

Southern Illinois University Foundation

Auditor's Report and Financial Statements

June 30, 2013 and 2012

Southern Illinois University Foundation
June 30, 2013 and 2012

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Independent Auditor's Report

Board of Directors
Southern Illinois University Foundation
Carbondale, Illinois

Report on the Financial Statements

We have audited the accompanying statements of Southern Illinois University Foundation, which comprise the statements of financial position as of June 30, 2013 and 2012, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America 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 financial statements are free from material misstatement.

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Southern Illinois University Foundation as of June 30, 2013 and 2012, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated October 22, 2013, on our consideration of the Foundation's internal control over financial reporting and 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 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 Southern Illinois University Foundation's internal control over financial reporting and compliance.

BKD, LLP

St. Louis, Missouri
October 22, 2013

Southern Illinois University Foundation
Statements of Financial Position
June 30, 2013 and 2012

	2013	2012
Assets		
Cash and cash equivalents	\$ 415,514	\$ 296,937
Receivables		
Pledges receivable, less allowance for doubtful accounts	9,280,938	13,386,862
Other receivables	185,761	162,055
Total receivables	9,466,699	13,548,917
Investments		
Investments	137,824,287	124,029,184
Assets held under split-interest agreements	7,369,688	6,990,206
Investment in real estate	391,500	190,000
Cash surrender value of life insurance	465,626	459,840
Total investments	146,051,101	131,669,230
Land, property and equipment, net	535,534	734,816
Intangible assets	1,562,426	1,919,551
Other assets	287,045	334,484
Total assets	\$ 158,318,319	\$ 148,503,935
Liabilities and Net Assets		
Liabilities		
Accounts payable and other liabilities	\$ 208,161	\$ 263,426
Obligations under split-interest agreements	3,265,833	3,305,122
Agency funds payable	2,091,316	1,926,717
Deposits held for others	212,998	197,909
Total liabilities	5,778,308	5,693,174
Net Assets		
Unrestricted		
Unrestricted	10,018,387	7,733,510
Endowment fund deficits/board designated	363,717	(71,193)
Temporarily restricted	63,618,962	58,551,042
Permanently restricted	78,538,945	76,597,402
Total net assets	152,540,011	142,810,761
Total liabilities and net assets	\$ 158,318,319	\$ 148,503,935

Southern Illinois University Foundation
Statements of Activities
Years Ended June 30, 2013 and 2012

	Year Ended June 30, 2013			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Support and Revenue				
Contributions and grants, net of discount	\$ 280,302	\$ 2,823,893	\$ 1,271,631	\$ 4,375,826
Allowance for uncollectible receivables	-	72,028	3,961	75,989
Change in value of split-interest agreements	(1,592)	220,593	205,547	424,548
Investment gain (loss)	2,971,564	12,685,898	12,343	15,669,805
Fundraising service income	67,691	-	-	67,691
Support service revenue	5,176,043	-	-	5,176,043
Other	518	299,369	3,011	302,898
	<u>8,494,526</u>	<u>16,101,781</u>	<u>1,496,493</u>	<u>26,092,800</u>
Net assets released from restrictions	10,069,840	(10,112,626)	42,786	-
Changes in donor restrictions	-	(409,315)	409,315	-
	<u>18,564,366</u>	<u>5,579,840</u>	<u>1,948,594</u>	<u>26,092,800</u>
Expenses				
Program services				
Student assistance	2,693,538	-	-	2,693,538
University and community programs	1,584,057	-	-	1,584,057
Academic and research support	3,622,405	-	-	3,622,405
	<u>7,900,000</u>	<u>-</u>	<u>-</u>	<u>7,900,000</u>
Support services				
Management and general	4,782,347	511,920	7,051	5,301,318
Fundraising	3,162,232	-	-	3,162,232
	<u>7,944,579</u>	<u>511,920</u>	<u>7,051</u>	<u>8,463,550</u>
	<u>15,844,579</u>	<u>511,920</u>	<u>7,051</u>	<u>16,363,550</u>
Change in Net Assets	2,719,787	5,067,920	1,941,543	9,729,250
Net Assets - Beginning of Year	<u>7,662,317</u>	<u>58,551,042</u>	<u>76,597,402</u>	<u>142,810,761</u>
Net Assets - End of Year	<u>\$ 10,382,104</u>	<u>\$ 63,618,962</u>	<u>\$ 78,538,945</u>	<u>\$ 152,540,011</u>

Southern Illinois University Foundation
Statements of Activities (Continued)
Years Ended June 30, 2013 and 2012

	Year Ended June 30, 2012			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Support and Revenue				
Contributions and grants, net of discount	\$ 284,013	\$ 6,287,995	\$ 1,427,616	\$ 7,999,624
Allowance for uncollectible receivables	-	(108,147)	162,360	54,213
Change in value of split-interest agreements	(7,044)	(87,376)	(16,291)	(110,711)
Investment gain (loss)	807,964	(1,032,544)	5,775	(218,805)
Fundraising service income	80,513	-	-	80,513
Support service revenue	5,025,369	-	-	5,025,369
Other	870	307,031	7,482	315,383
	<u>6,191,685</u>	<u>5,366,959</u>	<u>1,586,942</u>	<u>13,145,586</u>
Net assets released from restrictions	9,107,860	(9,335,407)	227,547	-
Changes in donor restrictions	7,500	1,851,337	(1,858,837)	-
Total support and revenue	<u>15,307,045</u>	<u>(2,117,111)</u>	<u>(44,348)</u>	<u>13,145,586</u>
Expenses				
Program services				
Student assistance	2,769,241	-	-	2,769,241
University and community programs	1,406,120	-	-	1,406,120
Academic and research support	3,672,464	-	-	3,672,464
Total program services	<u>7,847,825</u>	<u>-</u>	<u>-</u>	<u>7,847,825</u>
Support services				
Management and general	4,939,473	111,520	128,951	5,179,944
Fundraising	3,129,525	-	-	3,129,525
Total support services	<u>8,068,998</u>	<u>111,520</u>	<u>128,951</u>	<u>8,309,469</u>
Total expenses	<u>15,916,823</u>	<u>111,520</u>	<u>128,951</u>	<u>16,157,294</u>
Change in Net Assets	<u>(609,778)</u>	<u>(2,228,631)</u>	<u>(173,299)</u>	<u>(3,011,708)</u>
Net Assets - Beginning of Year	<u>8,272,095</u>	<u>60,779,673</u>	<u>76,770,701</u>	<u>145,822,469</u>
Net Assets - End of Year	<u>\$ 7,662,317</u>	<u>\$ 58,551,042</u>	<u>\$ 76,597,402</u>	<u>\$ 142,810,761</u>

Southern Illinois University Foundation
Statements of Cash Flows
Years Ended June 30, 2013 and 2012

	2013	2012
Cash Flows from Operating Activities		
Change in net assets	\$ 9,729,250	\$ (3,011,708)
Items not requiring (providing) operating activities cash flows		
Cash provided by operating activities		
Depreciation and amortization	478,910	478,584
Net realized and unrealized investment (gains) losses	(12,734,397)	3,117,539
Permanently restricted contributions	(1,271,631)	(1,427,616)
Change in value of split-interest agreements	(424,548)	110,711
Donated land	(105,000)	(96,500)
Net change in		
Pledges receivable	4,105,924	608,607
Other receivables	(23,706)	(48,935)
Cash surrender value of life insurance	(5,786)	(46,556)
Other assets	47,439	10,660
Accounts payable and other liabilities	(74,553)	81,308
Net cash used in operating activities	(278,098)	(223,906)
Cash Flows from Investing Activities		
Proceeds from the sale/maturity of investments	4,146,431	3,358,641
Purchase of investments, including reinvested income	(4,467,035)	(4,795,309)
Purchase of equipment	(19,003)	(6,363)
Net cash used in investing activities	(339,607)	(1,443,031)
Cash Flows from Financing Activities		
Permanently restricted contributions	1,271,631	1,427,616
Payments to annuitants and recipients	(458,845)	(450,926)
Payments for agency funds to SIU	(76,504)	(74,288)
Net cash provided by financing activities	736,282	902,402
Net Increase (Decrease) in Cash and Cash Equivalents	118,577	(764,535)
Cash and Cash Equivalents - Beginning of Year	296,937	1,061,472
Cash and Cash Equivalents - End of Year	\$ 415,514	\$ 296,937

Southern Illinois University Foundation
Notes to Financial Statements
June 30, 2013 and 2012

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

Nature of Operations

The Southern Illinois University Foundation (the “Foundation”) was established in 1942 to solicit, receive, hold and administer gifts from private sources for educational purposes. The Foundation is an independent, not-for-profit corporation, which exists solely to provide alumni and other friends a means to invest in and further the mission of Southern Illinois University Carbondale (SIU). These financial statements include all financial activities over which the Foundation exercises direct responsibilities.

The Foundation is a designated Section 501(c)(3) organization with appropriate approval from the Internal Revenue Service to issue tax-deductible receipts for private gifts received to support SIU.

A summary of significant accounting policies consistently applied in the preparation of the accompanying financial statements follows.

Basis of Presentation

Net assets and revenues, and gains and losses are classified based on donor imposed restrictions. Accordingly, the net assets of the Foundation and changes therein are classified and reported as follows:

Unrestricted – Resources over which the Foundation’s Board of Directors has discretionary control.

Temporarily Restricted – Resources subject to donor imposed restrictions which will be satisfied by the passage of time or actions of the Foundation.

Permanently Restricted – Resources subject to donor imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by the actions of the Foundation. Donors of these resources permit the Foundation to use all or part of the income earned, including capital appreciation of related investments for unrestricted or temporarily restricted purposes.

Use of Estimates

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

Southern Illinois University Foundation
Notes to Financial Statements
June 30, 2013 and 2012

Cash and Cash Equivalents

The Foundation considers all liquid debt instruments purchased with original maturities of three months or less to be cash equivalents that are not designated for investment purposes. At June 30, 2013 and 2012, cash equivalents consisted primarily of money market accounts with brokers.

At June 30, 2013 and 2012, the carrying amount of the Foundation's deposits with financial institutions was \$414,464 and \$295,662, respectively, and the bank balances were \$428,332 and \$479,635, respectively.

Custodial credit risk is the risk that in the event of a bank failure, the Foundation's deposits may not be returned to the Foundation. The Foundation does have a policy to require banks to collateralize balances over the FDIC insured amount. At June 30, 2013, all of the Foundation's deposits with financial institutions were either insured or collateralized by pledged bank assets in the Foundation's name.

Receivables

Unconditional Promises to give (pledges) are recorded as an asset and contribution in the period in which they are received. Conditional Promises to give are recorded in the period in which the conditions have been met or it is deemed that it is remote that the condition will not be met. Matching gift expectancies are not accrued as receivable but are recognized upon receipt.

Promises to give that are collectable beyond one year are recorded at fair value of their estimated future cash flows. All pledges are presented net of an allowance for doubtful collections. Management calculates the allowance based upon collection history of prior contributions receivable.

Beneficial Interests in Trusts which are held by a third party are recognized in the period in which the Foundation was notified of its ownership. The Foundation's beneficial interest is recorded at fair value. Subsequent adjustments to fair value are based on information provided by the third-party trustee. Other receivables are stated at the amount which is expected cash flows.

Investments and Investment Return

Investments are stated at fair value. Investment activity is recorded on the trade date. The fair value of all debt and equity securities with a readily determinable fair value are based on quotations obtained from national securities exchanges. The alternative investments (hedge funds, limited partnerships and other private equity) for which quoted market prices are not available, are carried at estimated fair market values as provided by the external general partners or investment managers and/or audited financial statements of the fund or partnership. Such values may be based on a variety of estimates and assumptions requiring varying degrees of judgment and may be subject to volatility in market conditions and the possibility that their value could substantially change in the near term and/or be materially different than the values reported in the statements of financial position. Management of the Foundation believes that the carrying amounts of these

Southern Illinois University Foundation

Notes to Financial Statements

June 30, 2013 and 2012

financial instruments are a reasonable estimate of fair value. Realized gains and losses on sales of investments are determined on the specific identification basis. Investment return is included in the statement of activities as unrestricted or temporarily restricted based upon the existence and nature of any donor or legally imposed restrictions.

Investment securities are exposed to various risks including, but not limited to, interest rate and market and credit risks. Due to the level of risks associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term. Because the hedge funds and limited partnerships are not readily marketable, their estimated fair value is subject to uncertainty and therefore may differ significantly from the values that would have been used had a ready market existed.

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

Life insurance policies are carried at net cash surrender value. Changes in value (realized and unrealized) are recorded in the statement of activities.

Split-interest Agreements

Split-interest agreements are valued at fair value at the time of donation with a corresponding liability recorded for the present value of the expected payments due to the donors or third-party beneficiary with the difference recorded as contributions in the net asset type based on the donor's restriction. On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. Adjustments to reflect the present value of the estimated annuity payments and changes in actuarial assumptions are included in the statement of activities.

Equipment

Equipment is stated at cost at the date of acquisition or fair value at the date of the donation less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful life of each asset, generally six to ten years for equipment.

Intangible Assets

Amortization expense is computed using the straight-line method.

Contributions and Net Assets

Contributions are recognized at fair value in the period in which the pledges are made. Contributions received are distinguished between those that increase permanently restricted, temporarily restricted and unrestricted net assets. Temporarily restricted net assets result from donor restrictions that the contributions are to be used for restricted purposes. When the restriction has been met, the temporarily restricted net assets are released to unrestricted net assets.

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Notes to Financial Statements

June 30, 2013 and 2012

Temporarily restricted contributions received in the same year in which the restriction is met are recorded as temporarily restricted contributions.

Permanently restricted net assets result from donor-imposed restrictions that the corpus be invested in perpetuity (endowment assets) and that earnings in excess of the corpus are temporarily restricted.

Contributed Assets and Services

Real estate and other objectively measurable assets that are available for financial support are recorded at their fair value at the date of contribution. Non-monetary assets, art objects, equipment and various services contributed directly to SIU through the Foundation for direct benefit of a University department are not included in the financial statements, although donors receive recognition for such contributions.

The value of contributed services of a number of volunteers is not reflected in the financial statements since the services are not specialized services that would otherwise be purchased.

Income Taxes

The Internal Revenue Service has recognized the Foundation as exempt from income taxes under provisions of Section 501(c)(3) of the Internal Revenue Code. The Foundation follows the accounting guidance for accounting for uncertainty in income taxes. The Foundation is subject to federal and state income taxes to the extent it has unrelated business income. In accordance with the guidance for uncertainty in income taxes, management has evaluated their material tax positions and determined that there are no income tax effects with respect to its financial statements. The Foundation is no longer subject to examination by federal or state authorities for years ended before June 30, 2010, nor has the Foundation been notified of any impending examination and no examinations are currently in process.

Fair Value of Financial Instruments

The carrying amounts of cash and cash equivalents, accounts payable and other liabilities, agency funds payable and deposits held for others approximate fair value due to the short maturity of these financial instruments. Receivables are initially recorded at fair value using an appropriate discount rate and approximate fair value at year-end. Investments, assets held under split-interest agreements and obligations under split interest agreement are carried at fair value.

Subsequent Events

Subsequent events have been evaluated through the date of the Independent Auditor's Report, which is the date the financial statements were available to be issued.

Southern Illinois University Foundation

Notes to Financial Statements

June 30, 2013 and 2012

Note 2: Pledges Receivable

Pledges receivable consisted of the following:

	2013	2012
Pledges receivable due in		
Less than one year	\$ 3,769,747	\$ 11,883,432
One to five years	3,912,324	2,264,640
More than five years	5,196,620	250,000
Total pledges receivable	12,878,691	14,398,072
Allowance (5%, 5%)	(643,914)	(719,904)
Discount (5%, 5%)	(2,953,839)	(291,306)
Total	\$ 9,280,938	\$ 13,386,862

During 2013, a large pledge that was originally due in 2013 was extended and generated a time value discount of \$2,579,468 which was netted against gross contributions of \$7,038,358. Total prior pledges written off during the years ended June 30, 2013 and 2012, were \$518,971 and \$240,471, respectively, which has been included with management and general expense in the statements of activities.

Note 3: Investments and Investment Return

Investments at June 30 consisted of the following:

	2013	2012
Money market funds	\$ 2,066,303	\$ 2,695,944
Domestic equities	64,078,914	56,244,187
International equities	15,627,446	13,576,369
Emerging market funds	5,285,830	2,693,592
Hedge funds	5,804,720	5,265,063
Leveraged loans	3,290,673	3,098,889
Private equity	4,690,666	5,018,995
Distressed debt	1,675,911	1,190,415
Real estate securities	849,900	-
Fixed income securities	34,453,924	34,245,730
	\$137,824,287	\$124,029,184

Southern Illinois University Foundation

Notes to Financial Statements

June 30, 2013 and 2012

Total investment return is comprised of the following:

	2013	2012
Interest and dividends	\$ 3,156,979	\$ 3,093,736
Investment fees	(221,571)	(195,002)
Realized investment gains	2,491,622	1,652,846
Unrealized investment gains (losses)	10,242,775	(4,770,385)
Net investment gain (loss)	\$ 15,669,805	\$ (218,805)

Note 4: Assets Held and Obligations Under Split-interest Agreements

Split-interest Agreements are agreements donors enter into whether a trust or other arrangement under which the Foundation is a beneficiary. Charitable remainder trusts are trusts in which the donor or a third party beneficiary receives distributions and upon the trusts' termination, the Foundation receives the remaining assets. Charitable Gift Annuities are agreements which the Foundation accepts a contribution and agrees to an obligation to make periodic stipulated payments to donors or third-party beneficiaries for a specified time.

Assets

Assets held under split-interest agreements consist of the following at June 30:

	2013	2012
Charitable remainder trusts		
Equities	\$ 3,684,885	\$ 2,136,627
Real estate	189,174	-
Natural resources	399,712	-
Fixed income	1,553,985	1,819,630
Exchange traded funds	479,554	1,998,707
Other	223,430	236,671
	6,530,740	6,191,635
Charitable gift annuities		
Equities	581,085	543,716
Real estate	6,023	-
Fixed income	127,011	135,527
Alternative investments	99,361	97,964
Other	25,468	21,364
	838,948	798,571
Total assets under split-interest agreements	\$ 7,369,688	\$ 6,990,206

Southern Illinois University Foundation

Notes to Financial Statements

June 30, 2013 and 2012

Obligations

On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. Adjustments to reflect the present value of the estimated annuity payments and changes in actuarial assumptions are included in the statement of activities. The present value of the estimated future payments is calculated using a discount rate of 1.2 percent and applicable mortality tables.

Obligations under split-interest agreements at June 30 consist of:

	2013	2012
Charitable remainder trusts	\$ 2,575,438	\$ 2,573,994
Charitable gift annuities	690,395	731,128
Total obligation under split-interest agreements	\$ 3,265,833	\$ 3,305,122

The following summarizes annuities payable transactions for the years ended June 30:

	2013	2012
Beginning balance	\$ 3,305,122	\$ 3,678,989
Annuity funds		
Net investment income (loss)	112,883	(23,309)
Payments to annuitants	(55,726)	(61,734)
Adjustment of actuarial liability	(103,702)	99,265
Liability portion of funds established during the current year	5,812	-
Charitable remainder trusts		
Net investment income (loss)	728,404	(8,643)
Payments to recipients	(403,119)	(389,192)
Adjustment of actuarial liability	(323,841)	9,952
Other miscellaneous annuity expenses	-	(206)
Ending balance	\$ 3,265,833	\$ 3,305,122

Note 5: Investment in Real Estate

Gifts of real property received by the Foundation are valued and recorded based on the current fair value on the date received. Values are determined from publications, appraisals and other sources that assist in establishing a fair value.

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Investments in real estate consist of the following at June 30:

	2013	2012
Two parcels of land located in Goreville, Illinois, held for the benefit of two scholarship endowment funds	\$ 130,000	\$ 130,000
50% interest in farmland not held for operational use	201,500	-
50% remainder interest in a home to benefit the School of Law	60,000	60,000
	<u>\$ 391,500</u>	<u>\$ 190,000</u>

Note 6: Land and Equipment

Land and equipment at June 30 consists of:

	2013	2012
Land	\$ 315,672	\$ 412,172
Furniture, fixtures and equipment	996,010	1,004,394
Less: accumulated depreciation	(776,148)	(681,750)
Equipment, net	219,862	322,644
Land and equipment, net	<u>\$ 535,534</u>	<u>\$ 734,816</u>

Note 7: Intangible Assets

Intangible assets consisted of the following as of June 30:

	2013	2012
Patent rights	\$ 4,970,000	\$ 4,970,000
Accumulated amortization	(3,407,574)	(3,050,449)
Net intangible asset	<u>\$ 1,562,426</u>	<u>\$ 1,919,551</u>

Amortization for both years ended June 30, 2013 and 2012, was \$357,126.

Southern Illinois University Foundation

Notes to Financial Statements

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Future estimated amortization expense is as follows:

Year Ending June 30,	Amount
2013	\$ 357,126
2014	357,126
2015	357,126
2016	357,126
2017	133,922
Total	\$ 1,562,426

Note 8: Agency Funds Payable

The Foundation entered into an agreement with SIU to administer as agency funds any endowment funds received by SIU. The following summarizes agency funds payable transactions for the period ended June 30:

	2013	2012
Beginning balance	\$ 1,926,717	\$ 2,077,383
Net investment income (loss)	241,103	(76,378)
Payments to SIU	(76,504)	(74,288)
Ending balance	\$ 2,091,316	\$ 1,926,717

Note 9: Net Assets

Temporarily Restricted Net Assets

Temporarily restricted net assets at June 30 are available for the following purposes or periods:

	2013	2012
Student assistance	\$ 19,445,658	\$ 15,576,243
SIU and community programs	7,293,222	8,962,085
Academic and research support	36,880,082	34,012,714
Total	\$ 63,618,962	\$ 58,551,042

Southern Illinois University Foundation
Notes to Financial Statements
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Permanently Restricted Net Assets

Permanently restricted net assets at June 30 are restricted to:

	2013	2012
Student assistance	\$ 35,717,979	\$ 34,536,343
SIU and community programs	7,296,764	7,024,214
Academic and research support	35,524,202	35,036,845
Total	<u>\$ 78,538,945</u>	<u>\$ 76,597,402</u>

Net Assets Released from Restrictions

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

	2013	2012
Time restriction elapsed or program satisfaction and termination of charitable remainder trust	\$ 7,980,507	\$ 8,060,154
Reclass of net assets for endowment deficiencies	393,840	(393,568)
Internal transfers	1,695,493	1,441,274
Total	<u>\$ 10,069,840</u>	<u>\$ 9,107,860</u>

Note 10: Endowment

The Foundation's endowment consists of approximately 897 individual funds established for a variety of purposes. The endowment includes both donor-restricted endowment funds and funds designated by the governing body to function as endowments (board-designated endowment funds). As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with endowment funds, including board-designated endowment funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Foundation's governing body has interpreted the Illinois Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of donor-restricted endowment funds is classified as temporarily restricted net assets until those amounts are appropriated for expenditure

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by the Foundation in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

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

The composition of net assets by type of endowment fund at June 30, was:

June 30, 2013	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted				
Endowment funds	\$ (158,709)	\$ 25,716,109	\$ 76,374,264	\$ 101,931,664
Board-designated				
Endowment funds	522,426	-	-	522,426
	\$ 363,717	\$ 25,716,109	\$ 76,374,264	\$ 102,454,090

June 30, 2012	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted				
Endowment funds	\$ (552,549)	\$ 18,183,602	\$ 74,757,674	\$ 92,388,727
Board-designated				
Endowment funds	481,356	-	-	481,356
	\$ (71,193)	\$ 18,183,602	\$ 74,757,674	\$ 92,870,083

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Changes in endowment net assets for the years ended June 30 were:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment investments, July 1, 2012	\$ (71,193)	\$ 18,183,602	\$ 74,757,674	\$ 92,870,083
Investment return				
Investment income	8,971	1,706,845	2,120	1,717,936
Net appreciation (realized and unrealized)	57,981	11,025,928	10,223	11,094,132
Reclassification of net assets for funds with deficiencies	393,840	(393,840)	-	-
Total investment return	460,792	12,338,933	12,343	12,812,068
Contributions	-	-	1,271,631	1,271,631
Allowance for uncollectible receivables	-	-	3,961	3,961
Other sources	-	-	3,011	3,011
Appropriations of endowment assets for expenditure	(25,882)	(4,806,185)	42,786	(4,789,281)
Other expenses	-	-	(7,050)	(7,050)
Change in donor restriction	-	(241)	289,908	289,667
Endowment investments, June 30, 2013	<u>\$ 363,717</u>	<u>\$ 25,716,109</u>	<u>\$ 76,374,264</u>	<u>\$ 102,454,090</u>

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	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment investments, July 1, 2011	\$ 407,843	\$ 21,076,389	\$ 74,636,512	\$ 96,120,744
Investment return				
Investment income	9,314	1,731,739	2,833	1,743,886
Net depreciation (realized and unrealized)	(15,179)	(2,788,972)	2,942	(2,801,209)
Reclassification of net assets for funds with deficiencies	(393,568)	393,568	-	-
Total investment return	(399,433)	(663,665)	5,775	(1,057,323)
Contributions	-	87,082	1,427,616	1,514,698
Allowance for uncollectible receivables	-	(164,465)	162,360	(2,105)
Other sources	-	-	7,482	7,482
Appropriations of endowment assets for expenditure	(79,603)	(4,599,360)	200,426	(4,478,537)
Other expense	-	-	(128,951)	(128,951)
Change in donor restriction	-	2,447,621	(1,553,546)	894,075
Endowment investments, June 30, 2012	<u>\$ (71,193)</u>	<u>\$ 18,183,602</u>	<u>\$ 74,757,674</u>	<u>\$ 92,870,083</u>

Amounts of donor-restricted endowment funds classified as permanently and temporarily restricted net assets at June 30 consisted of:

	2013	2012
Permanently restricted net assets - portion of perpetual endowment funds required to be retained permanently by explicit donor stipulation or UPMIFA	<u>\$ 76,374,264</u>	<u>\$ 74,757,674</u>
Temporarily restricted net assets:		
Term endowment funds	\$ 2,728,464	\$ 2,509,559
Portion of perpetual endowment funds subject to a time restriction under UPMIFA		
With purpose restrictions	<u>22,987,645</u>	<u>15,674,043</u>
	<u>\$ 25,716,109</u>	<u>\$ 18,183,602</u>

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From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level the Foundation is required to retain as a fund of perpetual duration pursuant to donor stipulation or UPMIFA. In accordance with GAAP, deficiencies of this nature are reported in unrestricted net assets and aggregated \$158,709 and \$552,549 at June 30, 2013 and 2012, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred shortly after investment of new permanently restricted contributions and continued appropriation for certain purposes that was deemed prudent by the Foundation Board of Directors. The negative performance produced 19 and 74 underwater endowments as of June 30, 2013 and 2012, respectively.

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs and other items supported by its endowment while seeking to maintain the purchasing power of the endowment. Endowment assets include those assets of donor-restricted endowment funds the Foundation must hold in perpetuity or for donor-specified periods, as well as those of board-designated endowment funds. Under the Foundation's policies, endowment assets are invested in a manner that is intended to produce results that to seek an average total annual return of spending net of inflation and administrative cost. The Foundation expects its endowment funds to provide an average rate of return of approximately 8.58 percent annually over time. Actual returns in any given year may vary from this amount.

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

The Foundation's board of directors has adopted a hybrid approach spending policy to determine the spending distribution. This approach takes into consideration the duration and preservation of the endowments, purpose of the endowment funds, general economic conditions, the possible effect of inflation or deflation, expected total return from income and the investment policy.

The spending distribution calculation is the sum of a) the previous year's spending increased by the higher education inflation rate (HEPI) and weighted at 80 percent added to b) a three-year average of the endowment pool's ending balance as of December 31 multiplied by a fixed spending rate which considers the long-term investment performance estimate of the pool less HEPI and weighted at 20 percent.

Note 11: Fees

Endowment Fee

The Foundation receives a 1.5 percent fee on endowment funds which is distributed annually on July 1, by using the fair value of the pool as of the prior December 31. The fee was \$1,255,796 and \$1,106,346 for the years ended June 30, 2013 and 2012, respectively.

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Supplement Fee

Beginning July 1, 2004, SIU and Foundation assessed a 6 percent Supplement Fee on gifts of cash and securities. 5 percent is retained by SIU or the Foundation for support of the strategic initiative to increase private support. The remaining 1 percent is provided to the college/department for which the contribution was restricted to support their advancement efforts. The Foundation's portion of the supplement fee was \$396,648 and \$431,846 for the years ended June 30, 2013 and 2012, respectively.

Note 12: Related Party Transactions

The Foundation has entered into a master contract with the Board of Trustees of SIU which specifies the relationship between the two organizations in accordance with the Legislative Audit Commission's University Guidelines, 1982 and amended in 1997. Among the provisions of the contract is a requirement that the Foundation and SIU will provide services to each other to be reimbursed on an actual cost basis up to approved budgetary limits. During the years ended June 30, 2013 and 2012, the Foundation provided fundraising services for the benefit of SIU with a portion of the Foundation's fundraising costs being reimbursed by SIU through in-kind payment. These amounts are reflected as Support Services Revenue and the expenses have been allocated among the support services benefit in the accompanying Statement of Activities.

In accordance with its corporate purposes, the Foundation solicits and accepts contributions for the benefit of SIU. Contributions are recorded as revenue and held in a restricted net asset class until the funds are used in the form of scholarships, cash grants or expenditures for the benefit of SIU. The Foundation also receives contributions of certain non-cash assets which are recorded as revenue and then, at the Foundation's discretion, transferred to SIU.

During the years ended June 30, 2013 and 2012, the Foundation paid \$140,499 and \$139,357, respectively, to the Association of Alumni, Former Students and Friends of Southern Illinois University (Carbondale) (the "Association") to assist the Association in its support for SIU, relating primarily to the cost of printed materials distributed by the Association. The Association also granted \$56,286 and \$63,689 to various Foundation restricted accounts in 2013 and 2012, respectively.

The Foundation also received several grants from SIU totaling \$613,401 and \$38,733 for the years ended June 30, 2013 and 2012, respectively.

Current and former members of the Foundation's board of directors (or their family members or related entities) occasionally may sell goods or provide services to the Foundation. Any such goods or services are furnished at standard rates, properly recorded in the Statement of Activities and are not material for 2013 or 2012.

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Note 13: Operating Lease

A noncancellable operating lease with SIU for the use of a suite in the Football Stadium expires in 2019.

Future minimum lease payments under this operating lease are:

	Year Ending June 30,	Amount
2014		\$ 16,649
2015		16,816
2016		16,984
2017		17,154
2018		17,325
Thereafter		17,498
Total		\$ 102,426

Note 14: Disclosures About Fair Value of Assets and Liabilities

The Foundation measures fair value using a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability. Inputs may be observable or unobservable and refer broadly to the assumptions that market participants would use in pricing the asset or liability. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability based on market data obtained from sources independent of the reporting entity. Unobservable inputs reflect the reporting entity's own assumptions about the assumptions that market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

The objective of a fair value measurement is to determine the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value.

- Level 1** Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Foundation has the ability to access as of the measurement date.
- Level 2** Valuations based on quoted prices, that are observable for the asset or liability either directly or indirectly, including inputs from markets that are not considered to be active.
- Level 3** Valuations based on inputs that are unobservable. Unobservable inputs reflect the Foundation's own assumptions about the factors market participants would use in pricing an investment, and is based on the best information available in the circumstances.

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Recurring Measurements

The following tables present the fair value measurements of assets and liabilities recognized in the accompanying statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at June 30:

June 30, 2013	Level 1	Level 2	Level 3	Total
Investments				
Money Market Funds	\$ 2,066,303	\$ -	\$ -	\$ 2,066,303
Domestic Equities	64,078,914	-	-	64,078,914
International Equities	15,627,446	-	-	15,627,446
Emerging Market Funds	5,285,830	-	-	5,285,830
Hedge Funds	-	-	5,804,720	5,804,720
Leveraged Loans	-	3,290,673	-	3,290,673
Private Equity	-	-	4,690,666	4,690,666
Distressed Debt	-	-	1,675,911	1,675,911
Real Estate Securities	849,900	-	-	849,900
Fixed Income Securities	34,453,924	-	-	34,453,924
	<u>\$ 122,362,317</u>	<u>\$ 3,290,673</u>	<u>\$ 12,171,297</u>	<u>\$ 137,824,287</u>
Assets Held Under Split-interest Agreements				
Equities	4,265,970	-	-	4,265,970
Real Estate Securities	195,197	-	-	195,197
Natural Resources	399,712	-	-	399,712
Fixed Income	1,680,996	-	-	1,680,996
Exchange Traded Funds	479,554	-	-	479,554
Alternative Investments	-	-	99,361	99,361
Other	248,898	-	-	248,898
	<u>\$ 7,270,327</u>	<u>\$ -</u>	<u>\$ 99,361</u>	<u>\$ 7,369,688</u>
	<u>\$ -</u>	<u>\$ -</u>	<u>\$ (3,265,833)</u>	<u>\$ (3,265,833)</u>

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June 30, 2012	Level 1	Level 2	Level 3	Total
Investments				
Money Market Funds	\$ 2,695,944	\$ -	\$ -	\$ 2,695,944
Domestic Equities	56,244,187	-	-	56,244,187
International Equities	13,576,369	-	-	13,576,369
Emerging Market Funds	2,693,592	-	-	2,693,592
Hedge Funds	-	-	5,265,063	5,265,063
Leveraged Loans	-	3,098,889	-	3,098,889
Private Equity	-	-	5,018,995	5,018,995
Distressed Debt	-	-	1,190,415	1,190,415
Fixed Income Securities	34,245,730	-	-	34,245,730
	<u>\$ 109,455,822</u>	<u>\$ 3,098,889</u>	<u>\$ 11,474,473</u>	<u>\$ 124,029,184</u>
Assets Held Under Split-interest Agreements				
Equities	2,680,343	-	-	2,680,343
Fixed Income	1,955,157	-	-	1,955,157
Exchange Traded Funds	1,998,707	-	-	1,998,707
Alternative Investments	-	-	97,964	97,964
Other	258,035	-	-	258,035
	<u>\$ 6,892,242</u>	<u>\$ -</u>	<u>\$ 97,964</u>	<u>\$ 6,990,206</u>
	<u>\$ -</u>	<u>\$ -</u>	<u>\$ (3,305,122)</u>	<u>\$ (3,305,122)</u>
Liability Under Split-interest Agreements				

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Following is a description of the valuation methodologies and inputs used for assets and liabilities measured at fair value on a recurring basis and recognized in the accompanying statements of financial position, as well as the general classification of such assets and liabilities pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques during the year ended June 30, 2013. For assets classified within Level 3 of the fair value hierarchy, the process used to develop the reported fair value is described below.

Investments

Where quoted market prices are available in an active market, investments are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of investments with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such investments are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, investments are classified within Level 3 of the hierarchy. See the table below for inputs and valuation techniques used for Level 3 investments.

The value of certain investments, classified as alternative investments, is determined using net asset value (or its equivalent) as a practical expedient. Investments for which the Foundation expects to have the ability to redeem its investments with the investee within 12 months after the reporting date are categorized as Level 2. Investments for which the Foundation does not expect to be able to redeem its investments with the investee within 12 months after the reporting date are categorized as Level 3.

Fair value determinations for Level 3 measurements of securities are the responsibility of the Foundation. The Foundation contracts with a pricing specialist to generate fair value estimates on a monthly or quarterly basis. The Foundation challenges the reasonableness of the assumptions used and reviews the methodology to ensure the estimated fair value complies with accounting standards generally accepted in the United States.

Split-interest Agreements

The Foundation has elected to measure any existing obligation under split-interest agreements at fair value. To better match the estimated cash flows of the obligation under split-interest agreements, the Foundation changes the present value of annuity rate to match the current amount distribution when calculating the present value of annuity.

Level 3 Reconciliation

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

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	Investments			Assets Held Under Split- interest	Liability Under Split- interest
	Hedge Funds	Private Equity	Distressed Debt		
Balance as of June 30, 2011	\$ 5,376,138	\$ 4,245,784	\$ 709,633	\$ 111,139	\$ (3,678,989)
Realized gains (losses)	-	190,860	(13,026)	(2,050)	23,688
Dividends and interest income	-	18,320	102,647	(1,394)	(189,830)
Purchase of investments	-	604,208	364,410	(11,166)	-
Change in unrealized appreciation (depreciation)	(111,075)	(40,177)	26,751	1,435	-
Contributions	-	-	-	-	198,092
Payments to beneficiaries	-	-	-	-	450,926
Change in valuation (see Note 4)	-	-	-	-	(109,009)
Balance as of June 30, 2012	5,265,063	5,018,995	1,190,415	97,964	(3,305,122)
Realized gains (losses)	(35,238)	321,760	41,685	659	(17,744)
Dividends and interest income	-	3,322	68,019	143	(250,548)
Purchase of investments	-	(724,508)	312,006	(827)	(5,812)
Change in unrealized appreciation (depreciation)	574,895	71,097	63,786	1,422	(572,996)
Payments to beneficiaries	-	-	-	-	458,845
Change in valuation (see Note 4)	-	-	-	-	427,544
Balance as of June 30, 2013	<u>\$ 5,804,720</u>	<u>\$ 4,690,666</u>	<u>\$ 1,675,911</u>	<u>\$ 99,361</u>	<u>\$ (3,265,833)</u>

Unobservable (Level 3) Inputs

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

	Fair Value at June 30, 2013	Valuation Technique	Unobservable Inputs
Hedge Funds	\$ 5,804,720	Net Asset Value	Net Asset Value
Private Equity	\$ 4,690,666	Net Asset Value	Net Asset Value
Distressed Debt	\$ 1,675,911	Net Asset Value	Net Asset Value
Assets Held Under Split-interest	\$ 99,361	Discounted cash flow	Long-term growth rate
Liability Under Split-interest	\$ (3,265,833)	Discounted cash flow	Expected average life

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Alternative Investments

The fair value of the investment funds is based on available information and does not necessarily represent amounts that might ultimately be realized, which depends on circumstances and cannot be reasonably determined until the investment is actually liquidated. The fair value may differ significantly from the values which would have been used had a ready market for the funds existed. The fair value of alternative investments has been estimated using the net asset value per share of the investments. Alternative investments held at June 30 consist of the following:

	Net Asset Value		Unfunded Commitments at June 30, 2013	Redemption Frequency (If Currently Eligible)	Redemption Period
	2013	2012			
Hedge Funds (A)	\$ 5,804,720	\$ 5,265,063	\$ -	Ranges between not available to a redemption date at the discretion of the general partner	Ranges between not available to a redemption date at the discretion of the general partner
Leveraged Loans (B)	\$ 3,290,673	\$ 3,098,889	\$ -	Semi-monthly	15 days following of written notice
Private Equity (C)	\$ 4,690,666	\$ 5,018,995	\$ 1,244,000	Ranges between monthly and not available	Ranges between 15 days and not available
Distressed Debt (D)	\$ 1,675,911	\$ 1,190,415	\$ 613,851	Only with prior consent of the general partner	At the discretion of the general partner

- (A) Hedge funds invest in diversified portfolios designed to provide a less correlated source of return than fixed income and equity strategies. The strategy is implemented with a wide array of financial instruments, both domestic and global, including equities, fixed income and derivatives. Managers may leverage portfolios, sell financial instruments short and/or invest selectively in illiquid investments.
- (B) Leverage loans invest in senior loans. Senior loans are loans made to corporations, partnerships and other entities that typically hold the most senior positions in the borrower's capital structure.
- (C) Private equities invest in equity securities of operating companies that are not publicly traded on a stock exchange. The strategy is to assemble a portfolio of funds managed by tenured distressed managers, representing a full spectrum of distressed investment approaches, including short-term and medium-term trading securities, taking an influencing role in the reorganization process, investing for control in the class of securities to affect the reorganization process or to acquire the issuer.

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- (D) Distressed debts invest in Mezzanine capital. Mezzanine capital refers to a subordinated debt or preferred equity instrument that represents a claim on a company's assets. The strategy is to make investments in middle market companies that have demonstrated an ability to generate stable and measurable cash flows.

Note 15: Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

Pledge Receivable

A single donor makes up approximately 43 percent and 42 percent of the 2013 and 2012 gross outstanding pledges receivable.

Litigation

The Foundation is subject to other claims and lawsuits that arose primarily in the ordinary course of its activities. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the financial position, change in net assets and cash flows of the Foundation.

**Independent Auditor's Report on Internal Control Over
Financial Reporting and on Compliance and Other Matters Based on an
Audit of the Financial Statements Performed in Accordance with
Government Auditing Standards**

Board of Directors
Southern Illinois University Foundation
Carbondale, Illinois

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 financial statements of Southern Illinois University Foundation (the "Foundation"), which comprise the statement of financial position as of June 30, 2013, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated October 22, 2013.

Internal Control Over Financial Reporting

Management of the Foundation is responsible for establishing and maintaining effective internal control over financial reporting (internal control). In planning and performing our audit, we considered the Foundation's internal control to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Foundation'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 Foundation's 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. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses as defined above. However, material weaknesses may exist that have not been identified.

Compliance

As part of obtaining reasonable assurance about whether the Foundation's financial statements are free of 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*.

The purpose of this communication 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 Foundation's internal control or compliance. This communication is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Foundation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

BKD, LLP

St. Louis, Missouri
October 22, 2013