FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2013

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## **INDEPENDENT AUDITOR'S REPORT**

# Board of Directors Rodale Institute

We have audited the accompanying financial statements of the Rodale Institute (a nonprofit organization), which comprise the statement of financial position as of December 31, 2013, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Institute's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Institute's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Rodale Institute as of December 31, 2013, and the changes in its net assets and its cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

#### Report on Summarized Comparative Information

We have previously audited the Institute's 2012 financial statements, and we expressed an unmodified opinion on those audited financial statements in our report dated April 29, 2013. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2012 is consistent, in all material respects, with the audited financial statements from which it has been derived.

BBO, LLP.

## STATEMENT OF FINANCIAL POSITION

## December 31, 2013 with comparative totals for 2012

	<u>2013</u>	<u>2012</u>
ASSETS		
Cash	\$ 488,549	\$ 1,088,055
Contributions receivable		
Rodale, Inc.	5,526,000	5,526,883
Other	144,223	151,844
Accounts receivable		
Grants and federal awards	173,417	137,536
Other	36,435	24,597
Inventory	22,428	31,371
Prepaid expenses and other assets	48,050	46,759
Investments	12,912,596	9,845,614
Note receivable	1,030,580	1,030,580
Beneficial interest in charitable remainder trust	-	17,688
Beneficial interest in perpetual trust	505,000 2,808,736	2,817,568
Property and equipment, net	2,000,730	2,017,300
Total assets	\$23,696,014	\$20,718,495
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts payable	\$ 142,926	\$ 61,377
Accrued liabilities	108,254	126,832
Deferred grant revenue	86,704	30,570
Total liabilities	337,884	218,779
NET ASSETS		
Unrestricted	10,100,009	9,333,882
Temporarily restricted	11,998,848	10,490,588
Permanently restricted	1,259,273	675,246
Total net assets	23,358,130	20,499,716
Total liabilities and net assets	\$23,696,014	\$20,718,495

## STATEMENT OF ACTIVITIES

Year ended December 31, 2013 with comparative totals for 2012

			Temporarily Permanently		Totals		
	<u>Unr</u>	<u>estricted</u>	Restricted	Restricted	<u>2013</u>	<u>2012</u>	
REVENUE, GAINS AND SUPPORT							
Grants	\$	270,162	\$ -	\$ -	\$ 270,162		
Federal awards		316,053	-	-	316,053	468,323	
Contributions	1	,052,403	1,598,518	505,100	3,156,021	1,780,480	
Education and store		397,177	-	-	397,177	303,860	
Crop sales		229,974	-	-	229,974	192,397	
Other		154,509	-	-	154,509	98,418	
Interest and dividend income		185,385	88,319	12,634	286,338	294,773	
Net realized and unrealized gain on investments		667,982	663,689	98,682	1,430,353	465,076	
Transfers		266 270	(222,000)	(22.200)			
Endowment spending policy distribution  Net assets released from restrictions		266,378	(233,989)	(32,389)	-	-	
Net assets released from restrictions	-	608,277	(608,277)				
Total revenue, gains and support	4	,148,300	1,508,260	584,027	6,240,587	3,740,863	
EXPENSES Program Services							
Strategic Solutions Team	4	105 704			4 405 704	050 000	
Research programs	1	,165,784	-	-	1,165,784	852,923	
Farm operations/food production		864,507	-	-	864,507	890,466	
Communications		529,825	-	-	529,825	674,204	
Supporting Services							
Management and general		605,721	-	-	605,721	596,260	
Development		216,336			216,336	228,759	
Total expenses	3	3,382,173			3,382,173	3,242,612	
CHANGE IN NET ASSETS		766,127	1,508,260	584,027	2,858,414	498,251	
NET ASSETS							
Beginning of year	9	,333,882	10,490,588	675,246	20,499,716	20,001,465	
End of year	<u>\$10</u>	,100,009	\$11,998,848	\$1,259,273	\$23,358,130	\$20,499,716	

See accompanying notes

## STATEMENT OF FUNCTIONAL EXPENSES

Year ended December 31, 2013 with comparative totals for 2012

		Progr	am Services		Sup	porting Service	es		
	Strategic S	olutions Tea	ı <u>m</u>						
	Research <u>Programs</u>	Farm Operations/ Food <u>Production</u>		Total Program <u>Services</u>	Management and General	<u>Development</u>	Total Supporting <u>Services</u>	To:	tals
Salaries Payroll taxes and	\$ 483,011	\$449,258	\$260,403	\$1,192,672	\$310,749	\$ 84,550	\$395,299	\$1,587,971	\$1,533,720
employee benefits	125,330	118,807	71,689	315,826	83,415	23,374	106,789	422,615	447,957
Consulting services	22,564	2,681	14,125	39,370	41,231	22,589	63,820	103,190	120,522
Contractors and									
subcontractors	213,716	1,500	-	215,216	-	-	-	215,216	72,171
Cost of goods sold	-	9,382	67,350	76,732	-	-	-	76,732	78,945
Depreciation	6,984	28,881	-	35,865	8,314	6,135	14,449	50,314	53,343
Dues and subscriptions	2,418	5,772	3,955	12,145	1,316	5,895	7,211	19,356	21,102
Equipment maintenance									
and rental	100,258	16,633	6,122	123,013	68,351	14,912	83,263	206,276	93,486
Postage	1,862	396	9,146	11,404	1,576	9,092	10,668	22,072	22,553
Printing and publications	13,609	10,564	6,069	30,242	384	5,366	5,750	35,992	15,630
Professional services	10,215	7,565	10,541	28,321	10,736	-	10,736	39,057	36,488
Supplies	105,546	109,315	22,840	237,701	32,105	12,548	44,653	282,354	263,799
Telecommunications	3,044	2,926	3,935	9,905	11,073	1,388	12,461	22,366	23,310
Travel	29,116	23,472	23,021	75,609	-	3,730	3,730	79,339	94,294
Utilities	27,766	48,488	9,267	85,521	15,559	882	16,441	101,962	75,555
Other	20,345	28,867	21,362	70,574	20,912	25,875	46,787	117,361	289,737
	\$1,165,784	\$864,507	<u>\$529,825</u>	\$2,560,116	\$605,721	<u>\$216,336</u>	\$822,057	\$3,382,173	\$3,242,612

## STATEMENT OF CASH FLOWS

## Year ended December 31, 2013 with comparative totals for 2012

	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 2,858,414	\$ 498,251
Adjustments to reconcile change in net assets to net cash provided by (used for) operating activities		
Net realized and unrealized gain on investments Contribution of beneficial interest in perpetual trust Depreciation expense Amortization of discount on contributions receivable	(1,430,353) (505,000) 50,314 (386,820)	(465,076) - 53,343 (386,820)
(Increase) decrease in Contributions receivable Accounts receivable Inventory Prepaid expenses and other assets	395,324 (47,719) 8,943 16,397	889,139 41,648 (18,702) 26,372
Increase (decrease) in Accounts payable Accrued liabilities Deferred grant revenue	81,549 (18,578) 56,134	29,319 (67,738) 9,513
Net cash provided by operating activities	1,078,605	609,249
CASH FLOWS FROM INVESTING ACTIVITIES  Net purchases of investments  Purchase of property and equipment	(1,636,629) (41,482)	(135,172) (14,388)
Net cash used for investing activities	(1,678,111)	(149,560)
Net change in cash	(599,506)	459,689
CASH Beginning of year	1,088,055	628,366
End of year	\$ 488,549	\$1,088,055

#### **NOTES TO FINANCIAL STATEMENTS**

#### **December 31, 2013**

## (1) NATURE OF OPERATIONS

Rodale Institute (the "Institute"), located in Kutztown, Pennsylvania, is a non-profit research and education organization focused on organic agriculture and its beneficial impact on health and the environment. For over six decades the Rodale Institute has demonstrated the benefits of organic farming through innovative research and outreach on its 333 acre experimental farm, one of the largest research facilities of its kind. The Institute has trained thousands of farmers throughout the world in organic methods that enhance soil fertility, build soil organic matter, sequester carbon and eliminate the use of synthetic chemicals and fertilizers. Rodale Institute's Farming System Trial is the longest running side-by-side comparison of conventional versus organic farming. Results of this 30-year study prove that organic yields match conventional and organic farming systems are more profitable than conventional.

Rodale Institute also hosts a myriad of online tools for farmers including their free Transition to Organics course that provides information and expertise for farmers seeking to convert their farms from chemical methods to organic practices. In addition, Rodale Institute's website is home to an Organic Price Report, a Crop Conversion Calculator, an Organic System Plan and a variety of other online tools that help famers transition to organic and ensure they are utilizing best organic farming practices. Revenue sources for the Institute consist primarily of federal and state grant monies in addition to contributions from individuals and organizations who share this vision and commitment.

#### (2) SIGNIFICANT ACCOUNTING POLICIES

### **Basis of Accounting**

The financial statements have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables and other liabilities.

#### **Financial Statement Presentation**

The Institute reports information regarding its financial position and activities according to the following three classes of net assets:

#### Unrestricted net assets

Net assets that are not subject to donor-imposed restrictions.

#### Temporarily restricted net assets

Net assets that are subject to donor-imposed restrictions that will be satisfied by actions of the Institute and/or the passage of time. When a restriction is satisfied, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as "net assets released from restrictions."

#### Permanently restricted net assets

Net assets that are subject to donor-imposed restrictions that such assets be maintained indefinitely.

## Fair Value Measurements

Generally accepted accounting principles ("GAAP") define fair value as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date. GAAP establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Institute. Unobservable inputs reflect the Institute's assumptions about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

#### **NOTES TO FINANCIAL STATEMENTS**

## **December 31, 2013**

**Level 1** – Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Institute has the ability to access. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

**Level 2** – Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

**Level 3** – Valuations based on inputs that are unobservable, that is, inputs that reflect the Institute's own assumptions.

## Summarized Prior-Year Information

The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with U.S. generally accepted accounting principles. Accordingly, such information should be read in conjunction with the financial statements for the year ended December 31, 2012, from which the summarized information was derived.

#### Accounts Receivable

Accounts receivable are reported at net realizable value. The net realizable value is based on management's estimate of the amount of receivables that will be actually collected. Accounts are written off against the allowance for doubtful accounts when management determines the account is uncollectible.

## Inventory

Inventory is stated at the lower of cost (first-in, first-out method) or market.

## **Investments and Investment Income**

Investments in equity securities with readily determinable fair values and all investments in debt securities are reported at fair value with gains and losses included in the statement of activities. Dividend and interest income is recorded as earned.

Donated investments are recorded at fair value at the date of receipt.

The Institute invests in a professionally-managed portfolio that contains various types of securities (See Note 4). Such investments are exposed to market and credit risks. Due to the level of risk associated with such investments, and the level of uncertainty related to changes in the value of such investments, it is at least reasonably possible that changes in the near term would materially affect investment balances and the amounts reported in the financial statements.

#### **Property and Equipment**

The Institute capitalizes all expenditures for property and equipment in excess of \$1,000. Property and equipment is stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets, which range from 3 to 20 years.

## Beneficial Interest in Perpetual Trust

The Institute is the beneficiary of a perpetual trust agreement which is held by a third party. Because the Institute will receive a perpetual stream of income from the trust, an estimate of the present value of estimated future cash flows has been recorded as an asset on the statement of financial position using Level 3 valuation inputs. The Institute's beneficial interest in this trust agreement is shown as a permanently restricted net asset in the financial statements.

#### **NOTES TO FINANCIAL STATEMENTS**

#### **December 31, 2013**

### **Contributions**

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted net assets depending on the absence or existence and nature of any donor restrictions. Donor-restricted contributions whose restrictions are satisfied in the same period are reported as "unrestricted support."

Unconditional contributions are recognized when the related promise to give is received. Conditional contributions are recognized when the conditions are satisfied.

#### **Donated Services**

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 purchased by the Institute.

#### Grants and Federal Awards

Grants and federal awards are recorded as revenue as the services are performed.

#### Functional Allocation of Expenses

The costs of providing the program and supporting services have been presented on a functional basis in the statements of activities and functional expenses. Accordingly, certain costs have been allocated among the program and supporting services benefitted, primarily based upon the relative time spent by Institute employees on each function.

#### Income Tax Status

The Institute is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. However, income from certain activities not directly related to the Institute's tax-exempt purpose is subject to taxation as unrelated business income. In addition, the Institute qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization other than a private foundation under Section 509(a)(1).

GAAP requires entities to evaluate, measure, recognize and disclose any uncertain income tax positions taken on their tax returns. GAAP prescribes a minimum threshold that a tax position is required to meet in order to be recognized in the financial statements. The Institute believes that it had no uncertain tax positions as defined in GAAP and the standard had no impact on the Institute's financial statements.

The tax returns for the years ended December 31, 2010, 2011 and 2012 are subject to examination by the Internal Revenue Service and other various taxing authorities.

#### Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

## Concentration of Credit Risk

Financial instruments which potentially subject the Institute to concentrations of credit risk are cash, contributions receivable, accounts receivable and a note receivable. The Institute maintains its cash at various financial institutions. At times, deposits may exceed federally-insured limits. Accounts receivable are due primarily from government agencies and are expected to be collected during 2014. The note receivable and the majority of contributions receivable are due from Rodale, Inc. and are further described in Notes 3 and 5.

#### **NOTES TO FINANCIAL STATEMENTS**

#### **December 31, 2013**

## (3) CONTRIBUTIONS RECEIVABLE

Rodale, Inc. is a for-profit publishing corporation located in Emmaus, Pennsylvania. A former Chairman of Rodale, Inc. founded the Institute. Contributions receivable from Rodale, Inc. are expected to be collected as follows:

	_	
2014	\$	386,820
2015		386,820
2016		386,820
2017		386,820
2018		386,820
Thereafter	_ (	6,330,550
	8	3,264,650
Less discount to net present value (7%)	(2	2 <u>,738,650</u> )
	\$ 5	5,526,000

Other contributions receivable are expected to be collected in 2014. Fair value of contributions receivable was determined using Level 2 valuation inputs.

#### (4) INVESTMENTS

Investments, at fair value, consist of the following at December 31,:

	<u>2013</u>	<u>2012</u>
Money market funds	\$ 1,150,486	\$ 726,661
Marketable equity securities	6,521,111	4,133,562
Mutual funds		
Equities	2,316,332	1,510,270
Fixed income	2,924,667	1,783,573
U.S. Treasury obligations		1,691,548
	<u>\$12,912,596</u>	\$9,845,614

Fair value of investments was determined using Level 1 inputs.

## (5) NOTE RECEIVABLE

In January 1991, the Institute received a note receivable from Rodale, Inc. (See Note 3). The note in the amount of \$2,061,160 (in addition to forgiveness of an advance from Rodale, Inc. of \$555,000) was consideration for the repurchase by Rodale, Inc. of preferred stock (78,800 shares) held by the Institute. It bears interest at 12% per annum with principal payments to be received in ten equal annual installments beginning March 31, 1997, with the entire unpaid balance due March 31, 2006. On April 1, 2006, an agreement was reached with Rodale, Inc. to extend this note until March 31, 2011. On March 31, 2011, the note was amended to extend the note's maturity until March 31, 2021. The note is due in full on March 31, 2021, and interest will be paid quarterly at 7%, until this note matures on that date. At December 31, 2013 and 2012, the outstanding balance of this note was \$1,030,580.

#### **NOTES TO FINANCIAL STATEMENTS**

## **December 31, 2013**

### (6) PROPERTY AND EQUIPMENT

Property and equipment at December 31, consist of the following:

	<u>2013</u>	<u>2012</u>
Land	\$ 2,554,726	\$ 2,554,726
Land improvements	34,421	34,421
Machinery and equipment	1,341,499	1,300,017
Accumulated depreciation	<u>(1,121,910</u> )	<u>(1,071,596</u> )
	<u>\$ 2,808,736</u>	<u>\$ 2,817,568</u>

All of the Institute's land is under a conservation easement with the Wildlands Conservancy.

## (7) TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following:

			Released	
	Balance		from	Balance
	<b>December 31, 2012</b>	<b>Additions</b>	<b>Restrictions</b>	<b>December 31, 2013</b>
Purpose restrictions				
Operations and maintenance				
of Rodale Research Center	\$ 4,679,787	\$ 752,008	\$(233,989)	\$ 5,197,806
Various	266,230	1,200,427	(203,769)	1,262,888
Time restrictions				
(available in future years)				
Rodale, Inc. contribution				
receivable	5,526,883	385,937	(386,820)	5,526,000
Other	-	12,154	-	12,154
Beneficial interest in				
charitable remainder trust	<u>17,688</u>		<u>(17,688</u> )	<u> </u>
	<u>\$10,490,588</u>	\$2,350,526	<u>\$(842,266</u> )	<u>\$11,998,848</u>

#### (8) PERMANENTLY RESTRICTED NET ASSETS

Permanently restricted net assets consist of the following:

Endowment	\$ 754,273
Beneficial interest in perpetual trust	505,000
	\$1,259,273

The income is available for general operations.

## (9) ENDOWMENT FUND

An accounting standard was issued which provides guidance on the net asset classification of donor-restricted endowment funds for a nonprofit organization that is subject to an enacted version of the Uniform Prudent Management of Institutional Funds Act ("UPMIFA"). The Institute is not subject to this guidance since Pennsylvania has not enacted a version of UPMIFA. The standard also requires additional disclosures about an organization's endowment funds (both donor-restricted endowment funds and board-designated endowment funds) whether or not the organization is subject to UPMIFA.

#### **NOTES TO FINANCIAL STATEMENTS**

#### **December 31, 2013**

In accordance with Pennsylvania statutes, the Institute has adopted investment and spending policies for its endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowments while seeking to maintain the purchasing power of these endowment assets over the long-term. The Institute's spending and investment policies work together to achieve this objective. The investment policy establishes an achievable return objective through diversification of asset classes.

The spending policy calculates the amount of money annually distributed from the endowment funds to support various programs. The current spending policy on the permanently restricted endowment is to distribute the amount equal to 5% of a moving three-year average of the fair value of the permanently restricted endowment fund. No distribution was taken on the board-designated endowment fund for 2013.

Changes in the endowment assets for the year ended December 31, 2013 are as follows:

Temporarily Restricted	Permanently Restricted	Total Endowment <u>Assets</u>
\$4,679,787	\$675,246	\$5,355,033
-	100	100
88,319	12,634	100,953
663,689	98,682	762,371
(233,989)	(32,389)	(266,378)
<u>\$5,197,806</u>	<u>\$754,273</u>	\$5,952,079
	Restricted \$4,679,787 - 88,319 663,689 (233,989)	Restricted         Restricted           \$4,679,787         \$675,246           -         100           88,319         12,634           663,689         98,682           (233,989)         (32,389)

## (10) DONATED SERVICES AND IN-KIND CONTRIBUTIONS

The fair value of donated services and in-kind contributions included as contributions in the financial statements and the corresponding expenses for the years ended December 31, 2013 and 2012 are as follows:

			2013		
	Farm Operations/ Food <u>Production</u>	Research Programs	Communications	Management and General	<u>Total</u>
Consulting services	\$ -	\$ 285	\$ -	\$7,780	\$ 8,065
Contractors and subcontractors Supplies	- _1,910	103,619 27,004	- <u>142</u>	<u>-</u>	103,619 29,056
	<u>\$1,910</u>	<u>\$130,908</u>	<u>\$142</u>	<u>\$7,780</u>	<u>\$140,740</u>
			2012		
	Farm Operations/ Food <u>Production</u>	Research Programs	Communications	Management and General	<u>Total</u>
Advertising Consulting services Equipment rental	\$ 500 114	\$ - 16,907	\$133,500 1,000	\$ - 10,800	\$134,000 28,821
and maintenance Supplies	3,919 <u>44,919</u>	<u>-</u>	9,227 5,942	<u> </u>	13,146 50,861
	<u>\$49,452</u>	<u>\$16,907</u>	<u>\$149,669</u>	<u>\$10,800</u>	<u>\$226,828</u>

#### **NOTES TO FINANCIAL STATEMENTS**

#### **December 31, 2013**

## (11) DEFINED CONTRIBUTION PLAN

The Institute participates in a participatory defined contribution plan that covers substantially all of its employees. Employees can contribute any percentage of their income up to the Internal Revenue Service limit for the year. The Institute matches contributions by the participants up to 6% of annual compensation. The Institute contributed \$49,434 to the plan in 2013 and \$53,890 to the plan in 2012.

#### (12) LINE OF CREDIT

The Institute has a line of credit arrangement with a local bank under which the Institute may borrow up to \$250,000 on such terms as the Institute and the bank mutually agree upon. The line bears interest at prime plus 3/4%. The arrangement is approved until December 31, 2014, but is reviewed annually for renewal. At December 31, 2013 and 2012, the full \$250,000 was available.

## (13) SUBSEQUENT EVENTS

Management has evaluated subsequent events through May 1, 2014, the date on which the financial statements were available to be issued. No subsequent events have occurred that require recognition in the financial statements.