

**THE SAINT PAUL FOUNDATION,
MINNESOTA COMMUNITY FOUNDATION
AND AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY
FOUNDATIONS**

**COMBINED FINANCIAL STATEMENTS
AND COMBINING INFORMATION**

YEARS ENDED DECEMBER 31, 2017 AND 2016

**THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND
AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY FOUNDATIONS
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YEARS ENDED DECEMBER 31, 2017 AND 2016**

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INDEPENDENT AUDITORS' REPORT

Audit Committee

The Saint Paul Foundation, Minnesota Community Foundation and Affiliates
dba: The Saint Paul & Minnesota Community Foundations
St. Paul, Minnesota

Report on the Financial Statements

We have audited the accompanying combined financial statements of The Saint Paul Foundation, Minnesota Community Foundation and Affiliates dba: The Saint Paul & Minnesota Community Foundations (the Foundation), which comprise the combined statements of financial position as of December 31, 2017 and 2016, and the related combined statements of activities and cash flows for the years then ended, and the related notes to the combined financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 combined 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 combined 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 combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined 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 combined 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 combined financial statements.

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

Audit Committee
The Saint Paul Foundation, Minnesota Community Foundation and Affiliates
dba: The Saint Paul & Minnesota Community Foundations

Opinion

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the financial position of The Saint Paul Foundation, Minnesota Community Foundation and Affiliates dba: The Saint Paul & Community Foundations as of December 31, 2017 and 2016, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The accompanying combining statement of financial position and combining statement of activity is presented for purposes of additional analysis and is not a required part of the combined 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 combined financial statements as a whole.



CliftonLarsonAllen LLP

Minneapolis, Minnesota
May 24, 2018

**THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY FOUNDATIONS
COMBINED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2017 AND 2016**

	2017	2016
ASSETS		
Cash and Cash Equivalents	\$ 5,964,040	\$ 5,672,479
Investments	1,327,124,943	1,184,242,973
Contributions Receivable	13,958,707	6,850,673
Program-Related Loans Receivable	5,314,461	6,032,408
Beneficial Interests in Perpetual Trusts	1,013,428	942,238
Other Assets	3,430,192	4,000,256
Total Assets	\$ 1,356,805,771	\$ 1,207,741,027
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 1,980,298	\$ 1,759,001
Grants Payable	12,585,386	12,131,962
Income Beneficiaries Payable	14,746,910	12,884,495
Funds Held as Nonprofit Endowments	192,317,556	161,974,238
Total Liabilities	221,630,150	188,749,696
NET ASSETS		
Unrestricted:		
Undesignated	228,965,528	207,295,219
Field of Interest	151,142,898	125,128,920
Donor-Advised	555,143,332	509,422,550
Donor-Designated	91,026,524	78,816,416
Minority Interests	59,866,886	54,789,686
Total Unrestricted Net Assets	1,086,145,168	975,452,791
Temporarily Restricted	27,105,002	21,684,397
Permanently Restricted	21,925,451	21,854,143
Total Net Assets	1,135,175,621	1,018,991,331
Total Liabilities and Net Assets	\$ 1,356,805,771	\$ 1,207,741,027

See accompanying Notes to Combined Financial Statements.

THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY FOUNDATIONS
COMBINED STATEMENTS OF ACTIVITIES
YEARS ENDED DECEMBER 31, 2017 AND 2016

	2017			2016				
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUES, GAINS (LOSSES), AND OTHER SUPPORT								
Contributions	\$ 71,494,676	\$ 3,030,454	\$ -	\$ 74,525,130	\$ 44,591,513	\$ 1,474,616	\$ -	\$ 46,066,129
Investment Income, Net of Investment Expense of \$3,578,978 in 2017 and \$3,251,447 in 2016	13,379,845	314,585	-	13,694,430	11,847,805	253,201	-	12,101,006
Net Unrealized and Realized								
Investment Gains	116,255,067	3,669,926	71,308	119,996,301	63,165,610	1,431,737	25,754	64,623,101
Administrative Fees	929,437	-	-	929,437	819,876	-	-	819,876
Staff Services	695,748	-	-	695,748	674,810	-	-	674,810
Change in Value of Split-Interest								
Agreements	1,648,065	2,306,612	-	3,954,677	3,041,557	(2,090,385)	-	951,172
Other	441,312	-	-	441,312	118,832	-	-	118,832
Net Assets Released from Restrictions	3,900,972	(3,900,972)	-	-	4,045,269	(4,045,269)	-	-
Total Revenues, Gains (Losses), and Other Support	208,745,122	5,420,605	71,308	214,237,035	128,305,272	(2,976,100)	25,754	125,354,926
EXPENSES								
Program Services:								
Grants	77,029,929	-	-	77,029,929	58,143,203	-	-	58,143,203
Direct Conduct of Charitable Activity	3,234,335	-	-	3,234,335	3,638,904	-	-	3,638,904
Staff Services for Other Foundations and Nonprofit Organizations	582,262	-	-	582,262	924,974	-	-	924,974
Direct Fund Expenses	2,473,632	-	-	2,473,632	1,215,780	-	-	1,215,780
Other Program Expenses	4,350,601	-	-	4,350,601	4,316,135	-	-	4,316,135
Support Services:								
Management and General	3,954,853	-	-	3,954,853	3,808,545	-	-	3,808,545
Fundraising	1,755,004	-	-	1,755,004	1,606,879	-	-	1,606,879
Total Expenses	93,380,616	-	-	93,380,616	73,654,420	-	-	73,654,420
RECLASSIFICATION OF DONOR ADVISED FUND	(9,749,329)	-	-	(9,749,329)	-	-	-	-
CHANGE IN NET ASSETS	105,615,177	5,420,605	71,308	111,107,090	54,650,852	(2,976,100)	25,754	51,700,506
Minority Interest Gain	5,077,200	-	-	5,077,200	1,573,020	-	-	1,573,020
TOTAL CHANGE IN NET ASSETS	110,692,377	5,420,605	71,308	116,184,290	56,223,872	(2,976,100)	25,754	53,273,526
Net Assets - Beginning of Year	975,452,791	21,684,397	21,854,143	1,018,991,331	919,228,919	24,660,497	21,828,389	965,717,805
NET ASSETS - END OF YEAR	\$ 1,086,145,168	\$ 27,105,002	\$ 21,925,451	\$ 1,135,175,621	\$ 975,452,791	\$ 21,684,397	\$ 21,854,143	\$ 1,018,991,331

See accompanying Notes to Combined Financial Statements.

**THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY FOUNDATIONS
COMBINED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2017 AND 2016**

	2017	2016
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in Net Assets	\$ 116,184,290	\$ 53,273,526
Reclassification of Donor Advised Fund	9,749,329	-
Adjustments to Reconcile Change in Net Assets to Net Cash and Cash Equivalents Provided (Used) by Operating Activities:		
Increase in Net Assets of Minority Interests	(5,077,200)	(1,573,020)
Net Investment Return on Minority Interests	7,958,203	4,243,020
Net Unrealized and Realized Investment Gains	(116,255,067)	(63,165,610)
Allowance for Doubtful Accounts	495,101	-
Depreciation Expense	201,031	282,611
Loss on Disposal of Property and Equipment	-	389,414
Program Loan Discounts and Imputed Interest	(32,728)	22,574
Change in Value of Endowment	(3,669,926)	(1,431,737)
Adjustment of Actuarial Liability for Split-Interest Agreement Liabilities	3,338,482	693,577
Changes in Operating Assets and Liabilities:		
Contributions Receivable	(7,108,034)	1,282,503
Other Assets	(717,831)	(64,623)
Accounts Payable and Accrued Expenses	221,297	(412,249)
Grants Payable	453,424	(786,893)
Net Cash and Cash Equivalents Provided (Used) by Operating Activities	5,740,371	(7,246,907)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of Investments	(295,909,978)	(199,249,048)
Proceeds from Sales of Investments	273,662,586	201,779,041
Net Partner Distributions	(2,800,000)	(2,670,000)
Payments Received on Notes and Program Loans	750,675	799
Program Loans Advanced	-	(2,593,083)
Purchases of Property and Equipment	(198,707)	(394,307)
Net Cash and Cash Equivalents Used by Investing Activities	(24,495,424)	(3,126,598)
CASH FLOWS FROM FINANCING ACTIVITIES		
Change in Value of Beneficial Interest in Perpetual Trusts	(71,308)	(25,754)
Payments to Beneficiary Under Split-Interest Agreements	(1,476,067)	(1,630,034)
Contributions and Earnings on Nonprofit Endowments	34,037,951	19,889,774
Payments on Nonprofit Endowments	(13,443,962)	(7,803,091)
Net Cash and Cash Equivalents Provided by Financing Activities	19,046,614	10,430,895
INCREASE IN CASH AND CASH EQUIVALENTS	291,561	57,390
Cash and Cash Equivalents - Beginning of Year	5,672,479	5,615,089
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 5,964,040	\$ 5,672,479

See accompanying Notes to Combined Financial Statements.

**THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
DBA: THE SAINT PAUL & MINNESOTA COMMUNITY FOUNDATIONS
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016**

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Saint Paul Foundation, Minnesota Community Foundation and their Affiliates dba: The Saint Paul & Minnesota Community Foundations (the Foundation) are community foundations that are both a consortium of trusts and funds operating under a plan (the Plan) filed with the District Court of Ramsey County, Minnesota, and charitable corporations known as The Saint Paul Foundation and Minnesota Community Foundation, respectively, organized pursuant to the Plan.

The Saint Paul Foundation and Minnesota Community Foundation have opted to combine the consolidated financial statements of both organizations and their respective affiliates due to common board membership and management. The consolidated financial statements of the Minnesota Community Foundation include the accounts of GiveMN and The Marvin Warroad Area Foundation, Type 1 Supporting Organizations to Minnesota Community Foundation. The accompanying consolidated financial statements include the accounts of The Saint Paul Foundation and certain affiliated foundations, which include The Jones Family Foundation, Red Wing Property Conservation Fund, and The Community Investment Group (CIG). All material inter-organization transactions and balances have been eliminated in preparing the combined financial statements.

In 2017, GiveMN's and Minnesota Community Foundation's respective boards of directors approved terminating GiveMN's supporting organization relationship with Minnesota Community Foundation effective January 1, 2018. On March 5, 2018, the IRS approved GiveMN's status change from a supporting organization to an independent 501(c)(3).

Financial Statement Presentation

The accompanying combined financial statements of the Foundation have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Net Asset Classification

The Foundation follows an accounting standard that provides guidance on the net asset classification of donor-restricted endowment funds for a nonprofit organization that is subject to an enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA). The standard also expands disclosures about an organization's endowment funds (both donor-restricted and board-designated endowment funds) whether or not the organization is subject to UPMIFA.

The board of directors, on the advice of legal counsel, has determined that the majority of the Foundation's net assets do not meet the definition of endowment under UPMIFA. The Foundation is governed subject to *The Plan for The Saint Paul Foundation* and most contributions are subject to the terms of the Plan. Certain contributions are received subject to other gift instruments, or are subject to specific agreements with the Foundation.

THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
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NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Asset Classification (Continued)

Under the terms of the Plan, the board of directors has the ability to distribute so much of the corpus of any trust or separate gift, devise, bequest, or fund as the board in its sole discretion shall determine. As a result of the ability to distribute corpus, all contributions not classified as temporarily restricted or permanently restricted are classified as unrestricted net assets for financial statement purposes.

Temporarily restricted net assets consist of irrevocable charitable trusts, restricted contributions receivable, the portion of donor-restricted endowment funds that are not classified as permanently restricted net assets, and earnings on donor-restricted endowment funds under UPMIFA. When donor restrictions expire, that is, when a stipulated time restriction ends or a purpose restriction is fulfilled, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statements of activities as net assets released from restrictions.

Permanently restricted net assets represent the fair value of the original gift as of the gift date and the original value of subsequent gifts to donor-restricted endowment funds.

Endowment Investment and Spending Policies

The Foundation has adopted investment and spending policies for endowment assets that seek to provide a predictable stream of funding to programs supported by its endowment while maintaining the purchasing power of the endowment assets. The Foundation's spending and investment policies work together to achieve this objective. Actual returns in any given year may vary from this amount.

To achieve its investment objectives over long periods of time, the Foundation has adopted an investment strategy that invests in domestic equities, international equities, private capital, fixed income, real assets, and absolute return strategies. The majority of assets are invested in equity or equity like securities. Fixed income, real assets, and absolute return strategies are used to lower short-term volatility. Diversification by asset class, investment style, investment manager, etc. is employed to avoid undue risk concentration and enhance total return. The primary performance objective is to achieve an annualized total rate of return, net of investment fees, that is equal to or greater than the Foundation's spending policy payout rate plus inflation over long periods of time.

The spending policy determines the amount of money in a given year that will be distributed from the Foundation's various endowment assets, which includes donor-advised, nonprofit, designated, scholarship, community, field of interest, and unrestricted. The spending policy is to distribute an amount equal to 5.0% of a moving 21-quarter average but not less than 4.25% or greater than 5.5% of current market value. Accordingly, over the long term, the Foundation expects the current spending policy to allow its endowment assets to grow at the rate of inflation. This is consistent with the organization's objective to maintain the purchasing power of endowment assets and seek to maximize the amount available to meet the charitable needs of communities.

THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
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NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments

Marketable securities are reported at fair value based upon quoted market prices or, when quotes are not available, are valued on the basis of comparable financial instruments.

Limited marketability investments, which principally include collective funds, hedge funds of funds, private capital, natural resources, and real assets, are valued at the quoted market price for securities for which market quotations are readily available or an estimate of value (fair value) as determined in good faith by management. Because these investments are not readily marketable, their estimated value is subject to uncertainty and, therefore, may differ from the value that would have been used had a ready market for such investments existed.

Donated securities are recorded at their fair value at the date of donation. Realized and unrealized investment gains or losses are determined by comparison of specific costs of acquisition to net proceeds received at the time of disposal or changes in the difference between fair value and cost, respectively.

In general, investments are exposed to various risks, such as interest rate, credit, and overall market volatility risk. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of the investments will occur in the near term and that such changes could materially affect the investment balances and the amounts reported in the combined statements of financial position.

Investments held by the Foundation under split-interest agreements totaled \$28,324,708 and \$24,203,936 at December 31, 2017 and 2016, respectively.

Contributions Receivable

Contributions receivable consists of unconditional promises to give and are recognized as revenue in the period received. Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met. Contributions to be received after one year are discounted using present value of future cash flows. Amortization of discounts is recorded as additional contribution revenue. An allowance for uncollectible contributions receivable is provided based upon management's judgment including such factors as prior collection history.

The Foundation is the sole or partial beneficiary of charitable remainder trusts. In cases where the Foundation does not act as trustee, the Foundation has recorded an asset at the present value of the revenue to be received from the trusts using a discount rate between 1.8% and 8.8% based on the year the trust was established.

THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
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NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Program-Related Loans Receivable

The Foundation has made loans to nonprofit organizations and to units of government at below-market interest rates. Repayment schedules and interest rates on the loans are varied. If the loan has a fixed maturity date, the loan receivable is recorded at the net present value of the future payments to be received from the borrower using an imputed market interest rate between 5.75% and 7.5% based on the year the loan was made. At December 31, 2017 and 2016, there were no past due program-related loans.

Beneficial Interests in Perpetual Trusts

The Foundation is the beneficiary of various trusts created by donors, the assets of which are not in the possession of the Foundation and are not subject to the Plan filed with the District Court. The Foundation has an irrevocable right to a portion of the net income of these trusts. The Foundation's interest in these trusts is recorded at fair value and is classified as permanently restricted net assets. Distributions received from these trusts are recorded as unrestricted investment income, and the change in fair value is recorded as permanently restricted net unrealized and realized investment gains in the combined statements of activities.

Other Assets

For purposes of financial position presentation, other assets consists of several items, including fixed assets, cash surrender value of life insurance, notes receivable, accrued investment income and client accounts receivable.

Grants Payable

Unconditional grants are recorded as expense when approved by the Foundation's board of directors. Grants that are subject to conditions are recorded when the conditions have been substantially met.

During the year, grants have been approved and disbursed to organizations in which some of the board members may be involved through board or other advisory relationships. It is the Foundation's policy to have each board member disclose the conflict of interest. These board members are prohibited from voting on grants to these organizations in those instances.

THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
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NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Beneficiaries Payable

A liability is recorded for the amount due to income beneficiaries and split-charitable remainder interest of charitable gift annuities and charitable remainder trusts when the Foundation acts as trustee. The present value of the estimated future payments to be distributed during the beneficiary's expected life and the split-charitable remainder interest at the beneficiary's death is recorded as a liability using a discount rate between 1.2% and 7.5% based on the year the gift was received.

Funds Held As Nonprofit Endowments

In accordance with accounting standards, when a nonprofit organization establishes a fund at a community foundation with its own funds and specifies itself as the beneficiary of that fund, the community foundation must account for the transfer of such assets as a liability. The Foundation refers to such funds as nonprofit endowment funds.

The Foundation maintains legal ownership of nonprofit endowment funds and, as such, continues to report the funds as assets of the Foundation. However, in accordance with accounting standards, a liability has been established for the fair value of the funds.

Cash Flows

For the purposes of presenting cash flows, cash equivalents include short-term investments with maturities of three months or less, except for cash equivalents, which are included in investments.

Use of Estimates

The preparation of combined financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the combined financial statements and accompanying notes. Actual results may differ from those estimates.

Federal Income Taxes

The Foundation has received a determination letter from the Internal Revenue Service (IRS) indicating it has been classified as a publicly supported charitable organization under Internal Revenue Code Section 501(c)(3). As a publicly supported charity, the Foundation is exempt from federal income taxes and federal excise taxes under Section 509(a)(1) of the Internal Revenue Code, except on unrelated business income.

The Foundation follows accounting standards for uncertain tax positions. No liability has been recognized by the Foundation under this standard.

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NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurements

The Foundation follows an accounting standard that defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs used to measure fair value, and requires expanded disclosures about fair value measurements. In accordance with this standard, the Foundation has categorized its investments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure the financial instruments fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

Financial assets and liabilities recorded on the combined statements of financial position are categorized based on the inputs to the valuation techniques as follows:

Level 1 – Financial assets and liabilities are valued using inputs that are unadjusted quoted prices in active markets accessible at the measurement date of identical financial assets and liabilities. The inputs include those traded on an active exchange, such as the New York Stock Exchange. Level 1 includes various mutual funds, collective funds, futures, and equities.

Level 2 – Financial assets and liabilities are valued based on quoted prices for similar assets, or inputs that are observable, either directly or indirectly for substantially the full term through corroboration with observable market data. Level 2 includes U.S. Treasury and other U.S. government and agency mortgage-backed securities, collateralized mortgage obligations, municipal bonds, and corporate debt securities.

Level 3 – Financial assets and liabilities are valued using pricing inputs which are unobservable for the asset, inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset. Level 3 includes privately held stock, charitable remainder trusts and beneficial interests in perpetual trusts.

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NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Derivative Financial Instruments

The Foundation's investment strategy incorporates certain financial instruments, which involve, to varying degrees, elements of market risk and credit risk. These financial instruments may include equity, fixed income and foreign currency futures and options contracts, and foreign currency forward contracts. The Foundation uses derivatives to minimize the exposure of certain of its investments to adverse fluctuation in financial and currency markets, thus reducing portfolio risk. The Foundation has not designated any of its derivative financial instruments as hedging instruments.

Market risk represents potential loss from the decrease in the value as a result of fluctuation in the market. Credit risk represents potential loss from possible nonperformance by obligors and counterparties on the terms of their contracts. Management does not anticipate that losses, if any, resulting from credit or market risk would materially affect the Foundation's financial position.

Equity and Treasury bond futures are used to obtain domestic and international equity and Treasury bond exposure for selected portfolio balances. The Foundation will buy and sell equity and Treasury futures to adjust the overall portfolio asset allocation. These quarterly futures contracts are marked to market and realize gains and losses on a daily basis.

The Partnership had 264 and 272 derivative contracts outstanding as of December 31, 2017 and 2016 at a gross contract value of \$34,919,660 and \$32,151,749, respectively, and the net exposure amount is included within the Partnership's investment portfolio. No short positions exist as of either December 31, 2017 or 2016. The profits and losses of a futures contract depends on the daily movements of the market for that contract and are calculated on a daily basis. Changes in fair value are accounted for as net unrealized and realized investment gains (losses) in fair value of investments. Net gains for these futures were \$3,914,651 and \$2,144,545 for the years ended December 31, 2017 and 2016, respectively.

Functional Allocation of Expenses

The costs of providing programs and services have been summarized on a functional basis. Accordingly, certain costs have been allocated between program and the supporting services benefited.

Subsequent Events

The Foundation has evaluated events and transactions for potential recognition or disclosure in these combined financial statements through May 24, 2018, the date the combined financial statements were available to be issued.

**THE SAINT PAUL FOUNDATION, MINNESOTA COMMUNITY FOUNDATION AND AFFILIATES
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NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2017 AND 2016**

NOTE 2 FAIR VALUE MEASUREMENTS

The Foundation uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. For additional information on how the Foundation values all other assets and liabilities refer to Note 1 –Summary of Significant Accounting Policies.

Assets measured at fair value on a recurring basis:

	2017			Total
	Level 1	Level 2	Level 3	
Fixed Income Mutual and Collective Funds	\$ 75,838,417	\$ 49,890,274	\$ -	\$ 125,728,691
U.S. Common Stock, Equity Mutual and Collective Funds	343,216,477	-	48,250,531	391,467,008
Non-U.S. Common Stock, Equity Mutual and Collective Funds	101,515,278	-	-	101,515,278
Balanced Mutual Funds	31,753,931	-	-	31,753,931
Real Assets	48,318,710	-	-	48,318,710
Absolute Return Investments	-	-	-	-
Total	<u>\$ 600,642,813</u>	<u>\$ 49,890,274</u>	<u>\$ 48,250,531</u>	698,783,618
Cash Equivalents				106,005,799
NAV Funds				521,649,526
Total				<u>\$ 1,326,438,943</u>
Charitable Remainder Trusts	\$ -	\$ -	\$ 5,094,991	\$ 5,094,991
Beneficial Interests in Perpetual Trusts	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 1,013,428</u>	<u>\$ 1,013,428</u>

	2016			Total
	Level 1	Level 2	Level 3	
Fixed Income Mutual and Collective Funds	\$ 54,490,061	\$ 4,354,804	\$ -	\$ 58,844,865
U.S. Common Stock, Equity Mutual and Collective Funds	235,231,698	-	60,607,085	295,838,783
Non-U.S. Common Stock, Equity Mutual and Collective Funds	68,324,842	-	-	68,324,842
Balanced Mutual Funds	26,282,439	-	-	26,282,439
Real Assets	50,347,899	-	-	50,347,899
Absolute Return Investments	1,410,134	-	-	1,410,134
Total	<u>\$ 436,087,073</u>	<u>\$ 4,354,804</u>	<u>\$ 60,607,085</u>	501,048,962
Cash Equivalents				145,940,698
NAV Funds				536,567,313
Total				<u>\$ 1,183,556,973</u>
Charitable Remainder Trusts	\$ -	\$ -	\$ 5,007,538	\$ 5,007,538
Beneficial Interests in Perpetual Trusts	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 942,238</u>	<u>\$ 942,238</u>

The Foundation has \$686,000 in privately held stock that is reported at cost as of December 31, 2017 and 2016 and, therefore, not included in the fair value tables above.

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NOTE 2 FAIR VALUE MEASUREMENTS (CONTINUED)

Level 3 roll-forward tables for the years ended December 31, 2017 and 2016:

	Equity Mutual and Collective Funds (Private Stock)	Charitable Remainder Trusts	Beneficial Interests in Perpetual Trusts	Total
Balances as of January 1, 2016	\$ 47,643,616	\$ 4,422,615	\$ 916,484	\$ 52,982,715
Net Unrealized and Realized Investment Gains	12,963,469	-	-	12,963,469
Change in Value of Split-Interest Agreements	-	584,923	25,754	610,677
Balances as of December 31, 2016	60,607,085	5,007,538	942,238	66,556,861
Net Unrealized and Realized Investment Gains	6,643,530	-	-	6,643,530
Sales	(19,000,084)	-	-	(19,000,084)
Change in Value of Split-Interest Agreements	-	87,453	71,190	158,643
Balances as of December 31, 2017	<u>\$ 48,250,531</u>	<u>\$ 5,094,991</u>	<u>\$ 1,013,428</u>	<u>\$ 54,358,950</u>

Investments in entities that calculate net asset value per share (or its equivalent) as of December 31, 2017 and 2016:

	2017 Net Asset Value	2016 Net Asset Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Equity Collective Funds	\$ 210,925,351	\$ 194,044,860	\$ -	Monthly	7-10 Days
Fixed Income Collective Funds	28,237,891	69,974,204	-	Daily	1-5 Days
Multi-Strategy Hedge Funds of Funds	26,880,860	49,290,095	-	Semi-annually	95 Days
Multi-Strategy Hedge Funds of Funds	51,436,625	28,032,398	-	Quarterly	65 Days
Private Capital	111,071,867	100,173,423	73,917,783	N/A	N/A
Private Natural Resources	47,892,865	51,528,552	21,366,688	N/A	N/A
Private Real Estate	18,968,515	22,620,682	-	Quarterly	45 Days
Private Real Estate	26,235,552	20,903,099	9,042,124	N/A	N/A
Total	<u>\$ 521,649,526</u>	<u>\$ 536,567,313</u>			

Equity Collective Funds includes investments in funds that are invested in domestic and international common stocks. The unobservable inputs used to determine the fair value of the equity collective funds is based on quoted market prices for the underlying securities which comprise the net asset value of the collective fund. The funds provide full disclosure of the underlying holdings, whereby the Foundation is able to verify its account balances.

Fixed Income Collective Funds includes investments in funds that are invested in U.S. Treasury, U.S. agency, residential mortgage backed securities, commercial mortgage backed securities, collateralized debt securities, and corporate bonds. The unobservable inputs used to determine the fair value of the fixed income collective funds is based on quoted market prices for the underlying securities which comprise the net asset value of the collective fund. The funds provide full disclosure of the underlying holdings, whereby the Foundation is able to verify its account balances.

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NOTE 2 FAIR VALUE MEASUREMENTS (CONTINUED)

Multi-Strategy Hedge Fund of Funds is invested primarily in a diversified portfolio of directly originated loan investments, distressed corporate and mortgage bonds, long/short credit, long/short equity, global macro, convertible arbitrage, event driven and other strategies. The unobservable inputs used to determine the fair value of the fund of hedge funds in this category has been estimated using the net asset value per share of the investments.

Private Capital includes investments in venture capital, buy-outs, distressed securities, mezzanine and special situations funds, and direct investments in securities of companies. The unobservable inputs used to determine the fair value of the fund of private capital funds and direct investments has been estimated based on the capital account balances reported by underlying partnerships subject to the private capital fund of funds management review and judgment.

Private Natural Resources include investments in oil, gas, and other natural resource-related funds. The unobservable inputs used to determine the fair value of the fund of natural resources funds has been estimated based on the capital account balances reported by underlying partnerships subject to the natural resources fund of funds management review and judgment.

Private Real Estate includes investments in multi-family, industrial, retail, and office properties in targeted metropolitan areas within the continental United States. The unobservable inputs used to determine the fair value of private real estate has been estimated using external and internal appraisals of property investments.

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NOTE 3 CONTRIBUTIONS RECEIVABLE

Contributions receivable that are expected to be collected within one year are recorded at their net realizable value. Contributions receivable that are expected to be collected in future years are recorded at the present value of the amounts expected to be collected. As of December 31, 2017 and 2016, the amounts expected to be collected in future years was minimal; therefore, no discount was recognized. Unconditional contributions receivable outstanding as of December 31, 2017 and 2016 are due as follows:

	<u>Less than One Year</u>	<u>One Year to Five Years</u>	<u>More than Five Years</u>	<u>2017 Total</u>
Unconditional Promises to Give	\$ 8,863,716	\$ -	\$ -	\$ 8,863,716
Charitable Remainder Trusts	-	186,410	4,908,581	5,094,991
Total	<u>\$ 8,863,716</u>	<u>\$ 186,410</u>	<u>\$ 4,908,581</u>	<u>\$ 13,958,707</u>

	<u>Less than One Year</u>	<u>One Year to Five Years</u>	<u>More than Five Years</u>	<u>2016 Total</u>
Unconditional Promises to Give	\$ 1,693,135	\$ 150,000	\$ -	\$ 1,843,135
Charitable Remainder Trusts	-	988,757	4,018,781	5,007,538
Total	<u>\$ 1,693,135</u>	<u>\$ 1,138,757</u>	<u>\$ 4,018,781</u>	<u>\$ 6,850,673</u>

NOTE 4 GRANTS PAYABLE

Grants payable in more than one year are stated at fair value. Fair value is determined as the present value of estimated cash flows using a discount rate ranging from 1.2% to 9.5%. The discount amount was \$407,033 and \$154,299 as of December 31, 2017 and 2016, respectively. Unconditional grants payable as of December 31 are generally due as follows:

	<u>2017</u>	<u>2016</u>
Less than One Year	\$ 7,531,247	\$ 8,021,716
One Year to Five Years	5,054,139	4,110,246
Total	<u>\$ 12,585,386</u>	<u>\$ 12,131,962</u>

At December 31, 2017 and 2016, the Foundation has unpaid approved grants of \$809,330 and \$1,502,088, respectively, which are subject to conditions and have not been reflected in the accompanying combined financial statements.

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NOTE 5 FUNDS HELD AS NONPROFIT ENDOWMENTS

The following table summarizes activity in such funds during the years ended December 31:

	2017	2016
Funds Held as Nonprofit Endowments at January 1	\$ 161,974,238	\$ 149,887,555
Amounts Raised from Nonprofits	9,845,047	8,387,434
Investment Income	2,522,274	1,890,290
Net Unrealized and Realized Investment Gains	22,554,780	10,388,126
Amounts Disbursed to Nonprofits	(13,443,962)	(7,803,091)
Administrative Fee	(884,150)	(776,076)
Reclassification of Donor Advised Fund	9,749,329	-
Funds Held as Nonprofit Endowments at December 31	<u>\$ 192,317,556</u>	<u>\$ 161,974,238</u>

NOTE 6 ENDOWMENT BY NET ASSET CLASS

	2017			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Assets
Donor Restricted Endowment Funds	\$ -	\$ 7,911,652	\$ 20,912,023	\$ 28,823,675
Other Endowment Funds:				
Undesignated	202,865,555	-	-	202,865,555
Field of Interest	137,040,744	-	-	137,040,744
Donor-Advised	126,084,216	-	-	126,084,216
Designated	89,383,043	-	-	89,383,043
Subtotal Other Endowment Funds	<u>555,373,558</u>	<u>-</u>	<u>-</u>	<u>555,373,558</u>
Board-Designated Endowment Funds	3,973,804	-	-	3,973,804
Total Endowment Funds	<u>559,347,362</u>	<u>7,911,652</u>	<u>20,912,023</u>	<u>588,171,037</u>
Nonendowed Funds	526,797,806	19,193,350	1,013,428	547,004,584
Total Net Assets	<u>\$ 1,086,145,168</u>	<u>\$ 27,105,002</u>	<u>\$ 21,925,451</u>	<u>\$ 1,135,175,621</u>
	2016			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Assets
Donor Restricted Endowment Funds	\$ -	\$ 5,288,218	\$ 20,911,905	\$ 26,200,123
Other Endowment Funds:				
Undesignated	178,947,411	668	-	178,948,079
Field of Interest	110,166,131	-	-	110,166,131
Donor Advised	109,733,858	-	-	109,733,858
Designated	77,745,806	-	-	77,745,806
Subtotal Other Endowment Funds	<u>476,593,206</u>	<u>668</u>	<u>-</u>	<u>476,593,874</u>
Board-Designated Endowment Funds	3,061,945	-	-	3,061,945
Total Endowment Funds	<u>479,655,151</u>	<u>5,288,886</u>	<u>20,911,905</u>	<u>505,855,942</u>
Nonendowed Funds	495,797,640	16,395,511	942,238	513,135,389
Total Net Assets	<u>\$ 975,452,791</u>	<u>\$ 21,684,397</u>	<u>\$ 21,854,143</u>	<u>\$ 1,018,991,331</u>

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NOTE 7 CHANGES IN ENDOWMENT NET ASSETS

	2017			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment Net Assets - Beginning of Year	\$ 479,655,151	\$ 5,288,886	\$ 20,911,905	\$ 505,855,942
Investment Income, Net of Investment Expense	6,099,890	314,585	-	6,414,475
Net Realized and Unrealized Investment Gains	63,650,847	3,670,155	118	67,321,120
Contributions	31,880,171	-	-	31,880,171
Amounts Appropriated for Expenditure	(21,938,697)	(1,361,974)	-	(23,300,671)
Change in Endowment Net Assets	79,692,211	2,622,766	118	82,315,095
Endowment Net Assets - End of Year	<u>\$ 559,347,362</u>	<u>\$ 7,911,652</u>	<u>\$ 20,912,023</u>	<u>\$ 588,171,037</u>

	2016			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment Net Assets - Beginning of Year	\$ 447,703,738	\$ 4,995,022	\$ 20,913,680	\$ 473,612,440
Investment Income, Net of Investment Expense	5,883,441	253,201	-	6,136,642
Net Realized and Unrealized Investment Gains	32,652,929	1,431,737	-	34,084,666
Contributions	19,639,851	-	-	19,639,851
Amounts Appropriated for Expenditure	(26,224,808)	(1,391,074)	(1,775)	(27,617,657)
Change in Endowment Net Assets	31,951,413	293,864	(1,775)	32,243,502
Endowment Net Assets - End of Year	<u>\$ 479,655,151</u>	<u>\$ 5,288,886</u>	<u>\$ 20,911,905</u>	<u>\$ 505,855,942</u>

NOTE 8 TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist of the following as of December 31:

	2017	2016
Split-Interest Agreements	\$ 17,940,850	\$ 15,597,418
Time Restricted Contributions Receivable	1,252,500	798,093
Endowment	7,911,652	5,288,886
Total	<u>\$ 27,105,002</u>	<u>\$ 21,684,397</u>

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NOTE 9 RETIREMENT PLAN

The Foundation maintains a defined contribution plan for employees meeting the eligibility requirements in which contributions are based upon a specified percentage of salaries. Retirement plan expense was \$500,898 and \$488,050 for the years ended December 31, 2017 and 2016, respectively. A portion of the contributions vest with employees over a five-year period.

NOTE 10 OPERATING LEASE

The Foundation has an operating lease for office space and equipment with lease terms that expire through 2025. Annual rental on the office space include the base rent plus a proportionate share of the actual operating costs of the building as specified in the lease agreement. Total rentals paid during fiscal years 2017 and 2016 were \$457,575 and \$454,056, respectively.

Future minimum lease payments as of December 31, 2017 are as follows:

<u>Year Ending December 31.</u>	<u>Amount</u>
2018	\$ 421,608
2019	414,800
2020	414,800
2021	410,036
Thereafter	992,045
Total	<u><u>\$ 2,653,289</u></u>

NOTE 11 COMMUNITY INVESTMENT GROUP AND MINORITY INTEREST

The Saint Paul Foundation and Minnesota Community Foundation have agreed to pool certain investment funds into an investment partnership called The Community Investment Group (CIG). Under the governing documents for CIG, the investment committee of CIG is responsible for the management of CIG. A majority of the investment committee may recommend that one or more additional persons be appointed to the investment committee who shall become members if approved in writing by The Saint Paul Foundation. These additional persons shall serve for the same term as the appointed members and shall be subject to removal by The Saint Paul Foundation. Other charitable organizations may be added to the partnership if approved by the voting foundations.

The Saint Paul Foundation and Minnesota Community Foundation hold control of the partnership through ability to approve and remove additional members of the investment committee, and through economic interest (92% of the investment in the partnership as of December 31, 2017.) As a result of this controlling interest, consolidation is required under accounting standards.

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NOTE 11 COMMUNITY INVESTMENT GROUP AND MINORITY INTEREST (CONTINUED)

The following schedules shows statements of changes in partner balances for the years ended December 31:

	The Saint Paul Foundation	Minnesota Community Foundation	Mardag Foundation	The Jones Family Foundation	Total
Balance - January 1, 2016	\$ 340,632,560	\$ 166,750,331	\$ 53,216,666	\$ 11,308,218	\$ 571,907,775
Interest and Dividends Net Unrealized and Realized	5,460,675	2,743,566	782,189	166,020	9,152,450
Gains	23,735,254	11,922,067	3,618,618	799,984	40,075,923
Contributions to Partnership	24,503,916	12,780,048	-	-	37,283,964
Withdrawals from Partnership	(16,167,765)	(6,046,187)	(2,670,000)	(530,000)	(25,413,952)
Partnership Expenses	(959,273)	(479,565)	(157,787)	(31,658)	(1,628,283)
Balance - December 31, 2016	377,205,367	187,670,260	54,789,686	11,712,564	631,377,877
Interest and Dividends Net Unrealized and Realized	6,858,659	3,412,957	897,120	192,710	11,361,446
Gains	51,097,332	25,751,035	7,247,377	1,517,850	85,613,594
Contributions to Partnership	9,685,106	21,568,936	-	-	31,254,042
Withdrawals from Partnership	(8,827,700)	(23,708,306)	(2,800,000)	(575,000)	(35,911,006)
Partnership Expenses	(1,306,100)	(646,857)	(186,294)	(40,017)	(2,179,268)
Balance - December 31, 2017	\$ 434,712,664	\$ 214,048,025	\$ 59,947,889	\$ 12,808,107	\$ 721,516,685

NOTE 12 RECLASSIFICATION OF DONOR ADVISED FUNDS

During 2017, net assets totaling \$9.7 million were reclassified from Unrestricted – Donor Advised to Funds Held as Nonprofit Endowments based on new information on the donor's intentions.

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COMBINING STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2017
(SEE INDEPENDENT AUDITOR'S REPORT)

	The Saint Paul Foundation & Affiliated Organizations	Minnesota Community Foundation & Affiliated Organizations	Eliminations	Combined
ASSETS				
Cash and Cash Equivalents	\$ 2,921,957	\$ 3,042,083	\$ -	\$ 5,964,040
Investments	1,015,221,257	311,903,686	-	1,327,124,943
Contributions Receivable	13,448,346	1,753,522	(1,243,161)	13,958,707
Program-Related Loans Receivable	5,314,461	-	-	5,314,461
Beneficial Interests in Perpetual Trusts	1,013,428	-	-	1,013,428
Other Assets	3,238,999	976,536	(785,343)	3,430,192
	<u>\$ 1,041,158,448</u>	<u>\$ 317,675,827</u>	<u>\$ (2,028,504)</u>	<u>\$ 1,356,805,771</u>
LIABILITIES AND NET ASSETS				
LIABILITIES				
Accounts Payable and Accrued Expenses	\$ 1,905,974	\$ 859,667	\$ (785,343)	\$ 1,980,298
Grants Payable	11,761,265	824,121	-	12,585,386
Income Beneficiaries Payable	15,483,204	506,867	(1,243,161)	14,746,910
Funds Held as Nonprofit Endowments	104,097,827	88,219,729	-	192,317,556
Total Liabilities	<u>133,248,270</u>	<u>90,410,384</u>	<u>(2,028,504)</u>	<u>221,630,150</u>
NET ASSETS				
Unrestricted:				
Undesignated	218,906,195	10,059,333	-	228,965,528
Field of Interest	123,212,554	27,930,344	-	151,142,898
Donor Advised	388,443,015	166,700,317	-	555,143,332
Donor Designated	70,410,478	20,616,046	-	91,026,524
Minority Interest	59,866,886	-	-	59,866,886
Total Unrestricted	<u>860,839,128</u>	<u>225,306,040</u>	<u>-</u>	<u>1,086,145,168</u>
Temporarily Restricted	25,145,599	1,959,403	-	27,105,002
Permanently Restricted	21,925,451	-	-	21,925,451
Total Net Assets	<u>907,910,178</u>	<u>227,265,443</u>	<u>-</u>	<u>1,135,175,621</u>
Total Liabilities and Net Assets	<u>\$ 1,041,158,448</u>	<u>\$ 317,675,827</u>	<u>\$ (2,028,504)</u>	<u>\$ 1,356,805,771</u>

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COMBINING STATEMENT OF ACTIVITY
YEAR ENDED DECEMBER 31, 2017
(SEE INDEPENDENT AUDITORS' REPORT)

	The Saint Paul Foundation & Affiliated Organizations	Minnesota Community Foundation & Affiliated Organizations	Eliminations	Combined
REVENUES, GAINS (LOSSES), AND OTHER SUPPORT				
Contributions	\$ 48,741,593	\$ 26,297,697	\$ (514,160)	\$ 74,525,130
Investment Income, Net of Investment Expenses of \$3,578,978 in 2017	10,924,270	2,770,160	-	13,694,430
Net Unrealized and Realized Investment Gains	94,836,499	25,159,802	-	119,996,301
Administrative Fees	598,832	384,225	(53,620)	929,437
Staff Services	4,169,885	-	(3,474,137)	695,748
Change in Value of Split-Interest Agreements	3,755,758	198,919	-	3,954,677
Other	282,161	159,151	-	441,312
Total Revenues, Gains (Losses), and Other Support	<u>163,308,998</u>	<u>54,969,954</u>	<u>(4,041,917)</u>	<u>214,237,035</u>
EXPENSES				
Program Services:				
Grants	49,265,104	28,278,985	(514,160)	77,029,929
Direct Conduct of Charitable Activity Staff Services for Other Foundations and Nonprofit Organizations	2,852,459	691,553	(309,677)	3,234,335
Direct Fund Expenses	3,746,722	-	(3,164,460)	582,262
Administrative Assessment	1,243,945	1,229,687	-	2,473,632
Other Program Expenses	53,620	-	(53,620)	-
Support Services:	3,264,853	1,085,748	-	4,350,601
Management and General	2,968,856	985,997	-	3,954,853
Fundraising	1,305,246	449,758	-	1,755,004
Total Expenses	<u>64,700,805</u>	<u>32,721,728</u>	<u>(4,041,917)</u>	<u>93,380,616</u>
RECLASSIFICATION OF DONOR ADVISED FUND	(9,749,329)	-	-	(9,749,329)
CHANGE IN NET ASSETS	88,858,864	22,248,226	-	111,107,090
Minority Interest Gain	5,077,200	-	-	5,077,200
TOTAL CHANGE IN NET ASSETS	93,936,064	22,248,226	-	116,184,290
Net Assets - Beginning of Year	813,974,114	205,017,217	-	1,018,991,331
NET ASSETS - END OF YEAR	<u>\$ 907,910,178</u>	<u>\$ 227,265,443</u>	<u>\$ -</u>	<u>\$ 1,135,175,621</u>