THE MINNEAPOLIS FOUNDATION
AND AFFILIATE

CONSOLIDATED FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION

YEARS ENDED MARCH 31, 2021 AND 2020

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AND AFFILIATE
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INDEPENDENT AUDITORS' REPORT

Board of Trustees
The Minneapolis Foundation
Minneapolis, Minnesota

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of The Minneapolis Foundation (a nonprofit organization) and Affiliate, which comprise the consolidated statements of financial position as of March 31, 2021 and 2020, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

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

Board of Trustees
The Minneapolis Foundation

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Minneapolis Foundation and Affiliate as of March 31, 2021 and 2020, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying consolidating schedules for the statement of financial position and consolidating schedules for the statement of activities, which are the responsibility of management, are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the consolidated financial statements and, accordingly, we do not express an opinion or provide any assurance on it.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

Minneapolis, Minnesota
August 26, 2021

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
MARCH 31, 2021 AND 2020

	2021	2020
ASSETS		
Cash and Cash Equivalents	$ 22,008,686	$ 15,612,387
Interest and Dividends Receivable	651,670	798,818
Accounts and Pledges Receivable	1,017,730	4,527,471
Prepaids	50,809	128,224
Investments	929,802,374	673,703,580
Program-Related Loans Receivable	7,360,121	7,951,685
Other Assets	685,678	678,418
Loans Receivable, Net	-	28,420,091
Notes Receivable	16,650,453	20,734,545
Beneficial Interest in Trusts	53,222,244	49,486,293
Furniture, Fixtures, Equipment, and Leasehold Improvements (Less: Accumulated Depreciation of $3,407,678 and $3,779,894 as of March 31, 2021 and 2020, Respectively)	663,404	1,442,300
Total Assets	$ 1,032,113,169	$ 803,483,812
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts Payable and Accrued Liabilities	$ 1,420,744	$ 3,670,534
Grants Payable	8,707,106	5,551,772
Notes Payable	-	22,520,622
Deferred Lease Credits	397,125	198,387
Amounts Due Beneficiaries	14,779,935	11,601,278
Charitable Funds Held for the Benefit of Others	31,813,402	27,845,629
Total Liabilities	57,118,312	71,388,222
NET ASSETS		
Without Donor Restrictions	856,388,900	627,885,888
With Donor Restrictions	118,605,957	104,209,702
Total Net Assets	974,994,857	732,095,590
Total Liabilities and Net Assets	$ 1,032,113,169	$ 803,483,812

See accompanying Notes to Consolidated Financial Statements.

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATED STATEMENT OF ACTIVITIES
YEAR ENDED MARCH 31, 2021

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES, GAINS, AND OTHER SUPPORT			
Total Amount Raised	$ 142,879,533	$ 1,998,076	$ 144,877,609
Less: Amounts Received for Benefit of Others	894,030	-	894,030
Contributions, Net	141,985,503	1,998,076	143,983,579
Total Investment Income, Net of Investment Expenses	219,004,803	15,929,801	234,934,604
Less: Investment Income from Charitable Funds Held for Benefit of Others	8,877,597	-	8,877,597
Investment Income, Net	210,127,206	15,929,801	226,057,007
Change in Value of Trusts	-	8,895,095	8,895,095
Administrative Service Revenue from Agency Funds	224,405	-	224,405
Note Receivable Interest and Other Income	3,300,261	-	3,300,261
Net Assets Released from Restrictions	9,603,313	(9,603,313)	-
Total Revenues, Gains, and Other Support	365,240,688	17,219,659	382,460,347
EXPENSES			
Program Services:			
Total Grants	113,511,576	-	113,511,576
Less: Grants Made for Benefit of Charitable Funds Held	5,617,166	-	5,617,166
Grants, Net	107,894,410	-	107,894,410
Program Service Expense	10,870,454	-	10,870,454
Support Services Expense:			
Management and General Administrative	3,653,245	-	3,653,245
Fund Raising	1,997,930	-	1,997,930
Total Expenses	124,416,039	-	124,416,039
CHANGE IN NET ASSETS	240,824,649	17,219,659	258,044,308
NONOPERATING CHANGE IN NET ASSETS			
Deconsolidation of Affiliate (see Note 1)	(12,321,637)	(2,823,404)	(15,145,041)
TOTAL CHANGE IN NET ASSETS	228,503,012	14,396,255	242,899,267
Net Assets - Beginning of Year	627,885,888	104,209,702	732,095,590
NET ASSETS - END OF YEAR	$ 856,388,900	$ 118,605,957	$ 974,994,857

See accompanying Notes to Consolidated Financial Statements.

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATED STATEMENT OF ACTIVITIES
YEAR ENDED MARCH 31, 2020

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES, GAINS, AND OTHER SUPPORT			
Total Amount Raised	$ 103,613,708	$ 8,704,818	$ 112,318,526
Less: Amounts Received for Benefit of Others	661,277	-	661,277
Contributions, Net	102,952,431	8,704,818	111,657,249
Total Investment Income, Net of Investment Expenses	(49,400,255)	(3,724,315)	(53,124,570)
Less: Investment Income from Charitable Funds Held for Benefit of Others	(1,678,562)	-	(1,678,562)
Investment Income, Net	(47,721,693)	(3,724,315)	(51,446,008)
Change in Value of Trusts	-	770,269	770,269
Administrative Service Revenue from Agency Funds	437,191	-	437,191
Note Receivable Interest and Other Income	3,973,871	-	3,973,871
Net Assets Released from Restrictions	15,986,998	(15,986,998)	-
Total Revenues, Gains, and Other Support	75,628,798	(10,236,226)	65,392,572
EXPENSES			
Program Services:			
Total Grants	91,696,269	-	91,696,269
Less: Grants Made for Benefit of Charitable Funds Held	3,994,778	-	3,994,778
Grants, Net	87,701,491	-	87,701,491
Program Service Expense	11,853,539	-	11,853,539
Support Services Expense:			
Management and General Administrative	3,127,422	-	3,127,422
Fund Raising	1,996,059	-	1,996,059
Total Expenses	104,678,511	-	104,678,511
CHANGE IN NET ASSETS	(29,049,713)	(10,236,226)	(39,285,939)
Net Assets - Beginning of Year	656,935,601	114,445,928	771,381,529
NET ASSETS - END OF YEAR	$ 627,885,888	$ 104,209,702	$ 732,095,590

See accompanying Notes to Consolidated Financial Statements.

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES
YEARS ENDED MARCH 31, 2021 AND 2020

	2021			
	Program Services	Management and General	Fundraising	Total Expenses
OPERATING EXPENSES				
Grants	$ 107,894,409	$ -	$ -	$ 107,894,409
Compensation and Benefits	6,512,943	2,389,133	1,492,202	10,394,278
Professional Fees and Contract Services	1,920,651	338,907	116,029	2,375,587
Supplies and Office Expenses	469,656	206,622	91,285	767,563
Travel, Conferences, and Meetings	212,281	3,520	5,678	221,479
Occupancy	339,557	266,368	134,446	740,371
Information Technology	464,302	171,435	78,485	714,222
Insurance	-	96,228	-	96,228
Marketing and Promotion	113,964	7,013	22,992	143,969
Interest	473,855	149	-	474,004
Other	41,872	76,695	128	118,695
Depreciation	321,374	97,175	56,685	475,234
Total Operating Expenses	$ 118,764,864	$ 3,653,245	$ 1,997,930	$ 124,416,039

	2020			
	Program Services	Management and General	Fundraising	Total Expenses
OPERATING EXPENSES				
Grants	$ 87,701,491	$ -	$ -	$ 87,701,491
Compensation and Benefits	5,999,713	1,970,932	1,313,326	9,283,971
Professional Fees and Contract Services	2,461,020	295,997	153,334	2,910,351
Supplies and Office Expenses	316,916	198,783	109,535	625,234
Travel, Conferences, and Meetings	1,101,302	37,385	96,516	1,235,203
Occupancy	368,159	258,057	132,462	758,678
Information Technology	379,336	146,458	73,560	599,354
Insurance	-	91,296	-	91,296
Marketing and Promotion	185,805	15,821	60,701	262,327
Interest	509,498	64	-	509,562
Other	230,360	54	-	230,414
Depreciation	301,430	112,575	56,625	470,630
Total Operating Expenses	$ 99,555,030	$ 3,127,422	$ 1,996,059	$ 104,678,511

See accompanying Notes to Consolidated Financial Statements.

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED MARCH 31, 2021 AND 2020

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in Net Assets	$ 258,044,308	$ (39,285,939)
Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Net Realized Gain on Sale of Investments	(47,434,324)	(16,902,737)
Unrealized (Gain) Loss on Investments	(171,074,238)	78,901,973
Change in Value of Trusts	(8,895,095)	(770,269)
Depreciation and Amortization	475,234	470,630
Change in Assets and Liabilities:		
Interest and Dividends Receivable	93,350	24,867
Accounts and Pledges Receivable	3,021,059	(2,606,607)
Prepaids	77,415	(18,985)
Other Assets	(110,519)	70,924
Program-Related Loans Receivable	591,564	(551,685)
Notes Receivable	4,084,092	4,867,488
Beneficial Interest in Trusts	(75,161)	4,174,729
Accounts Payable and Accrued Liabilities	(54,418)	810,469
Grants Payable	3,155,334	(1,399,614)
Deferred Lease Credits	198,738	(86,086)
Charitable Funds Held for the Benefit of Others	3,967,773	(5,066,811)
Net Cash Provided by Operating Activities	46,065,112	22,632,347
CASH FLOWS FROM INVESTING ACTIVITIES		
Capital Expenditures	(338,749)	(169,842)
Decrease in Loans Receivable	4,932,772	389,641
Purchases of Securities	(382,283,553)	(282,902,588)
Proceeds from the Sale of Securities	354,155,717	255,720,348
Net Cash Used by Investing Activities	(23,533,813)	(26,962,441)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Issuance of Notes Payable	575,000	5,996,758
Principal Payments on Notes Payable	(1,564,959)	(525,405)
Net Cash Provided (Used) by Financing Activities	(989,959)	761,353
CASH FLOWS FROM NONOPERATING ACTIVITIES		
Deconsolidation of Affiliate (see Note 1)	(15,145,041)	-
NET DECREASE IN CASH AND CASH EQUIVALENTS	6,396,299	(3,568,741)
Cash and Cash Equivalents - Beginning of Year	15,612,387	19,181,128
CASH AND CASH EQUIVALENTS - END OF YEAR	$ 22,008,686	$ 15,612,387
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING ACTIVITY		
Contributions and Pledge Payments of Investment Securities	$ 25,808,590	$ 45,426,402
Interest Paid During the Year	$ 519,715	$ 510,651

See accompanying Notes to Consolidated Financial Statements.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Minneapolis Foundation (TMF) provides grants and other assistance to Minnesota nonprofit organizations, primarily in the areas of education, economic vitality, civic engagement, arts and culture, and health and the environment.

Basis of Presentation

The consolidated financial statements of the Foundation have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Basis of Consolidation

The accompanying consolidated financial statements include the accounts of TMF and its affiliate, Propel Nonprofits (collectively, the Foundation), both of which are separate nonprofit corporations located in the Twin Cities. Propel Nonprofits was a Type I affiliate of TMF. Prior to January 21, 2021, the bylaws of Propel Nonprofits allowed TMF the power to exercise sufficient control over Propel Nonprofits to include them in the TMF consolidated financial statements. In fiscal year 2021, Propel Nonprofits' bylaws were amended with the approval of TMF to remove the power of TMF to elect the majority of Propel Nonprofits' board members. As a result of this change, there was no longer sufficient control by TMF to necessitate the consolidation of Propel Nonprofits. The deconsolidation is reflected at January 21, 2021 on the consolidated statement of activities as deconsolidation of affiliate.

All significant intercompany transactions and balances prior to deconsolidation are eliminated in consolidation.

Net Asset Classification

The Foundation follows the Uniform Prudent Management of Institutional Funds Act (UPMIFA) that provides accounting guidance on the classification of endowment fund net assets for states that have enacted versions of the UPMIFA, and enhances disclosures for endowment funds. Under UPMIFA all unappropriated endowment fund assets are considered restricted.

Under the terms of the Articles of Incorporation, the board of trustees has the power to modify or eliminate any restriction, condition, limitation, or trust imposed with respect to any fund or property the title of which has become vested with the corporation if, in the sole judgment of the board of trustees, such restriction, condition, limitation, or trust becomes unnecessary, incapable of fulfillment, or inconsistent with the charitable need of the community or area served by the Foundation. As a result of the ability to remove any restriction, all contributions not classified as with donor restrictions are classified as without donor restrictions for financial statement purposes.

Net assets without donor restrictions represent that portion of expendable funds that is available for support of the programs and operations of the Foundation.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Asset Classification (Continued)

Net assets with donor restrictions consist of irrevocable charitable trusts, lead trusts, purpose restricted contributions, restricted contributions receivable, and donor-restricted endowment funds. When donor restrictions expire, that is, when a stipulated time restriction ends or a purpose restriction is fulfilled, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statements of activities as Net Assets Released from Restriction.

Endowment Investment and Spending Policies

The Foundation has adopted investment and spending policies for endowment assets that seek to provide a predictable stream of funding to programs supported by its endowment while maintaining the purchasing power of the endowment assets. The Foundation's spending and investment policies work together to achieve this objective. The investment policy establishes a long-term investment objective through diversification of asset classes. To achieve its investment objectives over long periods of time, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The investment strategy targets a diversified asset allocation that includes, but is not limited to, domestic equities, non-U.S. equities, fixed income, real estate, and hedged equities. The majority of assets are invested in equity or equity like securities. Fixed income, real estate, and hedged equities are used to lower short-term volatility. Diversification by asset class, investment style, investment manager, etc. is employed to avoid undue risk concentration and enhance total return. The primary performance objective is to achieve an annualized total rate of return, net of investment fees, that approximates or exceeds 5% plus inflation over long periods of time. Actual returns in any given year may vary from this amount.

The spending policy determines the amount of money in a given year that will be distributed from certain endowed funds of the Foundation. For the year ended March 31, 2021, this set dollar amount from the year ended March 31, 2020 was adjusted by inflation (plus 5% of any new gifts). Spending in future years will be the prior year spending, adjusted for inflation, plus 5% of any new gifts for the year. There is also a band such that spending will not exceed 6% or fall below 2% of current endowed assets. For all other endowed funds (including donor advised and designated beneficiary funds), the spending policy is 4% of a moving 12 quarter average market value plus any administrative fee charged by the Foundation. The Foundation's objective is to maintain the purchasing power of endowment assets as well as to provide additional real growth through new gifts and investment returns.

Cash and Cash Equivalents

Cash equivalents include all highly liquid securities with original maturities of 90 days or less, except for those short-term investments managed as part of long-term investment strategies. At times the balance may exceed federally insured limits.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments

A substantial portion of the valuations included in the consolidated financial statements is provided to the Foundation by third parties and are not calculated by the Foundation. These third parties follow GAAP. In accordance with these principles, investments are carried at fair value based on quoted market prices or are recorded at approximate fair value based on financial models of hypothetical transactions. Some valuations may also be determined and approved by the managers or valuation committees of the funds in which the Foundation invests. The fair value assigned to a particular security by the fund does not necessarily reflect the amount that would be realized. In addition, in light of the judgment involved in fair value decisions, there can be no assurance that a fair value assigned to a particular security by the fund is accurate.

Professional standards allow entities the irrevocable option to elect to measure certain financial instruments and other items at fair value for the initial and subsequent measurement on an instrument-by-instrument basis. The Foundation has elected to measure most investments at fair value, but does hold certain investments at cost.

The Foundation invests in a variety of investment vehicles, including limited partnerships, which may invest in corporate stocks, bonds, real estate, and other investments with limited liquidity.

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

Donated investments are initially recorded at estimated fair value at the date of donation. Realized and unrealized gains and losses are recognized in the period in which they occur.

Program-Related Loans Receivable

The Foundation has made loans to nonprofit organizations at below-market interest rates. Repayment schedules and interest rates on the loans are varied. At March 31, 2021 and 2020, there were no past due program-related loans.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Beneficial Interests in Trusts

Beneficial interests in trusts consist of assets held in charitable remainder trusts, beneficial interests in charitable remainder trusts, and beneficial interests in perpetual trusts.

Assets Held in Charitable Remainder Trusts – The Foundation is the beneficiary of charitable remainder trusts in which the Foundation also serves as trustee. The assets of these trusts are recorded at fair value in the consolidated statements of financial position. The related obligations to the donors or specified parties are recorded separately at the present value of the estimated future payments to be made under the specific terms of the trusts. Changes in the net assets of the trusts are recorded as gains or losses (change in value of trusts) in the consolidated statements of activities. Net assets and changes in net assets are recorded as with donor restrictions.

Beneficial Interests in Charitable Remainder Trusts – Donors established and funded trusts under which specified distributions are made to a designated beneficiary or beneficiaries over the trusts' terms. Upon termination of the trusts, the Foundation receives the assets remaining in the trusts. Beneficial interests in charitable remainder trusts are recorded at the fair value of the trusts' assets net of the present value of the estimated future payments to be made under the specific terms of the trusts. Changes in net assets of the trusts are recorded as gains or losses (change in value of trusts) in the consolidated statements of activities. Net assets and changes in the net assets are recorded as with donor restrictions.

Beneficial Interest in Perpetual Trusts – The Foundation is the beneficiary of several perpetual trusts held by a third party. Under the terms of the trusts, the Foundation has the irrevocable right to receive the income generated by the trust in perpetuity. The beneficial interest in the perpetual trusts is recorded at the fair value. Changes in net assets of the trusts are recorded as gain or losses (change in value of trusts) on the consolidated statements of activities. Net assets and changes in the net assets are recorded as with donor restrictions. Distributions received from these trusts are recorded as investment income without donor restrictions.

Loans Receivable (Propel Nonprofits)

At March 31, 2021, with the deconsolidation of Propel Nonprofits, there was no loans receivable balance in these consolidated financial statements.

The loans receivable balance at March 31, 2020 consisted of notes with interest rates ranging from 2% to 7% with maturities through 2044. The board of directors of Propel Nonprofits has adopted a loan loss allowance policy. A loan loss allowance is maintained on the consolidated statements of financial position that is considered adequate to absorb losses inherent in the loan portfolio. Propel Nonprofits provides an allowance for uncollectible loans using the allowance method as well as a specific identification method. Various loans are secured by business assets.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Loans Receivable (Propel Nonprofits) (Continued)

The categories of loans receivable as of March 31,2020:

Working capital/business loan credit is extended to nonprofit organizations for program expansion, short-term bridge loans, cash flow stabilization, and funding growth. These loans are often secured with business assets such as grants receivable or program revenue receivables, sometimes with other business assets such as liens on facilities, but may, in some short-term situations, be made on an unsecured basis.

Equity Builder loan credit is a new product first piloted in 2018. The pilot brings capital to arts organizations and other nonprofits anchored in and transformational in their communities, especially communities of color and emerging immigrant communities. The program includes a new loan product that provides a three-year term loan to be used for working capital or facility purposes. The loans, which range from $50,000 - $200,000, invest immediate capital for stability and growth. A portion of the loan (between 20% - 40%) is converted to a grant (forgivable) over the three-year term.

Community facilities loan credit is generally extended to nonprofit organizations for building purchase, building repair, or renovation. Most of these loans are secured with first or second position mortgage liens.

Affordable housing loan credit is extended to nonprofit organizations specifically for the acquisition, construction, and/or renovation of single family or multi-family residences. Most of these loans are secured with mortgage liens or other business assets.

Loan credit quality is rated using letter designations from A to G, with A being the highest quality rating and G being the lowest. Each category is differentiated based on evaluation of financial measures, management and governance, collateral, payment history, and likelihood of full repayment. For reporting purposes in Note 5, ratings A, B, and C are grouped as Pass. An N rating is also a pass since full risk is borne by a third party. Loans rated D are considered Watch. Loans with quality ratings of E and F are considered Substandard. Loans rated G are listed as Doubtful.

Furniture, Fixtures, and Equipment, and Leasehold Improvements

Furniture, fixtures, and equipment are stated at cost at the date of acquisition or fair value at the date of donation and depreciated over their estimated useful lives using the straight-line method. Items are generally capitalized greater than $3,000. Leasehold improvements are depreciated over the life of the improvement or the term of the lease, whichever is shorter.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Grants Payable

Unconditional grants are recognized as expenses in the period when approved at their fair values. Grants subject to conditions are recorded when the conditions are substantially met.

During the year, grants have been approved and disbursed to organizations in which some of the board members may be involved through board or other advisory relationships. It is the Foundation's policy to have each board member disclose the conflict of interest. These board members are prohibited from voting on grants to these organizations in those instances.

Notes Payable with Below-Market Interest Rates (Propel Nonprofits)

After evaluation, it was determined that there is no material difference between prevailing community development finance market rates and the stated rate of any loans, notes payable, or other liabilities in Propel Nonprofits' portfolio. Correspondingly, there is no discount on notes payable stated at March 31, 2020.

Deferred Lease Credits

The Foundation negotiated renewals for the lease of office space in 2014 (through March 31, 2022) and again in 2019 (through August 31, 2027). Both times the Foundation's landlord agreed to an additional $328,905 for leasehold improvements upon renewal of the Foundation's lease. The full amount from 2014 was used and received, and is being amortized through that negotiated term. As of March 31, 2021, $273,502 of the 2019 dollars had been used and are being amortized through the new negotiated term. Additionally, the lease payments on the office space increase over time. The deferred rent portion related to these payments is amortized over the life of the lease. The remaining balance of contributions and deferred rent was $397,125 and $198,387 at March 31, 2021 and 2020, respectively.

Amounts Due Beneficiaries

The Foundation has entered into unitrust and annuity agreements that provide, among other matters, that the trustee shall pay to the beneficiaries an annual income payment until the income obligation is completed in accordance with the donor's trust agreement. A liability is recorded for charitable remainder trusts in which the income is distributed to designated beneficiaries during their lifetime, and trust assets are controlled by the Foundation. Upon the death of the beneficiaries, the remainder of funds transfers to the Foundation. The liability, which represents the estimated future payments to be distributed over the beneficiaries' expected lives, is recorded at the present value using the discount rate in effect at the date the trust was established. The trust assets are included in investments.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Charitable Funds Held for the Benefit of Others

In accordance with accounting standards, if a nonprofit organization establishes a fund at a community foundation with its own funds and specifies itself as the beneficiary of that fund, the community foundation must account for the transfer of such assets as a liability. The Foundation refers to such funds as Agency Funds.

The Foundation maintains legal ownership of agency funds and, as such, continues to report the funds as assets of the Foundation. However, in accordance with this standard, a liability has been established for the fair market value of the funds.

Functional Allocation of Expense

The costs of providing programs and services have been summarized on a functional basis. Accordingly, certain costs have been allocated between program and the supporting services benefited. Allocations of expenses between functions is based on full time equivalent (FTE) headcounts and management's best estimates of the nature of work performed by department.

Tax-Exempt Status

Both of the organizations included in this financial report are tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code and are only subject to federal income tax on net unrelated business income. Both organizations file a separate Federal Form 990.

In May 2017, Propel Nonprofits submitted notification to the IRS to reclassify its status to that of an organization described in Code Sections 509(a)(1) and 170(B)(1)(A)(vi), a change from its original Type I supporting organization status. Propel Nonprofits received an updated determination letter from the IRS dated November 15, 2017 confirming that the organization was determined to be a public charity.

The Foundation follows the accounting standards for contingencies in evaluating uncertain tax positions. This guidance prescribes recognition threshold principles for the consolidated financial statement recognition of tax positions taken or expected to be taken on a tax return that are not certain to be realized. No liability has been recognized by the Foundation as a result of the implementation of this standard.

Use of Estimates

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

Concentrations

During the year ended March 31, 2021, there were one donor which made up 12% of the total contributions. During the year ended March 31, 2020, there were no concentrations.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurement

The Foundation follows an accounting standard that defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs used to measure fair value, and requires expanded disclosures about fair value measurements. It describes three levels of inputs that may be used to measure fair value:

Level 1 – Financial assets and liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that the Foundation has the ability to access (examples include actively traded equity and fixed income securities, mutual funds or commingled pools containing securities that are actively traded and priced daily).

Level 2 – Financial assets and liabilities that are not actively traded or model inputs whose values are based on quoted prices in markets that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities that because of the size of the position, no active price is quoted (examples include small pieces of corporate or asset backed bonds for which an active market may not be quoted simply because of the position size, but larger positions of the same assets are regularly quoted and traded), and
- Pricing models whose inputs are derived principally from or corroborated by observable market data through correlation or other means for substantially the full term of the asset or liability (examples include certain mortgage and asset backed related securities or derivatives).

Level 3 – Financial assets and liabilities whose values are not readily observable and are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement (examples include real estate, private equities, hedge funds or securities that are either in default and/or may be in a work-out situation, such as certain corporate bonds and structured investment vehicles).

- The Foundation also follows an accounting standard that allows entities the irrevocable option to elect fair value for the initial and subsequent measurement for certain financial assets and liabilities on an instrument-by-instrument basis. The Foundation has not elected to measure any existing financial instruments at fair value as permitted under this standard. However, the Foundation may elect to measure newly acquired financial instruments at fair value in the future.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Derivative Financial Instruments

The Foundation owns derivative instruments in its portfolio in both an indirect and a direct way. A derivative is a contract between parties based upon an asset or assets that has its value determined by fluctuations in the underlying asset. Indirectly, the Foundation invests in derivative instruments in a number of the commingled pools it owns. The underlying portfolio managers of these pools may use derivative instruments to gain financial exposure to individual commodities or to manage currency or duration risk. The Foundation owns derivative instruments directly in a separately managed account using futures contracts to securitize cash positions present in the Foundation's portfolio. The portfolio manager will buy, on a daily basis, a notional amount of financial and/or commodity futures targeting the amount of cash in percentages that closely mirror the Foundation's asset allocation. The use of derivative instruments allows the Foundation's portfolio to be fully invested with no more risk than if the cash were actually invested in physical commodities, stocks, or bonds. This is in keeping with the Foundation's Statement of Investment Objectives Policy that calls for its investment portfolio to be fully invested at all times. The use of derivative instruments for speculative purposes is expressly prohibited.

The purchase of derivative instruments to securitize cash positions involves placing a fraction of the notional amount of the derivative trade into a margin account (generally 10% to 15%) at the brokerage firm clearing the trades. While the actual purchase of the derivative instruments can be used to gain leverage, there is no leverage in the portfolio, as the cash collateral available within the fund would be available to cover any losses that would deplete the margin account.

As of March 31, 2021 and 2020, the Foundation owned 127 and 54 contracts with a notional exposure of $16,925,454 and $4,878,022, respectively. The notional exposure is included in the Foundation's investment portfolio. Gains (losses) for these futures were $6,344,741 and ($1,935,608) for the years ended March 31, 2021 and 2020, respectively.

Revenue Recognition

Contributions are recognized when cash, securities or other assets, an unconditional promise to give, or notification of a beneficial interest is received. Conditional promises to give are not recognized until the conditions on which they depend have been substantially met. Administrative service revenue is recognized over time when the related services have been provided and earned. Any payments received in advance for these services are deferred to the applicable period in which the related services are performed.

Guarantees

During the year-ended March 31, 2020, The Minneapolis Foundation entered into agreements with a bank to guarantee a portion of an affordable housing development project. The total guaranty amount as of March 31, 2021 is $1,400,000.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in Accounting Principle

In June 2018, FASB issued Accounting Standards Update (ASU) 2018-08, *Accounting Guidance for Contributions Made.* This ASU was issued to clarify accounting guidance for grantmaking entities for contributions made. The amendments to this ASU assist entities in determining whether a contribution made is conditional. These financial statements reflect the adoption of ASU 2018-08 beginning in fiscal year 2021. The implementation of this standard did not impact the Foundation's reported revenue and has been applied prospectively.

Subsequent Events

The Foundation has evaluated events and transactions for potential recognition or disclosure in these financial statements through August 26, 2021, the date the consolidated financial statements were available to be issued.

NOTE 2 LIQUIDITY

Financial assets are structured to meet the liquidity needs of the Foundation, both in terms of operating budget as well as grants and other expenditures. The finance committee of the board approves and periodically reviews the operating reserves policy which is designed to support operations during periods when an operating revenue shortfall may occur. The policy currently recommends a target of having at least six months of operating expenses in cash or short-term investments. As of March 31, 2021, the Foundation had operating reserves in cash or short-term investments that was in compliance with the operating reserves policy.

In terms of meeting the liquidity needs for grants and other obligations and expenditures, the following table outlines the Foundation's financial assets as of March 31, 2021 and 2020 that are available for expenditure within one year of that date. Assets are considered unavailable if they are not convertible to cash within one year, or if they are trust assets or endowment assets.

	2021
	TMF
Cash and Cash Equivalents	$ 22,008,686
Investments - Cash and Short-Term Investments	67,556,937
Accounts and Pledges Receivable	1,017,730
Accrued Interest and Dividends Receivable	651,670
Total	$ 91,235,023

NOTE 2 LIQUIDITY (CONTINUED)

	2020	
	TMF	Propel Nonprofits
Cash and Cash Equivalents	$ 6,075,053	$ 9,537,334
Investments - Cash and Short-Term Investments	68,815,100	184,350
Accounts and Pledges Receivable	2,989,619	1,537,852
Loans Receivable, Less than One Year	-	9,059,937
Accrued Interest and Dividends Receivable	691,456	107,362
Total	$ 78,571,228	$ 20,426,835

The spendable amount (see spending policy in Note 1) from endowed assets, whether donor-restricted or board-designated, will be made available from these endowments within the next 12 months. The board may approve additional expenditures from board-designated endowments.

The financial assets of the Foundation are managed to become available as its awarded grants, general expenditures, liabilities and other obligations become due. The majority of other Foundation assets not included in the table above are redeemable on a daily or monthly basis to meet these needs. Cash in excess of daily requirements may be invested in money markets, sweep accounts and other short-term investments.

NOTE 3 INVESTMENTS

Investments consist of the following at March 31:

	2021	2020
Cash and Cash Equivalents	67,556,937	$ 68,999,450
Large and Mid Cap Domestic Equities and Equity Futures	236,686,069	152,711,367
Small Cap Domestic Equities and Equity Futures	62,674,966	34,693,925
Non-U.S. Equities and Equity Futures	209,276,755	149,260,966
Domestic Fixed Income Obligations and Fixed Income Futures	157,323,764	102,224,154
High Yield Fixed Income Obligations and Fixed Income Futures	21,634,021	17,334,031
Global Fixed Income Obligations and Fixed Income Futures	1,789,209	7,871,241
Real Estate	25,963,564	23,629,653
Long/Short Hedge Funds	26,014,072	22,112,960
Multi-Strategy Hedge Funds	21,999,604	30,608,632
Commodities	6,120,338	3,578,723
Private Equity and Venture Capital	72,268,433	45,785,658
Closely Held Stock	20,494,642	14,892,820
Total Investments	$ 929,802,374	$ 673,703,580

NOTE 3 INVESTMENTS (CONTINUED)

The Foundation's investments include certain alternative assets, held in partnerships, and commingled pools, for which value is not determinable on a daily basis. These investments are classified based on their nature of the underlying investments.

Investment income consisted of the following for the years ended March 31:

	2021	2020
Interest and Dividend Income	$ 10,428,770	$ 14,197,100
Realized Gains on Investments	47,434,324	16,902,737
Unrealized Gains (Losses) on Investments	171,074,238	(78,901,973)
Investment Expenses	(2,880,325)	(3,643,872)
Total	$ 226,057,007	$ (51,446,008)

NOTE 4 FAIR VALUE MEASUREMENTS

Assets measured at fair value on a recurring basis as of March 31, 2021 are:

	Level 1	Level 2	Level 3	Total
Investments:				
Large and Mid Cap Domestic Equities and Equity Futures	$ 218,046,839	$ -	$ -	$ 218,046,839
Small Cap Domestic Equities and Equity Futures	62,674,966	-	-	62,674,966
Non-U.S. Equities and Equity Futures	74,634,547	-	-	74,634,547
Domestic Fixed Income Obligations and Fixed Income Futures	157,323,764	-	-	157,323,764
High Yield Fixed Income Obligations and Fixed Income Futures	2,500,635	-	-	2,500,635
Global Fixed Income Obligations and Fixed Income Futures	1,789,209	-	-	1,789,209
Real Estate	16,247,393	-	-	16,247,393
Long/Short Hedge Funds	1,410,173	-	-	1,410,173
Multi-Strategy Hedge Funds	3,149,085	-	-	3,149,085
Commodities	104,557	-	-	104,557
Closely Held Stock	-	-	1,792,140	1,792,140
Total Investments at Fair Value	537,881,168	-	1,792,140	539,673,308
Cash and Cash Equivalents	-	-	-	67,556,937
Investments Measured at Net Asset Value or its Equivalent	-	-	-	303,869,627
Investments Recorded at Cost	-	-	-	18,702,502
Total Investments	-	-	-	929,802,374
Beneficial Interest in Trusts	-	-	53,222,244	53,222,244
Total	$ 537,881,168	$ -	$ 55,014,384	$ 983,024,618

NOTE 4 FAIR VALUE MEASUREMENTS (CONTINUED)

Assets measured at fair value on a recurring basis as of March 31, 2020 are:

	Level 1	Level 2	Level 3	Total
Investments:				
Large and Mid Cap Domestic Equities and Equity Futures	$ 138,785,525	$ -	$ -	$ 138,785,525
Small Cap Domestic Equities and Equity Futures	34,693,925	-	-	34,693,925
Non-U.S. Equities and Equity Futures	52,258,758	-	-	52,258,758
Domestic Fixed Income Obligations and Fixed Income Futures	102,224,154	-	-	102,224,154
High Yield Fixed Income Obligations and Fixed Income Futures	1,610,981	-	-	1,610,981
Global Fixed Income Obligations and Fixed Income Futures	2,573,171	-	-	2,573,171
Real Estate	13,548,655	-	-	13,548,655
Long/Short Hedge Funds	1,261,913	-	-	1,261,913
Multi-Strategy Hedge Funds	6,322,046	-	-	6,322,046
Commodities	66,334	-	-	66,334
Closely Held Stock	-	-	2,018,040	2,018,040
Total Investments at Fair Value	353,345,462	-	2,018,040	355,363,502
Cash and Cash Equivalents	-	-	-	68,999,450
Investments Measured at Net Asset Value or its Equivalent	-	-	-	236,465,849
Investments Recorded at Cost	-	-	-	12,874,779
Total Investments	-	-	-	673,703,580
Beneficial Interest in Trusts	-	-	49,486,293	49,486,293
Total	$ 353,345,462	$ -	$ 51,504,333	$ 723,189,873

The following table provides a summary of changes in fair value of the Foundation's Level 3 financial assets for the years ended March 31, 2021 and 2020:

	Closely Held Stock	
	2021	2020
Balance as of April 1	$ 2,018,040	$ 2,002,980
Additions	-	-
Unrealized Gains (Losses)	(225,900)	15,060
Balance as of March 31	$ 1,792,140	$ 2,018,040

	Beneficial Interest in Trusts	
	2021	2020
Balance as of April 1	$ 49,486,293	$ 55,700,907
Additions	-	-
Change in Value of Trusts	(234,476)	(1,502,831)
Change in Beneficial Interest in Trusts	3,970,427	(4,711,783)
Balance as of March 31	$ 53,222,244	$ 49,486,293

NOTE 4 FAIR VALUE MEASUREMENTS (CONTINUED)

Fair value measurements of investments in certain entities that calculate net asset value per share (or its equivalent) as of March 31, 2021 and 2020:

March 31, 2021	Net Asset Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Domestic Equity/Large Cap and Mid Cap	$ 18,639,230	$ -	Daily	1 day
Non-U.S. Equities	35,348,733	-	Weekly	5 Days
Non-U.S. Equities	20,291,278	-	Quarterly	90 Days
Non-U.S. Equities	79,002,197	-	Monthly	5-30 Days
High Yield Fixed Income Obligations	19,133,385	-	Monthly	45 Days
Long/Short Hedge Funds	13,297,546	-	Monthly	90 Days
Long/Short Hedge Funds	11,306,353	-	Quarterly	60 Days
Real Estate	9,716,171	9,203,120	N/A	N/A
Multi-Strategy Hedge Funds	18,850,519	-	Quarterly	60 days
Commodities	6,015,782	1,186,012	N/A	N/A
Private Equity and Venture Capital	72,268,433	22,504,289	N/A	N/A
Total	$ 303,869,627	$ 32,893,421		

March 31, 2020	Net Asset Value	Unfunded Commitments	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Domestic Equity/Large Cap and Mid Cap	$ 2,005,021	$ -	Quarterly	90 days
Domestic Equity/Large Cap and Mid Cap	11,920,822	-	Daily	1 day
Non-U.S. Equities	24,373,800	-	Quarterly	90 Days
Non-U.S. Equities	50,431,851	-	Monthly	5-30 Days
Global Fixed Income Obligations	5,298,070	-	Monthly	10 Days
High Yield Fixed Income Obligations	15,723,051	-	Monthly	45 Days
Long/Short Hedge Funds	20,851,047	-	Quarterly	60 Days
Real Estate	10,080,998	4,909,963	N/A	N/A
Multi-Strategy Hedge Funds	23,937,102	-	Quarterly	60 days
Multi-Strategy Hedge Funds	349,485	-	Annual	95 Days
Commodities	3,512,389	3,404,789	N/A	N/A
Private Equity and Venture Capital	67,982,213	26,146,077	N/A	N/A
Total	$ 236,465,849	$ 34,460,829		

U.S. Domestic Equity investments can be structured as a commingled pool or collective fund for the purpose of providing a simplified option for investors who wish exposure to a large and widely diverse number of securities that are professionally managed. The Foundation's domestic equity commingled fund holds stocks with daily valuations and daily T+3 liquidity. The fund values its assets at fair value using readily available quoted prices from active markets trading in identical securities.

NOTE 4 FAIR VALUE MEASUREMENTS (CONTINUED)

Non-U.S. Equity investments are often structured as a commingled pool with a partnership legal structure for the purpose of simplifying issues involving trading these securities and individual country tax codes. The Foundation's investments are with long only equity managers who purchase stocks with daily valuations and T+3 liquidity. Restrictive redemption terms (monthly) are imposed by the managers of the funds in order to accommodate and simplify the investment or withdrawal of money from their funds from numerous investors. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

The High Yield investment holds a diversified portfolio of value-oriented, high-quality, high-yield securities including notes, bonds, bank loans, and private debt of companies domiciled in the U.S., Canada and Western Europe. The fund generally carries a lower volatility, shorter average life, and shorter duration portfolio than the Barclays Capital HY benchmark. The average credit quality is generally BB- to B+ and generally no more than 5% is invested in any one issuer and no more than 15% in any one holding. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

Global Fixed Income investments are often structured as a commingled pool with a partnership legal structure for the purpose of simplifying issues involving trading these securities and individual country tax codes. The Foundation's investment is with a manager who purchases only sovereign debt instruments with readily obtainable valuations and liquidity. Restrictive redemption terms (monthly) are imposed by the manager of the fund in order to facilitate the investment or withdrawal of money from numerous investors. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

Real Estate investments are structured as limited partnerships to accommodate the holding of illiquid real estate investments of various kinds. The Foundation's investments in real estate includes investing both with individual managers who buy and hold real estate investments directly in their respective funds and in a fund of funds format where they invest with a manager that purchases positions with various underlying managers. Strategies of these managers may include owning actual physical real estate, real estate investment products such as mortgages, shares of companies engaged in the real estate industry or currency hedges when real estate is purchased outside of the U.S. These instruments are typically illiquid until the underlying asset or investment pool enters a distribution or wind down phase. The unobservable inputs used to determine the fair value has been estimated using external and internal appraisals of property investments.

NOTE 4 FAIR VALUE MEASUREMENTS (CONTINUED)

Long/Short Hedge Funds are investments with a fund of funds manager whose strategy is to invest with underlying managers whom it believes can provide the best possible risk adjusted return regardless of market conditions. Underlying managers may employ both long and short equity strategies; fixed income arbitrage strategies or other strategies it feels will help the fund accomplish its investment objectives. As underlying managers may provide infrequent valuations and impose liquidity restrictions or lock-ups on the fund itself, the fund of funds manager provides to investors quarterly valuations and liquidity options, but may impose a longer lock-up period on new money coming into the fund. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

Multi-Strategy Hedge Funds are investments with a fund of funds manager whose strategy is to invest with underlying managers whom it believes can provide the best possible risk adjusted return regardless of market conditions. Underlying managers may go both long or short on various securities, employ fixed income arbitrage strategies, invest in futures or forwards in addition to any number of other investment strategies. As underlying managers may provide infrequent valuations and impose liquidity restrictions or lock-ups on the fund itself, the fund of funds manager provides to investors monthly valuations but imposes longer lock-up periods on new money coming into the fund. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

Commodity investments in a commingled pool with a portfolio manager who employs a long only strategy that includes investing in futures, publicly traded stocks, swaps and structured notes where appropriate. The investment strategy is to find the most attractively priced investment opportunities in metals, agriculture, energy, and financial instruments. Restrictive redemption terms (monthly) may be imposed by the manager of the fund in order to facilitate the investment or withdrawal of money from their fund from numerous investors. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

Private Equity and Venture Capital investments are structured as limited partnerships to accommodate the holding of illiquid assets, private equity, or debt instruments of various kinds. Liquidity within the investment pool occurs with periodic distributions or as scheduled during the wind-down phase. The unobservable inputs used to determine the fair value has been estimated based on the capital account balances reported by underlying investments.

The unobservable inputs for Beneficial Interest in Trusts are the underlying assets controlled by the trustee. The underlying assets consists of marketable securities that are either classified as Level 1 or Level 2 assets and the Foundation’s fair value is determined by taking the trust’s total value multiplied by their interest in the trust, as stated in the trust document.

NOTE 5 LOANS RECEIVABLE (PROPEL NONPROFITS)

Loans receivable at March 31, 2020 were comprised of the following:

	2020
Working Capital/Business	$ 8,091,353
Working Capital/Equity Builder	942,089
Community Facilities	18,767,015
Affordable Housing	2,213,964
Subtotal	30,014,421
Allowance for Loan Losses	(1,594,330)
Loans Receivable, Net	$ 28,420,091

The following tables present the aging of past due loans by loan segment as of March 31, 2020:

As of March 31, 2020	Current	31-60 Days Past Due	61-90 Days Past Due	90+ Days Past Due	Total	Nonaccruing Loans
Working Capital / Business	$ 7,971,234	$ 20,000	$ -	$ 100,119	$ 8,091,353	$ -
Working Capital / Equity Builder	942,089	-	-	-	942,089	-
Community Facilities	18,767,015	-	-	-	18,767,015	-
Affordable Housing	2,213,964	-	-	-	2,213,964	-
Total	$ 29,894,302	$ 20,000	$ -	$ 100,119	$ 30,014,421	$ -

Propel Nonprofits uses an internal risk rating system to monitor the credit quality of its loan portfolio. At the time of loan approval, each loan is assigned an initial risk classification. Classifications are reviewed at least quarterly during the term of the loan and at any time there is a significant change, positive or negative, in the borrower's operations.

Loan credit quality is rated using letter designations from A to G, with A being the highest quality rating and G being the lowest. Each category is differentiated based on evaluation of financial measures, management and governance, collateral, payment history, and likelihood of full repayment. For reporting purposes in Note 5, ratings A, B, and C are grouped as Pass. An N rating is also a pass since full risk is borne by a third party. Loans rated D are considered Watch. Loans with quality ratings of E and F are considered Substandard. Loans rated G are listed as Doubtful.

As of March 31, 2020	Pass	Watch	Substandard	Doubtful	Total
Working Capital/Business	$ 7,311,728	$ 779,625	$ -	$ -	$ 8,091,353
Working Capital/Equity Builder	822,216	119,873	-	-	942,089
Community Facilities	18,767,015	-	-	-	18,767,015
Affordable Housing	2,213,964	-	-	-	2,213,964
Total	$ 29,114,923	$ 899,498	$ -	$ -	$ 30,014,421
Current	$ 29,094,923	$ 799,379	$ -	$ -	$ 29,894,302
Past Due 31-60 Days	20,000	-	-	-	20,000
Past Due 61-90 Days	-	-	-	-	-
Past Due 90 + Days	-	100,119	-	-	100,119
Total	$ 29,114,923	$ 899,498	$ -	$ -	$ 30,014,421

NOTE 5 LOANS RECEIVABLE (PROPEL NONPROFITS) (CONTINUED)

Allowance for Loan Losses

The allowance for loan losses (loan loss reserve) is established as losses are estimated to have occurred through a provision for loan losses charged to earnings. Loans are charged against the loan loss reserve when management confirms that the principal will not be collected. Subsequent recoveries, if any, are credited to the allowance.

Activity in the loan loss reserve for the year ended March 31, 2020 was as follows:

March 31, 2020	Working Capital Business	Working Capital Equity/Builder	Community Facilities	Affordable Housing	Total
Allowance for Loan Losses					
Beginning Balance	$ 463,294	$ 112,321	$ 907,294	$ 111,420	$ 1,594,329
Charge Offs	-	-	-	-	-
Recoveries	-	-	-	-	-
Provisions	178,796	(61,238)	(94,789)	(22,769)	-
Ending Balance	$ 642,090	$ 51,083	$ 812,505	$ 88,651	$ 1,594,329
Allowance for Loan Losses					
Ending Balance: Individually Evaluated for Impairment	$ 325,089	$ 11,987	$ -	$ -	$ 337,076
Ending Balance: Collectively Evaluated for Impairment	317,003	39,095	812,505	88,651	1,257,254
Total	$ 642,092	$ 51,082	$ 812,505	$ 88,651	$ 1,594,330
Financing Receivables					
Ending Balance: Individually Evaluated for Impairment	$ 779,625	$ 119,873	$ -	$ -	$ 899,498
Ending Balance: Collectively Evaluated for Impairment	7,311,728	822,216	18,767,015	2,213,964	29,114,923
Total	$ 8,091,353	$ 942,089	$ 18,767,015	$ 2,213,964	$ 30,014,421

During fiscal year 2020, Propel Nonprofits did not charge off any loans.

NOTE 6 NOTES RECEIVABLE

The Foundation received a contribution of three separate unsecured note receivables each in the amount of $16,000,000 during 2009. Each note accrues interest at 4.45% and is payable in interest only payments of $712,000 payable on December 19, 2009 through December 19, 2013. Beginning December 19, 2014 through maturity of December 19, 2023, payments of interest and principal will be made on each note in the amount of $2,017,093. In the event that a note is determined to be uncollectible, the Foundation may record the uncollectible amount as an allowance. The Foundation’s management reviews the status of these notes to determine whether an allowance is necessary. At March 31, 2021 and 2020, there were no past due amounts and an allowance was not warranted.

NOTE 7 GRANTS PAYABLE

Grants authorized but unpaid at year-end are reported as liabilities. The following is a summary of grants authorized and payable at March 31:

	2021	2020
Less Than One Year	$ 6,023,473	$ 3,395,893
One to Five Years	2,828,530	2,194,999
Greater Than Five Years	100,000	200,000
Subtotal	8,952,003	5,790,892
Discount (5%)	(244,897)	(239,120)
Total	$ 8,707,106	$ 5,551,772

NOTE 8 NET ASSETS WITH DONOR RESTRICTIONS

The net asset balances as of March 31 consist of the following:

	2021	2020
With Donor Restrictions - Restricted for Purpose or Time:		
Restricted for Programs	$ 34,752,469	$ 26,634,519
Split-Interest Agreements	46,745,834	44,109,714
Total With Restrictions - Purpose or Time	81,498,303	70,744,233
With Donor Restrictions - Held in Perpetuity:		
Permanent Endowment	20,240,342	20,252,842
Beneficial Interest in Perpetual Trusts	16,867,312	13,212,627
Total With Restrictions - Held in Perpetuity	37,107,654	33,465,469
Total Net Assets With Donor Restrictions	$ 118,605,957	$ 104,209,702

NOTE 9 ENDOWMENT

The composition of endowment funds by type of fund are as follows for the years ended March 31:

	2021		
	Without Donor Restrictions	With Donor Restrictions	Total
Other Endowment Funds	$ 298,095,317	$ -	$ 298,095,317
Donor-Restricted Endowment Funds:			
Original Donor-Restricted Gift Amount and Amounts Required to be Maintained in Perpetuity by Donor	-	20,240,342	20,240,342
Accumulated Investment Gains	-	26,218,706	26,218,706
Total	$ 298,095,317	$ 46,459,048	$ 344,554,365

	2020		
	Without Donor Restrictions	With Donor Restrictions	Total
Other Endowment Funds	$ 217,645,722	$ -	$ 217,645,722
Donor-Restricted Endowment Funds:			
Original Donor-Restricted Gift Amount and Amounts Required to be Maintained in Perpetuity by Donor	-	20,252,842	20,252,842
Accumulated Investment Gains	-	14,265,812	14,265,812
Total	$ 217,645,722	$ 34,518,654	$ 252,164,376

Other endowments funds include funds that are subject to the Foundation's spending policy under gift agreements or through board designation but allow for the distribution of corpus or are subject to the Foundation's variance power that allows for the ability to remove any restriction. The Foundation also has funds that are classified as with restrictions due to donor restrictions in which the Foundation applies a spending policy. These funds do not fall under UPMIFA requirements and the Foundation is not obligated to apply a spending policy but has determined that is prudent to apply the same spending policies to these funds. These funds are not included in the endowment fund footnote above.

Fund with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor requires the Foundation to retain as a fund of perpetual duration. There were no deficiencies for the years ended March 31, 2021 and 2020.

NOTE 9 ENDOWMENT (CONTINUED)

The summary of changes in endowment net assets are as follows for the years ended March 31:

	2021		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment Net Assets, Beginning of Year	$ 217,645,722	$ 34,518,654	$ 252,164,376
Contributions	5,598,962	-	5,598,962
Investment Income, Net	86,179,147	13,663,956	99,843,103
Amounts Appropriated for Expenditure	(11,328,514)	(1,723,562)	(13,052,076)
Endowment Fund Balance, March 31, 2020	$ 298,095,317	$ 46,459,048	$ 344,554,365

	2020		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment Net Assets, Beginning of Year	$ 248,896,582	$ 39,568,053	$ 288,464,635
Contributions	1,669,590	-	1,669,590
Investment Income, Net	(19,897,052)	(3,212,098)	(23,109,150)
Amounts Appropriated for Expenditure	(13,023,398)	(1,837,301)	(14,860,699)
Endowment Fund Balance, March 31, 2019	$ 217,645,722	$ 34,518,654	$ 252,164,376

NOTE 10 OPERATING LEASES

The Foundation has operating leases for office space and equipment. Annual rentals under the office space lease expiring August 27, 2027 include the base rent plus a proportionate share of the actual operating costs of the building as specified in the lease agreement. Annual rentals under the equipment leases for copiers and postage meters expire in various years through 2026. Total rentals paid during fiscal years 2021 and 2020 were $484,079 and $492,697 respectively.

Future minimum lease payments at March 31 are as follows:

Year Ending March 31,	Amount
2022	$ 359,832
2023	359,082
2024	358,506
2025	366,181
2026	373,855
Thereafter	543,698
Total Future Minimum Lease Payments	$ 2,361,154

NOTE 11 RETIREMENT PLAN

Effective January 1, 2020, regular full-time and part-time employees who have completed at least one year of service are eligible to participate in a 401(k) plan which provides for annual discretionary contributions to eligible employees Prior to this, the Foundation had a Simplified Employee Pension Plan (SEP) with the same eligibility requirements for annual discretionary contributions to the plan. In fiscal 2021 and 2020, the discretionary contribution percentage was 8% of employees' compensation. Retirement plan expense was $534,816 and $355,726 for the years ended March 31, 2021 and 2020, respectively.

NOTE 12 RELATED PARTY TRANSACTIONS

As an affiliate of TMF through March 31, 2021, Propel Nonprofits paid for a share of certain business and liability insurance expenses covered by blanket policies held by TMF. TMF made grants to Propel Nonprofits totaling $141,250 and $814,167 during the years ended March 31, 2021 and 2020, respectively, for leadership and financial capacity building.

TMF has a promissory note agreement with Propel Nonprofits for purposes of extending loans to local nonprofit organizations. The note bears interest at 2% annually. This $1,000,000 promissory note agreement was signed with Propel Nonprofits during the 2018 year, bearing interest at 2% annually and due on July 17, 2024.

All related party transactions were eliminated in the consolidation of the financial statements.

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATING SCHEDULE FOR THE STATEMENT OF FINANCIAL POSITION
MARCH 31, 2021
(UNAUDITED)
(SEE INDEPENDENT AUDITORS' REPORT)

	TMF	Propel Nonprofits	Eliminations	Consolidated
ASSETS				
Cash and Cash Equivalents	$ 22,008,686	$ -	$ -	$ 22,008,686
Interest and Dividends Receivable	651,670	-	-	651,670
Accounts and Pledges Receivable	1,017,730	-	-	1,017,730
Prepaids	50,809	-	-	50,809
Investments	929,802,374	-	-	929,802,374
Program-Related Loans Receivable	7,360,121	-	-	7,360,121
Other Assets	685,678	-	-	685,678
Loans Receivable, Net	-	-	-	-
Notes Receivable	16,650,453	-	-	16,650,453
Beneficial Interest in Trusts	53,222,244	-	-	53,222,244
Furniture, Fixtures, and Equipment (Less: Accumulated Depreciation)	663,404	-	-	663,404
Total Assets	$ 1,032,113,169	$ -	$ -	$ 1,032,113,169
LIABILITIES AND NET ASSETS				
LIABILITIES				
Accounts Payable and Accrued Liabilities	$ 1,420,744	$ -	$ -	$ 1,420,744
Grants Payable	8,707,106	-	-	8,707,106
Notes Payable	-	-	-	-
Deferred Lease Credits	397,125	-	-	397,125
Amounts Due Beneficiaries	14,779,935	-	-	14,779,935
Charitable Funds Held for the Benefit of Others	31,813,402	-	-	31,813,402
Total Liabilities	57,118,312	-	-	57,118,312
NET ASSETS				
Without Donor Restrictions	856,388,900	-	-	856,388,900
With Donor Restrictions	118,605,957	-	-	118,605,957
Total Net Assets	974,994,857	-	-	974,994,857
Total Liabilities and Net Assets	$ 1,032,113,169	$ -	$ -	$ 1,032,113,169

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATING SCHEDULE FOR THE STATEMENT OF FINANCIAL POSITION
MARCH 31, 2020
(UNAUDITED)
(SEE INDEPENDENT AUDITORS' REPORT)

	TMF	Propel Nonprofits	Eliminations	Consolidated
ASSETS				
Cash and Cash Equivalents	$ 6,075,053	$ 9,537,334	$ -	$ 15,612,387
Interest and Dividends Receivable	691,456	107,362	-	798,818
Accounts and Pledges Receivable	2,989,619	1,537,852	-	4,527,471
Prepaids	5,413	122,811	-	128,224
Investments	673,519,230	184,350	-	673,703,580
Program-Related Loans Receivable	7,951,685	-	-	7,951,685
Other Assets	678,418	-	-	678,418
Loans Receivable, Net	-	28,420,091	-	28,420,091
Notes Receivable	21,734,545	-	(1,000,000)	20,734,545
Beneficial Interest in Trusts	49,486,293	-	-	49,486,293
Furniture, Fixtures, and Equipment (Less: Accumulated Depreciation)	624,278	818,022	-	1,442,300
Total Assets	$ 763,755,990	$ 40,727,822	$ (1,000,000)	$ 803,483,812
LIABILITIES AND NET ASSETS				
LIABILITIES				
Accounts Payable and Accrued Liabilities	$ 1,345,914	$ 2,324,620	$ -	$ 3,670,534
Grants Payable	5,551,772	-	-	5,551,772
Notes Payable	-	23,520,622	(1,000,000)	22,520,622
Deferred Lease Credits	198,387	-	-	198,387
Amounts Due Beneficiaries	11,601,278	-	-	11,601,278
Charitable Funds Held for the Benefit of Others	27,845,629	-	-	27,845,629
Total Liabilities	46,542,980	25,845,242	(1,000,000)	71,388,222
NET ASSETS				
Without Donor Restrictions	616,279,170	11,606,718	-	627,885,888
With Donor Restrictions	100,933,840	3,275,862	-	104,209,702
Total Net Assets	717,213,010	14,882,580	-	732,095,590
Total Liabilities and Net Assets	$ 763,755,990	$ 40,727,822	$ (1,000,000)	$ 803,483,812

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATING SCHEDULE FOR THE STATEMENT OF ACTIVITIES
YEAR ENDED MARCH 31, 2021
(UNAUDITED)
(SEE INDEPENDENT AUDITORS' REPORT)

	TMF		Propel Nonprofits			Consolidated	
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	Without Donor Restrictions	With Donor Restrictions
REVENUES, GAINS, AND OTHER SUPPORT							
Total Amount Raised	$ 139,217,173	$ 175,686	$ 3,816,110	$ 1,822,390	$ (153,750)	$ 142,879,533	$ 1,998,076
Less: Amounts Received for Benefit of Others	894,030	-	-	-	-	894,030	-
Contributions, Net	138,323,143	175,686	3,816,110	1,822,390	(153,750)	141,985,503	1,998,076
Total Investment Income, Net	219,009,316	15,929,801	15,487	-	(20,000)	219,004,803	15,929,801
Less: Investment from Charitable Funds Held for Benefit of Others	8,877,597	-	-	-	-	8,877,597	-
Investment Income, Net	210,131,719	15,929,801	15,487	-	(20,000)	210,127,206	15,929,801
Change in Value of Trusts	-	8,895,095	-	-	-	-	8,895,095
Administrative Service Revenue from Agency Funds	224,405	-	-	-	-	224,405	-
Note Receivable Interest and Other Income	1,217,474	-	2,082,787	-	-	3,300,261	-
Net Assets Released from Restrictions	7,328,465	(7,328,465)	2,274,848	(2,274,848)	-	9,603,313	(9,603,313)
Total Revenues, Gains, and Other Support	357,225,206	17,672,117	8,189,232	(452,458)	(173,750)	365,240,688	17,219,659
EXPENSES							
Program Services:							
Total Grants	110,683,080	-	2,982,246	-	(153,750)	113,511,576	-
Less: Grants Made for Benefit of Charitable Funds Held	5,617,166	-	-	-	-	5,617,166	-
Grants, Net	105,065,914	-	2,982,246	-	(153,750)	107,894,410	-
Program Service Expense	7,563,474	-	3,326,980	-	(20,000)	10,870,454	-
Support Services:							
Management and General Administrative Expense	2,686,862	-	966,383	-	-	3,653,245	-
Fund Raising	1,799,226	-	198,704	-	-	1,997,930	-
Total Expenses	117,115,476	-	7,474,313	-	(173,750)	124,416,039	-
CHANGE IN NET ASSETS	240,109,730	17,672,117	714,919	(452,458)	-	240,824,649	17,219,659
NONOPERATING CHANGE IN NET ASSETS							
Deconsolidation of Affiliate (see Note 1)	-	-	(12,321,637)	(2,823,404)	-	(12,321,637)	(2,823,404)
TOTAL CHANGE IN NET ASSETS	240,109,730	17,672,117	(11,606,718)	(3,275,862)	-	228,503,012	14,396,255
Net Assets - Beginning of Year	616,279,170	100,933,840	11,606,718	3,275,862	-	627,885,888	104,209,702
NET ASSETS - END OF YEAR	$ 856,388,900	$ 118,605,957	$ -	$ -	$ -	$ 856,388,900	$ 118,605,957

THE MINNEAPOLIS FOUNDATION
AND AFFILIATE
CONSOLIDATING SCHEDULE FOR THE STATEMENT OF ACTIVITIES
YEAR ENDED MARCH 31, 2020
(UNAUDITED)
(SEE INDEPENDENT AUDITORS' REPORT)

	TMF		Propel Nonprofits			Consolidated	
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	Without Donor Restrictions	With Donor Restrictions
REVENUES, GAINS, AND OTHER SUPPORT							
Total Amount Raised	$ 103,879,480	$ 3,549,855	$ 548,395	$ 5,154,963	$ (814,167)	$ 103,613,708	$ 8,704,818
Less: Amounts Received for Benefit of Others	661,277	-	-	-	-	661,277	-
Contributions, Net	103,218,203	3,549,855	548,395	5,154,963	(814,167)	102,952,431	8,704,818
Total Investment Income, Net	(49,454,341)	(3,724,315)	80,433	-	(26,347)	(49,400,255)	(3,724,315)
Less: Investment from Charitable Funds Held for Benefit of Others	(1,678,562)	-	-	-	-	(1,678,562)	-
Investment Income, Net	(47,775,779)	(3,724,315)	80,433	-	(26,347)	(47,721,693)	(3,724,315)
Change in Value of Trusts	-	770,269	-	-	-	-	770,269
Administrative Service Revenue from Agency Funds	437,191	-	-	-	-	437,191	-
Note Receivable Interest and Other Income	1,417,768	-	2,556,103	-	-	3,973,871	-
Net Assets Released from Restrictions	11,418,699	(11,418,699)	4,568,299	(4,568,299)	-	15,986,998	(15,986,998)
Total Revenues, Gains, and Other Support	68,716,082	(10,822,890)	7,753,230	586,644	(840,514)	75,628,798	(10,236,226)
EXPENSES							
Program Services:							
Total Grants	89,756,640	-	2,753,796	-	(814,167)	91,696,269	-
Less: Grants Made for Benefit of Charitable Funds Held	3,994,778	-	-	-	-	3,994,778	-
Grants, Net	85,761,862	-	2,753,796	-	(814,167)	87,701,491	-
Program Service Expense	8,459,493	-	3,420,393	-	(26,347)	11,853,539	-
Support Services:							
Management and General Administrative Expense	2,298,280	-	829,142	-	-	3,127,422	-
Fund Raising	1,843,966	-	152,093	-	-	1,996,059	-
Total Expenses	98,363,601	-	7,155,424	-	(840,514)	104,678,511	-
TOTAL CHANGE IN NET ASSETS	(29,647,519)	(10,822,890)	597,806	586,664	-	(29,049,713)	(10,236,226)
Net Assets - Beginning of Year	645,926,689	111,756,730	11,008,912	2,689,198	-	656,935,601	114,445,928
NET ASSETS - END OF YEAR	$ 616,279,170	$ 100,933,840	$ 11,606,718	$ 3,275,862	$ -	$ 627,885,888	$ 104,209,702