FINANCIAL STATEMENTS
YEARS ENDED JUNE 30, 2010 AND 2009

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MARKOWSKI & COMPANY

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Independent Auditor's Report

The Board of Directors Legacy Land Conservancy Ann Arbor, Michigan

We have audited the accompanying statements of financial position of the Legacy Land Conservancy (the "Agency"), a Michigan non-profit corporation, as of June 30, 2010 and 2009, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Agency's management. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Legacy Land Conservancy as of June 30, 2010 and 2009, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental information on pages 11 through 13 are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information has been subjected to the auditing procedure applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

MARKOWSKI & COMPANY CPAs

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September 9, 2010

STATEMENTS OF FINANCIAL POSITION

June 30, 2010 and 2009

ACCETC.	<u>2010</u>		<u>2009</u>	
ASSETS: Current assets:				
Cash and cash equivalents	\$	375,601	\$	408,303
Investments	Ф	548,487	Ф	125,882
Pledges receivable		900		13,200
Grants receivable		510		133,350
Accrued interest receivable		3,718		1,755
Prepaid and deferred expenses Total current assets		2,623		6,106
Total current assets		931,839		688,596
Fixed assets, net of accumulated depreciation				
Other Assets:				
Preserves - Encumbered		1,295,150		1,295,150
Preserves - Unencumered		2,379,853		2,379,853
Land held for sale		150,000		_
Conservation easements		57		49
Total other assets		3,825,060		3,675,052
TOTAL ASSETS	\$	4,756,899	\$	4,363,648
LIABILITIES:				
Current Liabilities:				
Accounts payable	\$	1,355	\$	463
Accrued expenses		13,659		2,276
Total current liabilities		15,014		2,739
NET ASSETS:				
Unrestricted		2,817,151		2,729,984
Temporarily restricted		85,448		201,848
Permanently restricted		1,839,286	_	1,429,077
Total net assets		4,741,885		4,360,909
TOTAL LIABILITIES AND NET ASSETS	\$	4,756,899	\$	4,363,648

STATEMENTS OF ACTIVITIES

Years Ended June 30, 2010 and 2009

			2009		
		Temporarily Permanently			
	Unrestricted	Restricted	Restricted	Total	Total
Revenues:					
Contributions	\$ 183,276	\$ 22,380	\$ 135,464	\$ 341,120	\$ 285,722
Grants	2,659	14,500	118,970	136,129	158,965
Fundraising events	1,085	-	-	1,085	30,835
Interest and dividends	5,255	-	-	5,255	8,574
Realized and unrealized investment gains (losses), net of fees	(1,072)	-	12,033	10,961	(18,702)
Contract/Rental income	1,425	-	-	1,425	2,700
Acquisition of easements/development rights	1,417,000	-	-	1,417,000	522,000
Acquisition of donated land	150,000	-	-	150,000	-
Miscellaneous	4,562	-	-	4,562	9,856
Net assets reclassified from/to restricions:	9,538	(153,280)	143,742		
Total revenues	1,773,728	(116,400)	410,209	2,067,537	999,950
Expenses:					
Program services	195,891	-	-	195,891	201,208
Fundraising	32,981	-	-	32,981	63,652
Management & General	40,697	-	-	40,697	58,283
Expense of easements/development rights	1,416,992	-	-	1,416,992	521,998
Total expenses	1,686,561			1,686,561	845,141
Revenue less expenses	87,167	(116,400)	410,209	380,976	154,809
Gain (Loss) on sale of preserves/property					(2,147,337)
Increase (Decrease) in Net Assets	87,167	(116,400)	410,209	380,976	(1,992,528)
Net Assets - Beginning of Year	2,729,984	201,848	1,429,077	4,360,909	6,353,437
Net Assets - End of Year	\$ 2,817,151	\$ 85,448	\$ 1,839,286	\$ 4,741,885	\$ 4,360,909

STATEMENTS OF CASH FLOWS

Years Ended June 30, 2010 and 2009

		<u>2010</u>		<u>2009</u>
CASH FLOWS FROM OPERATING ACTIVITIES:	ф	200.076	Φ (1	000 500)
Increase (decrease) in net assets	\$	380,976	\$(1	,992,528)
Adjustments to reconcile the increase (decrease) in net assets				
to net cash provided by operating activities:		(1.50.000)		
Non-cash contribution of land/preserves (net)		(150,000)		- (2)
Non-cash acquisition of easement/developmental rights		(8)		(2)
Loss on sale of preserves/property		-	2	2,147,337
Unrealized gain on investments		(10,961)		(2,013)
Change in operating assets and liabilities:				
Pledges receivable		12,300		8,300
Grants receivable		132,840		(116,230)
Accrued interest receivable		(1,963)		(1,755)
Prepaid expenses		3,483		(140)
Accounts payable		892		(480)
Accrued expenses		11,383		2,276
Net cash provided by operating activities		378,942		44,765
CASH FLOWS PROVIDED (USED) FROM INVESTING ACTIVITIES:				
Net (Purchase) Sale of investments		(411,644)		(63,897)
Realized loss on investments				19,662
Net cash provided (used) from investing activities		(411,644)		(44,235)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Proceeds from sale of property (cell tower)		_		47,400
Proceeds from sale of preserves		_		39,410
Net cash provided from financing activities				86,810
Net increase (decrease) in cash and cash equivalents		(32,702)		87,340
Cash and cash equivalents - Beginning of year		408,303		320,963
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	375,601	\$	408,303

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Organization and Tax Status – The Legacy Land Conservancy (the Agency) is a not-for-profit agency operating in Washtenaw, Jackson and surrounding counties in southeastern Michigan. The mission of the Legacy Land Conservancy is to protect natural areas, working farmlands and open spaces in the area. The Agency accomplishes its mission through three primary activities of acquiring protective interests in conservation land through purchase and donation; advocating for the protection of open space; and caring for the land it owns and monitoring land under its conservation agreements.

The Agency was founded in 1971 and is exempt from federal and state income taxes under the provisions of section 501(c)(3) of the Internal Revenue Code as a charitable agency whereby only unrelated business income, as defined by Section 509(a)(1) of the Code, is subject to federal income tax. The major funding for the Agency is derived from donations, grants and fundraising events.

Financial Statement Presentation – The Agency prepares financial statements in accordance with FASB Accounting Standards Codification (ASC) 958-205 and subsections (formerly Statement of Financial Accounting Standards [SFAS] No. 117, *Financial Statements of Not-for-Profit Organizations*. Under SFAS No. 117, the Agency is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. In addition, the Agency is required to present a statement of cash flows.

Unrestricted Net Assets represent the portion of funds available for the general operations and not subject to any donor imposed restrictions.

Temporarily Restricted Net Assets represent donations and grants that the donor has specified imposed restrictions that have yet to occur. When a donor imposed restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets.

Permanently Restricted Net Assets include encumbered preserves, donor restricted conservation easements on land valued at \$1, and donor contributions to endowment funds maintained by the Agency.

Basis of Accounting – The accompanying financial statements have been prepared on the accrual basis of accounting. Accordingly they reflect all significant receivables and payables as of the date of the financial statements.

Support and Revenue Recognition – Contributions, including unconditional promises to give, are recorded in the period the gift or promise is received. For financial statement presentation purposes, the Agency has elected to report temporarily restricted assets whose requirements were fulfilled in the same period that the contribution was received, as unrestricted activities.

Donated Services - A number of volunteers have donated their time and perform a variety of tasks that assist the Agency in the completion of its mission. As these services do not meet the criteria for recognition as contributed services in accordance with generally accepted accounting principles, no amounts for support or revenue recognition have been recorded.

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued):

Functional Expenses – The Agency accumulates and records operating expenses according to the nature of the expense that was incurred (see the statement of functional expenses). These functional expenses are allocated and reported on the statement of activities in three functional categories; program services, fundraising and management and general expenses. The allocation to these functional categories is based on management's records of time allocated by the staff.

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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents – Cash and cash equivalents include checking accounts, cash on hand and highly liquid investments, such as certificate of deposits and money markets, with maturity dates of less than three months. The carrying value of cash and cash equivalents approximates fair value as a result of the short maturities of those financial instruments.

Investments – The Agency records investments in accordance with FASB ASC 958-320 and subsections (formerly SFAS No. 124, *Accounting for Certain Investments Held by Not-for-Profit Organizations ["SFAS 124"]*). This standard requires that investments in equity securities with readily determinable fair values and all investments in debt securities be measured at fair value in the statements of financial position. Fair value of marketable equity and debt securities is based on quoted market prices as of the date of the financial position. Alternate investments are stated at the fair value of their underlying assets and allocated to the investors in proportion to the investor's ownership percentage. Realized gains and losses are determined based on specific cost identification.

Fixed Assets – The Agency capitalizes all new equipment and improvements with a useful life of greater than one year and a cost of greater than \$1,000. Major renewals and improvements are capitalized, while replacements, maintenance and repairs which do not materially extend the useful lives of the assets are expensed. Donated or contributed fixed assets are capitalized if the estimated fair market value is \$1,000 or greater. The assets are depreciated using straight-line method over their estimated useful life.

Preserves (Parcels of Land) – The property of the Agency consists of parcels of land is southeastern Michigan received at various times from various donors. The Agency owns all residual rights associated with these properties. Such property is recorded as revenue and other asset at the time the property is received. The basis of the donation is the fair value of the property as of the date donated as determined by the most recent appraisal prepared by an independent qualified appraiser.

Conservation Easements – It is the policy of the Agency to record the donation or acquisition of an easement at its fair market value, in accordance with the most recent appraisal if available, as an income and expense item on the Agency's financial statements. These easements held by the Agency are more akin to liabilities than assets, due to the annual monitoring obligation. As a result of this, and because a perpetual conservation easement essentially represents an extinguishment of rights to develop land, these easements are recorded as an asset with a value of \$1.

NOTE A – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued):

Beneficial Interest in Perpetual Trust – The Agency has adopted Statement of Financial Standards (SFAS) No. 136, *Transfers of Assets to a Not-for-Profit Organization or Charitable Trust that Raises or Holds Contributions for Others*. In accordance with SFAS No. 136, the funds held at a Community Foundation are only recorded at the spendable balance that is available to the Agency.

Compensated Absences - Vested and accumulated vacation leave is reported as an expense and a liability when the obligation becomes determinable. No liability is accrued for nonvesting rights to receive sick pay benefits.

NOTE B – CASH AND CASH EQUIVALENTS

As stated in Note A – Nature of Activities and Summary of Significant Accounting Policies, cash and cash equivalents include funds with maturity dates of less than three months. All account balances were within the limits of coverage provided by the Federal Deposit Insurance Corporation. Cash and cash equivalents are summarized as follows:

	<u>2010</u>	<u>2009</u>
Petty Cash	\$ 113	\$ 122
Demand (Checking) accounts	4,262	11,528
Certificates of Deposit	233,686	231,714
Money Market funds	<u>137,540</u>	<u>164,939</u>
Total	\$375.601	\$408.303

NOTE C - INVESTMENTS

Investments consist of publicly traded shares of mutual funds and securities, initially recorded at cost, but adjusted to fair value as the market changes. Investments at June 30 are comprised of the following:

	<u>201</u>	<u>.0</u>	<u>2009</u>			
	Cost	Fair Value	Cost	Fair Value		
Equity Funds	\$286,837	\$282,655	\$ 3,944	\$ 4,264		
Mutual Funds:						
Equity	34,368	34,368	67,508	66,226		
Fixed Income	<u>227,623</u>	231,464	<u>54,606</u>	55,392		
Total	<u>\$548,828</u>	<u>\$548,487</u>	<u>\$126,058</u>	<u>\$ 125,882</u>		

The following information summarizes the activities for the years ended June 30th.

	<u>2010</u>	<u>2009</u>
Dividends and interest	\$ 5,255	\$ 8,574
Realized and Unrealized gain (loss)	10,961	(18,702)
Investment management fees	(2,937)	(1,050)

NOTE D - PLEDGES RECEIVABLE

The pledges receivable consists of pledges made to the Forever Fund. The amounts comprising this balance will generally be collected within one year. As a result of the near certainty of collection within a year, the Agency has not applied a present value discount, nor established an allowance for uncollectable amounts as all pledges are deemed collectable.

NOTE E - GRANTS RECEIVABLE

The Agency records grants as revenue during the period that the funds were earned. During the year ended June 30, 2008, the Agency received a challenge grant of up to \$250,000 conditioned upon the collection of matching donations. As of June 30, 2009, the condition had been satisfied to the extent of \$131,030. This challenge grant terminated during 2009. Because the challenge grant was earned but unavailable until terminated, it was recorded as temporarily restricted as of June 30, 2009. As of June 30, 2010 the challenge grant had been terminated with the revenue earned during this period reflected as grant income. The grant receivable as of June 30, 2010 and 2009 was \$510 and \$133,350 respectively, and represents grant dollars earned but not received as of the financial position date.

NOTE F - BENEFICIAL INTEREST IN PERPETUAL TRUST

The Agency is the beneficiary of a perpetual trust held and administered by an outside fiscal agent. As stated in the summary of significant accounting policies, generally accepted accounting policies require the Agency to record the assets held by others at the spendable amount only. While the Agency has funds held by others (Ann Arbor Area Community Foundation) no amount of this balance is spendable at the end of the fiscal year June 30, 2010 and 2009.

NOTE G - FIXED ASSETS

As discussed in the summary of significant accounting policies, qualifying purchases, major renewals and improvements are capitalized, while replacements, maintenance and repairs which do not materially extend the useful lives of the assets are expensed. Upon sale or retirement of fixed assets, the cost and related accumulated depreciation are eliminated from the respective accounts and any resulting gain or loss is included in current operations. As of June 30, 2010 and 2009 the fixed assets consists of computer software for \$4,995 which has been fully depreciated resulting a net fixed asset of \$-0-. There is no depreciation expense during the years ended June 30, 2010 and 2009.

NOTE H - PRESERVES/LAND HELD FOR SALE

The preserves of the Legacy Land Conservancy consists of parcels of land in southeastern Michigan received at various times, from various donors. Such properties are recorded at fair values as of the date donated, determined by an independent appraisal. During the year ended June 30, 2008, the Agency received 95 acres described as the Johnson Preserve and recorded at the appraised value of \$4,614,000. During the year ended June 30, 2009, the Agency sold 46 acres of this property resulting in a loss of \$2,194,737. The Agency also sold the lease rights to a cell tower which is located on this property for \$47,400. This net loss on the sale of preserves/property is reflected on the statement of activities. The balance of these accounts is comprised of the following as of June 30th:

<u>Description</u>	<u>Acres</u>	<u>2010</u>	<u>2009</u>
Encumbered:			
Creekshead Preserve (fee simple)	27	\$ 115,000	\$ 115,000
Beckwith Conservancy (fee simple)	31	61,000	61,000
Sharon Hills Preserve (fee simple)	68	308,150	308,150
Woodland Preserve (fee simple)	14	235,000	235,000
Coudron Preserve (life estate/fee simple)	44	576,000	576,000
Unencumered-			
Johnson Preserve (fee simple)	49	2,379,853	2,379,853
Land held for sale-			
Spears Property (fee simple)	5	_150,000	
Total		\$ <u>3,825,003</u>	\$ 3,675,003

NOTE I – CONSERVATION EASEMENTS

As stated in the summary of significant accounting policies, the Legacy Land Conservancy acquires easements and developmental rights through donations and acquisitions. The policy of the Agency is to record these easements and developmental rights as revenue and expense in the year of the transaction and to record the item for the value of \$1 as an other asset. These transactions are reflected on the statements of activities as revenue, and an expense, resulting in a net increase to conservation easements of \$8 and \$2 as of June 30, 2010 and 2009 respectively. The detail of the easements and developmental rights owned by the Agency are reflected on the schedule of conservation easements included as part this report.

NOTE J – EMPLOYEE BENEFIT PLAN

The Legacy Land Conservancy maintains a SIMPLE (Savings Incentive Match Plan) IRA retirement plan. All employees are eligible to participate. To the extent an employee participates by deferring a portion of their compensation into the plan, the Agency will match the employee's contribution, up to a maximum of three percent, (four percent of the executive director), of the employee's compensation. During the years ended June 30, 2010 and 2009, the retirement expense incurred by the Agency was \$2,889 and \$4,078 respectively.

NOTE K – COMMITMENTS

In January 2009, the Agency entered into a Lease Agreement to occupy Suite 203, 1100 N. Main Street, Ann Arbor, Michigan which includes 518 rentable square feet. The term of the Lease is for two years beginning February 1, 2009 and ending on January 31, 2011. The Agency shall pay as rent \$16,488 in equal monthly installments of \$657. This amount is the base rent. In addition, the Agency shall pay as its share of utilities cost \$5,784 in equal monthly installments of \$241. The utilities cost is defined to include janitorial service, electric, gas, water charges and coffee for the common area kitchen. The Agency has also entered into an agreement for the rental of shed space at \$23 per month commencing in August 2009. During the years ended June 30, 2010 and 2009 the Agency had expensed as rent \$11,433 and \$10,874 respectively. Based on current signed agreements future obligations are as follows:

Year ending June 30, 2011

\$ 6,443

NOTE L – SUBSEQUENT EVENTS

Statement of Financial Accounting Standards No. 165, *Subsequent Events*, establishes general standards of accounting for the disclosures of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. SFAS 165 incorporates into GAAP certain guidance that previously existed under generally accepted auditing standards, which required the disclosure of the date through which subsequent events have been evaluated and whether that date is the date on which the financial statements were issued or available to be issued. The evaluation of subsequent events through September 9, 2010, which was the date the financial statements were available to be issued, revealed no events that are required to be reported within the general standards established under SFAS 165.

STATEMENTS OF FUNCTIONAL EXPENSES

Years Ended June 30, 2010 and 2009

	Program Services	Fundraising Events	Management & General	2010	2009
Salaries and related expenses:	Services	Events	& General	<u>2010</u>	<u>2009</u>
Salaries and contract services	\$ 115,392	\$ 17,221	\$ 28,482	\$ 161,095	\$ 160,618
Payroll taxes and benefits	24,131	3,601	5,957	\$ 33,689	39,696
Total	139,523	20,822	34,439	194,784	200,314
1000	133,323	20,022	31,137	171,701	200,511
Education and Outreach:					
Rebranding	-	-	_	-	28,733
Brochures and booklets	93	-	-	93	813
Community outreach	4,029	-	-	4,029	2,455
Media, radio and newspaper	125	-	-	125	30
Newsletters and postcards	7,051	-	-	7,051	8,786
LLC member events	669			669	2,428
Total	11,967			11,967	43,245
Land Protection:					
Consulting	1,926	_	_	1,926	1,800
Land project expenses	15,289	_	_	15,289	9,500
Monitoring	1,137	_	_	1,137	518
Stewardship	694			694	7,727
Total	19,046			19,046	19,545
Total	19,040			19,040	19,343
Fundraising:					
Cultivate major gifts	-	82	-	82	321
Major donor events	-	506	-	506	14,374
Membership renewals	-	1,140	-	1,140	2,595
Special project mailings	-	5	-	5	-
Prospect campaign	-	6,641	-	6,641	224
Total	_	8,374	_	8,374	17,514
Operating and adminstrative:					
Audit expense	4,226	631	1,043	5,900	5,873
Bank charges	1,024	153	253	1,430	2,021
Fees and dues	1,801	269	445	2,515	3,265
Insurance	4,218	630	1,041	5,889	5,500
Miscellaneous	190	28	47	265	228
Office supplies	765	114	189	1,068	906
Postage, mailing and printing	1,700	254	419	2,373	6,716
Rent	8,189	1,222	2,022	11,433	10,874
Software and IT		1,222	325	1,837	
Staff development	1,316 864	196	213	1,837	1,579 3,312
<u>-</u>	225	34	55	314	3,312 441
Strategic planning	837	125	206		
Telephone	25,355	3,785	6,258	1,168	1,810
Total	23,333	3,783	0,238	35,398	42,525
Total Expenses	\$ 195,891	\$ 32,981	\$ 40,697	\$ 269,569	\$ 323,143

STATEMENT OF TEMPORARILY AND PERMANENTLY RESTRICTED NET ASSETS June 30, 2010

	Temporarily <u>Restricted</u>		Permanently Restricted	
Operating Grants:	ф	2 (70	Φ.	
Jackson Community Foundation	\$	3,658	\$ -	
Speckhard Knight Foundation		1,802	-	
Lta/Hol Ace Program		3,320	-	
Norcross Foundation		1,500		
Total Operating Grants		10,280		
Stewardship Funds:				
Creekshead Preserve		7,178	-	
Johnson Preserve		4,584	-	
Sullivan Easement		10,000	-	
Visteon		76		
Total Stewardship Funds		21,838		
Acquisition Funds:				
Farmland Protection		12,677	-	
Land Acquisition		15,935	-	
Waterloo Fund		18,782	-	
Regional Funds:				
Dexter		2,175	-	
Pittsfield		1,446	_	
Northfield		2,000	_	
Community Farm		315	-	
Total Acquisition Funds		53,330		
Endowment Funds				
General Fund		_	39,375	
Forever Fund		_	509,104	
Total Endowment Funds		-	548,479	
Land:				
Creekshead		_	115,000	
Beckwith		_	61,000	
Sharon Woods		_	303,750	
Woodland		_	235,000	
Coudron		_	576,000	
Total Land			1,290,750	
Conservation Easements			57	
Total Temporarily and Permanently Restricted Net Assets	\$	85,448	\$ 1,839,286	