THEODORE ROOSEVELT PRESIDENTIAL LIBRARY FOUNDATION MEDORA, NORTH DAKOTA

AUDITED FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2019

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INDEPENDENT AUDITOR'S REPORT

Board of Directors Theodore Roosevelt Presidential Library Foundation Medora, North Dakota

We have audited the accompanying financial statements of Theodore Roosevelt Presidential Library Foundation (a not-for-profit organization), which comprise the statement of financial position as of December 31, 2019, 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 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 audit. We conducted our audit 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 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 financial position of Theodore Roosevelt Presidential Library Foundation as of December 31, 2019, and the changes in its net assets, functional expenses and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

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As discussed in Note 1, Theodore Roosevelt Presidential Library Foundation has adopted Accounting Standards Update (ASU) 2014-09, Topic 606, Revenue from Contracts with Customers, and subsequent amendments and ASU 2018-08, Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made, effective January 1, 2019. Our opinion is not modified with respect to these matters.

BRADY, MARTZ & ASSOCIATES, P.C.

FARGO, NORTH DAKOTA

August 27, 2020

STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2019

ASSETS

Cash and Cash Equivalents Investments Intangible Assets	\$ 11,232,151 51,095 215,107
Total Assets	<u>\$ 11,498,353</u>
LIABILITIES AND NET ASSETS	
Liabilities: Accounts Payable Accrued Expenses Total Liabilities	\$ 223,329 56,246 279,575
Net Assets: Without Donor Restrictions With Donor Restrictions	10,485,637 733,141_
Total Net Assets	11,218,778
Total Liabilities and Net Assets	\$ 11,498,353

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2019

	Without Donor Restrictions	With Donor Restrictions	Total		
Revenues and Other Support: Contributions Grant	\$ 11,128,164 -	\$ 51,210 700,000	\$ 11,179,374 700,000		
Loss on Disposal of Assets	(44,395)	-	(44,395)		
Interest and Investment Income	4,763	-	4,763		
Net Assets Released from Restrictions	38,439_	(38,439)			
Total Revenues and Other Support	er Support11,126,971712,771				
Expenses:					
Program	341,046	-	341,046		
Supporting Services:					
Management and General	155,172	-	155,172		
Fundraising	186,934		186,934		
Total Expenses	683,152		683,152		
Change in Net Assets	10,443,819	712,771	11,156,590		
Net Assets, Beginning of Year	41,818	20,370	62,188		
Net Assets, End of Year	\$ 10,485,637	\$ 733,141	\$ 11,218,778		

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2019

				Supportin				
			Management					
		Program	an	d General	Fι	undraising		Total
	-	_		_		_		_
Contract Services	\$	157,880	\$	-	\$	74,620	\$	232,500
Salaries and Benefits		94,721		54,988		33,583		183,292
State Outreach		81,105		-		-		81,105
Public Relations and Marketing		-		-		67,079		67,079
Legal		_		40,244		_		40,244
Travel		_		9,111		9,111		18,222
Meetings		_		14,967		_		14,967
Payroll Taxes		7,340		4,235		2,541		14,116
Professional		_		13,725		_		13,725
Office Supplies		_		9,455		_		9,455
Office Rent		_		3,680		_		3,680
Insurance		_		3,250		_		3,250
Miscellaneous Expense				1,517				1,517
						·		
Total Expenses	<u>\$</u>	341,046	\$	155,172	\$	186,934	\$	683,152

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2019

Cash Flows from Operating Activities: Change in Net Assets	\$ 11,156,590
Adjustments to Reconcile Change in Net Assets to Net Cash	Ψ , . σ σ , σ σ σ
provided (used) by Operating Activities: Loss on Disposal on Assets	44,395
Change in Value of Investments	(371)
Net Effects on Operating Cash Flows Due to Changes in:	
Accounts Payable	125,156
Accrued Expenses	56,246
Net Cash Provided (used) by Operating Activities	11,382,016
Cash Flows from Investing Activities:	
Purchase of Intangible Assets	(215,107)
Purchases of Investments	(50,724)
Net Cash Provided (used) by Investing Activities	(265,831)
Change in Cash and Cash Equivalents	11,116,185
Cash and Cash Equivalents - Beginning of Year	115,966
Cash and Cash Equivalents - End of Year	<u>\$ 11,232,151</u>

NOTES TO THE FINANCIAL STATEMENTS DECEMBER 31, 2019

NOTE 1 NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

Theodore Roosevelt Presidential Library Foundation (the Foundation) is a nonprofit organization that is planning, building, and overseeing operations of the Theodore Roosevelt Presidential Library.

Basis of Presentation

The accounting and reporting principles followed by the Foundation conform with accounting principles generally accepted in the United States of America (GAAP) as codified by the Financial Accounting Standards Board (FASB). Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions

Net assets without donor restrictions are net assets available for use in general operations and not subject to donor restrictions.

Net Assets With Donor Restrictions

Net assets without donor restrictions are net assets subject to donor-imposed stipulations that may or will be met, either by actions of the Foundation and/or the passage of time. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions. If restrictions are satisfied during the same fiscal year of the gift, the entire transaction is reported as net assets without donor restrictions.

Estimates

The preparation of financial statements in conformity with 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 revenue and expenses during the reporting period. Actual results could differ from those estimates.

Recent Accounting Pronouncements

In May 2014, FASB issued Accounting Standards Update (ASU) 2014-09 *Revenue from Contracts with Customers* that replaces substantially all existing accounting guidance, including industry specific guidance, related to the recognition of revenue from contracts with customers. The new accounting standard is intended to provide a more robust framework for addressing revenue issues, improve comparability of revenue recognition practices, and provide more robust disclosures. Under the new standard, revenue is recognized when a customer obtains control of promised goods or services in an amount that reflects the consideration to which the Foundation expects to be entitled in exchange for those goods or services. FASB has issued several subsequent amendments and clarifications to the original standard.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

In June 2018, FASB issued ASU 2018-08, Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made. This standard assists the Foundation in evaluating whether transactions should be accounted for as contributions or exchange transactions and determining whether a contribution is conditional. The Foundation has implemented the provisions of ASU 2018-08 applicable to both contributions received and to contributions made in the accompanying financial statements under a modified prospective basis. The implementation of this standard had no effect on net assets.

Transition – Modified Retrospective Method (FASB ASC 606)

The Foundation adopted the requirements of the new standard (as amended) as of January 1, 2019 utilizing the modified retrospective method of transition. Therefore, the Foundation's comparative financial information has not been adjusted and continues to be reported under ASC Topic 605. The Foundation applies the new guidance using the practical expedient provided in Topic 606 that allows the guidance to be applied only to contracts that were not complete as of January 1, 2019. The Foundation has determined that the application of the new guidance will not materially impact the timing or amount of revenue. Accordingly, no adjustment to beginning net assets was required and the adoption of the standard did not have a material impact on the Foundation's financial conditions, results of operations, or cash flows as of and for the year ended December 31, 2019.

Revenue and Revenue Recognition

The Foundation recognizes revenue on contributions and grants when it has an unrestricted right to use of the funds. The Foundation uses the funds it receives for planning, building, and overseeing operations of the Theodore Roosevelt Presidential Library. This revenue is a non-exchange transaction, which is transfer of assets that is unconditional, voluntary, and nonreciprocal.

Cash and Cash Equivalents

The Foundation is including its checking, savings and money market accounts as cash and cash equivalents in these financial statements along with other highly liquid investments with an original maturity date of twelve months or fewer.

The Foundation maintains its cash and cash equivalents in bank deposit accounts which, at times, may exceed the federally insured limits as guaranteed by the Federal Deposit Insurance Corporation. The Foundation maintains its cash deposits in large, well-capitalized financial institutions. The Foundation has not experienced any losses in such accounts nor does it believe it is exposed to any significant credit risk on cash and cash equivalents.

Investments

The Foundation accounts for investments in accordance with GAAP. Under GAAP, investments in marketable equity securities with readily determinable fair values and all investments in debt securities are reported at their fair value in the statements of financial position. Investment income and gains restricted by donors are reported as increases in net assets without donor restrictions if the restrictions are met (either a stipulated period ends, or a purpose restriction is accomplished) in the reporting period in which the income and gains are recognized. Related investment fees are netted against investment income as appropriate.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

Intangible Assets

Intangible assets consist of website development costs. The website was in process as of December 31, 2019. Once in service, amortization expense will be provided using the straight-line method over 7 years.

Fair Value Measurement

GAAP provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the authoritative guidance are described below:

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Foundation has ability to access.

Level 2 – Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodology used for assets measured at fair value on a recurring basis. There has been no change in the methodology used at December 31, 2019.

<u>Marketable Securities</u> – Marketable securities are valued at the net asset value of shares held by the Foundation at year-end based on information obtained from the security exchanges on which they are traded.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Foundation believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

Donated Materials, Facilities, and Services

Contributions of donated services that create or enhance non-financial 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 their fair market values in the period received. The Foundation receives donated services from unpaid volunteers who assist in conducting the Foundation's programs. No amounts have been recognized in the statement of activities because the criteria for recognition under GAAP have not been met.

Donations of materials, facilities, and other non-monetary items, including purchases by the Foundation at prices significantly less than fair value, are recorded at fair value when then the value is reasonably determinable for the asset received.

Advertising Costs

The Foundation expenses advertising costs as they are incurred.

Income Taxes

The Foundation is exempt from payment of federal income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code. The Foundation files its Form 990 information returns in the U.S. federal jurisdiction.

The Foundation's policy is to evaluate the likelihood that its uncertain tax positions will prevail based upon examination based on the extent to which those positions have substantial support within the Internal Revenue Code and Regulations, Revenue Rulings, court decisions, and other evidence.

Functional Allocation of Expenses

The costs of program and supporting services activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include salaries and benefits and payroll taxes, which are allocated based on estimates of time and effort by the Foundation's management.

NOTE 2 LIQUIDITY AND AVAILABILITY

The Foundation monitors liquidity required to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds. The Foundation has various sources of liquidity at its disposal, including cash and cash equivalents and investments.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

For purposes of analyzing resources available to meet general expenditures over a 12-month period, the Foundation considers all expenditures related to its ongoing programming activities and the conduct of services undertaken to support those activities to be general expenditures.

In addition to financial assets available to meet general expenditures over the next 12-months, the Foundation operates with a budget and anticipates collecting sufficient revenue to cover general expenditures.

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position date, comprise the following:

Cash and Cash Equivalents Investments	\$ 11,232,151 51,095
Total Financial Assets	11,283,246
Less Assets Limited to Use due to Donor Restrictions	(733,141)
Financial Assets Available to Meet Cash Needs for General Expenditures Within One Year	<u>\$ 10,550,105</u>

As part of the Foundation's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. The Organization reviews its liquidity monthly with the Board of Directors.

NOTE 3 INVESTEMENTS

Costs and fair values of investments at December 31, 2019 are as follows:

	 Cost	Gross Unrealized Gains		Gros Unreal Loss	ized	Fa	air Value
Avaliable for Sale: Marketable Equity Securities	\$ 50,724	\$	371	\$	<u>-</u>	\$	51,095

NOTE 4 FAIR VALUE MEASUREMENTS

The following table presents the Foundation's fair value hierarchy of assets measured at fair value on a recurring basis at December 31, 2019:

	L	evel 1	Le	evel 2	Le	vel 3	Total
Marketable Equity Securities: Technology	\$	51,095	\$		\$		\$ 51,095

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

NOTE 5 ENDOWMENTS

The State of North Dakota adopted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) effective July 31, 2009. GAAP provides guidance on the net asset classification of donor-restricted endowment funds for a not-for-profit organization that is subject to UPMIFA.

As required by GAAP, net assets associated with endowment funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law – The Foundation has interpreted the North Dakota Uniform Prudent Management of Institutional Funds Act (NDUPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as net assets with donor restrictions (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) any accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. Donor restricted amounts not retained in perpetuity are subject to the appropriation for expenditures by the foundation in a manner consistent with the standard prescribed in UPMIFA.

In accordance with NDUPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- (1) The duration and preservation of the fund;
- (2) The purposes of the Foundation and the donor-restricted endowment fund;
- (3) General economic conditions;
- (4) The possible effect of inflation and deflation;
- (5) The expected total return from income and the appreciation of investments;
- (6) Other resources of the Foundation; and
- (7) The investment policies of the Foundation.

Return Objectives and Risk Parameters – The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream to fund the activities supported by the Foundation and to achieve growth in principal value while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that must be held in perpetuity or for a donor-specified period(s). The endowment assets are invested in a manner that is intended to produce results that exceed the price and yield positive results while assuming a low level of investment risk.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

Endowment net asset composition as of December 31, 2019 is as follows:

	Do	hout nor ictions	 ith Donor	 Total
Donor-restricted Endowment Funds Original Donor-restricted Gift Amount and Amounts Required to be Maintained in Perpetuity by Donor Accumulated Investment Gains (Losses)	\$	- -	\$ 65,964 371	\$ 65,964 371
	\$		\$ 66,335	\$ 66,335

<u>Funds with Deficiencies</u> – From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or NDUPMIFA requires the Foundation to retain as a fund of perpetual duration. There were no such deficiencies as of December 31, 2019.

<u>Strategies Employed for Achieving Objectives</u> – The assets will be managed on a total return basis. While the Foundation recognizes the importance of preservation of capital, they also adhere to the principle that varying degrees of investment risk are generally rewarded with compensating returns. It is not a breach of fiduciary responsibility to pursue riskier investment strategies if such strategies are in the Foundation's best interest on a risk-adjusted basis. Risk management of the investment program is focused on understanding both the investment and operational risks to which the Foundation is exposed. The objective is to minimize the operational risks for which they are willing to accept. To satisfy long-term rate of return objectives, the Foundation relies on an investment allocation with investments in marketable equity securities.

<u>Spending Policy</u> – The Foundation has a policy of appropriating for distribution each year 0 to 5 percent of the endowment fund's average fair value over the prior three years in which the distribution is planned. The policy considers the need to maintain sufficient financial stability for the operations of the Foundation.

Changes in endowment net assets for the year ended December 31 is as follows:

	Without Donor Restrictions			ith Donor	Total		
Endowment Net Assets, January 1, 2019 Investment Return, Net Contributions	\$	- - -	\$	15,150 371 50,814	\$	15,150 371 50,814	
Endowment Net Assets, December 31, 2019	\$		\$	66,335	\$	66,335	

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

NOTE 6 NET ASSET WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted for the following purposes or periods:

Subject to Expenditure for Specific Purpose: Rob and Melani Walton Foundation Grant Presidential Library Exhibits Digital Library	\$ 661,561 5,025 220
Total	 666,806
Endowments: Amount in Perpetuity Earnings Not Yet Appropriated for General Use Total	65,964 371 66,335
Total Net Assets with Donor Restrictions	\$ 733,141

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose for the year ended December 31, 2019:

Satisfaction of purpose restrictions:
Rob and Melani Walton Foundation Grant

38,439

NOTE 7 LEASES

The Foundation rents office space under short-term leases.

NOTE 8 UNCERTAIN TAX POSITIONS

It is the opinion of management that the Foundation has no significant uncertain tax positions that would be subject to change upon examination. The federal income tax returns of the Foundation are subject to examination by the IRS, generally for three years after they were filed. All tax filings are up-to-date.

NOTE 9 RECENTLY ISSUED ACCOUNTING PRONOUNCEMENTS

ASU 2016-02, Leases (Topic 842) – During 2016, the FASB issued guidance to change the accounting for leases. The main provision of ASU 2016-02 is that lessees will be required to recognize lease assets and lease liabilities for most long-term leases, including those classified as operating leases under GAAP. The ASU is effective for the Foundation for fiscal years beginning after December 15, 2021, and interim periods within fiscal years beginning after December 15, 2022.

Management has not yet determined the effect this pronouncement will have on the Foundation's financial statements.

With the exception of the new standard discussed above, management has not identified any other new accounting pronouncements that have potential significant to the Foundation's financial statements.

NOTES TO THE FINANCIAL STATEMENTS - CONTINUED DECEMBER 31, 2019

NOTE 10 SUBSEQUENT EVENTS

On March 11, 2020, the World Health Organization declared COVID-19 a global pandemic. Federal, state and local governments have since implemented various restrictions on travel, public gatherings, and business operations. While the Foundation has been allowed to remain open, the restrictions and government social distancing recommendations have dramatically impacted the Foundation's employees' ability to come to work. While the Foundation expects this matter to negatively impact its results of operations and financial condition, the extent of the impact is uncertain. The impact of the pandemic on financial markets and consumer spending may influence the demand for the Foundation's mission.

No other significant events occurred subsequent to the Foundation's year-end. Subsequent events have been evaluated through August 27, 2020, which is the date the financial statements were available to be issued.