Independent Auditor's Report and Consolidated Financial Statements

August 31, 2023 and 2022



August 31, 2023 and 2022

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Independent Auditor's Report

Board of Directors Historic Landmarks Foundation of Indiana, Inc. d/b/a Indiana Landmarks Indianapolis, Indiana

Opinion

We have audited the consolidated financial statements of Historic Landmarks Foundation of Indiana, Inc. d/b/a Indiana Landmarks, and its subsidiary (Indiana Landmarks), which comprise the consolidated statements of financial position as of August 31, 2023 and 2022, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of Indiana Landmarks as of August 31, 2023 and 2022, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are required to be independent of Indiana Landmarks and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Indiana Landmarks' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Indiana Landmarks' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The schedule of net assets details as listed in the table of contents is presented for purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated 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 consolidated financial statements as a whole.



Indianapolis, Indiana December 4, 2023

Consolidated Statements of Financial Position August 31, 2023 and 2022

Assets

	 2023	2022
Cash and cash equivalents	\$ 2,459,688	\$ 4,094,579
Contributions receivable, net of allowance for loss,		
2023 - \$19,200; 2022 - \$58,200	801,400	349,967
Prepaid expenses and other receivables	60,450	152,624
Real estate held for renovation, restoration and resale	2,735,944	3,494,630
Notes receivable, net of allowance for loss,		
2023 - \$75,000; 2022 - \$135,000	450,937	515,267
Investments	88,773,512	72,427,325
Property and equipment	15,937,723	16,516,224
Right-of-use asset - operating lease	119,891	-
Beneficial interest in assets held by CICF	 259,417	 269,939
Total assets	\$ 111,598,962	\$ 97,820,555
Liabilities		
Accounts payable and accrued expenses	\$ 529,098	\$ 702,777
Operating lease liability	119,891	-
Annuities payable	12,217	13,826
Deferred revenue - life estates	141,766	150,023
Total liabilities	 802,972	 866,626
Net Assets		
Without donor restrictions	36,382,444	35,843,398
With donor restrictions	74,413,546	61,110,531
Total net assets	 110,795,990	 96,953,929
Total liabilities and net assets	\$ 111,598,962	\$ 97,820,555

Consolidated Statement of Activities Year Ended August 31, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue, Gains and Other Support			
Contributions of cash and other financial assets	\$ 918,254	\$ 10,497,103	\$ 11,415,357
Contributions of nonfinancial assets	450,660	250,000	700,660
Other grants	542,060	48,156	590,216
Membership dues	119,765	-	119,765
Tour income	253,629	-	253,629
Consulting, ticket sales and other	511,520	-	511,520
Rents	216,445	-	216,445
Investment return designated for current operations	2,957,560	223,109	3,180,669
Net gain on sale and write-down of real estate	535,263		535,263
	6,505,156	11,018,368	17,523,524
Net assets released from restrictions	931,413	(931,413)	
Total revenue, gains and other support	7,436,569	10,086,955	17,523,524
Expenses			
Program services			
Preservation services	3,976,226	-	3,976,226
Marketing and membership services	487,733	-	487,733
Events, shops and tours	841,052	-	841,052
Property management and museums	1,340,981	-	1,340,981
Total program services	6,645,992	-	6,645,992
Management and general	803,858	-	803,858
Fund raising	363,184	-	363,184
Total expenses	7,813,034	-	7,813,034
Change in Net Assets Before Other Changes	(376,465)	10,086,955	9,710,490
Other Changes			
Change in beneficial interest in assets held by			
CICF	(10,522)	-	(10,522)
Investment return in excess of amounts			
designated for current operations	926,033	3,216,060	4,142,093
Change in Net Assets	539,046	13,303,015	13,842,061
Net Assets, Beginning of Year	35,843,398	61,110,531	96,953,929
Net Assets, End of Year	\$ 36,382,444	\$ 74,413,546	\$ 110,795,990

Consolidated Statement of Activities Year Ended August 31, 2022

	Without Donor Restrictions		/ith Donor estrictions	Total
Revenue, Gains and Other Support				
Contributions of cash and other financial assets	\$	1,415,423	\$ 5,193,681	\$ 6,609,104
Contributions of nonfinancial assets		308,844	-	308,844
Federal grants		437,833	-	437,833
Other grants		83,918	123,518	207,436
Membership dues		140,815	-	140,815
Tour income		189,663	-	189,663
Consulting, ticket sales and other		434,697	-	434,697
Rents		198,278	-	198,278
Investment return designated for current operations		670,285	2,377,720	3,048,005
Net loss on sale and write-down of real estate		(832,564)	-	(832,564)
		3,047,192	7,694,919	10,742,111
Net assets released from restrictions		3,018,937	(3,018,937)	-
Total revenue, gains and other support		6,066,129	4,675,982	 10,742,111
Expenses				
Program services				
Preservation services		3,440,625	-	3,440,625
Marketing and membership services		425,643	-	425,643
Events, shops and tours		780,255	-	780,255
Property management and museums		1,401,301	-	1,401,301
Total program services		6,047,824	 -	 6,047,824
Management and general		852,309	-	852,309
Fund raising		310,984	-	310,984
Total expenses		7,211,117	 -	7,211,117
Change in Net Assets Before Other Changes		(1,144,988)	4,675,982	3,530,994
Other Changes				
Change in beneficial interest in assets held by				
CICF		(17,747)	-	(17,747)
Investment return (less than) amounts				
designated for current operations		(3,627,794)	 (11,254,538)	 (14,882,332)
Change in Net Assets		(4,790,529)	(6,578,556)	(11,369,085)
Net Assets, Beginning of Year		40,633,927	 67,689,087	 108,323,014
Net Assets, End of Year	\$	35,843,398	\$ 61,110,531	\$ 96,953,929

Consolidated Statement of Functional Expenses Year Ended August 31, 2023

				Progr	am Services	;									
			rketing and		Event		Property nagement			Ma	nagement				
	Pr	eservation	nbership		Shops	inc	and		Total		and		Fund		Total
		Services	ervices	and Tours		Museums		Program		General		Raising		Expenses	
Salaries and wages	\$	1,391,532	\$ 285,481	\$	443,831	\$	86,435	\$	2,207,279	\$	383,002	\$	179,623	\$	2,769,904
Employee benefits		297,142	86,818		112,044		3,191		499,195		103,203		48,468		650,866
Total salaries, wages			 												
and related expenses		1,688,674	372,299		555,875		89,626		2,706,474		486,205		228,091		3,420,770
Professional services and fees		110,766	37,258		12,288		4,787		165,099		142,149		23,641		330,889
Promotion and publicity		8,670	47,030		26,931		-		82,631		1,507		17,341		101,479
Travel, meetings and training		289,857	832		14,031		-		304,720		14,564		81,434		400,718
Utilities		44,051	1,680		10		169,878		215,619		4,487		-		220,106
Contributions, grants and awards		393,912	-		-		-		393,912		-		-		393,912
Maintenance		1,326,295	-		63,666		327,356		1,717,317		4,257		-		1,721,574
Supplies, dues and subscriptions		24,519	3,440		8,888		-		36,847		54,055		2,310		93,212
Postage		1,412	25,194		540		-		27,146		3,211		10,367		40,724
Rental		2,138	-		17,090		-		19,228		5,834		-		25,062
Depreciation		-	-		-		639,471		639,471		37,527		-		676,998
Cost of goods sold		-	-		115,941		-		115,941		-		-		115,941
Insurance		39,207	-		3,842		109,863		152,912		48,818		-		201,730
Interest and taxes		-	-		21,946		-		21,946		1,151		-		23,097
Miscellaneous		46,725	 		4		-		46,729		93		-		46,822
Totals	\$	3,976,226	\$ 487,733	\$	841,052	\$	1,340,981	\$	6,645,992	\$	803,858	\$	363,184	\$	7,813,034

Consolidated Statement of Functional Expenses Year Ended August 31, 2022

					Progr	am Services										
			Ма	arketing			F	Property								
				and Event			Ма	nagement		Ма	nagement					
	Pre	eservation	Mer	nbership		Shops		and	Total		and		Fund	Total		
		Services	Se	ervices	ar	nd Tours	Μ	useums	Program	(General	Raising		E	xpenses	
Salaries and wages	\$	1,067,701	\$	260,208	\$	416,073	\$	81,150	\$ 1,825,132	\$	438,140	\$	180,634	\$	2,443,906	
Employee benefits		243,327		82,140		108,626		1,541	435,634		122,782		52,597		611,013	
Total salaries, wages																
and related expenses		1,311,028		342,348		524,699		82,691	2,260,766		560,922		233,231		3,054,919	
Professional services and fees		221,296		28,817		9,205		77,712	337,030		102,403		38,636		478,069	
Promotion and publicity		16,150		30,066		21,617		-	67,833		843		10,307		78,983	
Travel, meetings and training		109,721		1,295		8,657		-	119,673		12,547		16,888		149,108	
Utilities		50,869		-		-		173,146	224,015		4,447		-		228,462	
Contributions, grants and awards		290,613		-		-		-	290,613		-		-		290,613	
Maintenance		1,328,730		-		43,066		305,157	1,676,953		8,017		3,955		1,688,925	
Supplies, dues and subscriptions		15,904		3,650		14,150		-	33,704		45,611		1,180		80,495	
Postage		3,479		19,467		417		-	23,363		4,024		6,787		34,174	
Rental		2,002		-		17,025		-	19,027		-		-		19,027	
Depreciation		-		-		-		646,161	646,161		37,920		-		684,081	
Cost of goods sold		-		-		117,821		-	117,821		-		-		117,821	
Insurance		42,695		-		3,972		116,434	163,101		46,034		-		209,135	
Interest and taxes		-		-		19,561		-	19,561		30,498		-		50,059	
Miscellaneous		48,138		-		65		-	 48,203		(957)		-		47,246	
Totals	\$	3,440,625	\$	425,643	\$	780,255	\$	1,401,301	\$ 6,047,824	\$	852,309	\$	310,984	\$	7,211,117	

Consolidated Statements of Cash Flows Years Ended August 31, 2023 and 2022

	2023	2022
Operating Activities		
Change in net assets	\$ 13,842,061	\$ (11,369,085)
Items not requiring (providing) cash	+;;;	+ (;-,-,-,-,-,)
Depreciation	676,998	684,081
Realized and unrealized (gains) losses on investments	(5,410,684)	13,171,875
Write-downs and losses on real estate held for		
renovation, restoration and resale	280,907	832,564
Provision for uncollectible notes receivable	(60,000)	12,500
Use of property in lieu of loan payment	5,835	-
Change in beneficial interest in assets held by CICF	10,522	17,747
Donated property	(660,000)	(220,000)
Endowment contributions received	-	(4,000,000)
Changes in		
Contributions receivable	(451,433)	194,831
Prepaid expenses and other assets	92,174	(51,198)
Real estate held for renovation, restoration and resale	1,137,779	1,246,644
Accounts and annuities payable and other liabilities	(233,795)	268,383
Net cash provided by operating activities	9,230,364	788,342
Investing Activities		
Purchase of investments	(16,038,443)	(5,117,330)
Sales and maturities of investments	5,102,940	4,672,513
Principal payments received on notes receivable	233,495	158,527
Advances on notes receivable	(115,000)	(142,000)
Purchase of property and equipment	(165,019)	(247,250)
Proceeds from sale of property and equipment	116,772	117,859
Net cash used in investing activities	(10,865,255)	(557,681)
Financing Activities		
Principal payments on notes payable	-	(1,351,156)
Proceeds from endowment contributions	-	4,000,000
Net cash provided by financing activities		2,648,844
Net (Decrease) Increase in Cash and Cash Equivalents	(1,634,891)	2,879,505
Cash and Cash Equivalents, Beginning of Year	4,094,579	1,215,074
Cash and Cash Equivalents, End of Year	\$ 2,459,688	\$ 4,094,579
Supplemental Cash Flows Information		
Property and equipment included in payables at year end	\$ 50,250	\$ -
Property and equipment included in payables at year end Property and equipment transferred to real estate	φ 50,250	φ –
held for resale (net of write-down of \$0 - 2023		
and \$351,381 - 2022)		250,000
ana \$551,501 - 2022)	-	230,000

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 1: Nature of Operations and Summary of Significant Accounting Policies

General

Historic Landmarks Foundation of Indiana, Inc. (Foundation) was incorporated as a nonprofit organization and commenced operations in September 1960 under the laws of the State of Indiana. The Foundation's purpose is to preserve architecturally and historically significant buildings, sites and districts in Indiana. In addition to its preservation activities, the Foundation manages and maintains its museum facilities, and conducts tours and other special events. The Foundation has regional offices in Cambridge City, New Albany, Terre Haute, South Bend and Indianapolis, with field offices in Aurora, Evansville and Gary-Miller Beach and Wabash. The headquarters are located in Indianapolis. The Foundation's revenue and other support are derived principally from contributions and investment return.

Principles of Consolidation

The consolidated financial statements include the accounts of the Foundation and the John E. Christian Family Memorial Trust. All material intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues, expenses, gains, losses and other changes in net assets during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the consolidated statements of cash flows, the Foundation considers all highly liquid debt instruments, if any, purchased with an original maturity of three months or less to be cash equivalents. At August 31, 2023, cash equivalents consisted of money market funds.

The balance in excess of the insured amount was approximately \$1,410,000 at August 31, 2023.

Real Estate Held for Renovation, Restoration and Resale

Real estate held for renovation, restoration and resale is recorded at the lower of cost (or fair value at the date of gift) or fair value.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Investments and Investment Return

Investments are carried at fair value. Realized and unrealized gains and losses are reflected in the consolidated statements of activities.

The Foundation has significant investments in mutual and hedge funds and is therefore subject to various risks, such as interest rate, market and credit risks. Although the fair value of investments is subject to fluctuations on a year-to-year basis, management believes the investment policy is prudent for the long-term welfare of the Foundation.

The fair values used for hedge funds may not have quoted market prices available, but values are provided by management for these funds. These estimated values are subject to uncertainty and, therefore, may differ significantly from the value that would be realized if a market for such investments existed.

Investment returns are initially restricted by donor stipulation and for which the restriction will be satisfied in the same year is included in net assets without donor restriction. Other investment returns are reflected in the consolidated statements of activities as without donor restrictions or with donor restrictions based upon the existence and nature of any donor or legally imposed restrictions.

The Foundation maintains pooled investment accounts for its endowments. Investment income and realized and unrealized gains and losses from securities in the pooled investment accounts are allocated monthly to the individual endowments based on the relationship of the fair value of the interest of each endowment to the total fair value of the pooled investment accounts, as adjusted for additions to or deductions from those accounts.

Allowance for Losses on Notes Receivables

Allowances are recorded to reflect losses based on management's continuing review and evaluation of the receivables and its judgment as to the impact of economic conditions on the receivables. The evaluation by management includes consideration of the current condition and amount of receivables outstanding, and the probability of collecting all amounts due. Impaired receivables are measured by the present value of expected future cash flows, or the fair value of the collateral of the receivable, if collateral dependent, whichever is less. Management determines past due status of each note receivable on an individual basis when the borrower is in default based on the terms of the loan agreement. Management stops accruing interest on impaired loans when it is deemed unlikely that the borrower will be able to pay the full balance in accordance with the loan agreement.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Property and Equipment

Historic structures, collection items and business property and equipment are recorded at cost upon acquisition or, if donated, at fair value as of the date of gift. Major restorations are capitalized and depreciated while expenditures in the nature of normal repairs and maintenance are charged to expense as incurred.

Historic structures and collections are reported as property held for permanent use and demonstration are not depreciated.

Depreciation of business property and equipment is computed using the straight-line method over estimated useful lives as follows:

	Years
Land improvements	10 to 20
Buildings, building improvements and fixtures	20 to 40
Furniture and equipment including computer equipment	5 to 10
Vehicles	5

Long-Lived Asset Impairment

The Foundation evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value.

No asset impairment was recognized during the years ended August 31, 2023 and 2022.

Income Taxes

The Foundation is exempt from federal income taxes under Section 501(c)(3) of the U.S. Internal Revenue Code. The Foundation is not considered to be a private foundation. The Foundation files tax returns in the U.S. federal jurisdiction. Management of the Foundation is not aware of any uncertain tax positions as of August 31, 2023.

Net Assets With Donor Restrictions

Net assets with donor restrictions are those whose use by the Foundation has been limited by donors to a specific time period or purpose. A portion of net assets with donor restrictions have been restricted by donors to be maintained by the Foundation in perpetuity.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Contributions

Contributions are provided to the Foundation either with or without restrictions placed on the gift by the donor. Revenues and net assets are separately reported to reflect the nature of those gifts – with or without donor restrictions. The value recorded for each contribution is recognized as follows:

Nature of the Gift	Value Recognized
Conditional gifts, with or without restriction	
Gifts that depend on the Foundation overcoming a donor-imposed barrier to be entitled to the funds	Not recognized until the gift becomes unconditional, <i>i.e.</i> the donor-imposed barrier is met
Unconditional gifts, with or without restriction	
Received at date of gift – cash and other assets	Fair value
Received at date of gift – property, equipment and long-lived assets	Estimated fair value
Expected to be collected within one year	Net realizable value
Collected in future years	Initially reported at fair value determined using the discounted present value of estimated future cash flows technique

In addition to the amount initially recognized, revenue for unconditional gifts to be collected in future years is also recognized each year as the present-value discount is amortized using the level-yield method.

When a donor stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statements of activities as net assets released from restrictions. Absent explicit donor stipulations for the period of time that long-lived assets must be held, expirations of restrictions for gifts of land, buildings, equipment and other long-lived assets are reported when those assets are placed in service.

Gifts and investment income having donor stipulations which are satisfied in the period the gift is received are recorded as revenue and net assets without donor restrictions.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Contributed Services

Contributions of services are recognized as revenue at their estimated fair value only when the services received create or enhance nonfinancial assets or require specialized skills possessed by the individuals providing the service and the service would typically need to be purchased if not donated.

Expense Allocation

The costs of supporting the various programs and other activities have been summarized on a functional basis in the consolidated statements of activities. The consolidated statements of functional expenses present the natural classification detail of expenses by function. Expenses have been classified as program services, management and general, and fund raising based on the actual direct expenditures and cost allocations based upon estimates of time spent by Foundation personnel.

Note 2: Revenue From Contracts With Customers

Tour Revenue

The Foundation offers guided tours of various historic sites across Indiana. Tickets for these tours are purchased in advance and the Foundation recognizes revenue at the point in time when the tour is conducted.

Membership Revenue

Revenue from contracts with members for annual dues is reported at the amount that reflects the consideration which the Foundation expects to receive in exchange for providing membership benefits. Membership benefits primarily include member discounts, exclusive member tours, events, and preservation experts and resources. These amounts are due from members and do not include variable consideration. Any discounts available are realized at the time of sale. Revenue is recognized as performance obligations are satisfied, which is ratably over the membership term. All memberships last one calendar year.

Consulting Revenue

The Foundation has consulting contracts with cities in Indiana relating to historic preservation tasks. The performance obligations are determined based on the nature of the services provided by the Foundation in accordance with the contract. This revenue is recognized evenly over the length of the contract.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Tickets, Gift Shop, and Other Revenue

Revenue is measured as the amount of consideration the Foundation expects to receive in exchange for transferring distinct goods or providing services to customers. Tickets for various events are purchased ahead of time and revenue is recognized at the time of the event the ticket relates to. Gift shop sales are recognized and paid for at the time of purchase.

Transaction Price and Recognition

The Foundation determines the transaction price based on standard charges for goods and services provided, reduced by discounts provided in accordance with the Foundation's policy and implicit price concessions provided to customers. The Foundation determines its estimates of explicit price concessions based on its discount policies. Any available discounts are taken at the time of sale. The Foundation determines its estimate of implicit price concessions based on its historical collection experience with this class of customers. At August 31, 2023, 2022 and 2021, accounts receivable totaled \$14,660, \$133,632 and \$86,669, respectively.

From time to time, the Foundation will receive overpayments of customer balances resulting in amounts owed back to either the customers or third parties. These amounts are excluded from revenues and are recorded as liabilities until they are refunded. The Foundation has not incurred material refunds in the past and, accordingly, has not provided for a refund liability as of August 31, 2023 and 2022. The Foundation also receives payments in advance or deposits which represent contract liabilities of \$132,568, \$106,435 and \$71,995 at August 31, 2023, 2022 and 2021, respectively.

Subsequent changes to the estimate of the transaction price are generally recorded as adjustments to revenue in the period of the change. For the years ended August 31, 2023 and 2022, no additional revenues were recognized due to changes in its estimates of implicit price concessions, discounts and contractual adjustments for the performance obligations satisfied in prior years.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Disaggregation of Contract Revenue

The composition of contract revenue for the years ended August 31, 2023 and 2022 is as follows:

	 2023	2022		
Membership	\$ 119,765	\$	140,815	
Tours	253,629		189,663	
Consulting	95,209		80,065	
Tickets, gift shop, and other	 416,311		354,632	
	\$ 884,914	\$	765,175	

The timing of recognition of contract revenue for the years ended August 31, 2023 and 2022 are as follows:

	2023			2022
Timing of revenue and recognition Services transferred over time Services transferred at a point in time	\$	214,974 669,940	\$	220,880 544,295
	\$	884,914	\$	765,175

Note 3: Contributions Receivable

	 2023		2022
Due within one year	\$ 770,154	\$	209,818
Due in one to five years	55,100		211,900
	 825,254		421,718
Less:			
Allowance for uncollectible contributions	(19,200)		(58,200)
Unamortized discount	 (4,654)		(13,551)
	\$ 801,400	\$	349,967

Contributions receivable are assets with donor restrictions within the consolidated financial statements. Once collected and if use is not restricted, the funds are released from restriction within the consolidated financial statements.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 4: Conditional Gifts

The Foundation received a conditional gift of \$500,000 as of August 31, 2020. During 2022, \$437,833 of this gift was recognized in the consolidated financial statements. The gift was a conditional promise to give upon the Foundation incurring qualifying expenses. The balance remaining available to draw on this grant at August 31, 2022 is \$0.

The Foundation received a conditional gift of \$650,000 on September 1, 2022. During 2023, \$0 of this gift was recognized in the consolidated financial statements. The gift was a conditional promise to give upon the Foundation incurring qualifying expenses. The balance remaining available to draw on this grant at August 31, 2023 is \$650,000.

Note 5: Contributed Nonfinancial Assets

For the years ended August 31, 2023 and 2022, contributed nonfinancial assets recognized within the consolidated statements of activities included:

	 2023	2022
Property Other	\$ 660,000 40,660	\$ 220,000 88,844
	\$ 700,660	\$ 308,844

The nonfinancial assets listed above were recognized within revenue. Unless otherwise noted, contributed nonfinancial assets did not have donor-imposed restrictions.

Property

Contributed property is included in real estate held for renovation, restoration, and resale. In valuing the contributed property, the Foundation records fair value based on selling price or appraised value of the property.

Other

Other contributed nonfinancial assets include gift shop space, amortization of life estate, and miscellaneous donated items. The Foundation estimated fair value based on the value that would be received for selling those items.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 6: Real Estate Held for Renovation, Restoration and Resale

The Foundation frequently obtains ownership of historic properties. These are either endangered properties or properties which have been donated to the Foundation. The mission of the Foundation is to sell these properties with protective covenants attached to the deed. Below is the activity for these assets:

			2	023		
	B	eginning Balance	 dditions/ ransfers	•	Disposals/ Fransfers/ /rite-Downs	Ending Balance
General Fund Endangered Places Fund - Marion County Endangered Places Fund - Statewide Northern Indiana Preservation Fund	\$	1,979,588 47,077 977,965 490,000	\$ 39,413 - 1,426,510 -	\$	(1,392,275) (47,077) (785,257)	\$ 626,726 - 1,619,218 490,000
	\$	3,494,630	\$ 1,465,923	\$	(2,224,609)	\$ 2,735,944
	B	eginning Balance	 2 dditions/ ransfers	•	Disposals/ Fransfers/ /rite-Downs	Ending Balance
General Fund Endangered Places Fund - Marion County Endangered Places Fund - Statewide Northern Indiana Preservation Fund	\$	3,049,695 347,077 865,684 490,000	\$ 529,893 - 1,081,589 -	\$	(1,600,000) (300,000) (969,308)	\$ 1,979,588 47,077 977,965 490,000

Based on appraisals and offering prices, the Foundation determines from time to time that the estimated fair value of certain property held for resale could be less than its carrying value. In such situations, the Foundation reduces the carrying value of the property to fair value. The write-down reflected in the consolidated statements of activities was \$280,907 in 2023 and \$773,361 in 2022. The amount the Foundation will ultimately realize on real estate held for resale could differ materially from the estimated value in the near term, based on actual sales or changes in external factors.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 7: Notes Receivable

Notes receivable from local preservation organizations consist of loans made to such organizations, which generally bear interest at rates less than the current market rate of interest prevailing at the time the loans were made. These notes are scheduled to mature within the next three years.

Substantially all of the receivables are collateralized by mortgages on the related property. Interest on their receivables is accrued monthly at the rate established in the loan agreements.

The Foundation has provided an allowance for loss on receivable balance of \$75,000 and \$135,000 at August 31, 2023 and 2022, respectively, due to economic conditions affecting the Foundation's collateral. The average balance of impaired receivables was \$155,000 and \$180,000 during 2023 and 2022, and the outstanding balances at August 31, 2023 and 2022 were \$75,000 and \$135,000, respectively.

Note 8: Investments

The Foundation's investments are as follows:

	2023	2022
Domestic equity securities	\$ 6,253,479	\$ 5,911,972
Equity mutual funds		
Domestic	26,278,216	24,582,859
International	23,905,652	20,859,395
Fixed income mutual funds		
Domestic	12,668,849	10,736,757
International	2,168,624	2,180,161
US treasury notes	9,344,523	-
Corporate hedge funds		
Multi-strategy hedge fund	3,902,913	3,711,371
Commodity mutual funds	4,251,256	4,444,810
	\$ 88,773,512	\$ 72,427,325

The Foundation invests in certain mutual funds that allow for the use of derivatives within guidelines established in the Foundation's investment policies.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

The following schedules summarize the investment return and its classification in the consolidated statements of activities:

	Wit	hout Donor	v	2023 /ith Donor	
	Re	estrictions	R	estrictions	Total
Dividends and interest	\$	984,605	\$	927,473	\$ 1,912,078
Net realized and unrealized gains		2,898,988		2,511,696	 5,410,684
Total gain on investments		3,883,593		3,439,169	 7,322,762
Investment return designated for operations		2,957,560		223,109	 3,180,669
Investment return in excess of amounts					
designated for operations	\$	926,033	\$	3,216,060	\$ 4,142,093
	Wit	hout Donor	W	2022 /ith Donor	

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	R	estrictions	Restrictions	Total
Dividends and interest	\$	172,314	\$ 1,165,234	\$ 1,337,548
Net realized and unrealized loss		(3,129,823)	(10,042,052)	(13,171,875)
Total loss on investments		(2,957,509)	(8,876,818)	(11,834,327)
Investment return designated for operations		670,285	2,377,720	3,048,005
Investment return in excess of amounts designated for operations	\$	(3,627,794)	\$ (11,254,538)	\$ (14,882,332)

Alternative Investments

The fair value of alternative investments has been estimated using the net asset value per share of the investments. Alternative investments held at August 31 consist of the following:

			2023	3	
	Fai Valu			Redemption Frequency	Redemption Notice Period
Multi-strategy hedge fund (A)	\$ 3,90	02,913 \$	-	Annually	45-105 days
			202	2	
	Fai Valu			Redemption Frequency	Redemption Notice Period
Multi-strategy hedge fund (A)	\$ 3,7	\$	-	Annually	45-105 days

(A) This category includes investment in a hedge fund at August 31, 2023 and 2022 that pursues multiple strategies to diversify risks and reduce volatility. The fund's composite portfolio includes investments in U.S. common stocks, global real estate projects and arbitrage investments.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 9: Property and Equipment

The Foundation's property and equipment balances are as follows:

	2023	2022
Land improvements	\$ 1,262,275	\$ 1,206,058
Buildings and fixtures	18,399,577	18,399,577
Leasehold improvements	24,603	-
Furniture	566,034	566,034
Equipment, including computers	510,778	510,778
	20,763,267	20,682,447
Accumulated depreciation	(9,401,434)	(8,737,156)
	11,361,833	11,945,291
Land	610,774	610,774
Property held for permanent use and demonstration	3,886,273	3,886,273
Inventory on hand	78,843	73,886
	\$ 15,937,723	\$ 16,516,224

Note 10: Beneficial Interest in Assets Held by CICF

During 1999, the Foundation entered into an agreement with the Central Indiana Community Foundation (CICF) to establish a fund to support local non-profits working to preserve and protect historic properties and neighborhoods in Marion County, Indiana. During 2006, the agreement with CICF was revised and under the terms of the current agreement, the Foundation will receive annual distributions of 5% of the assets of the fund. An additional annual distribution of 1% of the assets of the fund can be used by the Foundation for overhead expenses. The Foundation has granted variance power to CICF. Because the Foundation is specified as the beneficiary, the Foundation has recorded its beneficial interest in the assets of CICF.

Note 11: Leases

Change in Accounting Principle

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. This ASU requires lessees to recognize a lease liability and a right-of-use (ROU) asset on a discounted basis, for substantially all leases, as well as additional disclosures regarding leasing arrangements. Disclosures are required to enable users of financial statements to assess the amount, timing and uncertainty of cash flows arising from leases. In July 2018, the FASB issued ASU 2018-11, *Leases (Topic 842): Targeted Improvements*, which provides an optional transition method of applying the new lease standard. Topic 842 can be applied using either a modified retrospective approach at the beginning of the earliest period presented or, as permitted by ASU 2018-11, at the beginning of the period in which it is adopted, *i.e.*, the comparatives under ASC 840 option.

Historic Landmarks Foundation of Indiana, Inc. d/b/a Indiana Landmarks Notes to Consolidated Financial Statements August 31, 2023 and 2022

The Foundation adopted Topic 842 on September 1, 2022 (the effective date), using the comparatives under ASC 840 transition method, which applies Topic 842 at the beginning of the period in which it is adopted. Prior period amounts have not been adjusted in connection with the adoption of this standard. The Foundation elected the package of practical expedients under the new standard, which permits entities to not reassess lease classification, lease identification or initial direct costs for existing or expired leases prior to the effective date. The Foundation has lease agreements with nonlease components that relate to the lease components. The Foundation elected the practical expedient to account for nonlease components and the lease components to which they relate as a single lease component for all. Also, the Foundation elected to keep short-term leases with an initial term of 12 months or less off the consolidated statement of financial position. The Foundation did not elect the hindsight practical expedient in determining the lease term for existing leases as of September 1, 2022.

There was no impact of adoption as of the adoption date The standard did not significantly affect our consolidated statements of operations, comprehensive income or cash flows.

Accounting Policies

The Foundation determines if an arrangement is a lease or contains a lease at inception. Leases result in the recognition of ROU assets and lease liabilities on the consolidated statements of financial position. ROU assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make lease payments arising from the lease, measured on a discounted basis. The Foundation determines lease classification as operating or finance at the lease commencement date.

The Foundation combines lease and nonlease components, such as common area and other maintenance costs, and accounts for them as a single lease component in calculating the ROU assets and lease liabilities for its office building.

At lease commencement, the lease liability is measured at the present value of the lease payments over the lease term. The ROU asset equals the lease liability adjusted for any initial direct costs, prepaid or deferred rent, and lease incentives. The Foundation uses the implicit rate when readily determinable. As most of the leases do not provide an implicit rate, the Foundation uses its incremental borrowing rate based on the information available at the commencement date to determine the present value of lease payments. Incremental borrowing rates used to determine the present value of lease payments were derived by reference to the Foundation's line of credit rate corresponding to the lease commencement date.

The lease term may include options to extend or to terminate the lease that the Foundation is reasonably certain to exercise. Lease expense is generally recognized on a straight-line basis over the lease term. Lease expense is generally recognized on a straight-line basis over the lease term.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Nature of Leases

The Foundation has entered into the following lease arrangement:

Operating Leases

The Foundation has a lease for office space that expires in 2033. This lease does not contain renewal options and requires the Foundation to pay all executory costs (property taxes, maintenance and insurance). Lease payments are fixed throughout the life of the lease at \$1,417 per month. The monthly lease payment consists of a noncash portion of \$1,167 for rent and \$250 cash portion for operating expenses. The noncash portion is paid through a credit to the note receivable held with the landlord. Termination of the leases is generally prohibited unless there is a violation under the lease agreement. The Foundation has no material related-party leases. The Foundation's lease agreements do not contain any material residual value guarantees or material restrictive covenants.

Quantitative Disclosures

Operating lease cost for the year ended August 31, 2023 was \$7,085. The discount rate is 7.0% and remaining life is 9.7 years. During the year, a \$123,458 right-of-use asset was obtained in exchange for an operating lease liability.

Future minimum operating lease payments at August 31, 2023 were:

	Operating Leases	
2024	\$	17,004
2025		17,004
2026		17,004
2027		17,004
2028		17,004
Thereafter		79,352
Total future undiscounted lease payments		164,372
Less interest		44,481
Lease liability	\$	119,891

There were no lease payments outstanding at August 31, 2022.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 12: Line of Credit

In October 2021, the Foundation entered into a \$2,500,000 revolving line of credit expiring October 7, 2023. At August 31, 2023, there was \$0 borrowed against this line. The line is collateralized by substantially all of the Foundation's assets. Interest varies with the bank's prime rate less 1%, which was 7.5% percent at August 31, 2023, and is payable monthly. The line of credit was not renewed subsequent to year end.

Note 13: Annuities Payable

The Foundation has been the recipient of several gift annuities, which require future payments to the donors or their named beneficiaries. The assets received from the donors are recorded at fair value. The Foundation has recorded a liability at August 31, 2023 and 2022 of \$12,217 and \$13,826, respectively, which represents the present value of the future annuity obligations. The liability has been determined using a discount rate of 6.9%.

Note 14: Deferred Revenue - Life Estates

The Foundation has been the recipient of several life estates. The properties received from the donors are recorded at fair value. The Foundation has recorded a liability at August 31, 2023 and 2022 of \$141,766 and \$150,023, respectively, which represents the amount of the discount for future interest. The liability has been determined using a discount rate of 5.4%.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 15: Net Assets With Donor Restrictions

Net assets with donor restrictions are available for the following purposes or periods:

	2023	2022
Subject to expenditure for specified purpose:		
Preservation Service Program Activities		
Designated grants	\$ 11,749,328	\$ 1,833,343
Awards and Promotion	2,409,451	2,298,649
Maintenance of Kemper House	362,018	362,018
Maintenance of Morris Butler House	301,064	301,064
Veraestau Historic Site	2,372,764	2,323,082
	17,194,625	7,118,156
Subject to the passage of time:		.,
For periods after August 31, 2023 and 2022	1,602,794	1,173,779
Endowments:		
Accumulated investment earnings, subject to appropriation		
and expenditures when a specified event occurs		
Restricted by donors for:		
Any activity of the organization	28,909,953	26,979,773
Endangered Places Grant	237,015	174,707
Montgomery County Projects	17,916	11,779
Black Heritage	54,190	(166,803)
Maintenance of the Indiana Landmarks Center	953,249	754,121
Support of regional offices	1,526,505	1,197,970
Total	31,698,828	28,951,547
Property and equipment to be held in perpetuity:		
Property to be used as historic house museum and		
preservation center	1,917,250	1,867,000
Amounts to be held in perpetuity, income restricted by		
donors for the following purposes:		
Endangered Places Program Director	500,000	500,000
Endangered Places grants	1,000,000	1,000,000
Montgomery County projects	103,931	103,931
Black Heritage	4,000,000	4,000,000
Any activity of the organization	8,896,118	8,896,118
Historic Preservation Endowment Fund:		
Maintenance of Indiana Landmarks Center	3,000,000	3,000,000
Support of regional offices	4,500,000	4,500,000
	22,000,049	22,000,049
Total endowments	55,616,127	52,818,596
	\$ 74,413,546	\$ 61,110,531

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 16: Net Assets Released From Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors.

	2023	2022
Satisfaction of purpose restrictions: Preservation services program expenses	\$ 707,839	\$ 649,450
Endowment appropriation in excess of current year earnings Satisfaction of time restriction	 223,574	 2,166,822 202,665
Total net assets released from restriction	\$ 931,413	\$ 3,018,937

Note 17: Endowment

The Foundation's endowment consists of nineteen individual funds established for a variety of purposes. The endowment includes both donor-restricted endowment funds and funds designated by the governing body to function as endowments (board-designated endowment funds). As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with endowment funds, including board-designated endowment funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Foundation's governing body has interpreted the State of Indiana's Prudent Management of Institutional Funds Act (SPMIFA) as requiring preservation of the historic dollar 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, for accounting and financial statement purposes, the Foundation classifies as net assets with donor restrictions (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 donor-restricted endowment funds is classified as net assets with donor restriction until those amounts are appropriated for expenditure by the Foundation in a manner consistent with the standard of prudence prescribed by SPMIFA. In accordance with SPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- 1. Duration and preservation of the fund
- 2. Purposes of the Foundation and the fund
- 3. General economic conditions
- 4. Possible effect of inflation and deflation
- 5. Expected total return from investment income and appreciation or depreciation of investments
- 6. Other resources of the Foundation
- 7. Investment policies of the Foundation

Notes to Consolidated Financial Statements August 31, 2023 and 2022

The composition of net assets by type of endowment fund at August 31, 2023 and 2022 was:

		2023	
	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds Board-designated endowment funds	\$	\$ 55,616,127	\$ 55,616,127 12,205,597
Total endowment funds	\$ 12,205,597	\$ 55,616,127	\$ 67,821,724
		2022	
	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds Board-designated endowment funds	\$ - 11,002,000	\$ 52,818,596	\$ 52,818,596 11,002,000

\$

11,002,000

\$ 52,818,596

\$

63,820,596

Changes in endowment net assets for the years ended August 31, 2023 and 2022 were:

Total endowment funds

				2023	
	Without Donor Restrictions		With Donor Restrictions		Total
Endowment net assets, beginning of year	\$	11,002,000	\$	52,818,596	\$ 63,820,596
Investment return		3,378,066		2,747,281	6,125,347
Contributions		1,085,191		-	1,085,191
Appropriation of endowment assets for					
expenditure and actual expenditures		(4,123,969)		-	(4,123,969)
Other changes		864,309		50,250	 914,559
Endowment net assets, end of year	\$	12,205,597	\$	55,616,127	\$ 67,821,724

Notes to Consolidated Financial Statements August 31, 2023 and 2022

			2022	
	 thout Donor estrictions	-	Vith Donor estrictions	Total
Endowment net assets, beginning of year	\$ 13,914,940	\$	59,038,037	\$ 72,952,977
Investment return	(1,857,984)		(8,052,619)	(9,910,603)
Contributions	402,610		4,000,000	4,402,610
Appropriation of endowment assets for				
expenditure and actual expenditures	(1,737,662)		(2,166,822)	(3,904,484)
Other changes	 280,096		-	 280,096
Endowment net assets, end of year	\$ 11,002,000	\$	52,818,596	\$ 63,820,596

Amounts of donor-restricted endowment funds classified as net assets with donor restrictions at August 31, 2023 and 2022, consisted of:

	2023	2022
Net assets with donor restrictions - portion of perpetual endowment funds required to be retained permanently by explicit donor stipulation or SPMIFA	\$ 23,917,299	\$ 23,867,049
Net assets with donor restrictions - portion of perpetual endowment funds subject to a time restriction under SPMIFA without purpose restrictions Net assets with donor restrictions - portion of perpetual	\$ 28,909,953	\$ 26,979,773
endowment funds subject to a time and purpose restriction under SPMIFA	2,788,875	1,971,774
	\$ 31,698,828	\$ 28,951,547

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level the Foundation is required to retain as a fund of perpetual duration pursuant to donor stipulation or SPMIFA. No deficiencies existed at August 31, 2023. At August 31, 2022, endowment funds with original gift values of \$4,000,000, fair value of \$3,833,197, and deficiencies of \$166,803 were reported in net assets with donor restrictions.

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs and other items supported by its endowment while seeking to maintain the purchasing power of the endowment. Endowment assets include those assets of donor-restricted endowment funds the Foundation must hold in perpetuity or for donor-specified periods, as well as those of board-designated endowment funds. Under the Foundation's policies, endowment assets are invested in a manner that is intended to produce results that exceed 5% plus the rate of inflation, while assuming a below average level of investment risk. The Foundation expects its endowment funds to provide an average rate of return of approximately 8% annually over time. Actual returns in any given year may vary from this amount.

Historic Landmarks Foundation of Indiana, Inc. d/b/a Indiana Landmarks Notes to Consolidated Financial Statements August 31, 2023 and 2022

To satisfy its long-term rate of return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both current yield (investment income such as dividends and interest) and capital appreciation (both realized and unrealized). The Foundation targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

The Foundation has a policy (the spending policy) of appropriating for expenditure 4.5% for the years ended August 31, 2023 and 2022, of its endowment fund's average fair value over the prior twenty quarters as of June 30 preceding the year in which expenditure is planned. In establishing this policy, the Foundation considered the long-term expected return on its endowment. Accordingly, over the long-term, the Foundation expects the current spending policy to allow its endowment to grow at an average of 5.0% annually. This is consistent with the Foundation's objective to maintain the purchasing power of endowment assets held in perpetuity or for a specified term, as well as to provide additional real growth through new gifts and investment return. For board-designated endowment funds, the Foundation releases funds for actual expenditures, not the amount under the spending policy. The Foundation has a policy that permits spending from underwater endowment funds depending on the degree to which the fund is underwater, unless otherwise precluded by donor stipulations or laws and regulations.

In December 2015, the Foundation received an endowment grant of \$7,500,000 from the Lilly Endowment, Inc. Those funds are reflected in the Historic Preservation Endowment Fund within the net assets with donor restrictions. The conditions attached to this grant allow the Foundation to invest and make withdrawals from the grant in a manner consistent with the Foundation's prudent management of other donor-designated endowments. As is consistent with the Foundation's spending policy, the grant fund's fair value at June 30 is used to establish allowable expenditures for the subsequent fiscal year. Should the fair value of the grant fund fall below the original grant amount, the allowable spending for the next fiscal year is limited to 2% of the grant fund balance.

Note 18: Employee Benefits

The Foundation provides a 403(b) retirement program for employees who meet certain length of service requirements. Eligible employees include those with more than two years of service. Participating employees contribute 1% of wages to obtain the Foundation's matching contribution of 4% of wages. After seven years of service, the Foundation will increase its contribution to 8% of wages if the employee contributes a minimum of 2% of wages. Contributions are invested in individual tax-deferred annuity contracts. The Foundation's contributions for the years ended August 31, 2023 and 2022 were \$140,076 and \$139,375, respectively.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Note 19: Disclosures About Fair Value of Assets and Liabilities

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. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

- Level 1 Quoted prices in active markets for identical assets or liabilities
- Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- Level 3 Unobservable inputs supported by little or no market activity and are significant to the fair value of the assets or liabilities

Recurring Measurements

The following tables present the fair value measurements of assets recognized in the accompanying consolidated statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at August 31, 2023 and 2022:

					2023 Fair Value Measurements Using																							
	Fair Value																				N	oted Prices in Active larkets for Identical Assets (Level 1)	Signi Ot Obse Ing	ficant her rvable outs /el 2)	Si Unc	gnificant observable Inputs Level 3)	Me	vestments easured at NAV ^(A)
Investments																												
Domestic equity securities	\$	6,253,479	\$	6,253,479	\$	-	\$	-	\$	-																		
Equity mutual funds																												
Domestic		26,278,216		26,278,216		-		-		-																		
International		23,905,652		23,905,652		-		-		-																		
Fixed income mutual funds																												
Domestic		12,668,849		12,668,849		-		-		-																		
International		2,168,624		2,168,624		-		-		-																		
US treasury notes		9,344,523		9,344,523		-		-		-																		
Multi-strategy hedge fund		3,902,913		-		-		-		3,902,913																		
Commodity mutual funds		4,251,256		4,251,256		-		-		-																		
		88,773,512		84,870,599		-		-		3,902,913																		
Cash and cash equivalents -																												
money market funds		970,062		970,062		-		-		-																		
Beneficial interest in assets held by																												
CICF		259,417		-		-		259,417		-																		
	\$	90,002,991	\$	85,840,661	\$	-	\$	259,417	\$	3,902,913																		

Notes to Consolidated Financial Statements August 31, 2023 and 2022

			2022 Fair Value Measurements Using															
	Fair Value										N	ioted Prices in Active Markets for Assets (Level 1)	Ot Inj	ificant ther outs vel 2)		gnificant Inputs Level 3)		vestments easured at NAV ^(A)
Investments																		
Domestic equity securities	\$	5,911,972	\$	5,911,972	\$	-	\$	-	\$	-								
Equity mutual funds																		
Domestic		24,582,859		24,582,859		-		-		-								
International		20,859,395		20,859,395		-		-		-								
Fixed income mutual funds																		
Domestic		10,736,757		10,736,757		-		-		-								
International		2,180,161		2,180,161		-		-		-								
Multi-strategy mutual funds		3,711,371		-		-		-		3,711,371								
Commodity mutual funds		4,444,810		4,444,810		-		-		-								
		72,427,325		68,715,954		-		-		3,711,371								
Cash and cash equivalents -																		
money market funds		2,442,989		2,442,989		-		-		-								
Beneficial interest in assets held by																		
CICF		269,939				-		269,939		-								
	\$	75,140,253	\$	71,158,943	\$	-	\$	269,939	\$	3,711,371								

(A) Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts included above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated statement of financial position.

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated statements of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the years ended August 31, 2023 or 2022. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Money Market Funds

Where quoted market prices are available in an active market, money market mutual funds are classified within Level 1 of the valuation hierarchy.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Investments

Where quoted market prices are available in an active market, investments are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy.

The value of certain investments, classified as alternative investments, is determined using net asset value (or its equivalent) as a practical expedient.

Beneficial Interest in Assets Held by CICF

Fair value is estimated based on the future distributions expected to be received from the trust assets and is valued at fair value of the underlying assets. Trust assets consist of an investment portfolio with a variety of securities, ranging from marketable securities to alternative investments.

Fair value determinations for Level 3 measurements are the responsibility of the finance department. The finance department challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States.

Level 3 Reconciliation

The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the accompanying consolidated statements of financial position using significant unobservable (Level 3) inputs:

	lı in	eneficial nterest Assets d by CICF
Balance, September 1, 2021	\$	287,686
Change in beneficial interest in assets held by CICF		(17,747)
Balance, August 31, 2022		269,939
Change in beneficial interest in assets held by CICF		(10,522)
Balance, August 31, 2023	\$	259,417

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Nonrecurring Measurements

The following tables present the fair value measurement of assets measured at fair value on a nonrecurring basis and the level within the fair value hierarchy in which the fair value measurements fall at August 31, 2023 and 2022:

		2023 Fair Value Measurements Using							
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)					
Real estate held for resale	\$ 996,837	\$ -	\$ -	\$ 996,837					
		Fair V	2022 alue Measuremen	ts Using					
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)					
Real estate held for resale	\$ 924,446	\$ -	\$ -	\$ 924,446					

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a nonrecurring basis and recognized in the accompanying consolidated statements of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Real Estate Held for Renovation, Restoration and Resale

Fair value for real estate held for resale is estimated based on appraisals of the properties and/or review of recent properties for sale or sold in recent months. Properties are written down to fair value if they are believed to be below the carrying value. Given the unusual and historic nature of many of these properties, most are classified within Level 3 of the valuation hierarchy.

Fair value determinations for Level 3 measurements are the responsibility of the finance department. The finance department challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States.

Notes to Consolidated Financial Statements August 31, 2023 and 2022

Unobservable (Level 3) Inputs

The following table presents quantitative information about unobservable inputs used in recurring and nonrecurring Level 3 fair value measurements.

	F	air Value a	t Aug	just 31,	Unobservable		
		2023		2022	Valuation Technique	Inputs	Range
Beneficial interest in assets held by CICF	\$	259,417	\$	269,939	Discounted cash flow	Growth factor Discount rate	6% 6%
Real estate held for resale		996,837		924,446	Appraisals/Market comparable properties	Unknown	Unknown

Note 20: Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of August 31, 2023 and 2022 comprise the following:

	2023	2022
Cash and cash equivalents	\$ 2,459,688	\$ 4,094,579
Contributions receivable, current portion	770,154	209,818
Notes receivable, current portion	30,000	75,000
Investments	88,773,512	72,427,325
Total liquid financial assets	92,033,354	76,806,722
Less:		
Donor-imposed restrictions		
Restricted funds	17,194,625	7,118,156
Endowments	53,698,877	50,951,596
Total donor-imposed restrictions	70,893,502	58,069,752
Less:		
Board-designated endowment funds	12,205,597	11,002,000
Financial assets available to meet cash needs	¢ 0.024.255	¢ 7724070
for general expenditures within one year	\$ 8,934,255	\$ 7,734,970

The Foundation's endowment funds consist of donor-restricted endowments and board-designated endowments. Income from donor-restricted endowments is restricted for specific purposes with the exception of amounts available for general use. Donor-restricted endowment funds are not available for general expenditure.

Historic Landmarks Foundation of Indiana, Inc. d/b/a Indiana Landmarks Notes to Consolidated Financial Statements August 31, 2023 and 2022

The Foundation manages its liquidity by establishing and operating within approved budgets. The Foundation has an approved spending rate of 4.5% of board-designated endowment funds and donor-restricted endowment funds without a specified purpose for fiscal year 2023. The Foundation has appropriated \$3.0 million from the Foundation's endowment available to be spent within the next 12 months for general operating expenses.

Although the Foundation does not intend to spend from its \$12.2 million board-designated endowment other than amounts appropriated for general expenditure as part of its annual budget approval and appropriation process, amounts from its board-designated endowment could be made available if necessary.

The Foundation regularly monitors liquidity required to meet its operating needs and other contractual commitments while also striving to maximize the investment of its available funds. As part of the Foundation's liquidity management, a policy is in place to structure its financial assets to be available as its general expenditures, liabilities and other obligations come due. The Foundation's investment policy specifies that 80% of endowment funds are to be invested in assets which can be liquidated within a calendar quarter. Currently, 96% of invested funds can be liquidated on a daily basis and the remaining 4% can be liquidated on a semi-annual basis. During the years ended August 31, 2023 and 2022, the level of liquidity reserves was managed within the policy requirements.

Note 21: Commitments and Guarantees

The Foundation has outstanding commitments for construction and contracts totaling approximately \$253,000.

Note 22: Concentrations

For the year ended August 31, 2023, one donor contributed approximately 83% of all contributions, while for the year ended August 31, 2022, 72% of total contributions were from one donor. In addition, for the year ended August 31, 2023, two donors contributed approximately 76% of all grants, while for the year ended August 31, 2022, 68% of all grants were received from one grantor.

Note 23: Subsequent Events

Subsequent events have been evaluated through December 4, 2023, which is the date the consolidated financial statements were available to be issued.

Supplementary Information

Schedule of Net Assets Detail August 31, 2023 and 2022

	2023			2022		
Net Assets Without Donor Restrictions						
General Fund	\$	19,871,214	\$	19,707,710		
Affinity Groups		103,081		89,594		
Endangered Places Fund		6,595,289		5,646,034		
Indiana Landmarks Center Maintenance Fund		3,674,699		3,491,883		
Kemper House Maintenance Fund		311,008		277,407		
Morris-Butler House Capital Maintenance Fund		245,386		253,321		
Preservation Grants Fund		596,115		563,172		
Easement Monitoring Fund		680,019		680,590		
John E. Christian Family Memorial Trust, Inc.		4,305,633		5,133,687		
Total net assets without donor restrictions		36,382,444		35,843,398		
Net Assets With Donor Restrictions						
Grants for Historic Preservation Projects		1,087,547		1,088,173		
Kemper House Maintenance Fund		362,018		362,018		
Morris-Butler House Capital Maintenance Fund		301,064		301,064		
Northern Indiana Preservation Fund		1,326,376		643,799		
Sacred Places Indiana Fund		10,661,781		745,169		
Sandi Servaas Memorial Fund		2,409,451		2,298,649		
Unappropriated permanent endowment earnings		31,698,828		28,951,547		
General Fund - time restricted contributions		276,418		529,980		
Efroymson Family Fund		500,000		500,000		
Efroymson Family Endangered Places Grant Fund		1,000,000		1,000,000		
Eli Lilly Endowment Fund		8,896,118		8,896,118		
Historic Preservation Endowment Fund		7,500,000		7,500,000		
Montgomery County Fund		103,931		103,931		
Black Heritage		4,000,000		4,000,000		
Veraestau Historic Site		4,290,014		4,190,083		
Total net assets with donor restrictions		74,413,546		61,110,531		
Total net assets	\$	110,795,990	\$	96,953,929		