



REPORT OF INDEPENDENT AUDITORS
AND COMBINED FINANCIAL STATEMENTS

**CAL FARLEY'S BOYS RANCH AND SUBSIDIARY
AND CAL FARLEY'S BOYS RANCH FOUNDATION**

September 30, 2020 and 2019



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Report of Independent Auditors

To the Board of Directors
Cal Farley's Boys Ranch and Subsidiary and
Cal Farley's Boys Ranch Foundation

Report on Financial Statements

We have audited the accompanying combined statement of financial position of Cal Farley's Boys Ranch and Subsidiary, and Cal Farley's Boys Ranch Foundation (collectively referred to as the Organization), as of September 30, 2020 and 2019, and the related combined statements of activities, cash flows and statement of functional expenses for the years then ended. Our responsibility is to express an opinion on these combined financial statements based on our audits.

Management's Responsibility for the Combined Financial Statements

Management is responsible for the preparation and fair presentation of these combined financial statements in accordance with the 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 combined 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 combined 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 combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined 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 entity's preparation and fair presentation of the combined 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 entity'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 combined 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 combined financial statements referred to above present fairly, in all material respects, the combined financial position of Cal Farley's Boys Ranch and Subsidiary, and Cal Farley's Boys Ranch Foundation as of September 30, 2020 and 2019, and the related combined statements of activities, cash flows and functional expenses for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Mess Adams LLP

Albuquerque, New Mexico
February 23, 2021

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Combined Statements of Financial Position**

ASSETS

| | September 30, | |
|---|-----------------------|-----------------------|
| | 2020 | 2019 |
| ASSETS | | |
| Cash and cash equivalents | \$ 6,342,484 | \$ 4,199,393 |
| Accrued interest receivable | 111,981 | 167,946 |
| Other receivables | 460,694 | 616,358 |
| Unconditional promises to give | 20,735,400 | 21,865,441 |
| Prepaid expenses | 1,130,977 | 289,905 |
| Inventories | 1,004,587 | 1,014,840 |
| Investments without donor restrictions | 347,411,765 | 338,317,935 |
| Investments with donor restrictions | 46,894,618 | 45,623,503 |
| Beneficial interest in perpetual trusts | 36,033,210 | 35,325,083 |
| Property and equipment, net | 28,045,480 | 30,251,799 |
| | <u>\$ 488,171,196</u> | <u>\$ 477,672,203</u> |

LIABILITIES AND NET ASSETS

| | | |
|----------------------------------|-----------------------|-----------------------|
| LIABILITIES | | |
| Accounts payable | \$ 967,450 | \$ 1,241,740 |
| Accrued liabilities | 2,181,761 | 2,059,689 |
| Gift annuity liability | 2,065,828 | 2,147,326 |
| Note payable - PPP | 3,749,700 | - |
| | <u>8,964,739</u> | <u>5,448,755</u> |
| Total liabilities | | |
| NET ASSETS | | |
| Without donor restrictions | 375,763,694 | 369,429,363 |
| With donor restrictions | 103,442,763 | 102,794,085 |
| | <u>479,206,457</u> | <u>472,223,448</u> |
| Total net assets | | |
| | <u>\$ 488,171,196</u> | <u>\$ 477,672,203</u> |
| Total liabilities and net assets | | |

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Combined Statements of Activities**

| | September 30, 2020 | | |
|---|-------------------------------|----------------------------|-----------------------|
| | Without Donor Restrictions | With Donor Restrictions | Total |
| SUPPORT AND REVENUE | | | |
| Contributions | \$ 20,016,649 | \$ 1,376,684 | \$ 21,393,333 |
| Change in value of unconditional promises to give | - | (1,334,884) | (1,334,884) |
| Change in value of beneficial interest in perpetual trusts | - | 708,127 | 708,127 |
| Investment return | | | |
| Interest, dividends, and other | 17,476,155 | 1,697,025 | 19,173,180 |
| Realized gain | 5,262,999 | 613,453 | 5,876,452 |
| Unrealized gain | 3,421,441 | 374,724 | 3,796,165 |
| Change in value of mineral interests | 277,440 | - | 277,440 |
| | <u>26,438,035</u> | <u>2,685,202</u> | <u>29,123,237</u> |
| Total investment return | | | |
| Other income | 260,554 | - | 260,554 |
| Net assets released from restrictions - satisfaction of time or purpose restrictions | 2,786,451 | (2,786,451) | - |
| | <u>49,501,689</u> | <u>648,678</u> | <u>50,150,367</u> |
| Total support and revenue | | | |
| EXPENSES | | | |
| Program services | | | |
| Boys Ranch operations | 26,897,915 | - | 26,897,915 |
| Program support and alumni services | 1,883,439 | - | 1,883,439 |
| | <u>28,781,354</u> | <u>-</u> | <u>28,781,354</u> |
| Total program services | | | |
| Support services: | | | |
| Fund-raising activities | 10,065,561 | - | 10,065,561 |
| Administrative and general | 4,322,910 | - | 4,322,910 |
| | <u>14,388,471</u> | <u>-</u> | <u>14,388,471</u> |
| Total support services | | | |
| Total expenses | <u>43,169,825</u> | <u>-</u> | <u>43,169,825</u> |
| OTHER ACTIVITIES | | | |
| Net gain on insurance proceeds | 2,467 | - | 2,467 |
| CHANGE IN NET ASSETS | | | |
| | 6,334,331 | 648,678 | 6,983,009 |
| NET ASSETS, beginning of year | <u>369,429,363</u> | <u>102,794,085</u> | <u>472,223,448</u> |
| NET ASSETS, end of year | <u>\$ 375,763,694</u> | <u>\$ 103,442,763</u> | <u>\$ 479,206,457</u> |

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Combined Statements of Activities

| | September 30, 2019 | | |
|---|-------------------------------|----------------------------|-----------------------|
| | Without Donor Restrictions | With Donor Restrictions | Total |
| SUPPORT AND REVENUE | | | |
| Contributions | \$ 20,563,836 | \$ 2,703,672 | \$ 23,267,508 |
| Change in value of unconditional promises to give | - | 6,354,298 | 6,354,298 |
| Change in value of beneficial interest in perpetual trusts | - | (672,745) | (672,745) |
| Investment return | | | |
| Interest, dividends, and other | 19,071,468 | 1,733,284 | 20,804,752 |
| Realized loss | (349,437) | (31,267) | (380,704) |
| Unrealized loss | (2,080,888) | (182,902) | (2,263,790) |
| Change in value of mineral interests | 822,137 | - | 822,137 |
| Total investment return | <u>17,463,280</u> | <u>1,519,115</u> | <u>18,982,395</u> |
| Other income | 183,651 | - | 183,651 |
| Net assets released from restrictions - satisfaction of time or purpose restrictions | <u>3,568,151</u> | <u>(3,568,151)</u> | <u>-</u> |
| Total support and revenue | <u>41,778,918</u> | <u>6,336,189</u> | <u>48,115,107</u> |
| EXPENSES | | | |
| Program services | | | |
| Boys Ranch operations | 28,007,791 | - | 28,007,791 |
| Program support and alumni services | 1,993,514 | - | 1,993,514 |
| Community-based services | 60,704 | - | 60,704 |
| Total program services | <u>30,062,009</u> | <u>-</u> | <u>30,062,009</u> |
| Support services: | | | |
| Fund-raising activities | 9,451,185 | - | 9,451,185 |
| Administrative and general | 4,520,061 | - | 4,520,061 |
| Total support services | <u>13,971,246</u> | <u>-</u> | <u>13,971,246</u> |
| Total expenses | <u>44,033,255</u> | <u>-</u> | <u>44,033,255</u> |
| OTHER ACTIVITIES | | | |
| Net gain on insurance proceeds | <u>15,464</u> | <u>-</u> | <u>15,464</u> |
| CHANGE IN NET ASSETS | (2,238,873) | 6,336,189 | 4,097,316 |
| NET ASSETS, beginning of year | <u>371,668,236</u> | <u>96,457,896</u> | <u>468,126,132</u> |
| NET ASSETS, end of year | <u>\$ 369,429,363</u> | <u>\$ 102,794,085</u> | <u>\$ 472,223,448</u> |

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Combined Statements of Cash Flows**

| | Years Ended September 30, | |
|--|----------------------------|----------------------------|
| | 2020 | 2019 |
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Increase in net assets | \$ 6,983,009 | \$ 4,097,316 |
| Adjustments to reconcile change in net assets to net cash (used in) provided by operating activities: | | |
| Depreciation | 3,708,917 | 4,042,580 |
| Net loss (gain) on disposal of property and equipment | 470 | (43,451) |
| Net realized (gain) loss on investments | (5,876,452) | 426,696 |
| Net unrealized (gain) loss on investments | (3,796,165) | 2,263,790 |
| Noncash donation of investments | (174,878) | (162,652) |
| Noncash donation of PPE | (779) | - |
| Restricted contributions | (1,376,684) | (2,703,672) |
| Investment income restricted for investment | (1,697,025) | (1,733,284) |
| Unrealized gain on mineral interests | (277,440) | (822,137) |
| Unrealized loss (gain) on unconditional promises to give | 1,334,884 | (6,354,298) |
| Unrealized (gain) loss on beneficial interest in perpetual trusts | (708,127) | 672,745 |
| Unrealized gain of gift annuities | (165,930) | (292,432) |
| Change in | | |
| Accrued interest receivable | 38,362 | (23,371) |
| Other receivables | 165,809 | (236,103) |
| Unconditional promises to give | (204,843) | 1,891,998 |
| Prepaid expenses | (841,072) | (20,748) |
| Inventories | 10,253 | (6,473) |
| Beneficial interest in perpetual trusts | - | 100,273 |
| Accounts payable | (274,290) | 259,721 |
| Payables to related parties | (10,145) | - |
| Accrued liabilities | 139,675 | (391,196) |
| Gift annuity liability recognized as income upon death of donor | (75,568) | (39,608) |
| Net cash (used in) provided by operating activities | <u>(3,098,019)</u> | <u>925,694</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchases of investments | (262,343,588) | (122,919,903) |
| Proceeds from maturities and sales of investments | 262,103,578 | 122,040,372 |
| Acquisitions of property and equipment | (1,502,289) | (3,652,796) |
| Proceeds from sale of property and equipment | - | 47,671 |
| Proceeds from gift annuities | 160,000 | 295,000 |
| Net cash used in investing activities | <u>(1,582,299)</u> | <u>(4,189,656)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Proceeds from contributions restricted primarily for property and equipment or scholarships | 159,500 | 923,705 |
| Proceeds from contributions with donor restriction for investment in permanent endowment | 1,217,184 | 1,779,967 |
| Investment income with donor restriction for investment | 1,697,025 | 1,733,284 |
| Proceeds from PPP Loan | 3,749,700 | - |
| Net cash provided by financing activities | <u>6,823,409</u> | <u>4,436,956</u> |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 2,143,091 | 1,172,994 |
| CASH AND CASH EQUIVALENTS, beginning of year | <u>4,199,393</u> | <u>3,026,399</u> |
| CASH AND CASH EQUIVALENTS, end of year | <u>\$ 6,342,484</u> | <u>\$ 4,199,393</u> |

See accompanying notes.

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Combined Statement of Functional Expenses – Year Ended September 30, 2020**

| | Program Services | | | Support Services | | | Total Expenses |
|--|-----------------------|--------------------------|---------------|-------------------------|----------------------------|---------------|----------------|
| | Boys Ranch Operations | Program & Alumni Support | Total | Fund-raising Activities | Administrative and General | Total | |
| Salaries | \$ 11,372,934 | \$ 1,159,727 | \$ 12,532,661 | \$ 997,092 | \$ 1,972,569 | \$ 2,969,661 | \$ 15,502,322 |
| Payroll taxes | 898,691 | 85,066 | 983,757 | 68,215 | 141,869 | 210,084 | 1,193,841 |
| Employee benefits | 2,589,848 | 184,591 | 2,774,439 | 139,592 | 313,762 | 453,354 | 3,227,793 |
| Employment expenses | 14,861,473 | 1,429,384 | 16,290,857 | 1,204,899 | 2,428,200 | 3,633,099 | 19,923,956 |
| Utilities | 583,765 | 27,860 | 611,625 | - | 196,455 | 196,455 | 808,080 |
| Repairs and maintenance | 599,253 | 25,055 | 624,308 | 137,808 | 303,897 | 441,705 | 1,066,013 |
| Insurance | 1,027,248 | - | 1,027,248 | - | 191,551 | 191,551 | 1,218,799 |
| Supplies | 51,883 | 880 | 52,763 | 4,210 | 10,487 | 14,697 | 67,460 |
| Mail supplies | - | - | - | 76,290 | - | 76,290 | 76,290 |
| Postage | - | 1,381 | 1,381 | 2,551,007 | 3,221 | 2,554,228 | 2,555,609 |
| Mailing list | - | - | - | 291,002 | - | 291,002 | 291,002 |
| Printed material | - | - | - | 5,154,606 | - | 5,154,606 | 5,154,606 |
| Gift processing | - | - | - | 240,937 | - | 240,937 | 240,937 |
| Travel | 32,231 | - | 32,231 | 28,942 | 17,007 | 45,949 | 78,180 |
| Fuel | 166,636 | - | 166,636 | - | 12,333 | 12,333 | 178,969 |
| Moving | - | - | - | - | - | - | - |
| Client services | - | 47,404 | 47,404 | - | - | - | 47,404 |
| Contract/professional services | 288,120 | - | 288,120 | 292,523 | 347,155 | 639,678 | 927,798 |
| Program support | 83,140 | - | 83,140 | - | - | - | 83,140 |
| Legal expense | - | - | - | - | 48,661 | 48,661 | 48,661 |
| Home life | 426,217 | - | 426,217 | - | - | - | 426,217 |
| Tascosa films | - | - | - | - | - | - | - |
| Youth activities | 405,281 | - | 405,281 | - | - | - | 405,281 |
| Casework services | 28,532 | - | 28,532 | - | - | - | 28,532 |
| Day care | (155,108) | - | (155,108) | - | - | - | (155,108) |
| Campus operations | (9,260) | - | (9,260) | - | - | - | (9,260) |
| School | 2,332,900 | - | 2,332,900 | - | - | - | 2,332,900 |
| Dining hall | 1,404,141 | - | 1,404,141 | - | - | - | 1,404,141 |
| Country store/souvenir shop | (66,305) | - | (66,305) | - | - | - | (66,305) |
| Alumni program and scholarships | - | 340,811 | 340,811 | - | - | - | 340,811 |
| Health and hygiene | 872,423 | - | 872,423 | - | - | - | 872,423 |
| Chapel | 25,390 | - | 25,390 | - | - | - | 25,390 |
| Agriculture/food processing/horticulture | 129,633 | - | 129,633 | - | - | - | 129,633 |
| Community as lab | 46,691 | - | 46,691 | - | - | - | 46,691 |
| Training | - | 1,223 | 1,223 | - | - | - | 1,223 |
| Advertising | - | - | - | - | 32,288 | 32,288 | 32,288 |
| Marketing | - | - | - | 852 | 184,322 | 185,174 | 185,174 |
| Professional development | 56,218 | 7,683 | 63,901 | 7,510 | 24,724 | 32,234 | 96,135 |
| Laundry/custodial | 54,866 | - | 54,866 | - | - | - | 54,866 |
| Fund raising event | - | - | - | 61,433 | - | 61,433 | 61,433 |
| Safety/security | 78,363 | - | 78,363 | - | 857 | 857 | 79,220 |
| Fees, interest, penalties | 1,756 | - | 1,756 | 9,456 | 7,984 | 17,440 | 19,196 |
| Lease expense | 91,373 | - | 91,373 | - | 40,580 | 40,580 | 131,953 |
| Other expenses | 76,358 | 1,758 | 78,116 | 4,086 | 168,968 | 173,054 | 251,170 |
| Other operating expenses | 23,493,218 | 1,883,439 | 25,376,657 | 10,065,561 | 4,018,690 | 14,084,251 | 39,460,908 |
| Depreciation | 3,404,697 | - | 3,404,697 | - | 304,220 | 304,220 | 3,708,917 |
| Total functional expenses | \$ 26,897,915 | \$ 1,883,439 | \$ 28,781,354 | \$ 10,065,561 | \$ 4,322,910 | \$ 14,388,471 | \$ 43,169,825 |

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Combined Statement of Functional Expenses – Year Ended September 30, 2019**

| | Program Services | | | | Support Services | | | Total Expenses |
|--|-----------------------|--------------------------|--------------------------|---------------|-------------------------|----------------------------|---------------|----------------|
| | Boys Ranch Operations | Program & Alumni Support | Community-based Services | Total | Fund-raising Activities | Administrative and General | Total | |
| Salaries | \$ 11,303,610 | \$ 1,113,287 | \$ 38,549 | \$ 12,455,446 | \$ 966,362 | \$ 1,951,347 | \$ 2,917,709 | \$ 15,373,155 |
| Payroll taxes | 901,412 | 81,754 | 2,740 | 985,906 | 140,850 | 140,850 | 208,398 | 1,194,304 |
| Employee benefits | 2,460,636 | 170,835 | 4,740 | 2,636,211 | 136,203 | 349,267 | 485,470 | 3,121,681 |
| Employment expenses | 14,665,658 | 1,365,876 | 46,029 | 16,077,563 | 1,170,113 | 2,441,464 | 3,611,577 | 19,689,140 |
| Utilities | 682,019 | 27,475 | 1,463 | 710,957 | - | 213,732 | 213,732 | 924,689 |
| Repairs and maintenance | 580,279 | 38,503 | 92 | 618,874 | 76,113 | 215,199 | 291,312 | 910,186 |
| Insurance | 870,172 | - | - | 870,172 | - | 170,386 | 170,386 | 1,040,558 |
| Supplies | 58,013 | 1,273 | - | 59,286 | 2,715 | 12,160 | 14,875 | 74,161 |
| Mail Supplies | - | - | - | - | 124,217 | - | 124,217 | 124,217 |
| Postage | - | 1,491 | 6 | 1,497 | 1,960,442 | 3,011 | 1,963,453 | 1,964,950 |
| Mailing list | - | - | - | - | 200,774 | - | 200,774 | 200,774 |
| Printed material | - | - | - | - | 107,782 | - | 107,782 | 107,782 |
| Travel | 56,775 | 1,636 | 5,189 | 63,600 | 5,269,745 | - | 5,269,745 | 5,333,345 |
| Fuel | 245,297 | - | - | 245,297 | 60,132 | 27,247 | 87,379 | 332,676 |
| Client services | - | 40,471 | - | 40,471 | - | 15,784 | 15,784 | 56,255 |
| Contract/professional services | 303,115 | - | - | 303,115 | - | - | - | 303,115 |
| Program support | 64,039 | - | - | 64,039 | 234,472 | 327,858 | 562,330 | 626,369 |
| Legal expense | - | - | 8,222 | 8,222 | - | - | - | 8,222 |
| Home life | 488,331 | - | - | 488,331 | - | 88,355 | 88,355 | 576,686 |
| Tascosa films | - | - | - | - | - | 6,656 | 6,656 | 6,656 |
| Youth activities | 473,157 | - | - | 473,157 | - | - | - | 473,157 |
| Casework services | 30,696 | - | - | 30,696 | - | - | - | 30,696 |
| Day care | (119,727) | - | - | (119,727) | - | - | - | (119,727) |
| Campus operations | (6,097) | - | - | (6,097) | - | - | - | (6,097) |
| School | 3,106,449 | - | - | 3,106,449 | - | - | - | 3,106,449 |
| Dining hall | 1,430,746 | - | - | 1,430,746 | - | - | - | 1,430,746 |
| Country store/souvenir shop | (25,123) | - | - | (25,123) | - | - | - | (25,123) |
| Alumni program and scholarships | - | 498,215 | - | 498,215 | - | - | - | 498,215 |
| Health and hygiene | 1,009,475 | - | - | 1,009,475 | - | - | - | 1,009,475 |
| Chapel | 32,538 | - | - | 32,538 | - | - | - | 32,538 |
| Agriculture/food processing/horticulture | 154,813 | - | - | 154,813 | - | - | - | 154,813 |
| Community as lab | 51,075 | - | - | 51,075 | - | - | - | 51,075 |
| Training | 12 | 981 | - | 993 | - | - | - | 993 |
| Advertising | - | - | - | - | - | 24,275 | 24,275 | 24,275 |
| Marketing | - | - | - | - | 2,939 | 267,010 | 269,949 | 269,949 |
| Professional development | 49,405 | 14,573 | 147 | 64,125 | 9,469 | 34,520 | 43,989 | 108,114 |
| Laundry/custodial | 62,909 | - | - | 62,909 | - | - | - | 62,909 |
| Fund raising event | - | - | - | - | 222,968 | - | 222,968 | 222,968 |
| Safety/security | 75,144 | - | - | 75,144 | - | 1,312 | 1,312 | 76,456 |
| Fees, interest, penalties | 2,125 | - | - | 2,125 | 7,140 | 10,763 | 17,903 | 20,028 |
| Lease Expense | 59,372 | - | - | 59,372 | 749 | 35,842 | 36,591 | 95,963 |
| Other expenses | 25,755 | 3,020 | (444) | 28,331 | 1,415 | 163,276 | 164,691 | 193,022 |
| Other operating expenses | 24,426,422 | 1,993,514 | 60,704 | 26,480,640 | 9,451,185 | 4,058,850 | 13,510,035 | 39,990,675 |
| Depreciation | 3,581,369 | - | - | 3,581,369 | - | 461,211 | 461,211 | 4,042,580 |
| Total functional expenses | \$ 28,007,791 | \$ 1,993,514 | \$ 60,704 | \$ 30,062,009 | \$ 9,451,185 | \$ 4,520,061 | \$ 13,971,246 | \$ 44,033,255 |

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 1 – Organization

Cal Farley's Boys Ranch (Cal Farley's) is a nonprofit organization that provides professional programs and services in a Christ-centered atmosphere to strengthen families and support the overall development of children. The Cal Farley's campus-based, residential programs include our main campus of Cal Farley's Boys Ranch, located 36 miles northwest of Amarillo, Texas, which is a basic care facility for children and youth ages 5-18. Cal Farley's services include aftercare to its alumni through a college scholarship program, vocational attainment assistance, and various case management services. The Community Engagement Center in Amarillo was closed during the year ended September 30, 2019.

Tascosa Films, LLC (Tascosa) is a wholly owned subsidiary of Cal Farley's. The purpose of Tascosa is to create and share a film project. The film project will help to share the Cal Farley's mission and enhance awareness of Cal Farley's program to both potential clients and potential funders.

Cal Farley's Boys Ranch Foundation (the Foundation) is organized to provide financial support to Cal Farley's through investment and reinvestments of funds, properties and other donations of value received as contributions and support. The Board of Directors of the Foundation is elected by the Board of Directors of Cal Farley's.

Cal Farley's Campus Support Center is located in Amarillo, Texas, and provides administrative and fund-raising functions to Cal Farley's and the Foundation.

Note 2 – Summary of Significant Accounting Policies

Financial Statements Presentation

The combined financial statements include the accounts and transactions of Cal Farley, Tascosa and the Foundation (collectively, the Organization). Cal Farley's has majority voting and economic interest in the Foundation, and therefore the financial statements have been combined. The Organization's combined financial statements are reflected on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. All material intercompany balances and transactions have been eliminated. Net assets, support and revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions

These net assets are not subject to stipulations imposed by the donor and are currently available for expenditures. Items that affect this net asset category principally consist of revenues, contributions without restrictions; restricted contributions whose donor imposed restrictions were met during the fiscal year, expenses, and gains and losses on investments and other assets whose use is not restricted by explicit donor stipulations or law. Net assets without donor restrictions also include net assets transferred from net assets with donor restrictions after temporary restrictions imposed by the donor have been accomplished or the stipulated time period has elapsed. A donor's restriction, however, may be released or modified by the donor, a court, or in the circumstances and manner set forth in the Uniform Prudent Management of Institutional Funds Act (UPMIFA).

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 2 – Summary of Significant Accounting Policies (continued)

Net Assets with Donor Restrictions

These net assets are subject to explicit restrictions imposed by the donor on the expenditure of contributions or income and gains on contributed assets. These net assets may have stipulations by the donor to be maintained in perpetuity, such as an endowment, or the restrictions may expire due to the passage of time or the occurrence of expenditures that fulfill the restrictions. Net assets with donor restrictions also include accumulated net investment income earned by the net assets held in perpetuity.

Use of Estimates

The preparation of the combined financial statements in conformity with generally accepted accounting principles (GAAP) 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 combined financial statements and the reported amounts of revenues, expenses, gains, losses and other changes in net assets during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include all cash balances and highly liquid investments with an initial maturity of three months or less. The Organization places its temporary cash investments with high credit quality financial institutions. The Organization maintains a Repurchase Agreement with a local bank and all excess funds are "swept" each night and redeposited the next day. Per the Repurchase Agreement, the "swept" amounts are not considered deposits of the bank; however, they are collateralized with pledged securities.

Other Receivables

Receivables are included in the accompanying combined statements of financial position at amount net of the allowance for doubtful accounts.

The Organization writes off receivables when they become uncollectible. However, the Organization has had minimal losses on accounts receivable in prior years and therefore no allowance was deemed necessary as of September 30, 2020 and 2019.

Unconditional Promises to Give

Unconditional promises to give consist of split interest agreements and multi-year pledges. Promises to give that are expected to be collected within one year are recorded at net realizable value. Multiyear pledges are recorded and calculated using the present value of an annuity and the interest element is reported as a contribution. Split interest agreements are recorded at fair value using the Organization's beneficial interest of the related assets.

An allowance for uncollectible accounts is estimated by management based on its historical loss analysis and is adjusted for those specific unconditional promises to give for which collection is uncertain. Such amounts will be written-off if and when they are deemed uncollectible.

Inventories

Purchased inventories are valued at cost, determined on the first-in, first-out basis. Certain livestock inventories are carried at estimated fair market value. Donated inventories are valued at market, determined at the time of the gift.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 2 – Summary of Significant Accounting Policies (continued)

Investments

Investments are recorded at fair value in accordance with Accounting Standards Codification (ASC) 820 *Fair Value Measurements and Disclosures* (Note 4) and the realized and unrealized gains and losses on investments are recorded as increases or decreases in net assets with donor restriction and without donor restriction based upon donor imposed restrictions or applicable law.

Property and Equipment

Property and equipment are recorded at cost or estimated fair value at the date of donation. Depreciation is provided for in amounts sufficient to relate the cost of depreciable assets over their estimated service lives of approximately 10 to 40 years on buildings and improvements and 3 to 10 years on furniture, equipment, and machinery on a straight-line basis.

Impairment of Long-Lived Assets

Cal Farley's reviews long-lived assets for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the fair value of the assets. Assets to be disposed of are reported at the lower of carrying amount or the fair value less costs to sell. As of September 30, 2020 and 2019, there was no impairment of long-lived assets.

Income Taxes

The Organization is exempt from federal income taxes on related income under Section 501 (a) of the Internal Revenue Code (IRC) of 1986, as amended, as an organization described in IRC Section 501 (c)(3). Further, the Organization has been classified as an organization that is not a private foundation under the IRC Section 509(a) and, as such, contributions to the Organization qualify for deduction as charitable contributions. However, income generated from activities unrelated to the Organization's exempt purpose is subject to tax under IRC Section 511. Tascosa Films, LLC is a wholly owned subsidiary of Cal Farley's and therefore considered a disregarded entity for federal income tax purposes.

Financial Accounting Standards Board (FASB) provides guidance for how uncertain tax positions should be recognized, measured, disclosed and presented in the financial statements. This requires the evaluation of tax positions taken or expected to be taken in the course of preparing the Organization's tax return to determine whether the tax positions are *more-likely-than-not* of being sustained *when challenged* or *when examined* by the applicable tax authority. Tax positions not deemed to meet the *more-likely-than-not* threshold would be recorded as a tax benefit or expense and liability in the current year. Management has determined that there are no material uncertain income tax positions.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 2 – Summary of Significant Accounting Policies (continued)

Revenue Recognition

Contributions – The Organization also follows FASB ASC Subtopic 958-605, *Not-for-Profit Entities: Revenue Recognition* (or ASC 958-605). Contributions received are recorded as without or with donor restriction depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in net assets without donor restriction if the restriction expires in the reporting period in which the support is recognized. All other donor restricted support is reported as an increase in net assets with donor restriction depending on the nature of the restriction. When a restriction expires, the net assets are reclassified to net assets without donor restriction. Non-cash contributions are recorded at fair market value at the date of the contribution.

Gift Annuities – Gift annuities require the Foundation to pay a fixed amount periodically to designated beneficiaries. Under the charitable gift arrangement, the Foundation has recorded the assets at fair value, the present value of the expected future payments is recorded as a liability and the excess of the gift over such liability is recognized as contribution revenue without donor restriction. The Foundation maintains state-mandated, segregated reserves for its charitable gift annuity program. Reserve requirements vary by state, and the Foundation maintains its reserve accounts in accordance with those requirements. The reserve accounts are segregated in separate and distinct custodial accounts, independent from all other funds of the Foundation. They are not available to apply to payments of the debts and obligations of the Foundation or for any purpose other than funding for its charitable gift annuity program.

Recent Accounting Pronouncements

FASB Accounting Standards Update (ASU) 2016-02 and 2020-05 – *Leases*: Changes the way lessees will recognize leases as they will recognize most leases on-balance sheet and will increase reported assets and liabilities. Lessor accounting remains substantially similar to current U.S. GAAP. ASU 2016-02 is effective for annual periods beginning after December 15, 2020, and interim periods in fiscal years beginning after December 15, 2021. The ASU mandates a modified retrospective transition method for all entities. Management is currently evaluating the impact of this ASU, but does not anticipate a significant impact to the combined financial statements upon adoption.

FASB ASU 2018-08 – *Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made* – This ASU provides clarification in evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) within the scope of Topic 958, *Not-for-Profit Entities*, or as exchange (reciprocal) transactions subject to other guidance and determining whether a contribution is conditional. The guidance is applicable for transactions where the entity serves as the resource recipient beginning after December 15, 2018 and for transactions in which the entity serves as the resource provider beginning after December 15, 2019. The adoption of this standard did not have an impact on the combined financial statements.

FASB ASU 2020-07 – *Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets*: Requires the presentation of contributed nonfinancial assets, also known as gifts-in-kind, as a separate line item in the statement of activities, apart from contributions of cash or other financial assets. The amendments in this ASU should be applied on a retrospective basis and are effective for annual reporting periods beginning after June 15, 2021 with early adoption permitted. Management is currently evaluating the impact of this ASU but does not anticipate it will have a significant impact on the combined financial statements upon adoption.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 3 – Unconditional Promises to Give

Cal Farley's anticipates collections of unconditional promises to give as follows at September 30:

| | <u>2020</u> | <u>2019</u> |
|----------------------|----------------------|----------------------|
| Less than one year | \$ 304,165 | \$ 146,334 |
| One to five years | 4,095,120 | 5,568,382 |
| More than five years | 16,336,115 | 16,150,725 |
| Total | <u>\$ 20,735,400</u> | <u>\$ 21,865,441</u> |

As of September 30, 2020 and 2019, amounts presented above for split interest agreements were recorded at fair value using the Organization's beneficial interest of the related assets. Multi-year pledges were recorded at fair value using the present value of an annuity and the present value factor interest rate used was 0.40% and 2.20%, the IRS discount rate at September 30, 2020 and 2019. Cal Farley's has determined all amounts to be collectible.

Note 4 – Fair Value Measurements

The 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 September 30, 2020 and 2019.

Money market funds and other short-term investments are valued at cost plus accrued interest.

Government securities, taxable municipal securities and corporate bonds and notes are valued at the closing price reported on the major market on which the individual securities are traded or have reported broker trades which may be considered indicative of an active market. Where quoted prices are available in an active market, the investments are classified within Level 1 of the valuation hierarchy. If quoted prices are not available for the specific security, then fair values are estimated by using pricing models, quoted prices of securities with similar characteristics, discounted cash flows and other observable inputs. Such securities would be classified within Level 2 of the valuation hierarchy.

Equity securities are valued at the closing price reported on the active market on which the individual securities are traded.

Mutual funds are valued at the net asset value (NAV) of shares held and are valued at the closing price reported on the active market on which the individual securities are traded.

Cash value life insurance policies are valued based on the cash surrender value on the individual policy provided by the insurance carrier in which the Ranch is the beneficiary.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 4 – Fair Value Measurements (continued)

Real estate and mineral interests are valued by using significant unobservable inputs including, if available, discounted cash flow analysis, comparable analysis, or third-party appraisals (Level 3). The value of mineral interests reflects value of actual producing wells utilizing a third party valuation that is a standardized valuation method that takes the prior twelve months' revenue multiplied by a factor of three. Management reviews and evaluates the values provided by all third parties and agrees with the valuation methods and assumptions used in determining the fair value of the above investments.

Investments measured at NAV are assets measured at net asset value per share practical expedient and consist of the Organization's beneficial interest in perpetual trusts, hedge fund, closed end fund and private equity investments.

The investment expenses are netted against investment income. Investment expenses for the years ended September 30, 2020 and 2019 are approximately \$1,505,000 and \$1,577,000, respectively.

The following table presents information about the Organization's assets that are measured at fair value on a recurring basis (no liabilities are reported at fair value) as of September 30, 2020 and 2019, and indicates the fair value hierarchy of the valuation techniques used to determine such fair value. The three levels for measuring fair value are based on the reliability of inputs and are as follows:

Level 1 – Inputs to the valuation methodology are quoted prices for identical assets or liabilities in active markets.

Level 2 – Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.

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

The Organization uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Organization measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs were used only when Level 1 or Level 2 inputs were not available.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 4 – Fair Value Measurements (continued)

Assets measured at fair value on a recurring basis at September 30, 2020 as follows:

| | Fair Value Measurements Using | | | Total |
|---|-------------------------------|----------------------|---------------------|-----------------------|
| | Level 1 | Level 2 | Level 3 | |
| Investments | | | | |
| Money market funds and other short-term investments | \$ 8,731,911 | \$ - | \$ - | \$ 8,731,911 |
| U.S. Government securities | 5,068,443 | 11,357,505 | - | 16,425,948 |
| Taxable municipal securities | - | 689,202 | - | 689,202 |
| Marketable equity securities | 548,520 | - | - | 548,520 |
| Mutual funds | 244,070,490 | - | - | 244,070,490 |
| Corporate bonds and notes | - | 7,398,699 | - | 7,398,699 |
| Cash value life insurance policy | - | 1,531,837 | - | 1,531,837 |
| Notes receivable | - | - | 32,140 | 32,140 |
| Real estate, mineral interests and other | - | - | 9,000,371 | 9,000,371 |
| Total assets in the fair value hierarchy | <u>\$ 258,419,364</u> | <u>\$ 20,977,243</u> | <u>\$ 9,032,511</u> | 288,429,118 |
| Investments measured at net asset value (practical expedient) | | | | <u>141,910,475</u> |
| Investments at fair value | | | | <u>\$ 430,339,593</u> |

Assets measured at fair value on a recurring basis at September 30, 2019 as follows:

| | Fair Value Measurements Using | | | Total |
|---|-------------------------------|----------------------|---------------------|-----------------------|
| | Level 1 | Level 2 | Level 3 | |
| Investments | | | | |
| Money market funds and other short-term investments | \$ 8,762,577 | \$ - | \$ - | \$ 8,762,577 |
| U.S. Government securities | 4,424,365 | 11,444,327 | - | 15,868,692 |
| Marketable equity securities | 651,550 | - | - | 651,550 |
| Mutual funds | 251,795,076 | - | - | 251,795,076 |
| Corporate bonds and notes | - | 7,039,714 | - | 7,039,714 |
| Cash value life insurance policy | - | 1,481,296 | - | 1,481,296 |
| Notes receivable | - | - | 35,503 | 35,503 |
| Real estate, mineral interests and other | - | - | 8,726,187 | 8,726,187 |
| Total assets in the fair value hierarchy | <u>\$ 265,633,568</u> | <u>\$ 19,965,337</u> | <u>\$ 8,761,690</u> | 294,360,595 |
| Investments measured at net asset value (practical expedient) | | | | <u>124,905,926</u> |
| Investments at fair value | | | | <u>\$ 419,266,521</u> |

For Level 3 assets measured at fair value on a recurring basis as of September 30, 2020 and 2019, purchases and sales were \$0 and \$3,499 and payments/sales were \$16,647 and \$136,984, respectively.

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Notes to Combined Financial Statements**

Note 4 – Fair Value Measurements (continued)

The following summarizes the nature and risk of those investments that are reported at estimated fair value utilizing net asset value as of September 30, 2020:

| | <u>Fair Value</u> | <u>Unfunded Commitments</u> | <u>Redemption Frequency</u> | <u>Redemption Notice Period</u> |
|---|------------------------------|---------------------------------|---------------------------------|-------------------------------------|
| Fund of hedge funds - | | | | |
| Total return (a) (d) | \$ 72,726,292 | \$ 15,127,971 | quarterly, annually | 60 days |
| Private equity funds (b) | 29,369,362 | 8,151,405 | none | - |
| Closed end funds - | | | | |
| Special opportunities (c) | 3,781,611 | 2,004,089 | none | - |
| Beneficial interest in perpetual trusts | <u>36,033,210</u> | <u>-</u> | none | - |
| Total | <u>\$ 141,910,475</u> | <u>\$ 25,283,465</u> | | |

The following summarizes the nature and risk of those investments that are reported at estimated fair value utilizing net asset value as of September 30, 2019:

| | <u>Fair Value</u> | <u>Unfunded Commitments</u> | <u>Redemption Frequency</u> | <u>Redemption Notice Period</u> |
|---|------------------------------|---------------------------------|---------------------------------|-------------------------------------|
| Fund of hedge funds - | | | | |
| Total return (a) (d) | \$ 58,738,972 | \$ - | quarterly, annually | 60 days |
| Private equity funds (b) | 25,832,892 | 10,417,461 | none | - |
| Closed end funds - | | | | |
| Special opportunities (c) | 5,008,979 | 2,541,898 | none | - |
| Beneficial interest in perpetual trusts | <u>35,325,083</u> | <u>-</u> | none | - |
| Total | <u>\$ 124,905,926</u> | <u>\$ 12,959,359</u> | | |

- (a) The strategies of the underlying hedge funds in this category primarily include hedged fixed income arbitrage, event driven, macro, multi-strategy, equity hedged and long/short strategies. Some investments within the fund have partially or fully suspended redemptions. The suspension may be lifted at any time, subject to the discretion of the investment fund. There are no plans to liquidate these funds.
- (b) This category is invested in a broad range of private equity funds including, but not limited to, funds of funds that make direct investments in different private equity-related disciplines including, but not limited to, venture capital, buyouts, debt funds and real estate. The fund has a term of fifteen years with up to three one-year extensions. These non-marketable funds do not permit redemptions prior to the termination of the fund, except with the manager's consent. Due to the illiquid nature of the funds' investments, the valuation reported to the investor will be based on the most recent valuations reported to the fund. There are no plans to liquidate these funds.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 4 – Fair Value Measurements (continued)

- (c) This closed-end portfolio of funds has a structure similar to a traditional private equity fund. It is anticipated that a significant amount, and possibly all, of the portfolio's investments will consist of securities for which there is no public market and/or that are subject to restrictions on sale. Each closed-end portfolio will have a term of seven years with, in the discretion of the Board of Directors, up to two one-year extensions for orderly liquidation of its investments. Investments in the portfolio and reported to the investor will be valued based on the most recent valuations reported to the fund. There are no plans to liquidate these funds.
- (d) Certain investments in this category have gate provisions, which allow a manager to limit redemptions despite the normal liquidity provisions, if the manager receives redemptions in excess of the gate (a level stated in their governing documents). The fair values of the investments in this category have been estimated using the net asset value per share of the investments.

Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of uncertainty related to changes in interest rates, market volatility and credit risks, it is at least reasonably possible that changes in these risks could materially affect the estimated fair value of investments reported in the statement of financial position as of September 30, 2020. However, the diversification of the Organization's invested assets among these various asset classes should mitigate the impact of any dramatic change on any one asset class.

The Organization's policy is to recognize transfers between Levels 1, 2, and 3 and transfers due to strategy reclassifications, if any, as if the transfer occurred at the beginning of the period. For the years ended September 30, 2020 and 2019, there were no transfers.

The following schedule summarizes investments not including beneficial interest in perpetual trusts classified according to any donor restrictions at September 30:

| | <u>2020</u> | <u>2019</u> |
|--|-----------------------|-----------------------|
| Investments without donor restrictions | \$ 347,411,765 | \$ 338,317,935 |
| Investments with donor restrictions | <u>46,894,618</u> | <u>45,623,503</u> |
| Total investments | <u>\$ 394,306,383</u> | <u>\$ 383,941,438</u> |

**Cal Farley's Boys Ranch and Subsidiary
and Cal Farley's Boys Ranch Foundation
Notes to Combined Financial Statements**

Note 5 – Beneficial Interest in Perpetual Trusts

Cal Farley's receives charitable trusts from donors. Some of these trusts are considered perpetual trusts because Cal Farley's will never receive the trust assets, but they have an irrevocable right to receive all or a portion of the income earned from the trust assets in perpetuity. Cal Farley's has recorded the asset and has recognized contribution revenue with donor restrictions at the fair market value of Cal Farley's beneficial interest in the trust. Subsequent changes in fair value of the beneficial interest are recorded as change in value of beneficial interest in perpetual trusts in net assets with donor restrictions. Change in the value of the perpetual trust was approximately \$708,127 and \$(672,745) for the years ended September 30, 2020 and 2019, respectively.

Note 6 – Gift Annuities

During the years ended September 30, 2020 and 2019, the Foundation recognized charitable gift annuity contributions and income in the amount of \$160,000 and \$295,000, and recognized the change in value of charitable gift annuities in the amount of \$165,930 and \$292,342, which are reported in the statement of activities. As of September 30, 2020 and 2019, approximately \$3,108,000 and \$3,016,000, respectively, of charitable gift annuity assets are included in investments without donor restrictions on the statements of financial position. These amounts are held in segregated reserves. Liabilities associated with these gift annuities was approximately \$2,065,000 and \$2,147,000 at September 30, 2020 and 2019, respectively.

Note 7 – Property and Equipment

At September 30, property and equipment consisted of the following:

| | 2020 | 2019 |
|-----------------------------------|---------------|---------------|
| Land | \$ 4,447,841 | \$ 4,447,841 |
| Buildings | 68,900,912 | 72,316,619 |
| Furniture and fixtures | 5,866,710 | 9,844,878 |
| Roads and grounds | 5,342,759 | 5,548,823 |
| Utility lines and equipment | 3,964,561 | 4,039,730 |
| Land improvements | 601,641 | 845,853 |
| Sewage complex | 3,518,401 | 290,866 |
| Transportation and hauling | 6,032,367 | 6,023,639 |
| Farm and ranch machinery | 1,784,777 | 2,042,313 |
| Construction in progress | 31,858 | 2,908,945 |
| | 100,491,827 | 108,309,507 |
| Less accumulated depreciation | (72,446,347) | (78,057,708) |
| Total property and equipment, net | \$ 28,045,480 | \$ 30,251,799 |

Depreciation expense for the years ended September 30, 2020 and 2019 was \$3,708,917 and \$4,042,580, respectively.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 8 – Line-of-Credit

Cal Farley's had a line of credit agreement consisting of one promissory note, with the ability to borrow up to \$6,000,000. The line of credit agreement was collateralized by investments held by Cal Farley's and was guaranteed by Cal Farley's Boys Ranch Foundation. Amounts outstanding under the line of credit agreement total \$0 as of September 30, 2019. The line of credit matured on June 1, 2020.

Note 9 – Notes Payable

On April 14, 2020, Cal Farley's executed a promissory note with First United Bank, which facilitated a loan in accordance with the Coronavirus Aid, Relief, and Economic Security (CARES) Act, Section 1102, Paycheck Protection Program. The Small Business Administration (SBA) Payroll Protection Loan totaled \$3,749,700, with an interest rate of 1.00%. Principal and interest payments of \$157,870 are payable in monthly installments beginning on October 14, 2020, with a final payment equal to all unpaid principal and interest due on April 14, 2022, as follows:

Year Ended September 30,

| | | |
|------|----|-----------|
| 2021 | \$ | 1,689,686 |
| 2022 | | 2,059,049 |

The remaining loan may be repaid at any time with no prepayment penalty. The loan is subject to forgiveness if Cal Farley's adheres to the loan forgiveness provisions which focus on maintaining specified payroll compensation levels

Under the CARES Act, Section 1102, Paycheck Protection Program, the SBA has five years to audit any applicant. Cal Farley's, at the time of submitting its application, evaluated the economic uncertainty resulting from the COVID-19 pandemic and the potential impact of that uncertainty on the ongoing operations of business. Based on the risk of Cal Farley's having to limit or close its operation and unavailability of other sources of liquidity it was determined that the loan request was necessary.

**Cal Farley's Boys Ranch and Subsidiary
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Note 10 – Leases

The Organization leases certain facilities and equipment under certain non-cancelable operating lease agreements. The Organization expects that in the normal course of business, leases that expire will be renewed or replaced by other leases. For the years ending September 30, 2020 and 2019, respectively, the lease expense was \$132,000 and \$96,000.

Future minimum lease rentals under these non-cancelable operating leases having an initial term in excess of one year are as follows:

| Year Ended September 30, | Future Minimum Lease Rentals |
|-------------------------------------|---------------------------------|
| 2021 | \$ 115,617 |
| 2022 | 95,088 |
| 2023 | 74,952 |
| 2024 | 39,763 |
| 2025 | 4,743 |
| | <hr/> |
| Total minimum future lease payments | <u><u>\$ 330,163</u></u> |

**Cal Farley's Boys Ranch and Subsidiary
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Notes to Combined Financial Statements**

Note 11 – Net Assets

Net assets consist of:

| | <u>2020</u> | <u>2019</u> |
|--|-----------------------|-----------------------|
| Net Assets without donor restrictions | | |
| Undesignated | \$ 335,996,633 | \$ 329,471,539 |
| Net investment in property and equipment | 28,045,480 | 30,251,799 |
| Designated - board reserve | 8,613,142 | 6,689,629 |
| Designated - gift annuity reserves | <u>3,108,439</u> | <u>3,016,396</u> |
| Total net assets without donor restrictions | <u>\$ 375,763,694</u> | <u>\$ 369,429,363</u> |
| Net assets with donor restrictions | | |
| Subject to expenditure for specified purpose: | | |
| Operations and program support | \$ 195,489 | \$ 221,853 |
| Scholarships | 981,818 | 485,911 |
| Capital projects | 3,653,394 | 3,937,229 |
| Special medical needs | 275,681 | 226,604 |
| Remainder interests in property and investments | <u>930,780</u> | <u>930,780</u> |
| | <u>6,037,162</u> | <u>5,802,377</u> |
| Subject to the passage of time | | |
| Contributions receivable | 20,514,935 | 21,845,500 |
| Remainder interests in property | 45,000 | 45,000 |
| | <u>20,559,935</u> | <u>21,890,500</u> |
| Subject to the Organization's spending policy and appropriation: | | |
| Endowment funds restricted in perpetuity | 34,817,480 | 34,607,955 |
| Endowment funds accumulated gains | 5,994,976 | 5,168,170 |
| | <u>40,812,456</u> | <u>39,776,125</u> |
| Subject to restriction in perpetuity: | | |
| Perpetual trusts held by others | <u>36,033,210</u> | <u>35,325,083</u> |
| Total net assets with donor restrictions | <u>\$ 103,442,763</u> | <u>\$ 102,794,085</u> |
| Total net assets | <u>\$ 479,206,457</u> | <u>\$ 472,223,448</u> |

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 12 – Endowments

Endowment Funds

Effective September 1, 2007, the State of Texas enacted UPMIFA, the provisions of which apply to endowment funds existing on or established after that date.

FASB ASC Subtopic 958-205, *Not-for-Profit Financial Statements*, (ASC 958-205) provides guidance on the net asset classification of donor-restricted funds for a not-for-profit organization that is subject to an enacted version of UPMIFA and also required disclosures about endowment funds, both donor-restricted endowment funds and board-designated endowment funds.

The Organization's endowment consists of donor-restricted endowment funds and does not include any funds designated by the Board of Directors to function as endowments. Net assets associated with endowments are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

Based on the interpretation of UPMIFA by the Board of Directors of the Organization, the guidance in ASC 958-205, and absent explicit donor stipulations to the contrary, the Organization classifies as net assets with donor restrictions: (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not considered permanent in nature is classified as net assets with donor restrictions until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA. 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 Organization and 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 Organization
- The investment policies of the Organization

**Cal Farley's Boys Ranch and Subsidiary
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Note 12 – Endowments (continued)

Net asset classification by type of endowment as of September 30, 2020, is as follows (in thousands):

| | Without Donor Restrictions | With Donor Restrictions | Total |
|-------------------------------|-------------------------------|----------------------------|----------------------|
| Restricted in perpetuity | \$ - | \$ 34,817,480 | \$ 34,817,480 |
| Restricted by purpose or time | - | 5,994,976 | 5,994,976 |
| | <u>\$ -</u> | <u>\$ 40,812,456</u> | <u>\$ 40,812,456</u> |

Changes in endowment net assets for the year ended September 30, 2020 are as follows:

| | Without Donor Restrictions | With Donor Restrictions | Total |
|--|-------------------------------|----------------------------|----------------------|
| Endowment net assets, September 30, 2019 | \$ - | \$ 39,776,125 | \$ 39,776,125 |
| Investment return | - | 1,688,042 | 1,688,042 |
| Net appreciation (realized and unrealized) | - | 988,174 | 988,174 |
| Total investment return | - | 2,676,216 | 2,676,216 |
| Contributions | - | 209,525 | 209,525 |
| Appropriation of endowment assets for expenditure | - | (1,849,410) | (1,849,410) |
| Endowment net assets, September 30, 2020 | <u>\$ -</u> | <u>\$ 40,812,456</u> | <u>\$ 40,812,456</u> |

Net asset classification by type of endowment as of September 30, 2019, is as follows:

| | Without Donor Restrictions | With Donor Restrictions | Total |
|-------------------------------|-------------------------------|----------------------------|----------------------|
| Restricted in perpetuity | \$ - | \$ 34,607,955 | \$ 34,607,955 |
| Restricted by purpose or time | - | 5,168,170 | 5,168,170 |
| | <u>\$ -</u> | <u>\$ 39,776,125</u> | <u>\$ 39,776,125</u> |

**Cal Farley's Boys Ranch and Subsidiary
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Notes to Combined Financial Statements**

Note 12 – Endowments (continued)

Changes in endowment net assets for the year ended September 30, 2019 are as follows:

| | Without Donor Restrictions | With Donor Restrictions | Total |
|--|-------------------------------|----------------------------|---------------|
| Endowment net assets, September 30, 2018 | \$ - | \$ 38,103,496 | \$ 38,103,496 |
| Investment return | - | 1,714,355 | 1,714,355 |
| Net appreciation (realized and unrealized) | - | (214,168) | (214,168) |
| Total investment return | - | 1,500,187 | 1,500,187 |
| Contributions | - | 1,729,992 | 1,729,992 |
| Appropriation of endowment assets for expenditure | - | (1,557,550) | (1,557,550) |
| Endowment net assets, September 30, 2019 | \$ - | \$ 39,776,125 | \$ 39,776,125 |

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the original value of the fund. There were no deficiencies as of September 30, 2020. In accordance with GAAP, deficiencies of this nature exist in one fund with an original gift value of \$685,450, a current fair value of \$678,515, resulting in a deficiency of \$6,935 as of September 30, 2019. These deficiencies resulted from unfavorable market fluctuations that may impact purpose restricted funds differently depending in their inception date.

Return Objectives and Risk Parameters

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the historical dollar value of the endowment assets. Under this policy, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to produce results that exceed the price and yield results of a mix of relevant benchmarks, while assuming a moderate level of investment risk. The Organization currently expects its endowment funds to produce a total investment rate of return over the long term which exceeds the rate of inflation as measured by the Consumer Price Index (CPI) by at least 5%. Actual returns in any given year may vary from this amount.

Strategies Employed for Achieving Objectives

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

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 12 – Endowments (continued)

Spending Policy and how the Investment Objectives Relate to Spending Policy

The Organization has a policy which allows for appropriating expenditures each year up to 5% of its endowment fund's average fair value over the prior five fiscal years. In establishing this policy, the Organization considered the long-term expected return on its endowment mentioned above. There was no spending of underwater endowments during September 30, 2020 or 2019.

Note 13 – 401(k) Plan

Substantially all employees of Cal Farley's are eligible to participate in a plan qualified under Section 401(k) of the IRC. Eligible participants may generally make contributions up to the lesser of the amount allowed under ERISA or 100% of their compensation. The employer matched an amount equal to 100% of the employees' contribution, not exceeding 5% of the employees' compensation through September 30, 2020. Cal Farley's made matching contributions of approximately \$659,000 and \$645,000 for the years ended September 30, 2020 and 2019, respectively.

Note 14 – Self-Insurance Plan

The Organization is self-insured for employee medical claims up to \$300,000 per employee. Monthly premiums are paid into a trust from which claims are paid by the administrator of the trust. Total amounts charged to expense by the Organization during the years ended September 30, 2020 and 2019 was approximately \$2,381,000 and \$2,301,000, respectively.

A liability has been accrued in the amount of \$397,000 and \$370,000 as of September 30, 2020 and 2019 for medical insurance claims incurred but not paid for all current employees. This amount is recorded in accrued liabilities on the combined Statements of Financial Position.

Note 15 – Compensated Absences

Employees of the Organization are entitled to paid time off depending on job classification, length of service and other factors. Cal Farley's accrues for unused paid time off, and at September 30, 2020 and 2019, Cal Farley's recognized approximately \$886,000 and \$829,000, as an accrual for paid time off. This amount is recorded in accrued liabilities on the combined Statements of Financial Position.

Note 16 – Risks and Uncertainties

During the fiscal year ended September 30, 2020, the World Health Organization declared the novel coronavirus outbreak a public health emergency. The outbreak has disrupted economic markets and increased volatility. The duration and economic impact of the outbreak is uncertain but could have a material impact to the Organization's liquidity.

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Note 17 – Liquidity and Funds Available

The following table reflects the Organization's financial assets as of September 30, 2020 and 2019, reduced by amounts not available for general expenditure within one year. Financial assets are considered unavailable when illiquid or not convertible to cash within one year, restricted trust assets, perpetual trusts held by others, endowments and accumulated earnings net of appropriations within one year, or because the governing board has set aside the funds for a specific contingency reserve. These board designations could be drawn upon in the board approves that action.

| | <u>2020</u> | <u>2019</u> |
|---|-----------------------|-----------------------|
| Financial assets | | |
| Cash and cash equivalents | \$ 6,342,484 | \$ 4,199,393 |
| Accounts and contributions receivable | 21,308,075 | 22,654,838 |
| Investments | 394,306,383 | 383,941,438 |
| Perpetual trusts held by others | <u>36,033,210</u> | <u>35,325,083</u> |
| Total financial assets | <u>457,990,152</u> | <u>446,120,752</u> |
| Less those unavailable for general expenditure within one year, due to: | | |
| Perpetual trusts held by others not convertible to cash within next 12 months | (36,033,210) | (35,325,083) |
| Contribution and accounts receivable collectible beyond one year | (20,431,235) | (21,719,107) |
| Endowments and accumulated earnings subject to appropriation beyond one year | (22,348,481) | (39,776,125) |
| Board designated reserves for future contingencies | (8,613,142) | (6,689,629) |
| Investments with donor restrictions not expected to be used within one year | (6,270,676) | (6,505,019) |
| Investments held in trusts and various state required gift annuity reserves | (3,108,518) | (3,017,974) |
| Mineral Interests - not available for sale | (6,840,081) | (6,093,515) |
| Private equity, hedge, and closed end funds - illiquid | <u>(105,877,265)</u> | <u>(89,580,843)</u> |
| Financial assets available to meet cash needs for general expenditures within one year | <u>\$ 248,467,544</u> | <u>\$ 237,413,457</u> |

Cal Farley's cash flows have seasonal variations during the year attributable to contributions received at calendar year end. To manage liquidity during 2020, Cal Farley's maintained a secured line of credit, which it could draw upon in the event of an anticipated liquidity need. As of September 30, 2019, amounts outstanding under this line of credit amount to \$0. This line of credit expired on June 1, 2020. Cal Farley's is also supported by the Cal Farley's Boys Ranch Foundation and has the ability to draw down funds from the Foundation as approved by the Board.

Cal Farley's Boys Ranch and Subsidiary and Cal Farley's Boys Ranch Foundation

Notes to Combined Financial Statements

Note 18 – Subsequent Events

Subsequent events are events or transactions that occur after the combined statements of financial position date but before the combined financial statements are issued. The Organization recognizes in the combined financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the combined statement of financial position, including estimates inherent in the process of preparing the combined financial statements. The Organization's combined financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the combined statement of financial position but arose after the combined statement of financial position date and before the combined financial statements are available to be issued.

The Organization has evaluated subsequent events through February 23, 2021, which is the date the financial statements were available to be issued.