

Financial Statements and Schedule

June 30, 2014 and 2013

(With Independent Auditors' Report Thereon)



KPMG LLP 345 Park Avenue New York, NY 10154-0102

#### **Independent Auditors' Report**

The Board of Trustees The Asia Society:

We have audited the accompanying financial statements of The Asia Society, which comprise the balance sheets as of June 30, 2014 and 2013, and the related statements of activities, and cash flows for the years 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 U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Opinion**

In our opinion, the financial statements referred to above present fairly in all material respects, the financial position of The Asia Society as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.



#### Other Matter

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information included in the schedules of functional expenses is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.



October 29, 2014

## **Balance Sheets**

June 30, 2014 and 2013

Assets	_	2014	2013
Cash and cash equivalents Contributions and grants receivable, net (note 2) Prepaid expenses and other assets (note 5) Investments (note 3) Land, building, and equipment (notes 4 and 5) Collection (note 1(e))	\$	7,196,639 13,392,844 988,741 73,104,336 23,613,453	6,625,232 5,514,329 1,261,403 64,776,595 24,558,712
Total assets	\$ _	118,296,013	102,736,271
Liabilities and Net Assets			
Liabilities: Accounts payable, accrued expenses, and other liabilities (note 9) Interest rate swap liability (notes 3 and 5) Loan payable (note 5)	\$	3,353,133 1,040,875 17,305,000	3,009,793 1,150,348 18,065,000
Total liabilities	_	21,699,008	22,225,141
Net assets (deficit): Unrestricted: Available for operations Designated for investment (note 10) Invested in and designated for fixed assets	_	(2,609,813) (350,144) 5,850,306	(2,614,967) (4,880,306) 5,931,333
Total unrestricted		2,890,349	(1,563,940)
Temporarily restricted (notes 6 and 10) Permanently restricted (notes 6 and 10)	_	43,160,193 50,546,463	31,487,218 50,587,852
Total net assets		96,597,005	80,511,130
Commitments and contingencies (notes 5 and 8)	_		
Total liabilities and net assets	\$	118,296,013	102,736,271

Statement of Activities

Year ended June 30, 2014 (with comparative summarized financial information for the year ended June 30, 2013)

Invested in

			and					
	Available for operations	Designated for investment	designated for fixed assets	Unrestricted total	Temporarily restricted	Permanently restricted	Total	2013 Total
Revenue, gains, and other support: Contributions and grants Membership Special events, net of direct donor benefits	\$ 11,760,608 1,611,655		_	11,760,608 1,611,655	14,037,735	58,611	25,856,954 1,611,655	17,856,356 1,920,847
of \$503,243 Program service fees and store sales Investment return, net (note 3) Miscellaneous	1,838,466 2,732,789 2,628,051 789,724	4,530,162	_ 	1,838,466 2,732,789 7,158,213 789,724	5,613,459		1,838,466 2,732,789 12,771,672 789,724	2,138,455 3,125,099 9,138,907 609,135
	21,361,293	4,530,162	_	25,891,455	19,651,194	58,611	45,601,260	34,788,799
Net assets released from restrictions	7,309,469		768,750	8,078,219	(8,078,219)			
Total revenue, gains, and other support	28,670,762	4,530,162	768,750	33,969,674	11,572,975	58,611	45,601,260	34,788,799
Expenses: Program services: Arts and culture Policy and business Education and leadership Communications U.S. centers and Asian activities Auxiliary services	6,167,241 4,392,988 6,747,446 1,143,734 1,251,729 1,537,418		422,258 177,729 62,027 22,664 5,741 215,899	6,589,499 4,570,717 6,809,473 1,166,398 1,257,470 1,753,317			6,589,499 4,570,717 6,809,473 1,166,398 1,257,470 1,753,317	5,280,325 3,940,858 7,837,673 780,089 1,246,071 1,754,011
Total program services	21,240,556		906,318	22,146,874			22,146,874	20,839,027
Supporting services:  Management and general  Marketing  Fund-raising	3,826,922 430,849 2,926,058		162,989 40,939 90,227	3,989,911 471,788 3,016,285	_ 		3,989,911 471,788 3,016,285	4,469,195 748,416 2,728,015
Total supporting services	7,183,829		294,155	7,477,984			7,477,984	7,945,626
Total expenses	28,424,385		1,200,473	29,624,858			29,624,858	28,784,653
Increase (decrease) in net assets before other changes	246,377	4,530,162	(431,723)	4,344,816	11,572,975	58,611	15,976,402	6,004,146
Other changes:  Change in fair value of interest rate swap (note 5)  Transfer for acquisition of fixed assets Reclassification of net assets due to change in donor intent	(241,223)	_ _ _	109,473 241,223	109,473	100,000	(100,000)	109,473	732,282 —
Increase (decrease) in net assets	5,154	4,530,162	(81,027)	4,454,289	11,672,975	(41,389)	16,085,875	6,736,428
Net (deficit) assets at beginning of year	(2,614,967)	(4,880,306)	5,931,333	(1,563,940)	31,487,218	50,587,852	80,511,130	73,774,702
Net (deficit) assets at end of year	\$ (2,609,813)	(350,144)	5,850,306	2,890,349	43,160,193	50,546,463	96,597,005	80,511,130

Statement of Activities

 $Year\ ended\ June\ 30,2013$  (with comparative summarized financial information for the year ended June 30, 2012)

Invested in

	Availa	ble for	Designated	and designated for	Unrestricted	Temporarily	Permanently		2012
	opera		for investment	fixed assets	total	restricted	restricted	Total	Total
Revenue, gains, and other support: Contributions and grants Membership Special events, net of direct donor benefits		6,604 0,847	_ _	_ _	10,646,604 1,920,847	6,811,712 —	398,040	17,856,356 1,920,847	14,098,863 1,863,097
of \$563,518 Program service fees and store sales Investment return, net (note 3) Miscellaneous	3,12 2,83	8,455 5,099 7,351 9,135	3,555,662		2,138,455 3,125,099 6,393,013 609,135	2,745,894	 	2,138,455 3,125,099 9,138,907 609,135	1,910,885 4,078,163 (1,824,995) 584,358
	21,27	7,491	3,555,662	_	24,833,153	9,557,606	398,040	34,788,799	20,710,371
Net assets released from restrictions	6,56	0,546		958,804	7,519,350	(7,519,350)			
Total revenue, gains, and other support	27,83	8,037	3,555,662	958,804	32,352,503	2,038,256	398,040	34,788,799	20,710,371
Expenses: Program services: Arts and culture Policy and business Education and leadership Communications U.S. centers and Asian activities Auxiliary services	3,76 7,77 75 1,24	6,553 2,490 5,425 7,344 2,449 7,337		423,772 178,368 62,248 22,745 3,622 216,674	5,280,325 3,940,858 7,837,673 780,089 1,246,071 1,754,011			5,280,325 3,940,858 7,837,673 780,089 1,246,071 1,754,011	6,611,250 4,224,590 8,539,304 754,447 1,183,962 1,966,371
Total program services	19,93	1,598		907,429	20,839,027			20,839,027	23,279,924
Supporting services: Management and general Marketing Fund-raising	70	5,908 7,473 7,751		163,287 40,943 90,264	4,469,195 748,416 2,728,015	_ 	_ 	4,469,195 748,416 2,728,015	3,823,919 759,951 2,898,312
Total supporting services	7,65	1,132		294,494	7,945,626			7,945,626	7,482,182
Total expenses	27,58	2,730		1,201,923	28,784,653			28,784,653	30,762,106
Increase (decrease) in net assets before other changes	25	5,307	3,555,662	(243,119)	3,567,850	2,038,256	398,040	6,004,146	(10,051,735)
Other changes: Change in fair value of interest rate swap (note 5) Transfer of net assets Reclassification of net assets due to change in donor intent	(25	0,000)	250,000 29,558	732,282	732,282 — 29,558	1,060,422	(1,089,980)	732,282	(545,739)
Increase (decrease) in net assets		5,307	3,835,220	489,163	4,329,690	3,098,678	(691,940)	6,736,428	(10,597,474)
Net (deficit) assets at beginning of year		0,274)	(8,715,526)	5,442,170	(5,893,630)	28,388,540	51,279,792	73,774,702	84,372,176
Net (deficit) assets at end of year		4,967)	(4,880,306)	5,931,333	(1,563,940)	31,487,218	50,587,852	80,511,130	73,774,702

# Statements of Cash Flows

# Years ended June 30, 2014 and 2013

	_	2014	2013
Cash flows from operating activities:			
Increase in net assets	\$	16,085,875	6,736,428
Adjustments to reconcile increase in net assets to net cash			
used in operating activities:			
Net realized and unrealized gains on investments		(12,337,813)	(8,575,983)
Change in fair value of interest rate swap		(109,473)	(732,282)
Depreciation and amortization		1,200,473	1,201,923
Contributions permanently restricted for endowment		(58,611)	(398,040)
Changes in operating assets and liabilities:  Change in contributions and grants receivable, net of			
amounts classified as financing		(8,039,515)	2,341,788
Change in prepaid expenses and other assets		258,671	227,946
Change in accounts payable and accrued expenses		343,340	(835,899)
Net cash used in operating activities	_	(2,657,053)	(34,119)
Cash flows from investing activities:			
Proceeds from sales of investments		6,224,294	8,250,309
Investment purchases		(2,214,222)	(5,142,669)
Capital expenditures	_	(241,223)	(217,555)
Net cash provided by investing activities	_	3,768,849	2,890,085
Cash flows from financing activities:			
Loan principal payments		(760,000)	(735,000)
Borrowings under line of credit			1,500,000
Repayments of line of credit		<del></del>	(1,500,000)
Cash contributions for endowment and capital projects	_	219,611	319,040
Net cash used in financing activities	_	(540,389)	(415,960)
Net increase in cash and cash equivalents		571,407	2,440,006
Cash and cash equivalents at beginning of year	_	6,625,232	4,185,226
Cash and cash equivalents at end of year	\$ _	7,196,639	6,625,232
Supplemental disclosure of cash flow information:	Φ.	227.117	522.205
Cash paid during the year for interest	\$	337,117	533,307

Notes to Financial Statements June 30, 2014 and 2013

## (1) Organization and Summary of Significant Accounting Policies

#### **Organization**

The Asia Society (the Society) is a New York not-for-profit company chartered by the State Education Department of New York. It was founded in 1956 by John D. Rockefeller 3<sup>rd</sup>. The Society is an international, nonprofit, nonpartisan organization dedicated to strengthening relationships and deepening understanding among the peoples of Asia and the United States. The Society's work spans the fields of arts and culture, policy and business, and education and leadership, and includes major art exhibitions, performances, lectures, international conferences and dialogues, task force reports, education initiatives and leadership development. Headquartered in New York City, the organization has centers in Los Angeles and San Francisco and an office in Washington, D.C. and a representative in Shanghai.

Additionally, the Society has affiliate offices in Houston – Texas, Hong Kong, Manila, Mumbai, Seoul, and Sydney. Each affiliate operates in concert with the Society based on a Global Operating Agreement and pays an annual participation fee to the Society in consideration of being part of the Society organization and the global services provided by the Society. In addition, the Society has entered into an agreement with each affiliate under which the Society has granted a royalty-free license to use the Society's trademark and related marks and trade names. The activities of the affiliate offices are not reflected in the accompanying financial statements.

## Summary of Significant Accounting Policies

### (a) Basis of Accounting

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

### (b) Basis of Presentation

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

**Unrestricted net assets – available for operations** – Net assets that are not subject to donor-imposed stipulations and are available for the organization's ongoing operations.

**Unrestricted net assets – designated for investment** – Net assets that are not subject to donor-imposed stipulations but have been designated by the board for investment.

Unrestricted net assets – invested in and designated for fixed assets – Unrestricted net assets that are invested in or designated for the organization's long-lived assets.

**Temporarily restricted net assets** – Net assets subject to donor-imposed stipulations that will be met by either actions of the Society and/or the passage of time.

**Permanently restricted net assets** – Net assets subject to donor-imposed stipulations that they be maintained permanently by the Society. Generally, the donors of these assets permit the Society to use all or part of the income earned on related investments for general or specific purposes.

Notes to Financial Statements June 30, 2014 and 2013

Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Expirations of temporary restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed), except for those restrictions met in the same year as received, which are reported as revenues of the unrestricted net asset class, are reported as net assets released from restrictions. Contributions of cash or other assets that must be used to acquire long-lived assets are recorded as temporarily restricted net assets until the assets are placed in service.

#### (c) Contributions

Contributions, which include unconditional promises to give (pledges), are recognized as revenues in the period received. Contributions to be received after one year are discounted at an adjusted risk-free rate (after allowance is made for uncollectible contributions). These inputs to the fair value estimate are considered Level 3 in the fair value hierarchy. In subsequent periods, the discount rate is unchanged and the allowance for uncollectible contributions is reassessed and adjusted if necessary. Amortization of the discount is recorded as additional contribution revenue and used in accordance with donor-imposed restrictions, if any, on the contributions.

### (d) Revenue Recognition

Conditional promises are recorded as revenue once the conditions are substantially met. Contributions, grants, and bequests are recognized as either temporarily or permanently restricted if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions. When restrictions are met in the same period as the contribution is received, the Society records the contribution and the expense as unrestricted. Contributions of assets other than cash are recorded at their estimated fair value. Contributions of services are recognized if the services received (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

The Society received goods and services valued at \$249,500 and \$129,453 in 2014 and 2013, respectively, for use at auctions held by the Society. These items included goods, services, and vacation packages. The auctions of these items yielded revenue of \$277,650 and \$85,950 in 2014 and 2013, respectively, which is included in special events revenue in the statements of activities.

#### (e) Collection Items

The Asia Society Museum Collection is noted for its masterpiece-quality objects and the scholarly import awarded to these pieces of traditional and contemporary art. The collection includes The Rockefeller Collection, which is pan-Asian and includes approximately 300 objects, ranging in date from the second millennium B.C.E. to the 18th century, from such diverse nations as India, Pakistan, Bangladesh, Nepal, Myanmar, Thailand, Cambodia, Vietnam, Indonesia, China, Korea, and Japan. It also includes a large number of bronze sculptures and ceramics, as well as paintings, wooden sculptures, and other decorative arts. Most of the Rockefeller Collection was donated to the Society in 1979. Additions since that time consist of donations from the estate of Mrs. Blanchette Rockefeller, a

Notes to Financial Statements June 30, 2014 and 2013

few notable works from other donors, and more recently, a collection of contemporary art focused on video art and photography.

In addition to frequent displays in the exhibition galleries at the Society, selected works from the Collection are also shown as part of special exhibitions either at the Society or in museums throughout the world. When not on display at the Society or on loan to museums for temporary exhibitions, the objects are maintained in climate-controlled storage. The Society maintains policies and procedures addressing the Rockefeller Collection's upkeep as well as other aspects of its management, including accession/deaccession policies. The Society has adopted the policy of not capitalizing its collection. During 2014, art was acquired with donor-restricted funds at a cost of \$336,620. During 2013, no art was acquired with donor restricted funds. This expenditure was included in cultural programs expenses in the statement of activities.

## (f) Cash Equivalents

Cash equivalents represent debt instruments with original maturities of three months or less, except for those short-term investments managed by the Society's investment managers as part of their long-term investment strategies. Included in the cash balances are deposits that exceed the Federal Deposit Insurance Coverage (FDIC) of \$250,000.

### (g) Depreciation

Depreciation is provided on a straight-line basis over the estimated useful lives of the assets. Building is depreciated over a 40-year estimated useful life. Building improvements and other equipment are depreciated over a 10-year estimated useful life, and audio/video equipment is depreciated over a 5-year estimated useful life, and computer equipment is depreciated over a 3-year estimated useful life.

## (h) Accounting 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 the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant items subject to such estimates and assumptions include the useful lives of fixed assets; the valuation of investments and interest rate swap, inventory, fixed assets, and contributions receivable; and reserves for other contingencies. The current economic environment has increased the degree of uncertainty inherent in those estimates and assumptions.

#### (i) Tax Status

The Society is exempt from federal income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code, except for unrelated business income activities. In addition, the Society is tax-exempt from state and local income tax for related activities, property taxes, and sales tax. During the years ended June 30, 2014 and 2013, the Society was not subject to unrelated business income taxes. The Society has evaluated its tax positions and has determined that it is more likely than not that there are no significant uncertain tax positions and that it will continue to be exempt from taxes.

Notes to Financial Statements June 30, 2014 and 2013

### (j) Investments

Investments are stated at fair value based upon quoted market prices except for the fair values of alternative investments, primarily hedge and absolute return funds, which are based on net asset values provided by the fund managers based upon the underlying net assets of the funds. These values are reviewed and evaluated by management.

#### (k) Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Financial Accounting Standards Board (FASB) guidance on fair value measurements establishes a hierarchy that gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

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

- Level 1 Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Society has the ability to access at the measurement date.
- Level 2 Inputs other than quoted prices that are observable for the asset or liability either directly or indirectly, including inputs in markets that are not considered to be active.
- Level 3 Inputs that are unobservable for the asset or liability.

The Society follows the provisions of Accounting Standards Update No. 2009-12, Fair Value Measurements and Disclosures – Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent), which, as a practical expedient, allows for the estimation of fair value of investments in investment companies for which the investment does not have a readily determinable fair value using net asset value per share or its equivalent as reported by the investment managers. In addition, because the net asset value reported by each fund is used as a practical expedient to estimate fair value of the Society's interest therein, its classification in Level 2 or 3 is based on the Society's ability to redeem its interest at or near the date of the balance sheet. If the interest can be redeemed in the near term, the investment is classified in Level 2. The classification of investments in the fair value hierarchy is not necessarily an indication of the risks, liquidity, or degree of difficulty in estimating the fair value of each investment underlying assets and liabilities.

The fair value of investments is discussed in notes 1(j) and 3. The carrying value of the Society's short-term financial instruments approximates fair value because of their short maturity. The carrying value of contributions receivable approximates its fair value. These estimated fair values, however, involve unobservable inputs considered to be Level 3 in the fair value hierarchy.

### (l) Reclassifications

Certain reclassifications have been made to the June 30, 2013 financial statement information to conform to the June 30, 2014 financial statement presentation. There is no impact on the previously reported change in net assets of the Society.

Notes to Financial Statements June 30, 2014 and 2013

### (2) Contributions and Grants Receivable

Unconditional promises to give are reported in the financial statements as contributions and grants receivable and as revenue of the appropriate net asset class. These receivables are recorded net of a discount to reflect the present value of future cash flows and are expected to be collected as follows at June 30, 2014 and 2013:

	_	2014	2013
Amounts expected to be collected in:  Less than one year  One to five years	\$	7,574,844 6,690,000	4,665,329 1,260,000
Total		14,264,844	5,925,329
Less: Allowance for doubtful receivable Discount to present value (at discount rates ranging from		(462,000)	(326,000)
1.97% to 5.12%)	_	(410,000)	(85,000)
	\$	13,392,844	5,514,329

Included in contributions receivable at June 30, 2014 and 2013 are pledges of approximately \$2.3 million and \$1.2 million, respectively, from a single donor.

#### (3) Investments and Fair Value

The overall goal of the Society's investment policy is capital preservation through long-term asset appreciation combined with a reasonable level of liquidity to meet spending needs.

In addition to traditional stock, fixed-income, and mutual fund securities, the Society holds investments in alternative investments, consisting primarily of hedge and absolute return funds, which invest in long and short publicly traded equities, debt and credit related instruments, private equity situations, and real estate, for which no ready market exists. The Society's investments in alternative investments are recorded at fair values provided by the fund managers and general partners. The values assigned to the holdings do not necessarily represent amounts that might ultimately be realized upon the sale or other disposition since such amounts depend on future circumstances and cannot reasonably be determined until the actual liquidation occurs. The Society reviews the values provided by the fund managers and general partners and agrees with the valuation methods and assumptions used in determining the fair value of the alternative investments.

The Society invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. 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 that such change could materially affect the amounts reported in the balance sheets.

# Notes to Financial Statements June 30, 2014 and 2013

Financial assets and liabilities, at fair value, consist of the following at June 30, 2014:

	_	Level 1	Level 2	Level 3	Total
Cash and cash equivalents Fixed income:	\$	812,168	_	_	812,168
Mutual funds		3,649,793	_	_	3,649,793
Domestic equities:					
Domestic equity securities		18,246,759			18,246,759
Domestic equity mutual funds	_	13,321,254			13,321,254
Total domestic equities	_	31,568,013			31,568,013
Global equities:					
Developed market equity securities		472,345			472,345
Developed market mutual fund		3,535,214	_	_	3,535,214
Developed market equity trust (a)		_	4,476,049	_	4,476,049
Emerging markets equities					
(including Asia) (b)	_	3,684,545	5,207,446		8,891,991
Total global equities	_	7,692,104	9,683,495		17,375,599
Hedge funds:					
Long/short funds (c) (d)			2,858,405	1,685,218	4,543,623
Absolute return funds (e)			4,386,408	6,350,032	10,736,440
Fund of funds (f)	_			2,039,625	2,039,625
Total hedge funds	_		7,244,813	10,074,875	17,319,688
Private equity (g)	_			2,379,075	2,379,075
Total investments	\$_	43,722,078	16,928,308	12,453,950	73,104,336
Interest rate swap liability	\$	_	1,040,875	_	1,040,875

# Notes to Financial Statements June 30, 2014 and 2013

Financial assets and liabilities, at fair value, consist of the following at June 30, 2013:

	_	Level 1	Level 2	Level 3	Total
Cash and cash equivalents Fixed income:	\$	1,111,935	_	_	1,111,935
Mutual funds		3,459,805	_	_	3,459,805
Domestic equities:					
Domestic equity securities		15,207,266	_		15,207,266
Domestic equity mutual funds	_	12,467,292			12,467,292
Total domestic equities	_	27,674,558			27,674,558
Global equities:					
Developed market equity securities		494,020	_		494,020
Developed market mutual fund		2,733,876		_	2,733,876
Developed market equity trust (a) Emerging markets equities			4,025,226	_	4,025,226
(including Asia) (b)	_	3,162,640	4,621,245		7,783,885
Total global equities	_	6,390,536	8,646,471		15,037,007
Hedge funds:					
Long/short funds (c) (d)			2,580,538	1,385,926	3,966,464
Absolute return funds (e)			3,983,493	5,999,240	9,982,733
Fund of funds (f)	_			1,850,275	1,850,275
Total hedge funds	_		6,564,031	9,235,441	15,799,472
Private equity (g)	_			1,693,818	1,693,818
Total investments	\$_	38,636,834	15,210,502	10,929,259	64,776,595
Interest rate swap liability	\$	_	1,150,348	_	1,150,348

- (a) Invested in international equity securities.
- (b) Invested in international equity securities and debt securities.
- (c) Level 2 funds are primarily invested in U.S. publicly traded securities.
- (d) Level 3 funds include offshore funds that invest in international publicly traded and nontraded equity, and equity-related securities.
- (e) Funds primarily invested in long and short positions in securities and financial instruments.
- (f) Invested in domestic and international hedge funds.
- (g) Invested in structured credit with an initial term of five years.

Notes to Financial Statements June 30, 2014 and 2013

The following table presents the Society's activity for 2014 and 2013 for the investments classified as Level 3 within the fair value hierarchy.

			2014		
	Long/short funds	Absolute return funds	Fund of funds	Private equity	Total
Fair value as of beginning of year Dispositions	\$ 1,385,926 (8,885)	5,999,240 (250,000)	1,850,275	1,693,818 (79,580)	10,929,259 (338,465)
Acquisitions Net appreciation in	_	_	_	400,000	400,000
fair value of investments	308,177	600,792	189,350	364,837	1,463,156
Fair value as of end of the year	1,685,218	6,350,032	2,039,625	2,379,075	12,453,950

				2013		
	-	Long/short funds	Absolute return funds	Fund of funds	Private equity	Total
Fair value as of beginning of year Dispositions Acquisitions	\$	1,320,023 (60,675)	5,792,647 (600,000)	1,661,743 — —	1,550,000	8,774,413 (660,675) 1,550,000
Net appreciation in fair value of investments	_	126,578	806,593	188,532	143,818	1,265,521
Fair value as of end of the year	\$	1,385,926	5,999,240	1,850,275	1,693,818	10,929,259

As of June 30, 2014, the Society had total investments with a fair value of \$73,104,336; of that value, \$68,520,398 can be redeemed in fiscal year 2015. The remainder represents investments that have an initial lock-up period that extends beyond June 30, 2015 or private placement investments, which will be accessible to the Society as the investments are liquidated by the fund manager. The limitations and restrictions on the Society's ability to redeem or sell any of its investments vary by investment and ranges from daily access to required notice periods (generally, 30 to 90 days after initial lock-up periods) and specific redemption frequency. Based on the terms and conditions in effect at June 30, 2014, the Society's investments can be redeemed or sold as follows:

	_	Investment fair values	Level 3
Investment redemption or sale period:			
Daily	\$	43,722,078	_
Semimonthly		2,458,390	_
Monthly		7,225,105	
Quarterly		7,244,813	_
Annually		7,870,012	7,870,012
Subject to rolling lock-ups		1,340,593	1,340,593
Illiquid	_	3,243,345	3,243,345
Total	\$	73,104,336	12,453,950

Notes to Financial Statements June 30, 2014 and 2013

The following summarizes investment return components for the years ended June 30, 2014 and 2013:

	<u> </u>	2014	2013
Interest and dividends	\$	774,349	750,662
Net realized gains Net unrealized gains	_	2,130,254 10,207,559	2,486,659 6,089,324
Total net gains	_	12,337,813	8,575,983
Net investment gains		13,112,162	9,326,645
Less investment advisory fees		(340,490)	(187,738)
Investment return, net	\$	12,771,672	9,138,907

## (4) Land, Building, and Equipment

At June 30, 2014 and 2013, the cost and accumulated depreciation of land, building, and equipment were as follows:

_	2014	2013
\$	2,032,010	2,032,010
	38,334,974	38,334,974
_	11,900,856	11,659,633
	52,267,840	52,026,617
	28,654,387	27,467,905
\$ _	23,613,453	24,558,712
	\$ - \$_	\$ 2,032,010 38,334,974 11,900,856 52,267,840 28,654,387

## (5) Loan Payable

On March 1, 2000, the Society entered into a loan agreement with the Trust for Cultural Resources of the City of New York (the Trust), primarily to provide long-term financing of the cost of renovating and refurbishing the Society's headquarters building at 725 Park Avenue.

In connection with the loan agreement, on April 14, 2000, the Trust issued \$25,000,000 of Revenue Bonds, Series 2000 (the Bonds), due 2030, loaning the proceeds of the issuance to the Society. While the Bonds are not the debt of the Society, the loan agreement obligates the Society to make payments equal to the debt service (principal and interest) of the Bonds.

Notes to Financial Statements June 30, 2014 and 2013

The principal of the loan is payable annually beginning April 1, 2002 in increasing amounts through April 1, 2030. The loan can be prepaid, without penalty, at any time. Minimum principal payments are as follows:

	_	Amount
Year ending June 30:		
2015	\$	795,000
2016		825,000
2017		860,000
2018		890,000
2019		925,000
2020 and thereafter	<u> </u>	13,010,000
	\$	17,305,000

The issuance costs associated with the Bonds are being amortized over the term of the Bonds. The unamortized balance of \$221,047 and \$235,038 at June 30, 2014 and 2013, respectively, is included in prepaid expenses and other assets.

The Bonds bear interest at a weekly rate, not to exceed 12.00% per annum. Interest is payable monthly. For the years ended June 30, 2014 and 2013, the interest rate varied from 0.04% to 0.13% and 0.08% to 0.24%, respectively, and at June 30, 2014 and 2013 was 0.07% and 0.10%, respectively. Interest expense for the years ended June 30, 2014 and 2013 was \$12,353 and \$26,554, respectively.

The Society's payment obligation under the loan agreement is secured by a Letter of Credit and Reimbursement Agreement (the L/C Agreement) between the Society and a financial institution. The scheduled termination date of the L/C Agreement is April 13, 2015, which may be extended indefinitely. In accordance with the L/C Agreement, the Society is required to meet certain reporting, insurance, and financial covenants. As of June 30, 2014, the Society is in compliance with all covenants.

In April 2008, the Society entered into an interest rate swap with an initial notional amount of \$21,465,000. The swap is intended to convert the variable interest rate on the Bonds to a fixed rate of 3.10%. Because the swap is based on a LIBOR, while the interest rate on the Bonds is determined by a weekly auction, the actual effective interest rate may vary from the swap rate of 3.10%. The notional amount declined to 60.00% of the outstanding Bond principal in April 2013. It will decline to 40.00% in April 2018, and expires in March 2023. As of June 30, 2014 and 2013, the total fair value of the swap agreement is a liability of \$1,040,875 and \$1,150,348, respectively. Net swap interest expense for the years ended June 30, 2014 and 2013 was \$321,765 and \$498,264, respectively.

The interest rate swap agreement requires that collateral be posted if the Society's liability in the swap exceeds a threshold of \$1,700,000. During the years that ended June 30, 2014 and 2013, the Society was not required to post collateral.

On January 12, 2011, the Society entered into a one-year line-of-credit agreement with a bank with a maximum line of \$1,500,000. On January 10, 2014, that agreement was renewed for another one-year period to finance cash flow needs at an annualized interest rate is based on the variable interest rate. During the year ended June 30, 2014, there were no borrowings under the line of credit and no outstanding balance.

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Notes to Financial Statements

June 30, 2014 and 2013

## (6) Temporarily Restricted and Permanently Restricted Net Assets

Temporarily restricted net assets at June 30, 2014 and 2013 were available for the following purposes or periods:

	2014	2013
Arts and culture \$	8,605,124	6,209,310
Policy and business	15,189,121	14,653,527
Education and leadership	6,466,331	6,272,929
U.S. centers and Asian activities	560,749	295,749
Art acquisitions	935,618	1,499,561
Building renovations	1,383,315	2,152,066
Multidisciplinary	715,558	288,328
Future strategic initiatives	8,607,090	
Future periods	697,287	115,748
\$	43,160,193	31,487,218

The investment income earned on the balances of permanently restricted net assets is restricted to the following uses at June 30, 2014 and 2013:

	_	2014	2013
Arts and culture	\$	15,496,924	15,496,924
Policy and business		19,586,916	19,586,916
Education and leadership		1,642,000	1,642,000
Multidisciplinary		4,307,167	4,302,167
Permanent collection		7,100,000	7,100,000
Art acquisitions		650,000	650,000
Unrestricted	_	1,763,456	1,809,845
	\$	50,546,463	50,587,852

### (7) Pension Plan

The Society has a defined-contribution retirement plan covering substantially all employees. The plan is fully funded by the purchase of annuity contracts. Pension expense for the years ended June 30, 2014 and 2013 was approximately \$442,000 and \$409,000, respectively.

Notes to Financial Statements June 30, 2014 and 2013

## (8) Operating Leases

The Society rents office space to house programming and Center employees outside of New York. Additionally, it leases copiers for its New York office. The total lease expense associated with these commitments was \$191,777 and \$199,573 in fiscal years 2014 and 2013, respectively. Future minimum lease payments under noncancelable operating leases with remaining lease terms in excess of one year are as follows:

	 Amount
Year ending June 30:	
2015	\$ 177,179
2016	107,460
2017	93,088
2018	78,274
2019	 76,188
	\$ 532,189

### (9) Related-Party Transactions

The affiliated offices, described in note 1, pay the Society an annual participation fee in accordance with a Global Operating Agreement. The Society has recognized participation fee revenue of \$99,676 and \$97,609 for the years ended June 30, 2014 and 2013, respectively, which is included in miscellaneous revenue in the accompanying statements of activities. In addition, the Society shares certain fees with and makes grants to the affiliated offices. At June 30, 2014 and 2013, the Society owed the affiliated offices \$90,539 and \$379,141, respectively, which is included in accounts payable, accrued expenses, and other liabilities in the accompanying balance sheets.

#### (10) Endowment Funds

The Society's endowment consists of 39 individual donor-restricted funds, 4 term endowments, and the building fund, which is temporarily restricted as to purpose, to support its operating and capital needs. Net assets associated with the endowment funds, including the term endowments and the building fund, are classified and reported based on the existence or absence of donor-imposed restrictions.

On September 17, 2010, New York State enacted the New York Prudent Management of Institutional Funds Act (NYPMIFA), which imposes guidelines on the management and investment of endowment funds. The Society has interpreted NYPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Society classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument, when applicable. In accordance with the accounting guidance associated with the adoption of NYPMIFA, the remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted until those amounts are appropriated for expenditure.

Notes to Financial Statements June 30, 2014 and 2013

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

- The duration and preservation of the fund
- The purposes of the Society and the donor-restricted endowment fund
- General economic conditions
- The possible effect of inflation and deflation
- The expected total return from income and the appreciation of investments
- Other resources of the Society
- Where appropriate and the circumstances would otherwise warrant, alternatives to expenditure of the endowment fund, giving due consideration to the effect such alternatives may have on the Society
- The investment policies of the Society

The investment objective of the Society's investment portfolio is to provide that future growth of the portfolio is sufficient to offset normal inflation plus reasonable spending, thereby preserving the constant dollar value and purchasing power of the endowment fund with prudent level of risk. The assets are managed on a total-return basis. The Investment Committee of the Board of Trustees has adopted a long-term asset allocation policy with mid-range targets for equities, fixed-income, and alternative investments (which consist of hedge, equity, and absolute return funds).

To provide a predictable flow of funds to support operations, the Society's Board of Trustees has authorized a general policy permitting the use of income from endowment investments to be used for operations at an approved blended spending rate of up to 5.2% and 5.7% of the preceding 36-month average fair value of the portfolio for fiscal years 2014 and 2013, respectively. In fiscal years 2014 and 2013, the following amount and rates were allocated in accordance with this policy:

	_	2014	2013
Investment income allocated to:     Unrestricted net assets for operations     Temporarily restricted net assets	\$	850,985 1,772,656	1,817,968 1,009,700
	\$	2,623,641	2,827,668
Representing a spending rate of		5.2%	5.7%

Furthermore, the policy of the Society is that the appropriated spending should not exceed 6.0% or be less than 4.5% of the 12-month average value through the fiscal year proceeding the fiscal year in which the distribution is planned. The approved appropriation of endowment assets for expenditure in fiscal 2015 is \$2,565.827.

From time to time, the fair value of assets associated with donor-restricted endowment funds may fall below the level that the donor or the law requires to retain as a fund of perpetual duration. Deficiencies of this

Notes to Financial Statements June 30, 2014 and 2013

nature that are reported in unrestricted net assets totaled \$825,002 and \$5,017,481 as of June 30, 2014 and 2013, respectively. These deficiencies result from unfavorable market fluctuations subsequent to the investment of permanently restricted contributions. Subsequent gains that restore the fair value of the assets of the donor-restricted endowment fund to the required level will be classified as an increase in unrestricted net assets.

Endowment net assets, exclusive of pledge receivables of \$267,998, consist of the following as of June 30, 2014:

	_	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	\$	(825,002)	6,916,867	50,278,465	56,370,330
Long-term temporarily restricted					
funds			1,040,058	_	1,040,058
Term endowment funds		_	4,254,450	_	4,254,450
Board-designated endowment		401,006	_	_	401,006
Building fund	_	(176,148)	1,363,317		1,187,169
Total endowment net					
assets	\$	(600,144)	13,574,692	50,278,465	63,253,013

Endowment net assets, exclusive of pledge receivables of \$528,998, consist of the following as of June 30, 2013:

	_	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds Long-term temporarily restricted	\$	(4,730,497)	3,738,834	50,058,854	49,067,191
funds			907,535	_	907,535
Term endowment funds		(286,984)	4,000,000	_	3,713,016
Board-designated endowment		349,930	_	_	349,930
Building fund	_	(462,755)	2,132,067		1,669,312
Total endowment net assets	\$_	(5,130,306)	10,778,436	50,058,854	55,706,984

Notes to Financial Statements June 30, 2014 and 2013

Changes in endowment net assets for the year ended June 30, 2014 are as follows:

	-	Unrestricted	Temporarily restricted	Permanently restricted	<b>Total</b>
Endowment net assets, June 30, 2013	\$	(5,130,306)	10,778,436	50,058,854	55,706,984
Investment return: Interest and dividend income Net appreciation in fair value Management fees	<u>-</u>	323,577 5,171,851 (114,281)	330,372 5,123,972 (116,682)		653,949 10,295,823 (230,963)
Total investment return, net		5,381,147	5,337,662	_	10,718,809
Contributions cash basis Appropriation of endowment		_	_	219,611	219,611
assets for expenditure		(850,985)	(1,772,656)	_	(2,623,641)
Net asset release of building funds	-		(768,750)		(768,750)
Endowment net assets, June 30, 2014	\$	(600,144)	13,574,692	50,278,465	63,253,013

Notes to Financial Statements June 30, 2014 and 2013

Changes in endowment net assets for the year ended June 30, 2013 are as follows:

	_	Unrestricted	Temporarily restricted	Permanently restricted	Total
Endowment net assets, June 30, 2012	\$	(8,715,526)	11,057,328	50,829,794	53,171,596
Investment return: Interest and dividend income Net appreciation in fair value Management fees		440,780 5,029,428 (96,578)	204,017 2,327,897 (44,702)		644,797 7,357,325 (141,280)
Total investment return, net		5,373,630	2,487,212	_	7,860,842
Contributions cash basis Appropriation of endowment		_	_	319,040	319,040
assets for expenditure  Net asset release of		(1,817,968)	(1,009,700)	_	(2,827,668)
building funds Reclassification of net assets		_	(1,752,256)	_	(1,752,256)
due to change in donor intent		29,558	(4,148)	(1,089,980)	(1,064,570)
Endowment net assets, June 30, 2013	\$	(5,130,306)	10,778,436	50,058,854	55,706,984

## (11) Subsequent Events

In connection with the preparation of the financial statements, the Society evaluated events subsequent to the balance sheet date of June 30, 2014 and through October 29, 2014, the date on which the financial statements were available to be issued, and determined that there were no additional matters that are required to be disclosed.

#### Schedule of Functional Expenses

. Year ended June 30, 2014 (with comparative summarized financial information for the year ended June 30, 2013)

	_	Arts and culture	Policy and business	Education and leadership	Communications	U.S. Centers and Asian activities	Auxiliary services	Total program services	Management and general	Marketing	Fund-raising	Total supporting services	2014 Total expenses	2013 Total expenses
Unrestricted operating expenses: Salaries and wages Benefits and payroll taxes	\$	1,924,633 365,585	2,026,070 454,144	1,971,844 429,916	709,021 160,963	491,595 121,723	560,680 111,894	7,683,843 1,644,225	2,043,657 242,908	229,127 50,738	1,742,228 340,093	4,015,012 633,739	11,698,855 2,277,964	10,427,287 2,353,217
Total staff costs		2,290,218	2,480,214	2,401,760	869,984	613,318	672,574	9,328,068	2,286,565	279,865	2,082,321	4,648,751	13,976,819	12,780,504
Professional fees Supplies and materials Travel Communications Occupancy Equipment rental and maintenance Store inventory Grants paid Financing costs Conferences, conventions, and meetings Other	_	810,060 148,475 622,309 470,575 375,195 154,115 — 224,000 230,169 68,017 774,108	813,704 147,396 377,863 51,897 187,183 56,521 	1,220,798 23,932 1,089,851 74,413 67,376 16,868 — 1,415,585 33,810 313,226 89,827	96,401 4,894 12,882 60,272 15,296 6,175 — 12,354 560 64,916	255,009 61,831 94,062 12,086 44,151 1,623 — 134,550 — 805 34,294	34,865 44,007 7,703 2,679 145,718 66,975 420,566 — 117,685 530 24,116	3,230,837 430,535 2,204,670 671,922 834,919 302,277 420,566 1,811,429 490,897 436,185 1,078,251	565,242 68,414 122,247 73,763 136,083 210,589 — 88,426 5,435 270,158	44,761 20,796 6,977 7,768 30,766 8,480 ————————————————————————————————————	195,842 225,956 77,412 36,046 67,167 85,451 — 48,765 2,887	805,845 315,166 206,636 117,577 234,016 304,520 — 159,298 9,451 382,569	4,036,682 745,701 2,411,306 789,499 1,068,935 606,797 420,566 1,811,429 650,195 445,636 1,460,820	4,170,890 741,672 2,141,977 691,281 1,002,300 529,437 404,531 1,890,493 843,214 945,651 1,440,780
Total unrestricted operating expenses		6,167,241	4,392,988	6,747,446	1,143,734	1,251,729	1,537,418	21,240,556	3,826,922	430,849	2,926,058	7,183,829	28,424,385	27,582,730
Unrestricted fixed-asset expenses: Depreciation and amortization	_	422,258	177,729	62,027	22,664	5,741	215,899	906,318	162,989	40,939	90,227	294,155	1,200,473	1,201,923
Total expenses	\$_	6,589,499	4,570,717	6,809,473	1,166,398	1,257,470	1,753,317	22,146,874	3,989,911	471,788	3,016,285	7,477,984	29,624,858	28,784,653

See accompanying independent auditors' report.

#### Schedule of Functional Expenses

. Year ended June 30, 2013 (with comparative summarized financial information for the year ended June 30, 2012)

	_	Arts and culture	Policy and business	Education and leadership	Communications	U.S. Centers and Asian activities	Auxiliary services	Total program services	Management and general	Marketing	Fund-raising	Total supporting services	2013 Total expenses	2012 Total expenses
Unrestricted operating expenses: Salaries and wages Benefits and payroll taxes	\$	1,746,346 378,903	1,799,397 418,751	1,766,054 415,006	459,458 112,598	439,800 125,587	557,418 119,619	6,768,473 1,570,464	1,771,170 332,394	395,993 94,558	1,491,651 355,801	3,658,814 782,753	10,427,287 2,353,217	10,217,545 2,134,442
Total staff costs		2,125,249	2,218,148	2,181,060	572,056	565,387	677,037	8,338,937	2,103,564	490,551	1,847,452	4,441,567	12,780,504	12,351,987
Professional fees Supplies and materials Travel Communications Occupancy Equipment rental and maintenance Store inventory Grants paid Financing costs Conferences, conventions, and meetings Other	_	668,800 256,665 348,688 383,094 350,705 105,376  296,554 42,769 278,653	446,500 138,376 404,994 58,957 175,354 42,934 — — — — — — — — — — — — — — — — — — —	1,500,939 19,702 1,070,295 82,079 63,357 13,925 — 1,824,973 43,562 859,572 1115,961	64,374 6,791 13,639 55,159 13,995 10,129 — — 15,917 548 4,736	347,981 57,975 94,904 11,331 48,127 4,241 — 65,520 — 370 46,613	34,357 32,611 8,993 1,591 133,349 69,069 404,531 — 151,628 531 23,640	3,062,951 512,120 1,941,513 592,211 784,887 245,674 404,531 1,890,493 632,482 930,843 594,956	845,446 84,204 84,649 59,456 125,927 203,945 — 119,420 13,283 666,014	33,228 18,066 9,263 7,739 28,746 7,900 — 28,483 1,030 82,467	229,265 127,282 106,552 31,875 62,740 71,918 — 62,829 495 97,343	1,107,939 229,552 200,464 99,070 217,413 283,763 — 210,732 14,808 845,824	4,170,890 741,672 2,141,977 691,281 1,002,300 529,437 404,531 1,890,493 843,214 945,651 1,440,780	4,329,932 838,000 2,514,336 1,187,793 984,517 536,234 518,157 2,122,753 923,804 1,284,695 1,740,297
Total unrestricted operating expenses		4,856,553	3,762,490	7,775,425	757,344	1,242,449	1,537,337	19,931,598	4,305,908	707,473	2,637,751	7,651,132	27,582,730	29,332,505
Unrestricted fixed-asset expenses: Depreciation and amortization	_	423,772	178,368	62,248	22,745	3,622	216,674	907,429	163,287	40,943	90,264	294,494	1,201,923	1,429,601
Total expenses	\$_	5,280,325	3,940,858	7,837,673	780,089	1,246,071	1,754,011	20,839,027	4,469,195	748,416	2,728,015	7,945,626	28,784,653	30,762,106

See accompanying independent auditors' report.