

Legacy Land Conservancy

FINANCIAL STATEMENTS
AND REPORT OF INDEPENDENT
CERTIFIED PUBLIC ACCOUNTANTS

June 30, 2020 and 2019



CONTENTS

	<u>Page</u>
REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS.....	2
STATEMENTS OF FINANCIAL POSITION.....	4
STATEMENTS OF ACTIVITIES	
For the year ended June 30, 2020.....	5
For the year ended June 30, 2019.....	6
STATEMENTS OF FUNCTIONAL EXPENSES	
For the year ended June 30, 2020.....	7
For the year ended June 30, 2019.....	8
STATEMENTS OF CASH FLOWS.....	9
NOTES TO FINANCIAL STATEMENTS.....	10
SUPPLEMENTAL INFORMATION	
SCHEDULE OF NET ASSETS WITH AND WITHOUT DONOR RESTRICTIONS.....	28



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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors
 Legacy Land Conservancy

We have audited the accompanying financial statements of *Legacy Land Conservancy* (the "Conservancy") (a nonprofit organization), which comprise the statements of financial position as of June 30, 2020 and 2019, and the related statements of activities, 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 audits 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 Conservancy'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 Conservancy'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.

To the Board of Directors
Legacy Land Conservancy

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 Legacy Land Conservancy as of June 30, 2020 and 2019 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.

Report on Supplemental Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental information on page 28 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Dennis, Gartland & Niergarth

December 9, 2020

Legacy Land Conservancy

STATEMENTS OF FINANCIAL POSITION

For the Years Ended June 30,

	2020	2019
ASSETS		
Current assets		
Cash and cash equivalents (Note D)	\$ 346,476	\$ 126,886
Pledges receivable (Note F)	381,120	291,996
Public grants receivable (Note G)	7,445	10,670
Prepaid expenses	16,767	25,650
Other current assets	4,114	4,423
Total current assets	755,922	459,625
Land Under Protection		
Preserves - with donor restrictions (Note J)	4,597,418	4,597,418
Land held for resale (Note J)	260,000	260,000
Conservation easements (Note A)	86	85
Land options	1,200	1,500
Total land under protection	4,858,704	4,859,003
Other Assets		
Pledges receivable, net, non-current (Note F)	3,000	7,000
Investments (Note E)	993,964	963,910
Restricted investments for endowments (Note E)	1,183,133	1,183,691
Total other assets	2,180,097	2,154,601
Total assets	\$ 7,794,723	\$ 7,473,229
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable	\$ 929	\$ 4,990
Accrued expenses	41,085	36,121
Current portion of long-term debt (Note N)	40,122	-
Total current liabilities	82,136	41,111
Long-term debt, (Note N)	50,078	-
Total liabilities	132,214	41,111
NET ASSETS		
Without donor restrictions		
Land held for resale	260,000	260,000
Board designated (Note O)	702,419	728,093
With donor restrictions		
Subject to purpose and time restrictions (Note P)	933,639	677,079
Subject to restrictions in perpetuity (Note P)	5,766,451	5,766,946
Total net assets	7,662,509	7,432,118
Total liabilities and net assets	\$ 7,794,723	\$ 7,473,229

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

Legacy Land Conservancy

STATEMENT OF ACTIVITIES

For the Year Ended June 30, 2020

	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Total
REVENUE AND SUPPORT			
Contributions and pledges	\$ 396,956	\$ 579,086	\$ 976,042
Gifts of land or development rights	68,884	-	68,884
Public grants	24,855	11,688	36,543
Investment returns, net (Note E)	30,462	19,817	50,279
Miscellaneous	11,768	-	11,768
Net assets released due to satisfaction of program restrictions	<u>354,526</u>	<u>(354,526)</u>	<u>-</u>
Total revenue and support	<u>887,451</u>	<u>256,065</u>	<u>1,143,516</u>
EXPENSES			
Program services	618,525	-	618,525
Management and general	226,614	-	226,614
Fundraising	<u>67,986</u>	<u>-</u>	<u>67,986</u>
Total expenses	<u>913,125</u>	<u>-</u>	<u>913,125</u>
CHANGE IN NET ASSETS	(25,674)	256,065	230,391
NET ASSETS, beginning of year	<u>988,093</u>	<u>6,444,025</u>	<u>7,432,118</u>
NET ASSETS, end of year	<u>\$ 962,419</u>	<u>\$ 6,700,090</u>	<u>\$ 7,662,509</u>

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

Legacy Land Conservancy

STATEMENT OF ACTIVITIES

For the Year Ended June 30, 2019

	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Total
REVENUE AND SUPPORT			
Contributions and pledges	\$ 401,707	\$ 255,429	\$ 657,136
Gifts of land or development rights	438,719	375,005	813,724
Public grants	205,139	-	205,139
Investment returns, net	42,487	48,693	91,180
Miscellaneous	2,894	-	2,894
Net assets released due to satisfaction of program restrictions	<u>331,219</u>	<u>(331,219)</u>	<u>-</u>
Total revenue and support	<u>1,422,165</u>	<u>347,908</u>	<u>1,770,073</u>
EXPENSES			
Program services	1,250,622	-	1,250,622
Management and general	259,439	-	259,439
Fundraising	<u>61,045</u>	<u>-</u>	<u>61,045</u>
Total expenses	<u>1,571,106</u>	<u>-</u>	<u>1,571,106</u>
CHANGE IN NET ASSETS	(148,941)	347,908	198,967
NET ASSETS, beginning of year	<u>1,137,034</u>	<u>6,096,117</u>	<u>7,233,151</u>
NET ASSETS, end of year	<u>\$ 988,093</u>	<u>\$ 6,444,025</u>	<u>\$ 7,432,118</u>

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

Legacy Land Conservancy

STATEMENT OF FUNCTIONAL EXPENSES

For the Year Ended June 30, 2020

	Program Services	Management and General	Fundraising	Total
Conservation easement valuation expense	\$ 68,883	\$ -	\$ -	\$ 68,883
Purchase of land development rights	60,116	-	-	60,116
Land project expense	27,107	-	-	27,107
Maintenance	2,419	-	-	2,419
Total land expenses	158,525	-	-	158,525
Salaries	282,936	139,149	41,745	463,830
Payroll taxes and benefits	56,788	27,928	8,379	93,095
Consulting and contracted services	17,838	8,773	2,632	29,243
Travel	2,230	1,096	329	3,655
Audit expense	9,089	4,470	1,341	14,900
Bank charges	772	765	229	1,766
Fees and dues	13,219	6,501	1,950	21,670
Copying and printing	8,096	3,982	1,195	13,273
Insurance	9,185	4,517	1,355	15,057
Supplies and materials	3,209	1,578	474	5,261
Postage and mailing	2,819	1,387	416	4,622
Rent and occupancy	36,206	17,806	5,342	59,354
Software and IT	12,649	6,220	1,866	20,735
Miscellaneous	527	260	78	865
Telephone	2,256	1,110	333	3,699
Media and marketing	2,181	1,072	322	3,575
Total expenses	\$ 618,525	\$ 226,614	\$ 67,986	\$ 913,125

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

Legacy Land Conservancy

STATEMENT OF FUNCTIONAL EXPENSES

For the Year Ended June 30, 2019

	Program Services	Management and General	Fundraising	Total
Conservation easement valuation expense	\$ 438,719	\$ -	\$ -	\$ 438,719
Purchase of land development rights	310,177	-	-	310,177
Land project expense	39,346	-	-	39,346
Maintenance	19,806	-	-	19,806
Total land expenses	808,048	-	-	808,048
Salaries	270,489	158,563	37,309	466,361
Payroll taxes and benefits	52,774	30,936	7,279	90,989
Consulting and contracted services	24,683	14,470	3,405	42,558
Travel	1,277	749	176	2,202
Audit expense	7,540	4,420	1,040	13,000
Bank charges	896	524	123	1,543
Fees and dues	6,749	3,957	931	11,637
Copying and printing	6,246	3,662	862	10,770
Insurance	8,144	4,774	1,123	14,041
Depreciation	580	340	80	1,000
Supplies and materials	6,535	3,830	901	11,266
Postage and mailing	2,739	1,605	378	4,722
Rent and occupancy	39,881	23,378	5,501	68,760
Software and IT	6,587	3,862	909	11,358
Miscellaneous	3,186	1,868	439	5,493
Telephone	2,575	1,509	355	4,439
Media and marketing	1,693	992	234	2,919
Total expenses	\$ 1,250,622	\$ 259,439	\$ 61,045	\$ 1,571,106

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

Legacy Land Conservancy

STATEMENTS OF CASH FLOWS

For the Years Ended June 30,

	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 230,391	\$ 198,967
Adjustments to reconcile change in net assets to net cash provided (used) by operating activities		
Depreciation	-	1,000
Development rights extinguished	127,000	748,896
Net realized gain on investments	(28,588)	(44,230)
Net unrealized (gain) loss on investments	15,657	(9,786)
Noncash contributions - conservation easements and land donations	(68,884)	(813,724)
Endowment donations	-	(25,000)
Changes in operating assets and liabilities which provided (used) cash		
Account receivables	310	(310)
Prepaid expenses	8,884	(653)
Pledges receivable	(85,124)	(20,546)
Grants receivable	3,225	(3,392)
Accounts payable and accrued expenses	901	(10,120)
Net cash from operating activities	203,772	21,102
CASH FLOWS FROM INVESTING ACTIVITIES		
Sale (purchase) of investments	(16,565)	(23,485)
Exercise (acquisitions) of option to purchase land	300	2,000
Acquisition of conservation easements	(58,117)	(310,178)
Net cash from investing activities	(74,382)	(331,663)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term debt	90,200	-
Endowment contributions	-	25,000
Net cash from financing activities	90,200	25,000
NET CHANGE IN CASH AND CASH EQUIVALENTS	219,590	(285,561)
Cash and cash equivalents, beginning of year	126,886	412,447
Cash and cash equivalents, end of year	\$ 346,476	\$ 126,886

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

Legacy Land Conservancy

NOTES TO FINANCIAL STATEMENTS

NOTE A - NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

Legacy Land Conservancy (the "Conservancy") is a not-for-profit corporation, founded in 1971, operating in Washtenaw, Jackson, and surrounding counties in southeastern Michigan. The Conservancy's mission is to protect natural areas, working farmlands and open spaces in the area. The Conservancy accomplishes its mission through three primary activities of acquiring protective interests in conservation land through purchase and donation; advocating for the protection of open spaces; and caring for the land it owns and monitoring land under conservation agreements. The major funding for the Conservancy is derived from donations, grants and fundraising events.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting and otherwise in accordance with generally accepted accounting principles applicable to not-for-profit organizations in the United States of America ("GAAP").

Financial Statement Presentation

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

Net Assets Without Donor Restrictions: Net assets available for use in general operations and not subject to donor restrictions. The governing board has designated, from net assets without donor restrictions, net assets for an operating reserve and board-designated endowment.

Net Assets With Donor Restrictions: Net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Use of Estimates in the Preparation of Financial Statements

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

Cash and Cash Equivalents

The Conservancy considers all cash and other highly liquid investments not held in trust with maturity dates of less than three months to be cash equivalents, for the purposes of the statement of financial position classification and statement of cash flows. The carrying value of cash and cash equivalents approximates fair value as a result of the short maturities of those financial instruments.

Investments

Investments in equity securities with readily determinable fair values and all investments in debt securities are 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 statement of financial position. Contributed securities are recorded at fair value at the date of receipt and generally sold shortly thereafter. Changes in fair value of investments are recorded in the accompanying statements of activities as investment gains and losses. Realized gains and losses are determined based on specific cost identification.

Fixed Assets

Fixed assets are recorded at cost if purchased, or if donated, at fair value at the time of receipt. Major improvements and renewals are capitalized, if over \$5,000, while ordinary maintenance and repairs are expensed. Management annually reviews these assets to determine whether carrying values have been impaired. Depreciation is computed using the straight-line method over the estimated useful lives of the related assets, which range from 3 to 5 years.

Preserves

The property of the Conservancy consists of parcels of land in southeastern Michigan received at various times from various donors. The Conservancy owns all residual rights associated with these properties. Such property is recorded as revenue and other assets 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 and Allowance for Development Rights Extinguished

A conservation easement is a legal agreement between a landowner and a qualified conservation organization (i.e., the Conservancy) that permanently limits a property's use in order to protect its conservation values. Conservation easements, either purchased or donated, are initially valued at their appraised value. Once the development rights for a specific conservation easement are extinguished, generally immediately after acquisition, a valuation allowance is established to reduce the value of the conservation easement to \$1. This value reflects the lack of marketability related to the easements. The reduction in value due to extinguishment of development rights is reflected as a program expense in the statement of activities and conservation easement valuation expense on the statement of functional expenses.

Revenue Recognition

The Conservancy derives its revenues primarily from contributions, bequests and foundation and corporate grants. Contributions, bequests and foundation and corporate grants received are recorded as increases in net assets. All donor-restricted contributions and foundation and corporate grants are reported as increases in net assets with donor restrictions depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

Contributed Services

A portion of the Conservancy's activities is conducted by volunteers without compensation and by professional and business organizations at significantly reduced charges. Support for services contributed is only recognized to the extent such contributions (1) require specialized skills (and are provided by individuals possessing those skills) and are typically purchased if not provided by donation or (2) create or enhance the non-financial assets of the Conservancy. The Conservancy did not recognize any donated services for the years ending June 30, 2020 and 2019.

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.

Subsequent Events

Management has evaluated events and transaction for potential recognition or disclosure through December 9, 2020, the date that the financial statements were available to be issued.

Functional Expenses

The Conservancy accumulates and records operating expenses according to the nature of the expense that was incurred. These functional expenses are allocated and reported on the statement of activities as Program Services, Management and General Expenses, and Fundraising. The allocation to these functional categories is based on management's records of time allocated by staff.

Income Taxes

No provision for Federal and State income taxes has been made since the Conservancy is exempt under Section 501(c)(3) of the Internal Revenue Code.

The Conservancy files information returns in the U.S. Federal jurisdiction and these returns are generally no longer subject to examination by tax authorities for years before 2017. The Conservancy has not had any business income unrelated to its exempt purpose and, therefore, has not filed income tax returns in any jurisdiction.

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE B - REVENUE RECOGNITION TRANSITION

On July 1, 2019, the Conservancy adopted ASU No. 2014-09, *Revenue from Contracts with Customers* (Topic 606), as amended. Analysis of various provisions of this standard resulted in no significant changes in the way the Conservancy recognizes revenue and, therefore, no changes to the previously issued audited statements were required on a retrospective basis. The presentation and disclosures of revenue have been enhanced in accordance with the standard.

NOTE C - LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position, are comprised of the following at June 30:

	<u>2020</u>	<u>2019</u>
Cash and cash equivalents	\$ 346,476	\$ 126,886
Pledges receivable	381,120	291,996
Public grants receivable	7,445	10,670
Other current assets	<u>4,114</u>	<u>4,423</u>
Total current assets	739,155	433,975
Less restricted pledges receivable	<u>(377,820)</u>	<u>(150,046)</u>
Total current assets available for operations	<u>\$ 361,335</u>	<u>\$ 283,929</u>

The Conservancy has available longer-term investments of \$993,964 and \$963,910 at June 30, 2020 and 2019, respectively, that may be liquidated at any time for operations. Additionally, the Conservancy has available access to endowments as permitted by the endowment spending policies as detailed in Note Q.

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE D - CASH AND CASH EQUIVALENTS

Cash and cash equivalents are summarized as follows for the year ended June 30:

	<u>2020</u>	<u>2019</u>
Petty cash	\$ 742	\$ 607
Demand (checking) accounts	<u>345,734</u>	<u>126,279</u>
Total	<u>\$ 346,476</u>	<u>\$ 126,886</u>

As of June 30, 2020, \$207,765 of the Conservancy's bank balance of \$457,765 was exposed to custodial credit risk because it was uninsured and uncollateralized. The Conservancy's bank balance was fully insured as of June 30, 2019.

NOTE E - INVESTMENTS

The investments of the Conservancy consist of the following at June 30:

	<u>2020</u>		
	<u>Cost</u>	<u>Fair Market Value</u>	<u>Cumulative Appreciation (Depreciation)</u>
Certificate of deposit greater than 90 days	\$ 30,000	\$ 31,161	\$ 1,161
Ann Arbor Area Community Foundation Agency Investment	14,187	14,187	-
Cash equivalent *	67,648	67,648	-
Mutual funds - bond funds	798,381	820,414	22,033
Mutual funds - equity index funds	<u>1,118,530</u>	<u>1,243,687</u>	<u>125,157</u>
Total investments	<u>\$ 2,028,746</u>	<u>\$ 2,177,097</u>	<u>\$ 148,351</u>
Financial Statement Presentation			
Investments		\$ 993,964	
Restricted investments for endowment		<u>1,183,133</u>	
		<u>\$ 2,177,097</u>	

NOTES TO FINANCIAL STATEMENTS - Continued

	2019		
	Cost	Fair Market Value	Cumulative Appreciation (Depreciation)
Certificate of deposit greater than 90 days Ann Arbor Area Community Foundation	\$ 30,000	\$ 30,867	\$ 867
Agency Investment	14,248	14,248	-
Mutual funds - bond funds	527,900	528,104	204
Mutual funds - equity index funds	1,313,926	1,574,382	260,456
Total investments	\$ 1,886,074	\$ 2,147,601	\$ 261,527
Financial Statement Presentation			
Investments		\$ 963,910	
Restricted investments for endowment		1,183,691	
		\$ 2,147,601	

* Cash equivalent is held in trust, as such, it is included in investments in accordance with the Conservancy's policy.

Investment gains and losses consisted of the following at June 30:

	2020	2019
Realized gains (losses)	\$ 28,588	\$ 44,230
Unrealized gains (losses)	(15,657)	9,786
Interest and dividends	38,366	37,164
Investment fees	(1,018)	-
Investment gains and losses, net	\$ 50,279	\$ 91,180

Concentration of Credit Risk - Investments

The brokerage account had insurance of \$500,000 provided by the Securities Investor Protection Corporation ("SIPC") at June 30, 2019. The balance of investments were uninsured at June 30, 2019. The investments were transferred to a different financial institution during the year ended June 30, 2020, and are no longer covered by SIPC.

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE F - PLEDGES RECEIVABLE

The Conservancy has received general Legacy pledges for various projects. The gross pledges receivable totaled \$7,000 and \$165,500 as of June 30, 2020 and 2019, respectfully. The Conservancy established an allowance for uncollectible amounts of 10% of the general pledges receivable balance each of the last two fiscal years. The Conservancy also holds foundation pledges receivable of \$377,820 and \$150,046 at June 30, 2020 and 2019, respectfully.

During 2020, the Conservancy received substantially all scheduled payments on a timely basis.

Pledges receivable at June 30, 2020 are expected to be collected as follows:

<u>Years</u>	<u>Pledges</u>
2021	\$ 381,820
2022	<u>3,000</u>
Total	384,820
Allowance for uncollectible amounts	<u>(700)</u>
Pledges receivable, net	<u>\$ 384,120</u>
Current pledges receivable	\$ 381,120
Non-current pledges receivable	<u>3,000</u>
	<u>\$ 384,120</u>

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE G - PUBLIC GRANTS RECEIVABLE

The Conservancy records grants as revenue during the period that the funds were earned, that is, when all eligibility requirements have been met. The grants receivable as of June 30, 2020 and 2019 were \$7,445 and \$10,670, respectively. The grants receivable represent grant dollars earned but not received as of the financial position date. No allowance for uncollectible accounts has been provided as management believes all grants are collectible.

NOTE H - BENEFICIAL INTEREST IN PERPETUAL TRUST

The Conservancy is the beneficiary of the Dorothy & Karl Schnearle Fund for Future Farmers and Farmland, a perpetual trust held and administered by a Community Foundation. The endowment permits the Foundation to substitute another beneficiary in place of the Conservancy in the event the Conservancy ceases to exist, or for other various reasons in accordance with the Foundation's bylaws. The Conservancy has withdrawn the spendable balance during the fiscal year. As a result, no amount of the remaining balance is spendable, or recorded on the financial statements, at the end of the fiscal year June 30, 2020. The balance of the Trust is \$57,007 and \$57,312 as of June 30, 2020 and 2019, respectively.

NOTE I - FIXED ASSETS

Fixed assets comprised the following at June 30:

	<u>2020</u>	<u>2019</u>
Vehicles	\$ 18,000	\$ 18,000
Less accumulated depreciation	<u>(18,000)</u>	<u>(18,000)</u>
Total fixed assets	<u>\$ -</u>	<u>\$ -</u>

Total depreciation expense was \$0 and \$1,000 for the years ended June 30, 2020 and 2019, respectively.

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE J - LAND

Preserves

Preserves of the Legacy Land Conservancy consist 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, as determined by an independent appraisal. The balance of these accounts is comprised of the following as of June 30:

Description	Acres	2020	2019
With donor restriction:			
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
Reichert Preserve (fee simple)	92	477,500	477,500
Lapham Family Reichert Addition (fee simple)	17	51,915	51,915
Heotaky Beckwith Addition (fee simple)	2	18,000	18,000
Johnson Preserve (fee simple)	49	2,379,853	2,379,853
Shatter Preserve (fee simple)	25	375,000	375,000
Total with donor restriction	369	\$ 4,597,418	\$ 4,597,418

Land Held for Resale

Land held for resale includes projects where the final disposition of the property is not completed. The land may be intended for sale with a conservation easement (or without in the case of portions of acquisitions not requiring protection), to become the property of a State or local government or be financed land acquisitions that, when paid in full, become a part of our nature preserves.

Land held for resale consists of:

	Beginning of Year	Purchase/ Donation	Transfers/ Sales	End of Year
Rinehart Property	\$ 260,000	\$ -	\$ -	\$ 260,000

The Rinehart Property consists of 20 acres subject to a life estate.

NOTE K - DEVELOPMENT RIGHTS

Development rights typically are donated through the gift of a conservation easement. The donation of a perpetual conservation easement which preserves the conservation values of a property deemed to be in the public benefit, such as agricultural land, scenic views, wetlands, forests and unique wildlife habitats, is recognized in the Federal Tax Code and may result in substantial income and estate tax benefits to the donor/landowner.

In situations where charitable tax benefits do not provide sufficient incentives, development rights are purchased rather than donated. This is often the case with farmland preservation programs. The amount paid to and/or donated by the landowner is determined by a "before and after" appraisal of the fair market value of the subject land. Other costs, such as appraisals, surveys, title work and personnel expenditures for securing the easement, are expensed.

When the Conservancy receives a conservation easement, it takes on the permanent responsibility and legal right to enforce the terms of the easement. The Conservancy monitors easements by inspecting the land regularly (yearly in most cases) and maintaining communications with the landowner about future plans in order to avoid conflict with the easement. If a future owner or someone else violates the easement, for example by erecting a building that the easement does not allow, the Conservancy will take action to have the violation corrected, including going to court if necessary. These permanent responsibilities are a long-term cost to the Conservancy.

From its inception, the Conservancy has secured (by purchase and donation) 86 easements:

<u>Secured During the year ended June 30, 2020</u>		<u>Total Secured Through June 30, 2020</u>	
<u>Number of Easements</u>	<u>Acres Protected</u>	<u>Number of Easements</u>	<u>Acres Protected</u>
1	20	86	3,701

The total value of development rights acquired during the year is estimated to be \$127,001 of which \$127,000 has been extinguished and reported as an expense.

NOTE L - EMPLOYEE BENEFIT PLAN

The Conservancy maintains a Savings Incentive Match Plan ("SIMPLE") IRA retirement plan. All full-time employees are eligible to participate. To the extent an employee participates by deferring a portion of their compensation into the plan, the Conservancy will match the employee's contribution, up to a maximum of three percent of the employee's compensation. During the years ended June 30, 2020 and 2019, the retirement expense incurred by the Conservancy was \$11,690 and \$8,391, respectively.

NOTE M - FAIR VALUE OF FINANCIAL INSTRUMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification 820.10, *Fair Value Measurements*, provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Conservancy has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2020.

Certificate of deposit: Valued at face value which approximates fair value.

Ann Arbor Area Community Foundation Agency Investment: Valued at fair value by the Community Foundation for the Conservancy's portion of the Community Foundation's pooled investment.

Mutual funds: Valued at the net asset value ("NAV") of shares held by the Conservancy at year-end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Conservancy believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTES TO FINANCIAL STATEMENTS - Continued

The following table sets forth by level, within the fair value hierarchy, the Conservancy's assets at fair value as of June 30:

<u>Assets at Fair Value as of June 30, 2020</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Certificate of deposit	\$ 31,161	\$ -	\$ -	\$ 31,161
Ann Arbor Area Community				
Foundation Agency Investment	-	-	14,187	14,187
Cash equivalent	67,648	-	-	67,648
Equity - mutual funds				
Moderate	130,986	-	-	130,986
Conservative	34,693	-	-	34,693
Large cap	575,392	-	-	575,392
Mid cap	86,964	-	-	86,964
Small cap	72,088	-	-	72,088
Large cap - international	146,691	-	-	146,691
Mid cap - international	72,640	-	-	72,640
Small cap - international	53,245	-	-	53,245
Large cap - global	70,988	-	-	70,988
Fixed income - bonds				
Taxable bond funds	788,160	-	-	788,160
Tax exempt bond funds	<u>32,254</u>	<u>-</u>	<u>-</u>	<u>32,254</u>
	<u>\$ 2,162,910</u>	<u>\$ -</u>	<u>\$ 14,187</u>	<u>\$2,177,097</u>

<u>Assets at Fair Value as of June 30, 2019</u>				
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Certificate of deposit	\$ 30,867	\$ -	\$ -	\$ 30,867
Ann Arbor Area Community				
Foundation Agency Investment	-	-	14,248	14,248
Mutual funds - bond funds	528,104	-	-	528,104
Mutual funds - equity index funds	<u>1,574,382</u>	<u>-</u>	<u>-</u>	<u>1,574,382</u>
	<u>\$ 2,133,353</u>	<u>\$ -</u>	<u>\$ 14,248</u>	<u>\$2,147,601</u>

The changes in Level 3 investments are as follows:

Balance at July 1, 2018	\$ 14,220
Deposit and earnings, net of grants paid out	<u>28</u>
Balance at June 30, 2019	14,248
Deposit and earnings, net of grants paid out	<u>(61)</u>
Balance at June 30, 2020	<u>\$ 14,187</u>

NOTES TO FINANCIAL STATEMENTS - Continued

NOTE N - LONG-TERM DEBT PAYCHECK PROTECTION PROGRAM LOAN

The Conservancy has a note payable totaling \$90,200 at June 30, 2020 to a financial institution, issued through the SBA Paycheck Protection Program ("PPP"). The note is payable in monthly installments of \$5,076 beginning October 2020, including interest at a fixed rate of 1.00%; maturing in April 2022. The loan will be forgiven if eligible expenses are incurred.

NOTE O - BOARD DESIGNATED NET ASSETS WITHOUT DONOR RESTRICTIONS

The Board has designated \$702,419 and \$728,093 from the Emerald Arc Campaign for unrestricted capacity building reserves at June 30, 2020 and 2019, respectively.

NOTE P - NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions consists of the following amounts at June 30:

	<u>2020</u>	<u>2019</u>
Subject to expenditure for specified purpose and/or the passage of time:		
Pledges and foundation receivables	\$ 56,300	\$ 298,996
Foundation contributions	29,211	25,172
Stewardship Funds	94,652	90,910
Land acquisition funds	731,365	236,964
Regional funds	7,925	10,789
Agency Endowment Funds	<u>14,186</u>	<u>14,248</u>
	<u>933,639</u>	<u>677,079</u>
Subject to donor restrictions in perpetuity:		
Conservation easements, net of extinguished development rights	86	85
Preserved land	4,597,418	4,597,418
Endowment Funds	<u>1,168,947</u>	<u>1,169,443</u>
	<u>5,766,451</u>	<u>5,766,946</u>
Total net assets with donor restrictions	<u>\$ 6,700,090</u>	<u>\$ 6,444,025</u>

NOTE Q - ENDOWMENT FUNDS

FASB ASC Topic 958-205 provides guidance on the net asset classification of donor restricted endowment funds for a not-for-profit organization that is subject to the enacted version of the Uniform Prudent Management of Institutional Funds Act of 2006 ("UPMIFA"). FASB Topic 958-205 also improves disclosures about an organization's endowment funds (both donor-restricted and board-designated endowment funds) whether or not the organization is subject to UPMIFA.

NOTES TO FINANCIAL STATEMENTS - Continued

Interpretation of Relevant Law

The Conservancy has interpreted the Uniform Prudent Management of Institutional Funds Act ("UPMIFA") as requiring the 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 Conservancy classifies as donor restricted net assets: (a) the original value of gifts donated to the endowment and (b) accumulations to the endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund.

In accordance with UPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- The duration and preservation of the fund;
- The purposes of the donor-restricted endowment fund;
- General economic conditions;
- The possible effect of inflation and deflation;
- The expected total return from income and the appreciation of investments;
- Other resources of the Conservancy; and
- The investment policies of the Conservancy.

Investment Approach

The ultimate responsibility for the management of the funds rests with its Board of Trustees. Long term reserve funds and endowment funds are pooled together in the care of and managed by Bank of Ann Arbor Trust division in accordance with approved allocation targets and ranges as follows:

June 30, 2020		
<u>Asset Class</u>	<u>Target</u>	<u>Range</u>
Equities	65%	15-80%
Fixed Income	25%	0-50%
Cash	10%	0-35%

June 30, 2019		
<u>Asset Class</u>	<u>Target</u>	<u>Range</u>
Equities	90%	75-95%
Fixed Income	10%	5-15%
Cash	0%	0-5%

NOTES TO FINANCIAL STATEMENTS - Continued

Spending Policy

Endowment Fund: Distributions may be taken annually to fund land and easement stewardship.

Forever Fund: Distributions may be taken annually to fund land and easement stewardship and other expenses related to ensuring the integrity of conservation easements and lands owned by the Conservancy.

Standard Distribution: Standard distributions shall be made annually, and limited to 4% of the rolling average of the value of the funds over the past 20 quarters.

Extraordinary Distributions: Generally, principal will remain in the fund and will not be liquidated, except as described above. However, from time-to-time extraordinary expenses associated with the legal costs of defending or enforcing an easement, or legal costs required to maintain the Conservancy's continued use and operation of its fee preserves, may be incurred. At such times, by a 2/3 vote of the Board of Trustees, the principal of that portion associated with the Forever Fund may be taken as a distribution. Such distributions must be accompanied by a plan to replenish the funds.

Standard distributions shall not be made if the combined value of the Endowment and Forever Funds is less than \$300,000.

Changes in Endowment net assets are as follows:

	June 30, 2020		
	With Donor Restrictions - Perpetual	With Donor Restrictions - Time Restricted	Total
Net assets, beginning of year	\$ 1,169,443	\$ 14,248	\$ 1,183,691
Investment return:			
Investment income (loss)	(173)	62	(111)
Net appreciation (depreciation)	20,053	-	20,053
Contributions and other income	-	-	-
Distributions/expenses	(20,376)	(124)	(20,500)
	\$ 1,168,947	\$ 14,186	\$ 1,183,133

NOTES TO FINANCIAL STATEMENTS - Continued

	June 30, 2019		
	With Donor Restrictions - Perpetual	With Donor Restrictions - Time Restricted	Total
Net assets, beginning of year	\$ 1,132,800	\$ 14,220	\$ 1,147,020
Investment return:			
Investment income (loss)	30,879	740	31,619
Net appreciation (depreciation)	17,814	-	17,814
Contributions and other income	25,000	-	25,000
Distributions/expenses	<u>(37,050)</u>	<u>(712)</u>	<u>(37,762)</u>
	<u>\$ 1,169,443</u>	<u>\$ 14,248</u>	<u>\$ 1,183,691</u>

NOTE R - OFFICE LEASE

The Conservancy signed an operating lease for office space for July 18, 2017 through September 30, 2020. The lease requires the Conservancy to pay utilities and janitorial services. The landlord is obligated for insurance covering the building.

Rent was \$49,201 on the office space for the year ended June 30, 2020. Future minimum rentals under the lease are as follows:

Year Ending June 30,	Annual Minimum Lease Payment
2021	<u>\$ 12,341</u>

NOTE S - SUPPLEMENTAL CASH FLOWS INFORMATION

Non-Cash Investing and Financing Activities

During the year ended June 30, 2020, the Conservancy acquired development rights on one parcel of land below fair market value as determined by a State certified appraiser. The Conservancy recorded the development rights at the fair market value as of the date acquired and recognized \$68,884 in non-cash contribution revenue.

During the year ended June 30, 2019, the Conservancy acquired development rights on one parcel of land below fair market value as determined by a State certified appraiser. The Conservancy recorded the development rights at the fair market value as of the date acquired and recognized \$438,724 in non-cash contribution revenue. The Conservancy also recognized \$375,000 in non-cash contribution revenue during the year ended June 30, 2019 by means of fee transfer for an acquired parcel of land.

NOTE T - COMMITMENTS AND CONTINGENCIES

COVID-19

On March 10, 2020 the World Health Organization declared the coronavirus outbreak (COVID-19) a pandemic. The Conservancy closed on-site operations on March 23, 2020 when the State of Michigan instituted a Stay Home Stay Safe Order. Some staff have returned to in-office operations and others are working remotely. The Conservancy believes it understands the risk associated with COVID-19. The Conservancy is in the process of implementing risk mitigation tactics as to the risk of the impact of COVID-19 related to the Conservancy operations. The extent to which the pandemic impacts other future funding or operations will depend on future developments, which are highly uncertain at this time and cannot be predicted.

To mitigate the uncertainty surrounding the effect on business operations, the Conservancy secured borrowings in the amount of \$90,200 on April 8, 2020 through the Paycheck Protection Program (“PPP”), as detailed in Note N. The Conservancy has met certain requirements allowing for the forgiveness of the loan funds obtained under this program. The application for forgiveness of these funds has not been submitted at this time.

SUPPLEMENTAL INFORMATION

Legacy Land Conservancy

SCHEDULE OF NET ASSETS WITH AND WITHOUT DONOR RESTRICTIONS

For the Year Ended June 30, 2020

	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions
Board designated - unrestricted	\$ 702,419	\$ -
Pledges receivable	-	6,300
Foundation pledges receivable	-	50,000
Chelsea Wellness Foundation	-	997
Community Foundation of Southeastern Michigan	-	26,754
James & Faith Knight Foundation	-	1,460
Schnearle Agency Funds	-	14,186
Stewardship Funds:		
Creekshead Preserve	-	5,265
Reichert Preserve	-	83,192
Sharon Hills Preserve	-	100
Lackey Stewardship Fund	-	6,095
Acquisition Funds:		
Public Recreation/Waterloo Fund	-	15,371
Farmland Protection Fund	-	69,677
Herrick Foundation Grant - Farm Next	-	100,000
CARLS Match Fund	-	536,317
Sullivan Easement	-	10,000
Regional Funds:		
Dexter	-	2,175
Pittsfield	-	1,446
Webster	-	4,304
Endowment Funds:		
Forever Fund	-	999,332
Preserve Stewardship Endowment	-	10,510
Endowment Fund	-	73,685
Reichert Preserve Endowment	-	85,420
Land:		
Land in fee simple	-	4,597,418
Land held for resale	260,000	-
Conservation Easements	-	86
Totals	\$ 962,419	\$ 6,700,090