Audited
Financial Statements

iCatholic Media, Inc.

June 30, 2013

G.T. Reilly & Company
Certified Public Accountants/Business Consultants

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INDEPENDENT AUDITORS' REPORT

Board of Incorporators
iCatholic Media, Inc.

We have audited the accompanying financial statements of iCatholic Media, Inc., which comprise the statements of financial position as of June 30, 2013 and 2012, and the related statements of activities, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider 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 iCatholic Media, Inc. as of June 30, 2013 and 2012, and the results of its changes in net assets and cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

G.T. Reilly & Company

G.T. Reilly & Company

Milton, Massachusetts
October 1, 2013

Statements of Financial Position

June 30

	2013	2012
Assets		
Cash and cash equivalents (Note 1)	**$ 495,039**	$ 1,532,498
Accounts receivable (Note 1)	**226,815**	188,426
Accrued lease revenue (Notes 1 & 6)	**5,333,547**	4,903,547
Accrued interest and dividends receivable	**166,392**	141,062
Investments at fair value (Notes 1, 2 & 3)	**17,593,134**	16,103,092
Prepaid expenses and other assets	**165,942**	63,877
Property and equipment, net (Notes 1 & 4)	**10,999,718**	12,300,549
Goodwill (Note 1)	**862,422**	862,422
TOTAL ASSETS	**$ 35,843,009**	$ 36,095,473
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	**$ 208,331**	$ 386,869
Note payable to affiliate (Note 9)	**454,156**	633,863
Note payable (Note 5)	**27,123**	33,117
Deferred revenue (Note 1)	**634,083**	838,136
	1,323,693	1,891,985
Net Assets (Notes 1,10 & 11)		
Unrestricted		
Board designated	**17,416**	58,484
Undesignated	**28,251,442**	28,255,564
	28,268,858	28,314,048
Temporarily restricted	**1,225,458**	864,440
Permanently restricted	**5,025,000**	5,025,000
	34,519,316	34,203,488
TOTAL LIABILITIES AND NET ASSETS	**$ 35,843,009**	$ 36,095,473

The accompanying notes are an integral part of these financial statements.

iCatholic Media, Inc.

Statements of Activities and Changes in Net Assets

	Year Ended June 30, 2013				Year Ended June 30, 2012			
	Unrestricted	**Temporarily Restricted**	**Permanently Restricted**	**Total**	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUES, GAINS & OTHER SUPPORT:								
Contributions	**$ 1,661,704**	**$ 82,129**	**$ -**	**$ 1,743,833**	$ 1,607,213	$ 55,000	$ -	$ 1,662,213
Legacies and bequests	**741,341**	**-**	**-**	**741,341**	949,615	519,806	-	1,469,421
Investment income	**336,913**	**245,424**	**-**	**582,337**	275,152	236,321	-	511,473
Educational programming & broadcasting (Note 6)	**4,800,000**	**-**	**-**	**4,800,000**	4,800,000	-	-	4,800,000
Printing and advertising revenue	**1,320,393**	**-**	**-**	**1,320,393**	1,114,195	-	-	1,114,195
Subscription and advertising revenue	**1,046,465**	**-**	**-**	**1,046,465**	1,022,693	-	-	1,022,693
Other	**47,001**	**-**	**-**	**47,001**	49,809	-	-	49,809
Net assets released from restrictions through satisfaction of program restrictions (Note 10)	**338,696**	**(338,696)**	**-**	**-**	843,581	(843,581)	-	-
Net realized & unrealized gains (losses) on investments (Notes 1 & 2)	**467,881**	**372,161**	**-**	**840,042**	(307,036)	(286,347)	-	(593,383)
TOTAL REVENUES, GAINS & OTHER SUPPORT	**10,760,394**	**361,018**	**-**	**11,121,412**	10,355,222	(318,801)	-	10,036,421
EXPENSES								
Salaries	**3,269,234**	-	-	**3,269,234**	3,297,907	-	-	3,297,907
Payroll taxes	**222,755**	-	-	**222,755**	213,282	-	-	213,282
Fringe Benefits	**726,477**	-	-	**726,477**	660,279	-	-	660,279
Fundraising	**199,957**	-	-	**199,957**	153,265	-	-	153,265
Broadcasting	**911,780**	-	-	**911,780**	866,210	-	-	866,210
Occupancy	**307,313**	-	-	**307,313**	304,677	-	-	304,677
Contract services	**534,759**	-	-	**534,759**	568,906	-	-	568,906
Supplies and materials	**800,577**	-	-	**800,577**	813,785	-	-	813,785
Maintenance of equipment	**384,537**	-	-	**384,537**	345,686	-	-	345,686
Postage	**199,071**	-	-	**199,071**	228,016	-	-	228,016
Legal and accounting	**61,928**	-	-	**61,928**	149,506	-	-	149,506
Service fees	**73,264**	-	-	**73,264**	64,123	-	-	64,123
Telecommunications	**156,531**	-	-	**156,531**	131,762	-	-	131,762
Sales commissions	**150,102**	-	-	**150,102**	86,434	-	-	86,434
Shipping and delivery	**67,406**	-	-	**67,406**	45,448	-	-	45,448
Marketing	**120,464**	-	-	**120,464**	167,597	-	-	167,597
Interest	**28,881**	-	-	**28,881**	42,909	-	-	42,909
Depreciation and amortization	**1,365,682**	-	-	**1,365,682**	1,299,641	-	-	1,299,641
Contribution	**1,000,000**	-	-	**1,000,000**	-	-	-	-
Miscellaneous	**224,866**	-	-	**224,866**	196,393	-	-	196,393
TOTAL EXPENSES	**10,805,584**	**-**	**-**	**10,805,584**	9,635,826	-	-	9,635,826
INCREASE IN NET ASSETS	**(45,190)**	**361,018**	**-**	**315,828**	719,396	(318,801)	-	400,595
NET ASSETS AT BEGINNING OF YEAR	**28,314,048**	**864,440**	**5,025,000**	**34,203,488**	27,594,652	1,183,241	5,025,000	33,802,893
NET ASSETS AT END OF YEAR	**$ 28,268,858**	**$ 1,225,458**	**$ 5,025,000**	**$ 34,519,316**	$ 28,314,048	$ 864,440	$ 5,025,000	$ 34,203,488

The accompanying notes are an integral part of these financial statements.

Statements of Cash Flows

Year Ended June 30

	2013	2012
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	**$ 315,828**	$ 400,595
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	**1,365,682**	1,299,641
Loss on disposal of equipment	**-**	5,136
Net realized and unrealized (gains) losses on investments	**(840,042)**	593,383
Changes in operating assets and liabilities:		
Accounts receivable	**(38,389)**	143,225
Accrued lease revenue	**(430,000)**	(90,000)
Accrued interest and dividends receivable	**(25,330)**	(9,300)
Due from affiliate	**-**	100,000
Prepaid expenses and other assets	**(102,065)**	21,135
Accounts payable and accrued expenses	**(178,538)**	202,568
Deferred revenue	**(204,053)**	322,145
NET CASH (USED IN) PROVIDED FROM OPERATING ACTIVITIES	**(136,907)**	2,988,528
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of securities	**(2,000,000)**	(1,100,000)
Proceeds from sale of securities	**1,350,000**	-
Additions to property and equipment	**(84,851)**	(1,075,026)
Proceeds from sale of equipment	**20,000**	8,150
NET CASH USED IN INVESTING ACTIVITIES	**(714,851)**	(2,166,876)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments on loan from affiliate	**(179,707)**	(186,692)
Repayments on note payable	**(5,994)**	(1,883)
NET CASH USED IN FINANCING ACTIVITIES	**(185,701)**	(188,575)
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	**(1,037,459)**	633,077
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	**1,532,498**	899,421
CASH AND CASH EQUIVALENTS AT END OF YEAR	**$ 495,039**	$ 1,532,498

Supplemental Disclosure of Cash Flow Information

Cash paid for interest	**$ 28,881**	$ 40,504

Noncash Investing and Financing Activities

Equipment financing	**$ -**	$ 35,000

Notes to Financial Statements

June 30, 2013

Note 1 - Nature of Activities and Summary of Significant Accounting Policies

Nature of Activities – iCatholic Media, Inc. (formerly Boston Catholic Television, Inc.) (the "Corporation") provides religious and educational programs, publications, news media and other electronic and print communication services to the Roman Catholic community. Support for these services is provided by contributions from the general public. These services are provided under the brand names of CatholicTV Network, iCatholic, CatholicTVjr, CatholicTV.com, The Pilot, PilotCatholicNews.com, Pilot Bulletins, Pilot Printing, Pilot New Media, Pilot Media Group, Pilot Catholic Directory, Catholic Media Secretariat & iCatholic Media.

Financial Statement Presentation - The Corporation reports information regarding its financial position and activities according to three classes of net assets as determined by donor-imposed restrictions: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets (see Note 10).

Accounting Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual amounts could differ from those estimates.

Cash and Cash Equivalents - The Corporation considers short-term, highly-liquid investments with original maturities of three months or less at acquisition to be cash equivalents.

Contributions and Accounts Receivable - Contributions and accounts receivable are due within one year and are stated net of an allowance for doubtful accounts, when considered necessary, which would be reported on the face of the Corporation's statement of financial position. The allowance is established via a provision for bad debts charged to operations. On a periodic basis, management evaluates its contributions and accounts receivable and establishes or adjusts its allowance to an amount that it believes will be adequate to absorb possible losses on accounts that may become uncollectible, based on evaluations of the collectibility of individual accounts, the history of prior loss experience and on current economic conditions. Accounts are written off and charged against the allowance when management believes that the collectibility of the specific account is unlikely. The accompanying statements of financial position at June 30, 2013 and 2012 do not include an allowance for doubtful accounts as one was not considered necessary by management.

Investments - The Corporation's investments are carried at fair value (see Notes 2 & 3). Changes in fair value are reflected in the statement of activities as net realized and unrealized gains (losses) on investments.

Property and Equipment – Property and equipment are stated at cost (see Note 4). Maintenance, repairs and minor renewals and additions are expensed as incurred whereas major renewals and betterments are capitalized. When an asset is retired or disposed of, the related costs and allowances for depreciation or amortization are removed from the accounts and any gain or loss on the disposition is reflected in the statement of activities. Depreciation is provided over the estimated useful lives of the assets by using straight-line methods. The estimated useful lives used in the computation are as follows:

Assets	Estimated Useful Lives in Years
Building and renovations	40
Furniture, fixtures and equipment	7-10
Motor vehicles	5

Note 1 - Summary of Significant Accounting Policies (Cont.)

Goodwill – The excess of purchase cost over the fair value of identifiable net assets obtained in a prior year acquisition of a bulletin company was recorded at cost as goodwill. Goodwill is not amortized but rather is evaluated for impairment at least annually, or more frequently upon the occurrence of an event or when circumstances indicate that the recoverability of the goodwill is unlikely. Based on a qualitative assessment, if the Corporation determines that it is more likely than not that the fair value of the division or reporting unit is less than the carrying value, then the Corporation will proceed to a quantitative assessment and test of goodwill impairment. The quantitative goodwill testing utilizes a two-step impairment analysis, whereby the carrying value of the division or the reporting unit is compared to its fair value. If the carrying value of the reporting unit is greater than its fair value, the second step is performed, where the fair value is allocated to the known values of assets and liabilities, with the remaining fair value representing goodwill. The implied fair value of goodwill is then compared to its current carrying value. If the carrying amount of goodwill exceeds its fair value, an impairment charge would be recognized via a charge to the statement of activities. There have been no impairment charges to date.

Deferred Revenue - Deferred revenue consists of subscription and advertisement revenues received in the current fiscal year or prior fiscal years that will be fulfilled through services performed in future fiscal years.

Contributions and Donor Restrictions - Contributions receivable that are unconditional promises to give to the Corporation are recognized as support in the period made at their fair values. Those that are pledged or expected to be collected after one year or over a period of years are recorded at the discounted present value of expected future cash flows. Subsequent accruals of the "interest" element of the receivable are also recorded as contributions.

The Corporation reports contributions of cash or other assets as restricted support, thereby increasing temporarily restricted net assets, if they are received with donor stipulations that limit, specify or otherwise restrict the use of such contributions. When a donor restriction expires, either by use of the funds for the specified purpose or by the expiration of a time restriction, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions (see Note 10).

Contributions received for the purpose of, or in connection with a campaign to raise funds for acquiring property or equipment, or renovating a facility, are reported as support, increasing temporarily restricted net assets. When the expenditures for the acquisition or renovations are incurred, the financial statements report a reduction in temporarily restricted net assets and an increase in unrestricted net assets.

Endowment funds established by donor restrictions to permanently maintain the principal, while allowing the use of income generated therefrom, are classified as permanently restricted net assets. Income derived from the investment of endowment funds is reported as unrestricted revenue or as restricted revenue depending on the terms of the donor instrument.

Under generally accepted accounting principles and Massachusetts General Laws, unrealized gains from endowment fund investments are reported as increases in temporarily restricted net assets unless the donor explicitly states otherwise. Unrealized losses are first recorded as reductions to temporarily restricted net assets derived from endowment funds then to unrestricted net assets (see Notes 10 & 11).

Contributed Services - Contributions of services to the Corporation are recognized as support with an equal amount recognized as expense if the services provided require special skills and would need to be purchased by the Corporation if not contributed (see Note 8).

Lease Revenue Recognition - The Corporation generates revenues through the leasing of its excess capacity for certain stations licensed by the Federal Communications Commission. When a lease agreement specifies uneven payments over its term that are not reflective of the availability or use of the air time, related revenue is nevertheless recognized evenly on a straight-line basis over the term of the lease by recording either an asset (“accrued lease revenue”) or a liability (“deferred lease revenue”) on the Corporation’s statement of financial position (see Note 6).

Note 1 - Summary of Significant Accounting Policies (Cont.)

Income Tax Status - The Corporation is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. The Corporation's federal income taxes for the tax years 2009 and beyond remain subject to examination by the Internal Revenue Service (see Note 13).

Evaluation of Subsequent Events - Management has evaluated subsequent events involving the Corporation for potential recognition or disclosure in the accompanying financial statements. Subsequent events are events or transactions that occurred after June 30, 2013 up through October 1, 2013, the date the accompanying financial statements were available to be issued.

Note 2 - Investments

Investments consist of the following at June 30:

	2013		2012	
	Cost	**Fair Value**	Cost	Fair Value
Common Investment Fund, Roman Catholic Archbishop of Boston	**$ 13,440,259**	**$ 16,354,250**	$ 11,440,259	$ 13,522,328
Money Market Fund, Roman Catholic Archbishop of Boston	**1,176,923**	**1,238,884**	2,460,806	2,580,764
	$ 14,617,182	**$ 17,593,134**	$ 13,901,065	$ 16,103,092

Investments represent the Corporation's unit holdings in the Common Investment Fund and the Money Market Fund, Roman Catholic Archbishop of Boston, A Corporation Sole, separate related entities established to provide common investment pools in which the Corporation and other related organizations may participate. The participants own units based upon a per-unit value at the time of purchase. The Common Investment Fund and the Money Market Fund incur service fees from the Corporation Sole for administrative and clerical services performed on behalf of the funds. These fees are reflected in the calculation of the value per unit. Dividend income from these investments totaled $581,398 and $509,420 for the years ended June 30, 2013 and 2012, respectively.

The Common Investment Fund invests nearly all of its funds in the RCAB Collective Investment Partnership (the "Investment Partnership"), the underlying investments of which are primarily equity and fixed-income securities (U.S. Government and agency securities, asset-backed securities and corporate bonds) owned either directly or indirectly through mutual funds and private entities. The fair value of the Investment Partnership's investments in actively-traded domestic securities is determined by State Street Corporation, which obtains bid price quotations from independent pricing services on most securities. Investments in traded foreign securities are fair valued by State Street Corporation at the mean between bid and asked prices. For those securities whose prices are not available through independent pricing services, fair value is estimated by bid price quotations obtained by State Street Corporation from principal makers in those securities or as determined in good faith by management. Investment holdings of private investment entities that are not actively traded are valued by the managers of these entities.

The Money Market Fund invests its funds in money market funds of two high-quality financial institutions and one publicly traded asset-backed bond held by State Street Corporation as the custodian. The estimated fair value is based on the underlying net asset value of the Fund as valued by the Roman Catholic Archbishop of Boston.

Note 2 – Investments (Cont.)

The Corporation's investments (including investments bought, sold and held during the year) appreciated (depreciated) in value as follows during the years ended June 30:

	2013	2012
Common Investment Fund, Roman Catholic Archbishop of Boston	**$ 831,922**	$ (660,003)
Money Market Fund, Roman Catholic Archbishop of Boston	**8,120**	66,620
	$ 840,042	$ (593,383)

Risks and Uncertainties – The Corporation's investments are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with these investment securities, and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect the amounts reported in the Statements of Financial Position and the Statements of Activities.

Note 3 – Fair Value Measurements

The Corporation measures the fair values of assets and liabilities as an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. A fair value hierarchy is used to prioritize the inputs to valuation techniques used to measure fair value. The Corporation classifies its assets and liabilities into Level 1 (securities valued using quoted prices from active markets for identical assets), Level 2 (securities not traded on an active market for which observable market inputs are readily available), and Level 3 (securities valued based on significant unobservable inputs). Investments are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The Corporation's financial assets that are accounted for at fair value on a recurring basis as of June 30, 2013 and 2012, by level within the fair value hierarchy, are presented in the table below. Financial assets measured at fair value on a nonrecurring basis, such as contributions receivable, are excluded from the table.

	Level 1 Quoted Prices in Active Markets for Identical Assets	Level 2 Significant Other Observable Inputs	Level 3 Significant Unobservable Inputs	Total
June 30, 2013				
Units of Common Investment Fund	**$ -**	**$ 16,354,250**	**$ -**	**$ 16,354,250**
Units of Money Market Fund	**-**	**1,238,884**		**1,238,884**
	$ -	**$ 17,593,134**	**$ -**	**$ 17,593,134**
June 30, 2012				
Units of Common Investment Fund	$ -	$ 13,522,328	$ -	$ 13,522,328
Units of Money Market Fund	-	2,580,764	-	2,580,764
	$ -	$ 16,103,092	$ -	$ 16,103,092

The fair value measurement level is based on the lowest level of any input that is significant to the fair value measurement of the asset or liability. The following is a description of the valuation methodologies used for investments measured at fair value, including the general classification of such instruments pursuant to the valuation hierarchy.

Note 3 – Fair Value Measurements (Cont.)

Unit values in the Common Investment Fund (CIF) and Money Market Fund (MMF) do not have quoted prices in active markets or significant other observable inputs that have quoted market prices although the Corporation can redeem its investments at the net asset values per share at June 30, 2013. These assets are classified as being Level 2 inputs under the fair value hierarchy in accordance with generally accepted accounting principles. The Corporation estimates the fair value of its unit holdings in the CIF and MMF based on the Corporation's share of the underlying investment portfolio that consists of actively-traded equities, bonds and money market funds.

Note 4 – Property and Equipment

Property and equipment consist of the following at June 30:

	2013	2012
Land	**$ 440,663**	$ 440,663
Building and renovations	**6,166,405**	6,166,405
Furniture and fixtures	**3,480,397**	3,480,397
Motor vehicles	**62,668**	62,668
Equipment	**13,900,485**	13,843,635
	24,050,618	23,993,768
	13,050,900	11,693,219
	$ 10,999,718	$ 12,300,549

Depreciation expense was $1,365,682 and $1,299,641 for the years ended June 30, 2013 and 2012, respectively.

Note 5 – Financing Agreement

During 2012 the Corporation entered into a financing agreement with a finance company for the purchase of equipment. The note is for $35,000, collateralized by the equipment, and payable in monthly principal and interest payments of $724 through maturity in February 2017 at an effective interest rate of 9.465%.

Future principal maturities of the note are as follows:

Year Ending June 30	
2014	$ 6,426
2015	7,062
2016	7,760
2017	5,875
	$ 27,123

Note 6 - Lease Commitments

As Lessee - The Corporation leases certain equipment and commercial space to accommodate certain broadcasting equipment and needs under agreements expiring at various dates through the year 2019. Future minimum lease payments are as follows:

Year Ending June 30	
2014	$ 167,000
2015	160,000
2016	159,000
2017	119,000
2018	54,000
2019	23,000
	$ 682,000

Rent expense under the terms of these leases approximated $132,000 and $103,000 for the years ended June 30, 2013 and 2012, respectively.

As Lessor - Commencing February 27, 2010 the Corporation is the lessor in an agreement whereby it leases certain of its excess capacity with respect to the Educational Broadcast Service channels licensed to it by the Federal Communications Commission. Under the agreement, the Corporation receives a monthly fee starting at $170,000 per month for the first five years, increasing to $190,000 per month for the next five years and escalating to $650,000 per month in year twenty six of the thirty year agreement. In addition to the monthly fees the Corporation received a one-time initial fee of $2 million. The agreement also calls for three anniversary payments of $2.5 million each on the second and third anniversaries, and $2 million on the fourth anniversary of the agreement. The first two anniversary payments were received during the years ended June 30, 2013 and 2012. For each of the years ended June 30, 2013 and 2012, the Corporation received $2.04 million in fees and $2.5 million in anniversary payments, for a total of $4.54 million each year, and has recognized $4.8 million of revenues in both 2013 and 2012 for a total of $19.1 million recognized under the contract based upon the straight-line method of reporting lease revenue (see Note 1). The agreement is cancellable by either party only under certain conditions.

Future lease payments are receivable as follows:

2014	$ 4,040,000
2015	2,120,000
2016	2,280,000
2017	2,280,000
2018	2,280,000
Thereafter	117,210,968
	$130,210,968

Note 7 - Employee Pension Plan

The Corporation participated in a multi-employer noncontributory employee retirement income plan, the Roman Catholic Archdiocese of Boston Pension Plan. The plan provides defined benefits to participants upon retirement. The amount of the Corporation's annual contribution is actuarially determined and is accrued and funded annually. The relative position of the Corporation with regard to the plan's net assets and actuarial present value of accumulated plan benefits has not been distinguished from those of other groups participating in the retirement income plan. At June 30, 2012 and 2011, the financial statements of the plan reflected approximately $207.9 million and $284.5 million, respectively, in net assets available for benefits and $260.7 million and $328.9 million, respectively, in accumulated plan benefits. Effective December 31, 2011, the Archdiocese of Boston amended the plan in order to curtail benefit accruals for plan participants. In addition, no additional participants are allowed into the plan. Pension expense for the years ended June 30, 2013 and 2012 was approximately $149,000 and 144,000, respectively, for the defined benefit plan.

Note 7 - Employee Pension Plan (Cont.)

To replace the curtailed defined benefit pension plan, the Archdiocese of Boston established a 401(k) defined contribution plan on January 1, 2012. The Corporation contributes a matching contribution subject to formulas defined in the plan document. Contributions by the Corporation approximated $29,000 for the year ended June 30, 2013 ($20,000 in 2012). Each eligible employee may defer up to 100% of compensation subject to limits of the maximum amount allowed by law.

Note 8 - Contributed Services

For the years ended June 30, 2013 and 2012, the Corporation recorded contributions of $144,813 and $180,595, respectively, for the full-time services performed by the priest who serves as its director of television programming and for the priest who served as director of the Boston Catholic Directory in 2012. These amounts represent the estimated additional compensation that would be paid to a layperson performing the same services (see Note 1).

Note 9 - Related Party Transactions

Insurance Charges – During the years ended June 30, 2013 and 2012, the Corporation was charged $588,565 and $536,890, respectively, for health, life, disability and general insurance administered by the Roman Catholic Archbishop of Boston (RCAB), a Corporation Sole (an entity related by common board members).

Operating Assistance – Effective July 1, 2010 the Pilot, the Digital Services Media Group and the Boston Catholic Directory (formerly operated as unincorporated entities within the Archdiocese of Boston) were transferred to the Corporation to be operated as a separate division known as The Pilot Media Group (PMG). To assist in the funding of operations, the Archdiocese of Boston agreed to provide grants of $250,000, $350,000 and $250,000 in years one, two and three, respectively. The first grant of $250,000 was received and recorded in fiscal year 2011. During 2012, the understanding was amended and the Corporation received $540,000 under the revised agreement to pay the remaining two installments in 2012 at a reduced amount. $270,000 has been recorded as revenue in each of the years 2012 and 2013.

In addition, while under the management of the Archdiocese of Boston, customers pre-paid for subscriptions that relate to future fiscal years, and to help fund the costs of providing these subscriptions, the Archdiocese agreed to provide $150,000, paid in three annual installments of $50,000. The first installment was received during fiscal year 2011. During 2012 the understanding was amended and the Corporation received $90,000 under the revised agreement to pay the remaining two installments in 2012 at a reduced amount.

Also on July 1, 2010, the Corporation and the Archdiocese of Boston entered into a Memorandum of Understanding to govern PMG’s activities at the Archdiocesan Pastoral Center. The Corporation agreed to provide certain services to the Archdiocese in exchange for certain services that the Archdiocese will provide to the Corporation. The value of these services has not been reflected in the accompanying financial statements.

Note Payable – The purchase of a bulletin company in a prior year was financed by a 5-year, $990,000 loan from the RCAB, payable in monthly principal and interest installments at a variable rate of interest. The initial rate remained unchanged through June 30, 2013 at 5.25%, which resulted in a monthly payment of $18,796.

Note 9 - Related Party Transactions (Cont.)

In August of 2013, the Corporation amended and restated the original promissory note by refinancing the existing debt amount of $454,490 and borrowing an additional $724,990 for a total loan of $1,179,480. The new loan is payable in 119 monthly principal and interest installments of $12,510 commencing on August 15, 2013 with a final installment due on July 15, 2023 equal to the remaining outstanding principal balance along with all unpaid and accrued interest. The loan bears interest at the applicable rate per the agreement, which can vary from time to time and was 5% as of the date of the amended note agreement. In addition, the loan is secured by a first priority security interest in one of the Corporation’s investment accounts within the Common Investment Fund (Note 2), which had a fair market value of approximately $10,064,000 at June 30, 2013.

Maturities on the amended and restated agreement over the next five years are as follows:

Year Ending June 30	
2014	$ 89,933
2015	97,868
2016	102,875
2017	108,138
2018	113,671
Thereafter	666,995
	$ 1,179,480

Revenues – During the years ended June 30, 2013 and 2012 the Pilot Media Group received revenues from services of approximately $125,000 and $65,000, respectively, and the Pilot Bulletins and Pilot Printing Group received revenues from services of approximately $141,000 and $164,000, respectively, from the RCAB. At June 30, 2013 accounts receivable from RCAB for these services approximated $16,000 ($13,000 at June 30, 2012).

Note 10 – Restricted Net Assets

Permanently restricted net assets at June 30 are restricted to investment in perpetuity, the income from which is expendable to support:

	2013	2012
Religious programming and education	**$ 5,000,000**	$ 5,000,000
Sunday masses	**20,000**	20,000
Masses	**5,000**	5,000
	$ 5,025,000	$ 5,025,000

Temporarily restricted net assets at June 30 consist of the following:

	2013	2012
Restricted for religious programming and education	**$ 63,679**	$ 61,361
Restricted for Masses	**318**	306
Restricted for grant writer	**4,248**	11,951
Restricted for news program	**-**	5,770
Unrealized gains on investments related to permanently restricted net assets (Notes 1 & 2)	**1,157,213**	785,052
	$ 1,225,458	$ 864,440

Note 10 – Restricted Net Assets (Cont.)

During the years ended June 30, 2013 and 2012, net assets were released from donor restrictions by incurring expenses or by the occurrence of other events satisfying the restricted purpose as follows:

	2013	2012
Religious programming and education	**$ 241,885**	$ 235,948
Sunday masses	**967**	944
Masses	**242**	436
Grant writer	**7,703**	6,250
News program	**5,770**	20,730
Radio program	**18,300**	55,000
Digital Media	**19,002**	4,467
Pilot	**44,827**	-
Building renovations	**-**	519,806
	$ 338,696	$ 843,581

Note 11 – Endowments

The Corporation's endowments consist of three individual funds established for the support of various activities. As required by accounting principles generally accepted in the United States, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law – The Corporation has historically viewed the Massachusetts Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the Corporation to preserve the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Corporation classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. This is regarded as the "historic dollar value" of the endowment fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets and is regarded as "net appreciation" is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Corporation.

Endowment Investment Policy – The Corporation has adopted an investment philosophy which, combined with the spending rate, attempts to provide a predictable stream of returns thereby making funds available to programs that are supported by its endowment, while at the same time seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Corporation must hold in perpetuity or for donor-specified periods. Under the Corporation's investment policy and spending rate, both of which are approved by the Board of Trustees, the endowment assets are invested in a manner that is intended to produce an inflation-adjusted return in excess of the spending rate over a long period of time. Actual returns in any given year may vary.

Strategies Employed for Achieving Objectives – To satisfy its long-term rate-of-return objectives, the Corporation 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). From the time when the Corporation was organized, the Corporation has invested its endowment investment portfolio in the Common Investment Fund which, in turn, invests in the Investment Partnership. The Investment Committee of Corporation Sole is responsible for selecting the investment managers of the Investment Partnership. The Investment Committee's investment rationale is to include an array of different strategy investment managers for the Investment Partnership's portfolio to reduce overall volatility while providing investment returns above industry benchmarks.

Note 11 – Endowments (Cont.)

Endowment Net Assets – The composition of donor-restricted endowment funds is presented below by net asset class, including changes in the funds by class, for the years ended June 30:

	Endowment Fund Net Assets			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
For the year ended June 30, 2013:				
Endowment net assets at beginning of year	**$ -**	**$ 846,718**	**$ 5,025,000**	**$ 5,871,718**
Interest and dividends	**-**	**245,424**	**-**	**245,424**
Unrealized gains on investments	**-**	**372,161**	**-**	**372,161**
Appropriation of endowment assets for expenditure	**-**	**(243,094)**	**-**	**(243,094)**
Endowment net assets at end of year	**$ -**	**$ 1,221,209**	**$ 5,025,000**	**$ 6,246,209**
For the year ended June 30, 2012:				
Endowment net assets at beginning of year	$ -	$ 1,133,872	$ 5,025,000	$ 6,158,872
Interest and dividends	-	236,321	-	236,321
Unrealized losses on investments	-	(286,347)	-	(286,347)
Appropriation of endowment assets for expenditure	-	(237,128)	-	(237,128)
Endowment net assets at end of year	$ -	$ 846,718	$ 5,025,000	$ 5,871,718

Note 12 - Financial Instruments and Concentrations

The Corporation's financial instruments that potentially subject it to concentrations of credit risk consist of cash, cash equivalents, investments and debt.

The Corporation maintains its cash accounts in high quality financial institutions. At times, the amounts on deposit at any institution may be in excess of insured limits. At June 30, 2013, based on bank balances, cash in excess of the FDIC insurance limit approximated $444,000.

As more fully disclosed in Note 2, the Corporation's investments at June 30, 2013 consist of mutual funds administered by the Roman Catholic Archbishop of Boston in an amount approximating $17,593,000.

At June 30, 2013 and 2012, the Corporation had approximately $454,000 and $634,000 in debt payable to a related party (see Note 9).

Revenues of the Pilot Bulletin Group are concentrated in parishes located within the ecclesiastical territory of the RCAB.

Note 13 - Income Taxes

The Corporation adopted a policy of recognizing the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority. The Corporation's management has reviewed the tax positions for open periods and determined that no provision for income tax is required in the Corporation's financial statements.