

**CHANCERY OF THE DIOCESE OF CHARLESTON
CHARLESTON, SOUTH CAROLINA**

AUDITED FINANCIAL STATEMENTS

**FOR THE YEARS ENDED
JUNE 30, 2012 AND 2011**

**CHANCERY OF THE DIOCESE OF CHARLESTON
FOR THE YEARS ENDED JUNE 30, 2012 AND 2011**

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INDEPENDENT AUDITORS' REPORT

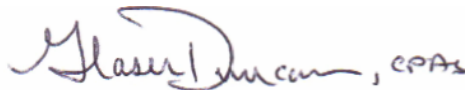
To Bishop Robert E. Guglielmono
Bishop of Charleston
Charleston, South Carolina

We have audited the accompanying statements of financial position of the Chancery of the Diocese of Charleston as of June 30, 2012 and 2011, and the related statements of activities, and cash flows for the years then ended. These financial statements are the responsibility of the Chancery's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Chancery's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Chancery of the Diocese of Charleston as of June 30, 2012 and 2011, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As more fully described in Note one, the Chancery is not a separate legal entity, but a separate and identifiable operating unit of the Catholic Diocese of Charleston. These financial statements only contain the assets, liabilities, equity, revenue and expenses of this operating unit.



August 22, 2012
Mount Pleasant, South Carolina

CHANCERY OF THE DIOCESE OF CHARLESTON
STATEMENTS OF FINANCIAL POSITION
JUNE 30, 2012 AND 2011

	2012	2011
<u>Assets</u>		
Cash and cash equivalents	\$ 18,081,885	\$ 20,188,804
Investments	40,256,249	29,527,880
Receivables from other Diocesan entities:		
Loans receivable, net	20,979,211	23,407,861
Other receivables, net	354,719	439,654
Other receivables	591,502	443,897
Cash restricted for property projects	470,000	500,000
Bonds debt service fund	663,556	648,556
Other assets	1,330,481	1,561,942
Property and equipment, net	14,651,908	14,801,975
 Total Assets	 \$ 97,379,511	 \$ 91,520,569
<u>Liabilities and Net Assets</u>		
<u>Liabilities:</u>		
Accounts payable and accrued expenses	\$ 333,714	\$ 833,143
Savings deposits	40,920,677	33,947,637
Due to other Diocesan or Catholic Church entities	1,550,222	1,768,304
Interest rate swap agreement	579,329	588,906
Note payable	655,849	710,849
Bonds payable	5,150,000	5,885,000
 Total Liabilities	 49,189,791	 43,733,839
<u>Net Assets</u>		
Unrestricted:		
Designated for insurance reserve	2,870,976	2,553,392
Designated for cemeteries care	4,502,794	4,849,712
Designated for investments	13,333,318	12,509,536
Designated for buildings and equipment	6,924,109	7,018,277
Operating	6,880,403	7,219,048
Total unrestricted	34,511,600	34,149,965
Temporarily restricted	5,629,039	5,722,684
Permanently restricted	8,049,081	7,914,081
 Total Net Assets	 48,189,720	 47,786,730
 Total Liabilities and Net Assets	 \$ 97,379,511	 \$ 91,520,569

See Notes to the Financial Statements

CHANCERY OF THE DIOCESE OF CHARLESTON
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2012

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Support and revenue				
Parish assessment income	\$ 4,914,573	\$ -	\$ -	\$ 4,914,573
Contributions and grants	187,441	3,215,343	135,000	3,537,784
Interest and dividend income	1,487,625	158,136	-	1,645,761
Net realized gain on investments	435,972	170,682	-	606,654
Net unrealized loss on investments	(628,494)	(296,130)	-	(924,624)
Supporting services fees	3,738,831	-	-	3,738,831
Other revenue	2,353,779	-	-	2,353,779
Total support and revenue	12,489,727	3,248,031	135,000	15,872,758
Net assets released from restrictions	3,341,676	(3,341,676)	-	-
Total support, revenue and reclassifications	15,831,403	(93,645)	135,000	15,872,758
Expenses				
Program Services:				
Pastoral	3,569,185	-	-	3,569,185
Church personnel development	1,602,192	-	-	1,602,192
Education	1,101,070	-	-	1,101,070
Cemeteries	472,300	-	-	472,300
Deposit and loan, including interest of \$884,358	1,249,353	-	-	1,249,353
Diocesan supporting services	5,406,630	-	-	5,406,630
Total program services	13,400,730	-	-	13,400,730
Supporting services:				
General and administration, including interest of \$0	1,777,462	-	-	1,777,462
Institutional advancement	301,153	-	-	301,153
Total supporting services	2,078,615	-	-	2,078,615
Total expenses	15,479,345	-	-	15,479,345
Change in net assets before derivative adjustment	352,058	(93,645)	135,000	393,413
Adjustment on interest rate swap agreement	9,577	-	-	9,577
Changes in net assets	361,635	(93,645)	135,000	402,990
Net assets, beginning of year	34,149,965	5,722,684	7,914,081	47,786,730
Net assets, end of year	<u>\$ 34,511,600</u>	<u>\$ 5,629,039</u>	<u>\$ 8,049,081</u>	<u>\$ 48,189,720</u>

See Notes to the Financial Statements

CHANCERY OF THE DIOCESE OF CHARLESTON
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2011

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Support and revenue				
Parish assessment income	\$ 4,836,533	\$ -	\$ -	\$ 4,836,533
Contributions and bequests	78,669	3,835,205	62,500	3,976,374
Interest and dividend income	1,462,694	161,165	-	1,623,859
Net realized gain on investments	759,199	342,929	-	1,102,128
Net unrealized gain on investments	2,024,720	893,031	-	2,917,751
Supporting services fees	3,435,388	-	-	3,435,388
Other revenue	1,937,537	-	-	1,937,537
	<hr/>	<hr/>	<hr/>	<hr/>
Total support and revenue	14,534,740	5,232,330	62,500	19,829,570
Net assets released from restrictions	4,714,850	(4,714,850)	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
Total support, revenue and reclassifications	19,249,590	517,480	62,500	19,829,570
Expenses				
Program Services:				
Pastoral	3,727,813	-	-	3,727,813
Church personnel development	1,700,027	-	-	1,700,027
Education	1,108,562	-	-	1,108,562
Cemeteries	442,779	-	-	442,779
Deposit and loan, including interest of \$691,630	982,400	-	-	982,400
Diocesan supporting services	4,919,621	-	-	4,919,621
	<hr/>	<hr/>	<hr/>	<hr/>
Total program services	12,881,202	-	-	12,881,202
Supporting services:				
General and administration, including interest of \$77,331	1,675,234	-	-	1,675,234
Institutional advancement	234,599	-	-	234,599
	<hr/>	<hr/>	<hr/>	<hr/>
Total supporting services	1,909,833	-	-	1,909,833
	<hr/>	<hr/>	<hr/>	<hr/>
Total expenses	14,791,035	-	-	14,791,035
Change in net assets before derivative adjustment	4,458,555	517,480	62,500	5,038,535
Adjustment on interest rate swap agreement	122,090	-	-	122,090
	<hr/>	<hr/>	<hr/>	<hr/>
Changes in net assets	4,580,645	517,480	62,500	5,160,625
Net assets, beginning of year	34,525,845	5,205,204	7,851,581	47,582,630
Prior period adjustment	(4,956,525)	-	-	(4,956,525)
	<hr/>	<hr/>	<hr/>	<hr/>
Net assets, beginning of year, adjusted	29,569,320	5,205,204	7,851,581	42,626,105
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Net assets, end of year	<u>\$ 34,149,965</u>	<u>\$ 5,722,684</u>	<u>\$ 7,914,081</u>	<u>\$ 47,786,730</u>

See Notes to the Financial Statements

CHANCERY OF THE DIOCESE OF CHARLESTON
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2012 AND 2011

	2012	2011
Cash Flows from Operating Activities:		
Changes in net assets	\$ 402,990	\$ 5,160,625
Adjustments to reconcile increase in net assets to net cash provided by operating activities:		
Amortization of bond issue costs	8,739	8,739
Investment income - bonds debt service fund	(15,000)	(15,004)
Net realized and unrealized (gains) losses on investments	317,970	(4,019,879)
Depreciation	336,795	341,404
Bad debts	4,950	-
Loss on disposal of property and equipment	34,269	-
Changes in assets and liabilities:		
Decrease in other receivables - Diocesan entities	79,985	88,954
(Increase) decrease in other receivables	(147,605)	139,469
(Increase) decrease in other assets	222,722	(514,097)
Increase in accounts payable and accrued expenses	(499,429)	(16,199)
Fair value adjustment on interest rate swap agreement	(9,577)	(122,090)
	<u>736,809</u>	<u>1,051,922</u>
Net cash provided by operating activities		
Cash Flows from Investing Activities:		
Proceeds from investment transactions	18,827,034	26,622,631
Purchases of investments	(29,873,373)	(22,832,802)
Proceeds (funding) of loans receivable, net of repayments	2,428,650	(11,280,021)
Purchases of property and equipment	(220,997)	(227,365)
	<u>(8,838,686)</u>	<u>(7,717,557)</u>
Net cash used for investing activities		
Cash Flows from Financing Activities:		
Decrease in cash restricted for property projects	30,000	-
Increase in savings deposits, net	6,973,040	9,965,774
Decrease in payables to other Diocesan entities, net	(218,082)	(1,043,221)
Principal payments on bonds payable	(735,000)	(735,000)
Principal payments on notes payable	(55,000)	(8,671,042)
	<u>5,994,958</u>	<u>(483,489)</u>
Net cash provided by (used for) financing activities		
Decrease in cash and cash equivalents	(2,106,919)	(7,149,124)
Cash and cash equivalents, beginning of year	<u>20,188,804</u>	<u>27,337,928</u>
Cash and cash equivalents, end of year	<u>\$ 18,081,885</u>	<u>\$ 20,188,804</u>

See Notes to the Financial Statements

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

1. ORGANIZATION

The Catholic Diocese of Charleston (the "Diocese"), a unit of the Roman Catholic Church, is a non-profit corporation sole organized under the laws of the State of South Carolina under the name of Bishop of Charleston. The Diocese comprises the entire state of South Carolina with Charleston as its See city. Founded on July 11, 1820 by Pope Pius VII, it is one of the oldest Catholic dioceses in the United States. There are currently 116 active Catholic parishes and missions across the state and 32 Catholic schools with 28 Elementary Schools, 2 Diocesan High Schools, and 2 Private Catholic High Schools. There are no shareholders to the corporation, only the holder of the office of Bishop.

The Diocese consists of various distinct operating entities administered through the Diocesan structure. Each entity maintains its own separate accounts and carries on specific services and programs. The various entities can be categorized as follows: the Chancery of the Diocese of Charleston (the "Chancery"), which includes various diocesan level programs or activities (pastoral, church personnel development, educational support and the Diocesan educational offices for Catholic Youth Ministry, Religious Education, and the Catholic Schools Office, Diocesan cemeteries, cooperative investment and lending program, and supporting services involving certain insurance activities and the Diocesan newspaper, *The Miscellany*) and diocesan level administrative support offices; Parishes and Missions; Diocesan Educational Entities; Catholic Charities; and others. The accompanying financial statements include only the programs and administrative support offices of the Chancery of the Diocese of Charleston.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Chancery have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Accordingly, revenue is recognized when earned rather than when received and expenses are recognized when incurred rather than when paid.

Financial Statement Presentation

The Chancery follows the provisions of Accounting Standards Codification (ASC) 958-605, *Not-for-Profit Entities- Revenue Recognition*, and ASC 958-205, *Not-for-Profit Entities- Presentation of Financial Statements*.

Revenues are reported as increases in unrestricted net assets unless use of the related asset is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Expirations of temporary restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

As required by ASC 958, the accompanying financial statements have been prepared to present balances and transactions according to the existence or absence of donor-imposed restrictions. This presentation has been accomplished by classification of fund balances and transactions into the following classes of net assets:

Unrestricted Net Assets - Net assets not subject to donor-imposed stipulations.

Temporarily Restricted Net Assets - Net assets subject to donor-imposed stipulations that will be met by actions of the Chancery and/or the passage of time. Restrictions may include support of a particular activity, investment for a specified term or use in a specified future period. When a donor-imposed restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets. It is the Chancery's policy to record temporarily restricted contributions received, for which the restriction expires in the same year, as unrestricted support.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Permanently Restricted Net Assets - Net assets subject to donor-imposed stipulations that they be maintained permanently by the Chancery. The donors of these assets permit the Chancery to use all or part of the income earned on related investments for general or specific purposes.

Cash and Cash Equivalents

For purposes of the Statements of Cash Flows, the Chancery considers all highly liquid temporary cash investments with a maturity of three months or less when purchased to be cash equivalents, except for the cash investments in the funds managed by investment companies and cash held by the bond trustee.

Receivables from Other Diocesan Entities and Other Receivables

Receivables are stated at amounts the Chancery expects to collect (unpaid principal balances less estimated allowances for doubtful accounts) based on the Chancery's assessment of the financial stability of the respective debtors. Receivables determined by the Chancery not to be collectible are charged off against the respective allowances.

Investments

The Chancery follows the provisions of ASC 958-320, *Not-for-Profit Entities-Investments*. Under ASC 958-320, investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values in the statement of financial position. Unrealized gains and losses are included in the changes in net assets. Donor restricted interest and dividend income are reported as increases in unrestricted net assets if the restrictions are met in the reporting period in which the income and gains are recognized. Investment appreciation (depreciation) and income that is not donor restricted is reported in the unrestricted fund.

Bond Issuance Costs

Costs incurred in connection with the issuance of bonds are being amortized over the term of the bonds. Net capitalized bond issue costs are included in Other Assets on the Statement of Activities.

Property and Equipment

Purchases of property and equipment having a unit cost of \$5,000 or more are capitalized at cost. Donated property and equipment are capitalized at their estimated fair value at the date of donation. Depreciation is computed primarily by using the straight-line method of depreciation based on the estimated useful lives of the assets ranging from 3 to 40 years.

Interest Rate Swap Agreement

The Chancery uses an interest rate swap agreement to manage its exposure to interest rate changes with respect to its bonds payable. The interest rate swap agreement is a derivative instrument and, as required by ASC 815, *Derivatives and Hedging*, has been reported in the accompanying financial statements at fair value.

Parish Assessment Income

Parish assessment income is recorded as revenue in the year the parishes are assessed. Such revenue is calculated and assessed based upon an approved percentage of each parish's offertory revenue for the preceding year.

Contributions

Contributions are considered to be unrestricted unless specifically restricted by the donors. Contributions that are restricted by the donors are reported as increases in the temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Activities as net assets released from restrictions.

Investment Income

Investment income consists of the interest income, dividend income and the realized gains/losses within equities from assets classified as investments in the accompanying financial statements. Interest income consists of the interest earned on assets, other than investments.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Functional Classification of Expenses

Directly identifiable expenses are charged to programs and supporting services and have been summarized on a functional basis in the Statements of Activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Income Taxes

The Diocese, and accordingly the Chancery, is exempt from federal and state income taxes under certain provisions of the Internal Revenue Code and the South Carolina Code of Laws; therefore, no provisions for income taxes have been included in these financial statements.

Estimates

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Areas requiring significant estimates include the allowance for doubtful accounts and the functional allocation of expenses. It is at least reasonably possible that the significant estimates used will change within the next year.

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform to the presentation in the current-year financial statements.

New Accounting Pronouncements

The FASB has issued Accounting Standards Update (ASU) No. 2012-02, *Intangibles--Goodwill and Other (Topic 350): Testing Indefinite-Lived Intangible Assets for Impairment*. This ASU states that an entity has the option first to assess qualitative factors to determine whether the existence of events and circumstances indicates that it is more likely than not that the indefinite-lived intangible asset is impaired. If, after assessing the totality of events and circumstances, an entity concludes that it is not more likely than not that the indefinite-lived intangible asset is impaired, then the entity is not required to take further action. However, if an entity concludes otherwise, then it is required to determine the fair value of the indefinite-lived intangible asset and perform the quantitative impairment test by comparing the fair value with the carrying amount in accordance with Codification Subtopic 350-30, *Intangibles--Goodwill and Other, General Intangibles Other than Goodwill*. The amendments in this ASU are effective for annual and interim impairment tests performed for fiscal years beginning after September 15, 2012, and management is not anticipating any significant impact from its implementation.

The FASB has issued Accounting Standards Update (ASU) No. 2011-09, *Compensation-Retirement Benefits-Multiemployer Plans (Subtopic 715-80): Disclosures about an Employer's Participation in a Multiemployer Plan*. ASU 2011-09 is intended to address concerns from various users of financial statements on the lack of transparency about an employer's participation in a multiemployer pension plan. Users of financial statements have requested additional disclosure to increase awareness of the commitments and risks involved with participating in multiemployer pension plans. The amendments in this ASU will require additional disclosures about an employer's participation in a multiemployer pension plan. Previously, disclosures were limited primarily to the historical contributions made to the plans. For nonpublic entities, ASU 2011-09 is effective for annual periods for fiscal years ending after December 15, 2012 and management is not anticipating any significant impact from its implementation.

The FASB has issued Accounting Standards Update (ASU) No. 2011-04, *Fair Value Measurement (Topic 820): Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs*. This ASU represents the converged guidance of the FASB and the IASB (the Boards) on fair value measurement. The collective efforts of the Boards and their staffs, reflected in ASU 2011-04, have resulted in common requirements for measuring fair value and for disclosing information about fair value measurements, including a consistent meaning of the term "fair value." The Boards have concluded the common requirements will result in greater comparability of fair value measurements presented and disclosed in financial statements prepared in accordance with U.S. GAAP and IFRSs. For nonpublic entities, the amendments are effective for annual periods beginning after December 15, 2011, and management is not anticipating any significant impact from its implementation.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

3. CASH AND CASH EQUIVALENTS

Cash consists of interest-bearing checking accounts, savings accounts, money-market accounts, and certificates of deposit with a maturity of three months or less when purchased.

4. INVESTMENTS

In accordance with ASC 820, *Fair Value Measures and Disclosures*, the Chancery's investments are stated at fair market value. Fair market value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 Quoted prices in active markets for identical assets or liabilities.

Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

The Chancery's investments are valued at fair value under level 1 inputs at June 30, 2012 and 2011.

Investments along with their cost, fair value and net unrealized gain at June 30, 2012 are as follows:

	<u>Cost</u>	<u>Fair Value</u>	<u>Net Unrealized Gain</u>
Cash with investment companies	\$ 1,693,612	\$ 1,693,612	\$ -
Mutual funds	4,464,640	4,885,977	421,337
Corporate and government debt securities	15,691,165	16,346,611	655,446
Equity securities	15,835,610	17,330,049	1,494,439
	<u>\$ 37,685,027</u>	<u>\$ 40,256,249</u>	<u>\$ 2,571,222</u>

Investments along with their cost, fair value and net unrealized gain (loss) at June 30, 2011 are as follows:

	<u>Cost</u>	<u>Fair Value</u>	<u>Net Unrealized Gain (Loss)</u>
Cash with investment companies	\$ 1,857,524	\$ 1,857,223	\$ (301)
Mutual funds	1,952,382	2,234,738	282,356
Corporate and government debt securities	6,313,689	7,226,782	913,093
Equity securities	15,908,439	18,209,137	2,300,698
	<u>\$ 26,032,034</u>	<u>\$ 29,527,880</u>	<u>\$ 3,495,846</u>

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

4. INVESTMENTS - continued

Certain of the Chancery's investments are maintained in funds managed by investment companies. Other Diocesan entities (e.g. - parishes, schools, etc.) also participate in these investment funds. Investment income and realized and unrealized gains and losses are allocated monthly to the respective Chancery and other Diocesan entity accounts maintained for these pooled investments. Only the Chancery's share of these pooled investments is reflected in the accompanying financial statements.

A recap of these pooled investments at June 30 is as follows:

	2012	2011
Chancery of the Diocese of Charleston	\$ 30,054,079	\$ 29,397,824
Other Diocesan entities	10,268,432	10,252,541
	\$ 40,322,511	\$ 39,650,365

The Chancery's share of these pooled investments has been allocated to the respective classifications of investments as of June 30, 2012 and 2011 detailed previously in this note.

5. RECEIVABLES FROM OTHER DIOCESAN ENTITIES

Loans Receivable

Loans receivable consist of the loans made under the lending program of the Chancery. The loans are primarily due from parishes and schools in varying amounts through 2027 and bear interest at fixed and variable rates which are 2.25% to 6.25% at June 30, 2012. The Chancery's current lending program primarily issues new loans with interest rates based upon the one month LIBOR rate plus 1.5%; these new loans generally also bear a floor to the variable rate which is generally 4.5%. The loans are stated at their unpaid balances less estimated allowances for doubtful accounts of approximately \$300,000 and \$300,000 at June 30, 2012 and 2011, respectively.

Scheduled future principal payments under loans due from parishes and schools at June 30, 2012 are as follows:

	2013	\$ 2,656,548
	2014	2,521,173
	2015	1,909,721
	2016	1,881,000
	2017	2,377,068
	Thereafter	9,020,601
	Undetermined*	913,100
		21,279,211
Less: allowance for doubtful accounts		(300,000)
		\$20,979,211

* Balances with undetermined payment dates are associated with parish construction loans that will amortize at the completion of construction.

Other Receivables

The Diocese obtains blanket property and liability insurance, and contracts for health insurance for the Chancery and certain other Diocesan entities. The Chancery pays the premiums and bills the Diocesan entities for their portion of the property and liability insurance premiums. In addition, the Chancery bills parishes for their annual parish assessments. Receivables related to these billings and accrued interest on loans receivable principally comprise the other receivables from other Diocesan entities. These receivables are stated at their unpaid balances less estimated allowances for doubtful accounts of \$69,737 and \$62,560 at June 30, 2012 and 2011, respectively.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

6. OTHER RECEIVABLES

Other receivables are comprised of the following at June 30:

	<u>2012</u>	<u>2011</u>
Mortgage note receivable	\$ 287,091	\$ 364,547
Cemetery and miscellaneous other receivables	397,618	174,350
	684,709	538,897
Less: allowance for doubtful accounts	(93,207)	(95,000)
	<u>\$ 591,502</u>	<u>\$ 443,897</u>

Included in other receivables, mortgage note receivable is secured by property in Charleston, South Carolina; due in monthly installments of \$7,871 and includes interest at 5.75%. The note matures in July 2015. Scheduled future principal payments to be received under the mortgage note receivable are as follows at June 30, 2012:

2013	\$ 103,799
2014	86,164
2015	91,251
2016	5,877
Thereafter	-
	<u>\$ 287,091</u>

7. BONDS DEBT SERVICE FUND

In conjunction with the issuance of certain bonds (see the note, "Bonds Payable," for a further discussion of same), a bonds debt retirement fund, consisting of an interest reserve account and a redemption account, was established in the custody of the bonds' trustee. Monthly interest payments are made to the interest reserve account by the Chancery and disbursed by the trustee to the bondholders on the first day of the month. Additionally, monthly principal payments are made to the redemption account by the Chancery to fund the bonds to be redeemed annually by the trustee on September 1. The bond debt service balances of \$663,556 and \$648,556 at June 30, 2012 and 2011, respectively, consist of the monthly principal redemption payments made by the Chancery, plus the accumulated interest earned on same.

8. OTHER ASSETS

Other assets are comprised of the following at June 30:

	<u>2012</u>	<u>2011</u>
Cash surrender value life insurance	\$ 293,246	\$ 534,968
Prepaid insurance and expenses	249,091	273,749
Unamortized bond issuance costs, net	52,439	61,179
Accrued interest	85,406	70,228
Other assets	650,299	621,818
	<u>\$ 1,330,481</u>	<u>\$ 1,561,942</u>

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

8. OTHER ASSETS - continued

Future amortization expense on bond issuance costs at June 30, 2012 is as follows:

	2013	\$	8,739
	2014		8,739
	2015		8,739
	2016		8,739
	2017		8,739
Thereafter			8,744
		<u>\$</u>	<u>52,439</u>

Amortization expense for each of the years ended June 30, 2012 and 2011 was \$8,739.

9. PROPERTY AND EQUIPMENT

Property and equipment consist of the following at June 30:

	2012		2011
Land and Land Improvements	\$ 7,469,684	\$	7,126,064
Buildings	12,101,111		12,363,851
Furniture, Equipment, and Vehicles	596,521		609,989
Construction in Progress	119,216		-
	20,286,532		20,099,904
Less Accumulated Depreciation	5,634,624		5,297,929
	<u>\$ 14,651,908</u>	<u>\$</u>	<u>14,801,975</u>

Depreciation expense recognized for the years ended June 30, 2012 and 2011 was \$336,795 and \$341,404, respectively.

10. NOTES PAYABLE

Notes payable consist of the following at June 30:

	2012		2011
Note Payable	\$ 655,849	\$	710,849
	<u>\$ 655,849</u>	<u>\$</u>	<u>710,849</u>

The note payable is unsecured and is payable in monthly principal installments of \$4,583, plus interest at the LIBOR daily floating rate plus .85% (1.097% at June 30, 2012), with a final payment of all unpaid principal and interest due in October 2012. The note payable had a balance of \$655,849 and \$765,840 at June 30, 2012 and 2011, respectively.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
JUNE 30, 2012 AND 2011

10. NOTES PAYABLE - continued

The Diocese had a note payable in monthly installments of \$7,633, including interest at 4.5%, with a final payment of all unpaid principal and interest due in January 23, 2011. This note was paid in full during the year ended June 30, 2011.

The Diocese had a note payable in monthly installments of \$7,397, including interest at 4.75%, with a final payment of all unpaid principal and interest due in January 2012. This note was paid in full during the year ended June 30, 2011.

The Diocese had a note payable that was collateralized by certain pooled investment accounts; interest only is payable monthly at the LIBOR daily floating rate plus 1.5% or 2.25%, whichever is greater; loan principal and accumulated interest was originally due in full at July 30, 2008. On August 19, 2009, the note was renewed under principally the same terms with the loan principal and accumulated interest due in full in July 20, 2012. However, the required minimum collateral value was reduced to \$7,750,000. This note was paid in full during the year ended June 30, 2011.

The Diocese had a note payable that was unsecured and is payable in monthly installments of \$11,111, including interest at the bank's prime rate. Final payment of all unpaid principal and interest was due in November 2, 2011. This note was paid in full during the year ended June 30, 2011.

The scheduled future maturities of the notes payable at June 30, 2012:

2013	\$	655,849
Thereafter		<u>-</u>
	<u>\$</u>	<u>655,849</u>

11. BONDS PAYABLE

On September 1, 1998, tax-exempt bonds in the aggregate principal amount of \$12,500,000 were issued on behalf of the Diocese through the South Carolina Jobs - Economic Development Authority to finance the acquisition, construction, equipping and furnishing of certain educational facilities in the Diocese. As more fully discussed in the note, "Organization," the Diocese consists of various distinct operating entities, including the Chancery. The bonds payable are included in the financial statements of the Chancery, as part of its cooperative investment and lending program. However, the construction projects funded by the bonds involve certain other diocesan educational entities. As such, these construction projects are included as property and equipment on these other diocesan entities' records. Accordingly, the Chancery's financial statements reflect assets, consisting of notes receivable from other diocesan entities, relative to the use of the bond proceeds.

The bonds bear interest at the "weekly rate," as defined in the bond document. Under the weekly rate, interest is payable monthly, in arrears, on the first day of each month. Beginning in October 2001, monthly principal payments to the bond fund held by the trustee were also required.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
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11. BONDS PAYABLE – continued

Principal payments to the bondholders are payable on September 1 of each of the following years:

2013	\$	735,000
2014		735,000
2015		735,000
2016		735,000
2017		735,000
Thereafter		1,475,000
	\$	5,150,000

In conjunction with the issuance of the bonds, the Diocese entered into a letters of credit agreement with Bank of America, N.A. to secure the principal balance of the outstanding bonds plus an interest component thereof. The letter of credit, as amended in August 2003, expired on September 15, 2009. In July 2010, the letter of credit was amended to extend the stated expiration date to September 15, 2013.

The bonds, including the various related agreements, provide for certain covenants including (1) the maintenance of unrestricted net assets that are 50% of the aggregate current borrowing; and (2) certain limitations on encumbrances of diocesan property, transfers of diocesan property outside the ordinary course of business, and additional indebtedness.

12. INTEREST RATE SWAP AGREEMENT

In February 2001, the Diocese entered into an interest rate swap agreement with Bank of America having a stated fixed interest rate of 3.96% on the outstanding bonds payable for the period from February 15, 2001 through September 1, 2018. Interest expense on the bonds under the bond document and interest rate swap agreement is included as part of the deposit and loan interest expense in the accompanying Statements of Changes in Unrestricted Net Assets.

The Chancery uses the interest rate swap agreement to manage its exposure to interest rate changes with respect to its bonds payable. It is not intended for speculative purposes. The interest rate swap is a derivative instrument. ASC 815, *Derivatives and Hedging*, requires that all derivative instruments be reported at fair value. At June 30, 2012 and 2011, the fair values of the swap agreement were (\$579,329) and (\$588,906), respectively, and are reflected in the accompanying Statements of Financial Position as liabilities. The changes in the fair value of the swap agreement for 2012 and 2011 are reflected in the Statements of Activities as increases in unrestricted net assets of \$9,577 and \$122,090, respectively, and identified as “fair value adjustment on interest rate swap agreement”.

This interest rate swap agreement requires the Diocese and, effectively, the Chancery to maintain unrestricted cash and equivalents, government backed securities and equities in an amount not less than \$1,000,000.

13. INVESTMENT EXPENSES

Expenses relating to investment income, including custodial fees and investment advisory fees, approximated \$148,366 and \$134,978 for 2012 and 2011, respectively, and have been netted against investment income in the accompanying Statements of Activities and Changes in Unrestricted Net Assets.

14. RETIREMENT PLAN

The Diocese has a contributory retirement plan covering substantially all lay Diocesan employees, including Chancery employees. After one year of service, the employer contributes 5% of the employee's monthly pay for a participating employee contributing a minimum of 3% of monthly pay. The contributions are limited to the maximum annual amounts allowed by the Internal Revenue Service. In 2012 and 2011, the Chancery made contributions to the lay retirement plan for its employees approximating \$101,988 and \$108,673, respectively.

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
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14. RETIREMENT PLAN - continued

In addition, the Diocese maintains the Diocesan Priests' Retirement Plan (the "Plan") for the benefit of all eligible priests, as defined in the Plan provisions, working in the Diocese. The Plan is a defined benefit plan providing benefits to eligible participants in accordance with the Plan provisions. Effective January 1, 2007, the Plan was amended to (a) conform to Section 401(a) of the Internal Revenue Code; (b) allow international priests to be eligible to participate in the Plan; (c) reduce the vesting period; (d) reduce the required number of years for normal retirement benefits; and (e) provide for the proration of normal retirement benefits for years less than 20. The funding of the Plan is provided by the respective Diocesan entities (Chancery, parishes and missions, and other Diocesan entities) which are served by the eligible priests of the Diocese. For 2012, the funding for the Plan was \$600 per month through December 31, 2011, and \$650 per month through June 30, 2012, for each active eligible priest. For 2011, the funding established for the Plan was \$550 per month for each active eligible priest. In 2011 and 2010, the Chancery made contributions to the Plan of \$80,675 and \$57,817, respectively, for the eligible priests assigned to the Chancery. The Chancery recognizes pension expense based upon the funding established for the Plan.

ASC 715-20, *Compensation-Retirement Plan, Defined Benefit Plan*, requires certain reporting and disclosures with respect to defined benefit plans such as the Diocesan Priests' Retirement Plan. The Plan involves the Diocese as a whole which consists of various distinct operating entities, including the Chancery. It is not practical to separate such reporting and disclosures for the Chancery or the other Diocesan operating entities participating in the Plan. For purposes of the Chancery's financial statements, the Plan is considered a multiemployer pension plan and the reporting and disclosures limited to the information provided in the preceding paragraph. The Diocese did obtain an actuarial valuation of the Plan as of June 30, 2012 which reported that the present value of the accumulated plan benefits was exceeded by the Plan's assets by approximately \$142,441 as of that date. Based on the funding of \$650 per month for each eligible priest, contributions to the Plan for the year ending June 30, 2013 are estimated at approximately \$624,000 and exceed the estimated benefit payments of approximately \$479,000. Effectively, the Chancery is a guarantor of the Plan's obligations.

15. LIMITATIONS ON UNRESTRICTED NET ASSETS

The Bishop has chosen to place the following limitations on unrestricted net assets at June 30:

	<u>2012</u>	<u>2011</u>
Designated reserve for property insurance deductible/self insured retention	\$ 2,870,976	\$ 2,553,392
Designated for perpetual care of the St. Lawrence and Holy Cross cemeteries	4,502,794	4,849,712
Designated for long-term investments	<u>13,333,318</u>	<u>12,509,536</u>
	<u>\$ 20,707,088</u>	<u>\$ 19,912,640</u>

16. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist of the following at June 30:

	<u>2012</u>	<u>2011</u>
Restricted for use in subsequent year	\$ 1,180,595	\$ 788,488
Restricted for construction of Diocesan conference and retreat center	470,000	500,000
Restricted for various other Chancery programs	2,573,342	2,860,902
Restricted for endowments	<u>1,405,102</u>	<u>1,573,294</u>
	<u>\$ 5,629,039</u>	<u>\$ 5,722,684</u>

CHANCERY OF THE DIOCESE OF CHARLESTON
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JUNE 30, 2012 AND 2011

17. ENDOWMENTS

The Chancery's endowments consist of several funds established for a variety of purposes. The endowments include donor-restricted endowments funds and funds designated by the Bishop and the Finance Council. As required by accounting principles generally accepted in the United States of America, the net assets associated with the endowments are classified and reported based on the existence or absence of donor imposed restrictions.

Interpretation of Relevant Law

The Chancery has interpreted the State of South Carolina's enacted version of the Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift, as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Chancery classifies as permanently restricted net assets the original value of the gifts donated to the endowment and the original value of subsequent gifts to the endowment. The remaining portion of the donor-restricted fund that is not classified as permanently restricted net assets is classified as temporarily restricted until those amounts are appropriated for expenditure by the Chancery in a manner consistent with the standards of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the Chancery considered the following factors in making their determination to appropriate or accumulate endowment funds:

1. The duration and preservation of the funds
2. The purpose of the donor restricted endowment fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and appreciation of investments
6. Other resources of the Chancery
7. Investment policies of the Chancery.

The following tables present the Chancery's endowment net asset classification and composition:

Endowment net assets composition by type of fund at June 30, 2012:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	\$ -	\$ 1,405,102	\$ 8,049,081	\$ 9,454,183
Total funds	<u>\$ -</u>	<u>\$ 1,405,102</u>	<u>\$ 8,049,081</u>	<u>\$ 9,454,183</u>

Endowment net assets composition by type of fund at June 30, 2011:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	\$ -	\$ 1,573,294	\$ 7,914,081	\$ 9,487,375
Total funds	<u>\$ -</u>	<u>\$ 1,573,294</u>	<u>\$ 7,914,081</u>	<u>\$ 9,487,375</u>

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
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17. ENDOWMENTS - continued

Permanently restricted net assets consist of the following at June 30:

	<u>2012</u>	<u>2011</u>
Third world ministry endowment	\$ 647,769	\$ 647,769
Synod endowment	1,500,000	1,500,000
St. Mary's education fund endowment	50,000	50,000
Miscellaneous endowment fund	56,026	56,026
Cathedral maintenance endowment	540,427	540,427
Infirm priests endowment	57,359	57,359
Hispanic ministry endowment	2,000,000	2,000,000
Seminarian education fund	1,010,000	1,000,000
Catholic education endowment	2,187,500	2,062,500
	<u>\$ 8,049,081</u>	<u>\$ 7,914,081</u>

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Chancery to retain as a fund of perpetual duration. No such deficiencies existed at June 30, 2012 or 2011.

Strategies Employed for Achieving Investment Objectives

The Chancery follows an investment policy with long-term growth as the main objective. The Chancery 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 Chancery utilizes a diversified asset allocation, with greater emphasis on equity-based investments, to achieve its long term return objectives within prudent risk constraints.

Spending Policy and How the Investment Objectives Related to Spending Policy

The Chancery has a policy of appropriating for distribution each year, as determined by the investment committee and approved by the Bishop: 5% of its endowment funds' average fair value over the prior 36 months (or since inception if shorter) as of June 30th (measurement date) each year. In establishing these policies, the Chancery considered the expected return on its endowment. Accordingly, the Chancery expects the current spending policy to allow its endowment to maintain its purchasing power by growing at a rate equal to planned payouts. Additional real growth will be provided through new gifts and excess investment return.

Change in endowment net assets for the year ended June 30, 2012 are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning of year	\$ -	\$ 1,573,294	\$ 7,914,081	\$ 9,487,375
Total investment return	-	32,688	-	32,688
Contributions	-	-	135,000	135,000
Appropriation of endowment assets for expenditure	-	(200,880)	-	(200,880)
Endowment net assets, end of year	<u>\$ -</u>	<u>\$ 1,405,102</u>	<u>\$ 8,049,081</u>	<u>\$ 9,454,183</u>

CHANCERY OF THE DIOCESE OF CHARLESTON
NOTES TO THE FINANCIAL STATEMENTS
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17. ENDOWMENTS - continued

Changes in endowment net assets for the year ended June 30, 2011 are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning of year	\$ -	\$ 484,996	\$ 7,851,581	\$ 8,336,577
Total investment return	-	1,397,125	-	1,397,125
Contributions	-	-	62,500	62,500
Appropriation of endowment assets for expenditure	-	(308,827)	-	(308,827)
Endowment net assets, end of year	<u>\$ -</u>	<u>\$ 1,573,294</u>	<u>\$ 7,914,081</u>	<u>\$ 9,487,375</u>

18. RELATED PARTY TRANSACTIONS

The Chancery has entered into an agreement to lease certain land in Mt. Pleasant, South Carolina to East Cooper Community Outreach (ECCO), a non-profit organization associated with a Diocesan parish. The land lease is for a period of 50 years, ending in 2052, at \$1 per year, with ECCO being responsible for all costs relative to the property and the operation of an ecumenical outreach center thereon.

19. CONCENTRATION OF CREDIT RISK

The Chancery maintains cash balances with various financial institutions that exceed the federally insured limit of \$250,000 per financial institution under the Federal Depository Insurance Program (FDIC). At June 30, 2012 and 2011, the Chancery's uninsured cash and cash equivalent balances totaled approximately \$17,110,852 and \$19,114,178, respectively.

20. CONTINGENCIES

Various legal and other actions are pending against the Diocese and, effectively, the Chancery which involve claims for damages, as well as other types of relief, relative to the actions of certain personnel of the Diocese of Charleston. Counsel for the Diocese has advised that there are significant uncertainties with respect to these legal and other actions; and that the ultimate outcome from such legal and other actions pending against the Diocese cannot presently be determined. Accordingly, no provision for any liability that may result from these matters has been made in the accompanying financial statements.

Bank of America, N.A. has made loans to the Diocese under certain line of credit agreements which have been used by Diocesan parishes and missions in connection with the construction of new facilities and for additions or renovations to existing facilities. The monthly debt service payments on these notes are made by the respective parishes and missions directly to Bank of America, N.A. The balances on these notes totaled \$0 and \$1,295,941 at June 30, 2012 and 2011, respectively. The Chancery carries the amounts due from the Parishes and Schools as well as the corresponding amount due to the bank on its financial statements (net amount was \$0 at both June 30, 2012 and 2011). Effectively, the Chancery was a guarantor of such debt.

CHANCERY OF THE DIOCESE OF CHARLESTON
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20. CONTINGENCIES - continued

As more fully discussed in the note, "Retirement Plan," the Diocese obtained an actuarial valuation of the Diocesan Priests' Retirement Plan (the "Plan") which reported that the Plan's assets exceeded liabilities at June 30, 2012 by \$142,441. Effectively, the Chancery is a guarantor of the Plan's obligations and the impact of future market, credit and other conditions could impact the excess or deficit of these Plan's assets to Plan liabilities.

The Diocese obtains blanket property and liability insurance coverage for the Chancery and certain other Diocesan entities. The Chancery pays the premiums and bills the Diocesan entities for their portion of the premiums. Under the Diocese's property and liability insurance coverage, the self insured retention of the Chancery has an annual aggregate ("stop loss") of \$750,000. The Chancery has designated net assets in the amount of \$2,870,976 for property insurance deductible and self insurance reserves at June 30, 2012 (see Note 15).

21. SUPPLEMENTAL CASH FLOW INFORMATION

Supplemental Cash Flow Information:

Cash paid for interest	<u>\$ 1,075,210</u>	<u>\$ 1,095,835</u>
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22. CORRECTION OF AN ERROR

Unrestricted net assets at June 30, 2011, were reduced by \$4,956,525. Management had changed its accounting policy associated with property and equipment to recognize depreciation in the financial statements. The error correction represents the amount of accumulated depreciation incurred on capital assets for periods ending at June 30, 2010 and prior. Recognition of depreciation expense on property and equipment is required under accounting principles generally accepted in the United States of America. Changing from an unacceptable method of accounting to an acceptable one is considered a correction of an error under these standards. Depreciation expense for years ended June 30, 2011 and 2010 have been properly presented in these financial statements.