

**THE CONVENTION OF THE PROTESTANT
EPISCOPAL CHURCH IN THE DIOCESE
OF TENNESSEE**

FINANCIAL STATEMENTS

As of and for the Years Ended December 31, 2019 and 2018

And Report of Independent Auditor

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
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Report of Independent Auditor

To the Bishop and Council
The Convention of the Protestant Episcopal Church in the Diocese of Tennessee
Nashville, Tennessee

We have audited the accompanying financial statements of The Convention of the Protestant Episcopal Church in the Diocese of Tennessee (a nonprofit organization), which comprise the statements of financial position as of December 31, 2019 and 2018, and the related statements of activities, functional expenses, 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.

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 financial position of The Convention of the Protestant Episcopal Church in the Diocese of Tennessee as of December 31, 2019 and 2018, 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.

Emphasis of Matter

As discussed in Note 11, toward the end of December 2019, an outbreak of a novel strain of coronavirus ("COVID-19") emerged globally. As a result of the spread of COVID-19, economic uncertainties have arisen, which are likely to negatively impact the Organization's contributions and investments. Our opinion is not modified with respect to this matter.



Nashville, Tennessee
October 12, 2020

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENTS OF FINANCIAL POSITION**

DECEMBER 31, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
ASSETS		
Cash and cash equivalents	\$ 356,262	\$ 288,743
Accounts receivable	3,667	11,484
Prepaid expenses	6,491	2,995
Investments	10,996,751	9,797,953
Notes receivable, net	51,545	69,545
Beneficial interest in trust	32,368	36,241
Property and equipment, net	1,684,834	1,737,909
Total Assets	<u><u>\$ 13,131,918</u></u>	<u><u>\$ 11,944,870</u></u>
LIABILITIES AND NET ASSETS		
Accounts payable	\$ 21,988	\$ 21,314
Accrued expenses	13,866	10,236
Note payable	-	197,100
Total Liabilities	<u>35,854</u>	<u>228,650</u>
Net Assets:		
Without Donor Restrictions:		
Designated:		
Dandridge Trust	2,495,670	2,109,258
Endowment and similar funds	1,100,862	1,148,047
Mid-Cumberland Mountain Ministries	327,569	404,286
Total Designated	<u>3,924,101</u>	<u>3,661,591</u>
Undesignated	3,048,410	2,630,073
Total Without Donor Restrictions	<u>6,972,511</u>	<u>6,291,664</u>
With Donor Restrictions:		
Endowment and similar funds	6,106,642	5,406,990
Subject to purpose restrictions	16,911	17,566
Total With Donor Restrictions	<u>6,123,553</u>	<u>5,424,556</u>
Total Net Assets	<u>13,096,064</u>	<u>11,716,220</u>
Total Liabilities and Net Assets	<u><u>\$ 13,131,918</u></u>	<u><u>\$ 11,944,870</u></u>

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENT OF ACTIVITIES**

YEAR ENDED DECEMBER 31, 2019

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support:			
Contributions	\$ 1,603,988	\$ 15,315	\$ 1,619,303
Investment income	88,713	101,638	190,351
Other income	41,181	-	41,181
Interest income	2,394	-	2,394
Change in value of charitable lead trust	-	6,343	6,343
Net unrealized and realized gain on investments	753,974	841,826	1,595,800
Net assets released from restrictions	266,125	(266,125)	-
Total Revenue and Support	<u>2,756,375</u>	<u>698,997</u>	<u>3,455,372</u>
Expenses:			
Program services	1,747,656	-	1,747,656
General and administrative services	327,872	-	327,872
Total Expenses	<u>2,075,528</u>	<u>-</u>	<u>2,075,528</u>
Change in net assets	680,847	698,997	1,379,844
Net assets, beginning of year	<u>6,291,664</u>	<u>5,424,556</u>	<u>11,716,220</u>
Net assets, end of year	<u>\$ 6,972,511</u>	<u>\$ 6,123,553</u>	<u>\$ 13,096,064</u>

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENT OF ACTIVITIES**

YEAR ENDED DECEMBER 31, 2018

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support:			
Contributions	\$ 1,575,220	\$ 16,513	\$ 1,591,733
Proceeds from St. Augustine's Chapel	469,247	-	469,247
Investment income	72,885	86,712	159,597
Other income	46,460	-	46,460
Interest income	1,638	-	1,638
Change in value of charitable lead trust	-	(3,531)	(3,531)
Net unrealized and realized loss on investments	(280,354)	(341,395)	(621,749)
Net assets released from restrictions	208,993	(208,993)	-
Total Revenue and Support	<u>2,094,089</u>	<u>(450,694)</u>	<u>1,643,395</u>
Expenses:			
Program services	1,670,448	-	1,670,448
General and administrative services	331,548	-	331,548
Total Expenses	<u>2,001,996</u>	<u>-</u>	<u>2,001,996</u>
Change in net assets	92,093	(450,694)	(358,601)
Net assets, beginning of year	<u>6,199,571</u>	<u>5,875,250</u>	<u>12,074,821</u>
Net assets, end of year	<u>\$ 6,291,664</u>	<u>\$ 5,424,556</u>	<u>\$ 11,716,220</u>

The accompanying notes to the financial statements are an integral part of this statement.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENT OF FUNCTIONAL EXPENSES**

YEAR ENDED DECEMBER 31, 2019

	Program Services	General and Administrative	Total
Compensation and benefits	\$ 630,397	\$ 205,279	\$ 835,676
Outreach - payments to National Church and Diocesan affiliates	374,262	-	374,262
Ministry/Service Council - support payments	127,866	-	127,866
Missions Council - support to Diocesan churches	143,754	-	143,754
Educational Council - support payments for education	96,844	-	96,844
Church government - convention expenses	50,012	-	50,012
Administration - support/grants	149,905	-	149,905
Administration - repairs and maintenance	42,145	13,724	55,869
Depreciation	43,944	14,310	58,254
Administration - professional fees	-	39,197	39,197
Administration - travel, meals, and entertainment	34,053	397	34,450
Administration - insurance	22,989	-	22,989
Administration - utilities	13,839	4,506	18,345
Administration - miscellaneous	-	34,427	34,427
Administration - communications	3,702	-	3,702
Administration - telephone	2,273	4,572	6,845
Administration - dues and subscriptions	4,106	4,341	8,447
Administration - supplies	-	6,537	6,537
Special programs	4,491	582	5,073
Administration - training	3,074	-	3,074
	<u>\$ 1,747,656</u>	<u>\$ 327,872</u>	<u>\$ 2,075,528</u>

The accompanying notes to the financial statements are an integral part of this statement.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENT OF FUNCTIONAL EXPENSES**

YEAR ENDED DECEMBER 31, 2018

	Program Services	General and Administrative	Total
Compensation and benefits	\$ 700,888	\$ 198,293	\$ 899,181
Outreach - payments to National Church and Diocesan affiliates	332,817	-	332,817
Ministry/Service Council - support payments	147,682	-	147,682
Missions Council - support to Diocesan churches	97,613	-	97,613
Educational Council - support payments for education	87,429	-	87,429
Church government - convention expenses	83,870	-	83,870
Administration - support/grants	81,806	-	81,806
Administration - repairs and maintenance	55,633	-	55,633
Depreciation	-	54,020	54,020
Administration - professional fees	-	45,929	45,929
Administration - travel, meals, and entertainment	20,514	1,389	21,903
Administration - insurance	18,575	-	18,575
Administration - utilities	18,447	-	18,447
Administration - miscellaneous	-	11,676	11,676
Administration - communications	10,793	-	10,793
Administration - telephone	1,502	8,391	9,893
Administration - dues and subscriptions	5,657	1,961	7,618
Administration - supplies	295	7,236	7,531
Special programs	5,552	1,742	7,294
Administration - training	1,375	911	2,286
	<u>\$ 1,670,448</u>	<u>\$ 331,548</u>	<u>\$ 2,001,996</u>

The accompanying notes to the financial statements are an integral part of this statement.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
STATEMENTS OF CASH FLOWS**

YEARS ENDED DECEMBER 31, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
Cash flows from operating activities:		
Change in net assets	\$ 1,379,844	\$ (358,601)
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation	58,254	54,020
Change in value of charitable lead trust	(6,343)	3,531
Net unrealized and realized loss (gain) on investments	(1,595,800)	621,749
Proceeds from St. Augustine's Chapel	-	(469,247)
Changes in operating assets and liabilities:		
Accounts receivable	7,817	(3,348)
Prepaid expenses	(3,496)	(169)
Accounts payable	674	20,152
Accrued expenses	3,630	(2,479)
Net cash used in operating activities	<u>(155,420)</u>	<u>(134,392)</u>
Cash flows from investing activities:		
Principal payments received on loans	18,000	24,091
Purchases of investments	(239,968)	(664,024)
Proceeds from sale of investments	636,970	350,250
Proceeds from St. Augustine's Chapel	-	469,247
Purchases of property and equipment	(5,179)	(27,792)
Net cash provided by investing activities	<u>409,823</u>	<u>151,772</u>
Cash flows from financing activities:		
Proceeds from gifts restricted for permanent endowment	10,216	11,824
Principal payments on note payable	(197,100)	(27,000)
Net cash used in financing activities	<u>(186,884)</u>	<u>(15,176)</u>
Increase in cash and cash equivalents	67,519	2,204
Cash and cash equivalents, beginning of year	288,743	286,539
Cash and cash equivalents, end of year	<u>\$ 356,262</u>	<u>\$ 288,743</u>
Supplemental disclosures of cash flow information:		
Cash paid during the year for interest	<u>\$ 616</u>	<u>\$ 2,590</u>

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 1—Nature of organization and summary of significant accounting policies

Basis of Accounting – The financial statements of The Convention of the Protestant Episcopal Church in the Diocese of Tennessee (the “Diocese”) have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”).

Basis of Presentation – The financial statement presentation of the Diocese follows the recommendations of accounting and financial reporting standards prescribed for not-for-profit organizations. Accordingly, net assets of the Diocese and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions – Net assets that are not subject to donor-imposed stipulations. Net assets without donor restrictions may be designated for specific purposes by action of the Bishop and Council.

Net Assets With Donor Restrictions – Net assets subject to donor-imposed stipulations. Some donor restrictions are temporary in nature; those restrictions may be fulfilled by actions of the Diocese or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity. Generally, the donors of assets to be maintained in perpetuity permit the Diocese to use all or part of the income earned on related investments for general or specific purposes.

The Diocese is comprised of 45 parishes and missions in the Middle Tennessee area. The Bishop and Council of the Diocese have fiduciary responsibility for the Diocese. Those responsibilities include oversight of the regular operating activities in the operating budget and for the Dandridge Trust and Mid-Cumberland Mountain Ministries (“MCMM”). The Dandridge Trust, a grant making body of the Diocese, gives grants for outreach projects primarily inside of the Diocese. MCMM provides zero to low percent interest-bearing housing loans and rehabilitation loans to qualifying participants in the Grundy County area. The accounts of the Dandridge Trust and MCMM are included in the accompanying financial statements.

When deemed appropriate, parishes and missions may deposit funds into the Episcopal Endowment Corporation, a common trust fund held at a financial institution. The common trust funds owned by the Diocese are included in these financial statements. Other funds owned at the congregational level are not a part of these financial statements.

Cash and Cash Equivalents – For purposes of the statements of cash flows, the Diocese considers its cash and cash equivalents to include cash in checking and savings accounts, certificates of deposit, and money market accounts which are readily available for current operations. Cash and cash equivalents during the year may exceed Federal Deposit Insurance Corporation (“FDIC”) limits. Excess uninsured balances of the Diocese at December 31, 2019 and 2018 were approximately \$18,000 and \$426,000, respectively.

Notes Receivable – Notes receivable are stated at unpaid principal balance, less an allowance for loan losses. Interest on loans is recognized over the term of the loan and is calculated using the simple interest method on principal amounts outstanding. The accrual of interest on loans is discontinued at the time a loan becomes delinquent. Notes are returned to accrual status when all principal and interest amounts contractually due are brought current and future payments are reasonably assured. There are no significant past due notes receivable at December 31, 2019 and 2018. Past due status is based on contractual terms. In all cases, loans are placed on nonaccrual status or charged off at an earlier date if management believes that collection of principal or interest is doubtful.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 1—Nature of organization and summary of significant accounting policies (continued)

The Diocese maintains an allowance for uncollectible notes receivable carried at an amount which bad debts are reasonably expected not to exceed. The allowance for uncollectible notes receivable is evaluated on a regular basis by management and is based upon management's periodic review of the collectability of the notes receivable in light of historical experience, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral, and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available. Notes receivable are charged off against the allowance for uncollectible notes receivable when management of the Diocese determines collection efforts will not be successful. Bad debt expense was not significant in 2019 and 2018.

Investments – The Diocese carries investments in marketable securities with readily determinable fair values and all investments in debt securities at their fair value in the statements of financial position. Unrealized gains and losses are included in the change in net assets in the statements of activities.

Property and Equipment – Property and equipment is recorded at cost or, if donated, at fair value at the date of donation. If donors stipulate how long the assets must be used, the contributions are recorded as restricted support. In the absence of such stipulations, donations of property and equipment are recorded as unrestricted support. Depreciation is computed using the straight-line method over the life of the asset, which ranges from 3 to 40 years.

Land, buildings, and equipment of the Diocese parish and mission churches are reported on each congregation's financial statements as they maintain the beneficial use of the property and are not included in the accompanying financial statements. In accordance with the Canons of the Diocese, the title to all properties are held in trust of the Diocese and would revert to the Diocese in the event a congregation ceases operations or ceases operating in accordance with the Charter, Constitution or Canons of the Diocese, and the Episcopal Church.

Endowment – The Uniform Prudent Management of Institutional Funds Act ("UPMIFA") was enacted in Tennessee effective July 1, 2007. U.S. GAAP provides guidance on the net asset classification of donor-restricted endowment funds for a nonprofit organization that is subject to an enacted version of UPMIFA. It also requires disclosure of a description of the governing board's interpretation of the law that underlies the organization's policies for the appropriation of endowment assets for expenditures (its endowment spending policies), a description of the organization's endowment investment policies, and additional disclosures not previously required.

The endowment includes both donor-restricted funds and funds designated by the Bishop and Council to function as endowments. The net assets associated with endowment funds including funds designated by the Bishop and Council to function as endowments, are classified and reported based on existence or absence of donor imposed restrictions.

The Diocese has adopted endowment investment and spending policies that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of endowment assets. To achieve its long-term rate of return objectives, the Diocese relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized gains) and current yield (interest and dividends). The Diocese expects its endowment funds over time to provide an average rate of return of approximately 4% to 5% annually.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 1—Nature of organization and summary of significant accounting policies (continued)

The Diocese's endowment spending policy uses a percentage of a three-year moving average of the endowment fund's market value which is distributed to the appropriate funds. These distributions consist of interest, dividends and, if necessary, a portion of accumulated investment gains.

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the value of the initial and subsequent donor gift amounts (deficit). When donor endowment deficits exist, they are classified as a reduction of net assets with donor restrictions.

Contributions – Contributions received are considered to be available for unrestricted use unless specifically restricted by the donor. All donor-restricted support is reported as an increase in net assets with donor restrictions. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), 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.

Beneficial Interest in Trust – The Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") guidelines require that the beneficial interest in trust be recorded as an asset at the estimated net present value. A donor established and funded a charitable lead trust under which an annual 3% distribution is to be made to the Diocese over the trust's term of ten years. The assets in the trust are assumed to earn a rate of 3% over the life of the trust and the annual payments are discounted at a rate of approximately 2%.

Donated Services – No amounts have been reflected in the financial statements with respect to donated services as no objective basis is available to place a value on such services; however, volunteers have donated their time to help in the administration of the Diocese's office.

Use of Estimates – The preparation of financial statements in conformity 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. Estimates and assumptions also affect the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates and assumptions.

Income Taxes – The Diocese is generally exempt from federal income taxes on related income under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no income tax was paid or recorded in the financial statements for the years ended December 31, 2019 and 2018.

Functional Expenses – The cost of program and supporting services have been summarized on a functional basis in the statements of activities. The statements of functional expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited. While most costs have been directly assigned to a functional category, certain salaries and wages have been allocated to program and management and general based on time and effort estimates made by management. Given that contributions are primarily received through regular tithing activities of member parishes and mission churches, no costs are deemed to be fundraising in nature.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
IN THE DIOCESE OF TENNESSEE
NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 1—Nature of organization and summary of significant accounting policies (continued)

Program and Supporting Services – The following program and supporting services are included in the accompanying financial statements:

Program Services – Includes activities carried out to fulfill the Diocese's mission.

Supporting Services – Administrative expenses related to the overall direction of the Diocese. These expenses are not identifiable with a particular program or event, but are indispensable to the conduct of those activities and are essential to the Diocese.

Adoption of New Accounting Pronouncement – In June 2018, FASB issued ASU 2018-08, *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The guidance in this ASU clarifies the accounting guidance for contributions received and contributions made. The amendments in this ASU will assist entities in (1) evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) within the scope of *Topic 958, Not-for-Profit Entities*, or as exchange (reciprocal) transactions subject to other guidance and (2) determining whether a contribution is conditional. The Diocese adopted the provisions of ASU 2018-08. The implementation of this new standard had no significant impact on the Diocese financial statements.

Note 2—Liquidity and availability

The following table represents the Diocese's financial assets as of December 31, 2019 and 2018, reduced by amounts not available for general expenditure within one year. Financial assets are considered unavailable when illiquid or not convertible to cash within one year or because the Bishop and Council has set aside the funds for a specific purpose. These designations could be drawn upon if governance approves that action. The Diocese considers general expenditures to be all expenditures related to its ongoing activities of achieving its mission. The table below represents financial assets available for general expenditures within one year at December 31:

	<u>2019</u>	<u>2018</u>
Financial assets at year-end:		
Cash and cash equivalents	\$ 356,262	\$ 288,743
Accounts receivable	3,667	11,484
Investments	10,996,751	9,797,953
Beneficial interest in trust	32,368	36,241
Total financial assets	<u>11,389,048</u>	<u>10,134,421</u>
Less amounts not available to be used for general expenditures within one year:		
Designated	3,924,101	3,661,591
Purpose restrictions including earnings on endowments	4,195,631	3,502,977
Amounts held in perpetuity	1,927,922	1,921,579
Financial assets not available to be used within one year	<u>10,047,654</u>	<u>9,086,147</u>
Financial assets available to meet general expenditures within one year	<u>\$ 1,341,394</u>	<u>\$ 1,048,274</u>

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
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NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 2—Liquidity and availability (continued)

The Diocese has certain assets limited to use for donor-restricted purposes, as well as other designated assets that are designated for future capital expenditure and programs. These assets limited to use, are not available for general expenditure within the next year. However, the designated amounts could be made available, if necessary.

Note 3—Fair value measurements

The Diocese uses fair value measurements to record fair value adjustments to certain assets and liabilities and to determine fair value disclosures. In accordance with the *Fair Value Measurement* topic of FASB ASC, the fair value of a financial instrument 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. In accordance with this guidance, the Diocese groups its financial assets and liabilities generally measured at fair value in a three level valuation hierarchy for disclosure of fair value measurements defined in *Level 1* – inputs for quoted market prices for identical assets or liabilities in active markets; *Level 2* – inputs include quoted market prices for similar assets and liabilities in active markets and inputs that are observable either directly or indirectly; and *Level 3* – inputs that are unobservable and significant to the fair value measurements.

Fair value of assets and liabilities measured on a recurring basis at December 31, 2019 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets/ Liabilities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments:				
Episcopal Endowment Corporation	\$ 10,020,557	\$ -	\$ 10,020,557	\$ -
Mutual funds	976,194	976,194	-	-
Total investments	10,996,751	976,194	10,020,557	-
Beneficial interest in trust	32,368	-	-	32,368
Total assets, at fair value	<u>\$ 11,029,119</u>	<u>\$ 976,194</u>	<u>\$ 10,020,557</u>	<u>\$ 32,368</u>

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
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NOTES TO THE FINANCIAL STATEMENTS**

DECEMBER 31, 2019 AND 2018

Note 3—Fair value measurements (continued)

Fair value of assets and liabilities measured on a recurring basis at December 31, 2018 are as follows:

	Fair Value	Quoted Prices in Active Markets for Identical Assets/ Liabilities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments:				
Episcopal Endowment Corporation	\$ 9,045,701	\$ -	\$ 9,045,701	\$ -
Mutual funds	752,252	752,252	-	-
Total investments	9,797,953	752,252	9,045,701	-
Beneficial interest in trust	36,241	-	-	36,241
Total assets, at fair value	<u>\$ 9,834,194</u>	<u>\$ 752,252</u>	<u>\$ 9,045,701</u>	<u>\$ 36,241</u>

The summary of changes in the fair value of the level 3 assets is as follows for the year ended December 31:

	2019	2018
Balance, beginning of year	\$ 36,241	\$ 51,596
Distribution	(10,216)	(11,824)
Change in present value	6,343	(3,531)
Balance, end of year	<u>\$ 32,368</u>	<u>\$ 36,241</u>

The majority of the Diocese's investments are held by Episcopal Endowment Corporation Common Trust Fund (the "Fund"). The Fund was established in 1933 to receive and manage funds from the Diocese and related parishes, missions, and other authorized entities. The Fund primarily invests in mutual funds and common stocks. The Diocese's investment in the Fund is valued at fair value based upon the quoted market values of the underlying securities held by the Fund. The Diocese has classified its investment in the Fund as Level 2 at December 31, 2019 and 2018.

The Diocese investments in mutual funds are valued based upon quoted market prices and are considered Level 1 investments at December 31, 2019 and 2018.

The beneficial interest in trust is valued using information obtained from third party sources, including investment statements and other information from a detailed listing of holdings from the trust. The valuation is typically performed annually, based on the present value of the estimated future distributions the Diocese expects to receive over the term of the trust. The beneficial interest in trust is considered a Level 3 investment at December 31, 2019 and 2018.

**THE CONVENTION OF THE PROTESTANT EPISCOPAL CHURCH
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NOTES TO THE FINANCIAL STATEMENTS**

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Note 4—Investment income

Investment income in the statements of activities for 2019 and 2018 is as follows:

	<u>2019</u>	<u>2018</u>
Investment income:		
Endowment investments	\$ 119,947	\$ 100,965
Other investments	70,404	58,632
Realized and unrealized gains (losses):		
Endowment investments	992,665	(411,501)
Other investments	603,135	(210,248)
	<u>\$ 1,786,151</u>	<u>\$ (462,152)</u>
Without donor restrictions	\$ 842,687	\$ (207,469)
With donor restrictions	943,464	(254,683)
	<u>\$ 1,786,151</u>	<u>\$ (462,152)</u>

Note 5—Notes receivable

Notes receivable consist of the following as of December 31:

	<u>2019</u>	<u>2018</u>
MCMR Residential Real Estate	\$ 135,117	\$ 153,117
Other	3,936	3,936
	139,053	157,053
Less allowance for uncollectible notes receivable	(87,508)	(87,508)
	<u>\$ 51,545</u>	<u>\$ 69,545</u>

Note 6—Property and equipment

Property and equipment consist of the following as of December 31:

	<u>2019</u>	<u>2018</u>
Land	\$ 766,102	\$ 766,102
Buildings	1,023,024	1,019,741
Office furniture and equipment	342,174	339,015
Less accumulated depreciation	(446,466)	(386,949)
	<u>\$ 1,684,834</u>	<u>\$ 1,737,909</u>

For the years ended December 31, 2019 and 2018, the Diocese had depreciation expense of \$58,254 and \$54,020, respectively.

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Note 7—Note payable

The Diocese's outstanding debt at December 31, 2018 consisted of a note payable to the Tennessee Conference of the United Methodist Church (the "Methodist Conference") based on termination of a 2006 agreement related to the renovations and use of space at St. Augustine Chapel. The note was unsecured and required interest at the prime rate less 2% (3.25% at December 31, 2018). During 2019, the note was paid in full.

Note 8—Endowment and similar net assets

Endowment and similar net assets composition by type of fund were as follows at December 31, 2019:

	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds	\$ -	\$ 6,106,642	\$ 6,106,642
Board-designated endowment funds	1,100,862	-	1,100,862
Total assets at fair value	<u>\$ 1,100,862</u>	<u>\$ 6,106,642</u>	<u>\$ 7,207,504</u>

Endowment and similar net assets composition by type of fund were as follows at December 31, 2018:

	Without Donor Restrictions	With Donor Restrictions	Total
Donor-restricted endowment funds	\$ -	\$ 5,408,274	\$ 5,408,274
Board-designated endowment funds	1,148,047	-	1,148,047
Underwater endowments	-	(1,284)	(1,284)
Total assets at fair value	<u>\$ 1,148,047</u>	<u>\$ 5,406,990</u>	<u>\$ 6,555,037</u>

Changes in endowment and similar net assets for the year ended December 31, 2019:

	Without Donor Restrictions	With Donor Restrictions	Total
Endowment and similar net assets at January 1, 2019	<u>\$ 1,148,047</u>	<u>\$ 5,406,990</u>	<u>\$ 6,555,037</u>
Investment income, net	18,308	101,639	119,947
Net realized and unrealized gains	150,839	841,826	992,665
Total endowment return	<u>169,147</u>	<u>943,465</u>	<u>1,112,612</u>
Gifts to endowment	16,764	-	16,764
Change in value of charitable lead trust	-	6,343	6,343
Endowment spending for operations	<u>(233,096)</u>	<u>(250,156)</u>	<u>(483,252)</u>
Endowment and similar net assets at December 31, 2019	<u>\$ 1,100,862</u>	<u>\$ 6,106,642</u>	<u>\$ 7,207,504</u>

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Note 8—Endowment and similar net assets (continued)

Changes in endowment and similar net assets for the year ended December 31, 2018:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Endowment and similar net assets at January 1, 2018	\$ 786,454	\$ 5,848,619	\$ 6,635,073
Investment income, net	14,253	86,712	100,965
Net realized and unrealized gains	(70,106)	(341,395)	(411,501)
Total endowment return	(55,853)	(254,683)	(310,536)
Gifts to endowment	470,715	-	470,715
Change in value of charitable lead trust	-	(3,531)	(3,531)
Endowment spending for operations	(53,269)	(183,415)	(236,684)
Endowment and similar net assets at December 31, 2018	<u>\$ 1,148,047</u>	<u>\$ 5,406,990</u>	<u>\$ 6,555,037</u>

Endowment and similar net assets classified as net assets without donor restrictions include unrestricted gifts from donors and other funds designated by the Diocese as quasi-endowment for the long-term support of the Diocese, including any accumulated income and appreciation thereon. Endowment net assets with donor restrictions include accumulated income and appreciation on donor-contributed endowment funds. Endowment funds and similar net assets with donor restrictions consist of those funds designated by donors to be invested in perpetuity to provide a permanent source of income. Endowment and similar net assets are primarily used to fund missions, support for clergy, and other programs within the Diocese. At December 31, 2019 and 2018, the Diocese's endowment amounts to be held in perpetuity totaled \$1,927,922 and \$1,921,579, respectively.

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Diocese to retain as a fund of perpetual duration. In accordance with U.S. GAAP, deficiencies of this nature that are reported in net assets with donor restrictions were \$1,284 as of December 31, 2018, resulting primarily from unrealized losses.

Note 9—Commitments

Guaranty

The Diocese is a guarantor on notes which had outstanding balances as follows at December 31:

	<u>2019</u>	<u>2018</u>
Church of the Good Shepherd	\$ 2,277,054	\$ 2,330,261
Church of the Holy Spirit	497,022	521,799
	<u>\$ 2,774,076</u>	<u>\$ 2,852,060</u>

The Diocese has not provided any debt assistance in 2019 or 2018 and does not anticipate providing assistance on these notes in the future. Therefore, no accrual for debt assistance is included in the 2019 or 2018 financial statements.

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Note 9—Commitments (continued)

Retirement Plans

The Diocese makes contributions to the Church Pension Fund of the Episcopal Church for clergy members serving on the Diocesan staff. The Church Pension Fund provides a pension at retirement, disability retirement benefits, and lump-sum death payments. The Episcopal Canons require every church unit engaging clergy services to pay an assessment based on compensation. This applies to full-time, part-time, supply, or interim work performed by clergy that continues for at least three months and where the clergy is paid more than \$200 during a three-month consecutive period. The Fund's Trustees have set the assessment rate at 18% of annual compensation plus certain benefits. The expenses related to this plan were \$56,436 and \$84,009 in 2019 and 2018, respectively.

The Diocese also participates in the Episcopal Church Lay Employees' Retirement Plan, which is available to lay employees who have completed one year of service and have attained the age of 25. The Diocese contributes a percentage of the employee's earnings, and employees become fully vested after five years of service. The expenses related to this plan were \$11,882 and \$12,415 in 2019 and 2018, respectively.

At March 31, 2019, (the most recent available plan information), the Church Pension Fund net assets available for pension benefits after amount designated for assessment deficiency for the clergy plan was approximately \$10.2 billion, and the actuarial present value of accumulated plan benefit obligations was approximately \$6.5 billion. At March 31, 2019, net assets available for pension benefits after amount designated for assessment deficiency for the lay employees was approximately \$185 million, and the actuarial present value of accumulated plan benefit obligations was approximately \$213 million. Both plans were in excess of 80% funded at March 31, 2019. The Diocese contributions to respective retirement plans was less than 5% of total plan contributions for the most recently reported plan year.

Note 10—Concentrations

The Diocese receives a substantial amount of its contributions from two parishes. The contributions from these two parishes comprised approximately 43% and 42% of total contributions during 2019 and 2018, respectively. A significant reduction in the level of this support, if this were to occur, could have an adverse impact on the Diocese's programs and services.

At December 31, 2019 and 2018, investments totaled \$10,996,751 and \$9,797,953, respectively. Investments are primarily invested in mutual funds and common stocks. Investments are not insured by FDIC or any other government agency and are subject to investment risk, including loss of principal. Investments are insured by the Securities and Investor Protection Corporation, which covers investor losses up to \$500,000, in some cases, attributable to bankruptcy or fraudulent practices of brokerage firms.

Note 11—Subsequent events

The Diocese evaluated subsequent events through October 12, 2020, when these financial statements were available to be issued. Toward the end of December 2019, an outbreak of a novel strain of coronavirus ("COVID-19") emerged globally. As a result of the spread of COVID-19, economic uncertainties have arisen which could possibly have a negative impact on the Diocese's investments and revenue and operations for an undeterminable time period. Other financial impacts could occur though such potential impacts are unknown at this time.