

Texas Business Hall of Fame Foundation

Financial Statements
and Independent Auditors' Report
for the years ended December 31, 2020 and 2019

Texas Business Hall of Fame Foundation

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Independent Auditors' Report

To the Board of Directors of
Texas Business Hall of Fame Foundation:

We have audited the accompanying financial statements of Texas Business Hall of Fame Foundation, which comprise the statements of financial position as of December 31, 2020 and 2019 and the related statements of activities, of functional expenses, and of cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements – Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Opinion – In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Texas Business Hall of Fame Foundation as of December 31, 2020 and 2019 and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Blazek & Vetterling

July 28, 2021

Texas Business Hall of Fame Foundation

Statements of Financial Position as of December 31, 2020 and 2019

| | <u>2020</u> | <u>2019</u> |
|--|----------------------------|----------------------------|
| ASSETS | | |
| Cash (<i>Note 3</i>) | \$ 452,737 | \$ 323,748 |
| Other assets | 18,044 | 20,841 |
| Contributions receivable, net (<i>Note 4</i>) | 1,827,680 | 1,817,178 |
| Cash restricted for scholarships (<i>Note 3</i>) | 253,538 | 514,921 |
| Investments (<i>Note 5</i>) | <u>4,823,320</u> | <u>4,567,611</u> |
| TOTAL ASSETS | <u>\$ 7,375,319</u> | <u>\$ 7,244,299</u> |
| LIABILITIES AND NET ASSETS | | |
| Liabilities: | | |
| Accounts payable | \$ 28,140 | \$ 16,056 |
| Deferred revenue | <u>162,050</u> | <u>500</u> |
| Total liabilities | <u>190,190</u> | <u>16,556</u> |
| Net assets: | | |
| Without donor restrictions | 3,495,621 | 3,632,299 |
| With donor restrictions (<i>Notes 6 and 8</i>) | <u>3,689,508</u> | <u>3,595,444</u> |
| Total net assets | <u>7,185,129</u> | <u>7,227,743</u> |
| TOTAL LIABILITIES AND NET ASSETS | <u>\$ 7,375,319</u> | <u>\$ 7,244,299</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Statement of Activities for the year ended December 31, 2020

| | WITHOUT DONOR RESTRICTIONS | WITH DONOR RESTRICTIONS | TOTAL |
|--|-------------------------------|----------------------------|---------------------|
| REVENUE: | | | |
| Contributions | \$ 249,232 | \$ 434,724 | \$ 683,956 |
| Net investment return | <u>436,083</u> | <u>149,395</u> | <u>585,478</u> |
| Total revenue | 685,315 | 584,119 | 1,269,434 |
| Net assets released from restrictions: | | | |
| Program expenditures | <u>490,055</u> | <u>(490,055)</u> | <u> </u> |
| Total | <u>1,175,370</u> | <u>94,064</u> | <u>1,269,434</u> |
| EXPENSES: | | | |
| Program services: | | | |
| Scholars | 792,975 | | 792,975 |
| Hall of Fame honoree recognitions | <u>134,267</u> | | <u>134,267</u> |
| Total program services | 927,242 | | 927,242 |
| Management and general | 229,290 | | 229,290 |
| Fundraising | <u>155,516</u> | | <u>155,516</u> |
| Total expenses | <u>1,312,048</u> | | <u>1,312,048</u> |
| CHANGES IN NET ASSETS | (136,678) | 94,064 | (42,614) |
| Net assets, beginning of year | <u>3,632,299</u> | <u>3,595,444</u> | <u>7,227,743</u> |
| Net assets, end of year | <u>\$ 3,495,621</u> | <u>\$ 3,689,508</u> | <u>\$ 7,185,129</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Statement of Activities for the year ended December 31, 2019

| | WITHOUT DONOR RESTRICTIONS | WITH DONOR RESTRICTIONS | TOTAL |
|---|-------------------------------|----------------------------|---------------------|
| REVENUE: | | | |
| Annual awards dinner | \$ 1,278,950 | | \$ 1,278,950 |
| Direct donor benefits of annual awards dinner | (149,458) | | (149,458) |
| Contributions | 116,348 | \$ 707,886 | 824,234 |
| Net investment return | <u>541,473</u> | <u>188,145</u> | <u>729,618</u> |
| Total revenue | 1,787,313 | 896,031 | 2,683,344 |
| Net assets released from restrictions: | | | |
| Program expenditures | <u>445,200</u> | <u>(445,200)</u> | <u> </u> |
| Total | <u>2,232,513</u> | <u>450,831</u> | <u>2,683,344</u> |
| EXPENSES: | | | |
| Program services: | | | |
| Scholars | 801,509 | | 801,509 |
| Hall of Fame honoree recognitions | <u>551,460</u> | | <u>551,460</u> |
| Total program services | 1,352,969 | | 1,352,969 |
| Management and general | 243,194 | | 243,194 |
| Fundraising | <u>302,724</u> | | <u>302,724</u> |
| Total expenses | <u>1,898,887</u> | | <u>1,898,887</u> |
| CHANGES IN NET ASSETS | 333,626 | 450,831 | 784,457 |
| Net assets, beginning of year | <u>3,298,673</u> | <u>3,144,613</u> | <u>6,443,286</u> |
| Net assets, end of year | <u>\$ 3,632,299</u> | <u>\$ 3,595,444</u> | <u>\$ 7,227,743</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Statement of Functional Expenses for the year ended December 31, 2020

| | <u>SCHOLARS</u> | <u>HALL OF FAME</u> | <u>TOTAL PROGRAM SERVICES</u> | <u>MANAGEMENT AND GENERAL</u> | <u>FUNDRAISING</u> | <u>TOTAL EXPENSES</u> |
|--|-------------------|-------------------------|---------------------------------------|---------------------------------------|--------------------|---------------------------|
| Scholarships and awards | \$ 616,600 | | \$ 616,600 | | | \$ 616,600 |
| Salaries and related expenses | 65,369 | \$ 32,685 | 98,054 | \$ 163,423 | \$ 65,369 | 326,846 |
| Professional fees | 96,185 | 81,463 | 177,648 | 49,876 | 57,413 | 284,937 |
| Communications and marketing | 9,376 | 7,903 | 17,279 | 3,261 | 10,867 | 31,407 |
| Printing and duplication | 1,294 | 2,625 | 3,919 | 422 | 7,875 | 12,216 |
| Software and website | | | | 2,922 | 6,817 | 9,739 |
| Supplies and equipment | 596 | 2,995 | 3,591 | 1,792 | 596 | 5,979 |
| Rental and storage | 860 | 429 | 1,289 | 2,149 | 860 | 4,298 |
| Travel | 5 | 2,644 | 2,649 | 972 | 665 | 4,286 |
| Meeting facilities, food, and beverage | 941 | 2,645 | 3,586 | | | 3,586 |
| Bank and credit card fees | | | | | 3,304 | 3,304 |
| Other | <u>1,749</u> | <u>878</u> | <u>2,627</u> | <u>4,473</u> | <u>1,750</u> | <u>8,850</u> |
| Total expenses | <u>\$ 792,975</u> | <u>\$ 134,267</u> | <u>\$ 927,242</u> | <u>\$ 229,290</u> | <u>\$ 155,516</u> | <u>\$ 1,312,048</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Statement of Functional Expenses for the year ended December 31, 2019

| | <u>SCHOLARS</u> | <u>HALL OF FAME</u> | <u>TOTAL PROGRAM SERVICES</u> | <u>MANAGEMENT AND GENERAL</u> | <u>FUNDRAISING</u> | <u>TOTAL EXPENSES</u> |
|---|-------------------|-------------------------|---------------------------------------|---------------------------------------|--------------------|---------------------------|
| Scholarships and awards | \$ 566,000 | | \$ 566,000 | | | \$ 566,000 |
| Salaries and related expenses | 30,541 | \$ 30,541 | 61,082 | \$ 152,704 | \$ 91,623 | 305,409 |
| Professional fees | 147,214 | 441,216 | 588,430 | 58,166 | 136,554 | 783,150 |
| Communications and marketing | 8,072 | 7,880 | 15,952 | 3,194 | 9,113 | 28,259 |
| Printing and duplication | 833 | 7,876 | 8,709 | 189 | 23,629 | 32,527 |
| Software and website | | | | 5,912 | 13,794 | 19,706 |
| Supplies and equipment | 6,985 | 14,221 | 21,206 | 2,543 | 1,871 | 25,620 |
| Rental and storage | 1,505 | 1,505 | 3,010 | 7,522 | 5,339 | 15,871 |
| Travel | 16,925 | 14,469 | 31,394 | 8,815 | 6,265 | 46,474 |
| Meeting facilities, food, and beverage | 21,256 | 33,275 | 54,531 | | | 54,531 |
| Bank and credit card fees | | | | | 13,106 | 13,106 |
| Other | <u>2,178</u> | <u>477</u> | <u>2,655</u> | <u>4,149</u> | <u>1,430</u> | <u>8,234</u> |
| Total expenses | <u>\$ 801,509</u> | <u>\$ 551,460</u> | <u>\$ 1,352,969</u> | <u>\$ 243,194</u> | <u>\$ 302,724</u> | 1,898,887 |
| Direct donor benefits of annual awards dinner | | | | | | <u>149,458</u> |
| Total | | | | | | <u>\$ 2,048,345</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Statements of Cash Flows for the years ended December 31, 2020 and 2019

| | <u>2020</u> | <u>2019</u> |
|--|-------------------|-------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES: | | |
| Changes in net assets | \$ (42,614) | \$ 784,457 |
| Adjustments to reconcile changes in net assets to net cash used by operating activities: | | |
| Net realized and unrealized gain on investments | (577,851) | (702,852) |
| Changes in operating assets and liabilities: | | |
| Other assets | 2,797 | (10,694) |
| Contributions receivable | (10,502) | (306,759) |
| Accounts payable | 12,084 | 2,908 |
| Deferred revenue | <u>161,550</u> | <u> </u> |
| Net cash used by operating activities | <u>(454,536)</u> | <u>(232,940)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES: | | |
| Proceeds from sales and maturities of investments | 1,057,805 | 373,975 |
| Purchase of investments | (885,327) | (400,817) |
| Net change in money market mutual funds held as investments | <u>149,664</u> | <u>304,288</u> |
| Net cash provided by investing activities | <u>322,142</u> | <u>277,446</u> |
| NET CHANGE IN CASH | (132,394) | 44,506 |
| Cash, beginning of year | <u>838,669</u> | <u>794,163</u> |
| Cash, end of year | <u>\$ 706,275</u> | <u>\$ 838,669</u> |
| <i>Reconciliation of cash balances:</i> | | |
| Cash | \$ 452,737 | \$ 323,748 |
| Cash restricted for scholarships | <u>253,538</u> | <u>514,921</u> |
| Total cash | <u>\$ 706,275</u> | <u>\$ 838,669</u> |

See accompanying notes to financial statements.

Texas Business Hall of Fame Foundation

Notes to Financial Statements for the years ended December 31, 2020 and 2019

NOTE 1 – ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization – Texas Business Hall of Fame Foundation (the Foundation) was organized in July 1982 as a nonprofit corporation in Texas to recognize Texas business leaders for their personal and professional accomplishments, to provide scholarships for outstanding students, and to perpetuate and inspire the values of entrepreneurial spirit, personal integrity, and community leadership. The Foundation’s activities include awarding scholarships and hosting an annual fundraising and awards dinner.

Federal income tax status – The Foundation is exempt from federal income tax under §501(c)(3) of the Internal Revenue Code and is classified as a public charity under §170(b)(1)(A)(vi).

Contributions receivable that are expected to be collected within one year are reported at net realizable value. Amounts expected to be collected in future years are discounted, if material, to estimate the present value of future cash flows. An allowance for contributions receivable is provided when it is believed balances may not be collected in full.

Investments are reported at fair value. Net investment return consists of interest and dividends, realized and unrealized gains and losses, net of external and direct internal investment expenses.

Deferred revenue – Event sponsorships or memberships received for future periods are recognized as deferred revenue until the event takes place or the period of membership occurs.

Net asset classification – Net assets, revenue, gains, and losses are classified based on the existence or absence of donor-imposed restrictions, as follows:

- *Net assets without donor restrictions* are not subject to donor-imposed restrictions even though their use may be limited in other respects such as by contract or board designation.
- *Net assets with donor restrictions* are subject to donor-imposed restrictions. Restrictions may be temporary in nature, such as those that will be met by the passage of time or use for a purpose specified by the donor, or may be perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Net assets are released from restrictions when the stipulated time has elapsed, or purpose has been fulfilled, or both. Donor-restricted endowment earnings are released when scholarships are awarded.

Annual awards dinner revenue is the total amount paid by sponsors and attendees of the event, includes elements of both contributions and exchange transactions, and is recognized when the dinner occurs. Direct donor benefit costs represent the cost of goods and services provided to attendees of the dinner.

Contributions are recognized as revenue at fair value when an unconditional commitment is received from the donor. Contributions received with donor stipulations that limit their use are classified as *with donor restrictions*. Conditional contributions are subject to one or more barriers that must be overcome before the Foundation is entitled to receive or retain funding. Conditional contributions are recognized as revenue at fair value when the conditions have been met. Contributions received before conditions have been met are reported as deferred revenue.

In 2019, the Foundation received a conditional contribution of \$480,000 for event sponsorships for 2020, 2021, and 2022 that has not been recognized at December 31, 2020 because the events have not occurred.

Donated materials and services – Donated materials are recognized at fair value when an unconditional commitment is received from the donor. The related expense is recognized as the item is used. Contributions of services are recognized when services received (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

Scholarships are recognized as expense when the Foundation approves an unconditional commitment to a scholarship recipient. Any commitments made but not yet funded are reported as scholarships payable.

Functional allocation of expenses – Expenses are reported by their functional classification. Program services are the direct conduct or supervision of activities that fulfill the purposes for which the organization exists. Fundraising activities include the solicitation of contributions of money, securities, materials, facilities, other assets, and time. Management and general activities are not directly identifiable with specific program or fundraising activities. Expenses that are attributable to more than one activity are allocated among the activities benefitted. Professional fees, salaries and related costs are allocated on the basis of estimated time and effort expended. Occupancy costs, technology, communications, and general supplies are allocated in proportion to salaries and related costs.

Estimates – Management must make estimates and assumptions to prepare financial statements in accordance with generally accepted accounting principles. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, the amounts of reported revenue and expenses, and the allocation of expenses among various functions. Actual results could vary from the estimates that were used.

NOTE 2 – LIQUIDITY AND AVAILABILITY OF RESOURCES

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

| | <u>2020</u> | <u>2019</u> |
|---|---------------------|---------------------|
| Financial assets: | | |
| Cash | \$ 452,737 | \$ 323,748 |
| Contributions receivable, net | 1,827,680 | 1,817,178 |
| Cash restricted for scholarships | 253,538 | 514,921 |
| Investments | <u>4,823,320</u> | <u>4,567,611</u> |
| Total financial assets | 7,357,275 | 7,223,458 |
| Less financial assets not available for general expenditure: | | |
| Donor-restricted endowment assets less planned appropriation | (1,185,057) | (1,125,663) |
| Restricted by donors for use in future periods or for future projects | <u>(2,027,451)</u> | <u>(1,994,901)</u> |
| Total financial assets available for general expenditure | <u>\$ 4,144,767</u> | <u>\$ 4,102,894</u> |

Financial assets available for general expenditures include amounts expected to be appropriated by the Board of Directors from donor-restricted assets and endowment earnings during the upcoming year. For purposes of analyzing resources available to meet general expenditures over a 12-month period, the Foundation considers all expenditures related to its ongoing activities of providing scholarships and events that inspire the values of entrepreneurial spirit, personal integrity, and community leadership, to be general expenditures.

The Foundation is substantially supported by the annual dinner and contributions and regularly monitors liquidity required to meet its operating needs while striving to maximize the investment of available funds. As part of the Foundation's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations become due. Donor-restricted funds are invested for long-term appreciation and current income but, except for endowment assets to be maintained in perpetuity, remain available to be spent as provided for in the donor agreement.

In March 2020, the Director-General of the World Health Organization declared a pandemic related to the global outbreak of the new coronavirus COVID-19 and a national emergency was declared in the United States. In fiscal year 2020, the Foundation curtailed in-person program activities and cancelled or postponed in-person events. The extent of the impact of COVID-19 on the Foundation's future operational and financial performance depends on developments, such as the duration and spread of the outbreak and the impact on the Foundation's donors, members, and vendors, all of which are uncertain and cannot be predicted. The Foundation continues to actively monitor the global situation for impacts on its financial condition, liquidity, and operations.

NOTE 3 – CASH

Cash consists of the following:

| | <u>2020</u> | <u>2019</u> |
|--|-------------------|-------------------|
| Demand deposits | \$ 706,275 | \$ 838,669 |
| Less: Cash restricted for scholarships | <u>(253,538)</u> | <u>(514,921)</u> |
| Total cash | <u>\$ 452,737</u> | <u>\$ 323,748</u> |

Bank deposits exceed the federally insured limit per depositor per institution.

NOTE 4 – CONTRIBUTIONS RECEIVABLE

Contributions receivable at December 31, 2020 are expected to be collected as follows:

| | |
|--|---------------------|
| Receivable in one year | \$ 320,978 |
| Receivable in one to five years | 740,000 |
| Receivable thereafter | <u>915,000</u> |
| Total contributions receivable | 1,975,978 |
| Discount to net present value at rates ranging from 0.93% to 2.15% | <u>(148,298)</u> |
| Contributions receivable, net | <u>\$ 1,827,680</u> |

At December 31, 2020 and 2019, approximately 68% and 76%, respectively, of contributions receivable are from one donor.

NOTE 5 – INVESTMENTS AND FAIR VALUE MEASUREMENTS

Generally accepted accounting principles require that certain assets and liabilities be reported at fair value and establish a hierarchy that prioritizes inputs used to measure fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Investments for which fair value is measured at net asset value per share (or its equivalent) (NAVPE) using the practical expedient are not required to be categorized in the fair value hierarchy. The three levels of the fair value hierarchy are as follows:

- *Level 1* – Inputs are unadjusted quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the reporting date.
- *Level 2* – Inputs are other than quoted prices included in Level 1, which are either directly observable or can be derived from or corroborated by observable market data at the reporting date.
- *Level 3* – Inputs are not observable and are based on the reporting entity’s assumptions about the inputs market participants would use in pricing the asset or liability.

Assets measured at fair value at December 31, 2020 are as follows:

| | <u>LEVEL 1</u> | <u>LEVEL 2</u> | <u>NAVPE</u> | <u>TOTAL</u> |
|--|-----------------------------|-----------------------------|---------------------|---------------------|
| Investments: | | | | |
| Exchange-traded funds | \$ 1,107,365 | | | \$ 1,107,365 |
| Fixed-income mutual funds | 536,043 | | | 536,043 |
| Equity mutual funds: | | | | |
| International | 201,569 | | | 201,569 |
| Domestic small-cap | 71,506 | | | 71,506 |
| Money market mutual funds | <u>136,535</u> | | | <u>136,535</u> |
| Total | 2,053,018 | | | 2,053,018 |
| Investments measured at net asset value using the practical expedient (a) | <u> </u> | <u> </u> | <u>\$ 2,770,302</u> | <u>2,770,302</u> |
| Total assets measured at fair value | <u>\$ 2,053,018</u> | <u>\$ 0</u> | <u>\$ 2,770,302</u> | <u>\$ 4,823,320</u> |

Assets measured at fair value at December 31, 2019 are as follows:

| | <u>LEVEL 1</u> | <u>LEVEL 2</u> | <u>NAVPE</u> | <u>TOTAL</u> |
|--|-----------------------------|-----------------------------|---------------------|---------------------|
| Investments: | | | | |
| Exchange-traded funds | \$ 826,765 | | | \$ 826,765 |
| Fixed-income mutual funds | 571,064 | | | 571,064 |
| Equity mutual funds: | | | | |
| International | 111,337 | | | 111,337 |
| Domestic small-cap | 40,563 | | | 40,563 |
| Domestic large-cap | 91,556 | | | 91,556 |
| Money market mutual funds | <u>286,199</u> | | | <u>286,199</u> |
| Total | 1,927,484 | | | 1,927,484 |
| Investments measured at net asset value using the practical expedient (a) | <u> </u> | <u> </u> | <u>\$ 2,640,127</u> | <u>2,640,127</u> |
| Total assets measured at fair value | <u>\$ 1,927,484</u> | <u>\$ 0</u> | <u>\$ 2,640,127</u> | <u>\$ 4,567,611</u> |

- (a) Investments measured at net asset value (NAV) using the practical expedient are held in a Communities Foundation of Texas (CFT) fund. The principal investment objective of the CFT fund is to provide long-term, charitable support. The corpus should grow over time to exceed the effects of grant-making and inflation. The asset allocation can include less liquid assets that should earn a premium over publicly-traded assets. The current target allocation for the CFT fund, including a mix of actively and passively-managed assets, is 51% global equities, 25% alternatives, 18% fixed income, and 6% real assets. The Foundation may redeem its interest in the fund, minus any fees or expenses due, on the trade date plus three days following approval by the Foundation's Vice President of Finance.

Valuation methods used for assets measured at fair value are as follows:

- *Exchange-traded funds* are valued at the closing price reported on the active market on which the individual securities are traded.
- *Mutual funds* are valued at the reported net asset value of shares held.
- *Communities Foundation of Texas fund* is valued using the NAV per share (or its equivalent) as provided by CFT as a practical expedient to determine the fair value of investments that do not have a readily determinable fair value.

These valuation methods may produce a fair value that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Foundation believes its valuation methods are appropriate, the use of different methods or assumptions could result in a different fair value measurement at the reporting date.

Investments are exposed to various risks such as interest rate, market and credit risks. Because of these risks, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statement of financial position and statement of activities.

NOTE 6 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted as follows:

| | <u>2020</u> | <u>2019</u> |
|--|---------------------|---------------------|
| Subject to expenditure for specified purpose: | | |
| Scholarships | \$ 2,076,703 | \$ 2,027,033 |
| Veterans scholarships | 378,868 | 438,868 |
| High school entrepreneurial awards | <u>3,880</u> | <u>3,880</u> |
| Total subject to expenditure for specified purpose | 2,459,451 | 2,469,781 |
| Endowments: | | |
| Texas Legends Endowment: | | |
| Accumulated net investment return | 230,057 | 125,663 |
| Required to be maintained in perpetuity | <u>1,000,000</u> | <u>1,000,000</u> |
| Total net assets with donor restrictions | <u>\$ 3,689,508</u> | <u>\$ 3,595,444</u> |

NOTE 7 – JOINT COST ALLOCATION

In 2019, the Foundation held an annual induction dinner that included fundraising components as well as program components. The cost of producing the dinner included a total of \$367,770 for joint staging, decorating, audio/visual and video production costs in 2019, which are not specifically attributable to particular components of the activities (joint costs). For 2019, these joint costs were allocated as follows:

| | |
|-----------------------------------|-------------------|
| Fundraising | \$ 73,554 |
| Hall of Fame honoree recognitions | <u>294,216</u> |
| Total joint costs | <u>\$ 367,770</u> |

NOTE 8 – ENDOWMENT

The Foundation's endowment consists of a donor-restricted fund established to support scholarships. Donor-restricted endowment funds are subject to the Texas Uniform Prudent Management of Institutional Funds Act (TUPMIFA). The Foundation's Board of Directors has interpreted TUPMIFA as allowing the Foundation to appropriate for expenditure or accumulate as much of an endowment fund as the Foundation determines is prudent for the uses, benefits, purposes, and duration for which the endowment fund was established, subject to explicit donor stipulations.

Donor-restricted endowment net assets are classified as *net assets with donor restrictions* until awarded as scholarships. The Foundation identifies contributions to the endowment plus any donor-stipulated accumulations as *required to be maintained in perpetuity*. However, TUPMIFA does not preclude the Foundation from spending below the amount required to be maintained in perpetuity subject to prudent standards. An endowment fund is *underwater* if the fair value of the fund's investments fall below the amount required to be maintained in perpetuity because of declines in the fair value of investments and/or continued appropriation and spending in accordance with prudent measures. There were no underwater funds at December 31, 2020 and 2019.

Changes in the donor-restricted endowment fund are as follows:

| | <u>WITH DONOR RESTRICTIONS</u> | | <u>TOTAL</u> |
|---|--|--|---------------------|
| | <u>ACCUMULATED NET INVESTMENT RETURN</u> | <u>REQUIRED TO BE MAINTAINED IN PERPETUITY</u> | |
| Endowment net assets, December 31, 2018 | \$ (18,306) | \$ 1,000,000 | \$ 981,694 |
| Net investment return | 188,145 | | 188,145 |
| Appropriations | <u>(44,176)</u> | | <u>(44,176)</u> |
| Endowment net assets, December 31, 2019 | 125,663 | 1,000,000 | 1,125,663 |
| Net investment return | 149,394 | | 149,394 |
| Appropriations | <u>(45,000)</u> | | <u>(45,000)</u> |
| Endowment net assets, December 31, 2020 | <u>\$ 230,057</u> | <u>\$ 1,000,000</u> | <u>\$ 1,230,057</u> |

Spending Policies and Investment Return Objectives

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by the endowment in such a manner as to preserve and enhance the net asset value. The Executive Committee provides investment guidance for, and monitors the growth and maintenance of, the endowment fund.

Distributions of up to 4.5% may be approved on an annual basis based upon the average market value of the investments as of December 31 of the preceding year.

NOTE 9 – COMMITMENT

The Executive Committee of the Foundation appointed International Meeting Managers, Inc. to provide advisory and administrative services, scholarship program administration, and event planning services related to the Foundation's annual dinner and other events. Fees for these services were \$216,600 in 2020 and \$380,000 in 2019. As of December 31, 2020, the outstanding commitment under the contract, due in 2021, is \$342,950.

NOTE 10 – SUBSEQUENT EVENTS

Management has evaluated subsequent events through July 28, 2021, which is the date that the financial statements were available for issuance. As a result of this evaluation, no events other than the ongoing impact of the pandemic were identified that are required to be disclosed or would have a material impact on reported net assets or changes in net assets.
