

Ms. Foundation For Women, Inc.

Financial Statements

June 30, 2013 and 2012

Independent Auditors' Report

**Board of Directors
Ms. Foundation For Women, Inc.**

We have audited the accompanying financial statements of the Ms. Foundation For Women, Inc., which comprise the statements of financial position as of June 30, 2013 and 2012, and the related statements of activities, functional expense and cash flows for the years 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 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.

Auditors' 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 audit to obtain reasonable assurance about whether the financial statements are free of 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 auditors' 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 financial position of the Ms. Foundation For Women, Inc. as of June 30, 2013 and 2012, 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.

O'Connor Davies, LLP

Harrison, New York
December 2, 2013

Ms. Foundation For Women, Inc.

Statements of Financial Position

	June 30,	
	<u>2013</u>	<u>2012</u>
ASSETS		
Cash and cash equivalents	\$ 1,889,055	\$ 3,009,067
Pledges, grants and contributions receivable	4,068,147	2,436,401
Accrued interest receivable	6,244	18,781
Prepaid expense and other receivables	268,730	388,752
Investments	34,622,586	31,722,558
Furniture, equipment and leasehold improvements, net of accumulated depreciation and amortization	623,763	765,299
Art work	77,000	77,000
Rent security deposits, restricted cash equivalent	<u>140,548</u>	<u>140,477</u>
	<u>\$ 41,696,073</u>	<u>\$ 38,558,335</u>
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 587,832	\$ 598,205
Grants payable	484,000	1,111,000
Deferred rent	<u>182,896</u>	<u>142,253</u>
Total Liabilities	1,254,728	1,851,458
NET ASSETS		
Unrestricted		
General Operations	1,955,150	2,468,162
Board Designated	<u>1,416,292</u>	<u>1,261,160</u>
	3,371,442	3,729,322
Temporarily restricted	12,362,285	8,790,717
Permanently restricted	<u>24,707,618</u>	<u>24,186,838</u>
Total Net Assets	<u>40,441,345</u>	<u>36,706,877</u>
	<u>\$ 41,696,073</u>	<u>\$ 38,558,335</u>

Ms. Foundation For Women, Inc.

Statement of Activities
Year Ended June 30, 2013

	<u>Unrestricted</u>		<u>Temporarily</u>	<u>Permanently</u>	
	<u>General</u>	<u>Board Designated</u>	<u>Restricted</u>	<u>Restricted</u>	<u>Total</u>
PUBLIC SUPPORT AND REVENUE					
Contributions and grants	\$ 1,359,179	\$ 1,000	\$ 5,489,735	\$ 360,941	\$ 7,210,855
Special events, net of direct donor benefit of \$328,633	593,142	-	254,471	-	847,613
Investment income, net	8,541	22,249	572,747	-	603,537
Net realized (loss) gain on investment transactions	(2,582)	30,392	736,428	-	764,238
Other income	2,080	-	2,015	-	4,095
	<u>1,960,360</u>	<u>53,641</u>	<u>7,055,396</u>	<u>360,941</u>	<u>9,430,338</u>
Total Public Support and Revenue					
Net assets for program services released from restrictions	5,934,013	-	(5,934,013)	-	-
	<u>7,894,373</u>	<u>53,641</u>	<u>1,121,383</u>	<u>360,941</u>	<u>9,430,338</u>
Total Support, Revenue and Other					
EXPENSES					
Program Services					
Grants and Capacity Building	3,815,740	-	-	-	3,815,740
Advocacy and Policy	566,608	-	-	-	566,608
Public Education	1,052,941	-	-	-	1,052,941
Total Program Services	<u>5,435,289</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>5,435,289</u>
Supporting Services					
General and administration	1,481,119	-	-	-	1,481,119
Fundraising	1,492,816	-	-	-	1,492,816
Total Supporting Services	<u>2,973,935</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,973,935</u>
Total Expenses	<u>8,409,224</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>8,409,224</u>
Change in Net Assets Before Change in Unrealized Gain on Investments	(514,851)	53,641	1,121,383	360,941	1,021,114
Change in Unrealized Gain on Investments	1,839	101,491	2,450,185	159,839	2,713,354
Change in Net Assets	(513,012)	155,132	3,571,568	520,780	3,734,468
NET ASSETS					
Beginning of year	<u>2,468,162</u>	<u>1,261,160</u>	<u>8,790,717</u>	<u>24,186,838</u>	<u>36,706,877</u>
End of year	<u>\$ 1,955,150</u>	<u>\$ 1,416,292</u>	<u>\$ 12,362,285</u>	<u>\$ 24,707,618</u>	<u>\$ 40,441,345</u>

Ms. Foundation For Women, Inc.

Statement of Activities
Year Ended June 30, 2012

	Unrestricted		Temporarily Restricted	Permanently Restricted	Total
	General	Board Designated			
PUBLIC SUPPORT AND REVENUE					
Contributions and grants	\$ 1,142,756	\$ -	\$ 2,936,468	\$ -	\$ 4,079,224
Special events, net of direct donor benefit of \$276,811	519,221	-	-	-	519,221
Investment income	9,861	27,879	741,102	-	778,842
Net realized gain on investment transactions	2,567	7,058	172,328	-	181,953
Other income	38	-	-	-	38
Total Public Support and Revenue	1,674,443	34,937	3,849,898	-	5,559,278
Net assets for program services released from restrictions and donor redesignation	7,136,513	-	(6,911,682)	(224,831)	-
Total Support, Revenue and Other	8,810,956	34,937	(3,061,784)	(224,831)	5,559,278
EXPENSES					
Program Services					
Grants and Capacity Building	5,237,842	-	-	-	5,237,842
Advocacy and Policy	51,871	-	-	-	51,871
Public Education	850,656	-	-	-	850,656
Total Program Services	6,140,369	-	-	-	6,140,369
Supporting Services					
General and administration	1,453,417	-	-	-	1,453,417
Fundraising	1,469,613	-	-	-	1,469,613
Total Supporting Services	2,923,030	-	-	-	2,923,030
Total Expenses	9,063,399	-	-	-	9,063,399
Change in Net Assets before Change in Unrealized Loss on Investments	(252,443)	34,937	(3,061,784)	(224,831)	(3,504,121)
Change in Unrealized Loss on Investments	(438)	(31,497)	(824,675)	(50,847)	(907,457)
Change in Net Assets	(252,881)	3,440	(3,886,459)	(275,678)	(4,411,578)
NET ASSETS					
Beginning of year	2,721,043	1,257,720	12,677,176	24,462,516	41,118,455
End of year	\$ 2,468,162	\$ 1,261,160	\$ 8,790,717	\$ 24,186,838	\$ 36,706,877

Ms. Foundation For Women, Inc.
Statement of Functional Expenses
For the Year Ended June 30, 2013

	Program Services										Supporting Services			Total Expenses	
	Grants and Capacity Building										Total Program Services	General and Administration	Fundraising		Total
Women's Health	Economic Justice	Ending Violence	Building Democracy	Donor Advised Grantmaking	Leadership/ Capacity Building	Grantee Communication	Total Grants and Capacity Building	Advocacy and Policy	Public Education						
Grant awards	\$ 581,000	\$ 108,000	\$ 745,000	\$ 9,000	\$ 224,500	\$ 20,000	\$ 85,000	\$ 1,772,500	\$ -	\$ -	\$ 1,772,500	\$ -	\$ -	\$ -	\$ 1,772,500
Convenings	-	-	-	-	-	239,713	-	239,713	-	-	239,713	-	-	-	239,713
Personnel costs	211,932	414,350	272,981	-	-	121,039	156,013	1,176,315	443,568	493,747	2,113,630	809,776	812,636	1,622,412	3,736,042
Consultants and outside services	-	58,916	-	-	150	273,012	22,984	355,062	13,448	260,820	629,330	94,344	147,630	241,974	871,304
Legal and auditing services	-	6,001	-	-	-	-	-	6,001	-	617	6,618	87,194	-	87,194	93,812
Rent and office	44,323	72,262	53,362	-	319	25,200	25,113	220,579	82,017	131,554	434,150	201,888	232,649	434,537	868,687
Travel	5,507	6,950	6,493	-	2,835	617	6,928	29,330	12,833	11,840	54,003	25,648	33,461	59,109	113,112
Space rental and catering	736	1,953	967	-	125	337	376	4,494	5,669	1,442	11,605	3,634	7,098	10,732	22,337
Mailhouse and acquisition	-	-	-	-	-	-	-	-	-	-	-	-	41,956	41,956	41,956
Memberships and subscriptions	1,124	291	146	-	709	266	84	2,620	727	38,888	42,235	24,544	110,670	135,214	177,449
Printing and graphic design	126	203	191	-	410	73	49	1,052	6,112	92,031	99,195	1,242	87,703	88,945	188,140
Conferences and staff development	1,262	1,271	1,421	-	-	824	2,075	6,853	1,584	2,168	10,605	25,677	2,390	28,067	38,672
Insurance	-	-	-	-	-	-	-	-	-	-	-	46,645	-	46,645	46,645
Outside events and other charitable	-	-	-	-	-	-	-	-	500	1,982	2,482	2,750	525	3,275	5,757
Bad debts	-	-	-	-	789	-	-	789	-	-	789	-	4,789	4,789	5,578
Miscellaneous advertising	-	-	-	-	-	-	-	-	-	17,172	17,172	3,916	467	4,383	21,555
Miscellaneous expenses	84	117	130	-	30	40	31	432	150	680	1,262	3,657	10,842	14,499	15,761
Total Expenses Before Depreciation and Amortization	846,094	670,314	1,080,691	9,000	229,867	681,121	298,653	3,815,740	566,608	1,052,941	5,435,289	1,330,915	1,492,816	2,823,731	8,259,020
Depreciation and amortization	-	-	-	-	-	-	-	-	-	-	-	150,204	-	150,204	150,204
Total Expenses	\$ 846,094	\$ 670,314	\$ 1,080,691	\$ 9,000	\$ 229,867	\$ 681,121	\$ 298,653	\$ 3,815,740	\$ 566,608	\$ 1,052,941	\$ 5,435,289	\$ 1,481,119	\$ 1,492,816	\$ 2,973,935	\$ 8,409,224

Ms. Foundation For Women, Inc.
Statement of Functional Expenses
For the Year Ended June 30, 2012

	Program Services										Supporting Services				Total Expenses
	Grants and Capacity Building										Total Program Services	General and Administration		Total	
	Women's Health	Economic Justice	Ending Violence	Building Democracy	Donor Advised Grantmaking	Leadership/Capacity Building	Grantee Communication	Total Grants and Capacity Building	Advocacy and Policy	Public Education		Administration	Fundraising		
Grant awards	\$ 1,024,194	\$ 666,500	\$ 801,800	\$ 36,550	\$ 259,188	\$ 84,800	\$ -	\$ 2,873,032	\$ -	\$ -	\$ 2,873,032	\$ -	\$ -	\$ -	\$ 2,873,032
Convenings	-	-	-	-	-	179,221	-	179,221	-	-	179,221	-	-	-	179,221
Personnel costs	207,697	451,611	258,492	-	19,536	146,793	114,757	1,198,886	28,443	431,951	1,659,280	875,252	792,793	1,668,045	3,327,325
Consultants and outside services	3,672	5,129	3,675	-	369	391,480	219,210	623,535	16,185	212,527	852,247	93,785	120,468	214,253	1,066,500
Legal and auditing services	-	-	-	-	-	-	-	-	-	-	-	41,069	-	41,069	41,069
Rent and office	57,113	86,357	61,427	-	6,104	42,431	23,940	277,372	6,764	142,362	426,498	187,861	223,981	411,842	838,340
Travel	3,594	5,005	7,527	-	101	8,120	1,213	25,560	351	3,683	29,594	17,498	20,711	38,209	67,803
Space rental and catering	1,002	2,532	984	-	749	1,895	397	7,559	54	1,558	9,171	11,103	3,631	14,734	23,905
Mailhouse and acquisition	-	-	-	-	-	-	-	-	-	-	-	-	128,846	128,846	128,846
Memberships and subscriptions	1,005	286	169	-	682	1,741	77	3,960	13	37,975	41,948	21,046	111,564	132,610	174,558
Printing and graphic design	784	92	102	-	1,523	1,266	22	3,789	4	5,006	8,799	197	4,548	4,745	13,544
Conferences and staff development	733	1,855	4,949	-	-	2,305	18	9,860	3	1,385	11,248	3,050	151	3,201	14,449
Insurance	-	-	-	-	-	-	-	-	-	-	-	41,952	-	41,952	41,952
Outside events and other charitable	-	-	-	-	673	1,700	-	2,373	-	450	2,823	-	1,825	1,825	4,648
Bad debts	-	-	-	25,000	-	-	-	25,000	-	-	25,000	-	46,250	46,250	71,250
Miscellaneous advertising	323	656	382	-	4,222	245	174	6,002	29	13,273	19,304	1,511	1,602	3,113	22,417
Miscellaneous expenses	324	557	263	-	10	420	119	1,693	25	486	2,204	5,532	13,243	18,775	20,979
Total Expenses Before Depreciation and Amortization	1,300,441	1,220,580	1,139,770	61,550	293,157	862,417	359,927	5,237,842	51,871	850,656	6,140,369	1,299,856	1,469,613	2,769,469	8,909,838
Depreciation and amortization	-	-	-	-	-	-	-	-	-	-	-	153,561	-	153,561	153,561
Total Expenses	\$ 1,300,441	\$ 1,220,580	\$ 1,139,770	\$ 61,550	\$ 293,157	\$ 862,417	\$ 359,927	\$ 5,237,842	\$ 51,871	\$ 850,656	\$ 6,140,369	\$ 1,453,417	\$ 1,469,613	\$ 2,923,030	\$ 9,063,399

Ms. Foundation For Women, Inc.

Statement of Cash Flows

	June 30,	
	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 3,734,468	\$ (4,411,578)
Adjustments to reconcile change in net assets to net cash from operating activities		
Bad debts	5,578	71,250
Depreciation and amortization	150,204	153,561
Realized gain on sales of investments	(764,238)	(181,953)
Unrealized (gain) loss of investments	(2,713,354)	907,457
Deferred rent	40,643	40,644
Change in operating assets and liabilities		
Pledges, grants and contributions receivable	(1,637,324)	93,963
Accrued interest receivable	12,537	(17,327)
Prepaid expenses and other receivables	119,954	(200,715)
Accounts payable and accrued expenses	(10,373)	220,321
Grants payable	(627,000)	6,000
Net Cash from Operating Activities	<u>(1,688,905)</u>	<u>(3,318,377)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of furniture, equipment and leasehold improvements	(8,668)	(56,221)
Proceeds from sale of equipment	-	1,389
Proceeds from sale of investments	14,528,071	11,434,248
Purchases of investments	(13,950,510)	(10,963,035)
Net Cash from Investing Activities	<u>568,893</u>	<u>416,381</u>
Net Change in Cash and cash equivalents	(1,120,012)	(2,901,996)
CASH AND CASH EQUIVALENTS		
Beginning of year	<u>3,009,067</u>	<u>5,911,063</u>
End of year	<u>\$ 1,889,055</u>	<u>\$ 3,009,067</u>

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

1. Organization

The Ms. Foundation for Women (“Ms. Foundation”) fights to eliminate barriers to equality. Since 1973, we have worked to secure the same opportunities for all women in the U.S. through our support of trailblazing women’s organizations nationwide representing those most impacted by injustice – especially low-income women, women of color and immigrant women.

Ms. Foundation focuses on the three primary program areas listed below and provide leadership on additional emerging issues for women:

Economic Justice: Ms. Foundation is transforming the child care system by organizing parents and workers to promote policies that support affordable, high-quality and flexible care for children and advance working conditions for care providers.

Reproductive Health: Ms. Foundation is expanding the base of reproductive health advocates to increase the participation of those most marginalized, yet also most impacted by lack of access.

Safety: Ms. Foundation is building a movement to prevent child sexual abuse, reforming policies and changing cultural attitudes.

As an activist foundation, the following activities support its mission:

Grantmaking and Capacity Building: Provides dynamic grassroots organizations with financial resources, strategic planning and leadership development to strengthen their organizational effectiveness. In addition, Ms. Foundation connects groups to one another and helps build alliances to expand networks of grassroots advocacy organizations for greater impact.

Strategic Communications: Increases the impact and visibility of both our grantees’ work and our own.

Advocacy and Policy: Addresses structural barriers to equality, provides thought-leadership on cutting-edge issues and amplifies grassroots voices.

The Ms. Foundation also administers several donor-advised funds that are consistent with its mission and focus.

2. Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”). Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of Ms. Foundation and changes therein are classified and reported as unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

2. Summary of Significant Accounting Policies (*continued*)

Use of Estimates

The preparation of financial statements in accordance with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly actual results could differ from those estimates.

Unrestricted Net Asset Designations

Board Designated - By action of Ms. Foundation's Board of Directors and past management practice, certain funds have been designated for specific uses. These designations are reflected as a separate component of unrestricted net assets in the accompanying financial statements. The use of the net assets is not restricted; rather, the use of these assets requires a specific action of the Board of Directors or senior management.

Public Support and Revenue

Unconditional promises to give are recorded as received. Unconditional promises to give due in the next year are reflected as promises to give and are recorded at their net realizable value. Unconditional promises to give that are due in subsequent years are reflected as long-term promises to give and are discounted to the present value of their net realizable value, using discount rates applicable to the years in which the promises are received. The discount is amortized to contribution income over the discount period.

Grants and other contributions of cash and other assets are reported as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor 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 statement of activities as net assets released from restriction.

Contributions of donated noncash assets are recorded at their fair values in the period received. Contributions of donated services that create or enhance nonfinancial assets or that require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation, are recorded at the fair value in the period received.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

2. Summary of Significant Accounting Policies (*continued*)

Grant Expenses

Contributions made and unconditional promises to give are recognized as expenses in the period made at their fair value.

Allocation of Expenses

Ms. Foundation allocates its expenses on a functional basis among its various program and supporting services. Expenses which can be identified with a specific program or supporting activity are allocated directly to that activity. Other expenses that are common to several functions are allocated among the program and supporting services benefited.

Cash Equivalents

Ms. Foundation considers all unrestricted highly liquid debt instruments with maturities of three months or less, at the time of purchase, to be cash equivalents, except those deemed held for investment purposes.

Allowance for Uncollectible Receivables

An allowance for uncollectible receivables is estimated based on a combination of write-off history, aging analysis and any specific known troubled accounts. At June 30, 2013 and 2012, management has concluded that an allowance is not required.

Fair Value Measurements

Ms. Foundation follows U.S. GAAP guidance on "Fair Value Measurements" which establishes a fair value hierarchy organized into three levels based upon the "input" assumptions used in pricing assets. Level 1 inputs have the highest reliability and are related to assets with quoted prices in active markets. Level 2 inputs relate to assets with other than quoted prices in active markets which may include quoted prices for similar assets or other inputs which can be corroborated by observable market data. Level 3 inputs are unobservable inputs and are used to the extent that observable inputs do not exist.

The fair values by input level of Ms. Foundation's investments are included in Note 5 to the financial statements.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

2. Summary of Significant Accounting Policies (*continued*)

Investments and Investment Income

Investments in debt and equity securities are carried at Fair Value.

Certificates of Deposit are valued at cost plus accrued interest which approximates fair value.

Income from investments, including both realized and unrealized gains and losses, are treated as an increase in unrestricted net assets unless otherwise specified by donors.

Ms. Foundation pools certain unrestricted, temporarily restricted, and permanently restricted investments. Investment income and appreciation are allocated quarterly based on the percentage of each fund's net asset balance to the total, adjusted for additions to and withdrawals from the investment pool.

Furniture, Equipment and Leaseholds

Ms. Foundation capitalizes all significant expenditures in excess of \$1,000 for furniture and equipment and leasehold improvements. These assets are recorded at cost. Depreciation of furniture and equipment are provided for on a straight-line basis over the estimated useful lives of the assets. Leasehold improvements are amortized over the lesser of the term of the related lease or the estimated useful lives of the assets.

Artwork

Artwork, which consists of several paintings, donated in 1994 is carried at the fair value. These items are not held as part of a collection and if disposed of, the proceeds can be used for general operations.

Income Taxes

Ms. Foundation for Women, Inc. is a charitable organization exempt from income tax under Section 501(c)(3) of the Internal Revenue Code and has been classified as other than a private foundation.

Accounting for Uncertainty in Income Taxes

Ms. Foundation recognizes the effect of tax positions only when they are more likely than not to be sustained. Management is not aware of any violation of its tax status as an organization exempt from income taxes, nor of any exposure to unrelated business income tax. The Ms. Foundation is no longer subject to examinations by the applicable taxing jurisdictions for periods prior to 2010.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

2. Summary of Significant Accounting Policies (*continued*)

Advertising

Ms. Foundation recognizes all advertising and related costs as incurred. Advertising expense was \$21,555 and \$22,417 for the years ending June 30, 2013 and 2012.

Subsequent Events Evaluation by Management

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued, which date is December 2, 2013.

3. Concentration of Credit Risk

Financial instruments that potentially subjects Ms. Foundation to concentrations of credit risk consist principally of cash, temporary cash investments, pledge, grants and contributions receivable and investment securities. At times, cash balances held at financial institutions were in excess of federally insured limits. Ms. Foundation believes that no significant concentration of credit risk exists with respect to pledge, grants and contributions receivable. Concentration of credit risk with respect to investments is reduced by diversification, professional management, and limited exposure to any single investment.

4. Pledges, Grants and Contributions Receivable

Ms. Foundation had pledges, grants and contributions receivable representing the following at June 30:

	<u>2013</u>	<u>2012</u>
Restricted for future operations	\$ 2,452,342	\$ 1,139,480
Temporarily restricted for purpose	2,035,079	1,358,850
Permanently restricted	<u>3,500</u>	<u>3,500</u>
Total Pledges Receivable	<u>\$ 4,490,921</u>	<u>\$ 2,501,830</u>
Receivable in less than one year	\$ 2,601,920	\$ 1,600,830
Receivable in one to five years	1,889,000	901,000
Less discounts to present value	<u>(422,773)</u>	<u>(65,429)</u>
Net Pledges Receivable	<u>\$ 4,068,147</u>	<u>\$ 2,436,401</u>

The discount rate used for pledges, grants and contributions receivable outstanding through June 30, 2013 and 2012 was 4.25%.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

5. Investments and Investment Return

Investments at June 30 are as follows:

	<u>2013</u>	<u>2012</u>
Equity securities		
Energy	\$ 1,895,291	\$ 2,086,302
Materials	1,161,750	657,322
Industrials	3,133,121	2,471,908
Consumer discretionary	2,672,617	1,377,143
Consumer staples	1,982,608	2,206,188
Healthcare	1,941,403	1,669,643
Financials	3,146,240	2,572,298
Information technology	<u>3,711,636</u>	<u>2,854,947</u>
Total Equity Securities	19,644,666	15,895,751
U.S. Government obligations	2,949,738	3,133,475
Money market	134,687	518,996
Mutual funds		
Intermediate term bond	<u>11,793,495</u>	<u>12,074,336</u>
Total Investments at Fair Value, valued using Level 1 inputs	34,522,586	31,622,558
Certificate of deposit	<u>100,000</u>	<u>100,000</u>
Total Investments	<u>\$ 34,622,586</u>	<u>\$ 31,722,558</u>

During the year ended June 30, 2013 there were no transfers in or out of Levels 1, 2 or 3 of the fair value hierarchy.

Investment return for the year ended June 30 is as follows:

	<u>2013</u>	<u>2012</u>
Dividends and interest of securities	\$ 791,051	\$ 971,548
Net realized gain on sale of investments	764,238	181,953
Unrealized gain (loss) on investments	2,713,354	(907,457)
Investment advisory fees	<u>(187,514)</u>	<u>(192,706)</u>
	<u>\$ 4,081,129</u>	<u>\$ 53,338</u>

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

6. Furniture, Equipment and Leasehold improvements

Furniture, equipment and leasehold improvements consist of the following at June 30:

	<u>2013</u>	<u>2012</u>
Furniture and equipment	\$ 579,978	\$ 571,310
Leasehold improvements	<u>1,329,989</u>	<u>1,329,989</u>
	1,909,967	1,901,299
Accumulated depreciation and amortization	<u>(1,286,204)</u>	<u>(1,136,000)</u>
	<u>\$ 623,763</u>	<u>\$ 765,299</u>

7. Temporarily Restricted Net Assets

Temporarily restricted net assets at June 30 are available for the following purposes:

	<u>2013</u>	<u>2012</u>
Economic Justice	\$ 190,471	\$ 263,249
Leading the Way Fund	-	43,540
Women's Health	676,056	321,252
Leadership/Capacity Building	15,250	173,930
Ending Violence	1,281,490	332,144
Endowment	3,584,996	1,244,667
Public education	-	175,000
Advocacy and Policy	41,710	13,134
Donor Advised Grantmaking		
The Rabbit Fund	1,971,473	2,175,522
Gloria Fund	168,972	135,020
E.P. Fund	710,038	778,898
Ware Fund	22,793	23,140
Sophia Fund	87,500	111,705
OMA Fund	1,781,351	1,661,321
R. Luxemburg Fund	40,000	-
AWGC	13,461	1,686
General Support restricted for future period	<u>1,776,724</u>	<u>1,336,509</u>
	<u>\$ 12,362,285</u>	<u>\$ 8,790,717</u>

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

7. Temporarily Restricted Net Assets (continued)

The amounts released from restrictions during the year ended June 30 are as follows:

	<u>2013</u>	<u>2012</u>
Economic Justice	\$ 453,721	\$ 492,827
Leading the Way Fund	43,541	993,343
Women's Health	881,204	1,446,356
Leadership/Capacity Building	323,677	57,076
Ending Violence	1,411,881	1,442,928
Building Democracy	-	31,188
Endowment	1,100,000	1,106,346
Public education	365,000	30,000
Advocacy and Policy	81,688	11,789
Donor Advised Grantmaking		
The Rabbit Fund	200,250	32,979
Gloria Fund	58,500	100,000
E.P. Fund	67,500	182,728
Sophia Fund	198,928	164,328
Ware Fund	347	352
OMA Fund	111,488	103,885
AWGC	85,285	63,886
General Support designated for June 30	<u>551,003</u>	<u>651,671</u>
	<u>\$ 5,934,013</u>	<u>\$ 6,911,682</u>

8. Pension Plan

Ms. Foundation sponsors a tax deferred annuity plan that covers employees who have completed one year of service. Contributions to the plan were based on three (3) percent of employees' salaries. For the fiscal year ended June 30, 2013 and 2012, the amount of the pension expense is \$60,109 and \$51,597.

9. Lease Commitments

Ms. Foundation leases its office facility under an operating lease that expires on December 31, 2022. The lease agreement provides for, among other matters, a security deposit of \$324,048 in the form of a letter of credit to the landlord. The security deposit was reduced to \$234,048 as of the rent commencement date and was reduced to \$140,429 on December 1, 2011, the third anniversary of the rent commencement date.

Ms. Foundation maintains a separate bank account as collateral for the letter of credit. As of June 30, 2013 and 2012, the account had a balance of \$140,548 and \$140,477, respectively.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

9. Lease Commitments (*continued*)

The office facility lease has annual rent that increases over the period of the lease. For financial statement purposes, rent payments are being accounted for on a straight-line basis. Accordingly, the accompanying statement of financial position reflects a liability for deferred rent for the difference of the expense charged over the amounts payable pursuant to the lease terms.

The future minimum lease payments under the lease, exclusive of electricity and certain escalation costs are as follows:

<u>Year ending June 30:</u>	
2014	\$ 583,600
2015	605,485
2016	605,485
2017	605,485
2018	605,485
Thereafter	<u>2,899,762</u>
	<u>\$ 5,905,302</u>

Rent expense for 2013 and 2012 amounted to \$623,338 and \$645,777.

10. Permanently Restricted Net Assets and Endowments

As of June 30, permanently restricted net assets, inclusive of pledge receivables, which are restricted to investments in perpetuity, consisted of the following:

	<u>2013</u>	<u>2012</u>
Permanently Restricted Net Assets		
General Endowment Fund	\$ 22,493,529	\$ 22,493,529
Gloria Endowment Fund	1,853,148	1,693,309
Reproductive Justice Endowment Fund	<u>360,941</u>	<u>-</u>
	<u>\$ 24,707,618</u>	<u>\$ 24,186,838</u>

During 2012, a donor re-designated its prior contribution to the endowment fund to unrestricted operations resulting in the release of \$224,831, which represented the amount of the gift net of present value.

Interpretation of Relevant Law

The Board of Directors has interpreted New York Prudent Management of Institutional Funds Act ("NYPMIFA") as allowing Ms. Foundation to appropriate for expenditures or accumulate so much of the donor-restricted endowment fund as Ms. Foundation determines is prudent for the uses, benefits, purposes, and duration for which the endowment fund is established, subject to the intent of the donors as expressed in their gift instruments. The assets in the endowment funds shall be donor-restricted assets until appropriated for expenditure by the Board of Directors. Unless authorized by the Board of Directors, the appropriations from the endowment fund should not deplete the historical dollar value of the endowment fund.

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

10. Permanently Restricted Net Assets and Endowments (continued)

The income from the general endowment is expendable for operations. The income from the Gloria endowment fund is available to support grantmaking activities of the Gloria fund. The income from the Rend endowment fund is available to cover all activities in the area of reproductive health.

Ms. Foundation utilizes a total return investment approach with its asset allocation diversified over multiple asset classes. Target allocation percentages are established for various asset classes and are modified over time. Performance is measured against a composite benchmark of investment indices reflecting the target asset allocation.

Ms. Foundation utilizes the following spending methodology to determine its annual draw down from the Endowment Funds:

5% of the fair market value of the Endowment Fund as measured on quarterly basis throughout the fiscal year. Drawdowns are limited to income and proceeds from realized gains on investments.

The following is a reconciliation of the activity in the Endowment Funds for the year ending June 30:

	2013			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Balance at June 30, 2012	\$ 1,184,913	\$ 1,402,828	\$ 24,183,250	\$ 26,770,991
Contributions	400,941	-	360,941	761,882
Interests and dividends	28,968	694,860	-	723,828
Realized gains	30,392	726,033	-	756,425
Investment expenses	(6,719)	(161,465)	-	(168,184)
Unrealized appreciation	101,491	2,273,749	159,839	2,535,079
Approved for expenditure	1,158,500	(1,158,500)	-	-
Drawdowns	(1,639,021)	-	-	(1,639,021)
Balance at June 30, 2013	<u>\$ 1,259,465</u>	<u>\$ 3,777,505</u>	<u>\$ 24,704,030</u>	<u>\$ 29,741,000</u>
Comprised of the following:				
Donor endowment	\$ 16,964	\$ 3,584,999	\$ 24,704,030	\$ 28,305,993
Donor restricted funds for purpose	27,211	192,506	-	219,717
Board designated funds	<u>1,215,290</u>	<u>-</u>	<u>-</u>	<u>1,215,290</u>
	<u>\$ 1,259,465</u>	<u>\$ 3,777,505</u>	<u>\$ 24,704,030</u>	<u>\$ 29,741,000</u>

Ms. Foundation For Women, Inc.

Notes to Financial Statements
June 30, 2013 and 2012

10. Permanently Restricted Net Assets and Endowments (continued)

	2012			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Balance at June 30, 2011	\$1,127,962	\$2,512,773	\$24,150,764	\$ 27,791,499
Contributions	-	1,500	-	1,500
Cash transferred in	-	93,654	-	93,654
Pledge collections	-	-	83,333	83,333
Interests and dividends	32,835	823,378	-	856,213
Realized gains	4,058	175,259	-	179,317
Investment expenses	(3,187)	(155,405)	-	(158,592)
Unrealized depreciation	(31,497)	(747,979)	(50,847)	(830,323)
Approved for expenditure	1,300,352	(1,300,352)	-	-
Drawdowns	<u>(1,245,610)</u>	<u>-</u>	<u>-</u>	<u>(1,245,610)</u>
Balance at June 30, 2012	<u>\$ 1,184,913</u>	<u>\$ 1,402,828</u>	<u>\$ 24,183,250</u>	<u>\$ 26,770,991</u>
Comprised of the following:				
Donor endowment	\$ 20,884	\$ 1,244,667	\$ 24,183,250	\$ 25,448,801
Donor restricted funds for purpose	102,872	158,161	-	261,033
Board designated funds	<u>1,061,157</u>	<u>-</u>	<u>-</u>	<u>1,061,157</u>
	<u>\$ 1,184,913</u>	<u>\$ 1,402,828</u>	<u>\$ 24,183,250</u>	<u>\$ 26,770,991</u>

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