30, 2023, the Foundation made contributions of \$46,733 to participating employee 403(b) accounts. During FY 2022, the Foundation's Board also approved setting up a 457(b) deferred compensation plan, specifically for its President. During the year ended June 30, 2024, the Foundation contributed \$20,000 to the President's 457(b) account. As of June 30, 2024 and 2023, total plan contributions were \$66,733 and \$77,411, respectively.

12. NET ASSETS WITH DONOR RESTRICTIONS

The CREF building and improvements, as well as other Foundation-restricted net assets are restricted as to time and purpose, and the beneficial interest in the split-interest agreement is restricted as to time. The CREF building and improvements are restricted to office space for the Foundation, and to the rental of offices to other nonprofit organizations; these net assets will be released from restriction based on future depreciation expense recognition. During the year ended June 30, 2022, CREF received a donation of land and building that is expected to be sold within the following year and is reported as property held for resale at fair value. The property has been restricted by the donor to be used for affordable housing.

The Foundation expects to distribute the Disaster Relief Fund in future years as disaster needs arise, focusing on programs for: healing and rebuilding; economic recovery and the workforce; and future resiliency. Other purpose restricted funds will be released from restriction when qualified expenses are incurred.

Certain donor restricted net assets represent contributions of cash and other assets in funds subject to donor-imposed restrictions that they be maintained in perpetuity by the Foundation. The CREF land is restricted for office space to the Foundation and for rental to other nonprofit organizations with a specific purpose and is to be held in perpetuity.

Net assets with donor restrictions consist of the following:

	<u>2024</u>	<u>2023</u>
CREF buildings and building improvements	\$ 1,887,439	\$ 1,590,746
CREF land - held in perpetuity	900,000	900,000
Donor restricted endowment funds	25,238,227	21,873,724
Property held for resale	1,369,075	1,366,010
Napa Valley Disaster Relief Fund	9,353,759	9,925,698
Other time and purpose restricted funds	2,942,892	525,684
Beneficial interest in split-interest agreements	<u>29,240</u>	<u>29,240</u>
	<u>\$ 41,720,632</u>	<u>\$ 36,211,102</u>

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13. ENDOWMENTS

The Foundation's endowment includes both board-designated and donor-restricted endowment funds. The donor-restricted endowment consists of 18 endowment funds permanently restricted by donors. During the year ending June 30, 2022, the Board of Directors established a board-designated endowment fund. As required by GAAP, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of relevant law

The Foundation's Board of Directors has interpreted the California enacted versions of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as allowing the Foundation to appropriate for expenditure so much of an endowment fund as the Foundation determines is prudent for the uses, benefits, purposes and duration for which the endowment fund is established, subject to the intent of the donor as expressed in the gift instrument. Unless stated otherwise in the gift instrument, the assets in an endowment fund shall be classified as net assets with donor restrictions until appropriated for expenditure by the Board of Directors.

In 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 organization 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. There were no funds with deficiencies at June 30, 2024 and 2023.

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13. ENDOWMENTS (continued)

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 to programs supported by its endowment while seeking to maintain the corpus of endowment assets. Endowment assets include those assets of donor-restricted funds that the Foundation must hold in perpetuity unless released by donors. Under this policy, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to produce results that exceed the average yield results of a blend of diversified equity and bond index funds while assuming a moderate level of investment risk. The Foundation expects its endowment funds, over time, to provide an average rate of return of at least six percent annually. Actual returns in any given year may vary from this amount.

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-based investments to achieve its long-term return objectives within prudent risk constraints.

Investment and spending policies

The Foundation has a policy of appropriating the net investment earnings from the endowment for distribution each year. In establishing this policy, the Foundation considered the long-term expected return on its endowment. Accordingly, over the long-term, the Foundation expects the current spending policy to retain the historical cost value of all such donor restricted contributions. Real growth in the endowment is expected to occur through new donor restricted gifts in the future.

Endowment composition

Endowment net asset composition by type of fund as of June 30, 2024 is as follows:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Donor-restriction endowment funds	\$ -	\$ 25,238,227	\$ 25,238,227
Board-designated endowment funds	<u>11,580,102</u>	<u>-</u>	<u>11,580,102</u>
	<u>\$ 11,580,102</u>	<u>\$ 25,238,227</u>	<u>\$ 36,818,329</u>

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13. ENDOWMENTS (continued)

Endowment composition (continued)

Changes in endowment net assets are as follows:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Balance, June 30, 2022	\$ 6,677,696	\$ 20,619,542	\$ 27,297,238
Investment return			
Investment income	154,713	512,350	667,063
Net realized and unrealized gains	<u>401,049</u>	<u>1,886,744</u>	<u>2,287,793</u>
Total investment return	555,762	2,399,094	2,954,856
Contributions	2,271,227	23,465	2,294,692
Appropriation of net assets	<u>-</u>	<u>(1,168,377)</u>	<u>(1,168,377)</u>
	<u>2,826,989</u>	<u>1,254,182</u>	<u>4,081,171</u>
Balance, June 30, 2023	\$ 9,504,685	\$ 21,873,724	\$ 31,378,409
Investment return			
Investment income	265,247	578,576	843,823
Net realized and unrealized loss	<u>1,183,889</u>	<u>2,602,821</u>	<u>3,786,710</u>
Total investment return	1,449,136	3,181,397	4,630,533
Contributions	913,209	1,210,180	2,123,389
Appropriation of net assets	<u>(286,928)</u>	<u>(1,027,074)</u>	<u>(1,314,002)</u>
	<u>2,075,417</u>	<u>3,364,503</u>	<u>5,439,920</u>
Balance, June 30, 2024	<u>\$ 11,580,102</u>	<u>\$ 25,238,227</u>	<u>\$ 36,818,329</u>

14. CONCENTRATIONS

The majority of the Foundation's contributions are derived from local individuals, families, organizations, and foundations. Contributions received from a single donor which are 10% or greater of total contributions for the year require disclosure. For the year ended June 30, 2024, contributions from two donors comprised 24% of total contribution revenue. For the year ended June 30, 2023, contributions from three donors comprised 52% of total contribution revenue.

Contributions receivable from a single donor which are 10% or greater of the total contributions receivable balance at year-end require disclosure. At June 30, 2024, 93% of the contributions receivable balance was due from two donors. At June 30, 2023, 92% of the contributions receivable balance was due from one donor.

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15. LIQUIDITY AND FUNDS AVAILABLE

As part of the Foundation's liquidity management, it structures its financial assets to be available as its general expenditures, liabilities, and other obligations come due. To meet liquidity needs, the Foundation has cash and cash equivalents and money market fund investments available. Contributions receivable, notes receivable and other receivables that are considered current will be collected within one year.

The following is a quantitative disclosure which describes assets that are available within one year of June 30, 2024 to fund general expenditures and other obligations when they become due:

Financial assets at year-end:	
Cash and equivalents	\$ 2,718,038
Investments	73,721,858
Contributions receivable	2,810,609
Other receivables	42,319
Beneficial interest in split-interest agreements	29,240
Notes receivable	769,754
Total financial assets	<u>80,091,818</u>
Less: amounts unavailable for general expenditure within one year:	
Long-term note receivable	(725,000)
Grants payable	(725,000)
CFNV Charitable Real Estate Fund Capital Reserve Fund	(2,000)
Tenant security deposits held	(12,539)
Funds held as agent	(4,667,301)
Net assets with donor restrictions:	
Endowments	(25,238,227)
Napa Valley Disaster Relief Fund	(9,353,759)
All other funds restricted by time and purpose	(2,972,130)
Net assets without donor restrictions:	
Donor advised funds	(13,931,765)
Scholarship Funds (non-endowed)	(2,531,010)
Board designated endowment	(11,580,102)
All other funds not available for general expenditure	<u>(4,329,175)</u>
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 4,023,810</u>

Per the Foundation's Investment Policy, the Finance Committee reviews the Foundation's financial position on a quarterly basis. The Board will authorize the implementation of investment recommendations made by the Finance Committee.

Certain net assets without donor restrictions are not classified as net assets with donor restrictions based on a variance provision in the bylaws of the Foundation, however, those funds would not be considered as being available for general expenditures.