

Independent Auditors' Reports as Required by Title 2 *U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards and Government Auditing Standards* and Related Information

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF
THE PROTESTANT EPISCOPAL CHURCH
IN THE UNITED STATES OF AMERICA AND AFFILIATES**

December 31, 2018 and 2017

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Executive Council of
**The Domestic and Foreign Missionary Society
of the Protestant Episcopal Church in the
United States of America and Affiliates:**

Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America and Affiliates (collectively, the “Society”), which comprise the consolidated statement of financial position as of December 31, 2018, and the related consolidated statements of activities and cash flows for the year then ended, 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.

Auditor’s 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 and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. 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 auditor’s 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 auditor considers internal control relevant to the Society’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 Society’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 Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America and Affiliates as of December 31, 2018, and the changes in their net assets and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other matters

Supplementary information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplementary information, including the consolidating schedule of financial position as of December 31, 2018 and the consolidating schedule of activities for the year ended December 31, 2018, presented on pages 32 and 33, respectively, and the schedule of expenditures of federal awards for the year ended December 31, 2018, as required by Title 2 *U.S. Code of Federal Regulations (CFR) Part 200*, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards, are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such supplementary 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. These additional procedures included comparing and reconciling the 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 supplementary information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Other reporting required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report, dated July 30, 2019, on our consideration of the Society's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control over financial reporting and compliance.

Grant Thornton LLP

New York, New York
July 30, 2019

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**

Consolidated Statements of Financial Position

As of December 31, 2018 and 2017

(Dollar amounts in thousands)

	2018	2017
ASSETS		
Cash and cash equivalents	\$ 48,820	\$ 20,596
Receivables:		
Diocesan commitments receivable, net (Note 2)	1,110	1,220
Loans receivable, net (Note 5)	8,606	9,042
Government grants	1,355	1,466
Contributions and other receivables, net (Note 4)	5,499	4,239
Prepaid expenses and other assets	1,563	919
Investments (Note 3):		
DFMS-controlled funds	295,176	330,811
Funds held for the benefit of others	150,965	153,727
Interest rate swap (Note 7)	237	28
Property and equipment, net (Note 6)	32,984	44,565
Beneficial interest in outside trusts (Note 2)	7,124	8,123
Total assets	\$ 553,439	\$ 574,736
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable and accrued expenses	\$ 6,296	\$ 5,828
Grants payable	240	211
Notes payable and line of credit (Note 7)	32,893	34,823
Mortgage payable (Note 7)	2,651	2,759
Accrued postretirement benefits other than pensions (Note 9)	13,059	15,338
Annuities payable	476	553
Funds held for the benefit of others	124,333	123,310
Funds held in a trustee relationship	26,632	30,417
Total liabilities	206,580	213,239
Contingencies (Note 13)		
NET ASSETS (Notes 2, 10 and 11)		
Without donor restrictions	170,999	159,259
With donor restrictions	175,860	202,238
Total net assets	346,859	361,497
Total liabilities and net assets	\$ 553,439	\$ 574,736

The accompanying notes are an integral part of these consolidated financial statements.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**

Consolidated Statements of Activities

For the years ended December 31, 2018 and 2017

(Dollar amounts in thousands)

	2018			2017		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES AND OTHER SUPPORT						
Diocesan commitments (Note 12)	\$ 26,714	\$ -	\$ 26,714	\$ 27,127	\$ -	\$ 27,127
Contributions and bequests	384	1,741	2,125	828	2,177	3,005
Contributions and other income - Episcopal Relief and Development	-	19,598	19,598	-	24,060	24,060
Contributed services (Note 2)	538	-	538	434	-	434
Investment return designated for current operations (Note 3)	9,627	1,813	11,440	9,289	1,540	10,829
Other investment (loss) income	(605)	(934)	(1,539)	581	90	671
Government revenue	7,833	446	8,279	11,720	529	12,249
Fees and other income	7,782	255	8,037	7,104	436	7,540
Revenue from the Episcopal Church in Micronesia	8,040	162	8,202	7,522	202	7,724
Net assets released from restrictions	35,749	(35,749)	-	24,509	(24,509)	-
Total revenues and other support	<u>96,062</u>	<u>(12,668)</u>	<u>83,394</u>	<u>89,114</u>	<u>4,525</u>	<u>93,639</u>
EXPENSES (Note 14)						
Program services:						
Canonical and missional programs	39,675	-	39,675	51,143	-	51,143
General convention	5,236	-	5,236	3,569	-	3,569
Grant-related activities and other	1,996	-	1,996	3,779	-	3,779
Episcopal Relief and Development (Note 14)						
Sustainable Development	12,363	-	12,363	13,156	-	13,156
Disaster Relief and Recovery	6,057	-	6,057	5,183	-	5,183
Expenses from the Episcopal Church in Micronesia	7,980	-	7,980	7,576	-	7,576
Total program services	<u>73,307</u>	<u>-</u>	<u>73,307</u>	<u>84,406</u>	<u>-</u>	<u>84,406</u>
Supporting services:						
General and administrative	8,832	-	8,832	9,757	-	9,757
Fundraising	158	-	158	-	-	-
General and administrative ERD	1,081	-	1,081	993	-	993
Fundraising ERD	2,502	-	2,502	2,524	-	2,524
Total supporting services	<u>12,573</u>	<u>-</u>	<u>12,573</u>	<u>13,274</u>	<u>-</u>	<u>13,274</u>
Total expenses	<u>85,880</u>	<u>-</u>	<u>85,880</u>	<u>97,680</u>	<u>-</u>	<u>97,680</u>
Changes in net assets from operations	<u>10,182</u>	<u>(12,668)</u>	<u>(2,486)</u>	<u>(8,566)</u>	<u>4,525</u>	<u>(4,041)</u>
NONOPERATING ACTIVITIES						
Investment (loss) return, net (Note 3)	(11,652)	(12,831)	(24,483)	25,643	27,875	53,518
Less: Other investment (loss) income	605	934	1,539	(581)	(90)	(671)
Net investment (loss) gain - trust fund	(11,047)	(11,897)	(22,944)	25,062	27,785	52,847
Less: Investment return designated for current operations (Note 3)	(9,627)	(1,813)	(11,440)	(9,289)	(1,540)	(10,829)
Change in value of interest rate swap agreement (Note 7)	209	-	209	391	-	391
Postretirement related activities other than net periodic pension cost (Note 9)	2,876	-	2,876	27	-	27
Gain on sale of property (Note 6)	19,147	-	19,147	-	-	-
Total nonoperating activities	<u>1,558</u>	<u>(13,710)</u>	<u>(12,152)</u>	<u>16,191</u>	<u>26,245</u>	<u>42,436</u>
Changes in net assets	<u>11,740</u>	<u>(26,378)</u>	<u>(14,638)</u>	<u>7,625</u>	<u>30,770</u>	<u>38,395</u>
Net assets, beginning of year	<u>159,259</u>	<u>202,238</u>	<u>361,497</u>	<u>151,634</u>	<u>171,468</u>	<u>323,102</u>
Net assets, end of year	<u>\$ 170,999</u>	<u>\$ 175,860</u>	<u>\$ 346,859</u>	<u>\$ 159,259</u>	<u>\$ 202,238</u>	<u>\$ 361,497</u>

The accompanying notes are an integral part of these consolidated financial statements.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Consolidated Statements of Cash Flows
For the years ended December 31, 2018 and 2017
(Dollar amounts in thousands)

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Changes in net assets	\$ (14,638)	\$ 38,395
Adjustments to reconcile changes in net assets to net cash used in operating activities:		
Noncash items:		
Depreciation	2,462	2,501
Change in allowance for uncollectible amounts	59	27
Amortization of discount to present value receivables	2	2
Gain on sale of property	(19,147)	-
Total noncash adjustments	(16,624)	2,530
Change in working capital:		
Decrease (increase) in diocesan commitments receivable	49	(263)
Decrease in loans receivable	436	4,784
Decrease (increase) in government grants receivable	111	(20)
(Increase) decrease in contributions and other receivables	(1,260)	1,599
(Increase) decrease in prepaid expenses and other assets	(644)	125
Increase in accounts payable and accrued expenses	468	1,021
Increase in grants payable	29	102
(Decrease) increase in annuities payable	(77)	60
Total change in working capital accounts	(888)	7,408
Change in investments:		
Net realized and unrealized losses (gains) on investments	27,434	(50,930)
Total change in investments	27,434	(50,930)
Other changes:		
Change in value of beneficial interests in outside trusts	999	(712)
Change in value of interest rate swap agreement	(209)	(391)
(Decrease) increase in accrued postretirement benefits other than pensions	(2,279)	400
Total other changes	(1,489)	(703)
Total change in working capital accounts and other	25,057	(44,225)
Net cash used in operating activities	(6,205)	(3,300)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property and equipment	(872)	(827)
Proceeds from sale of property	29,138	-
Proceeds from sales of investments	69,656	47,945
Purchases of investments	(61,461)	(56,756)
Net cash provided by (used in) investing activities	36,461	(9,638)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments under notes payable and line of credit	(1,930)	(1,480)
Principal payments on mortgage loan	(102)	(104)
Net cash used in financing activities	(2,032)	(1,584)
Net increase (decrease) in cash and cash equivalents	28,224	(14,522)
Cash and cash equivalents, beginning of year	20,596	35,118
Cash and cash equivalents, end of year	\$ 48,820	\$ 20,596
Supplemental disclosure of cash flow information:		
Cash paid for interest during the year	\$ 1,173	\$ 1,159

The accompanying notes are an integral part of these consolidated financial statements.

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

Notes to Consolidated Financial Statements

December 31, 2018 and 2017

(Dollar amounts in thousands)

1. ORGANIZATION AND NATURE OF ACTIVITIES

The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America (“DFMS”) is the corporate organization charged with the legal and financial responsibilities for the operations of The Episcopal Church in the United States and 15 other countries. It does not, however, operate or otherwise control individual dioceses. The General Convention is the legislative body of the Episcopal Church and meets in convention once every three years. Between conventions, the Executive Council of the General Convention is charged with the responsibility of implementing the programs and policies adopted by the General Convention

DFMS’s consolidated financial statements include the activities of Episcopal Relief & Development (“ERD”), a separate 501(c)(3) not-for-profit corporation. ERD was established by resolution of the General Convention in 1940 in order to meet the needs of refugees fleeing the war in Europe. Today, ERD is a compassionate response of the Episcopal Church to human suffering in the world. Hearing God’s call to seek and serve Christ in all persons and to respect the dignity of every human being, ERD serves to bring together the generosity of Episcopalians and others to heal a hurting world.

DFMS’s consolidated financial statements also include the activities of Episcopal Church Women, United Thank Offering and all other direct agencies of DFMS, as well as the missional church and school activities in Micronesia (“Guam”).

All intercompany transactions are eliminated upon consolidation. These entities and programs are collectively known as the “Society.”

A significant amount of the Society’s support comes from amounts provided by the dioceses.

DFMS and ERD have been classified by the Internal Revenue Service as not-for-profit organizations exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. Therefore, no provision for income taxes has been made in the accompanying consolidated financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements have been prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (“US GAAP”). Accordingly, the classification of the Society’s net assets and its support, revenues and expenses are based on the existence or absence of donor-imposed restrictions.

In August 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) No. 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities (“ASU 2016-14”). The ASU amends the current reporting model for not-for-profit organizations and requires certain additional disclosures. The significant changes include:

- Requiring the presentation of two net asset classes classified as “net assets without donor restrictions” and “net assets with donor restrictions”;
- Modifying the presentation of underwater endowment funds and related disclosures;

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December 31, 2018 and 2017

(Dollar amounts in thousands)

- Requiring the use of the placed in service approach to recognize the satisfaction of restrictions on gifts used to acquire or construct long-lived assets, absent explicit donor stipulations otherwise;
- Requiring that all not-for-profits present an analysis of expenses by function and nature in a separate statement or in the notes to the financial statements;
- Requiring disclosure of quantitative and qualitative information on liquidity;
- Presenting investment return net of external and direct internal investment expenses; and
- Modifying other financial statement reporting requirements and disclosures intended to increase the usefulness to the reader.

ASU 2016-14 is effective for the Society's fiscal year beginning January 1, 2018, and the Society has applied the amendments retrospectively as required by the standard. A presentation of net assets as previously reported as of December 31, 2017 and 2016, and as required under ASU 2016-14 follows:

	December 31, 2017			
	Presentation under ASU 2016-14			
	As Previously Presented	Without Donor Restrictions	With Donor Restrictions	Total
Net assets:				
Unrestricted	\$ 159,259	\$ 159,259	\$ -	\$ 159,259
Temporarily restricted	170,047	-	170,047	170,047
Permanently restricted	32,191	-	32,191	32,191
Total net assets	<u>\$ 361,497</u>	<u>\$ 159,259</u>	<u>\$ 202,238</u>	<u>\$ 361,497</u>

	December 31, 2016			
	Presentation under ASU 2016-14			
	As Previously Presented	Without Donor Restrictions	With Donor Restrictions	Total
Net assets:				
Unrestricted	\$ 151,634	\$ 151,634	\$ -	\$ 151,634
Temporarily restricted	138,962	-	138,962	138,962
Permanently restricted	32,506	-	32,506	32,506
Total net assets	<u>\$ 323,102</u>	<u>\$ 151,634</u>	<u>\$ 171,468</u>	<u>\$ 323,102</u>

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

Notes to Consolidated Financial Statements

December 31, 2018 and 2017

(Dollar amounts in thousands)

Net assets consist of the following:

Without donor restrictions - net assets that are not restricted by donor-imposed stipulations and, therefore, are available to carry out the Society's operations. Net assets without donor restrictions also include those net assets that are limited as to their use by action of the Executive Council.

With donor restrictions - net assets resulting from contributions and other inflows of assets whose use by the Society is limited by donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Society pursuant to those stipulations. When such stipulations end or are fulfilled, such net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions.

Net assets with donor restrictions also include contributions and other inflows of assets whose use by the Society is limited in perpetuity by donor-imposed stipulations that neither expire by the passage of time nor can be fulfilled or otherwise removed by actions of the Society. Such net assets with donor restrictions are comprised primarily of funds restricted by donors to be held in perpetuity, the income from which is intended to support the operations of the Society.

Concentration of Credit Risk

Financial instruments that potentially subject the Society to concentrations of credit and market risk consist principally of cash and cash equivalents on deposit with financial institutions, which from time to time may exceed the Federal Deposit Insurance Corporation limit, and investments. Management does not believe that a significant risk of loss is likely due to the failure of a financial institution the Society utilizes to perform. Management also believes that its market risk is mitigated by an adequate diversification of its investments amongst a variety of asset classes.

Diocesan Commitments Receivable

The Society provides for an allowance for uncollectible receivables based on an assessment of various factors, including historical collection experience and current economic conditions. These allowances are maintained at a level management considers adequate to provide for potentially uncollectible accounts. These estimates are reviewed periodically and, if the financial condition of a diocese changes significantly, the Society will evaluate the recoverability of any commitments due from that diocese and write-off any amounts that are no longer considered to be recoverable. Subsequent collections of receivables previously written-off are recorded as revenue in the year received.

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December 31, 2018 and 2017

(Dollar amounts in thousands)

Diocesan commitments receivables, net, at December 31, 2018 and 2017 are as follows:

	<u>2018</u>	<u>2017</u>
Amounts expected to be collected:		
Within one year	\$ 1,180	\$ 1,292
Between one and five years	-	68
Greater than five years	<u>1,036</u>	<u>982</u>
Total Diocesan commitments	2,216	2,342
Allowance for uncollectible receivables	<u>(1,106)</u>	<u>(1,122)</u>
Diocesan commitments receivable, net	<u>\$ 1,110</u>	<u>\$ 1,220</u>

Investments

Investments include those that belong to the Society as well as those held on behalf of others. They consist of both marketable and non-marketable securities, stated at quoted market values or values provided by the respective fund manager or general partner as of the measurement date. Purchases and sales of securities are reflected on a trade-date basis. Dividends and interest pertaining to the Society are recognized as earned. Realized and unrealized gains or losses on investments pertaining to the Society are recorded on the consolidated statements of activities in the period in which the securities are sold.

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

Fair Value Measurements

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. As required by US GAAP, for fair value measurements, the Society uses a fair value hierarchy that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that observable inputs be used when available.

Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from independent sources. Unobservable inputs reflect assumptions that market participants would use in pricing the asset or liability based on the best information available in the

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

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(Dollar amounts in thousands)

circumstances. The hierarchy is broken down into three levels based on the transparency of inputs as follows:

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the measurement date. A quoted price for an identical asset or liability in an active market provides the most reliable fair value measurement because it is directly observable to the market.
- Level 2 - Pricing inputs other than quoted prices in active markets, which are either directly or indirectly observable as of the measurement date. The nature of these securities include investments for which quoted prices are available but traded less frequently and investments that are fair valued using other securities, the parameters of which can be directly observed.
- Level 3 - Securities that have little to no pricing observability as of the measurement date. These securities are measured using management's best estimate of fair value, where the inputs into the determination of fair value are not observable and require significant management judgment or estimation.

Inputs are used in applying the various valuation techniques and broadly refer to the assumptions that market participants use to make valuation decisions, including assumptions about risk. Inputs may include price information, volatility statistics, specific and broad credit data, liquidity statistics, and other factors. A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. However, the determination of what constitutes "observable" requires significant judgment by the entity. The Society considers observable data to be market data that is readily available, regularly distributed or updated, reliable and verifiable, not proprietary, and provided by independent sources that are actively involved in the relevant market.

The categorization of a financial instrument within the hierarchy is based upon the pricing transparency of the instrument and does not necessarily correspond to the Society's perceived risk of that instrument.

The Society estimates that the fair value of its financial instruments does not differ materially from the carrying values as presented on the accompanying consolidated statements of financial position.

Cash and Cash Equivalents

The Society considers all highly liquid investments with original maturities of less than three months from the date of purchase to be cash and cash equivalents, except for those cash equivalents which are included in the Society's investment portfolio which are considered to be for long-term investment purposes.

Valuation of Investments

Investments whose values are based on quoted market prices in active markets, and are therefore classified within Level 1, include actively traded equities, certain U.S. government and sovereign obligations, and certain money market securities. The Society does not adjust the quoted price for such instruments, even in situations where the Society holds a large position and a sale could reasonably impact the quoted price.

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(Dollar amounts in thousands)

Investments that trade in markets that are not considered to be active, but are valued based on quoted market prices, dealer quotations or alternative pricing sources supported by observable inputs are classified within Level 2. These include certain U.S. government and sovereign obligations, not included in Level 1, most government agency securities, investment-grade corporate bonds, certain mortgage products, certain bank loans and bridge loans, less liquid listed equities, state, municipal and provincial obligations, most physical commodities and certain loan commitments. As Level 2 investments include positions that are not traded in active markets and/or are subject to transfer restrictions, valuations may be adjusted to reflect illiquidity and/or non-transferability, which are generally based on available market information.

Investments classified within Level 3 have significant unobservable inputs, as they trade infrequently or not at all. Level 3 investments include certain bank loans and bridge loans, less liquid corporate debt securities (including distressed debt instruments), collateralized debt obligations, and less liquid mortgage securities (backed by either commercial or residential real estate). When observable prices are not available for these securities, the Society uses one or more valuation techniques (e.g., the market approach, the income approach or the cost approach) for which sufficient and reliable data is available. Within Level 3, the use of the market approach generally consists of using comparable market transactions, while the use of the income approach generally consists of the net present value of estimated future cash flows, adjusted as appropriate for liquidity, credit, market and/or other risk factors.

The inputs used by the Society in estimating the fair value of Level 3 investments include the original transaction price, recent transactions for the same or similar instruments, completed or pending third-party transactions in the underlying investment or comparable issuers, subsequent rounds of financing, recapitalizations and other transactions across the capital structure, offerings in the equity or debt capital markets, and changes in financial ratios or cash flows. Level 3 investments may also be adjusted to reflect illiquidity and/or non-transferability, with the amount of such discount estimated by the Society in the absence of market information. The fair value measurement of Level 3 investments does not include transaction costs that may have been capitalized as part of the security's cost basis. Assumptions used by the Society in valuing such assets, due to the lack of observable inputs, may significantly impact the resulting fair value and therefore the Society's changes in net assets for the respective reporting period.

The Society also measures certain investments using a net asset value ("NAV"), which is exempted from categorization within the fair value hierarchy and related disclosures. Instead, the Society separately discloses the information required for assets measured using the NAV practical expedient and discloses a reconciling item between the total amount of investments categorized within the fair value hierarchy and total investments measured at fair value on the accompanying consolidated statements of financial position.

Property and Equipment

The Society's investment in property and equipment consists of its New York headquarters, property in Austin, Texas, and the school and missional churches of Micronesia (Guam). Property and equipment costing greater than \$1.5 and with useful lives greater than five years are capitalized. Property and equipment, with the exception of land, are depreciated using the straight-line method over the estimated service lives of the respective assets. The useful lives assigned to furniture and equipment and buildings and improvements range from 5 to 30 years. Maintenance and repairs are expensed as incurred.

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Beneficial Interest in Outside Trusts

From time to time, certain donors have established trusts with third-party administrators, typically banks or other Episcopal entities that call for the income earned on these gifts to be paid to the Society and/or other stipulated beneficiaries and the principal to be invested in perpetuity. Historically, the income received from these outside trusts has been recorded as either net assets with donor restrictions or net assets without donor restrictions based upon the donors' imposed stipulations. The fair value of these outside trust assets is recognized as a component of net assets with donor restrictions. The beneficial interest in outside trusts is adjusted each year and the change in fair value is recognized on the consolidated statement of activities based on changes in the fair values of the trusts' underlying investments. Pursuant to certain of the trust arrangements, however, the earnings that are initially paid to the Society are distributable to other beneficiaries. A liability has been recorded for such amounts payable to others and is reflected as annuities payable in the accompanying consolidated statements of financial position. The Society's beneficial interest in outside trusts is classified as Level 3 within the fair value hierarchy as of December 31, 2018 and 2017.

The following table summarizes the changes in fair value associated with the Society's beneficial interest in outside trusts for the years ended December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Balance, beginning of the year	\$ 8,123	\$ 7,411
Change in value of amounts due to beneficiaries	35	35
Unrealized (losses) gains	<u>(1,034)</u>	<u>677</u>
Balance, end of the year	<u>\$ 7,124</u>	<u>\$ 8,123</u>

Grants Payable

The awarding of grants is reflected on the consolidated financial statements at the time they are approved by the appropriate board and the respective grantee is notified. Grants payable represent unconditional promises to give that are expected to be paid within one year of award.

Funds Held for the Benefit of Others

In the ordinary course of business, the Society acts as a custodian for funds owned by others and for which no benefit of income or principal is received. In these cases, the balances are treated as liabilities, rather than included in the Society's net assets, and as assets held in investment accounts. The income derived from these investments is not included on the consolidated statements of activities, but reflected as a change in value of related assets and liabilities.

Funds Held in a Trustee Relationship

Funds held in a trustee relationship are funds held in a fiduciary relationship by the Society, as trustee, where the original principal is invested permanently and the income is payable to specific third-party beneficiaries. Amounts held on behalf of others are reflected as assets and equivalent liabilities. The income derived from these investments is not included on the consolidated statements of activities, but reflected as a change in value of related assets and liabilities.

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Contributions

Contributions, including unconditional promises to give (pledges), are reported as revenues in the period received or pledged. Contributions of assets, other than cash, are recorded at their estimated fair value at the date of gift. Contributions to be received after one year are discounted using an appropriate credit adjusted discount rate which corresponds with the collection period of the respective pledge. Amortization of discount is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any. An allowance for uncollectible contributions receivable is provided based upon management's judgment including such factors as prior collection history, type of contribution and nature of fundraising activity. Contributions receivable are written-off in the period deemed uncollectible.

Contributed Services

Contributed services are recorded at their estimated fair value and are recognized as revenues and expenses on the consolidated statements of activities in the period received. Contributed legal services for the years ended December 31, 2018 and 2017 totaled \$538 and \$434, respectively.

Income Taxes

DFMS follows guidance that clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. This guidance provides that the tax effects from an uncertain tax position can only be recognized in the financial statements if the position is "more-likely-than-not" to be sustained if the position were to be challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position, without regard to the likelihood that the tax position may be challenged.

DFMS is exempt from federal income tax under IRC section 501(c)(3), though it is subject to tax on income unrelated to its exempt purpose, unless that income is otherwise excluded by the Code. DFMS has processes presently in place to ensure the maintenance of its tax-exempt status; to identify and report unrelated income; to determine its filing and tax obligations in jurisdictions for which it was nexus; and to identify and evaluate other matters that may be considered tax positions. At December 31, 2018 and 2017, DFMS has determined that there are no material uncertain tax positions that require recognition or disclosure in the financial statements.

Use of Estimates

The preparation of financial statements in conformity with US GAAP requires management to make estimates and judgments that affect the reported amounts of assets and liabilities and disclosure of contingencies at the date of the financial statements and revenues and expenses recognized during the reporting period. The most significant of which pertain to the determination of specific reserves against loans, contributions and other accounts receivable, the valuation of non-exchange traded alternative investments, postretirement benefit obligations, and the useful lives assigned to fixed assets, amongst others. Actual results may differ from these estimates.

Reclassifications

Certain 2017 consolidated financial statement amounts have been reclassified to conform to the 2018 consolidated financial statement presentation. Such changes had no effect on total assets, liabilities, or net assets as previously reported.

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Subsequent Events

The Society evaluated its December 31, 2018 consolidated financial statements for subsequent events through July 30, 2019, the date the consolidated financial statements were available to be issued. The Society is not aware of any subsequent events that would require recognition or disclosure in the accompanying consolidated financial statements.

New Pronouncements

In May 2014, the FASB issued ASU No. 2014-09, *Revenue from Contracts with Customers*, which supersedes most of the current revenue recognition requirements. The underlying principle is that an entity will recognize revenue to depict the transfer of goods or services to customers at an amount that the entity expects to be entitled to in exchange for those goods or services. The guidance provides a five-step analysis of transactions to determine when and how revenue is recognized. Other major provisions include capitalization of certain contract costs, consideration of time value of money in the transaction price, and allowing estimates of variable consideration to be recognized before contingencies are resolved in certain circumstances. The guidance also requires enhanced disclosures regarding the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. In August 2015, the FASB issued ASU No. 2015-14, *Revenue from Contracts with Customers: Deferral of the Effective Date*, which deferred the effective date of ASU 2014-09 by one year. The guidance is effective for interim and annual periods on or after December 15, 2018 (early adoption is permitted only as of annual reporting periods beginning after December 15, 2017, including interim reporting periods within that reporting period). The guidance permits the use of either a retrospective or cumulative effect transition method. The Society is currently evaluating the new guidance and has not determined the impact this standard may have on its consolidated financial statements.

In February 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842), which requires organizations that lease assets (lessees) to recognize the assets and related liabilities for the rights and obligations created by the leases on the statements of financial position for leases with terms exceeding 12 months. ASU No. 2016-02 defines a lease as a contract or part of a contract that conveys the right to control the use of identified assets for a period of time in exchange for consideration. The lessee in a lease will be required to initially measure the right-of-use asset and the lease liability at the present value of the remaining lease payments, as well as capitalize initial direct costs as part of the right-of-use asset. ASU No. 2016-02 is effective for the Society for fiscal year 2020. Early adoption is permitted. The Society is in the process of evaluating the impact this standard will have on the financial statements.

3. INVESTMENTS

At December 31, 2018, total investments of approximately \$446,100 consist of \$411,200 in trust fund endowment assets, \$6,200 in unit-trust and pooled income funds, \$25,400 in medium-term investments, and \$3,300 in St. John's School (Guam) investments.

At December 31, 2017, total investments of approximately \$484,500 consist of \$448,900 in trust fund endowment assets, \$7,000 in unit-trust and pooled income funds, \$25,100 in medium-term investments, \$3,000 in St. John's School (Guam) investments and \$500 in certificates of deposit with minority-controlled banks.

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Investments are carried at fair value and consist of the following at December 31:

	Fair Value	
	2018	2017
Stocks:		
Common stock	\$ 220,307	\$ 263,575
Stock funds	32,231	29,329
Total stocks	<u>252,538</u>	<u>292,904</u>
Bonds:		
Corporate	7,227	7,742
Government	4,031	3,200
Other, primarily mutual bond funds	17,036	16,968
Total bonds	<u>28,294</u>	<u>27,910</u>
Mutual funds (primarily common stock and bonds)	4,507	5,077
Certificates of deposit	-	500
Other, primarily money market funds and other cash equivalents	6,414	5,842
Alternative investments		
Commingled funds	154,388	152,305
Total investments	446,141	484,538
Funds held for the benefit others	(150,965)	(153,727)
Total DFMS-controlled funds	<u>\$ 295,176</u>	<u>\$ 330,811</u>

Since alternative investments may not be readily marketable, the estimated fair value assigned to such interests is subject to uncertainty and, therefore, may differ from the value that would have been used had a ready market for such investments existed. The fair values assigned to such holdings do not necessarily represent amounts which might ultimately be realized upon sale or other disposition since such amounts depend on future circumstances and cannot reasonably be determined until the actual liquidation occurs. Because of the inherent uncertainty of such valuations, the estimated fair values may differ significantly from the values that would have been used had a ready market for such investments existed and the differences could be material.

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The following tables prioritize the inputs used to measure the fair value of the Society's investments within the fair value hierarchy at December 31, 2018 and 2017.

	2018			
	Level 1	Level 2	Level 3	Total
Stocks	\$ 252,538	\$ -	\$ -	\$ 252,538
Bonds	28,294	-	-	28,294
Mutual funds	4,507	-	-	4,507
Other, primarily money market funds and other cash equivalents	<u>6,414</u>	<u>-</u>	<u>-</u>	<u>6,414</u>
	<u>\$ 291,753</u>	<u>\$ -</u>	<u>\$ -</u>	291,753
Alternative investments reported at NAV				<u>154,388</u>
Total				<u>\$ 446,141</u>
	2017			
	Level 1	Level 2	Level 3	Total
Stocks	\$ 292,904	\$ -	\$ -	\$ 292,904
Bonds	27,910	-	-	27,910
Mutual funds	5,077	-	-	5,077
Certificates of deposit	500	-	-	500
Other, primarily money market funds and other cash equivalents	<u>5,842</u>	<u>-</u>	<u>-</u>	<u>5,842</u>
	<u>\$ 332,233</u>	<u>\$ -</u>	<u>\$ -</u>	332,233
Alternative investments reported at NAV				<u>152,305</u>
Total				<u>\$ 484,538</u>

In accordance with Accounting Standards Codification Subtopic 820-10, investments measured at fair value using the NAV per share practical expedient have not been categorized in the fair value hierarchy.

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The Society uses the NAV per share, or its equivalent to determine the fair value as of the measurement date of all the underlying investments which: (a) do not have a readily determinable fair value and (b) prepare their investees financial statements consistent with the measurement principles of an investment company or have the attributes of an investment company. The following tables detail certain attributes pertaining to the investments reported at fair value using a NAV, or its equivalent, as of December 31, 2018 and 2017:

2018							
Type	Strategy	NAV in Funds	# of Funds	Remaining Life	\$ Amount of Unfunded Commitments	Redemption Terms	Redemption Restrictions
Commingled funds	Equity and interest rate-driven focused commingled funds.	\$ 154,388	5	N/A	\$ -	2 funds have monthly redemption with 5-10 days notice and 2 funds has daily redemption with 10 days notice; 1 fund has quarterly redemption with 100 days notice	None
Total		\$ 154,388	5		\$ -		

2017							
Type	Strategy	NAV in Funds	# of Funds	Remaining Life	\$ Amount of Unfunded Commitments	Redemption Terms	Redemption Restrictions
Commingled funds	Equity and interest rate-driven focused commingled funds.	\$ 152,305	5	N/A	\$ -	2 funds have monthly redemption with 5-10 days notice and 2 funds has daily redemption with 10 days notice; 1 fund has quarterly redemption with 100 days notice	None
Total		\$ 152,305	5		\$ -		

The Society follows the “Total Return Approach” to investments whereby it applies a prudent portion of the realized and unrealized returns on investments to meet current designated and undesignated expenditures. Total return consists of two elements: yield and appreciation. Based on the Society’s long-term investment strategy, the Executive Council sets the payout rate on the DFMS trust funds at a percentage (5% in 2018 and 2017) of a five-year moving average of the fair value of the portfolio. Any return in excess of this percentage is reinvested to protect the real dollar value of these funds against the effects of inflation.

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Investment return is comprised of the following for the years ended December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Interest and dividends	\$ 2,951	\$ 2,588
Realized and unrealized (loss) gains	<u>(27,434)</u>	<u>50,930</u>
Total investment (loss) income	(24,483)	53,518
Less: ERD investment (loss) return	<u>1,378</u>	<u>(3,643)</u>
Investment (loss) return	<u>\$ (23,105)</u>	<u>\$ 49,875</u>

4. CONTRIBUTIONS AND OTHER RECEIVABLES, NET

Contributions and other receivables, net, consist of the following at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Contributions receivable, net	\$ 976	\$ 577
Other receivables	<u>4,523</u>	<u>3,662</u>
Total other receivables	<u>\$ 5,499</u>	<u>\$ 4,239</u>

Contributions receivable, net, which are recorded at the present value of their expected future cash flows, consist of the following at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Amounts expected to be collected:		
Within one year	\$ 407	\$ 523
In one to four years	<u>616</u>	<u>65</u>
Total contributions receivable	1,023	588
Less:		
Allowance for uncollectible pledges	-	(2)
Present value discount (rates ranging from 1.50% to 6.00%)	<u>(47)</u>	<u>(9)</u>
Total contributions receivables, net	<u>\$ 976</u>	<u>\$ 577</u>

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5. LOANS RECEIVABLE, NET

Loans receivable, net, consist of the following at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Construction loans to dioceses and missionary districts	\$ 1,088	\$ 1,149
Economic justice and community investment loans	5,850	6,000
Loans to reorganizing dioceses	2,202	2,194
Residential loans to employees	<u>10</u>	<u>10</u>
	9,150	9,353
Less:		
Allowance for uncollectible accounts	<u>(544)</u>	<u>(311)</u>
Total loans receivable, net	<u>\$ 8,606</u>	<u>\$ 9,042</u>

Such loans bear interest at varying rates ranging from 2.0% to 4.75% and are payable in installments or on demand. These loans are typically unsecured with maturities of between three and five years. No new residential loans have been extended to employees since 1998.

6. PROPERTY AND EQUIPMENT, NET

Property and equipment, net, consists of the following at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Land	\$ 7,995	\$ 17,986
Buildings and improvements	68,644	68,180
Other equipment and furnishings	<u>3,984</u>	<u>3,575</u>
	80,623	89,741
Less: Accumulated depreciation	<u>(47,639)</u>	<u>(45,176)</u>
Property and equipment, net	<u>\$ 32,984</u>	<u>\$ 44,565</u>

Depreciation expense amounted to \$2,462 and \$2,501 for the years ended December 31, 2018 and 2017, respectively. The Society owned a parking lot located in Austin, Texas, which had a carrying value of \$9,991 at December 31, 2017, and is reflected as part of land in the table above. In December 2018, the Society sold such property for \$29,138, resulting in a gain on the sale totaling \$19,147 that has been reflected in nonoperating activities on the accompanying consolidated statement of activities.

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7. MORTGAGE AND NOTES PAYABLE

Mortgage

A mortgage payable on the St. John's School property, located in Guam, amounted to \$2,651 and \$2,759 as of December 31, 2018 and 2017, respectively. The interest rate of 4.5% is adjusted every three years on March 11 to 1% over the Federal Home Loan rate. The note is collateralized by a third-party mortgage on real and leasehold property and matures in September 15, 2025. The effective interest rate was 1% at December 31, 2018 and 2017.

Interest expense pertaining to this mortgage amounted to \$128 and \$133 for the years ended December 31, 2018 and 2017, respectively.

As of December 31, 2018, scheduled annual principal payments are as follows:

	<u>Amount</u>
2019	\$ 108
2020	110
2021	117
2022	123
2023	129
Thereafter	<u>2,064</u>
	<u>\$ 2,651</u>

Term Loan

On January 11, 2011, DFMS obtained a \$37 million term loan, secured by DFMS's investment in unrestricted marketable securities, from U.S. Bank, to be used primarily for working capital and other business purposes. The facility was structured as a 5-year loan with a fixed annual interest rate of 3.69% and annual repayments on a 25-year schedule. Interest was payable monthly; annual principal of \$1,480 was payable on each anniversary date through 2016.

On April 8, 2014, DFMS amended and restated the credit agreement with U.S. Bank. On that date, the then outstanding \$31,163 under the existing term loan was continued as an unsecured term loan. The facility continues as a 5-year loan with a fixed annual interest rate of 3.69% and annual repayments on a 25-year schedule. Interest is payable monthly; annual principal of \$1,480 is payable on each January 1st through 2021. If not extended or renegotiated, unpaid principal will be due in 2021.

On July 23, 2014, DFMS completed Amendment No. 1 to the amended and restated credit agreement dated April 8, 2014, with U.S. Bank. Amendment No. 1 extended the Loan Termination Date to January 23, 2021 and adjusted the interest rate on the unpaid principal balance of the Term Loan to an annual rate of 1.19% plus the one-month LIBOR rate. Amendment No. 1 was required because DFMS entered into an interest rate swap transaction with U.S. Bank.

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At December 31, 2018 and 2017, \$25,243 and \$26,723, respectively, was outstanding under this loan and is reflected on the accompanying consolidated statements of financial position as notes payable and line of credit. Interest expense amounted to \$812 and \$854 for the years ended December 31, 2018 and 2017, respectively.

As of December 31, 2018, scheduled annual principal payments are as follows:

	<u>Amount</u>
2019	\$ 1,480
2020	1,480
2021	1,480
2022	1,480
2023	1,480
Thereafter	<u>17,843</u>
	<u>\$ 25,243</u>

The credit agreement includes standard affirmative and negative covenants usual and customary for similar facilities, including remaining an ongoing business, semi-annual financial reporting, and limitations on additional indebtedness. DFMS was compliant with all such covenants (including financial covenants) at December 31, 2018.

Revolving Lines of Credit

On January 11, 2011, the Society obtained a \$5 million revolving credit facility from U.S. Bank, which was then expanded to \$15 million as of April 8, 2014. The facility, which is unsecured, bears interest based on the Eurodollar rate plus 75 basis points and matures on August 30, 2019. The facility is renewed annually. Interest only is payable monthly. At December 31, 2018 and 2017, \$7,650 and \$8,100, respectively, was outstanding under this revolving credit facility, and was reflected on the accompanying consolidated statements of financial position as notes payable and line of credit. Interest expense amounted to \$233 and \$169 for the years ended December 31, 2018 and 2017, respectively. At December 31, 2018 and 2017, the effective interest rate was 0%.

Interest Rate Swap

The Society uses an interest rate swap agreement as a strategy for managing interest rate risk associated with its variable rate term loan, by converting it to a synthetic fixed rate. To manage credit risk, the Society considered the credit rating and reputation of the counterparty (U.S. Bank) before entering into the transaction and continues to monitor the credit standing of its counterparty.

The reported fair value of the swap represents the estimated cost to terminate the swap agreement at the measurement date, taking into account current and projected market interest rates. The fair value of the interest rate swap is reported on the Society's consolidated statements of financial position as an asset.

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As of and for the years ended December 31, 2018 and 2017, amounts included within the accompanying consolidated financial statements relating to the interest rate swap agreement are as follows:

Fair Value at December 31, 2018	Fair Value at December 31, 2017	Consolidated Statement of Financial Position Location	Change in Value of Interest Rate Swap Agreement for Year Ended December 31, 2018	Change in Value of Interest Rate Swap Agreement for Year Ended December 31, 2017	Consolidated Statement of Activities Location
\$ 237	\$ 28	Interest rate swap	\$ 209	\$ 391	Change in value of interest rate swap

Fair value for LIBOR based swaps is determined using a relative price approach, by discounting the future expected cash flows at the market discount rate (the 100% LIBOR swap rate matching the average life of the notional reduction, if any, of the swap). For the variable leg of a swap, the expected cash flows are based on implied market forward rates for the appropriate underlying index.

The transactions in April and July of 2014 resulted in a five-year extension of DFMS's term loan maturity and secured an effective annual interest rate of 3.197%, reducing the annual service cost on the debt.

8. PENSION PLANS

DFMS maintains a defined contribution pension plan (the "Plan") for all eligible lay employees and employees of ERD. Under the Plan, the employer contributes 5% of eligible salaries and matches employee contributions to the Plan up to 4%. It is the opinion of counsel to the Plan that, as a Church Plan, this plan is exempt from the requirements of the Employee Retirement Income Security Act of 1974 ("ERISA"). Pension expense for this plan recognized on the accompanying consolidated financial statements amounted to \$1,221 for the years ended December 31, 2018 and 2017.

DFMS is a participant in a separate pension plan administered by the Church Pension Fund (an independent organization) that provides pension benefits to all ordained clergy of the Episcopal Church, including those who hold positions within DFMS. Pension expense for this plan recognized on the accompanying consolidated financial statements amounted to \$788 and \$760 for the years ended December 31, 2018 and 2017, respectively.

The Executive Council of DFMS has voluntarily paid pension supplements to employees who retired prior to 1971 and had 20 years of service with DFMS. These benefits are accounted for on a "pay-as-you-go basis." Pension expense for this "plan," recognized on the accompanying consolidated financial statements, amounted to \$547 and \$657 for the years ended December 31, 2018 and 2017, respectively.

The St. John's School maintains a defined contribution pension plan. This plan covers all eligible employees of the St. John's School. Benefits under this plan are provided by fixed-dollar annuities issued by the Teachers Insurance and Annuity Association and by variable annuities offered by its companion organization, the College Retirement Equities Fund. The St. John's School contributes 5% of the gross base pay of its employees to each participant's account. After 10 years of employment, the St. John's

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School will increase its contribution by a graduated percentage rate (7% - 17%) depending on the number of years of employment. Pension expense for this plan recognized on the accompanying consolidated financial statements amounted to \$132 and \$117 for the years ended December 31, 2018 and 2017, respectively.

9. POSTRETIREMENT BENEFITS OTHER THAN PENSIONS

DFMS and ERD sponsor postretirement benefit plans which provide both health care (fully contributory until the retiree reaches age 65) and life insurance (noncontributory) benefits to both lay personnel and clergy.

The following tables set forth the funded status of the plans and the components of net periodic benefit cost at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Change in benefit obligation:		
Benefit obligation, beginning of year	\$ 15,338	\$ 14,938
Service cost	654	509
Interest cost	484	558
Actuarial gain	(2,876)	(27)
Benefits paid	<u>(541)</u>	<u>(640)</u>
Benefit obligation, end of year	<u>\$ 13,059</u>	<u>\$ 15,338</u>
Fair value of plan assets at December 31	<u>\$ -</u>	<u>\$ -</u>
Funded status at December 31	<u>\$ (13,059)</u>	<u>\$ (15,338)</u>
Fair value of plan assets at beginning of year	\$ -	\$ -
Employer contributions	541	640
Benefits paid	<u>(541)</u>	<u>(640)</u>
Fair value of plan assets at end of year	<u>\$ -</u>	<u>\$ -</u>
Components of accrued benefit cost:		
Funded status	\$ 13,059	\$ 15,338
Unrecognized actuarial net loss (gain)	<u>2,149</u>	<u>(727)</u>
Accrued benefit cost	<u>\$ 15,208</u>	<u>\$ 14,611</u>
Amounts not yet reflected in net periodic benefit cost and included in net assets without donor restrictions:		
Net actuarial (gain) loss	<u>\$ (2,149)</u>	<u>\$ 727</u>

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
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(Dollar amounts in thousands)

	<u>2018</u>	<u>2017</u>
Components of net periodic benefit cost:		
Service cost	\$ 654	\$ 509
Interest cost	484	558
Amortization of unrecognized prior service cost	<u>-</u>	<u>-</u>
Net periodic benefit cost for fiscal year	<u>\$ 1,138</u>	<u>\$ 1,067</u>
Changes in assets and benefit obligations recognized in net assets without donor restrictions:		
Net actuarial gain	\$ (2,876)	\$ (27)
Amortization of unrecognized prior service cost	<u>-</u>	<u>-</u>
Total change recognized in net assets without donor restrictions	<u>\$ (2,876)</u>	<u>\$ (27)</u>

The amount of contributions and benefit payments from the Plan for the year ended December 31, 2018 and 2017 were:

	<u>2018</u>	<u>2017</u>
Employer contributions	\$ 541	\$ 639
Participant contributions	<u>-</u>	<u>-</u>
Benefit payments	<u>\$ 541</u>	<u>\$ 639</u>

	<u>2018</u>		<u>2017</u>	
	<u>MedSup Plan</u>	<u>Self-Insured Plan</u>	<u>MedSup Plan</u>	<u>Self-Insured Plan</u>
Assumed health care trend rates at December 31:				
Health care cost trend rate assumed for next year	6.4 %	3.9 %	0.9 %	4.3 %
Rate to which the cost trend rate assumed to decline (ultimate trend rate)	4.1 %	3.9 %	4.2 %	4.0 %
Year that the rate reaches the ultimate trend	2087	2074	2082	2074

For the year ended December 31, 2018, the effect of a 1% change in the health care cost trend rate was as follows:

	<u>1% Increase</u>	<u>1% Decrease</u>
Effect on net periodic benefit cost	\$ 227	\$ (177)
Effect on postretirement benefit obligation	1,916	(1,548)

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Contributions

Annual contributions are determined by the Society based upon calculations prepared by the Society's actuary. Projected contributions for 2019 are expected to be \$668.

Benefit Payments

The following benefit payments are expected to be paid as follows:

2019	\$ 668
2020	668
2021	652
2022	651
2023	643
2024 - 2028	3,103

The estimated net loss (gain) and prior service cost included in net assets without donor restrictions expected to be recognized as components of net periodic benefit cost during the fiscal year ending December 31, 2018 are \$-0-.

10. NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are held for the following purposes at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Other program related funds	\$ 4,634	\$ 5,312
Episcopal Relief and Development	7,448	3,490
Guam - School Scholarships	2,988	2,813
United Thank Offering and Episcopal Church Women Fund	714	1,043
Beneficial interest in outside trusts	7,124	8,123
Donor-restricted endowment funds:		
Corpus	24,977	24,812
Accumulated unspent earnings	127,975	156,645
Total net assets with donor restrictions	<u>\$ 175,860</u>	<u>\$ 202,238</u>

11. ENDOWMENT FUND

The Society has adopted the provisions of "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, and Enhanced Disclosures for All Endowment Funds" of the Accounting Standards Codification. This standard provides guidance on classifying the net assets associated with donor-restricted endowment funds held by organizations subject to the Uniform Prudent Management of Institutional Funds Act ("UPMIFA"), passed by the State of New York in September 2010, and also requires additional disclosures about endowments for both donor-restricted funds and board-designated funds.

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Under New York State UPMIFA (“NYPMIFA”), the Society classifies as donor-restricted endowment net assets: (a) the original value of gifts donated to its donor-restricted endowment; (b) the original value of subsequent gifts to its donor-restricted endowment; and (c) the accumulations to its donor-restricted endowment made in accordance with the directions of the applicable donor gift instrument, at the time the accumulation is added to the fund.

The remaining portion of the donor-restricted endowment fund includes the accumulated unspent earnings on the donor-restricted endowment funds that remains within net assets with donor restrictions until such amounts are appropriated for expenditure by the Society in a manner consistent with the standard of prudence prescribed by NYPMIFA.

In accordance with NYPMIFA, the Society considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: the duration and preservation of the fund, the purpose of the fund, general economic conditions, the possible effect of inflation or deflation, the expected total return from income and appreciation of investments, other resources of the Society, the investment policies of the Society and, where appropriate, alternatives to spending from donor-restricted endowment funds and the possible effects on the Society.

The Society has a policy of appropriating for distribution each year an Executive Council approved spending rate of its endowment fund’s average fair value over five years. In establishing this policy, the Society considered the long-term expected return on its endowment. Accordingly, over the long-term, the Society expects the current spending policy to grow at a pace at least equal to inflation. This is consistent with the Society’s objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return.

The Society has adopted investment policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. The endowment assets are invested in a manner that is intended to produce results that exceed the price and yield results of appropriate benchmarks without putting the assets at imprudent risk. To satisfy its long-term objectives, the Society relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Society targets a diverse asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Certain amounts previously included in the Society’s board-designated endowment fund have now been reflected as part of the donor-restricted endowment fund. The reclassification of the endowment net assets is included in the transfer line in the table below. The effect of this net asset transfer had no impact on current or historical endowment fund distributions or asset values.

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The following tables summarize endowment net asset composition, by type of fund as of December 31, 2018 and 2017:

Composition of Endowment Net Assets by Type of Fund	2018		
	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds	\$ -	\$ 152,952	\$ 152,952
Board-designated endowment funds	125,176	-	125,176
Total	<u>\$ 125,176</u>	<u>\$ 152,952</u>	<u>\$ 278,128</u>
Changes in Endowment Net Assets			
Endowment net assets, beginning of year	\$ 133,503	\$ 181,457	\$ 314,960
Investment return:			
Investment income	200	-	200
Net appreciation (realized and unrealized)	(5,649)	(18,217)	(23,866)
Contributions	153	10	163
Appropriation of endowment assets for expenditure	(3,031)	(10,298)	(13,329)
Endowment net assets, end of year	<u>\$ 125,176</u>	<u>\$ 152,952</u>	<u>\$ 278,128</u>
2017			
Composition of Endowment Net Assets by Type of Fund	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds	\$ -	\$ 181,457	\$ 181,457
Board-designated endowment funds	133,503	-	133,503
Total	<u>\$ 133,503</u>	<u>\$ 181,457</u>	<u>\$ 314,960</u>
Changes in Endowment Net Assets			
Endowment net assets, beginning of year	\$ 121,263	\$ 154,305	\$ 275,568
Investment return:			
Investment income	195	-	195
Net appreciation (realized and unrealized)	20,522	26,377	46,899
Contributions	327	865	1,192
Appropriation of endowment assets for expenditure	(8,804)	(90)	(8,894)
Endowment net assets, end of year	<u>\$ 133,503</u>	<u>\$ 181,457</u>	<u>\$ 314,960</u>

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

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(Dollar amounts in thousands)

12. RELATED PARTIES

The Episcopal Church is an unincorporated association governed by the General Convention. It carries out its administrative, finance and other program activities through DFMS, a New York corporation. DFMS is governed by the Executive Council whose members are elected by the General Convention and the Provinces. The Executive Council acts as the board of directors between meetings of General Convention. DFMS engages in financial transactions with both foreign and domestic entities affiliated with the Episcopal Church and the worldwide Anglican Communion. DFMS receives its principal financial support in the form of Diocesan commitments, which totaled \$26,714 and \$27,127 for the years ended December 31, 2018 and 2017, respectively. In addition, DFMS receives a significant portion of non-governmental fees from related parties as well, which totaled \$1,006 and \$1,116 for the years ended December 31, 2018 and 2017, respectively. DFMS expended \$62 for each of the years ended December 31, 2018 and 2017, respectively, in either direct payments/grants to affiliated entities or expenses incurred on behalf of these related parties. Of the total loans receivable reported on the accompanying consolidated statements of financial position at December 31, 2018 and 2017, \$3,282 in 2018 and \$3,354 in 2017 represent loans to related entities which bear interest at rates ranging from 2.0% to 4.75% per annum.

13. CONTINGENCIES

Government Funding

The Society enters into contracts with agencies of the U.S. government under which the government provides funding for various refugee resettlement activities carried on by the Society in the United States and in other countries. The expenditures of these funds by the Society and its affiliated organizations are subject to audit by the federal government. In the opinion of management, audit adjustments, if any, are not expected to have a material effect on the consolidated financial statements of the Society.

Refugee Loans Receivable and Collections

In connection with its cooperative agreements with the U.S. government for refugee resettlement, the Society acts as the collection agent for travel loans made to refugees by the International Organization for Migration. In return for these services, the Society retains 25% of all loan collections as a recovery of its administrative costs incurred. As of December 31, 2018 and 2017, there were \$11,045 and \$13,912, respectively, of refugee loans outstanding. Such amounts are not reflected on the accompanying consolidated financial statements, and the Society does not guarantee the loans.

Litigation

The Society is subject to various claims and legal proceedings that have arisen in the ordinary course of its business activities. The Society is not aware of any pending litigation, the resolution of which will have a material adverse effect on its consolidated financial statements.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
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(Dollar amounts in thousands)

14. FUNCTIONAL EXPENSES

The following table summarizes the Society's functional expense classification presented below for the year ended December 31, 2018.

	Program Services							Supporting Services					2018 Total	2017 Total
	DFMS		Episcopal Relief & Development					DFMS		Episcopal Relief & Development				
	Canonical & Missional Programs	General Convention	Grant Related Activities & Other	Sustainable Development	Disaster Relief & Recovery	Guam	Total	General and Administration	Fundraising	General and Administration	Fundraising	Total		
Direct support	\$ 15,234	\$ -	\$ 1,237	\$ 6,014	\$ 3,883	\$ 52	\$ 26,420	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 26,420	\$ 35,821
Contributed services	-	-	-	-	-	-	-	538	-	-	-	-	538	862
Salaries	9,787	1,113	-	2,697	924	5,193	19,714	2,511	104	801	960	4,376	24,090	26,025
Employee benefits	4,248	401	-	888	283	32	5,852	1,655	27	161	410	2,253	8,105	7,900
Insurance	44	21	-	22	13	110	210	475	-	2	2	479	689	644
Printing and mailing costs	466	18	-	217	50	-	751	49	19	11	503	582	1,333	1,167
Advertising and promotion	29	-	21	26	12	-	88	-	-	2	36	38	126	164
Telephone	141	15	-	65	23	3	247	81	-	9	7	97	344	328
Rent and utilities	227	121	-	37	6	440	831	906	-	-	-	906	1,737	1,844
Equipment and depreciation	541	451	91	265	81	908	2,337	872	8	8	11	899	3,236	4,403
Bank charges, legal and accounting fees	2,136	4	-	244	126	174	2,684	924	-	19	37	980	3,664	4,258
Office supplies	197	33	31	21	5	213	500	233	-	4	10	247	747	630
Resource and reference	620	-	22	10	1	-	653	39	-	1	1	41	694	375
Consultants	1,706	587	145	695	403	152	3,688	454	-	18	463	935	4,623	4,996
Travel	4,088	1,081	433	766	203	-	6,571	94	-	22	44	160	6,731	6,206
Conferences/workshops/ memberships/meeting expense	211	1,391	16	396	44	40	2,098	1	-	23	18	42	2,140	1,430
Scholarships and financial aid	-	-	-	-	-	663	663	-	-	-	-	-	663	627
Total expenses	\$ 39,675	\$ 5,236	\$ 1,996	\$ 12,363	\$ 6,057	\$ 7,980	\$ 73,307	\$ 8,832	\$ 158	\$ 1,081	\$ 2,502	\$ 12,573	\$ 85,880	\$ 97,680

THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY OF THE PROTESTANT EPISCOPAL CHURCH IN THE UNITED STATES OF AMERICA AND AFFILIATES

Notes to Consolidated Financial Statements

December 31, 2018 and 2017

(Dollar amounts in thousands)

15. LIQUIDITY AND AVAILABILITY OF RESOURCES

As part of the Society's liquidity management, the Society structures its financial assets to be available as its general operations, liabilities, and other obligations require.

The Society receives approximately \$30 million, or 63%, of its annual cash requirements from contributions without donor restrictions mandated from its 109 dioceses and other Episcopal entities. The Society receives an additional \$5.4 million, or 11%, of its cash requirements from sources without donor restrictions, including tenant leases, refugee loan repayments and fees for sponsored events and programs.

The balance of usual support to the Society - approximately \$10.5 million, or 24% of the annual cash requirement - is provided from a Board-approved appropriation of (currently 5%) assets from the trust funds designated as support to the budget. Of those trust funds that are designated for budgetary support at year-end 2018, \$99 million were without donor restrictions and were for "general purposes of the Society". Because both principal and interest of these funds are without donor restrictions, the Executive Council could access the funds if needed. Another \$94 million of trust funds designated for budgetary support are intended to support for specific programs operated by the Society.

The Society's financial assets available within one-year of the statement of financial position date for general expenditures are as follows:

Financial Assets as of December 31, 2018

Cash and cash equivalents	\$	48,820
Receivables:		
Diocesan commitments receivable, net		1,110
Loans receivable, net		8,606
Government grants		1,013
Contributions and other receivables, net		2,955
Appropriation from the Society's endowment for 2019 spending		<u>9,000</u>
Total financial assets available within one year	\$	<u>71,504</u>

To help manage unanticipated liquidity needs, the Society maintains short-term investments equal to one quarter of its annual operating budget. As an additional source of liquidity, the Society may draw upon its \$15.0 million line of credit (as further discussed in Note 7), in the event of financial distress or immediate liquidity needs.

SUPPLEMENTARY INFORMATION

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
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Consolidating Schedule of Financial Position

As of December 31, 2018

(Dollar amounts in thousands)

ASSETS	DFMS	ERD	GUAM	Consolidating Entries	Total
Cash and cash equivalents	\$ 37,624	\$ 9,057	\$ 2,139	\$ -	\$ 48,820
Receivables:					
Diocesan commitments receivable, net	1,110	-	-	-	1,110
Loans receivable, net	8,606	-	-	-	8,606
Government grants	1,013	342	-	-	1,355
Other receivables, net	3,257	3,134	219	(1,111)	5,499
Prepaid expenses and other assets	1,368	194	188	(187)	1,563
Investments:					
DFMS-controlled funds	273,353	18,527	3,296	-	295,176
Funds held for the benefit of others	150,965	-	-	-	150,965
Interest rate swap agreement	237	-	-	-	237
Property and equipment, net	26,547	73	6,177	187	32,984
Beneficial interests in outside trusts	6,771	353	-	-	7,124
Total assets	<u>\$ 510,851</u>	<u>\$ 31,680</u>	<u>\$ 12,019</u>	<u>\$ (1,111)</u>	<u>\$ 553,439</u>
LIABILITIES AND NET ASSETS					
Accounts and accrued expenses	\$ 2,081	\$ 1,446	\$ 2,841	\$ (72)	\$ 6,296
Grants payable	1,250	29	-	(1,039)	240
Notes payable	32,893	-	-	-	32,893
Mortgage payable	-	-	2,651	-	2,651
Accrued postretirement benefits other than pensions	11,330	1,729	-	-	13,059
Annuities payable	476	-	-	-	476
Funds held for the benefit of others	124,333	-	-	-	124,333
Funds held in a trustee relationship	26,632	-	-	-	26,632
Total liabilities	<u>198,995</u>	<u>3,204</u>	<u>5,492</u>	<u>(1,111)</u>	<u>206,580</u>
Contingencies					
NET ASSETS					
Without donor restrictions	161,244	73	2,679	7,003	170,999
With donor restrictions	<u>150,612</u>	<u>28,403</u>	<u>3,848</u>	<u>(7,003)</u>	<u>175,860</u>
Total net assets	<u>311,856</u>	<u>28,476</u>	<u>6,527</u>	<u>-</u>	<u>346,859</u>
Total liabilities and net assets	<u>\$ 510,851</u>	<u>\$ 31,680</u>	<u>\$ 12,019</u>	<u>\$ (1,111)</u>	<u>\$ 553,439</u>

The accompanying consolidated financial statements and notes thereto are an integral part of this consolidating schedule.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Consolidating Schedule of Activities
For the year ended December 31, 2018
(Dollar amounts in thousands)

	DFMS	ERD	GUAM	Consolidating Entries	Total
REVENUES AND OTHER SUPPORT					
Diocesan commitments	\$ 26,714	\$ -	\$ -	\$ -	\$ 26,714
Contributions and bequests	2,125	-	-	-	2,125
Contributed services	538	2,212	-	(2,212)	538
Investment return designated for current operations	11,440	-	-	-	11,440
Other investment loss	(1,539)	-	-	-	(1,539)
Government revenue	7,833	446	-	-	8,279
Fees and other income	8,001	36	-	-	8,037
Episcopal Relief and Development	-	19,598	-	-	19,598
Revenues from the Episcopal Church in Micronesia	-	-	8,202	-	8,202
Total revenues and other support	<u>55,112</u>	<u>22,292</u>	<u>8,202</u>	<u>(2,212)</u>	<u>83,394</u>
EXPENSES					
Program services:					
Canonical and missional programs	39,675	-	-	-	39,675
General convention	5,236	-	-	-	5,236
Grant-related activities and other	2,708	-	-	(712)	1,996
Episcopal Relief and Development					
Sustainable Development	-	13,245	-	(882)	12,363
Disaster Relief and Recovery	-	6,450	-	(393)	6,057
Episcopal Church in Micronesia	-	-	7,980	-	7,980
Total program services	<u>47,619</u>	<u>19,695</u>	<u>7,980</u>	<u>(1,987)</u>	<u>73,307</u>
Supporting services:					
General and administrative	8,832	-	-	-	8,832
Fundraising	158	-	-	-	158
General and administrative - Episcopal Relief and Development	-	1,231	-	(150)	1,081
Fundraising - Episcopal Relief and Development	-	2,577	-	(75)	2,502
Total supporting services	<u>8,990</u>	<u>3,808</u>	<u>-</u>	<u>(225)</u>	<u>12,573</u>
Total expenses	<u>56,609</u>	<u>23,503</u>	<u>7,980</u>	<u>(2,212)</u>	<u>85,880</u>
Changes in net assets from operations	<u>(1,497)</u>	<u>(1,211)</u>	<u>222</u>	<u>-</u>	<u>(2,486)</u>
NONOPERATING ACTIVITIES					
Investment return	(23,108)	(1,375)	-	-	(24,483)
Less: other investment loss	1,539	-	-	-	1,539
Net investment loss - trust fund	<u>(21,569)</u>	<u>(1,375)</u>	<u>-</u>	<u>-</u>	<u>(22,944)</u>
Less: investment return designated for current operations	(11,440)	-	-	-	(11,440)
Change in value of interest rate swap	209	-	-	-	209
Postretirement related activities other than net periodic pension cost	2,876	-	-	-	2,876
Gain on sale of property	19,147	-	-	-	19,147
Total nonoperating activities	<u>(10,777)</u>	<u>(1,375)</u>	<u>-</u>	<u>-</u>	<u>(12,152)</u>
Changes in net assets	<u>(12,274)</u>	<u>(2,586)</u>	<u>222</u>	<u>-</u>	<u>(14,638)</u>
Net assets, beginning of year	324,130	31,062	6,305	-	361,497
Net assets, end of year	<u>\$ 311,856</u>	<u>\$ 28,476</u>	<u>\$ 6,527</u>	<u>\$ -</u>	<u>\$ 346,859</u>

The accompanying consolidated financial statements and notes thereto are an integral part of this consolidating schedule.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Schedule of Expenditures of Federal Awards
For the year ended December 31, 2018

<u>Federal Grantor/Program Title</u>	<u>Federal CFDA Number</u>	<u>Federal Expenditures</u>	<u>Amounts Passed Through to Subrecipients</u>
United States Department of State/Bureau for Population, Refugees, and Migration:			
U.S. Refugee Admissions Program	19.510	\$ <u>4,642,923</u>	\$ <u>3,691,320</u>
United States Department of Health and Human Services:			
Refugee and Entrant Assistance - Voluntary Agency Programs	93.567	1,994,018	1,790,978
Refugee and Entrant Assistance - Discretionary Grants	93.576	<u>1,211,075</u>	<u>896,393</u>
Total United States Department of Health and Human Services		<u>3,205,093</u>	<u>2,687,371</u>
Total Expenditures of Federal Awards		<u>\$ 7,848,016</u>	<u>\$ 6,378,691</u>

The accompanying notes to the schedule of expenditures of federal awards should be read in conjunction with this schedule.

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Notes to the Schedule of Expenditures of Federal Awards
For the year ended December 31, 2018

1. BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards (the “Schedule”) includes the federal grant activity of The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America and Affiliates (collectively, the “Society”) and under programs of the federal government for the year ended December 31, 2018 and is prepared on the accrual basis of accounting. The information in this Schedule is presented in accordance with the requirements of *Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the Society, it is not intended to and does not present the financial position, changes in net assets, or cash flows of the Society.

2. INDIRECT COST RATE

The Society has elected not to use the 10-percent de minimis indirect cost rate as provided by §200.414 Indirect (F&A) Costs of the Uniform Guidance.

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**REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS
ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND
ON COMPLIANCE AND OTHER MATTERS REQUIRED BY
GOVERNMENT AUDITING STANDARDS**

To the Executive Council of
**The Domestic and Foreign Missionary Society
of the Protestant Episcopal Church in the
United States of America and Affiliates:**

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America and Affiliates (collectively, the “Society”), which comprise the consolidated statement of financial position as of December 31, 2018, and the related consolidated statements of activities and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated July 30, 2019.

Internal control over financial reporting

In planning and performing our audit of the consolidated financial statements, we considered the Society’s internal control over financial reporting (“internal control”) to design audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of internal control. Accordingly, we do not express an opinion on the effectiveness of the Society’s internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Society’s consolidated financial statements will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies.

Given these limitations, during our audit we did not identify any deficiencies in the Society's internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that have not been identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified. We did identify a deficiency in internal control, described in the accompanying schedule of findings and questioned costs as finding 2018-001, that we consider to be a significant deficiency in the Society's internal control.

Compliance and other matters

As part of obtaining reasonable assurance about whether the Society's consolidated financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Society's response to findings

The Society's response to our finding, which is described in the accompanying schedule of findings and questioned costs, was not subjected to the auditing procedures applied in the audit of the consolidated financial statements, and accordingly, we express no opinion on the Society's response.

Intended purpose

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Society's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control and compliance. Accordingly, this report is not suitable for any other purpose.



New York, New York
July 30, 2019

GRANT THORNTON LLP

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE

To the Executive Council of
**The Domestic and Foreign Missionary Society
of the Protestant Episcopal Church in the
United States of America and Affiliates:**

Report on compliance for each major federal program

We have audited the compliance of The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America and Affiliates (“collectively, the “Society”) with the types of compliance requirements described in the U.S. Office of Management and Budget’s *OMB Compliance Supplement* that could have a direct and material effect on its major federal program for the year ended December 31, 2018. The Society’s major federal program is identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

Management’s responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to the Society’s federal program.

Auditor’s responsibility

Our responsibility is to express an opinion on compliance for the Society’s major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Society’s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of the Society’s compliance.

Opinion on each major federal program

In our opinion, the Society complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended December 31, 2018.

Report on internal control over compliance

Management of the Society is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Society's internal control over compliance with the types of compliance requirements that could have a direct and material effect on its major federal program to design audit procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for its major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Society's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in the Society's internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this Report on Internal Control Over Compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Grant Thornton LLP

New York, New York
August 12, 2019

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Schedule of Findings and Questioned Costs
For the year ended December 31, 2018

SECTION I - SUMMARY OF AUDITOR'S RESULTS

Consolidated Financial Statements:

Type of auditor's report issued: Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? yes no
- Significant deficiency(ies) identified that are not considered to be material weakness(es)? yes none reported

Noncompliance material to the consolidated financial statements noted? yes no

Federal Awards:

Internal control over the major program:

- Material weakness(es) identified? yes no
- Significant deficiency(ies) identified that are not considered to be material weakness(es)? yes none reported

Type of auditor's report issued on compliance for the major program: Unmodified

Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a) of the Uniform Guidance? yes no

Identification of the major program:

Federal Grantor/Program Title

**Federal
CFDA Number**

United States Department of Health and Human Services:

U.S. Refugee Admissions Program 19.510

Dollar threshold used to distinguish between type A and type B programs: \$750,000

Auditee qualified as a low-risk auditee? yes no

**THE DOMESTIC AND FOREIGN MISSIONARY SOCIETY
OF THE PROTESTANT EPISCOPAL CHURCH IN THE
UNITED STATES OF AMERICA AND AFFILIATES**
Schedule of Findings and Questioned Costs
For the year ended December 31, 2018

SECTION II - FINANCIAL STATEMENT FINDINGS

Finding 2018-001 - Financial Statement Consolidation (Significant Deficiency)

Criteria

A well designed internal control environment enables an individual, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis.

Condition

We noted that the Society utilizes various excel files to prepare its financial statement consolidation.

Context:

The Society's consolidated financial statements include the activities of Episcopal Relief & Development, a separate 501(c)(3) not-for-profit corporation, and the St. John's School, a separate private not-for-profit corporation incorporated under the laws of Guam. The Society also has a number of software packages that it utilizes throughout the year in order to properly account for its various activities.

Cause:

The excel files utilized require a significant amount of manual intervention.

Effect:

During the fiscal 2018 audit, we noted errors in the manner in which the excel files linked to each other, which led to delays in the production of the consolidated financial statements.

Recommendation:

We recommend that this process should be automated to the extent possible. In order to automate the process, we recommend that the Society review its current chart of accounts, specifically in the area of investments management, and make adjustments to the extent necessary in order to allow the Society to produce financial statements from the general ledger software system.

Views of Responsible Officials:

Management is investigating the potential of additional automation.

SECTION III - FEDERAL AWARD FINDINGS AND QUESTIONED COSTS

None noted.

THE
Episcopal
CHURCH

**Corrective Action Plan
For the Fiscal Year Ended December 31, 2018**

Finding 2018-001 – Financial Statement Consolidation

Name of contact person: Kurt Barnes
kbarnes@episcopalchurch.org
212-922-5296

Corrective action: Working with the general ledger software vendor to explore opportunities for additional automation of the Society's financial statement consolidation and preparation process.

Responsible Party: JoAnne M Brockway, Controller

Proposed Completion Date: Striving for a completion date by the end of 2019 so entries can be added beginning 2020.



THE
Episcopal
CHURCH

Prior Year Federal Award Findings and Questioned Costs

Finding # and Description	Page #	Status
2017-001 - Accounting for Loans Receivable	39	Corrected.

The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America

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