

Inspiring all girls to be strong, smart, and bold

FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT

March 31, 2016 and 2015



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**Our People: Your Success** 



Independent Auditors' Report

Board of Directors Girls Incorporated

We have audited the accompanying financial statements of Girls Incorporated, which comprise the statements of financial position as of March 31, 2016 and 2015, and the related statements of activities, functional expenses, 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 accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

# 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 auditors consider 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.

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Katz, Sapper & Miller, LLP Certified Public Accountants 800 East 96th Street, Suite 500 Indianapolis, IN 46240 Tel 317.580.2000 Web ksmcpa.com An Affiliate of KSM Business Services, Inc. Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Girls Incorporated as of March 31, 2016 and 2015, and the change in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Katy, Sagger ' Miller, LLP

Indianapolis, Indiana July 15, 2016

# STATEMENTS OF FINANCIAL POSITION March 31, 2016 and 2015

### ASSETS

	2016	2015
ASSETS		
Cash and equivalents	\$ 5,444,525	\$ 3,957,144
Accrued investment income	5,409	5,520
Dues and other receivables	33,247	30,232
Grants, contracts and contributions receivables	1,932,074	3,188,106
Investments - current	2,552,284	2,601,388
Prepaid expenses and other	245,083	151,171
Note receivable from affiliate	75,556	80,000
Cash and equivalents - endowment Investments - endowment	398,524	585,979
	4,601,603	4,427,509
Property and equipment, net Funds held by trustees	1,556,190	1,655,368
Fullus held by trustees	8,532,712	9,283,524
TOTAL ASSETS	\$ 25,377,207	\$ 25,965,941
LIABILITIES AND NET ASSETS		
LIABILITIES	<b>• - - - - - - - - - -</b>	<b>•</b> • • • • • • • •
Accounts payable and accrued expenses	\$ 560,461	\$ 671,191
Scholarships payable Deferred revenue	1,125,115	1,227,878
Accrued pension cost	226,904 1,131,149	258,257 827,242
Deferred rent obligation	80,754	72,170
Delened tent obligation	00,734	12,170
Total Liabilities	3,124,383	3,056,738
NET ASSETS		
Unrestricted:		
Board designated	620,843	632,769
Undesignated	5,297,544	4,625,765
Total Unrestricted	5,918,387	5,258,534
Temporarily restricted	4,169,257	4,735,644
Permanently restricted	12,165,180	12,915,025
Total Net Assets	22,252,824	22,909,203
TOTAL LIABILITIES AND NET ASSETS	\$ 25,377,207	\$ 25,965,941

### STATEMENTS OF ACTIVITIES Years Ended March 31, 2016 and 2015

	2016			
	Unrestricted	Temporarily Restricted		
OPERATING REVENUE,				
GAINS AND OTHER SUPPORT Special events revenue	\$ 1,560,954			\$ 1,560,954
Less: Direct costs of special events Special events, net	<u>(321,436)</u> 1,239,518			<u>(321,436)</u> 1,239,518
Contributions and private grants	3,448,161	\$ 3,491,457	\$ 1,000	6,940,618
In-kind contributions	629,849	· -, -, -	•	629,849
Program revenue	652,935			652,935
Other income	63,011	0 404 457	1.000	63,011
Net assets released from restrictions	6,033,474	3,491,457	1,000	9,525,931
Net assets released from restrictions	4,550,310	(4,550,310)		
Total Operating Revenue,				
Gains and Other Support	10,583,784	(1,058,853)	1,000	9,525,931
EXPENSES				
Program Services:				
Affiliate services/growth	2,701,175			2,701,175
Program, research and training	4,444,250			4,444,250
Public education and advocacy	1,265,198			1,265,198
Total Program Services	8,410,623			8,410,623
Supporting Services:				
Management and general	276,299			276,299
Fundraising	877,664			877,664
Total Supporting Services	1,153,963			1,153,963
Total Expenses	9,564,586			9,564,586
CHANGE IN NET ASSETS BEFORE				
INVESTMENT RETURN	1,019,198	(1,058,853)	1,000	(38,655)
INVESTMENT RETURN				
Net appreciation (depreciation) on investments				
and funds held by trustees	(98,296)	(64,979)	(750,845)	(914,120)
Investment income, net	76,132	557,445		633,577
Total Investment Return	(22,164)	492,466	(750,845)	(280,543)
CHANGE IN NET ASSETS BEFORE PENSION				
CHANGES OTHER THAN NET PERIODIC COSTS	997,034	(566,387)	(749,845)	(319,198)
Pension changes other than net periodic costs	(337,181)			(337,181)
CHANGE IN NET ASSETS	659,853	(566,387)	(749,845)	(656,379)
NET ASSETS				
Beginning of Year	5,258,534	4,735,644	12,915,025	22,909,203
	0,200,004	1,100,044	12,010,020	
End of Year	\$ 5,918,387	\$ 4,169,257	\$ 12,165,180	\$ 22,252,824

Unrestricted	2 Temporarily Restricted	015 Permanently Restricted	Total
\$ 1,830,263			\$ 1,830,263
(251,801) 1,578,462 2,235,136 524,881 695,261 62,201	\$ 4,689,269	\$ 4,501	(251,801) 1,578,462 6,928,906 524,881 695,261 62,201
5,095,941 3,847,021	4,689,269 (3,847,021)	4,501	9,789,711
8,942,962	842,248	4,501	9,789,711
2,167,336 4,168,989 983,523 7,319,848			2,167,336 4,168,989 983,523 7,319,848
341,218 1,061,724 1,402,942			341,218 <u>1,061,724</u> 1,402,942
8,722,790			8,722,790
220,172	842,248	4,501	1,066,921
141,652 55,833	139,640 526,185	105,111	386,403 582,018
197,485	665,825	105,111	968,421
417,657	1,508,073	109,612	2,035,342
(318,485)			(318,485)
99,172	1,508,073	109,612	1,716,857
5,159,362	3,227,571	12,805,413	21,192,346
\$ 5,258,534	\$ 4,735,644	\$ 12,915,025	\$ 22,909,203

## STATEMENTS OF FUNCTIONAL EXPENSES Years Ended March 31, 2016 and 2015

				gram,	Put	
	Affiliate Services/Growth			Research and Training		d Advocacy
	2016	2015	2016	2015	2016	2015
Salaries	\$ 944,571	\$ 800,342	\$ 1,701,527	\$ 1,609,162	\$ 386,309	\$ 366,828
Payroll taxes and employee benefits	281,712	231,782	539,969	498,097	115,214	106,235
Consultants and professional fees	259,276	90,070	303,677	286,038	159,372	202,969
Supplies	11,522	6,058	18,841	16,755	2,246	2,261
Telephone and computer expense	7,938	30,681	142,731	95,554	2,519	2,553
Postage and shipping expense	2,050	9,059	4,660	6,061	1,369	1,972
Occupancy	50,601	41,819	115,136	104,045	38,138	32,085
Insurance	10,329	10,311	22,486	26,514	4,540	5,403
Equipment rental and maintenance	9,263	4,111	51,626	38,600	2,121	2,154
Travel and meetings expense	155,961	278,031	191,455	234,515	25,828	26,506
Printing and publications expense	17,160	20,772	36,295	40,587	512,426	220,415
Subscriptions	976	613	1,953	1,202	3,334	1,941
Membership dues	6,824	4,795	10,970	12,399	2,376	3,262
Scholarships	385,124	384,500	27,828	1,112		
Pass-through grants to affiliates	536,327	236,568	1,228,595	1,153,953		15
Depreciation	19,943	17,043	43,416	43,822	8,766	8,930
Miscellaneous	1,598	781	3,085	573	640	(6)
Direct costs of special events						
TOTAL EXPENSES	\$ 2,701,175	\$ 2,167,336	\$ 4,444,250	\$ 4,168,989	\$ 1,265,198	\$ 983,523

М	anagement	and Genera	l F	Fundraising		Total
	2016	2015	2016	2015	2016	2015
\$	108,268	\$ 127,00	3 \$ 514,2	225 \$ 609,607	\$3,654,900	\$ 3,512,942
	32,289	36,78	3 154,6	617 178,009	1,123,801	1,050,906
	53,906	85,33	5 91,0	98,956	867,276	763,368
	2,277	3,11	9 5,6	613 44,546	40,499	72,739
	564	72	1 2,5	577 2,705	156,329	132,214
	342	1,31	2 7.6	396 13,256	16,117	31,660
	35,886	38,37		,	270,188	251,304
	7,582	10,50		129 9,578	51,366	62,315
	3,543	4,19	,	004 3,819	69,557	52,874
	10,284	9,99	,	,	588,596	736,111
	1,592	1,04	3 96,6	813 80,729	664,086	363,551
	610	43		)36 471	8,909	4,658
	3,634	4,88	7 6,5	581 7,870	30,385	33,213
	-				412,952	385,612
		2	8 9,8	394 20,366	1,774,816	1,410,930
	14,639	17,36	9 12,4	114 15,830	99,178	102,994
	883	10	,	,	57,067	7,200
			(321,4	,	,	(251,801)
\$	276,299	\$ 341,21	<u> </u>	64 \$1,061,724	\$9,564,586	\$ 8,722,790

# STATEMENTS OF CASH FLOWS Years Ended March 31, 2016 and 2015

	2016	2015
OPERATING ACTIVITIES Increase (decrease) in net assets	Ф (CEC 070)	¢ 4 740 057
Adjustments to reconcile increase (decrease) in net assets to	\$ (656,379)	\$ 1,716,857
net cash provided by operating activities:		
Depreciation	99,178	102,994
Bad debt expense		
Net (appreciation) depreciation of investments	52,789 163,275	5,389
Net (appreciation) depreciation of funds held by trustees	750,845	(281,292) (105,111)
Note receivable provided to affiliate	750,645	(105,111) (80,000)
(Increase) decrease in certain assets:		(80,000)
Accrued investment income	111	(2 0 2 2)
Dues and other receivables	(55,804)	(3,032) (7,589)
Grants, contracts and contributions receivable	1,256,032	1,359,417
Prepaid expenses and other	, ,	, ,
Note receivable from affiliate	(93,912)	21,541
Funds held by trustees	4,444	
Increase (decrease) in certain liabilities:	(33)	
Accounts payable and accrued expenses	(110,730)	150 711
Scholarships payable		153,714
Deferred revenue	(102,763)	(160,219)
Accrued pension cost	(31,353)	12,226
Deferred rent obligation	303,907	247,773
Contributions restricted for endowment	8,584	9,418
Net Cash Provided by Operating Activities	(1,000)	(4,501)
Net Cash Florided by Operating Activities	1,587,191	2,987,585
INVESTING ACTIVITIES		
Purchases of property and equipment		(32,143)
Purchases of investments	(1,737,267)	(3,784,371)
Proceeds from sales of investments	1,449,002	761,237
Decrease in cash and equivalents - endowment	187,455	273,044
Net Cash Used by Investing Activities	(100,810)	(2,782,233)
FINANCING ACTIVITIES		
Collections of contributions restricted for endowment	1,000	4,501
Net Cash Provided by Financing Activities	1,000	4,501
Not odoli i Tovidod by Finanoling / totvidoo	1,000	4,301
NET INCREASE IN CASH AND EQUIVALENTS	1,487,381	209,853
CASH AND EQUIVALENTS		
Beginning of Year	3,957,144	3,747,291
	•	
End of Year	\$ 5,444,525	\$ 3,957,144

### NOTES TO FINANCIAL STATEMENTS March 31, 2016 and 2015

#### **NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**General:** Girls Incorporated, which is incorporated in the Commonwealth of Massachusetts, inspires all girls to be strong, smart, and bold through life-changing programs and experiences that help girls navigate gender, economic, and social barriers. Research-based curricula, delivered by trained, mentoring professionals in a positive all-girl environment equip girls to achieve academically; lead healthy and physically active lives; manage money; navigate media messages; and discover an interest in science, technology, engineering, and math. The network of local Girls Inc. nonprofit organizations serves 136,000 girls ages 6 to 18 annually across the United States and Canada. The accompanying financial statements of Girls Incorporated do not include the financial position and operating results of affiliates, each of which has its own independent board of directors and maintains separate accounts.

The program services of Girls Incorporated are as follows:

- Affiliate Services/Growth reflects delivery of program and management services and technical assistance to affiliates, replication of programs at affiliates, national scholarships and awards, development of delivery systems in major urban areas and the convening of regional meetings.
- **Program, Research and Training** reflects program development, field testing, evaluation, research, training, and technical assistance for Girls Incorporated programs. Programs focus on science, math and technology, health and sexuality, economic and financial literacy, sports skills, leadership and advocacy and media literacy.
- **Public Education and Advocacy** reflects public education, advocacy, representation in Washington, D.C., communications with internal and external audiences and strategic alliances entered into for visibility purposes.

**Basis of Accounting:** Girls Incorporated prepares its financial statements using the accrual basis of accounting. Girls Incorporated adheres to accounting principles generally accepted in the United States of America (GAAP).

**Estimates:** The preparation of financial statements in accordance 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 disclosures of contingent assets and liabilities at the date of the financial statements, and reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

*Net Asset Classifications:* Girls Incorporated's net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, its net assets and changes therein are classified and reported as follows:

- Unrestricted Net Assets include general and board designated net assets that are not subject to donorimposed stipulations.
- **Temporarily Restricted Net Assets** are subject to donor-imposed stipulations that will be met either by actions of Girls Incorporated or the passage of time.
- **Permanently Restricted Net Assets** are subject to donor-imposed stipulations that net assets be maintained permanently by Girls Incorporated and to use all or part of the income earned from the related investments.

### NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities, other than funds held by trustees, are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or law. Gains and losses on funds held by trustees, which consist of perpetual trust assets, are reported as increases or decreases in permanently restricted net assets. Expiration or fulfillment of temporary restrictions on net assets are reported as net assets released from restrictions.

**Cash and Equivalents:** Girls Incorporated considers money market fund shares and all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. Girls Incorporated maintains its cash in bank deposit accounts which, at times, may exceed the federally insured limits. Girls Incorporated has not experienced any losses from its bank accounts.

*Membership Dues:* Membership dues, which are based on a percentage of the member affiliates' annual expenditures, are recognized as revenue when earned and are included in program related revenue. Deferred revenue includes membership dues received in advance of the period to which they relate. If necessary, the carrying amount of membership dues receivable is reduced by an allowance that reflects management's best estimate of the amounts that will not be collected. Management determined that no allowance was necessary as of March 31, 2016 and 2015.

**Promises to Give:** Unconditional promises to give are recorded at net realizable value. If material, contributions to be received after one year are recorded at their present value or their estimated future cash flows, with the change in the balance of unamortized discount reflected as an adjustment to contribution revenue. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Government grants and contracts are recorded as temporarily restricted revenue, and as the expenditures are incurred, net assets are released from restrictions. Historically, Girls Incorporated has not experienced significant bad debt losses. Girls Incorporated determines its allowance for doubtful grants, contracts and contributions on its historical loss experience considering the age of the receivables. Management determined that no allowance was necessary as of March 31, 2016 and 2015.

*Investment Valuation and Income Recognition:* Investments are stated at fair value. Fair value is 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. See Note 2 for discussion of fair value measurements.

Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. Purchases and sales of investments are recorded on the trade date. Gains and losses on the sale of investments are determined using the specific-identification method. Realized and unrealized gains and losses on investments are included in the statement of activities.

**Property and Equipment:** Expenditures for property and equipment are reflected at cost, less accumulated depreciation. Depreciation of property and equipment is provided on a straight-line basis. Leasehold improvements are amortized on a straight-line basis over the remaining life of the lease or the estimated useful life of the asset, whichever is shorter. The useful lives are estimated as follows:

Building	10-40 years
Furnishings and equipment	3-10 years
Leasehold and building improvements	7-15 years

### NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Girls Incorporated's property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability is measured by comparison of the carrying amount to future net undiscounted cash flows expected to be generated by the related asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount exceeds the fair market value of the assets. To date, no adjustments to the carrying amount of property and equipment have been required.

*In-Kind Contributions:* Contributed goods and services are recorded at their fair value on the date of receipt. Donated supplies and gifts for attendees of special events for the years ended March 31, 2016 and 2015 were \$1,850 and \$40,650, respectively, and are included in in-kind contributions and special event expenses. Donated supplies and goods for program purposes for the years ended March 31, 2016 and 2015 were \$7,801 and \$8,604, respectively, and are included as in-kind contributions and public education and advocacy expenses. For the years ended March 31, 2016 and 2015, donated advertising services of \$507,877 and \$215,865, respectively, are included in in-kind contributions and in public education and advocacy expenses. The fair value of donated public service announcements is estimated on the basis of economic benefits received by Girls Incorporated. In addition to providing economic benefits to Girls Incorporated, donated public service announcements provide benefits to all of the member affiliates. For the years ended March 31, 2016 and 2015, donated legal, consulting and IT services of \$112,321 and \$259,762, respectively, are included in in-kind contributions and in management and general expenses.

**Expense Allocation:** The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities and functional expenses. Directly identifiable expenses are charged to the specific programs and supporting services benefited. Expenses related to more than one function are charged to programs and supporting services on the basis of periodic time and expense studies. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of Girls Incorporated.

**Special Events:** The direct costs of special events include the cost of labor and equipment rental, as well as expenses for the benefit of the donor. The Internal Revenue Service considers meals, beverages and gift bags as examples of expenses for the benefit of the donor.

**Income Taxes:** Girls Incorporated is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. Therefore, no provision or liability for income taxes has been included in the financial statements. In addition, Girls Incorporated has been determined by the Internal Revenue Service not to be a private foundation within the meaning of Section 509(a) of the Internal Revenue Code. There was no unrelated business income for the years ended March 31, 2016 and 2015.

Girls Incorporated files U.S. federal and states of New York and Indiana information tax returns. Girls Incorporated is no longer subject to U.S. federal and state income tax examinations by tax authorities for the fiscal years before March 31, 2013.

**Subsequent Events:** Management has evaluated, for potential recognition and disclosure, events occurring subsequent to the date of the statement of financial position through July 15, 2016, the date the financial statements were available to be issued.

#### **NOTE 2 - FAIR VALUE MEASUREMENTS**

Girls Incorporated has categorized its assets and liabilities that are measured at fair value into a three-level fair value hierarchy. The hierarchy prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

### NOTE 2 - FAIR VALUE MEASUREMENTS (CONTINUED)

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

*Level 1* – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that Girls Incorporated has the ability to access.

*Level 2* – Inputs to the valuation methodology may include: quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; and/or inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

*Level 3* – Inputs to the valuation methodology are unobservable and significant to the fair value measurement. In situations where there is little or no market activity for the asset or liability, Girls Incorporated makes estimates and assumptions related to the pricing of the asset or liability including assumptions regarding risk. Also included in Level 3 are assets measured using a practical expedient that can never be redeemed at the practical expedient.

Following is a description of the valuation methodologies used by Girls Incorporated for assets and liabilities that are measured at fair value on a recurring basis. There have been no changes in the methodologies used at March 31, 2016 and 2015.

*Mutual Fund Shares and Money Market Fund Shares:* Valued at the daily closing price as reported by the fund. These funds are required to publish their daily net asset value (NAV) and transact at that price.

*Common Stocks and Government Agency Bonds:* Valued at the closing price reported on the active market on which the individual securities are traded.

**Beneficial Interest in Perpetual Trusts:** Valued using the fair value of the assets in the trust, as a practical expedient, since no facts and circumstances indicate that the fair value of the assets in the trusts differs from the fair value of the beneficial interest. Due to the nature of perpetual trusts, Girls Incorporated does not have the ability to redeem the assets at the practical expedient.

**Accrued Pension Cost:** Valued based on the difference between the fair value of the plan assets and the projected benefit obligation. The fair value of plan assets is based on the unit price reported by the sponsoring insurance company. The benefit obligation is projected using the unit credit actuarial valuation method.

For those assets and liabilities measured at fair value, management determines the fair value measurement policies and procedures in consultation with Girls Incorporated's Fiscal Oversight Committee. Those policies and procedures are reassessed at least annually to determine if the current valuation techniques are still appropriate. At that time, the unobservable inputs used in the fair value measurements are evaluated and adjusted, as necessary, based on current market conditions and other third-party information.

The preceding methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although Girls Incorporated's management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain assets and liabilities could result in a different fair value measurement at the reporting date.

### NOTE 2 - FAIR VALUE MEASUREMENTS (CONTINUED)

Following is a summary, by major nature and risks class within each level of the fair value hierarchy, of Girls Incorporated's assets and liabilities that are measured at fair value on a recurring basis as of March 31, 2016 and 2015:

2016	Level 1	Level 2	Level 3	Total
Assets				
Cash Equivalents - Endowment:	<b>•</b> • • • • • • •			<b>•</b> • • • • • • • •
Money Market Fund Shares	\$ 398,524			\$ 398,524
Investments:				
Common Stocks:				
Financials	355,401			355,401
Healthcare	779,921			779,921
Technology	786,720			786,720
Consumer goods	565,489			565,489
Consumer discretionary	788,720			788,720
Industrial goods	883,591			883,591
Other	1,116,143			1,116,143
Mutual Fund Shares:				
U.S. Equities	533,676			533,676
Fixed income	158,447			158,447
Corporate Bonds	429,886			429,886
Government Agency Bonds	755,893			755,893
Funds Held By Trustees:	,			,
Beneficial interest in perpetual trusts			\$8,532,712	8,532,712
			<u>\</u>	0,002,112
Total Assets at Fair Value	<u>\$7,552,411</u>	<u>\$</u>	<u>\$8,532,712</u>	<u>\$16,085,123</u>
Liabilities				
Accrued pension cost			\$1 131 1/0	<u>\$ 1,131,149</u>
Accided perision cost			$\frac{\psi}{\psi}$ , 151, 143	$\frac{\psi}{\psi}$ 1,101,140
Total Liabilities at Fair Value			<u>\$1,131,149</u>	<u>\$ 1,131,149</u>
2015				
Assets				
Cash Equivalents - Endowment:	•			•
Money Market Fund Shares	\$ 585,979			\$ 585,979
Investments:				
Common Stocks:				
Financials	528,299			528,299
Healthcare	862,574			862,574
Technology	665,630			665,630
Consumer goods	611,232			611,232
Consumer discretionary	630,989			630,989
Industrial goods	934,419			934,419
Other	1,425,628			1,425,628
Mutual Fund Shares:				
Fixed income	149,379			149,379
Government Agency Bonds	1,220,747			1,220,747
Funds Held By Trustees:	, -, -			, -,
Beneficial interest in perpetual trusts			<u>\$9,283,524</u>	<u>\$ 9,283,524</u>
			<u>+-,;+-</u>	<u>, , , , , , , , , , , , , , , , , , , </u>
Total Assets at Fair Value	<u>\$7,614,876</u>	\$	<u>\$9,283,524</u>	<u>\$16,898,400</u>

#### NOTE 2 - FAIR VALUE MEASUREMENTS (CONTINUED)

2015 (Continued)	Level 1	Level 2	Level 3	Total
Liabilities Accrued pension cost			<u>\$ 827,242</u>	<u>\$ 827,242</u>
Total Liabilities at Fair Value			<u>\$ 827,242</u>	<u>\$ 827,242</u>

At March 31, 2016 and 2015, Girls Incorporated had no other assets or liabilities that are measured at fair value on a recurring basis.

Activity during the years ended March 31, 2016 and 2015 related to assets measured at fair value on a recurring basis using a Level 3 valuation methodologies was as follows:

	Beneficial Interest In Perpetual Trusts
Value at March 31, 2014	\$9,178,413
Unrealized gain	<u>105,111</u>
Value at March 31, 2015	9,283,524
Additions	33
Unrealized loss	(750,845)
Value at March 31, 2016	<u>\$8,532,712</u>

There are no significant unobservable inputs used in the fair value measurements for the beneficial interest in perpetual trusts, considering the principal valuation technique is the fair value of each trust's assets.

Changes in the fair value of the Level 3 accrued pension cost for the years ended March 31, 2016 and 2015 and additional information about the valuation techniques and inputs are included in the details of the change in pension benefit obligation and the change in plan assets in Note 7.

#### **NOTE 3 - INVESTMENTS**

Girls Incorporated's investments consisted of the following as of March 31, 2016 and 2015:

	2016	2015
Common stocks	\$5,275,985	\$5,658,771
Mutual funds	692,123	149,379
Corporate bonds	429,886	
Government agency bonds	755,893	1,220,747
	<u>\$7,153,887</u>	<u>\$7,028,897</u>

Investments are included in the statements of financial position as of March 31, 2016 and 2015 as follows:

	2016	2015
Investments - current Investments - endowment	\$2,552,284 	\$2,601,388 <u>4,427,509</u>
	<u>\$7,153,887</u>	<u>\$7,028,897</u>

### NOTE 3 - INVESTMENTS (CONTINUED)

Girls Incorporated's investment income consisted of the following for the years ended March 31, 2016 and 2015:

	2016	2015
Distributions from perpetual trusts Interest and dividends	\$453,428 180,149	\$431,480 <u>150,538</u>
	<u>\$633,577</u>	<u>\$582,018</u>

Girls Incorporated's 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 changes could materially affect the amounts reported in the financial statements.

#### NOTE 4 - GRANTS, CONTRACTS AND CONTRIBUTIONS RECEIVABLE

Grants, contracts and contributions receivable were as follows at March 31, 2016 and 2015:

	2016	2015
Restricted for specific purposes Unrestricted	\$1,509,054 <u>423,020</u>	\$1,953,285 
Total Grants, Contracts, and Contributions Receivable	<u>\$1,932,074</u>	<u>\$3,188,106</u>
Receivable in less than one year Receivable in one to five years	\$1,932,074	\$2,642,452 <u>545,654</u>
Total Grants, Contracts, and Contributions Receivable	<u>\$1,932,074</u>	<u>\$3,188,106</u>

### **NOTE 5 - PROPERTY AND EQUIPMENT**

Property and equipment consisted of the following as of March 31, 2016 and 2015:

	2016	2015
Land	\$ 209,205	\$ 209,205
Building	2,431,807	2,431,807
Furnishings and equipment	510,706	536,857
Leasehold and building improvements	238,631	238,631
Total Cost	3,390,349	3,416,500
Less: Accumulated depreciation	<u>(1,834,159)</u>	(1,761,132)
Total Property and Equipment	<u>\$ 1,556,190</u>	<u>\$ 1,655,368</u>

### **NOTE 6 - FUNDS HELD BY TRUSTEES**

Girls Incorporated is a beneficiary of certain irrevocable perpetual trusts, which are managed by third party trustees. Girls Incorporated is entitled to receive all the annual net income earned from the assets of the trusts. The fair value of the future cash receipts from these trusts have been reflected in funds held by trustees in the permanently restricted net asset class. See Note 2 for discussion of fair value measurements. The change in the fair value of the funds held by trustees is reflected as net appreciation (depreciation) of funds held by trustees in the permanently restricted net asset class. The funds depreciated by \$(750,845) and appreciated by \$105,111 during the years ended March 31, 2016 and 2015, respectively. Income distributions from such trusts amounted to \$453,428 and \$431,480 for the years ended March 31, 2016 and 2015, respectively, and are reflected as investment income in the accompanying statements of activities.

Girls Incorporated was a one-third remainder beneficiary of a charitable remainder unitrust. The beneficiary passed away during the year ended March 31, 2014, and upon the death of the beneficiary, Girls Incorporated was entitled to receive one-third of the value of the trust. Thus, the value designated for Girls Incorporated was released from time restriction and included in contributions receivable at March 31, 2014, and \$2,238,521 was distributed to Girls Incorporated during the year ended March 31, 2015. Girls Incorporated's beneficial interest in the charitable remainder unitrust was previously reported at fair value and had been reflected in funds held by trustees in the temporarily restricted net asset class. The change in fair value of the trust, amounting to \$106,450 for the year ended March 31, 2015, was reflected as net appreciation of funds held by trustees in the temporarily restricted net asset class.

#### **NOTE 7 - EMPLOYEE BENEFITS**

#### Defined Benefit Pension Plan

Girls Incorporated maintains a qualified noncontributory defined benefit pension plan, which was frozen effective August 31, 2006. Thus, Plan participants will not accrue benefits after August 31, 2006, and no new employees may enter the Plan. Girls Incorporated's funding policy is to make the minimum annual contribution required by applicable regulations.

The following table sets forth the Plan's funded status and amounts recognized in Girls Incorporated's financial statements as of March 31, 2016 and 2015 and for the years then ended. The date used to determine the pension measurements for the Plan's assets and benefit obligations was March 31, 2016 and 2015.

	2016	2015
Obligation and Funded Status Plan assets	\$ 3,266,133	\$ 3,571,817
Accumulated benefit obligation	(4,397,282)	(4,399,059)
Funded status	<u>\$(1,131,149)</u>	<u>\$ (827,242)</u>
Change in Benefit Obligation: Benefit obligation at beginning of year Interest cost Benefits paid Actuarial net loss	\$ 4,399,059 205,344 (267,434) 60,313	\$ 3,889,807 195,612 (99,270) 412,910
Benefit obligation at end of year	<u>\$ 4,397,282</u>	<u>\$ 4,399,059</u>
Amount Recognized in the Statements of Financial Position as a Liability	<u>\$(1,131,149)</u>	<u>\$ (827,242)</u>

### NOTE 7 - EMPLOYEE BENEFITS (CONTINUED)

	2016	2015
Net Periodic Pension Cost		
Components of Net Periodic Pension Cost:		
Interest cost	\$ 205,344	\$ 195,612
Expected return on assets	(201,942)	(186,900)
Amortization of loss	37,068	17,226
Net Periodic Pension Cost	<u>\$ 40,470</u>	<u>\$ 25,938</u>

Other changes in the Plan's assets and benefit obligation previously recognized in changes in unrestricted net assets, not yet recognized as periodic pension cost:

	2016	2015
Net loss	<u>\$1,273,654</u>	<u>\$936,473</u>

The estimated net loss that will be amortized from changes in unrestricted net assets into net periodic benefit cost in fiscal year 2017 is \$80,580.

The following assumptions were used in accounting for the Plan:

Weighted-average assumptions used to determine pension benefit obligation at March 31, 2016 and 2015:		
	2016	2015
Discount rate	4.820%	4.780%
Weighted-average assumptions used to determine net periodic pension cost for the years ended March 31, 2016 and 2015:		
Discount rate Expected return on Plan assets	4.780% 5.750%	5.150% 5.750%

The expected long-term rate of return on Plan assets is determined by those assets' historical long-term investment performance, current asset allocation, and estimates of long-term returns by asset class.

The Plan's investment policy is to seek primarily capital appreciation and, to a lesser extent, income for reinvestment or cash flow purposes, with the preservation of capital also being an important investment objective. Equity securities consist of investments in common stock shares and have a target asset allocation of 40-80% of total Plan assets. Debt securities (U.S. Government securities and corporate bonds) have a target asset allocation of 20-60%. Investments are purchased with the intent to hold the asset for the long-term. The Plan does not participate in hedging transactions.

Following is a description of the valuation methodology used by the Plan for investment assets measured at fair value on a recurring basis. There have been no changes in the methodology used at March 31, 2016 and 2015.

**Pooled Separate Accounts:** Valued at the unit price reported by the sponsoring insurance company. Generally, the unit price is based on quoted market prices of the underlying assets owned, less any accrual of fees and expenses borne by the account, and divided by the number of outstanding units.

### NOTE 7 - EMPLOYEE BENEFITS (CONTINUED)

Following, is a summary, by major nature and risks class within each level of the fair value hierarchy (see Note 2), of the Plan's investment assets that are measured at fair value on a recurring basis as of March 31, 2016 and 2015:

2016	Level 2	Total
Pooled Separate Accounts: Equities of socially aware companies	<u>\$3,266,133</u>	<u>\$3,266,133</u>
Total Plan Investments at Fair Value	<u>\$3,266,133</u>	<u>\$3,266,133</u>
2015	Level 2	Total
Pooled Separate Accounts:		
Equities of socially aware companies	<u>\$3,571,817</u>	<u>\$3,571,817</u>

Girls Incorporated expects to make contributions to the Plan of approximately \$43,388 in fiscal year 2017. No Plan assets are expected to be returned to Girls Incorporated during fiscal year 2017.

The following benefits are expected to be paid by the Plan:

Year Ended March 31,	Amount	
2017	\$ 230,080	
2018	235,374	
2019	232,393	
2020	241,739	
2021	241,986	
2022-2026	1,349,015	

#### Defined Contribution 401(k) Plan

Girls Incorporated also sponsors a defined contribution 401(k) retirement savings plan for all of its qualified employees. All plan participants are permitted to make salary reduction contributions to the Plan. Girls Incorporated may make a discretionary contribution to the Plan, determined annually based on eligible earnings of participants. Participants become fully vested immediately upon entry into the Plan. Girls Incorporated made contributions of \$148,267 and \$136,872 to the 401(k) Plan during the years ended March 31, 2016 and 2015, respectively.

#### NOTE 8 - NET ASSETS

#### **Unrestricted Net Assets:**

Unrestricted net assets consisted of the following as of March 31, 2016 and 2015:

	2016	2015
Designated by the Board for endowment purposes Undesignated	\$ 620,843 5,297,544	\$ 632,769 <u>4,625,765</u>
Total Unrestricted Net Assets	<u>\$5,918,387</u>	<u>\$5,258,534</u>

### NOTE 8 - NET ASSETS (CONTINUED)

#### Temporarily Restricted Net Assets:

Temporarily restricted net assets consisted of the following as of March 31, 2016 and 2015:

	2016	2015
Program Restricted:		
STEM Programming (science, technology, engineering, math)	\$ 613,042	\$ 478,766
Economic Literacy Programming	295,897	384,780
Health & Self Esteem Programming	1,210,373	1,577,680
Reading Literacy Programming	98,167	127,500
Reaching More Girls Through Mentoring and Affiliates	357,919	254,853
College Scholarships for Girls	273,863	325,779
Outcomes Measurement and Management Information System	190,227	756,121
Other	377,458	75,438
Time Restricted:		
Endowment appreciation	752,311	754,727
Total Temporarily Restricted Net Assets	<u>\$4,169,257</u>	<u>\$4,735,644</u>

For the years ended March 31, 2016 and 2015, net assets released from donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of other events specified by donors were as follows:

2016

2015

	2010	
STEM Programming (science, technology, engineering, math)	\$ 887,744	\$1,079,529
Economic Literacy Programming	495,841	459,745
Health & Self Esteem Programming	467,307	409,283
Reading Literacy Programming	329,333	146,531
Latina Initiative	75,000	247,347
Reaching More Girls Through Mentoring and Affiliates	546,934	390,063
College Scholarships for Girls	478,267	546,026
Outcomes Measurement and Management Information System	980,894	283,857
Other Programs	220,460	224,562
Tribute Funds	68,530	60,078
Total Net Assets Released from Restrictions	<u>\$4,550,310</u>	<u>\$3,847,021</u>

#### Permanently Restricted Net Assets:

Permanently restricted net assets consist of beneficial interests in perpetual trusts, as well as endowment funds held and managed by Girls Incorporated. See Note 9.

During the year ended March 31, 2010, Girls Incorporated borrowed \$500,000 of permanently restricted net assets for operating activities with the permission of the donor. The donor has requested that the loan be repaid over a ten-year period with payments of at least \$50,000 per year beginning on January 31, 2011. The loan was paid in full during the year ended March 31, 2015.

### **NOTE 9 - ENDOWMENT FUNDS**

Girls Incorporated's endowment consists of ten individual funds established for various purposes. Its endowment includes both donor-restricted funds and funds designated by the Board of Directors to function as endowments. Donor-restricted funds include perpetual trusts in which Girls Incorporated is named a beneficiary. As required by GAAP, net assets associated with endowment funds, including funds designated by the Board of Directors to functions to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law: The Board of Directors has interpreted the Massachusetts-enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) 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, Girls Incorporated classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted net assets until those amounts are appropriated for expenditure by Girls Incorporated in a manner consistent with the standard of prudence prescribed by UPMIFA.

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

- · The duration and preservation of the various funds
- The purposes of the donor-restricted endowment funds
- General economic conditions
- The possible effect of inflation and deflation
- The expected total return from income and the appreciation of investments
- Other resources of Girls Incorporated
- Girls Incorporated's investment policies

*Investment Return Objectives, Risk Parameters and Strategies:* Girls Incorporated has adopted investment and spending policies, approved by its Board of Directors, for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment funds while also maintaining the purchasing power of those endowment assets over the long-term. Endowment assets are invested in a well-diversified asset mix, with a target asset allocation of 60% to 75% into equity and 25% to 40% into fixed income securities, that is intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make annual distributions according to the spending policy. Other alternative investment classes may not exceed 15% of the asset mix. The remainder of the assets not invested as noted above shall be cash reserves, which are not to exceed 10% of the assets market value, unless approved by the Investment Subcommittee. Investment risk is measured in terms of the total endowment fund and managed to not expose the endowment to unacceptable levels of risk. Girls Incorporated expects its endowment assets, over time, to produce a total return in excess of that generated by relevant benchmarks. Actual returns in any given year may vary from this amount.

**Spending Policy:** Girls Incorporated has a policy of appropriating for distribution each year any earnings on the endowment fund in the amount of not more than 4% before fees of the three-year moving average market value of the endowment fund with a maximum increase of 6% per year over the prior year's spending amount. This approach serves to protect against volatility in the amount of gifts received and assists in maintaining intergenerational equity. In establishing this policy, Girls Incorporated considered the long-term expected return on its investment assets, the nature and duration of the individual endowment funds, many of which must be maintained in perpetuity because of donor-restrictions, and the possible effects of inflation. This is consistent with Girls Incorporated objective to maintain the purchasing power of the endowment assets as well as to provide additional real growth through new gifts.

# NOTE 9 - ENDOWMENT FUNDS (CONTINUED)

Endowment net asset compositions by type of fund as of March 31, 2016 and 2015, were as follows:

2016	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Endowment Assets
Assets Board-designated endowment fund Donor-restricted endowment funds	\$620,843 	<u>\$752,311</u>	<u>\$12,165,180</u>	\$    620,843 12,917,491
Total Endowment	<u>\$620,843</u>	<u>\$752,311</u>	<u>\$12,165,180</u>	<u>\$13,538,334</u>
2015				
Assets Board-designated endowment fund Donor-restricted endowment funds	\$632,769	<u>\$754,727</u>	<u>\$12,915,025</u>	\$    632,769 13,669,752
Total Endowment	<u>\$632,769</u>	<u>\$754,727</u>	<u>\$12,915,025</u>	<u>\$14,302,521</u>

Changes in net endowment assets for the years ended March 31, 2016 and 2015 were as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Endowment Assets
Endowment net assets at March 31, 2014	\$599,376	\$ 560,288	\$12,805,413	\$13,965,077
Investment Return: Investment income Net appreciation Investment fees Net unrealized gain on perpetual trusts Total Investment Return	9,734 27,604 (3,945) 33,393	526,185 139,640 (39,906) 625,919	<u> </u>	535,919 167,244 (43,851) <u>105,111</u> 764,423
New gifts			4,501	4,501
Amounts appropriated for expenditure		(431,480)		(431,480)
Endowment net assets at March 31, 2015	632,769	754,727	12,915,025	14,302,521
Investment Return: Investment income Net depreciation Investment fees Net unrealized loss on perpetual trusts Total Investment Return	12,803 (20,262) (4,467) (11,926)	557,445 (64,979) (41,454) 451,012	<u>(750,845)</u> (750,845)	570,248 (85,241) (45,921) <u>(750,845)</u> (311,759)
New gifts			1,000	1,000
Amounts appropriated for expenditure		(453,428)		(453,428)
Endowment net assets at March 31, 2016	<u>\$620,843</u>	<u>\$ 752,311</u>	<u>\$12,165,180</u>	<u>\$13,538,334</u>

#### NOTE 9 - ENDOWMENT FUNDS (CONTINUED)

*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 Girls Incorporated to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets. There were no such deficiencies noted for the years ended March 31, 2016 and 2015.

#### NOTE 10 - LEASES

Girls Incorporated leases office space at two locations, New York, New York and Washington, D.C. All of the leases are classified as operating leases and all are subject to the customary escalation clauses for rent, real estate taxes and building operating expenses. Rental expense each year under the leases is based on the total lease commitment, recognized on a straight-line basis over the term of the lease. A deferred rent obligation has been established for the cumulative difference between rent expense recognized to date and the amounts paid under the leases. Girls Incorporated also has several equipment operating leases.

At March 31, 2016, the future minimum rental payments required by all long-term noncancellable operating leases are as follows:

Payable in Year Ended March 31,	Rental Payments
2017	\$ 153,021
2018	141,288
2019	148,383
2020	148,516
2021	144,116
Thereafter	1,215,207
	<u>\$1,950,531</u>

Total rent expense was \$193,418 and \$179,811 for the years ended March 31, 2016 and 2015, respectively.

Girls Incorporated subleases office space at the New York, New York location to an affiliate under an agreement that may be canceled by either party at any time. Total sublease income was \$49,872 and \$49,240 for the years ended March 31, 2016 and 2015, respectively.

Girls Incorporated is leasing office space within the National Resource Center in Indianapolis, Indiana to an unrelated party through June 2016. Total lease income was \$10,236 for the years ended March 31, 2016 and 2015. Future minimum lease payments to be received is \$2,559 for the year ended March 31, 2017.

#### NOTE 11 - BANK LINE OF CREDIT

Girls Incorporated has a \$500,000 line of credit with a bank that expires on August 27, 2016. As of March 31, 2016 and 2015, there were no borrowings outstanding on the line of credit. The interest rate on any borrowings is equal to .5% less than the Bank's prime lending rate (3.00% at March 31, 2016). The line of credit is collateralized with Girls Incorporated's investment accounts.

### **NOTE 12 - RELATED PARTY TRANSACTIONS**

Girls Incorporated has affiliates that serve as local chapters of Girls Incorporated. Girls Incorporated has no ownership or voting interests in these local chapters. However, affiliation agreements between the local chapters and Girls Incorporated give Girls Incorporated control over how the chapters carry out certain activities and require the payment of affiliate dues to Girls Incorporated. Girls Incorporated recognized dues revenue from affiliates of \$561,086 and \$543,972 for the years ended March 31, 2016 and 2015, respectively, which is included in program revenue. Girls Incorporated had dues receivable from affiliates of \$33,247 and \$28,768 at March 31, 2016 and 2015, respectively. Girls Incorporated provided funding to affiliates of \$1,774,816 and \$1,410,930 for the years ended March 31, 2016 and 2015, respectively. Girls Incorporated had accounts payable to affiliates of \$106,833 and \$143,063 at March 31, 2016 and 2015, respectively. Girls Incorporated also subleases office space to an affiliate. See Note 10.

In August 2014, Girls Incorporated entered into a loan agreement with an affiliate. The note receivable from affiliate had a balance of \$75,556 and \$80,000 at March 31, 2016 and 2015, respectively. The purpose of the note is to provide support to hire an executive director. The note is to be paid in monthly installments of \$2,222 from August 2015 through February 2018. Interest compounds annually at 0.31% and is paid annually.

Girls Incorporated recognized contributions from members of its Board of Directors of \$817,127 and \$255,081 for the years ended March 31, 2016 and 2015, respectively. Girls Incorporated had no contributions receivable from members of its Board of Directors as of March 31, 2016 and \$86,100 receivable as of March 31, 2015.