

Report of Independent Auditors and Financial Statements

#### **Descanso Gardens Foundation**

December 31, 2022 and 2021



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# **Report of Independent Auditors**

The Board of Trustees Descanso Gardens Foundation

#### **Report on the Audit of the Financial Statements**

#### Opinion

We have audited the financial statements of Descanso Gardens Foundation, which comprise the statements of financial position as of December 31, 2022 and 2021, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Descanso Gardens Foundation as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Descanso Gardens Foundation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Emphasis of Matter**

As discussed in Note 2 to the financial statements, as of and for the year ended December 31, 2022, Descanso Gardens Foundation adopted the Financial Accounting Standards Board issued Accounting Standards Update 2020-07, *Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets* on a retrospective basis. Our opinion is not modified with respect to this matter.

#### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Descanso Gardens Foundation's ability to continue as a going concern within one year after the date that the financial statements are issued.

#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Descanso Gardens Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Descanso Gardens Foundation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control–related matters that we identified during the audit.

Moss Adams HP

Los Angeles, California May 16, 2023

**Financial Statements** 

# Descanso Gardens Foundation Statements of Financial Position December 31, 2022 and 2021

	2022	2021
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents Accounts receivable Contributions receivable, net Gift shop inventory Prepaid expenses Other assets	\$ 11,376,125 76,344 14,906 160,988 123,859 6,800	\$ 9,462,899 69,600 13,250 181,192 56,219
Total current assets	11,759,022	9,783,160
ENDOWMENT INVESTMENTS PROPERTY AND EQUIPMENT, net	2,553,436 6,392,642	3,194,669 5,025,819
Total assets	\$ 20,705,100	\$ 18,003,648
LIABILITIES AND NET ASSE	TS	
CURRENT LIABILITIES Accounts payable Accrued expenses Contract liabilities	\$ 2,224,280 317,548 2,232,564	\$ 1,944,475 471,461 2,516,915
Total current liabilities	4,774,392	4,932,851
NET ASSETS Without donor restrictions Undesignated Designated by the Board for operating endowment	12,246,070 1,789,421	9,847,926 2,129,543
With donor restrictions	14,035,491	11,977,469
Perpetual endowment Time-restricted endowment Purpose restrictions	637,442 126,573 1,131,202	890,344 174,782 28,202
	1,895,217	1,093,328
Total net assets	15,930,708	13,070,797
Total liabilities and net assets	\$ 20,705,100	\$ 18,003,648

See accompanying notes.

# Descanso Gardens Foundation Statements of Activities and Changes in Net Assets Year Ended December 31, 2022

	Without Donor Restriction	With Donor Restriction	Total		
REVENUES, SUPPORT, AND GAINS					
Admissions	\$ 9,698,519	\$-	\$ 9,698,519		
Memberships	2,763,545	-	2,763,545		
Sales, rentals, and programs	2,524,491	-	2,524,491		
Management fee	270,000	-	270,000		
Other income	6,526		6,526		
Subtotal, revenues	15,263,081	-	15,263,081		
Contributions	674,875	1,241,815	1,916,690		
Contributions of nonfinancial assets	5,485	-	5,485		
Grants	152,002	-	152,002		
Sponsorships	409,105	-	409,105		
Interest and dividends	53,351	8,656	62,007		
Realized and unrealized loss on investments, net	(379,263)	(171,067)	(550,330)		
Net assets released from restrictions – other	138,815	(138,815)	-		
Net assets released pursuant to endowment spend rate	138,700	(138,700)			
Subtotal, contributed sources	1,193,070	801,889	1,994,959		
Total revenues, support, and gains	16,456,151	801,889	17,258,040		
EXPENSES AND LOSSES					
Program services expense					
Garden stewardship and operations	10,521,009	-	10,521,009		
Education, public programs, and gallery	1,619,236		1,619,236		
Total program services expense	12,140,245	-	12,140,245		
Supporting services expense					
Management and general	863,246	-	863,246		
Fundraising and development	1,394,638		1,394,638		
Total supporting services expense	2,257,884	<u> </u>	2,257,884		
Total expenses and losses	14,398,129	-	14,398,129		
CHANGE IN NET ASSETS	2,058,022	801,889	2,859,911		
NET ASSETS, beginning of year	11,977,469	1,093,328	13,070,797		
NET ASSETS, end of year	\$ 14,035,491	\$ 1,895,217	\$ 15,930,708		

# Descanso Gardens Foundation Statements of Activities and Changes in Net Assets (Continued) Year Ended December 31, 2021

	Without Donor Restriction	With Donor Restriction	Total
REVENUES, SUPPORT, AND GAINS			
Admissions	\$ 7,313,388	\$-	\$ 7,313,388
Memberships	3,022,112	-	3,022,112
Sales, rentals, and programs	2,083,946	-	2,083,946
Management fee	270,000		270,000
Subtotal, revenues	12,689,446	-	12,689,446
Contributions	589,380	231,725	821,105
Grants	756,397	-	756,397
Sponsorships	218,200	-	218,200
Interest and dividends	34,698	7,706	42,404
Realized and unrealized gain on investments, net	194,429	121,136	315,565
In-kind contributions	4,330	-	4,330
Net assets released from restrictions – other	422,080	(422,080)	-
Net assets released pursuant to endowment spend rate	137,241	(137,241)	
Subtotal, contributed sources	2,356,755	(198,754)	2,158,001
Total revenues, support, and gains	15,046,201	(198,754)	14,847,447
EXPENSES AND LOSSES			
Program services expense			
Garden stewardship and operations	7,842,212	-	7,842,212
Education, public programs, and gallery	993,888	<u> </u>	993,888
Total program services expense	8,836,100	-	8,836,100
Supporting services expense			
Management and general	698,930	-	698,930
Fundraising and development	1,004,683	<u> </u>	1,004,683
Total supporting services expense	1,703,613		1,703,613
Total expenses and losses	10,539,713	-	10,539,713
CHANGE IN NET ASSETS	4,506,488	(198,754)	4,307,734
NET ASSETS, beginning of year	7,470,981	1,292,082	8,763,063
NET ASSETS, end of year	\$ 11,977,469	\$ 1,093,328	\$ 13,070,797

# Descanso Gardens Foundation Statements of Functional Expenses Year Ended December 31, 2022

	Program	n Services				
	Garden	Public Programs				
	Stewardship	Education	Program	Management	Fundraising	
	Operations	and Gallery	Total	and General	and Development	Total
Salaries and benefits	\$ 3,016,418	\$ 294,778	\$ 3,311,196	\$ 516,191	\$ 598,413	\$ 4,425,800
Professional services	3,821,125	726,847	4,547,972	82,585	143,485	4,774,042
Cost of sales	725,469	-	725,469	-	-	725,469
Depreciation	601,021	225,652	826,673	44,550	1,295	872,518
Repairs and maintenance	786,266	10,177	796,443	-	-	796,443
Utilities	293,668	28,891	322,559	11,141	24,269	357,969
Office expense and supplies	25,883	2,664	28,547	9,969	8,845	47,361
Printing and copying	172,209	25,748	197,957	67	34,381	232,405
Bank and credit card fees	453,754	9,939	463,693	1,408	3,935	469,036
Fees and honorariums	-	149,654	149,654	-	-	149,654
Insurance	229,449	93,569	323,018	32,852	537	356,407
Inventory loss	52,236	-	52,236	-	-	52,236
Plants and horticultural supplies	64,677	-	64,677	-	-	64,677
Event expense	-	-	-	-	236,082	236,082
Postage and freight	16,775	69	16,844	4,174	47,819	68,837
Maintenance supplies	106,216	26,115	132,331	15	16,379	148,725
Storage rental	56,292	-	56,292	-	-	56,292
Catering	2,172	10,481	12,653	10,778	27,862	51,293
Dues, subscriptions, and books	66,359	12,621	78,980	19,594	62,674	161,248
Telephone	1,977	545	2,522	14,559	545	17,626
Donations	-	-	-	1,000	-	1,000
Legal and accounting	-	-	-	99,032	-	99,032
Travel	4,759	148	4,907	10,320	1,779	17,006
Board expenses	-	-	-	763	112	875
Professional development	4,810	855	5,665	2,979	1,027	9.671
Taxes and licenses	19,472	20	19,492	1,248	245	20,985
Miscellaneous	2	463	465	21		486
Advertising	-	-00		-	184,954	184,954
, la contioning					10-,304	104,004
Total	\$ 10,521,009	\$ 1,619,236	\$ 12,140,245	\$ 863,246	\$ 1,394,638	\$ 14,398,129

# Descanso Gardens Foundation Statements of Functional Expenses (Continued) Year Ended December 31, 2021

	Program	n Services				
	Garden	Public Programs				
	Stewardship	Education	Program	Management	Fundraising	
	Operations	and Gallery	Total	and General	and Development	Total
Salaries and benefits	\$ 2,256,414	\$ 243,642	\$ 2,500,056	\$ 458,168	\$ 576,280	\$ 3,534,504
Professional services	2,643,557	286,453	2,930,010	61,467	¢ 66,850	3,058,327
Cost of sales	710,496	200,100	710,496	-	-	710,496
Depreciation	418,608	241,893	660,501	44,724	1,389	706,614
Repairs and maintenance	557,849	211,000	557,849	-	-	557,849
Utilities	248,410	47,021	295,431	18,016	24,597	338,044
Office expense and supplies	31,991	3,471	35,462	8,522	5,839	49,823
Printing and copying	88,944	23,947	112,891	450	86,208	199,549
Bank and credit card fees	331,473	3,787	335,260	991	4,024	340,275
Fees and honorariums	-	15,320	15,320	-	-	15,320
Insurance	158,504	97,628	256,132	28,407	560	285,099
Inventory loss	21,640	-	21,640		-	21,640
Bad debt expense	-		21,010	_	3,000	3,000
Plants and horticultural supplies	53,423		53,423	-	-	53,423
Event expense	2,325	_	2,325	573	114,653	117,551
Postage and freight	57,269	75	57,344	4,035	720	62,099
Maintenance supplies	122,519	8,498	131,017	-	15,888	146,905
Storage rental	54,384	-	54,384	-	-	54,384
Catering	928	7,004	7,932	7,186	4,536	19,654
Dues, subscriptions, and books	55,819	12,688	68,507	15,997	12,990	97,494
Telephone	11,434	1,685	13,119	1,506	3,213	17,838
Donations	8,700	-	8,700	-	-	8,700
Legal and accounting	-	-	-	44,508	-	44,508
Travel	72	175	247	157	-	404
Board expenses	-	-	-	1,313	-	1,313
Professional development	261	554	815	1,986	29	2,830
Taxes and licenses	7,192	47	7,239	924	-	8,163
Advertising	-	-	-	-	83,907	83,907
5						
Total	\$ 7,842,212	\$ 993,888	\$ 8,836,100	\$ 698,930	\$ 1,004,683	\$ 10,539,713

# Descanso Gardens Foundation Statements of Cash Flows Years Ended December 31, 2022 and 2021

		2022	2021		
CASH FLOWS FROM OPERATING ACTIVITIES					
Change in net assets	\$	2,859,911	\$	4,307,734	
Adjustments to reconcile changes in net assets					
to net cash from operating activities					
Gains on operating investments		-		3,633	
Contributions restricted from SBA PPP loan		-		(636,347)	
Depreciation expense		872,518		706,614	
Endowment net investment return		550,330		(319,198)	
Changes in operating assets and liabilities					
Accounts receivable		(6,744)		17,485	
Contributions receivable		(1,656)		139,750	
Inventory		20,204		7,619	
Prepaid expenses		(67,640)		39,742	
Other assets		(6,800)		-	
Accounts payable		279,805		1,724,895	
Accrued expenses		(153,913)		262,467	
Contract liabilities		(284,351)		696,715	
Net cash provided by operating activities		4,061,664		6,951,109	
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchases of investments		(551,046)		(1,803,287)	
Proceeds from sales of investments		641,949		2,565,247	
Purchases of property and equipment		(2,239,341)		(951,564)	
Net cash used in investing activities		(2,148,438)		(189,604)	
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from SBA PPP loan		-		636,347	
Net cash provided by financing activities		-		636,347	
NET CHANGE IN CASH AND CASH EQUIVALENTS		1,913,226		7,397,852	
CASH AND CASH EQUIVALENTS, beginning of year		9,462,899		2,065,047	
CASH AND CASH EQUIVALENTS, end of year	\$	11,376,125	\$	9,462,899	

### Note 1 – Organization

**Garden operations and stewardship** – Descanso Gardens Foundation (the "Foundation"), is a nonprofit organization whose mission is to connect people with nature and one another. The Foundation was formed in 1960 and operates out of facilities at Descanso Gardens (the "Gardens"). Effective January 11, 2023, Descanso Gardens Guild, Inc. formally changed its name to Descanso Gardens Foundation.

The Gardens are located in La Cañada Flintridge, California, and were established in 1937. The Gardens are owned by the County of Los Angeles (the "County") and encompass 160 acres of land. The Gardens contain a variety of floral and horticultural exhibits and are open to members and the general public.

**Education, public programs, and gallery** – Descanso Gardens is a valuable resource for educators seeking to facilitate meaningful nature experiences. Serving over 14,000 participants each year from all over the County and beyond, the Foundation provides opportunities for students to discover and connect with the natural world through close observation, self-guided exploration, and hands-on learning.

Integral to both Descanso Gardens' education programs and its public outreach efforts, the Sturt Haaga Gallery presents three exhibitions a year that seek to inspire and stimulate the public's interest in plants, plant communities and ecosystems, horticulture, botany, ecology, gardens as cultural artifacts, nature, and the human understanding of, and appreciation for, the natural world. The curatorial purview will emphasize art – particularly contemporary art – but will also include science and history in a lively mix within individual exhibitions and across the annual schedule. The curatorial stance will be characterized by intellectual rigor and professional standards, a commitment to accessibility by a wide and diverse audience, cohesion with the Gardens' education mission, and the creative blending of disciplines, media, and diverse points of view.

The Sturt Haaga Gallery was conceived as an important addition to Descanso's education mission. Programming in the gallery derives from and seeks to illuminate the intersection between contemporary arts and the sciences represented by the garden – botany, horticulture, biology, ecology, conservation, and the study of gardens as cultural artifacts.

## Note 2 – Summary of Significant Accounting Policies

**Basis of presentation** – The accompanying financial statements are prepared in accordance with generally accepted accounting principles in the United States of America (U.S. GAAP).

**Cash and cash equivalents** – The Foundation considers all cash, money market funds, and highly liquid investments with original maturities of three months or less, which are neither held for nor restricted by donors for long-term purposes, to be cash and cash equivalents.

**Receivables and credit policies** – Accounts receivable consist of unsecured noninterest-bearing amounts due from the Foundation's caterer under a revenue-share arrangement for food and beverage operations at the Gardens. The Foundation determines the allowance for uncollectible accounts receivable based on historical experience, an assessment of economic conditions, and a review of subsequent collections. Accounts receivable are written off when deemed uncollectible. At December 31, 2022 and 2021, no allowance was deemed necessary.

# Descanso Gardens Foundation Notes to Financial Statements

**Contributions receivable** – Contributions receivable represent amounts due from donors for financial commitments to the Foundation's programs. The Foundation records contributions receivable that are expected to be collected within one year at net realizable value. Contributions receivable expected to be collected in future years are initially recorded at fair value using present value techniques incorporating risk-adjusted discount rates designed to reflect the assumptions market participants would use in pricing the asset. In subsequent years, amortization of the discounts is included in contribution revenue in the statements of activities and changes in net assets. Allowances for contributions receivable are determined based on review of the individual donors and agreements.

As of December 31, 2022, unconditional promises to give were discounted at 4.5% and are expected to be realized within two years. Discount to present value as of December 31, 2022 and 2021, was \$1,294 and \$0, respectively. At December 31, 2022 and 2021, no allowance was deemed necessary.

**Gift shop inventory** – Inventory consists of program-related merchandise held-for-sale in the gift shop and is stated at the lower of cost or market determined by the first-in first-out method, or net realizable value. As of December 31, 2022 and 2021, no inventory reserve was deemed necessary.

**Property and equipment and leasehold improvements** – The Foundation records property and equipment and leasehold improvement additions over \$2,500 at cost or, if donated, at fair value at the date of donation. Depreciation is computed using the straight-line method over the shorter of the term of the operating agreement or the estimated useful life of the related assets as follows:

Vehicles and machinery	7–15 years
Equipment	3–10 years
Furniture and fixtures	5–10 years
Leasehold improvements	5–8 years

When assets are sold or otherwise disposed of, the cost and related depreciation are removed from the accounts, and any resulting gain or loss is included in the statements of activities and changes in net assets. Costs of maintenance and repairs that do not improve or extend the useful lives of the respective assets are expensed currently.

The Foundation reviews the carrying values of property and leasehold improvements for impairment whenever events or circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. When considered impaired, an impairment loss is recognized to the extent carrying value exceeds the fair value of the asset. There were no indicators of asset impairment during the years ended December 31, 2022 and 2021.

**Lease accounting** – In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2016-02, *Leases*, which supersedes Accounting Standards Codification (ASC) 840, *Leases*, and creates a new topic, ASC 842, *Leases*. This update requires lessees to recognize a lease liability and a right-of-use (ROU) asset for all leases, including operating leases, with an expected term greater than 12 months on its balance sheet. The update also expands the required quantitative and qualitative disclosures surrounding leases. The Foundation adopted this ASU on January 1, 2022, and used the modified retrospective adoption method, utilizing the simplified transition option available in the new lease standard, which allows entities to continue to apply the legacy guidance in ASC 840, including its disclosure requirements, in the comparative periods presented in the year of adoption.

Upon adoption, the Foundation did not recognize any operating lease liabilities or ROU assets as the amounts were not material to the financial statements.

**Investments** – The Foundation records investment purchases at cost, or if donated, at fair value on the date of donation. Thereafter, investments are reported at fair value in the statements of financial position. Net investment return/(loss) and interest income are reported in the statements of activities and consist of realized and unrealized capital gains and losses, and interest and dividend income, respectively, and both are shown net of external investment expenses. Endowment funds consist of funds established by donors to provide annual funding for specific activities and general operations. Endowment funds are subject to the Foundation's asset allocation guidelines and spending policy for endowment funds.

**Net assets** – 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 (or certain grantor) restrictions. The governing board has designated, from net assets without donor restrictions, net assets for an operating reserve.

*Net assets with donor restrictions* – Net assets subject to donor- (or certain grantor-) 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 those resources be maintained in perpetuity.

**Revenue and revenue recognition** – Membership revenue is recognized evenly during the membership term. Admission revenue is recognized when the activity or event occurs.

Gifts of securities are recognized at fair value as support without donor restrictions unless explicit donor stipulations specify how the donated assets must be used.

Revenues from grants and contracts that are nonreciprocal are treated like contributions. If the grant or contract is conditional, a barrier to entitlement exists, and revenue is recognized when the barrier is considered overcome and as allowable expenditures under such agreements are incurred, as increases in net assets without donor restrictions. If the grant or contract is unconditional, revenue is reported as an increase in net assets without donor restrictions.

Revenues from management fees and sales, rentals, and programs are recognized when the transaction occurs and/or earned and are reported as increases in net assets without donor restrictions.

Contract liabilities consist of advanced ticket sales, unearned management fees, unearned memberships, and deposits received for future rental events and meetings to be held subsequent to year end. Contract liabilities are recognized when the event occurs or when service performance has been completed.

**Contributions** – Unconditional contributions received are recorded as net assets without donor restrictions or net assets with donor restrictions, depending on the existence and/or nature of any donor-imposed restrictions. Contributions that are restricted by the donor are reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the contribution is recognized. All other donor-restricted contributions are reported as an increase in net assets with donor restrictions, depending on the nature of 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 statements of activities and changes in net assets as net assets released from restrictions.

Contributed property and equipment are recorded at fair value at the date of donation. Contributions with donor-imposed stipulations regarding how long the contributed assets must be used are recorded as net assets with donor restrictions; otherwise, the contributions are recorded as net assets without donor restrictions.

Conditional promises to give, that is, those with a measurable performance or other barrier and a right of return, are not recognized until the conditions on which they depend have been substantially met. For the years ended December 31, 2022 and 2021, \$0 and \$200,000 from conditional promises were received and recognized in the statements of activities and changes in net assets, respectively.

Contributions of nonfinancial assets consist of contributed services and contributed plant or living specimens and supplies. Contributed services consist of volunteers donating time and services to the Foundation's operations. The Foundation recognizes contributed services if the services a) create or enhance long-lived assets, or b) require specialized skills that would be purchased if not provided by donation. The Foundation uses various methods of valuation techniques to determine the value of contributed plant or living specimens and supplies including: a) current price obtained from publicly available resources, or b) current price provided by the donor from supporting invoices. Contributed nonfinancial assets are reported as revenue in the statements of activities and changes in net assets. For the years ended December 31, 2022 and 2021, contributed nonfinancial assets consisted of plant or living specimens and supplies without donor restrictions of \$5,485 and \$4,330, respectively, and fully utilized in general program activities during each respective year. There were no contributed services meeting the Foundation revenue recognition criteria for the years ended December 31, 2022 and 2021.

**Sponsorship revenue** – Sponsorship revenue recognition is evaluated individually for each transaction to determine whether it falls under the scope of an exchange transaction (Topic 606, *Revenue from Contracts with Customers*) or a non-reciprocal transaction (Topic 958-605, *Not-for-Profit Entities – Revenue Recognition*). If the sponsoring entity receives commensurate value in return for their cash transferred, the transaction falls under the scope of Topic 606 (e.g., revenue for goods/services provided). If the sponsoring entity does not receive commensurate value in return for their cash transferred, the transaction falls under the scope of Topic 958-605 (e.g., a contribution). The Foundation recognized \$409,105 and \$218,200 in sponsorship revenue for the years ended December 31, 2022 and 2021, respectively. For both years, all sponsorship revenues were recognized as contributions.

**Income taxes** – The Foundation is exempt from income taxes under Internal Revenue Code §501(c)(3) and California Revenue and Taxation Code §23701(d).

The Foundation recognizes the impact of tax positions in the financial statements if that position is more likely than not to be sustained on audit, based on the technical merits of the position. To date, the Foundation has not recorded any uncertain tax positions. During the years ended December 31, 2022 and 2021, the Foundation did not recognize any amount in potential interest and penalties associated with uncertain tax positions.

**Advertising** – The Foundation expenses advertising costs as incurred. Advertising expenses totaled \$184,954 and \$83,907 for the years ended December 31, 2022 and 2021, respectively.

**Functional expenses** – The costs of providing the Foundation's programs and other activities have been summarized on a functional basis in the statements of activities and changes in net assets. The statements of functional expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among garden stewardship and operations, public programs, and supporting services benefited. Such allocations are determined by management on an equitable basis and are allocated based on the nature of expense and based on either percentage of revenues, square footage, or headcount.

**Use of estimates** – The preparation of financial statements in accordance with U.S. GAAP requires and includes management estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, the reported amounts of revenues, and other support and expenses during the reporting period. Actual results could differ from those estimates.

## Concentrations

*Cash and cash equivalents* – The Foundation maintains its cash and cash equivalent accounts with high credit quality financial institutions. At times, balances in the Foundation's cash accounts exceed the Federal Deposit Insurance Corporation insured limits. The Foundation has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on its cash and cash equivalents.

*Investments* – The Foundation holds investments in equities, treasury bonds, equity funds, and exchange traded funds (which consist of equity and fixed-income securities). Invested funds are subject to certain risks, such as market fluctuation, credit risk, and changes in interest rates, which could result in losses in the event of adverse economic circumstances. At times, balances in the Foundation's investment accounts exceed the Securities Investor Protection Corporation insured limits. The Foundation attempts to limit its risk associated with investments through diversification and by utilizing the expertise and processes of an outside investment advisor.

*Revenue* – A significant portion of the Foundation's admissions revenue has historically been derived from its fall and winter programming, *Carved!* and *Enchanted: Forest of Light* (*"Enchanted"*) events. For the years ended December 31, 2022 and 2021, *Carved!* and *Enchanted* ticket sales accounted for 40% and 35%, respectively, of the Foundation's total revenue.

**Reclassifications** – Certain amounts presented in the prior year financial statements have been reclassified to conform to the current year presentation. Reclassifications of prior year amounts have no impact on net assets.

**Recent accounting pronouncements** – In June 2016, the FASB issued ASU 2016-16, *Financial Instruments* – *Credit Losses.* The standard requires entities to record the current expected credit losses (CECL) on certain financial assets and other commitments to extend credit that are not recorded at fair value, taking into consideration historical information, current losses, and reasonable and supportable forecasts to project expected future losses. The standard is effective for nonprofit entities for fiscal years beginning after December 15, 2022. The Foundation is currently evaluating the impact of its pending adoption of the new standard on the financial statements.

In September 2020, the FASB issued ASU 2020-07, *Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets*. The standard requires nonprofits to expand their financial statement presentation and disclosure of information on an entity's policies on contributed nonfinancial assets about monetization and utilization during the reporting period, information on donor-imposed restrictions, and valuation techniques. The new standard, as amended, is to be applied retrospectively, to annual reporting periods beginning after June 15, 2021, and interim periods within annual reporting periods beginning after June 15, 2022. The Organization adopted the standard on January 1, 2022. The standard did not have a material impact on the financial statements. The Foundation has updated disclosures, as necessary.

In 2022, the Foundation adopted ASU No. 2016-02, *Leases*, which requires lessees to recognize leases on the statement of financial position and disclose key information about leasing arrangements. The Foundation elected not to restate the comparative period (2021). It also elected not to reassess at adoption (i) expired or existing contracts to determine whether they are or contain a lease, (ii) the lease classification of any existing leases, or (iii) initial direct costs for existing leases. The adoption did not result in a significant effect on amounts reported in the statement of activities and changes in net assets for the year ended December 31, 2022.

The Foundation did not have any material leases and made an accounting policy election not to recognize the ROU assets or lease liabilities in the statement of financial position as of December 31, 2022.

#### Note 3 – Liquidity and Availability

The following represents the Foundation's financial assets and available financial resources at December 31, 2022 and 2021, reduced by amounts not available for general use because of contractual or donor-imposed restrictions within one year of the statements of financial position date:

	2022	2021
Financial assets at year end		
Cash and cash equivalents	\$ 11,376,125	\$ 9,462,899
Accounts receivable	76,344	69,600
Contributions receivable, net	14,906	13,250
Investments	2,553,436	3,194,669
Total financial assets	14,020,811	12,740,418
Available financial resources		
Add:		
Endowment spending-rate distributions and appropriations	138,700	127,000
Line of credit	500,000	500,000
	638,700	627,000
Less: amounts not available to be used within one year		
Net assets with donor restrictions	1,131,202	28,202
Designated by the Board for endowment	1,789,421	2,129,543
Perpetual endowment	637,442	890,344
Time-restricted endowment	126,573	174,782
	3,684,638	3,222,871
Financial assets and resources available to meet general	0,001,000	0,222,071
expenditures over the next twelve months	\$ 10,974,873	\$ 10,144,547

The Foundation's endowment funds consist of donor-restricted endowments and funds designated by the Board as endowments. Income from donor-restricted endowments up to the stipulated annual spending rate is available for general use.

The Foundation's Board-designated endowment of \$1,789,421 and \$2,129,543 as of December 31, 2022 and 2021, respectively, is subject to an annual spending rate of 4% of the average of the total account value as of December 31 of the preceding three years, as described in Note 8. Although the Foundation does not intend to spend from this Board-designated endowment (other than amounts appropriated for general expenditure as part of the Board's annual budget approval and appropriation), these amounts could be made available if necessary.

## Note 4 – Management Agreement

The Foundation has an agreement with the County in which it manages, operates, and maintains the Gardens, including the grounds, buildings, facilities, and other improvements in exchange for a management fee. The agreement expires in October 2024 and includes one five-year renewal option.

#### Note 5 – Investments

The Foundation reports all of its investments at fair value in accordance with U.S. GAAP. U.S. GAAP defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. U.S. GAAP defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal, or most advantageous, market at the measurement date under current market conditions regardless of whether that price is directly observable or estimated using another valuation technique. Inputs used to determine fair value refer broadly to the assumptions that market participants would use in pricing the asset or liability, including assumptions about risk. Inputs may be observable or unobservable. Observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability based on market data obtained from sources independent of the reporting entity. Unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use assumptions would use in pricipants are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in asset or liability based on the best information available.

A three-tier hierarchy categorizes the inputs as follows:

**Level 1** – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Foundation can access at the measurement date.

**Level 2** – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability, and market-corroborated inputs.

**Level 3** – Unobservable inputs for the asset or liability. In these situations, the Foundation develops inputs using the best information available in the circumstances.

The investments of the Foundation in Level 1 include cash equivalents, direct equity investments, bond and equity mutual funds, and exchange traded funds, and are valued based on quoted market prices of identical assets.

Transfers between hierarchy levels are recognized at the end of the reporting period. There were no transfers for the years ended December 31, 2022 and 2021.

The following is a summary of investments at December 31, 2022 and 2021:

	 2022	 2021
Cash equivalents	\$ 138,974	\$ 78,641
Direct equities – domestic	1,209,909	1,896,084
Bond funds – mutual funds	397,295	481,555
Equity funds – mutual funds	197,235	187,503
Exchange traded funds – equities	71,071	59,564
Exchange traded funds – bond funds	 538,952	 491,322
	\$ 2,553,436	\$ 3,194,669

The following tables present the Foundation's investments by the fair value hierarchy levels as of December 31, 2022 and 2021:

		Fair Value Measurements at December 31, 2022					
	Total	Quoted Price in Active Mark for Identical Assets al (Level 1)		Significant s Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)	
Endowment Investments							
Cash equivalents	\$ 138,974	\$	138,974	\$	-	\$	-
Equities – domestic	1,209,909		1,209,909		-		-
Exchange traded funds – equities	71,071		71,071		-		-
Exchange traded funds – bond funds	538,952		538,952		-		-
Bond mutual funds	397,295		397,295		-		-
Equity mutual funds	 197,235		197,235				
	 2,553,436		2,553,436		-		-
Total investments	\$ 2,553,436	\$	2,553,436	\$	-	\$	_

		Oı	Fair	Decemb	leasuremen er 31, 2021 nificant	,		
	Total	in A	ctive Markets or Identical Assets (Level 1)	Other Observable Inputs (Level 2)		Significan Unobservat Inputs (Level 3)		
Endowment Investments			· · · · · ·					
Cash equivalents	\$ 78,641	\$	78,641	\$	-	\$	-	
Equities – domestic	1,896,084		1,896,084		-		-	
Exchange traded funds – equities	59,564		59,564		-		-	
Exchange traded funds – bond funds	491,322		491,322		-		-	
Bond mutual funds	481,555		481,555		-		-	
Equity mutual funds	 187,503		187,503		-		-	
	 3,194,669		3,194,669				-	
Total investments	\$ 3,194,669	\$	3,194,669	\$	-	\$		

For the years ended December 31, 2022 and 2021, net loss and return, respectively, consisted of the following:

	2022		2021	
Interest and dividend income	\$	62,007	\$	42,404
Unrealized (loss) gain on investments Management fees		(529,862) (20,468)		341,629 (26,064)
Realized and unrealized (loss) gain on sale of investments, net		(550,330)		315,565
Investment (loss) return, net	\$	(488,323)	\$	357,969

#### Note 6 – Property and Equipment

As of December 31, 2022 and 2021, property and equipment consisted of the following:

	2022	2021
Vehicles and machinery	\$ 899,764	\$ 855,359
Equipment	272,101	236,040
Leasehold improvements	10,455,951	7,842,726
Furniture and fixtures	461,319	429,955
Construction in progress	332,262	817,976
Total gross, property, and equipment	12,421,397	10,182,056
Accumulated depreciation	(6,028,755)	(5,156,237)
Total property and equipment, net	\$ 6,392,642	\$ 5,025,819

Depreciation expense for the years ended December 31, 2022 and 2021, was \$872,518 and \$706,614, respectively.

The land and buildings occupied and operated by the Foundation are not included in the financial statements, as title to such land and buildings is held by the County.

#### Note 7 – Line of Credit

The Foundation has a revolving line of credit with a banking institution which allows for borrowings up to \$500,000 and is secured by the Foundation's receivables, gift shop inventory, and equipment. The borrowings bear interest at the Wall Street Journal prime rate plus 1.0%, but not less than 4.25% per annum (8.5% and 4.5% at December 31, 2022 and 2021, respectively). The line of credit expires on August 1, 2023.

As of December 31, 2022 and 2021, there was no balance outstanding on the line of credit. Fees paid related to the line of credit for the years ended December 31, 2022 and 2021, were \$1,254 and \$1,293, respectively.

## Note 8 – Endowments

Endowments (the "Endowment") consist of individual funds established by donors to provide annual funding for specific activities and general operations. The Endowment also includes certain net assets without donor restrictions designated for endowment by the Board of Trustees. Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board of Trustees has interpreted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as net assets with donor restriction (a) the original value of the gifts donated to the endowment, (b) the original value of subsequent gifts to the donor-restricted endowment, and (c) accumulations to the donor-restricted 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 following factors are to be considered in making a determination to appropriate or accumulate endowment funds:

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

As of December 31, 2022 and 2021, the Foundation had the following endowment net asset composition by type of fund:

December 31, 2022	Without Donor Restrictions	With Donor Restrictions	Total
Board-designated endowment funds	\$ 1,789,421	\$-	\$ 1,789,421
Donor-restricted endowment funds Original donor-restricted gift amount and amounts required to be maintained in perpetuity by donor Donor-restricted term endowment	-	637,442 126,573	637,442 126,573
	\$ 1,789,421	\$ 764,015	\$ 2,553,436
December 31, 2021	Without Donor Restriction	With Donor Restrictions	Total
Board-designated endowment funds	\$ 2,129,543	\$-	\$ 2,129,543
Donor-restricted endowment funds Original donor-restricted gift amount and amounts required to be maintained in perpetuity by donor Donor-restricted term endowment		890,344 174,782	890,344 174,782
	\$ 2,129,543	\$ 1,065,126	\$ 3,194,669

**Investment and spending policies** – Unless otherwise specified by the donors, the Foundation's spending policy for endowment funds is to transfer an amount equal to 4% of the average of the total account value as of December 31 of the preceding three years.

The Foundation has adopted investment policies for endowment assets that enhance the Foundation's capabilities to execute its current mission in the short term and provide stability and institutional longevity over the very long term. Investments should be sufficiently diversified to provide total returns to achieve the preservation of capital, funding an annual transfer to support operations, protecting capital from inflation, and increasing capital while minimizing the risks inherent in market swings and economic conditions.

The asset allocation guidelines for the endowments are as follows:

	Allocation		
	Range		
Equity investments	40% to 80%	65%	
Fixed income securities	20% to 60%	35%	
Cash and cash equivalents	0% to 5%	0%	

Year Ended December 31, 2022	Without Donor Restrictions	With Donor Restrictions	Total
Endowment net assets, beginning of year	\$ 2,129,543	\$ 1,065,126	\$ 3,194,669
Investment return, net	17,060	8,656	25,716
Net unrealized (loss)	(357,182)	(171,067)	(528,249)
Appropriation of endowment assets pursuant to			
spending-rate policy	-	(110,700)	(110,700)
Appropriation of endowment assets subject to			
passage of time – SHG term endowment	<u> </u>	(28,000)	(28,000)
Endowment net assets, end of year	\$ 1,789,421	\$ 764,015	\$ 2,553,436
Year Ended December 31, 2021	Without Donor Restriction	With Donor Restrictions	Total
Endowment net assets, beginning of year	\$ 1,887,690	\$ 1,073,525	\$ 2,961,215
Investment return, net	33,560	7,706	41,266
Net unrealized gain	198,052	121,136	319,188
Appropriation of endowment assets pursuant to			
spending-rate policy	-	(99,000)	(99,000)
Reclassification for underwater endowments	10,241	(10,241)	-
Appropriation of endowment assets subject to			
passage of time – SHG term endowment	<u> </u>	(28,000)	(28,000)
Endowment net assets, end of year	\$ 2,129,543	\$ 1,065,126	\$ 3,194,669

Changes in endowment net assets for the years ended December 31, 2022 and 2021, are as follows:

At December 31, 2022, the Foundation had endowment gifts totaling \$890,344 that were held at a fair value of \$637,442, which is underwater by \$252,902. At December 31, 2021, the Foundation had no underwater endowment gifts.

#### Note 9 – Net Assets with Donor Restrictions

Net assets with donor restrictions were as follows for the years ended December 31, 2022 and 2021:

	2022	 2021
Subject to expenditure for specified purpose Capital campaign Other purposes	\$ 1,115,000 16,202	\$ - 28,202
	\$ 1,131,202	\$ 28,202
Endowments Subject to the passage of time SHG term endowment	\$ 126,573	\$ 174,782
Subject to endowment spending policy and appropriation Permanently restricted to general endowment	 637,442	 890,344
Total endowments	\$ 764,015	\$ 1,065,126
Total net assets with donor restrictions	\$ 1,895,217	\$ 1,093,328

### Note 10 – Joint Costs of Activities that Include a Fundraising Appeal

The Foundation produces a newsletter thrice yearly that includes programmatic and administrative information, together with a request for contributions in support of the Foundation's mission. During the years ended December 31, 2022 and 2021, the costs of producing the newsletter included joint costs not directly attributable to any single function. Those costs were allocated among the following functional expense categories as follows for the years ended December 31, 2022 and 2021:

	 2022		2021
Garden stewardship and operations	\$ 44,856	\$	57,755
Education, public programs, and gallery	113		10,268
Management and general	28		-
Fundraising and development	 28		3,850
	\$ 45,025	\$	71,873

#### Note 11 – Commitments

**Leases** – The Foundation's operating leases consist of warehouse storage space, copiers, and a postage meter. The leases expire at various dates through 2024. For the years ended December 31, 2022 and 2021, total operating lease cost was \$61,734 and \$60,196, respectively. Future minimum lease payments under the non-cancelable operating lease for the warehouse storage space totaled \$112,312 over the next two fiscal years.

**Catering agreement** – The Foundation has a catering agreement that provides a third party with exclusive rights to conduct all food and beverage operations at the Gardens. The Foundation receives 10% of gross sales from the café and special events and 15% of gross sales from catering events. The agreement expires in May 2025 and includes a five-year renewal option. In 2023, the Foundation opted to early terminate the agreement, providing the required notice of non-renewal to the third party, and partner with another third-party catering service provider. The termination of the agreement required a fee of \$130,000, which will be paid by the new service provider and repaid by the Foundation over the life of the new catering agreement.

## Note 12 – Employee Benefit Plan

The Foundation sponsors the Descanso Gardens Guild, Inc. 401(k) Plan (the "Plan"), a defined contribution plan. The Plan covers eligible employees who meet certain eligibility requirements. Contributions to the Plan are made through elective employee deferrals and employer discretionary contributions. Employer contributions made for the years ended December 31, 2022 and 2021, were \$65,511 and \$53,191, respectively.

#### Note 13 – Contract Liabilities

Contract liabilities for the years ended December 31, 2022 and 2021, totaled \$2,232,564 and \$2,516,915, respectively. Included in those amounts are contract liabilities related to admissions, memberships, programs, and rentals. The following table provides information about significant changes in contract liabilities for the years ended December 31, 2022 and 2021:

	 2022	 2021
Contract liabilities, beginning of year	\$ 2,516,915	\$ 1,820,200
Decreases in contract liabilities due to performance satisfaction Increases in contract liabilities due to cash received during the year	 (2,608,092) 2,323,741	 (1,794,031) 2,490,746
Contract liabilities, end of year	\$ 2,232,564	\$ 2,516,915

#### Note 14 – Grant Revenue

The Foundation obtained a loan from a financial institution in the amount of \$636,300 under the Paycheck Protection Program (PPP) established by the Coronavirus Aid, Relief, and Economic Security (CARES) Act. The loan was subject to a note dated April 28, 2020, and bore interest at a rate of 1% per annum. The term of the loan was two years. Monthly payments begin after a 10-month deferral from the end of the 6-month covered period. The loan was subject to partial or full forgiveness and the Foundation applied for full forgiveness of the loan amount. The loan may be repaid at any time with no prepayment penalty.

In March 2021, the Foundation was granted a second round of PPP funding in the amount of \$636,347 under similar terms to the PPP first-round note. The loan was scheduled to mature in March 2026.

The Foundation accounted for the PPP loans as conditional contributions in accordance with FASB ASC Subtopic: 958-065, *Not-for-Profit Entities: Revenue Recognition*. During the years ended December 31, 2022 and 2021, the Foundation recognized contributions of \$0 and \$636,347, respectively, as qualifying expenses were incurred and conditions were substantially met. The Foundation reported these contributions in the statements of activities and changes in net assets for the years ended December 31, 2022 and 2021, as grants.

In June and September 2021, the Foundation received notice from the Small Business Administration that all of the PPP funds were used appropriately and all amounts under both loans were fully forgiven.

Under the provisions of the CARES Act signed into law on March 27, 2020, and the subsequent extension of the CARES Act, the Foundation was eligible for a refundable employee retention credit subject to certain criteria.

For the years ended December 31, 2022 and 2021, the Foundation recognized in the statements of activities and changes in net assets \$152,000 and \$120,050, respectively, in tax credits which were received as cash refunds and were accounted for as grant revenue.

### Note 15 – Contributions of Nonfinancial Assets

The Foundation received the following contributions of nonfinancial assets for the years ended December 31:

	2022	2021	
Program tickets	2,100	-	
Plant material	1,985	1,280	
Fish	-	2,300	
Tools/supplies	1,400	750	
	5,485	4,330	

Contributed plant or living specimens and supplies received by the Foundation are recorded as in-kind contribution revenue with a corresponding increase in the related expense. The Foundation uses various method of valuation techniques to determine the value of the contributed asset including: (1) current price obtained from publicly available sources; or (2) current price provided by the donor from supporting invoices.

The Foundation also receives donated services from a variety of unpaid volunteers assisting the Foundation in the operations of the Gardens. Donated services are recognized as contributions if the services (a) create or enhance nonfinancial assets, or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchase by the Foundation.

## Note 16 – Subsequent Events

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

In January 2023, the Foundation, previously known as Descanso Gardens Guild, Inc. filed amended articles of incorporation with the California Secretary of State to rename the organization to Descanso Gardens Foundation. The change was effective on January 11, 2023.

The Foundation has evaluated subsequent events through May 16, 2023, which is the date the financial statements were available to be issued.