

The Edna McConnell Clark Foundation

Consolidated Financial Report
September 30, 2018 and 2017

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Independent Auditor's Report

RSM US LLP

To the Board of Trustees
The Edna McConnell Clark Foundation

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of The Edna McConnell Clark Foundation (the Foundation), which comprise the consolidated statements of financial position as of September 30, 2018 and 2017, the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements (collectively, the financial statements).

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity'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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the 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 consolidated financial position of The Edna McConnell Clark Foundation as of September 30, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

RSM US LLP

Chicago, Illinois
April 17, 2019

The Edna McConnell Clark Foundation

**Consolidated Statements of Financial Position
September 30, 2018 and 2017**

	2018	2017
Assets		
Cash and cash equivalents	\$ 5,791,978	\$ 15,041,916
Investments, at fair value	892,700,413	891,771,562
Other assets	2,126,952	2,953,131
	<u>\$ 900,619,343</u>	<u>\$ 909,766,609</u>
Liabilities and Net Assets		
Liabilities:		
Accounts payable and accrued expenses	\$ 279,602	\$ 497,374
Grants payable	200,000	-
Deferred federal excise tax	434,061	606,888
	<u>913,663</u>	<u>1,104,262</u>
Net assets:		
Unrestricted	857,006,243	908,369,347
Temporarily restricted	42,699,437	293,000
	<u>899,705,680</u>	<u>908,662,347</u>
	<u>\$ 900,619,343</u>	<u>\$ 909,766,609</u>

See notes to consolidated financial statements.

The Edna McConnell Clark Foundation

**Consolidated Statements of Activities
Years Ended September 30, 2018 and 2017**

	2018			2017		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
Investment return:						
Net realized gains	\$ 27,580,870	\$ -	\$ 27,580,870	\$ 268,535,229	\$ -	\$ 268,535,229
Net decrease in unrealized gains net of deferred federal excise taxes	(17,109,903)	-	(17,109,903)	(235,947,764)	-	(235,947,764)
Interest and dividend income	20,639,446	-	20,639,446	10,201,829	-	10,201,829
	31,110,413	-	31,110,413	42,789,294	-	42,789,294
Investment management expenses	(1,698,093)	-	(1,698,093)	(4,298,810)	-	(4,298,810)
	29,412,320	-	29,412,320	38,490,484	-	38,490,484
Federal grant revenue	-	-	-	271,811	-	271,811
Partner contributions	3,375,000	100,614,800	103,989,800	1,057,010	6,325,910	7,382,920
Net assets released from restriction	58,208,363	(58,208,363)	-	6,032,910	(6,032,910)	-
	90,995,683	42,406,437	133,402,120	45,852,215	293,000	46,145,215
Program services:						
Grants awarded	125,863,816	-	125,863,816	62,656,172	-	62,656,172
Program and grant management expenses	15,945,583	-	15,945,583	13,339,935	-	13,339,935
	141,809,399	-	141,809,399	75,996,107	-	75,996,107
General management expenses	1,664,791	-	1,664,791	1,624,386	-	1,624,386
Federal excise taxes (benefit)	(1,115,403)	-	(1,115,403)	2,880,195	-	2,880,195
	142,358,787	-	142,358,787	80,500,688	-	80,500,688
(Decrease) increase in net assets	(51,363,104)	42,406,437	(8,956,667)	(34,648,473)	293,000	(34,355,473)
Net assets:						
Beginning of year	908,369,347	293,000	908,662,347	943,017,820	-	943,017,820
End of year	\$ 857,006,243	\$ 42,699,437	\$ 899,705,680	\$ 908,369,347	\$ 293,000	\$ 908,662,347

See notes to consolidated financial statements.

The Edna McConnell Clark Foundation

**Consolidated Statements of Cash Flows
Years Ended September 30, 2018 and 2017**

	2018	2017
Cash flows from operating activities:		
Decrease in net assets	\$ (8,956,667)	\$ (34,355,473)
Adjustments to reconcile decrease in net assets to net cash used in operating activities:		
Deferred federal excise tax (benefit)	(172,827)	(4,815,260)
Net realized gains	(27,580,870)	(268,535,229)
Net change in unrealized gains	17,282,730	240,763,024
Changes in:		
Other assets	826,179	(667,562)
Accounts payable and accrued expenses	(217,772)	108,628
Grants payable	200,000	(180,000)
Net cash used in operating activities	(18,619,227)	(67,681,872)
Cash flows from investing activities:		
Purchases of investments	(1,128,655,284)	(1,012,304,870)
Proceeds from sales of investments	1,138,024,573	1,057,643,727
Net cash provided by investing activities	9,369,289	45,338,857
Decrease in cash and cash equivalents	(9,249,938)	(22,343,015)
Cash and cash equivalents:		
Beginning of year	15,041,916	37,384,931
End of year	\$ 5,791,978	\$ 15,041,916

See notes to consolidated financial statements.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 1. Nature of Activities and Significant Accounting Policies

Nature of activities: The Edna McConnell Clark Foundation (the Foundation) is a private nonprofit foundation that makes grants to help better the lives of people in low-income communities.

In December 2016, the Foundation announced a limited life strategy reflecting its plans to expend all of its financial resources on an accelerated schedule to expand and sustain the work in connection with its grant-making strategies. Accordingly, the Foundation changed its investment policy to a largely fixed income strategy to support future commitments.

In October 2018, in conjunction with its limited life strategy, the Foundation announced a plan to fulfill its commitments in its Youth Development Fund (YDF) over the next three to four years. The Foundation also announced the formation of Blue Meridian Partners, Inc. (BMP Inc.), a 501(c)(3) organization that will partner with other investors to deliver more resources, engage more investors, and help ready more nonprofits to achieve their goals.

Blue Meridian Partners, LLC: In 2014, the Foundation created and was the sole member of a limited liability company, Blue Meridian Partners, LLC (BMP LLC). The purpose of BMP LLC was to support the field of youth development. The Foundation disbanded BMP LLC in 2018 upon the activation of BMP Inc. in April 2018. BMP LLC qualified as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code (the Code) and is classified as a disregarded entity for tax purposes.

Blue Meridian Partners, Inc.: In 2018, the Foundation created and is the sole member of a 501(c)(3), BMP Inc. The purpose of BMP Inc. is to support the field of youth development. BMP Inc. qualifies as a tax-exempt organization under Section 501(c)(3) of the Code and, accordingly, is generally not subject to federal income taxes.

Financial statement presentation: The consolidated financial statements have been prepared following accounting principles generally accepted in the United States of America (GAAP).

Principles of consolidation: The consolidated financial statements include the accounts of The Edna McConnell Clark Foundation, BMP LLC, and BMP Inc. (collectively, the Foundation). Significant intercompany balances and transactions are eliminated in consolidation.

Taxes: The Foundation qualifies as a tax-exempt organization under Section 501(c)(3) of the Code and, accordingly, is generally not subject to federal income taxes for most of its activities. However, in accordance with Section 4940(e) of the Code, the Foundation is subject to a federal excise tax of two percent of net investment income (including net realized taxable gains on security transactions) or of one percent if the Foundation meets certain specified distribution requirements. The Foundation was subject to a one percent tax rate for fiscal 2018 and 2017. The Foundation is also subject to federal and state income taxes at corporate rates on its unrelated business income.

The Foundation records deferred federal excise tax using a rate of one percent on the unrealized gains on investments being reported for financial reporting purposes in different periods than for tax purposes.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

The Foundation follows the accounting standard on accounting for uncertainty in income taxes, which addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under this guidance, the Foundation may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by taxing authorities, based on the technical merits of the position. Examples of tax positions include the tax-exempt status of the Foundation, and various positions related to the potential sources of unrelated business taxable income. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement. There were no unrecognized tax positions identified or recorded as liabilities for the reporting periods presented in these financial statements.

Other assets consist primarily of receivables from federal excise tax overpayments.

The Foundation files forms 990PF and 990-T in the U.S. federal jurisdiction and the State of New York.

BMP Inc. files form 990 in the U.S. federal jurisdiction and the State of New York, beginning in 2018.

Temporarily restricted net assets: Temporarily restricted net assets consist of net assets available for support, with donor-imposed restrictions, that may or will be met either by actions of the Foundation or the passage of time. Temporarily restricted net assets are reclassified to unrestricted net assets when the restrictions are met or have expired.

Cash and cash equivalents: The Foundation defines cash and cash equivalents as highly liquid investments with original maturities of 90 days or less which include cash equivalents held in investment managers' accounts that are temporarily uninvested. The Foundation maintains cash in bank deposit accounts that, at times, may exceed federally insured (FDIC) limits. The Foundation has not experienced any losses in such accounts. Management believes that the Foundation is not exposed to significant credit risk on cash.

Investments: Investments are carried at fair value based on either quoted prices or the observable inputs for similar instruments in active markets, or at approximate fair value, as determined by management, using the reported net asset value (NAV). Purchases and sales of securities are recorded on trade date. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

The Foundation invests in various investments. Such investments are exposed to various risks such as interest rate, market, and credit risk. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the consolidated statements of financial position.

Partner contributions: A funding agreement with certain other organizations and individuals (collectively, Partners) allow grants to be made jointly. Certain Partners have contributed funds directly to the Foundation when grants to be awarded are approved by the Foundation and conditions are satisfied. Partner contributions are recognized as revenue at this time. Prior to this time, commitments per the funding agreement are considered to be conditional. The Foundation has variance power over contributions received. Amounts intended for specific purposes are reflected as temporarily restricted revenue, and are released from restrictions when grants are paid or accrued.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

Certain Partners satisfied their commitment per the funding agreement by contributing instead to a donor-advised fund, which then awarded amounts directly to grantees, through March 2018. The Foundation did not have control over the donor-advised fund, and therefore funds contributed to, held by and disbursed (to grantees) by the donor-advised fund were not reflected in the Foundation's consolidated financial statements.

The donor-advised fund was closed in April 2018, at which time the fund distributed approximately \$46,700,000 to BMP Inc. The distribution received was recorded as partner contributions revenue (temporarily restricted) on the statement of activities for the year ended September 30, 2018.

Awards and grants: Unconditional awards and grants, including multi-year grants, are considered obligations when approved by the Foundation's Board of Trustees, at which time they are recorded in the financial statements as a liability. Grants payable due on dates greater than one year in the future are recorded net of a present value discount. The Foundation does not reflect as liabilities the amount of future years' grant commitments if they are subject to the Foundation's review and approval and other conditions to comply with grant requirements.

Functional allocation of expenses: The costs of providing the program and other activities have been presented on a functional basis in the consolidated statements of activities. Accordingly, certain costs have been allocated among program and supporting services benefited. Expenses that are common to program services and general management are allocated based on management's determination.

Use of estimates: The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts in the assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

Reclassifications: Certain 2017 amounts have been reclassified to conform to the current year presentation, without any effect on net assets or changes in net assets as previously reported.

Recent accounting pronouncements: In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-02, *Leases (Topic 842)*. Lessees will be required to recognize lease assets and lease liabilities on the statement of financial position for all leases with terms longer than twelve months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. The new standard will be effective for the Foundation's 2021 financial statements.

In August 2016, the FASB issued ASU 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. Key elements of the ASU include a reduction in the number of net asset categories from three to two, conforming requirements on releases of capital restrictions, several new requirements related to expense presentation and disclosure (including investment expenses), and new required disclosures communicating information useful in assessing liquidity. The new standard will be effective for the Foundation's 2019 financial statements.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

In June 2018, the FASB issued ASU 2018-08, *Not-for-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. This ASU provides guidance surrounding the categorization of certain transactions as contributions or exchange transactions. It further clarifies when contributions should be deemed conditional. The new standard will be effective beginning with the Foundation's 2020 financial statements (for contributions received) and 2021 financial statements (for contributions made).

The Foundation is currently evaluating the impact of the adoption of the above standards on its financial statements.

Subsequent events: Management of the Foundation has evaluated subsequent events for potential recognition and/or disclosure through April 17, 2019, the date the consolidated financial statements were available to be issued.

Note 2. Investments and Fair Values

Fair value is 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. Financial assets and liabilities recorded at fair value are categorized based upon the level of judgment associated with the inputs used to measure their value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Inputs are broadly defined as assumptions market participants would use in pricing an asset or liability. Under the fair value hierarchy, the inputs to valuation techniques are prioritized into the following levels:

Level 1. Inputs are quoted prices (unadjusted) for identical assets or liabilities in active markets that the Foundation has the ability to 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; and fair value is determined through the use of models or other valuation methodologies.

Level 3. Inputs are unobservable for the asset or liability and rely on management's own assumptions about the assumptions that market participants would use in pricing the asset or liability. The unobservable inputs would be developed based on the best information available in the circumstances and may include the entity's own data.

Substantially all of the Foundation's other assets and liabilities, except for leasehold improvements, are considered financial instruments and are either already reflected at fair value or at carrying amounts that approximate fair value because of the short maturity of the instruments.

The Foundation assesses the levels of financial instruments at each measurement date, and transfers between levels are recognized on the actual date of the event or change in circumstances that caused the transfer in accordance with the Foundation's accounting policy regarding recognition of transfers between levels of the fair value hierarchy. There were no significant transfers among Levels 1, 2, and 3 during the years ended September 30, 2018 and 2017.

Fixed income securities include U.S. Treasury notes and corporate bonds, which are traded on a national securities exchange or market are valued at the mean between the "bid" and "asked" quotations on that day, and mutual funds, which are valued at quoted market prices. Investments in money market funds and U.S. Government obligations are stated at the last reported sales price on the day of valuation. Alternative investments are recorded at NAV.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 2. Investments and Fair Values (Continued)

The following tables present the Foundation's fair value hierarchy for assets and liabilities measured at fair value on a recurring basis as of September 30, 2018 and 2017:

	2018			Total
	Level 1	Level 2	Valued Using Net Asset Value ⁽¹⁾	
Assets				
Investments:				
Fixed income securities	\$ 157,027,374	\$ 340,061,523	\$ 124,553,902	\$ 621,642,799
Alternative investments:				
Private equity	-	-	256,967,402	256,967,402
Credit/event driven	-	-	12,125,548	12,125,548
Other	-	-	1,964,664	1,964,664
	<u>\$ 157,027,374</u>	<u>\$ 340,061,523</u>	<u>\$ 395,611,516</u>	<u>\$ 892,700,413</u>
Cash and cash equivalents:				
Money market fund	\$ 4,352,595	\$ -	\$ -	\$ 4,352,595
	<u>\$ 4,352,595</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,352,595</u>
	2017			Total
	Level 1	Level 2	Valued Using Net Asset Value ⁽¹⁾	
Assets				
Investments:				
Fixed income securities	\$ 205,441,998	\$ 297,502,829	\$ 103,072,624	\$ 606,017,451
Alternative investments:				
Private equity	-	-	253,005,358	253,005,358
Credit/event driven	-	-	30,435,360	30,435,360
Other	-	-	2,313,393	2,313,393
	<u>\$ 205,441,998</u>	<u>\$ 297,502,829</u>	<u>\$ 388,826,735</u>	<u>\$ 891,771,562</u>
Cash and cash equivalents:				
Money market fund	\$ 4,369,671	\$ -	\$ -	\$ 4,369,671
	<u>\$ 4,369,671</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 4,369,671</u>

⁽¹⁾ Certain investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been categorized in the fair value hierarchy. The fair value amounts presented in the tables above are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the consolidated statements of financial position.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 2. Investments and Fair Values (Continued)

As of September 30, 2018 and 2017, the Foundation had no Level 3 investments.

The following table provides a summary of the alternative investments as of September 30, 2018 and 2017, by net asset class, whose fair value is calculated using NAV per share, or its equivalent:

Description	2018 Fair Value	2017 Fair Value	September 30, 2018		
			Unfunded Commitments and Recallable Capital Distributions	Redemption Frequency (if available)	Redemption Notice Period
Fixed income investments:					
Regulated investment companies	\$ 124,553,902	\$ 103,072,624	\$ -	Monthly-Quarterly	N/A
Alternative investments:					
Private equity	256,967,402	253,005,358	61,235,230	N/A - Annually	N/A - 180 days
Credit/event driven	12,125,548	30,435,360	-	Annually	180 days
Other	1,964,664	2,313,393	1,000,000	N/A - Annually	N/A - 45 days
	<u>\$ 395,611,516</u>	<u>\$ 388,826,735</u>	<u>\$ 62,235,230</u>		

Note 3. Temporarily Restricted Net Assets

Temporarily restricted net assets were \$42,699,436 and \$293,000 at September 30, 2018 and 2017, respectively.

In April 2018, BMP Inc. received a distribution of approximately \$46,700,000 from a closed donor-advised fund consisting of amounts originally contributed by certain Partners who used the fund to satisfy their commitments per the funding agreement. The distributed amount received is considered to be temporarily restricted for the purpose of making grant payments, and will be released from restriction when paid.

Note 4. Grants

The following schedule reconciles the total conditional and unconditional grant commitments approved by the Foundation's Board of Trustees to grants awarded expense in the consolidated statements of activities for the years ended 2018 and 2017:

	2018	2017
Conditional and unconditional grant commitments approved	\$ 129,764,323	\$ 138,693,086
Less conditional commitments in current year grants	(98,002,882)	(96,985,251)
Plus prior year conditional commitments met	94,102,375	20,948,337
Grants awarded	<u>\$ 125,863,816</u>	<u>\$ 62,656,172</u>

The Foundation had grants payable of \$200,000 at September 30, 2018 (2017 - \$0). The Foundation had \$239,246,758 of conditional grant commitments that are not reflected as liabilities in the consolidated statement of financial position at September 30, 2018 (2017 - \$263,647,250), of which \$130,053,000 is expected to be funded by Partners based on the funding agreement.

The Edna McConnell Clark Foundation

Notes to Consolidated Financial Statements

Note 5. Retirement Plans

The Foundation maintains two defined contribution retirement plans. The first plan covers all active full-time employees. Under the terms of the plan, the Foundation must contribute specified percentages of an employee's salary and allows employees to defer a portion of their pre or post-tax salaries. The plan is currently invested in employee-designated mutual funds that have been approved by the Foundation. The Foundation's contribution to the plan was \$656,114 for fiscal year 2018 (2017 – \$611,311).

The second plan is a supplemental retirement plan that covers highly compensated employees. Under the terms of the plan, the Foundation makes additional retirement contributions for employees who exceed regulatory thresholds related to pensionable earnings. The plan is currently invested in employee-designated mutual funds. The Foundation's contribution to the plan was \$109,554 for fiscal year 2018 (2017 – \$66,320).

Note 6. Commitments

The Foundation leases its office space under an operating lease agreement that expires in November 2019. The office space lease contains an escalation clause which provides for rental increases resulting from increases in real estate taxes and certain other operating expenses. The lease provides for two five-year renewal options. At September 30, 2018, the Foundation had the following aggregate minimum annual rental commitments under this lease:

2019	\$ 752,687
2020	125,448
	<u>\$ 878,135</u>

In December 2018, the Foundation has extended the office space lease for 10 years with minimum base rent payments of approximately \$753,000 annually.

Rent expense was \$755,995 for fiscal year 2018 (2017 - \$758,432).

Note 7. Concentration of Credit Risk

The majority of investment transactions of the Foundation are cleared and carried by the Bank of New York Mellon. The Foundation is subject to risks that this financial institution does not fulfill its obligations. The risk of default also depends on the creditworthiness of the counterparties to these transactions. The Foundation attempts to minimize this credit risk by monitoring the creditworthiness of the financial institution.

Supplementary Information



RSM US LLP

Independent Auditor's Report on the Supplementary Information

Board of Trustees
The Edna McConnell Clark Foundation

We have audited the consolidated financial statements of The Edna McConnell Clark Foundation (the Foundation) as of and for the years ended September 30, 2018 and 2017, and have issued our report thereon, which contains an unmodified opinion on those consolidated financial statements. See page 1. Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information is presented for purposes of additional analysis rather than to present the financial position and results of activities of the individual organizations and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

RSM US LLP

Chicago, Illinois
April 17, 2019

The Edna McConnell Clark Foundation

**Consolidating Statement of Financial Position
September 30, 2018**

	EMCF	BMP LLC	BMP Inc.	Eliminations	Consolidated
Assets					
Cash and cash equivalents	\$ 4,586,657	\$ -	\$ 1,205,321	\$ -	\$ 5,791,978
Receivable from BMP, Inc.	119,836	-	-	(119,836)	-
Investments, at fair value	849,874,618	-	42,825,795	-	892,700,413
Other assets	2,113,952	-	13,000	-	2,126,952
	<u>\$ 856,695,063</u>	<u>\$ -</u>	<u>\$ 44,044,116</u>	<u>\$ (119,836)</u>	<u>\$ 900,619,343</u>
Liabilities and Net Assets					
Liabilities:					
Accounts payable and accrued expenses	\$ 259,829	\$ -	\$ 19,773	\$ -	\$ 279,602
Grants payable	200,000	-	-	-	200,000
Deferred federal excise tax	434,061	-	-	-	434,061
Payable to EMCF	-	-	119,836	(119,836)	-
	<u>893,890</u>	<u>-</u>	<u>139,609</u>	<u>(119,836)</u>	<u>913,663</u>
Net assets:					
Unrestricted	855,801,173	-	1,205,070	-	857,006,243
Temporarily restricted	-	-	42,699,437	-	42,699,437
	<u>855,801,173</u>	<u>-</u>	<u>43,904,507</u>	<u>-</u>	<u>899,705,680</u>
	<u>\$ 856,695,063</u>	<u>\$ -</u>	<u>\$ 44,044,116</u>	<u>\$ (119,836)</u>	<u>\$ 900,619,343</u>

The Edna McConnell Clark Foundation

**Consolidating Statement of Activities
Year Ended September 30, 2018**

	EMCF	BMP LLC	BMP Inc. *	Eliminations	Consolidated
Investment return:					
Net realized gains	\$ 27,343,550	\$ -	\$ 237,320	\$ -	\$ 27,580,870
Net (decrease) increase in unrealized gains, net of deferred federal excise taxes	(17,283,378)	-	173,475	-	(17,109,903)
Interest and dividend income	20,305,776	31,348	302,322	-	20,639,446
	<u>30,365,948</u>	<u>31,348</u>	<u>713,117</u>	<u>-</u>	<u>31,110,413</u>
Investment management expenses	(1,698,093)	-	-	-	(1,698,093)
	<u>28,667,855</u>	<u>31,348</u>	<u>713,117</u>	<u>-</u>	<u>29,412,320</u>
Partner contributions	-	15,330,866	115,285,034	(26,626,100)	103,989,800
	<u>28,667,855</u>	<u>15,362,214</u>	<u>115,998,151</u>	<u>(26,626,100)</u>	<u>133,402,120</u>
Program services:					
Grants awarded	69,021,052	13,472,008	69,996,856	(26,626,100)	125,863,816
Program and grant management expenses	11,504,447	2,344,348	2,096,788	-	15,945,583
	<u>80,525,499</u>	<u>15,816,356</u>	<u>72,093,644</u>	<u>(26,626,100)</u>	<u>141,809,399</u>
General management expenses	1,664,791	-	-	-	1,664,791
Federal excise taxes (benefit)	(1,115,403)	-	-	-	(1,115,403)
	<u>81,074,887</u>	<u>15,816,356</u>	<u>72,093,644</u>	<u>(26,626,100)</u>	<u>142,358,787</u>
(Decrease) increase in net assets	(52,407,032)	(454,142)	43,904,507	-	(8,956,667)
Net assets:					
Beginning of year	908,208,205	454,142	-	-	908,662,347
End of year	<u>\$ 855,801,173</u>	<u>\$ -</u>	<u>\$ 43,904,507</u>	<u>\$ -</u>	<u>\$ 899,705,680</u>

* Activity for BMP Inc. began April 1, 2018.