

**PHILADELPHIA YEARLY MEETING
OF THE RELIGIOUS SOCIETY OF
FRIENDS AND AFFILIATES**

Consolidated Financial Statements

September 30, 2015

Kreischer
Miller

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**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**
September 30, 2015

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Independent Auditors' Report

The Audit Committee
Philadelphia Yearly Meeting of the
Religious Society of Friends and Affiliates
Philadelphia, Pennsylvania

We have audited the accompanying consolidated financial statements of Philadelphia Yearly Meeting of the Religious Society of Friends and Affiliates (the Organization), which comprise the consolidated statement of financial position as of September 30, 2015, and the related consolidated statements of activities and cash flows for the year ended September 30, 2015, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of September 30, 2015, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying supplementary information 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.

Kreischer Miller

Horsham, Pennsylvania
January 14, 2016

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Consolidated Statement of Financial Position
September 30, 2015**

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
ASSETS				
Current assets:				
Cash and cash equivalents	\$ 724,432	\$ 778,904	\$ -	\$ 1,503,336
Cash held for Friends Pension Plan	4,210	-	-	4,210
Accounts receivable:				
Meetings	151,488	-	-	151,488
Annual fund	21,834	-	-	21,834
Other	51,334	-	-	51,334
Mary Jeanes loans receivable	-	40,000	-	40,000
Prepaid expenses	24,094	-	-	24,094
Total current assets	977,392	818,904	-	1,796,296
Deposits	11,717	-	-	11,717
Mary Jeanes loans receivable, net	-	118,397	-	118,397
Investments-PYM is the trustee	3,158,526	13,579,158	9,780,486	26,518,170
Investments-Friends Fiduciary Corporation is the trustee	6,452,521	2,997,427	6,014,503	15,464,451
Investment in Friend Center Corporation	3,106,000	-	-	3,106,000
Beneficial interests in trust agreements:				
Charitable remainder unitrust	-	306,495	2,500,907	2,807,402
Other various trusts	-	4,010,516	4,507,369	8,517,885
Property and equipment, net	2,850,260	-	-	2,850,260
	\$ 16,556,416	\$ 21,830,897	\$ 22,803,265	\$ 61,190,578
LIABILITIES AND NET ASSETS				
Current liabilities:				
Accounts payable	\$ 311,422	\$ -	\$ -	\$ 311,422
Current portion of contribution payable to Friends Center Corporation	18,120	-	-	18,120
Deferred revenue	27,849	-	-	27,849
Funds held for Friends Pension Plan	4,210	-	-	4,210
Funds held for others	283,643	-	-	283,643
Total current liabilities	645,244	-	-	645,244
Contribution payable to Friends Center Corporation, long-term	152,514	-	-	152,514
Postretirement health benefit obligation	305,439	-	-	305,439
Pension benefit obligation	20,323	-	-	20,323
Total liabilities	1,123,520	-	-	1,123,520
Net assets:				
Unrestricted				
Operating	7,950,036	-	-	7,950,036
Designated:				
Operating reserves	831,294	-	-	831,294
Capital reserves	695,306	-	-	695,306
Net investment in property and equipment	5,956,260	-	-	5,956,260
Temporarily restricted	-	21,830,897	-	21,830,897
Permanently restricted	-	-	22,803,265	22,803,265
Total net assets	15,432,896	21,830,897	22,803,265	60,067,058
Total liabilities and net assets	\$ 16,556,416	\$ 21,830,897	\$ 22,803,265	\$ 61,190,578

See accompanying notes to consolidated financial statements.

PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Consolidated Statement of Activities
Year Ended September 30, 2015

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Changes in unrestricted net assets:				
Support and revenue:				
Support from meetings and members:				
Support from meetings	\$ 1,228,793	\$ -	\$ -	\$ 1,228,793
Gifts of support	51,117	179,141	-	230,258
Annual fund	394,190	-	-	394,190
Event and service fees	602,597	100,823	-	703,420
Interest and income from investments	757,160	1,007,659	-	1,764,819
Net assets released from restrictions	1,261,333	(1,261,333)	-	-
Total support and revenue	4,295,190	26,290	-	4,321,480
Expenses:				
Staff expenses	1,625,571	-	-	1,625,571
Volunteer expenses	11,232	-	-	11,232
Contributions to others	60,595	-	-	60,595
Events and program expense	236,980	-	-	236,980
Professional and service fees	60,559	-	-	60,559
Copying, printing and posting	43,206	-	-	43,206
Rent and utilities	288,244	-	-	288,244
Computer and office support	88,097	-	-	88,097
Insurance and maintenance	106,326	-	-	106,326
Temporary fund expenses	1,261,333	-	-	1,261,333
Depreciation	186,596	-	-	186,596
Total expenses	3,968,739	-	-	3,968,739
Change in net assets before other changes	326,451	26,290	-	352,741
Other changes:				
Realized and unrealized income (loss) on investments-PYM is the trustee	(111,245)	(1,123,727)	1,118	(1,233,854)
Realized and unrealized loss on investments-Friends Fiduciary Corporation is the trustee	(351,360)	(148,066)	(313,394)	(812,820)
Change in value of investment in Friends Center Corporation	(156,000)	-	-	(156,000)
Change in value of beneficial interests in trusts held by external trustees	-	(107,352)	(254,088)	(361,440)
	(618,605)	(1,379,145)	(566,364)	(2,564,114)
Change in net assets	(292,154)	(1,352,855)	(566,364)	(2,211,373)
Net assets, beginning of year	15,725,050	23,183,752	23,369,629	62,278,431
Net assets, end of year	\$ 15,432,896	\$ 21,830,897	\$ 22,803,265	\$ 60,067,058

See accompanying notes to consolidated financial statements.

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Consolidated Statement of Cash Flows
Year Ended September 30, 2015**

Cash flows from operating activities:	
Change in net assets	\$ (2,211,373)
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Realized and unrealized loss on investments	1,233,854
Realized and unrealized loss on investments-Friends Fiduciary Corporation is the trustee	812,820
Change in investment in Friends Center Corporation	156,000
Change in value of beneficial interests in trust agreements	361,440
Depreciation	186,596
(Increase) decrease in:	
Cash held for Friends Pension Plan	89,031
Accounts receivable	(177,434)
Loans receivable	35,900
Prepaid expenses	(9,534)
Inventory	6,823
Increase (decrease) in:	
Accounts payable	(69,780)
Contribution payable to Friends Center Corporation	(9,334)
Deferred revenue	23,444
Funds held for others (including Friends Pension Plan)	(103,349)
Postretirement health benefit obligation	(13,395)
Pension benefit obligation	20,323
Net cash provided by operating activities	<u>332,032</u>
Cash flows from investing activities:	
Decrease in deposits	11,716
Proceeds from sale of investments	1,300,360
Purchases of investments	(1,272,156)
Purchase of property and equipment	<u>(52,411)</u>
Net cash used in investing activities	<u>(12,491)</u>
Net increase in cash and cash equivalents	319,541
Cash and cash equivalents, beginning of year	<u>1,183,795</u>
Cash and cash equivalents, end of year	<u>\$ 1,503,336</u>

See accompanying notes to consolidated financial statements.

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements
September 30, 2015

(1) Organization and Operations

Philadelphia Yearly Meeting of the Religious Society of Friends (PYM), a Pennsylvania nonprofit corporation, founded in 1681, and incorporated July 1, 2002, is the overarching organizational structure and faith community for Quakers in the area of Southeastern Pennsylvania, Delaware and Central and Southern New Jersey. PYM as an institution exists to offer opportunities for shared worship, growth and learning, and collective action for the members of these congregations. It also provides services to those Monthly Meetings and their members, and provides avenues for the collective expression-in service and witness-of their common faith.

Burlington Meeting House, Inc. (BMH) is a New Jersey nonprofit corporation. The Trustees of BMH hold title to the land and property known as the Burlington Meeting House. All Trustees and officers of BMH are appointed by PYM. At September 30, 2015, this facility was managed by the Trustees for the benefit of Quaker youth and families and the local community.

Arch Street Meeting House Preservation Trust (ASMHPT) is a Pennsylvania nonprofit corporation organized in 2011, as a supporting organization to PYM in the maintenance, operation, renovation, improvement and preservation of the historic building, site and artifacts of the Arch Street Meeting House and grounds. ASMHPT's activities include: publishing and dissemination of materials, provision of programs and education about the history and use of the historic property, the raising of funds for, and the financing of, any or all of the foregoing, and doing anything necessary or desirable to carry out the foregoing purposes. All Trustees and officers of ASMHPT are appointed by PYM.

Collectively, PYM, BMH and ASMHPT are referred to as the Yearly Meeting.

Program Services

Program services consist of the following Standing Committees:

Arch Street Meeting House

The Arch Street Standing Committee is responsible for ensuring that the programs operating out of the Arch Street Meeting House provide the best support possible for the Ministry of the Yearly Meeting in outreach to visitors and as a home for the activities of the Yearly Meeting community and Monthly Meeting of Friends of Philadelphia.

Continued...

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements
September 30, 2015

(1) Organization and Operations, Continued

Education

The Education Standing Committee provides guidance and support to PYM and monthly meeting services, projects and institutions which directly concern the religious education, spiritual nurture and academic education of young people and the adults entrusted with their care.

General Services

The General Services Standing Committee has oversight of those administrative functions which enable the ministry of PYM and endeavors to support similar administrative functions in its constituent meetings. These functions include services to Meetings and members as well as accounting and audit, fund development and stewardship of funds, grant coordination and financial assistance, computer services, records and archives, personnel services and staff benefits, conference management (including planning for and managing the Yearly Meeting in session), and property management.

Interim Meeting

The Interim Meeting Standing Committee is responsible for conducting the business of PYM between Annual Sessions.

Peace and Concerns

The Peace and Concerns Standing Committee seeks to help Friends work for peace, justice and an earth restored. It does this primarily by supporting projects and services conducted by the working groups under its care.

Support and Outreach

The Support and Outreach Standing Committee oversees the good works that will produce a healthy, vibrant Religious Society of Friends in the PYM area, which naturally attracts new and existing members, creating a stronger faith community.

Worship and Care

The Worship and Care Standing Committee supports and encourages members and their Meetings in their spiritual and temporal lives.

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements
September 30, 2015

(2) Summary of Significant Accounting Policies

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting and include the accounts of PYM and its affiliates, BMH and ASMHPT. All significant inter-organization transactions have been eliminated in consolidation.

Basis of Presentation

The Yearly Meeting presents its consolidated financial statements in accordance with Financial Accounting Standards Board (FASB) *Accounting Standards Codification* (ASC) 958, *Financial Statements of Not-for-Profit Organizations*. Accordingly, the Yearly Meeting reports information regarding its financial position and activities according to the following three classes of net assets:

Unrestricted Net Assets

Unrestricted net assets are net assets that are not subject to donor imposed restrictions. Unrestricted net assets may include designated funds that can be re-designated.

Temporarily Restricted Net Assets

Temporarily restricted net assets are net assets that are subject to donor imposed restrictions or legal restrictions that will be satisfied by actions of the Yearly Meeting and/or the passage of time. When a restriction is satisfied, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statements of activities as "net assets released from restrictions."

Permanently Restricted Net Assets

Permanently restricted net assets are subject to donor imposed stipulations that neither expire with the passage of time nor can be fulfilled or otherwise removed by the nonprofit organization receiving the contribution. Generally, the donor intends for the original contribution to be held in perpetuity. The related income and/or gains are available for the Yearly Meeting's use as specified by the donor.

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**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Notes to Consolidated Financial Statements
September 30, 2015**

(2) Summary of Significant Accounting Policies, Continued

Permanently Restricted Net Assets, Continued

For permanently restricted net assets not held by a third party trustee, the original contribution is recorded as permanently restricted. The undistributed portion of income and gains (total return) is recorded as temporarily restricted. Each year, the Yearly Meeting receives a cash distribution which is determined using a spending rate as allowed by Pennsylvania law. Donor restrictions as to the use of income must also be met before funds are distributed.

Investment income earned in the current year, which is subject to donor restriction, is recorded as unrestricted to the extent the restrictions are met in the current year.

As described further below, beneficial interest in trust agreements and investments-Friends Fiduciary Corporation is the trustee, are net assets held by third party trustees. All gains and interest on beneficial interest in trust agreements and gains and interest on the permanently restricted portion of investments-Friends Fiduciary Corporation is the trustee, are recorded each year as changes to permanently restricted net assets on the consolidated statements of activities.

Use of Estimates

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

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Yearly Meeting considers temporary cash investments and all highly liquid debt instruments with original maturities of three months or less to be cash equivalents.

Continued...

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Notes to Consolidated Financial Statements
September 30, 2015**

(2) Summary of Significant Accounting Policies, Continued

Cash Held for Friends Pension Plan

Cash held for Friends Pension Plan consists of amounts held separately for Friends Pension Plan short term obligations (see Note 11). Prior to January 1, 2013, PYM staff had day to day administrative responsibility for the plan with cash outlays being reimbursed from plan investments held at Friends Fiduciary Corporation. As of January 1, 2013, routine administrative functions were outsourced to the plan's actuarial firm. The Friends Pension Plan Committee authorized the establishment of a separate bank account under the normal rules of PYM to fund distributions and expenses as incurred by the actuarial firm and its subcontractors. The bank account balance as of September 30, 2015 appears as both an asset and liability on the consolidated statement of financial position.

Investments

Investments in equity securities with readily determinable fair value and all investments in debt securities are reported at their fair value as determined by quoted market prices, with gains and losses included in the consolidated statement of activities. Investment income is recorded as earned.

Fair Value Measurements of Assets and Liabilities

FASB ASC 820, *Fair Value Measurements and Disclosures*, provides the framework for measuring fair value in accordance with accounting principles generally accepted in the United States of America. FASB ASC 820 requires that assets and liabilities carried at fair value be classified and disclosed in one of the following three categories based on the inputs to their valuation techniques:

- Level 1: Quoted market prices in active markets for identical assets or liabilities.
- Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data.
- Level 3: Unobservable inputs that are not corroborated by market data.

For the year ended September 30, 2015, the application of valuation techniques applied to similar assets and liabilities has been consistent.

Continued...

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements
September 30, 2015

(2) Summary of Significant Accounting Policies, Continued

Investments-Friends Fiduciary Corporation

Friends Fiduciary Corporation (FFC) is a Quaker nonprofit corporation that provides investment and trusteeship services for Friends meetings, schools and other nonprofit, tax-exempt organizations. FFC serves as the trustee and custodian for many trusts that name the Yearly Meeting as the beneficiary. The value of the assets are equal to the fair value of the assets in the trusts. These assets are invested in units of FFC's Consolidated Fund and FFC's Short Term Investment Fund (FFC Funds). FFC's Consolidated Fund is a co-mingled socially responsible investment fund sponsored by FFC. FFC's Consolidated Fund's investment objective is to provide long-term total return by investing its assets in a balanced portfolio of common stock, real estate investment trusts and fixed income investments. FFC's Short Term Investment Fund is a diversified, socially responsible, fixed income investment fund sponsored by FFC and offers low volatility and a competitive return for short-term funds.

PYM approves nominees for FFC's Board of Directors. The final choice of members elected to that Board, however, is by FFC, which alone has the ultimate right of selection. Therefore, PYM does not have a controlling interest in FFC. Accordingly, FFC's assets and activity are not included in these consolidated financial statements.

Beneficial Interests in Trust Agreements

Beneficial interests in trust agreements are reported at fair value based on Yearly Meeting's share of assets held in trust by third parties other than FFC. Distributions from trusts to the Yearly Meeting are recorded as interest and income from investments on the consolidated statement of activities.

Property and Equipment

The Yearly Meeting capitalizes all expenditures for property and equipment in excess of \$5,000. Property and equipment are recorded at cost. Donated property and equipment are recorded at fair value at the time of donation. Depreciation is computed over the estimated useful lives of the assets on a straight-line basis.

Continued...

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements
September 30, 2015

(2) Summary of Significant Accounting Policies, Continued

Support and Contributions

Support and contributions received are recorded as unrestricted, temporarily restricted or permanently restricted net assets depending on the existence and/or nature of any donor restrictions. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire within the fiscal year in which the contributions are received. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending upon the nature of the restrictions. When a restriction expires (that is when a stipulated time restriction ends or the purpose of the restriction is accomplished), temporarily restricted net assets are transferred to unrestricted net assets.

Unconditional support and contributions are recognized as revenue when the related promise to give is received. Conditional support and contributions are recognized as revenue when the conditions are satisfied.

Donated Services

The Yearly Meeting administers its programs with support from donated services from a substantial number of unpaid volunteers. The value of these donated services is not reflected in these consolidated financial statements since they do not meet the criteria for recognition. Committee members and other volunteers recorded approximately 30,460 hours of donated services in the year ended September 30, 2015.

Functional Allocation of Expenses

The costs of providing the programs and supporting services have been summarized on a functional basis in the following schedule. Accordingly, certain costs have been allocated among the programs and supporting services benefited as follows for the year ended September 30, 2015:

Program expenses	\$ 3,127,838
Administrative expenses	648,019
Development expenses	192,882
	<u>\$ 3,968,739</u>

Income Taxes

PYM and BMH are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Therefore, no provision or liability for income taxes is recorded in the accompanying consolidated financial statements. As religious organizations, PYM and BMH are not required to file a Federal Form 990 related to its tax exempt status.

Continued...

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements September 30, 2015

(2) Summary of Significant Accounting Policies, Continued

Income Taxes, Continued

ASMHPT is a nonprofit corporation under Section 501(c)(3) of the Internal Revenue Code. As such, ASMHPT will not incur any liability for federal income taxes on exempt activities; unrelated business activities were not conducted during the year ended September 30, 2015.

ASMHPT files Federal Form 990. With few exceptions, ASMHPT is no longer subject to U.S. federal or state and local income tax examinations by tax authorities for years before fiscal year 2012. It is difficult to predict the final timing and resolution of any particular uncertain tax position. Management is unaware of any uncertain tax positions.

Concentrations of Credit Risk

Financial instruments which potentially subject the Yearly Meeting to concentrations of credit risk are cash and cash equivalents, accounts receivable and investments. The Yearly Meeting maintains its cash at various high-quality financial institutions. At times, such deposits may exceed federally-insured limits. Accounts receivable consist primarily of amounts expected to be collected from Meetings and loans receivable, the composition of which is more fully described in Note 3.

Investments are exposed to market and credit risk. Due to the level of risk associated with such investments, and the level of uncertainty related to changes in the value of such investments, it is at least reasonably possible that changes in the near term would materially affect investment balances and the amounts reported in the consolidated financial statements.

Subsequent Events

The Yearly Meeting has performed an evaluation of subsequent events through January 14, 2016, which is the date the consolidated financial statements were available to be issued.

(3) Mary Jeanes Loans Receivable

The Yearly Meeting made loans to individuals for educational purposes from a fund established by a contribution from Anna T. Jeanes. This loan program was discontinued in fiscal year 2013. The loans are non-interest bearing and are expected to be collected within five years after graduation. The loans receivable balance at September 30, 2015 of \$158,397 is net of an allowance for doubtful accounts of \$77,538 and a discount, calculated at 4%, of \$28,345.

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Notes to Consolidated Financial Statements
September 30, 2015**

(4) Assets Measured at Fair Value on a Recurring Basis

The following is a summary of assets measured at fair value on a recurring basis and the valuation inputs used to value them at September 30, 2015:

	Total	Level 1	Level 2	Level 3
Assets:				
Investments in the FFC Funds - PYM trustee	\$ 26,518,170	\$ -	\$ 26,518,170	\$ -
Investments in the FFC Funds - FFC trustee	15,464,451	-	15,464,451	-
Beneficial interest in trust agreements	11,325,287	-	-	11,325,287
	<u>\$ 53,307,908</u>	<u>\$ -</u>	<u>\$ 41,982,621</u>	<u>\$ 11,325,287</u>

The fair value of the investments in the Fund – PYM trustee and investments in the FFC Funds – FFC trustee are valued at the net asset value (NAV) of units held by the Yearly Meeting at September 30, 2015 based on the market value of its underlying investments. Although the investments in the FFC Funds – PYM trustee and investments in the FFC Funds – FFC trustee are not available in an active market, the NAV of the units are approximately based on the quoted prices of the underlying investments that are traded in an active market.

The fair value of the beneficial interest in perpetual trusts is based on the fair value of the assets held by the trust as reported by the trustees.

There were no significant transfers among investment levels during the year ended September 30, 2015.

The changes in level 3 assets measured at fair value are summarized below:

	Beneficial Interest in Trust Agreements
Balance, September 30, 2014	<u>\$ 11,686,727</u>
Unrealized loss on investments included in changes in net assets	(361,440)
Balance, September 30, 2015	<u>\$ 11,325,287</u>

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements September 30, 2015

(5) Investment in Friends Center Corporation

Friends Center Corporation (the Center) is a nonprofit organization that was formed by an agreement among PYM and two other Quaker nonprofit organizations — American Friends Services Committee (AFSC) and Central Philadelphia Monthly Meeting (CPMM), to manage the real estate complex in Center City Philadelphia in which PYM, AFSC and CPMM are located.

PYM's investment in the Center is reported using the equity method as defined in the aforementioned agreement and is equal to a percentage of the Center's net assets. If PYM elects to withdraw from the Center, PYM would forfeit 10% of its equity investment. Management does not anticipate withdrawal over the next 12 months.

The agreement requires PYM to pay rent to the Center for the portion of the real estate complex that it occupies. Rent expense for the year ended September 30, 2015 was \$214,108.

Effective July 1, 2014, PYM is required to pay a fixed portion of the Center's debt based on occupancy ratios. The future minimum payments related to this obligation amount to \$96,323 for each of the next five years and \$1,709,726 thereafter.

(6) Property and Equipment

Property and equipment at September 30, 2015 consist of the following:

Land	\$ 289,100
Buildings	354,000
Property improvements	5,246,669
Equipment	458,164
	<u>6,347,933</u>
Accumulated depreciation	<u>(3,497,673)</u>
	<u>\$ 2,850,260</u>

Depreciation expense for the year ended September 30, 2015 was \$186,596.

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements September 30, 2015

(7) Line of Credit

The Yearly Meeting maintains a line of credit with Citizens Bank under which the maximum outstanding balance is \$500,000. Principal is due on demand and interest is payable monthly at the LIBOR Advantage Rate plus 2.0% or prime rate less 0.5%, chosen by Yearly Meeting at time of advance. The bank has a security interest in all personal property of the Yearly Meeting whether such property exists now or is hereafter created, and all cash or noncash proceeds from the disposition of such property. The line of credit expires March 2016.

(8) Contribution Payable to Friends Center Corporation

The contribution payable to the Center represents the amount that PYM has promised to pay to the Center to finance a renovation project to the real estate complex in which PYM is located (See Note 5). The contribution payable is expected to be paid as follows:

Due within one year	\$ 18,120
Due within two to five years	72,480
Due after five years	140,539
	<u>231,139</u>
Discount at 5%	(60,505)
	<u>\$ 170,634</u>

(9) Pooled Life Income Fund and Funds Held for Others

The Yearly Meeting manages a pooled life income fund to which donors transfer assets and name a noncharitable beneficiary to receive the income for life. The assets are recorded in investments - PYM is the trustee on the consolidated statement of financial position. Upon the death of the beneficiary, the assets are transferred to the Yearly Meeting or to other Quaker organizations as specified by the donor. Changes in the fair value of the pooled life income fund, is determined using a discount rate of 5%, and are included in realized and unrealized income (loss) on investments - PYM is trustee in the accompanying consolidated statement of activities. At September 30, 2015 the Yearly Meeting has also recorded a liability of \$283,643 for the assets specified by donors to be transferred to other Quaker organizations.

The Yearly Meeting receives semi-annual distributions from FFC and annual assessments from participating employers to fund the requirements of its participation in Friends Pension Plan (see Note 11). Amounts received and not yet remitted to the Friends Pension Plan amounted to \$4,210 as of September 30, 2015.

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Notes to Consolidated Financial Statements
September 30, 2015**

(10) Postretirement Health Benefit Obligation

The Yearly Meeting sponsors a defined benefit postretirement health insurance plan, subject to annual review by the Personnel and Finance Committees, which covers all full-time employees. To receive benefits, the participants must reach 65, have completed at least ten years of service by June 30, 2005, and have no intervening employment after leaving the Yearly Meeting. Funding for the plan is provided on a monthly basis by paying a predetermined premium per person, as established by the insurance provider up to a maximum of \$252 per month. Contributions to the plan were \$26,258 for the year ended September 30, 2015.

The postretirement benefit obligation was determined using a discount rate of 4.0% and a medical trend rate of 3.0%.

The following table sets forth the plan's status reconciled with the amount shown on the consolidated statement of financial position as of September 30, 2015:

Accumulated postretirement benefit obligation, fully vested:	
Retirees	\$ 227,333
Fully eligible active participants	-
Other plan participants	95,084
	<u>\$ 322,417</u>
Plan assets at fair value	<u>\$ -</u>
Accumulated postretirement obligation in excess of plan assets	\$ 322,417
Unrecognized net loss from experience different from assumed and changes in assumptions	<u>(16,978)</u>
Accrued postretirement benefit cost in the consolidated statement of financial position	<u>\$ 305,439</u>

Continued...

**PHILADELPHIA YEARLY MEETING OF
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**Notes to Consolidated Financial Statements
September 30, 2015**

(10) Postretirement Health Benefit Obligation, Continued

The following table sets forth the components of the net postretirement benefit cost for the year ended September 30, 2015:

Service cost	\$ 3,775
Interest cost on accumulated postretirement benefit obligation	12,161
Amortization of gain	(3,073)
Postretirement benefit	<u>\$ 12,863</u>

The estimated net loss that will be amortized into net periodic postretirement benefit cost in 2016 is \$33,000.

The expected annual benefit payments for the next five years individually and the following five years in aggregate are as follows:

Year Ending September 30,	Amount
2016	\$ 26,000
2017	\$ 25,000
2018	\$ 30,000
2019	\$ 29,000
2020	\$ 28,000
2021-2025	\$ 121,000

PYM expects to contribute \$26,000 in 2016 for reimbursement of benefit payments.

(11) Pension Plan

PYM is a participant in Friends Pension Plan (the Plan) a multiple-employer, noncontributory, defined benefit pension plan covering substantially all of PYM's employees. PYM's relative position in this Plan is not readily determinable. The Plan is jointly sponsored by PYM and Friends General Conference who appoint a board to act as trustee.

Under governmental regulations, in the event of plan termination or employer withdrawal, an employer may be liable for a portion of the Plan's unfunded vested benefits. PYM does not anticipate withdrawal from the Plan, nor is PYM aware of any unexpected plan terminations.

Continued...

**PHILADELPHIA YEARLY MEETING OF
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**Notes to Consolidated Financial Statements
September 30, 2015**

(11) Pension Plan, Continued

PYM used a measurement date of January 1, 2015 for September 30, 2015 disclosures. The following table sets forth the combined Plan's funded status as of January 1, 2015:

Benefit obligation at January 1, 2015	\$ 10,754,882
Fair value of plan assets at January 1, 2015	10,672,955
Funded status	<u>\$ (81,927)</u>

PYM has an accrued pension liability of \$20,323 at September 30, 2015. The benefit obligation at January 1, 2015 was determined by using a discount rate of 6.50%, an annual salary increase of 3.00% and the Internal Revenue Service 2015 Static Mortality Table.

Benefits paid by the Plan were \$727,144 for the year ended January 1, 2015. Total contributions to the Plan for the year ended January 31, 2015 were \$257,091. PYM's contributions to the Plan as determined by an actuary aggregated \$88,488 for year ended September 30, 2015.

The Plan's assets at January 1, 2015 consist of a checking account and an investment in FFC's Consolidated Fund. The checking account held separately by PYM manages funds for the Plan's short-term obligations, as described in Note 2. FFC's Consolidated Fund's investment objective is to provide long-term total return by investing its assets in a balanced portfolio of common stock, financial trusts such as real estate investment trusts and fixed income investments.

The fair value of the Plan's assets by asset category at January 1, 2015 are as follows:

	January 1, 2015			
	Total	Level 1	Level 2	Level 3
Cash	\$ 535,754	\$ -	\$ 535,754	\$ -
Units in the Consolidated Fund of FFC	10,137,201	-	10,137,201	-
	<u>\$ 10,672,955</u>	<u>\$ -</u>	<u>\$ 10,672,955</u>	<u>\$ -</u>

The estimated net gain of the combined Plan that will be amortized into net periodic postretirement benefit cost in the future is \$602,733. The expected contribution to the Plan for 2016 is \$240,587, PYM's portion is estimated at \$112,130.

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Notes to Consolidated Financial Statements
September 30, 2015**

(12) Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes at September 30, 2015:

	Temporarily Restricted Cash	Other Temporarily Restricted Assets	Total
Aging programs	\$ 85,407	\$ 8,160,419	\$ 8,245,826
Education programs	202,000	2,612,483	2,814,483
Purposes subject to trustee approval	-	5,961,370	5,961,370
Meeting House projects	99,611	1,116,050	1,215,661
Other programs	185,926	27,697	213,623
Outreach programs	148,345	2,288,657	2,437,002
Peace programs	57,615	253,854	311,469
For future periods	-	631,463	631,463
	<u>\$ 778,904</u>	<u>\$ 21,051,993</u>	<u>\$ 21,830,897</u>

(13) Permanently Restricted Net Assets

Permanently restricted net assets, the income from which is available for unrestricted or temporarily restricted use of the Yearly Meeting as specified by the donor, consists of the following funds at September 30, 2015:

Aging programs	\$ 12,747,950
Education programs	1,119,201
General programs	4,811,660
Meeting House projects	1,279,126
Outreach programs	298,084
Peace programs	20,430
For future periods	2,526,814
	<u>\$ 22,803,265</u>

PHILADELPHIA YEARLY MEETING OF THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Notes to Consolidated Financial Statements September 30, 2015

(14) Endowment Funds

The Yearly Meeting accounts for its endowment funds in accordance with FASB Staff Position 117-1, *Endowments of Not-for-Profit Organizations: Net Asset Classification of Funds Subject to an Enacted Version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) and Enhanced Disclosures for All Endowment Funds* now incorporated in FASB ASC 958-205. The Commonwealth of Pennsylvania has not yet adopted the provisions of the UPMIFA, but the Yearly Meeting is required by FASB ASC 958-205 to disclose certain matters associated with its endowment funds. Endowment funds subject to FASB ASC 958-205 include permanently restricted and certain board designated net assets for which the Yearly Meeting is Trustee. Management of the Yearly Meeting does not consider any other fund, whether temporarily restricted or board designated (unrestricted) to be subject to FASB ASC 958-205.

Return Objectives and Risk Parameters

In accordance with Pennsylvania statutes, the Yearly Meeting has adopted investment and spending policies for its endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowments while seeking to maintain the purchasing power of these endowment assets over the long-term. The Yearly Meeting's spending and investment policies work together to achieve this objective. The investment policy establishes an achievable return objective through diversification of asset classes.

Spending Policy

During the year ended September 30, 2015, the Yearly Meeting, for funds for which it is the Trustee, accepted FFC's default investment spending policy that calculates the amount of money annually distributed from the permanently restricted endowment fund to support various programs. FFC's current spending policy is to distribute an amount equal to 4.5% of a three-year average of the fair value of the endowment fund.

The changes in the endowment net assets for the year ended September 30, 2015 are summarized in the accompanying consolidated statement of activities.

SUPPLEMENTARY INFORMATION

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Cash Flows by Restrictions
Year Ended September 30, 2015**

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Cash flows from operating activities:				
Change in net assets	\$ (292,154)	\$ (1,352,855)	\$ (566,364)	\$ (2,211,373)
Adjustments to reconcile change in net assets to net cash provided by operating activities:				
Realized and unrealized (gain) loss on investments	111,245	1,134,496	(2,268)	1,243,473
Realized and unrealized loss on investments-Friends Fiduciary Corporation is the trustee	351,360	148,066	313,394	812,820
Change in investment in Friends Center Corporation	156,000	-	-	156,000
Change in value of beneficial interests in trust agreements	-	107,352	254,088	361,440
Change in pooled life income fund discount	-	(10,769)	1,150	(9,619)
Depreciation	186,596	-	-	186,596
(Increase) decrease in:				
Cash held for Friends Pension Plan	89,031	-	-	89,031
Accounts receivable	(177,434)	-	-	(177,434)
Loans receivable	-	35,900	-	35,900
Prepaid expenses	(9,534)	-	-	(9,534)
Inventory	6,823	-	-	6,823
Increase (decrease) in:				
Accounts payable	(69,780)	-	-	(69,780)
Contribution payable to Friends Center Corporation	(9,334)	-	-	(9,334)
Deferred revenue	23,444	-	-	23,444
Funds held for others (including Friends Pension Plan)	(103,349)	-	-	(103,349)
Postretirement health benefit obligation	(13,395)	-	-	(13,395)
Pension benefit obligation	20,323	-	-	20,323
Net cash provided by operating activities	269,842	62,190	-	332,032
Cash flows from investing activities:				
Decrease in deposits	11,716	-	-	11,716
Proceeds from sale of investments	173,311	1,127,049	-	1,300,360
Purchases of investments	(176,206)	(1,095,950)	-	(1,272,156)
Purchase of property and equipment	(52,411)	-	-	(52,411)
Net cash provided by (used in) investing activities	(43,590)	31,099	-	(12,491)
Net increase in cash and cash equivalents	226,252	93,289	-	319,541
Cash and cash equivalents, beginning of year	498,180	685,615	-	1,183,795
Cash and cash equivalents, end of year	\$ 724,432	\$ 778,904	\$ -	\$ 1,503,336

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

**Temporarily Restricted Revenue and Net Assets Released from Restrictions
Year Ended September 30, 2015**

Support and revenue:	
Gifts of support	\$ 179,141
Event and service fees	100,823
Interest and income from investments	1,007,659
	<hr/>
	1,287,623
Expenses:	
Staff expenses	62,515
Volunteer expenses	999
Contributions to others	916,209
Events and program expense	234,828
Professional and service fees	15,354
Copying, printing and posting	391
Rent and utilities	2,749
Insurance and maintenance	28,288
	<hr/>
	1,261,333
	<hr/>
Change in net assets before other changes	\$ 26,290
	<hr/>

**PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES**

Schedule III

**Schedule of Financial Position - Arch Street Meeting House Preservation Trust
September 30, 2015**

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
ASSETS				
Current assets:				
Cash	\$ -	\$ 78,462	\$ -	\$ 78,462
Investments-PYM is the trustee	-	21,036	31,179	52,215
	<u>\$ -</u>	<u>\$ 99,498</u>	<u>\$ 31,179</u>	<u>\$ 130,677</u>
LIABILITIES AND NET ASSETS				
Current liabilities:				
Due to affiliate	\$ -	\$ 20,323	\$ -	\$ 20,323
Net assets:				
Temporarily restricted	-	79,175	-	79,175
Permanently restricted	-	-	31,179	31,179
Total net assets	<u>-</u>	<u>79,175</u>	<u>31,179</u>	<u>110,354</u>
Total liabilities and net assets	<u>\$ -</u>	<u>\$ 99,498</u>	<u>\$ 31,179</u>	<u>\$ 130,677</u>

PHILADELPHIA YEARLY MEETING OF
THE RELIGIOUS SOCIETY OF FRIENDS AND AFFILIATES

Schedule IV

Schedule of Activities - Arch Street Meeting House Preservation Trust
Year Ended September 30, 2015

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Changes in unrestricted net assets:				
Support and revenue:				
Support from meetings and members:				
Gifts of support	\$ -	\$ 29,085	\$ -	\$ 29,085
Event and service fees	-	7,964	-	7,964
Interest and income from investments	-	2,288	-	2,288
Net assets released from restrictions	54,916	(54,916)	-	-
Total support and revenue	54,916	(15,579)	-	39,337
Expenses:				
Staff expense	24,307	-	-	24,307
Events and program expense	15,888	-	-	15,888
Professional and service fees	14,574	-	-	14,574
Computer and office support	147	-	-	147
Total expenses	54,916	-	-	54,916
Change in net assets before other changes	-	(15,579)	-	(15,579)
Other changes:				
Realized and unrealized loss on investments-PYM is the trustee	-	(2,791)	-	(2,791)
	-	(2,791)	-	(2,791)
Change in net assets	-	(18,370)	-	(18,370)
Net assets, beginning of year	-	97,545	31,179	128,724
Net assets, end of year	\$ -	\$ 79,175	\$ 31,179	\$ 110,354