NASHVILLE, TENNESSEE

FINANCIAL STATEMENTS,
SUPPLEMENTARY INFORMATION
AND
INDEPENDENT AUDITOR'S REPORT

**DECEMBER 31, 2014 AND 2013** 

## NASHVILLE, TENNESSEE

# FINANCIAL STATEMENTS, SUPPLEMENTARY INFORMATION AND INDEPENDENT AUDITOR'S REPORT

## DECEMBER 31, 2014 AND 2013

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#### INDEPENDENT AUDITOR'S REPORT

Board of Directors of Belcourt Theatre, Inc. Nashville, Tennessee

#### REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of the Belcourt Theatre, Inc. (the "Belcourt"), which comprise the statements of financial position as of December 31, 2014 and 2013, 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 of material misstatement, whether due to fraud or error.

#### **AUDITOR'S RESPONSIBILITY**

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

An audit involves performing procedures to obtain evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

#### **OPINION**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Belcourt Theatre, Inc., as of December 31, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

#### **OTHER MATTER**

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplemental information on page 13 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Knyto CAS PLLC

Nashville, Tennessee

April 24, 2015

# STATEMENTS OF FINANCIAL POSITION

## <u>DECEMBER 31, 2014 AND 2013</u>

	_	2014		2013
ASSETS				
Cash	\$	604,853	\$	382,606
Accounts receivable	•	2,200	Ψ	2,238
Pledges receivable		3,250		-,
Grants receivable		96,850		94,200
Inventory		12,745		8,473
Prepaid expenses		11,772		11,347
Property and equipment, net		1,460,580		1,517,748
Capital campaign assets:				
Cash	_	250,000		
TOTAL ASSETS	<u>\$</u>	2,442,250	<u>\$</u>	2,016,612
LIABILITIES				
Accounts payable and accrued expenses	\$	84,222	\$	65,255
Future box office sales and deposits		21,564		8,675
Other current liabilities		43,595		33,318
Note payable		313,282		344,728
TOTAL LIABILITIES	_	462,663		451,976
NET ASSETS				
Unrestricted:				
Designated for property and equipment, net of related debt Undesignated		1,147,298 563,591		1,173,020 374,418
Total unrestricted	_	1,710,889		1,547,438
Temporarily restricted	_	268,698		17,198
TOTAL NET ASSETS		1,979,587		1,564,636
TOTAL LIABILITIES AND NET ASSETS	\$	2,442,250	\$	2,016,612

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

## STATEMENTS OF ACTIVITIES

# FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

		2014	
	Unrestricted	Temporarily Restricted	Total
OPERATING REVENUES			
Box office sales	\$ 996,547	\$ -	\$ 996,547
Concession sales	463,297	=	463,297
Facility rental income	158,780		158,780
TOTAL OPERATING REVENUES	1,618,624		1,618,624
PROGRAM SERVICES - OPERATING COSTS AND EXPENSES			
Theatre	1,445,448	_	1,445,448
Concession	298,334		298,334
TOTAL PROGRAM SERVICES - OPERATING COSTS AND EXPENSES	1,743,782		1,743,782
LOSS FROM OPERATIONS	(125,158)		(125,158)
PUBLIC SUPPORT AND OTHER REVENUES			
Contributions, memberships and foundation grants	279,451	263,500	542,951
Grants	198,840	-	198,840
Fundraising events and sponsorships	65,802	-	65,802
Miscellaneous	5,222	-	5,222
Loss on disposition of equipment	-	-	-
Net assets released from restrictions	12,000	(12,000)	<u>-</u>
TOTAL PUBLIC SUPPORT AND OTHER REVENUES	561,315	251,500	812,815
SUPPORTING SERVICES			
Management and general	164,511	_	164,511
Fundraising	108,195		108,195
TOTAL SUPPORTING SERVICES	272,706		272,706
CHANGE IN NET ASSETS	163,451	251,500	414,951
NET ASSETS - BEGINNING OF YEAR	1,547,438	17,198	1,564,636
NET ASSETS - END OF YEAR	\$ 1,710,889	\$ 268,698	\$ 1,979,587

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

		T	emporarily		
L	Inrestricted	_I	Restricted		Total
\$	802,595	\$	-	\$	802,595
	380,973		_		380,973
	150,855	_			150,855
	1,334,423	-		_	1,334,423
	1,263,376		-		1,263,376
	257,870			_	257,870
	1,521,246				1,521,246
_	(186,823)				(186,823)
	253,818		28,670		282,488
	201,000		-		201,000
	88,484		-		88,484
	16,909 (1,396)		-		16,909
	33,023		(33,023)		(1,396)
	591,838		(4,353)		587,485
	162,391		_		162,391
	105,119		_		105,119
	267,510	_	_		267,510
	137,505		(4,353)		133,152
	1,409,933		21,551		1,431,484
\$	1,547,438	\$	17,198	\$	1,564,636

#### STATEMENTS OF CASH FLOWS

## FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

	2014	2013
OPERATING ACTIVITIES		
Change in net assets	\$ 414,951	\$ 133,152
Adjustments to reconcile change in net assets to net cash provided by		
operating activities:		
Depreciation and amortization	110,044	103,466
Loss on disposition of property and equipment	-	1,396
Contributions for capital campaign, net of present value discount	(250,000)	-
(Increase) decrease in:		
Accounts receivable	38	3,220
Pledges receivable	(3,250)	-
Grants receivable	(2,650)	` ' '
Inventory	(4,272)	971
Prepaid expenses	(425)	2,162
Refundable real estate taxes receivable		52,239
Increase (decrease) in:		
Accounts payable and accrued expenses	18,967	25,448
Future box office sales and deposits	12,889	(11,387)
Other current liabilities	10,277	12,465
TOTAL ADJUSTMENTS	(108,382)	145,044
NET CASH PROVIDED BY OPERATING ACTIVITIES	306,569	278,196
INVESTING ACTIVITIES		
Purchases of property and equipment	(52,876)	(203,118)
Increase in cash held for capital campaign	(250,000)	-
NET CASH USED IN INVESTING ACTIVITIES	(302,876)	(203,118)
FINANCING ACTIVITIES		
Collections for capital campaign	250,000	y <del>≡</del> a
Principal payments on note payable	(31,446)	(31,568)
NET CASH PROVIDED BY (USED IN) FINANCING ACTIVITIES	218,554	(31,568)
INCREASE IN CASH	222,247	43,510
CASH - BEGINNING OF YEAR	382,606	339,096
CASH - END OF YEAR	\$ 604,853	\$ 382,606
SUPPLEMENTAL CASH FLOW DISCLOSURE Interest expense paid	\$ 18,305	\$ 18,054
NONCASH FINANCING ACTIVITY		
Proceeds and repayment on refinance of note payable	\$ -	\$ 371,902

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

#### NOTES TO FINANCIAL STATEMENTS

#### DECEMBER 31, 2014 AND 2013

#### **NOTE 1 - GENERAL**

Belcourt Theatre, Inc. (the "Belcourt"), is a Tennessee not-for-profit corporation chartered in February 1999. The Belcourt was organized to preserve and operate the Belcourt Theatre, built in 1925, in its historical role as a home for film, theatre, music and community events. The Belcourt receives operating revenues from box office and concession sales, facility rentals and membership fees, and public support funding from state and local government grants, foundation and private contributions, and special events.

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of Presentation**

The accompanying financial statements present the financial position and changes in net assets of the Belcourt on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America ("GAAP").

Resources are classified as unrestricted, temporarily restricted or permanently restricted net assets, based on the existence or absence of donor-imposed restrictions, as follows:

- Unrestricted net assets are free of donor-imposed restrictions. All revenues, gains and losses that are not temporarily or permanently restricted by donors are included in this classification. All expenditures are reported in the unrestricted class of net assets, since the use of restricted contributions in accordance with the donors' stipulations results in the release of the restriction.
- *Temporarily restricted net assets* are limited as to use by donor-imposed restrictions that expire with the passage of time or that can be satisfied by use for the specific purpose.
- Permanently restricted net assets are amounts required by donors to be held in perpetuity, including gifts requiring that the principal be invested and the income or specific portions thereof be used for operations. The Belcourt had no permanently restricted net assets as of December 31, 2014 or 2013.

#### <u>Cash</u>

Cash consists principally of checking account balances. Cash on the statement of cash flows does not include amounts designated as capital campaign assets.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### DECEMBER 31, 2014 AND 2013

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### **Inventory**

Inventory is reported in the accompanying statement of financial position at cost. Inventory consists of concession items including candy, popcorn, soft drinks, alcoholic beverages and miscellaneous other items.

#### **Contributions and Support**

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support, depending on the existence and/or nature of any donor restrictions.

Contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as temporarily restricted or permanently restricted support that increases those net asset classes. When a restriction is fulfilled (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted and reported in the statement of activities as net assets released from restrictions.

The Belcourt reports gifts of equipment or materials as unrestricted support unless explicit donor restrictions specify how the assets must be used. Gifts of long-lived assets with explicit restrictions as to how the assets are to be used, or cash or other assets that must be used to acquire long-lived assets, are reported as restricted support. Expirations of donor restrictions are recognized when the donated or acquired long-lived assets are placed in service.

#### Promises to Give

Unconditional promises to give that are expected to be collected within one year are recorded as contributions receivable at their estimated net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of estimated future cash flows. The discount on those amounts is computed using the risk-free interest rate applicable to the year in which the promise is received (no new pledges were made in 2014 or 2013). Amortization of the discount is recognized on the interest method over the term of the gift and included in contribution revenue. Conditional promises to give are not included as support until such time as the conditions are substantially met. Advance receipts of conditional promises for which the conditions have not been met are classified initially as refundable advances under liabilities.

The allowance for uncollectible contributions is provided based on management's estimate of uncollectible pledges and historical trends.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### DECEMBER 31, 2014 AND 2013

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### **Property** and Equipment

Property and equipment are recorded at cost at the date of purchase or at estimated fair value at the date of gift to the Belcourt. The Belcourt's policy is to capitalize purchases with a cost of \$1,500 or more and an estimated useful life greater than one year. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets, which range from five to ten years for equipment and furniture and fifteen to thirty years for building and improvements. Land is not considered a depreciable asset; therefore a useful life is not assigned.

#### **Debt Issue Costs**

Debt issue costs have been capitalized and are being amortized by the straight-line method over the related loan term. The related debt was refinanced in 2013 and the remaining unamortized costs of \$3,740 were expensed in 2013.

#### Advertising and Marketing Costs

The Belcourt expenses advertising and marketing costs as they are incurred. Advertising and marketing expense totaled \$54,245 for the year ended December 31, 2014 (\$43,680 for 2013).

#### **Donated Goods and Services**

Donated facilities and materials are recorded as gifts in the period received at fair value, if there is an objective and measurable basis for determining such value.

Donated services are recognized if they create or enhance non-financial assets, or the donated service requires specialized skills, was performed by a donor who possesses such skills, and would have been purchased by the Belcourt if not donated. Such services are recognized at fair value as support and expense in the period the services are performed.

A number of unpaid volunteers have made significant contributions of their time to assist the Belcourt in implementing various programs and exhibits. The value of contributed time is not reflected in these statements since it is not susceptible to objective measurement or valuation.

#### **Donated Securities**

Donated securities are recorded as contribution revenue based on the market value of the securities at the date of gift.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### DECEMBER 31, 2014 AND 2013

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### **Grant Revenues**

Grants are recognized as revenue in the period a liability is incurred for eligible expenditures under the terms of the grant. Grant funds received prior to expenditure are recorded initially as a liability and recognized as revenue in the period the conditions for recognition are met.

#### **Program and Supporting Services**

The following program and supporting services are included in the accompanying financial statements:

<u>Program services</u> - includes the operation of two separate theatres with a total seating capacity of approximately 750. The core programming in both theatres is independent, documentary, world, repertory and classic cinema, as well as promoting visual and film literacy for adults and children. Additionally, the Belcourt serves as a venue for some live music and theatre programming via outside rental as time allows. Film programming is diverse and designed to reach, in part, underserved and international communities.

#### Supporting services

<u>Management and general</u> - relates to the overall direction of the organization. These expenses are not identifiable with a particular program or event or with fundraising, but are indispensable to the conduct of those activities and are essential to the organization. Specific activities include organization oversight, business management, recordkeeping, budgeting, financing, and other administrative activities.

<u>Fundraising</u> - includes costs of activities directed toward appeals for financial support, including special events. Other activities include creation and distribution of fundraising materials.

#### Allocation of Functional Expenses

Expenses that can be directly attributed to a particular function are charged to that function. Certain costs have been allocated among more than one program or activity based on objectively evaluated financial and non-financial data or reasonable subjective methods determined by management.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### DECEMBER 31, 2014 AND 2013

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

#### **Income Taxes**

The Belcourt qualifies as a not-for-profit organization exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code.

The Belcourt files U.S. Federal Form 990 for organizations exempt from income tax, and Form 990-T, an exempt organization income tax return. Tax returns for years prior to fiscal year 2011 are closed.

Management performs an evaluation of all income tax positions taken or expected to be taken in the course of preparing the Belcourt's income tax returns to determine whether the income tax positions meet a "more likely than not" standard of being sustained under examination by the applicable taxing authorities. Management has performed its evaluation of all income tax positions taken on all open income tax returns and has determined that there were no positions taken that do not meet the "more likely than not" standard. Accordingly, there are no provisions for income taxes, penalties or interest receivable or payable relating to uncertain income tax positions in the accompanying financial statements.

#### **Estimates**

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

#### Reclassifications

Certain reclassifications have been made to the December 31, 2013 financial statements in order to be comparative with the current year presentation. Such reclassifications had no effect on the results of operations or net assets as previously reported.

#### **Events Occurring After Reporting Date**

The Belcourt has evaluated events and transactions that occurred between December 31, 2014 and April 24, 2015, the date the financial statements were available to be issued, for possible recognition or disclosure in the financial statements.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### **DECEMBER 31, 2014 AND 2013**

#### NOTE 3 - CONCENTRATIONS OF RISK

The Belcourt maintains cash balances at financial institutions whose accounts are insured by the Federal Deposit Insurance Corporation ("FDIC") up to statutory limits. The Belcourt's cash balances may, at times, exceed statutory limits. The Belcourt has not experienced any losses in such accounts and management considers this to be a normal operating risk.

During 2014, the Belcourt received capital campaign contributions of \$250,000 from one donor.

#### NOTE 4 - PROPERTY AND EQUIPMENT

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

	2014	2013
Land	\$ 210,000	\$ 210,000
Buildings and improvements	1,360,276	1,330,636
Equipment:		
Theatre	350,703	335,868
Concession	24,728	22,048
Office	10,656	6,460
Furniture and fixtures	163,019	161,494
	2,119,382	2,066,506
Less: accumulated depreciation	(658,802)	(548,758)
	\$ 1,460,580	\$ 1,517,748

Depreciation expense amounted to: 2014 - \$110,044; 2013 - \$99,726.

The Belcourt is in the process of determining the feasibility of renovating and constructing additions to the theatre facility. In connection with this process, the Belcourt incurred \$9,894 and \$35,295 in costs for a feasibility study during 2014 and 2013, respectively, which are included in professional fees under program services in the statement of activities.

#### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

#### DECEMBER 31, 2014 AND 2013

#### NOTE 5 - NOTES PAYABLE

Notes payable consisted of the following as of December 31:

	7	2014	2013
Mortgage loan - principal and interest at 5.00%, due in			
monthly installments of \$2,469, with final payment of remaining principal balance due March 2018; secured			
by deed of trust on real estate.	\$	313,282	\$ 344,728

The note agreement requires the Belcourt to meet certain financial covenants, including a minimum debt service coverage ratio. As of December 31, 2014, the Belcourt was in compliance with these covenants.

The following is a summary by year of the principal maturities of the note payable as of December 31, 2014:

#### Year ending December 31,

2015	\$	14,264
2016		14,993
2017		15,760
2018		268,265
Total	<u>\$</u>	313,282

#### NOTE 6 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consisted of the following as of December 31:

	 2014	 2013
Research project on Grand Ole Opry	\$ 5,198	\$ 5,198
HCA Education and Engagement grant	5,000	5,000
Coolidge Corner Science on Screen grant	8,500	7,000
Capital campaign for renovation of building	 250,000	 -
	\$ 268,698	\$ 17,198



## SCHEDULES OF FUNCTIONAL EXPENSES

# FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

			2014		
	PROGRAN	I SERVICES	SUPPORTING	SERVICES	
	THEATRE	CONCESSION	MANAGEMENT	-	
	OPERATING	<b>OPERATING</b>	AND	FUND -	
	COSTS	COSTS	GENERAL	<b>RAISING</b>	TOTAL
Salaries, payroll taxes and					
employee benefits	\$ 487,357	\$ 104,969	\$ 89,974	\$ 67,480	\$ 749,780
Advertising and marketing	42,426	_	-	11,819	54,245
Bank charges and credit card fees	33,233	10,192	636	250	44,311
Beer, popcorn, water, soda,					,
wine, liquor, etc.	-	146,631	-	-	146,631
Box office expenses	42,157	-	_	_	42,157
Concession supplies	-	32,393	-	_	32,393
Depreciation and amortization	108,532	1,512	-	_	110,044
Equipment purchase	5,675	1,079	· -	:=.	6,754
Equipment rental	2,952	_	-	-	2,952
Equipment repairs	365	28	_	_	393
Facilities upkeep	43,955	-	-	_	43,955
Film distribution fees	454,864	-	-	_	454,864
Insurance	19,531	260	6,250	x=-	26,041
Licenses and permits	3,447	1,270	<u>-</u>	22	4,739
Interest	18,305	=	-	_	18,305
Membership expenses	15,409	-	_	-	15,409
Miscellaneous	11,362	-	303	3,484	15,149
nD Festival	-	-	-	158	158
Oscar Party	-	-	-	24,982	24,982
Professional fees	29,493	-	49,529	-	79,022
Supplies, printing and postage	46,520	-	16,999	_	63,519
Travel and entertainment	21,688	-	820	_	22,508
Utilities	58,177				58,177
Total	\$ 1,445,448	\$ 298,334	\$ 164,511	\$ 108,195	\$ 2,016,488

				13		DD CCD A M CEDY HOUS			
		VICES	3 SERV	JPPORTING				PROGRAM	
				AGEMENT		NCESSION		HEATRE	
		FUND - RAISING		AND GENERAL		OPERATING		OPERATING	
TOTAL						COSTS		COSTS	
652,122	\$	58,691	\$	78,255	\$	91,297	\$	423,879	\$
43,680		10,253		-		-		33,427	
40,713		250		564		9,364		30,535	
122,590				_		122,590		_	
33,810		-		_		-		33,810	
31,397		_		<u> </u>		31,397		-	
103,466		_		3,740		1,204		98,522	
7,857		-		-		1,312		6,545	
975		_		_		- y		975	
3,898		_		_		28		3,870	
35,356		1-0		-		_		35,356	
341,434		_		-		-		341,434	
25,697		-		6,167		257		19,273	
3,552		375		-		360		2,817	
18,054		-		-		_		18,054	
15,594		_		-		( <del>-</del> )		15,594	
13,223				1,475		-		11,748	
10,741		10,741		-		_		=	
24,809		24,809				_		-	
128,660		1=1		49,536		-		79,124	
58,815		_		16,886				41,929	
19,767		· <b>-</b> )		5,768		61		13,938	
52,546			-	-				52,546	
1,788,756	\$	105,119	\$	162,391	\$	257,870	\$	1,263,376	\$