



Kevane  
**Grant Thornton**

Financial Statements and Report of  
Independent Certified Public Accountants

**Puerto Rico Community Foundation, Inc.**

(A Not-for-Profit Organization)

December 31, 2017 and 2016

**Puerto Rico Community Foundation, Inc.**  
**(A Not-for-Profit Organization)**

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**Report of Independent Certified Public Accountants**

**To the Board of Directors of  
Puerto Rico Community Foundation, Inc.:**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **Puerto Rico Community Foundation, Inc.** ("the Foundation") which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities and changes in net assets, functional expenses 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. 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 **Puerto Rico Community Foundation, Inc.** as of December 31, 2017 and 2016, 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.

San Juan, Puerto Rico,  
May 31, 2018.

*Kevane Grant Thornton LLP*



**Puerto Rico Community Foundation, Inc.**  
**(A Not-for-Profit Organization)**

**Statements of Financial Position**  
**December 31, 2017 and 2016**

	<u>Assets</u>	
	<u>2017</u>	<u>2016</u>
Cash and cash equivalents	\$ 11,184,204	\$ 1,847,230
Receivables from service contracts	-	3,754,042
Pledges receivable	511,060	364,539
Prepaid expenses and others	36,988	42,935
Loans receivable	398,118	303,586
Investments, at fair value	24,641,680	21,516,360
Property and equipment, net	1,719,408	1,837,113
	<u>38,491,458</u>	<u>29,665,805</u>
Total assets	<u>\$ 38,491,458</u>	<u>\$ 29,665,805</u>
	<u>Liabilities and Net Assets</u>	
<b>Liabilities:</b>		
Accounts payable and accrued expenses	\$ 1,256,657	\$ 1,088,180
Margin account	-	158,313
Grants payable	637,274	516,683
Notes payable	600,000	600,000
Obligations under capital leases	76,618	45,002
	<u>2,570,549</u>	<u>2,408,178</u>
Total liabilities	<u>2,570,549</u>	<u>2,408,178</u>
<b>Net assets:</b>		
Unrestricted	6,839,647	5,931,318
Temporarily restricted	7,133,493	414,040
Permanently restricted	21,947,769	20,912,269
	<u>35,920,909</u>	<u>27,257,627</u>
Total net assets	<u>35,920,909</u>	<u>27,257,627</u>
Total liabilities and net assets	<u>\$ 38,491,458</u>	<u>\$ 29,665,805</u>

**Puerto Rico Community Foundation, Inc.  
(A Not-for-Profit Organization)**

**Statements of Activities and Changes in Net Assets  
Years Ended December 31, 2017 and 2016**

	2017				2016			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>Revenues, gains and other support:</b>								
Contributions and services revenues	\$ 3,140	\$ 8,934,299	\$ 1,035,500	\$ 9,972,939	\$ 3,300,911	\$ 1,230,150	\$ 344,154	\$ 4,875,215
Interest and dividend income, net of custodian and investment advisory fees of \$160,749 and \$143,967 in 2017 and 2016, respectively	472,078	-	-	472,078	461,045	-	-	461,045
In-kind contributions	192,252	-	-	192,252	212,599	-	-	212,599
Other support	34,633	-	-	34,633	9,531	-	-	9,531
Total revenues, gains and other support	702,103	8,934,299	1,035,500	10,671,902	3,984,086	1,230,150	344,154	5,558,390
<b>Net assets released from restrictions --</b>								
Satisfaction of program restrictions	2,214,846	(2,214,846)	-	-	1,038,603	(1,038,603)	-	-
<b>Expenses:</b>								
Field of interest grants	972,164	-	-	972,164	1,048,497	-	-	1,048,497
Puerto Rico Recovery Fund Grants	1,091,578	-	-	1,091,578	-	-	-	-
Economic community development grants	75,000	-	-	75,000	51,876	-	-	51,876
Program related expenses	918,071	-	-	918,071	3,167,939	-	-	3,167,939
Asset development and fund raising	648,649	-	-	648,649	753,261	-	-	753,261
General and administrative	745,704	-	-	745,704	546,051	-	-	546,051
Philanthropy development programs	321,365	-	-	321,365	341,622	-	-	341,622
Total expenses	4,772,531	-	-	4,772,531	5,908,246	-	-	5,908,246
<b>Realized and unrealized gains on investments, net</b>	2,812,861	-	-	2,812,861	792,273	-	-	792,273
<b>Impairment loss on long-lived assets</b>	(48,950)	-	-	(48,950)	-	-	-	-
<b>Change in net assets</b>	908,329	6,719,453	1,035,500	8,663,282	(94,284)	191,547	344,154	441,417
Net assets, beginning of year	5,931,318	414,040	20,912,269	27,257,627	6,025,602	222,493	20,568,115	26,816,210
Net assets, end of year	\$ 6,839,647	\$ 7,133,493	\$ 21,947,769	\$ 35,920,909	\$ 5,931,318	\$ 414,040	\$ 20,912,269	\$ 27,257,627



**Puerto Rico Community Foundation, Inc.**  
**(A Not-for-Profit Organization)**

**Statements of Cash Flows**  
**Years Ended December 31, 2017 and 2016**

	<u>2017</u>	<u>2016</u>
<b>Cash flows from operating activities:</b>		
Change in net assets	\$ 8,663,282	\$ 441,417
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities -		
Depreciation and amortization	139,107	141,500
Realized and unrealized gains on investments, net	(2,812,861)	(792,273)
Gain on disposition of equipment	(5,600)	-
Impairment loss on long-lived assets	48,950	-
Contributions restricted for long-term investments	(1,035,500)	(344,154)
Changes in assets and liabilities from operating activities-		
(Increase) decrease in operating assets:		
Receivables from service contracts	3,754,042	1,094,013
Pledges receivable, net	(146,521)	(341,520)
Loans receivable	(94,532)	(48,586)
Prepaid expenses and others	5,947	(16,081)
Increase (decrease) in operating liabilities:		
Grants payable	120,591	39,057
Accounts payable and accrued expenses	168,477	(759,133)
Total adjustments	<u>142,100</u>	<u>(1,027,177)</u>
Net cash provided by (used in) operating activities	<u>8,805,382</u>	<u>(585,760)</u>
<b>Cash flows from investing activities:</b>		
Payments for acquisition of property and equipment	(17,739)	(4,487)
Proceeds from sale of investments	5,519,383	8,772,937
Payments for acquisition of investments	<u>(5,832,032)</u>	<u>(7,805,350)</u>
Net cash (used in) provided by investing activities	<u>\$ (330,388)</u>	<u>\$ 963,100</u>



**Puerto Rico Community Foundation, Inc.**  
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**Statements of Cash Flows**  
**Years Ended December 31, 2017 and 2016**

	<u>2017</u>	<u>2016</u>
<b>Cash flows from financing activities:</b>		
Payments to margin account	\$ (158,313)	\$ (1,527,823)
Contributions restricted for long-term investments	1,035,500	344,154
Principal payments of capital lease obligations	<u>(15,207)</u>	<u>(12,625)</u>
Net cash provided by (used in) financing activities	<u>861,980</u>	<u>(1,196,294)</u>
Net increase (decrease) in cash and cash equivalents	9,336,974	(818,954)
<b>Cash and cash equivalents, beginning of year</b>	<u>1,847,230</u>	<u>2,666,184</u>
<b>Cash and cash equivalents, end of year</b>	<u>\$ 11,184,204</u>	<u>\$ 1,847,230</u>
<b>Interest paid</b>	<u>\$ 15,926</u>	<u>\$ 64,488</u>

**Supplemental Schedule of Non-Cash Investing Transactions:**

During the year ended December 31, 2017, the Foundation retired equipment not longer in use with a cost of \$50,189 and \$47,309, which was resulting in a gain on disposition of \$5,600. During the year ended December 31, 2016, the Foundation retired fully depreciated equipment not longer in use, with a cost of \$51,234.

During the year ended December 31, 2017, the Foundation recognized an impairment loss of \$48,950, as a result of the current year's impairment analysis to the Foundation's long-lived assets.

During the year ended December 31, 2017, the Foundation acquired office equipment with a total cost of \$55,492 in exchange of capital lease obligations.

**Puerto Rico Community Foundation, Inc.**  
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**Notes to Financial Statements**  
**December 31, 2017 and 2016**

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(1) **Operations and summary of**  
**significant accounting policies:**

(a) **Incorporation/operations** -

Puerto Rico Community Foundation, Inc. ("the Foundation") is a publicly supported not-for-profit organization, incorporated under the laws of the Commonwealth of Puerto Rico on December 18, 1984, governed by a Board of Directors representative of the private and public sectors of the community, for the purpose of administering funds granted by different donors. Each fund has been established with an instrument of gift describing either the general or specific purpose for which grants from the fund are to be made by the Foundation.

Following is a description of the programs and philanthropy initiatives that are supported by the Foundation:

(i) **Education Programs** -

The development of school communities is an essential part of the Foundation's mission. The Foundation believes that education is the cornerstone for personal and social development. The Foundation perceives education as a social action of interdependence and collective responsibility. The accomplishment of significant achievements and the increase of student academic performance will be the result of the continuous collaboration between the public, private and non-profit sectors. This is the climate of collaboration among different sectors promoted by the Foundation to facilitate long term and ongoing support of school improvement at the elementary, middle and high school level.

(ii) **Economic Community Development Programs** -

Support the development of economic activity in communities through the enhancement of the leadership and administrative capabilities of various economic development centers throughout Puerto Rico through a consortium of various local banks.

(iii) **Housing Community Development Programs** -

Support the development of moderate and low-income housing through the enhancement of the leadership and administrative capabilities of not-for-profit community-based organizations.

(iv) **Philanthropy Development Programs** -

Stimulate the use of philanthropy as a tool to improve the quality of life in communities throughout Puerto Rico.

(v) **Scholarships and Grants Programs** -

Provide financial support to students in the fields of engineering, chemistry, industrial engineering, general studies, and community leadership.

(vi) **Community Investment Fund (CIF)** -

Social impact investment fund that provide social and economic returns to the investors. The fund provides financing support to not-for-profit organizations. The eligible uses are: community financing programs, acquisition and housing rehabilitation, operational capital and social entrepreneurship initiatives.

**Puerto Rico Community Foundation, Inc.**  
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**Notes to Financial Statements**  
**December 31, 2017 and 2016**

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- (vii) Access Fund to Not-for-Profit Organizations (Fondo de Acceso a Organizaciones Sin Fines de Lucro "OSFL") –

A program related investment fund created by the Foundation in alliance with the "Red de Fundaciones" to strengthen and enhance the financial administrative capacity of not-for-profit organizations that are facing the challenge of keeping the level of services to low-and-moderate-income communities. These organizations may be at risk of reducing its services, personnel, and even closing its operations due to the reduction of the governmental funding to the non-profit sectors.

- (viii) Puerto Rico Community Recovery Fund –

After Hurricane Irma passed through Puerto Rico, the Foundation reactivated its Recovery Fund, once used to address Hurricane Hugo and the emergency of 9/11 in New York. In the aftermath of María, the Fund became a reliable source for donors to facilitate their giving to Puerto Rico and to provide immediate relief and recovery grants to non-profit organizations.

**(b) Significant accounting policies -**

- (i) Basis of presentation -

The Foundation's fiscal year ends on December 31<sup>st</sup> of each year. All references to years in these notes to the financial statements represent the calendar years then ended, unless otherwise noted. The Foundation has evaluated subsequent events through May 31, 2018, the date the financial statements were available to be issued.

- (ii) Financial statements presentation -

The Foundation reports information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. The Foundation has classified its financial statements to present the applicable classes of net assets.

- (iii) Contributions and grants -

Contributions, including unconditional promises to give, are recognized in the period received. Contributions are recorded as restricted revenues only if they are received with donor stipulations that limit the use of the donated assets. When donor restrictions expire, that is, when time restrictions end or purpose restrictions are accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities and changes in net assets as net assets released from restrictions.

Wills represent contributions which are recognized as pledges receivable and contribution revenues at the fair value of its interest in the estate at the date the probate court declares the will as valid. Total will's revenues for the year ended December 31, 2016 amounted to \$321,107, which remains uncollected as of December 31, 2017.

Restricted revenues increase temporarily or permanently restricted net assets. Contributions received without donor-imposed restrictions are recorded as unrestricted support that increase unrestricted net assets.

All grant funds awarded in excess of related expenses incurred are designated for use in future periods.

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**Notes to Financial Statements**  
**December 31, 2017 and 2016**

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(iv) Allowance for doubtful accounts -

The Foundation estimates losses for uncollectible accounts based on the aging of the accounts receivable and the evaluation of the likelihood of success in collecting the receivable. An allowance for doubtful accounts is established based on this estimate. As of December 31, 2017 and 2016, the allowance for doubtful accounts had a balance of \$0.

(v) In-kind contributions -

The Foundation recognizes as revenue and expense certain contributions of supplies and specialized services which are recorded in the accompanying statements of activities and changes in net assets at the fair value of such items. During the years ended December 31, 2017 and 2016, the Foundation received in-kind contributions of approximately \$192,300 and \$212,600, respectively.

(vi) Restricted and unrestricted revenues and support -

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted depending on the existence and/or nature of any donor restrictions. Accordingly, net assets and changes therein are classified as follows:

i. **Unrestricted net assets** -

Discretionary - Funds over which the Board of Directors has discretionary control and which are available for grants and other purposes.

Board designated - Funds designated by the Board of Directors for long-term purposes.

ii. **Temporarily restricted net assets** -

Designated and other - Funds restricted by donors to support specific organizations. The Foundation reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or the purpose of the restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities and changes in net assets as net assets released from restrictions.

iii. **Permanently restricted net assets** -

Net assets that are required by donor stipulation to be maintained in perpetuity by the Foundation.

Investment income is classified as unrestricted or restricted, either temporarily or permanently, depending upon the donor's intent.

(vii) Cash and cash equivalents -

For purposes of the statements of cash flows, the Foundation considers all highly liquid instruments in which it has invested, that have a maturity of three months or less, to be cash equivalents.

(viii) Loans receivable -

Loans receivable represent loans to not for profit organizations. Anticipated actual losses, if any (i.e., loan principal which is not repaid by borrower), are recorded as grant voted after an analysis made each quarter.

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**Notes to Financial Statements**  
**December 31, 2017 and 2016**

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- (ix) Investments - Investments in marketable securities with readily determinable fair value and all investments in debt securities are reported at their fair values in the statements of financial position. Realized and unrealized gains and losses are reported in the statements of activities and changes in net assets. Interest and dividend income restricted by donors are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the income is recognized.
- (x) Fair value measurement - Accounting guidance defines fair value as the price that would be received from the sale of an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

There is an established hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs by requiring their use when available and minimizing the use of unobservable inputs. Observable inputs are used by market participants to price assets or liabilities based on market data obtained from sources independent of the Foundation. Unobservable inputs are those that reflect the Foundation's assumptions based on the best information available in the circumstances. The hierarchy is broken down into three levels as follows:

- Level 1 – Valuations based on quoted prices in active markets for identical assets or liabilities that the Foundation has the ability to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these products does not entail a significant degree of judgment.
- Level 2 – Valuations based on one or more quoted prices in active markets for similar assets or quoted prices for identical or similar assets in markets that are not active which all significant inputs are observable, either directly or indirectly.
- Level 3 – Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

A description of the valuation techniques applied to the Foundation's investments which are measured at fair value on a recurring basis follows:

- (xi) Corporate equities, diversified funds and preferred/fixed rate cap securities – Exchange-traded equity securities are generally valued based on quoted prices from the exchange. To the extent these securities are actively traded, valuation adjustments are not applied and they are categorized in Level 1 of the fair value hierarchy.
- (xii) Corporate, municipal, foreign, government bonds and government asset backed securities – Exchange-traded bonds are generally valued based on quoted prices from the exchange. To the extent these bonds are actively traded, valuation adjustments are not applied and they are categorized in Level 2 of the fair value hierarchy.
- (xiii) Private equity investments – The transaction price is generally considered by the fund as the exit price and is the fund's best estimate of fair value, as provided by the securities trader from the latest bid price for the share. These non-public shares are included in Level 3 of the fair value hierarchy because they trade infrequently, and, therefore, their fair value is unobservable.

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**Notes to Financial Statements**  
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The following schedule summarizes the reconciliation of the changes in fair value for investments categorized as Level 3:

	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)
Fair value, December 31, 2015	\$ 901,615
Purchases	639,278
Distributions	(130,000)
Net unrealized/realized gain	87,281
Fair value, December 31, 2016	1,498,174
Purchases	449,222
Distributions	(298,426)
Net unrealized/realized gain	204,395
Fair value, December 31, 2017	\$ 1,853,365

(xiv) Property and equipment -

Purchased property and equipment are stated at cost. Donations of property and equipment are recorded as contributions at their estimated fair values. Such donations are reported as unrestricted contributions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as restricted contributions. For absent donor stipulations regarding how long those donated assets must be maintained, the Foundation reports expirations of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The Foundation reclassifies temporarily restricted net assets to unrestricted net assets at that time.

Assets are depreciated using the straight-line method over their estimated useful lives, which range from three to forty years for software, equipment, furniture and fixtures, vehicles, building improvements and building.

(xv) Long-lived assets -

Management reviews the carrying value of long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying value of such assets may not be recoverable. Measurement of the impairment loss is based on the fair value of the asset. Generally, fair value will be determined using valuation techniques such as the present value of expected future cash inflows.

During the year ended December 31, 2017, the Foundation recognized an impairment loss for one of its buildings as a result of the current year's impairment analysis. See Note (5). No impairment of long-lived assets was recognized for the year ended December 31, 2016.

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**Notes to Financial Statements**  
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(xvi) Grants payable -

Unconditional grants made by the Foundation are recognized as expense at the time of approval by the Board of Directors and notification to the grantees. Grants that are conditioned upon the performance of specified acts by the grantee are not recognized until the grantee meets the conditions.

(xvii) Projects administered by the Foundation -

Grants approved by the Board of Directors for projects administered by the Foundation are reclassified to Board Designated net assets until the Foundation notifies the grantees, at which time they are charged to expense.

Grants awarded during 2017 and 2016 under projects administered by the Foundation amounted to approximately \$2,139,000 and \$1,100,000, respectively.

(xviii) Functional expense classification -

The Foundation classifies its expenses as program and support services. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

(xix) Advertising costs -

The Foundation expenses the costs of all advertising campaigns and promotions as they are incurred. Total advertising expense, for the years, ended December 31, 2017 and 2016 amounted to approximately \$254,000 and \$237,000, respectively, which are presented as such in the accompanying statements of functional expenses.

(xx) Income taxes -

The Foundation is exempt from Puerto Rico income taxes under section 1101.01(d)(2) of the Internal Revenue Code of a New Puerto Rico (Puerto Rico Internal Revenue Code of 2011). It is also exempt from U.S. income taxes under section 501(c)(3) of the U.S. Internal Revenue Code. Accordingly, no provision for income taxes has been recorded in the accompanying financial statements. However, if applicable, income from unrelated business activities would be taxable. No such income was earned by the Foundation during the years ended December 31, 2017 and 2016.

The Foundation follows the accounting standard on accounting for uncertainty in income taxes which addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under this guidance, the Foundation may recognize the tax benefit from an uncertain tax position only if it is more-likely-than-not that the tax position will be sustained on examination by taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. The guidance on accounting for uncertainty in income taxes also addressed de-recognition, classification, interest and penalties on income taxes, and accounting in interim periods.

(xxi) Use of estimates -

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent assets and liabilities at the date of the financial statements, and the reported revenues and expenses during the reporting period. Actual results could differ from those estimates.

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**(2) Concentration of credit risk and major contribution providers:**

Financial instruments that potentially expose the Foundation to concentration of credit risk include cash, investments and pledges receivable. The Foundation maintains its deposits and investment accounts with high-quality financial institutions and investment brokers that are responsible for custody and investment management. While management attempts to limit any financial exposure, the deposit balances may, at times, exceed federally insured limits. The Foundation has not experienced any losses on such accounts.

The Board of Directors is responsible for establishing investment policies to be followed by investment managers and for reviewing investment managers' performance. The Foundation's pledges receivable result primarily from contributions from donors, including unconditional promises to give, which may be received from United States and/or Puerto Rico local government agencies, individuals, corporations or other not-for-profit organizations. The Foundation routinely assesses the financial strength of its major donors.

During the years ended December 31, 2017 and 2016, 50% and 62%, respectively, of the Foundation's program service support was provided by contributions from two foundations (2017) and a state governmental agency (2016). In addition, 100% of the accounts receivable from service contracts as of December 31, 2016 were related to this same state governmental agency.

**(3) Loans receivable:**

**(a) Access Fund to Not-for-Profit Organizations –**

On November 20, 2014, the Foundation entered into an unsecured loan receivable agreement with a not-for-profit organization in the amount of \$180,000. The loan will be collected in ninety-six (96) monthly installments during eight (8) years starting on October 20, 2018 and ending on November 20, 2026. Interest was imputed at a rate of 2.50%. See Note 1 (a).

**(b) Community Investment Fund –**

During the years ended December 31, 2017 and 2016, the Foundation entered into various unsecured loan receivable agreements with not-for-profit organizations amounting to \$375,000 and \$130,200, respectively, of which the Foundation has disbursed \$190,000 and \$130,200, during the years 2017 and 2016, respectively, as agreed among the parties. These loans bear interest at rates ranging from 3.5% to 6.17% and are due at different times through year 2024. Total loans receivable presented in the accompanying statements of financial position as of December 31, 2017 and 2016 amount to \$218,118 and \$123,586, respectively. See Note 1 (a).

Future installments of principal to be received during the next five years and in total thereafter, in connection to the loans receivable described above, are as follows:

<u>Year Ending</u> <u>December 31,</u>	<u>Amount</u>
2018	\$ 69,800
2019	45,818
2020	47,349
2021	48,934
2022	50,577
Thereafter	135,640
Total	<u>\$ 398,118</u>



**Puerto Rico Community Foundation, Inc.**  
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**Notes to Financial Statements**  
**December 31, 2017 and 2016**

**(4) Investments:**

Investments as of December 31, 2017 and 2016 are summarized as follows:

<b>2017</b>			
<b>Description</b>	<b>Cost</b>	<b>Unrealized holding gains (losses)</b>	<b>Estimated fair value</b>
Equity securities	\$ 11,922,107	\$ 4,059,476	\$ 15,981,583
Fixed income:			
Corporate bonds	1,620,836	18,825	1,639,661
Municipal bonds	212,877	8,303	221,180
Foreign bonds	34,485	(940)	33,545
Government bonds	322,713	(1,967)	320,746
Government assets	1,071,868	(61,854)	1,010,014
Preferred/Fixed rate cap securities	1,100,275	41,237	1,141,512
Diversified funds	2,176,608	(135,182)	2,041,426
Private equity	2,302,303	(50,290)	2,252,013
Total	<u>\$ 20,764,072</u>	<u>\$ 3,877,608</u>	<u>\$ 24,641,680</u>
<b>2016</b>			
<b>Description</b>	<b>Cost</b>	<b>Unrealized holding gains (losses)</b>	<b>Estimated fair value</b>
Equity securities	\$ 11,466,736	\$ 1,670,088	\$ 13,136,824
Fixed income:			
Corporate bonds	1,608,974	(29,973)	1,579,001
Municipal bonds	213,965	84	214,049
Foreign bonds	32,886	(936)	31,950
Government bonds	225,472	(6,250)	219,222
Government assets	1,054,815	(52,445)	1,002,370
Preferred/Fixed rate cap securities	1,058,648	(10,077)	1,048,571
Diversified funds	2,594,728	(186,630)	2,408,098
Private equity	1,545,550	330,725	1,876,275
Total	<u>\$ 19,801,774</u>	<u>\$ 1,714,586</u>	<u>\$ 21,516,360</u>

The investments serve as collateral for the margin account. See Note (6).

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The following schedule summarizes the investments return and classification in the statements of activities and changes in net assets for the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Interest and dividend income, net	\$ 472,078	\$ 461,045
Net realized and unrealized gains (losses):		
Realized gain (loss) on investments	391,990	(118,080)
Unrealized gain on investments	<u>2,420,871</u>	<u>910,353</u>
Total net realized and unrealized gains	<u>2,812,861</u>	<u>792,273</u>
Total return on investments	<u>\$ 3,284,939</u>	<u>\$ 1,253,318</u>

**(5) Property and equipment:**

The following schedule summarizes the cost and accumulated depreciation of property and equipment as of December 31, 2017 and 2016:

<u>Description</u>	<u>Estimated Useful Life (Years)</u>	<u>2017</u>	<u>2016</u>
Land		\$ 867,078	\$ 867,078
Buildings	40	968,102	1,017,052
Building improvements	10	137,007	133,417
Furniture and fixtures	5	144,865	146,840
Office equipment	3-5	294,415	272,987
Computer equipment and software	3-5	264,335	264,335
Vehicles	5	<u>47,413</u>	<u>47,413</u>
		2,723,215	2,749,122
Less -- accumulated depreciation		<u>(1,003,807)</u>	<u>(912,009)</u>
Property and equipment, net		<u>\$ 1,719,408</u>	<u>\$ 1,837,113</u>

On December 31, 2017, the Foundation evaluated the ongoing value of its long-lived assets. Based on this evaluation, the Foundation determined that one of its buildings, with a net book value of \$103,950, was impaired. As a result, this long-lived asset was write-down to its estimated value of \$55,000. This resulted in a impairment loss of long-lived assets of \$48,950 for the year ended December 31, 2017.

**(6) Margin account:**

The Foundation has an available margin account secured by its investment portfolio as of December 31, 2017 and 2016. The total amount available for borrowing depends on the portfolio's characteristics and balance. The margin account bears interest at a rate determined at the settlement date based on market conditions (3.25% and 3% in 2017 and 2016, respectively). As of December 31, 2016, the outstanding balance of the margin account amounted to \$158,313. There is no balance outstanding as of December 31, 2017.

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**(7) Grants payable:**

The following summarizes the changes in grants payable during the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
Grants payable, beginning of year	\$ 516,683	\$ 477,626
Additions - unconditional grants awarded	2,138,742	1,100,379
Deductions - payments made	<u>(2,018,151)</u>	<u>(1,061,322)</u>
Grants payable, end of year	<u>\$ 637,274</u>	<u>\$ 516,683</u>

**(8) Notes payable:**

In March 2015, the Foundation entered into three promissory notes with three different accredited investors. The proceeds from these promissory notes will provide support to the CIF, see Note 1(a) and (3). These notes bear interest at 1.5% per annum and the principal, was paid in full in one lump sum payment subsequently, at maturity, in March 2018. The total amount of the three notes' principal was \$600,000.

**(9) Obligations under capital leases:**

The Foundation leases equipment under non-cancelable capital lease obligations, bearing interest rate at 9.75% which are due on February 28, 2022.

On April 22, 2015 the Foundation acquired a corporate vehicle under an obligation, bearing interest at 2.49%. It is payable on seventy-two (72) monthly payments and is due on May 5, 2021.

The cost, accumulated depreciation and depreciation expense of the vehicle and equipment under capital lease obligations as of and for the years ended December 31, 2017 and 2016, are as follows:

	<u>2017</u>	<u>2016</u>
Equipment	\$ 55,492	\$ 28,349
Vehicle	<u>47,413</u>	<u>47,413</u>
	102,905	75,762
Less - accumulated depreciation	<u>(29,663)</u>	<u>(31,370)</u>
	<u>\$ 73,242</u>	<u>\$ 44,392</u>
Depreciation expense	<u>\$ 17,151</u>	<u>\$ 13,609</u>

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The following is a schedule of the future minimum annual payments required under these capital lease obligations at December 31, 2017, and their present value:

<u>Year Ending December 31,</u>	<u>Amount</u>
2018	\$ 23,311
2019	22,590
2020	22,590
2021	17,618
2022	<u>2,344</u>
Total minimum lease payments	88,453
Less - Amount representing interest	<u>(11,834)</u>
Present value of minimum lease payments	<u>\$ 76,619</u>

**(10) Unrestricted net assets:**

The following summarizes the changes in unrestricted net assets during the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
<u>Discretionary -</u>		
Net assets, beginning of year	\$ 4,162,200	\$ 4,706,844
Changes in net assets	<u>(1,573,646)</u>	<u>(544,644)</u>
Net assets, end of year	<u>2,588,554</u>	<u>4,162,200</u>
<u>Board designated -</u>		
Net assets, beginning of year	1,769,118	1,318,764
Investment interest income	472,078	461,045
Realized net gains (losses) on investments	391,990	(118,080)
Unrealized net gains on investments	2,420,871	910,353
Spending	<u>(802,964)</u>	<u>(802,964)</u>
Net assets, end of year	<u>4,251,093</u>	<u>1,769,118</u>
Total unrestricted net assets	<u>\$ 6,839,647</u>	<u>\$ 5,931,318</u>

**(11) Temporarily restricted net assets:**

Temporarily restricted net assets as of December 31, 2017 and 2016 are available for established funds amounting to \$7,133,493 and \$414,040, respectively.

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**(12) Permanently restricted net assets:**

Permanently restricted net assets as of December 31, 2017 and 2016 represent funds from contributions received for the endowment fund. Interest and dividend income generated by the endowment fund's investments may be used for operational purposes. Permanently restricted net assets as of December 31, 2017 and 2016 amounted to \$21,947,769 and \$20,912,269, respectively.

**(13) Program expenses:**

Program related expenses for the years ended December 31, 2017 and 2016 were incurred in connection with the following programs:

	<u>2017</u>	<u>2016</u>
Education Programs	\$ 453,034	\$ 2,797,868
Puerto Rico Community Recovery Fund	207,628	-
Economic Community Development	21,722	68,179
Community Investment Fund	26,093	37,443
Housing Community Development Programs	40,593	22,756
Others	169,001	241,693
	<u>\$ 918,071</u>	<u>\$ 3,167,939</u>

**(14) Employee qualified retirement plan:**

The Foundation sponsors a qualified defined contribution retirement plan (the "Plan"), which covers all eligible employees who are at least 18 years of age and that have completed 480 hours of service during a three-month period of continuous active employment. The Plan provides for a matching contribution feature to be made by the Foundation of 100% up to a maximum of 10% of before-tax contributions made by the participant employees.

Retirement plan contributions for the years ended December 31, 2017 and 2016, amounted to approximately \$71,500 and \$67,000, respectively.

**(15) Deferred compensation agreement:**

Effective on January 1, 2008, the Foundation established a non-qualified deferred compensation plan (the "Plan"), for the purpose of providing deferred compensation for a selected group of management or highly compensated employees and their beneficiaries (the "Participants"). At the beginning of each plan year, the Foundation may make discretionary contributions to the Plan. For the years ended December 31, 2017 and 2016, the Foundation made contributions of \$55,000 and \$90,000, respectively, applicable to its sole participant.

The contributions are invested as part of the Foundation's investment portfolio. The account balance is valued quarterly and adjusted by the earnings or losses of the investment and changes in its value during the valuation period. The Participant's account balance at December 31, 2017 and 2016, and the corresponding compensation liability for the Foundation amounted to \$1,064,000 and \$877,770, respectively. Total expense for the years ended December 31, 2017 and 2016 amounted to approximately \$131,000 and \$146,000, respectively.

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**(16) Income taxes:**

The Foundation follows the accounting standards on accounting for uncertainty in income taxes. Management assessed whether there were any uncertain tax positions which may give rise to income tax liabilities and determined that there were no such matters requiring recognition in the accompanying financial statements. The Foundation files income tax returns in the Commonwealth of Puerto Rico and federal income tax return in the United States of America.

**(17) Contingencies:**

**(a) Regulatory agency requirements –**

The Foundation may be subject to financial and compliance audits by some state and federal agencies. Management understands the Foundation is in compliance with the major requirements set forth by the agencies; however, such audits may result in a disallowance of, or adjustment to, expenses incurred.

**(b) Litigation -**

The Foundation, at times, may be involved in litigations related to matters arising in the ordinary course of business. Management and legal counsel believe that any liability that may ultimately result from the resolution of these matters will not have a material adverse effect on the financial condition or results of operations of the Foundation.

**(18) Subsequent event:**

As of December 31, 2017 the Foundation is the beneficiary of \$250,000, as declared in the testamentary instrument of a donor which passed away during the year 2017. The probate court declared valid the will, subsequently, on April 19, 2018, and the proceeds were collected as such date.