# NASHVILLE SYMPHONY ASSOCIATION

# FINANCIAL STATEMENTS

July 31, 2005 and 2004

# NASHVILLE SYMPHONY ASSOCIATION Nashville, Tennessee

# FINANCIAL STATEMENTS July 31, 2005 and 2004

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#### REPORT OF INDEPENDENT AUDITORS

Board of Directors Nashville Symphony Association Nashville, Tennessee

We have audited the accompanying statements of financial position of the Nashville Symphony Association (a nonprofit organization), as of July 31, 2005 and 2004, and the related statements of activities and changes in net assets and cash flows for the years then ended. These financial statements are the responsibility of the Association's management. 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Nashville Symphony Association as of July 31, 2005 and 2004, and the change in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Crowe Chizek and Company LLC

Crowe Chizek and Company LLC

Brentwood, Tennessee September 23, 2005

# NASHVILLE SYMPHONY ASSOCIATION STATEMENTS OF FINANCIAL POSITION July 31, 2005 and 2004

ASSETS	2005	2004
Current assets		<del></del>
Cash and cash equivalents	\$ 1,591,077	\$ 747,751
Restricted cash	-	1,621,963
Accounts receivable	187,668	139,624
Prepaid expenses	1,553,119	1,552,360
Contributions and grants receivable, net	6,312,064	8,381,701
Total current assets	9,643,928	12,443,399
Noncurrent assets		
Restricted cash	53,669,114	76,751,990
Contributions receivable, net	27,340,071	31,874,194
Investments	58,594,595	45,540,452
Property and equipment, net	77,344,515	32,733,527
Deferred bond issuance costs, net	1,384,678	1,435,961
Total noncurrent assets	218,332,973	188,336,124
Total assets	\$ 227,976,901	\$ 200,779,523
Town abbets		
LIABILITIES AND NET ASSETS  Current liabilities  Accounts payable and accrued liabilities  Line of credit	\$ 4,526,162 -	\$ 1,762,299 700,000
Notes payable	1 100 227	191,636
Fair value of derivative instrument	1,129,326	1 162 005
Deferred revenues	1,359,523	1,163,985
Total current liabilities	7,015,011	3,817,920
*		
Long-term liabilities	100 000 000	102,000,000
Bonds payable	102,000,000 15,000,000	102,000,000
Notes payable		102 000 000
Total long-term liabilities	117,000,000	102,000,000
Total liabilities	124,015,011	105,817,920
Net assets		
Unrestricted	51,156,445	40,503,711
Temporarily restricted	41,969,773	43,666,427
Permanently restricted	10,835,672	10,791,465
Total net assets	103,961,890	94,961,603
Total liabilities and net assets	\$ 227,976,901	\$ 200,779,523
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# NASHVILLE SYMPHONY ASSOCIATION STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS Year ended July 31, 2005

4774					
		Temporarily	Permanently	2005	2004
	<u>Unrestricted</u>	Restricted	Restricted	<u>Total</u>	<u>Total</u>
Operating revenues					
Program revenues	A 2 242 F02	ø.	ф	¢ 0.010.500	ф р. 077 200
Ticket sales	\$ 2,212,593	\$ -	\$ -	\$ 2,212,593	\$ 2,077,398
Concert sponsorships	570,880	-	-	570,880	674,350
Orchestra contract fees	350,894	-	-	350,894	299,996
Other income	44,407	-	-	44,407	42,866
Distribution from CFMT	1,058,398			1,058,398	
Total program revenues	4,237,172	-	-	4,237,172	3,094,610
Operating expenses					
Concert production	7,191,905	-	-	7,191,905	6,884,270
Education	210,051	-	-	210,051	166,346
Marketing	1,745,721	-	-	1,745,721	1,529,733
Administration and support	1,355,342	-	-	1,355,342	1,141,672
Change in fair value of derivative					
instruments	1,129,326	-	-	1,129,326	-
In-kind expenses	182,638			182,638	122,745
Total operating expenses	11,814,983			11,814,983	9,844,766
(Deficiency) income from operations	(7,577,811)	-	-	(7,577,811)	(6,750,156)
Support					
Contributions	4,513,806	8,354,646	48,865	12,917,317	33,783,461
Grants	531,109	-	-	531,109	595,000
Fund-raising events	462,963	-	-	462,963	388,218
In-kind contributions	182,638	-		182,638	122,745
Total support	5,690,516	8,354,646	48,865	14,094,027	34,889,424
Fund-raising expenses	794,944	-	-	794,944	533,721
Net assets released from restrictions	10,051,300	(10,051,300)			_
Income from operations					
and fund-raising	7,369,061	(1,696,654)	48,865	5,721,272	27,605,547
Concert hall expenses					
Construction related expenses	1,487,286	_	_	1,487,286	2,183,076
Net concert hall expenses	1,487,286	-	-	1,487,286	2,183,076
(Deficiency) income from operations, fund-raising and concert hall	5,881,775	(1,696,654)	48,865	4,233,986	25,422,471
rund-raising and concert han	3,001,773	(1,090,034)	40,003	4,200,700	25,422,471
Endowment and ATFG activity					
Net ATFG activity	4,440,834	-	-	4,440,834	1,213,857
Net endowment activity	868,055	-	-	868,055	630,675
Total endowment expenses	(537,930)	<del></del>	(4,658)	(542,588)	
Net endowment and ATFG activity	4,770,959		(4,658)	4,766,301	1,399,413
Increase (decrease) in net assets	10,652,734	(1,696,654)	44,207	9,000,287	26,821,884
Net assets at beginning of year	40,503,711	43,666,427	10,791,465	94,961,603	68,139,719
Net assets at end of year	\$ 51,156,445	<u>\$ 41,969,773</u>	<u>\$ 10,835,672</u>	\$ 103,961,890	\$ 94,961,603

# NASHVILLE SYMPHONY ASSOCIATION STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS Year ended July 31, 2004

Operating revenues Program revenues Ticket sales Concert sponsorships Orchestra contract fees	<u>U</u> \$	2,077,398 594,350 299,996	Temporarily Restricted  \$ - 80,000	Permanently Restricted  \$ -	\$	2004 <u>Total</u> 2,077,398 674,350 299,996
Other income		42,866	90,000			42,866
Total program revenues  Operating expenses Concert production Education Marketing Administration and support In-kind expenses Total operating expenses		3,014,610 6,884,270 166,346 1,529,733 1,141,672 122,745 9,844,766	80,000	- - - - - -		3,094,610 6,884,270 166,346 1,529,733 1,141,672 122,745 9,844,766
(Deficiency) income from operations		(6,830,156)	80,000	-		(6,750,156)
Support Contributions Grants Fund-raising events In-kind contributions Total support		11,115,900 595,000 388,218 122,745 12,221,863	22,629,367 - - - 22,629,367	38,194 - - - - - 38,194	_	33,783,461 595,000 388,218 122,745 34,889,424
Fund-raising expenses		533,721	-	•		533,721
Net assets released from restrictions		11,620,616	(11,620,616)			
Income from operations and fund-raising		16,478,602	11,088,751	38,194		27,605,547
Concert hall expenses Construction related expenses Net concert hall expenses		2,183,076 2,183,076	<del></del>			2,183,076 2,183,076
(Deficiency) income from operations, fund- raising and concert hall		14,295,526	11,088,751	38,194		25,422,471
Endowment and ATFG activity Net ATFG activity Net endowment activity Total endowment expenses Net endowment and ATFG activity		1,213,857 630,674 (443,657) 1,400,874	- - - - -	(1,462) (1,462)	-	1,213,857 630,675 (445,119) 1,399,413
Increase (decrease) in net assets		15,696,401	11,088,751	36,732		26,821,884
Net assets at beginning of year		24,807,310	32,577,676	10,754,733		68,139,719
Net assets at end of year	\$	40,503,711	<u>\$ 43,666,427</u>	<u>\$ 10,791,465</u>	\$	94,961,603

# NASHVILLE SYMPHONY ASSOCIATION STATEMENTS OF CASH FLOWS Years Ended July 31, 2005 and 2004

		2005	2004
Cash flows from operating activities		<del></del>	<del></del>
Increase in net assets	\$	9,000,287	\$ 26,821,884
Adjustments to reconcile change in net assets to net cash			
from operating activities			
Depreciation and amortization		199,513	129,549
Non-expendable endowment gifts		(44,207)	(36,734)
Loss (gain) on sale of investments		(1,513,314)	(70,291)
Unrealized gain on investments		(2,537,640)	(458,087)
Net change in assets and liabilities:			
Decrease (increase) in accounts, contributions and			
grants receivable		6,555,716	(7,087,436)
Increase in prepaid expenses		(760)	(1,174,936)
Increase in accounts payable and accrued liabilities		2,763,863	688,243
Increase in deferred revenues	_	195,538	94,577
Net cash from operating activities		14,618,996	18,906,769
Cash flows from investing activities			
Capital expenditures, net		(44,759,217)	(20,629,462)
Purchases of investments, net		(9,003,189)	(10,933,336)
Net cash used in investing activities		(53,762,406)	(31,562,798)
Cash flows from financing activities			
Checks written in excess of bank balance		-	(703,957)
Net borrowings (payment) on line of credit		(700,000)	700,000
Net borrowings (payment) on long-term debt		14,808,364	(134,965)
Bond issuance costs		-	(1,232,488)
Fair market value of derivative instrument		1,129,326	-
Proceeds from bond issuance, net of issuance costs		-	85,500,000
Proceeds from contributions permanently restricted by donors		44,207	36,734
Net cash from financing activities		15,281,897	84,165,324
Net change in cash		(23,861,513)	71,509,295
Cash and cash equivalents at beginning of year	_	79,121,704	7,612,409
Cash and cash equivalents at end of year Represented by:	<u>\$</u>	55,260,191	<u>\$ 79,121,704</u>
Cash and cash equivalents		1,591,077	2,369,714
Restricted cash		53,669,114	76,751,990
restricted cast	\$	55,260,191	\$ 79,121,704
Supplemental disclosures of cash flow information			
Cash paid during the year for interest	\$	12,302	<u>\$ 17,537</u>
-		<del></del>	

#### **NOTE 1 - NATURE OF ORGANIZATION**

The Nashville Symphony Association (the "Association") is dedicated to enhancing the quality of life in Nashville and the surrounding region by providing opportunities for all citizens to enjoy the highest quality live performances of symphonic music in its various forms. Funding for operations comes from ticket sales, concert sponsorships, and contributions. Contributions are received from corporations, individuals, guilds, foundations, and other donating bodies.

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

<u>Cash and Cash Equivalents</u>: The Association considers all highly liquid investments with a maturity of three months or less to be cash equivalents for the Statement of Cash Flows.

<u>Investments</u>: The Association uses Bank of America, SunTrust, and AmSouth as their trustees and investment advisors. Each advisor independently manages the funds it holds in trust and reports directly to the Association.

Investments in marketable securities are valued at fair market as determined by the investment advisors, and are based on quoted prices in an active market. Unrealized gains and losses in market value are recognized as changes in net assets in the period such gains and losses occur.

Investment income is recorded on the accrual basis and considered unrestricted unless specifically restricted by the donor. Realized gains and losses on investment transactions are recorded as the difference between proceeds received and cost, net of any commissions or related management expenses.

<u>Property and Equipment</u>: Property and equipment are stated at cost. Donated property is recorded at fair value. Depreciation is computed on a straight-line basis over the estimated useful lives of assets, ranging from three to fifteen years.

The Association owns a viola and cello to be used in its performances. The Association has the ability and intent to maintain the value of the instruments. In accordance with Statement of Financial Accounting Standard No. 93, "Recognition of Depreciation by Non-Profit Organization," the instruments are recorded at cost and are not depreciated.

<u>Bond Issue Costs</u>: Bond issue costs of \$1,471,828, net of accumulated amortization of \$87,150, are being amortized over the life of the bonds, which is 30 years. Amortization expense for the years ended July 31, 2005 and 2004 amounted to \$51,284 and \$35,866, respectively. See Note 12 for bonds payable disclosure. Future annual bond amortization expense under current terms and amounts will be \$51,284 per year.

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

Advertising: At July 31, 2005 and 2004, prepaid expenses included \$287,817 and \$315,419, respectively, of capitalized direct response advertising costs. The costs are related to the annual season ticket drive, which incorporates brochure and telemarketing solicitation of potential season ticket holders. The capitalized direct response advertising costs are amortized over the following year's symphony season. Outside of the annual season ticket drive, all other advertising costs are expensed as incurred. Total promotional, marketing, telemarketing and advertising expense was \$1,745,721 and \$1,529,733 in 2005 and in 2004, respectively.

<u>Unrestricted Net Assets</u>: Unrestricted net assets consist of funds that are used to fund current operations or that are available for use in current operations including investment income from board designated endowments.

Temporarily Restricted Net Assets: Temporarily restricted net assets include certain grants and other contributions with donor imposed restrictions. These restrictions may be purpose-restricted or time-restricted. Unconditional promises to give are recognized when such promises are received. Contributions to support future symphony seasons received prior to year-end are recognized as temporarily restricted income. If a restriction has been met in the same year that it was imposed, then the revenues are reflected in unrestricted net assets. During 2005 and 2004, the Association released \$10,051,300 and \$11,620,616, respectively, of temporarily restricted assets to fund current operations of the Nashville Symphony Orchestra after meeting stipulated time restrictions.

Temporarily restricted net assets are available for the following purposes:

	<u>2005</u>	<u>2004</u>
Unrestricted Endowment Fund	\$ 32,604,843	\$ 38,398,934
Symphony 2000 Bridge Fund	1,177,171	237,493
Construction Fund	8,187,759	5,030,000
	<u>\$ 41,969,773</u>	\$ 43,666,427

<u>Permanently Restricted Net Assets</u>: Contributions received in which donors have stipulated that the principal be maintained in perpetuity are classified as permanently restricted net assets. Investment income generated from permanently restricted net assets is unrestricted and is to be used to fund current operations of the Association or to be reinvested.

<u>Use of Estimates</u>: 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 the reported amounts of assets and liabilities and disclosure of contingent assts 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 these estimates.

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

<u>Fair Value of Financial Instruments:</u> Fair values of financial instruments are estimated using relevant market information and other assumptions. The Company's carrying amount for its accounts receivable, accounts payable, short-term debt and long-term debt approximates fair value. The fair value of interest rate swaps is based on market prices or dealer quotes. Fair value estimates involve uncertainties and matters of significant judgment regarding interest rates, credit risk, prepayments, and other factors, especially in the absence of broad markets for particular items. Changes in assumptions or in market conditions could significantly affect the estimates.

<u>Revenue Recognition</u>: Concert sponsorships, contributions, and grants are recognized as support upon receipt of the pledge from donor or grant approval for the donating entity. Season ticket sales and other support attributable to or designated from the current concert season are recorded as revenue and recognized over the course of the season. Season ticket sales for the next concert season are recorded as deferred revenue in the current year.

<u>Donated Services</u>: Donated services from volunteers for fund-raising are not recorded in the accounts of the Association as a clear, measurable basis, for the monetary value of such services does not exist and the Association does not exercise control over these activities.

Contributions and Grants Receivable: Donations to be received within the next 12 months or with restrictions that have been met at year-end are classified as current assets. Contributions designated by the donor to be received more than 12 months after year-end have been classified as non-current assets. The Association does not require collateral or other security to support the receivables or accrue interest on any of its receivables. The allowance for doubtful accounts is determined by management based on the historical collection of pledges, specific donor circumstances, and general economic conditions. Periodically, management reviews contributions and accounts receivable and records an allowance for specific donors based on current circumstances. Receivables are charged off against the allowance when all attempts to collect the receivable have failed. Management has not recorded an allowance for uncollectible pledges at July 31, 2005, as it believes that the entire balance is collectible.

<u>In-Kind Contributions and Expenses</u>: The Association receives donated services such as advertising, professional services and guest artist services that are recognized as in-kind contributions. The Association also incurs expenses related to the use of such services, which are reflected in operating expenses. In-kind contributions were \$182,638 and \$122,745 in 2005 and 2004, respectively.

Concentrations of Credit Risk: Financial instruments that potentially subject the Association to concentrations of credit risk consist principally of cash on deposit, accounts, contributions and grants receivable, and investments. The Association's cash deposits are primarily in financial institutions in Tennessee and may at times exceed federally insured amounts. Concentrations of credit risk with respect to accounts, contributions and grants receivable are limited to individuals, corporations, ticket subscribers, patrons and associations and are not collateralized. Investments consist primarily of publicly-traded securities in an open market. Managements does not believe the Association has any significant credit risk related to its financial instruments.

(Continued)

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

<u>Federal Income Taxes</u>: The Association is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code.

#### **NOTE 3 - CONTRIBUTIONS RECEIVABLE**

Contributions receivable at July 31, 2005 and 2004 consist of both unconditional and conditional promises to give based on commitments made by individual donors, including board members. Unconditional promises to give that will be met in the future include donations to the endowment and to the annual campaign. Conditional promises to give include contributions to fund specific programs that will occur in the future. Collection of contributions receivable is anticipated over the following maturity schedules:

Year Ending <u>July 31,</u>	'A Time For <u>Greatness"</u>	<u>Other</u>		2005 <u>Total</u>	2004 <u>Total</u>
2006	\$ 5,691,636	\$ 620,428	\$	6,312,064	\$ 8,381,701
2007	10,064,666	_		10,064,666	7,368,844
2008	6,722,000	-		6,722,000	10,176,007
2009	3,725,178	-		3,725,178	6,371,231
2010	3,282,675	-		3,282,675	3,397,472
Thereafter	 9,324,702	 		9,324,702	 12,097,145
Total	38,810,857	620,428		39,431,285	47,792,400
Less imputed interest	 5,779,150	 <del>_</del>		5,779,150	 7,536,505
Net present value of receivables	33,031,707	620,428		33,652,135	40,255,895
Current maturities	 5,691,636	 620,428	_	6,312,064	 8,381,701
	\$ 27,340,071	\$ <u></u>	\$	27,340,071	\$ 31,874,194

The Association is continuing an intensive fund raising campaign, "A Time For Greatness," to insure the orchestra's future and to endow its expanded operations in the new Schermerhorn Symphony Center. Support for the years ended July 31, 2005 and 2004 totaled \$51,981,447 and \$54,252,587 including receipts of \$11,558,000 and \$8,327,760 and pledges receivable of \$40,423,447 and \$45,924,827 at July 31, 2005 and 2004, respectively.

In 2005 and 2004, long-term contribution receivables have been discounted using the Association's anticipated risk free rate of return of 4.3% and 4.5%, respectively.

#### **NOTE 4 - CONCERT HALL**

The Association is constructing a new world class concert hall known as Schermerhorn Symphony Center. The Association estimates that it will need approximately \$135 million to construct the new facility. In conjunction with the project, the Association issued bonds totaling \$102 million to finance the construction of the new concert hall. The bonds were issued in January 2004.

Construction expenses related to the new concert hall total \$41,539,296 and \$14,592,677 for the years ended July 31, 2005 and 2004, and are reflected in property and equipment as construction in progress. In addition to the capitalized costs previously disclosed, the Association capitalized bond interest net of interest earned on tax-exempt funds amounting to \$5,528,985 and \$1,631,059 in 2005 and 2004, respectively. Construction of the concert hall began in 2004 and is expected to be completed in 2006.

During the year ended July 31, 2005, the Association made a transfer from its unrestricted endowment fund to its unrestricted operating fund in the amount of \$2,407,266, or approximately 5% of the ending market value of the unrestricted endowment fund. Also, during the year ended July 31, 2005, the Association made an additional transfer from its unrestricted endowment fund to the Schermerhorn Symphony Center project in the amount of \$518,199. These transfers were made in accordance with the Association's long-range financial plans and its bank covenants. As these transfers occurred within the unrestricted activity of the Association, they have no effect on the Statement of Activities and Changes in Net Assets for the year ended July 31, 2005. These transfers are reported in the Supplemental Combining Statement of Activities and Changes in Net Assets.

#### **NOTE 5 - INVESTMENTS**

Investments consist of the following:

		2005			2004	
			Unrealized			Unrealized
	Cost	Market	Gain (Loss)	Cost	Market	Gain (Loss)
Investments in bank						
Managed trust funds:						
Money markets	\$ 4,663,181	\$ 4,663,181	\$ -	\$ 2,513,758	\$ 2,513,758	\$ -
Equities	31,882,950	35,034,098	3,151,148	30,269,014	31,137,531	868,517
Corporate bonds	378,672	339,798	(38,874)	7,304,747	7,470,135	165,388
U.S. Government						
securities	18,139,420	18,557,518	418,098	4,272,701	4,231,528	(41,173)
Note		<del></del>		187,500	187,500	-
	\$ 5 5,064,223	<u>\$ 5 8,594,595</u>	\$3,530,372	<u>\$ 4 4,547,720</u>	<u>\$ 4 5,540,452</u>	\$ 992,732
						_
Change in unrealized	gains on inves	tments	<u>\$2,537,640</u>			<u>\$ 458,087</u>

## **NOTE 5 - INVESTMENTS** (Continued)

Investment income, net of related fees and expenses, consists of the following:

		<u>2005</u>	<u>2004</u>
Interest	\$	471,220	\$ 255,086
Dividends		1,035,710	1,238,754
Realized gains, net		1,513,314	70,291
Unrealized gains, net		2,537,640	458,087
Trustee, management and professional fees	***************************************	(791,583)	 (622,805)
	\$	4,766,301	\$ 1,399,413

#### **NOTE 6 - PROPERTY AND EQUIPMENT**

Property and equipment consist of the following:

	<u>2005</u>	<u>2004</u>
Construction in progress	\$ 70,168,986	\$ 25,849,763
Land	4,648,938	4,648,938
Musical instruments	2,189,774	2,189,774
Furniture and equipment	587,216	496,806
Leasehold improvements	460,641	433,196
Art and décor	224,695	-
Sculptures	97,444	<u>-</u>
	78,377,694	33,618,477
Less accumulated depreciation	(1,033,179)	(884,950)
	\$ 77,344,5 <u>15</u>	\$ 32,733,527

Depreciation expense was \$148,229 and \$93,683 for the years ending July 31, 2005 and 2004, respectively.

#### **NOTE 7 - GUILD CONTRIBUTIONS**

The Nashville Symphony Guild (the "Guild") is a nonprofit organization whose sole purpose is to provide volunteers and to raise funds in support of the Association. The Guild made general support contributions of \$50,000 and \$30,000 in the years ended July 31, 2005 and 2004, respectively.

#### **NOTE 8 - COMMITMENTS AND CONTINGENCIES**

The Association has received federal and state grants for specific purposes that are subject to review and audit by the grantor agencies. Although such audits could generate expenditure disallowances under terms of the grants, management believes any required reimbursements would not be material to the financial statements of the Association.

The Association is subject to a collective bargaining agreement whereby certain requirements and restrictions are placed upon the Association in return for qualified union musicians. The agreement establishes various requirements including compensation, pension funding and other terms of employment, and places certain other restrictions upon the Association.

#### NOTE 9 - COMMUNITY FOUNDATION OF MIDDLE TENNESSEE

The Community Foundation of Middle Tennessee (the "Foundation"), an unrelated entity, had investments with a market value of approximately \$35,892,340 and \$33,898,011 at July 31, 2005 and 2004, respectively, in which the Association has been designated the primary income beneficiary. Management believes these funds will be advised for the Association. Investment income is recorded as a contribution when received from the Foundation and totaled \$1,742,016 and \$654,540 for the years ended July 31, 2005 and 2004, respectively. As the Association has no claim to the investments, the principal has not been reflected in the financial statements.

#### **NOTE 10 - LEASE COMMITMENTS**

The Association has operating leases for office space and equipment with terms expiring through fiscal year 2008. At July 31, 2005, scheduled minimum lease payments were as follows:

July 31,	
2006	\$ 229,813
2007	162,371
2008	4,263
Total	<u>\$ 396,447</u>

Rent expense for these operating leases was \$220,524 and \$192,201 for fiscal years ending July 31, 2005 and 2004, respectively.

#### **NOTE 11 - BENEFIT PLANS**

The Association has a defined contribution pension plan, which covers all full-time non-orchestra employees of the Association with one year of credited service. The plan is designed to conform to Internal Revenue Code Section 403(b) and to the requirements of the Employee Retirement Income Security Act of 1974 (ERISA). The Association's contributions to the plan are based upon a percentage of the participant's salary and are entirely discretionary. The Association's contributions to the plan were \$134,744 and \$65,914 in 2005 and 2004, respectively.

The Association also has a voluntary tax-sheltered annuity plan, which covers all full-time employees of the Association. The plan is designed to conform to Internal Revenue Code Section 403(b) and to the requirements of ERISA. It is a contributory plan whereby contributions are made entirely by plan participants.

In addition, the Association participates in a defined benefit plan administered by a national trust, known as the American Federation of Musicians and Employers Pension Fund, which covers all union musician employees of the Association. This plan is also designed to conform with the requirements of ERISA. Contributions to the plan are based upon a percentage of the participant's salary, as determined by the terms of the Collective Bargaining Agreement between the Association and American Federation of Musicians Local 257. It is a non-contributory plan. The Association contributed \$247,628 and \$194,920 to the plan in 2005 and 2004, respectively.

#### NOTE 12 - NOTES PAYABLE AND LINE OF CREDIT

The Association has an unsecured note payable to a third-party bank, bearing interest at 9.1%. Principal and interest are due monthly through June 2005. The note was entered into on behalf of an employee who used the proceeds to purchase a musical instrument. The Association has an offsetting amount due from the employee included in accounts receivable. The balances due on the note and due from the employee at July 31, 2004 was \$4,136. The note and receivable was paid in full during fiscal year ending July 31, 2005.

On April 26, 2001, the Association entered into a note agreement with The Nashville Symphony Endowment Trust administered by Bank of America (the "Trustee"). Under this agreement, payments and interest are due and payable upon payment of pledges of the Association by the "Symphony 2000 Bridge Fund". The note bears interest at a variable rate, which was 5% as of July 31, 2004. The note is secured by the maker of the "Symphony 2000 Bridge Fund" and had outstanding balances of \$187,500 as of July 31, 2004. The note is due on December 31, 2004, and was paid in full on December 31, 2004. Because of the nature of this note and its collateral, the obligation is classified as current. There are no covenants related to this loan.

The Association entered into a subordinated loan agreement with the Community Foundation of Middle Tennessee on June 15, 2005. The note bears interest at 7.5% and matures December 1, 2031. The balance due on the note at July 31, 2005 was \$15,000,000.

## NOTE 12 - NOTES PAYABLE AND LINE OF CREDIT (Continued)

The Association maintains an unsecured \$1,200,000 line of credit with a third-party bank, bearing interest at libor, which was 3.69% as of July 31, 2005. The line of credit had an outstanding balance of \$0 and \$700,000 at July 31, 2005 and 2004, and it matures on January 31, 2006. There were no covenants or commitment fees related to this line of credit.

The Association has a note payable to Regions Bank, Trustee, related to financing obtained through the issuance of \$102,000,000 in variable rate revenue bonds by the Industrial Development Board of The Metropolitan Government of Nashville and Davidson County, Tennessee for the acquisition, construction and equipping of a symphony hall facility located in Nashville, Tennessee. Currently, the bonds bear interest at a variable rate (2.2% and .91% at July 31, 2005 and 2004) not to exceed 12% and are due December 1, 2031. The note is secured by an irrevocable, direct-pay Letter of Credit issued by Bank of America, N.A. with an initial stated expiration date of January 8, 2009. Should the credit institution decide not to extend the termination date, the bonds will become due and payable on January 8, 2009.

Under the Regions Bank financing agreement, the Association has agreed to maintain certain levels of net assets and financial ratios related to debt and cash flows. At July 31, 2005 and 2004, the Association was in compliance with all covenants contained in the loan agreement.

The trust agreement requires the establishment of certain reserve accounts consisting of but not limited to a construction account. This account totaled \$5,000,000 at July 31, 2004 and is classified as temporarily restricted cash in the financial statements.

The Association also has restricted cash in the amount of \$53,669,114 and \$71,751,990 which represents the unused funds available for construction of the hall at July 31, 2005 and 2004.

#### NOTE 13 - DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES

During 2004, the Association adopted SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities". Under FASB 133, all derivatives are recognized on the balance sheet at their fair value. The Association engages in derivatives classified as cash-flow hedges as identified my management.

The Association formally documents all relations between derivative instruments and the hedged items, as well as its risk-management objectives and strategies for undertaking various hedge transactions. The Association formally assesses, both at the hedge's inception and on an ongoing basis, whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in cash flows of the hedged items. In evaluating the fair value of financial instruments, including derivatives, the Association generally uses third-party market quotes.

(Continued)

## NOTE 13 - DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES (Continued)

The Association's cash-flow hedges contain credit risk to the extent that its bank counterparties may be unable to meet the terms of the agreements. The Association minimizes such risk by limiting its counterparties to major financial institutions. Management does not expect any material losses as a result of defaults by other parties.

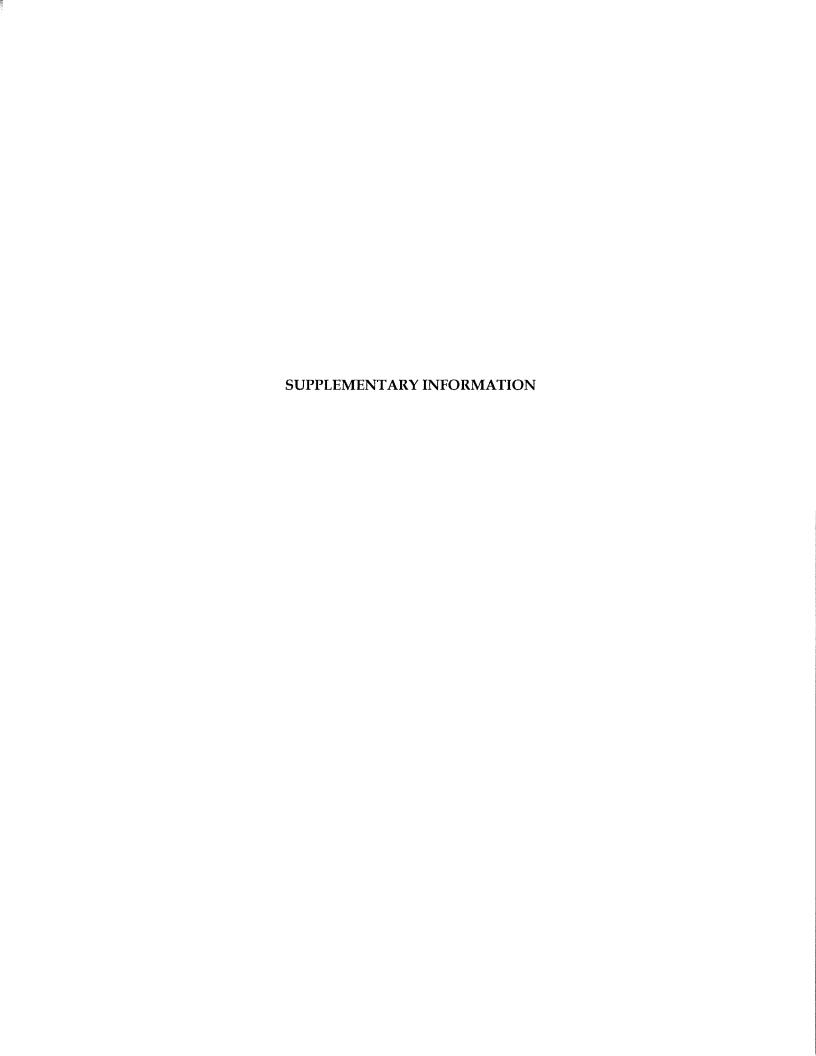
The Association has entered into certain interest rate swaps to receive market rate interest and pay fixed rate interest to various major financial institutions that lock in the Association's interest rate paid on certain variable rate bonds payable.

The following table presents a summary of the notional amounts and fair values of the Association's derivative contract at July 31, 2005.

	Maturity <u>Date</u>	Notional <u>Amounts</u>	Fair <u>Value</u>	<u>Rate</u>
Cash flow hedges: Interest rate swaps	12/01/2031	\$ 12,750,000	\$ (282,485)	3.06%
Interest rate swaps	12/01/2031	38,250,000	(846,841)	3.06%
Total		\$ 51,000,000	<u>\$ (1,129,326)</u>	

The fixed rate on the bonds increases to 3.5% beginning March 2007.

The variable interest on the bonds is hedged by forward starting interest rate swaps. Net interest payments will be effectively fixed at the rates indicated, during the period. The Association intends to hold these forward starting interest rate swaps until maturity. Changes in the fair value of these derivatives are reported as a change in net assets.





Crowe Chizek and Company LLC Member Horwath International

#### REPORT OF INDEPENDENT AUDITORS ON SUPPLEMENTARY INFORMATION

Board of Directors Nashville Symphony Association Nashville, Tennessee

Our report on our audits of the basic financial statements of the Nashville Symphony Association for 2005 and 2004 appear on page 1. The audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information, consisting of combining statements of financial position, activities and changes in fund balance and schedules of operating expenses, fundraising expenses, and concert hall expenses, contained on the following pages is presented for purposes of additional analysis, and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements, and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Crowe Chirsek and Company LLC

Crowe Chizek and Company LLC

Brentwood, Tennessee September 23, 2005

## Nashville Symphony Association Combining Statement of Financial Position July 31, 2005 and 2004

	2005										
	Unrestricted			Temporarily Restricted							
	Nashville	Schermerhorn			Nashville	Schermerhorn	<u> </u>	Total			
	Symphony Orchestra	Symphony Center	Endowments	Total Unrestricted	Symphony Orchestra	Symphony Center	Endowments	Temporarily Restricted	Permanently Restricted	2005 Total	2004 Total
Current assets Cash and cash equivalents Restricted cash	\$ 589,483	\$ 25,907	\$ 975,687	\$ 1,591,077 -	\$ <u>-</u>	\$ -	\$ -	\$ -	\$ <u>-</u>	\$ 1,591,077 -	\$ 747,751 1,621,963
Accounts receivable Contributions and grants receivable, net Prepaid expenses	187,668 306,981 353,386	- - 1,199,733	- 426,864 	187,668 733,845 1,553,119	255,660 	- - -	5,264,772 	5,520,432 	57,787 	187,668 6,312,064 1,553,119	139,624 8,381,701 1,552,360
Total current assets	1,437,518	1,225,640	1,402,551	4,065,709	255,660	-	5,264,772	5,520,432	57,787	9,643,928	12,443,399
Noncurrent assets Restricted Cash Contributions receivable, net Investments Due from/(to) funds Property and equipment, net Deferred bond issuance costs, net	- - - (931,969) 229,452 	50,753,407 - - 5,686 69,898,011 1,384,678	- 49,791,710 (25,228) - -	50,753,407 - 49,791,710 (951,511) 70,127,463 1,384,678	- - - 921,511 - -	2,915,707 - - 30,000 5,242,052	27,340,071 - - - - -	2,915,707 27,340,071 - 951,511 5,242,052	8,802,885 - 1,975,000	53,669,114 27,340,071 58,594,595 - 77,344,515 1,384,678	76,751,990 31,874,194 45,540,452 - 32,733,527 1,435,961
Total noncurrent assets	(702,517)	122,041,782	49,766,482	171,105,747	921,511	8,187,759	27,340,071	36,449,341	10,777,885	218,332,973	188,336,124
Total assets	\$ 735,001	\$ 123,267,422	\$ 51,169,033	175,171,456	\$ 1,177,171	\$ 8,187,759	\$ 32,604,843	41,969,773	\$ 10,835,672	\$ 227,976,901	\$ 200,779,523
Current Liabilities Accounts payable and accrued liabilities Line of credit Notes payable Fair value of derivatives instruments Deferred revenues	170,892 - - 1,359,523	4,355,222 - - 1,129,326	48 - - -	4,526,162 - - - 1,129,326 1,359,523	- - - -	- - - -	- - - -	- - - -	- - - -	4,526,162 - - 1,129,326 1,359,523	1,762,299 700,000 191,636 1,163,985
Total current liabilities	1,530,415	5,484,548	48	7,015,011	<del>-</del>	_	-	_	-	7,015,011	3,817,920
Long-term liabilities Bonds payable Notes payable	-	102,000,000 15,000,000	-	102,000,000 15,000,000	-	- 	-	<u>-</u>	-	102,000,000 15,000,000	102,000,000
Total long term liabilities	<u> </u>	117,000,000	-	117,000,000					_	117,000,000	102,000,000
Total liabilities	1,530,415	122,484,548	48	124,015,011	-	. <del>-</del>	-	-	-	124,015,011	105,817,920
Net Assets (Deficit) Unrestricted Temporarily restricted Permanently restricted	(795,414) - -	782,874 - 	51,168,985 - - -	51,156,445 - 	- 1,177,171 	8,187,759 	32,604,843 	41,969,773	10,835,672	51,156,445 41,969,773 10,835,672	40,503,711 43,666,427 10,791,465
Total net assets	(795,414)	782,874	51,168,985	51,156,445	1,177,171	8,187,759	32,604,843	41,969,773	10,835,672	103,961,890	94,961,603
Total liabilities and net assets	735,001	123,267,422	51,169,033	175,171,456	1,177,171	8,187,759	32,604,843	41,969,773	10,835,672	227,976,901	200,779,523

# Nashville Symphony Association Combining Statement of Activities and Changes in Net Assets For the Years Ended July 31, 2005 and 2004

	2005										
	Unrestricted		Temporarily Restricted								
•	Nashville	Schermerhorn			Nashville	Schermerhorn		Total			
	Symphony	Symphony		Total	Symphony	Symphony		Temporarily	Permanently	2005	2004
	Orchestra	Center	Endowments	Unrestricted	Orchestra	Center	Endowments	Restricted	Restricted	Total	Total
Operating Revenues											
Program revenues	A			0.040.500						2 212 502	<u>ቀ</u> ጋ በ77 209
Ticket sales	\$2,212,593	-	-	2,212,593	-	-	-	-	-	2,212,593 570,880	\$2,077,398 674,350
Concert sponsorships	570,880	-	-	570,880	-	-	-	-	-	350,894	299,996
Orchestra contract fees	350,894	-	-	350,894 44,407	-	-	-	-	- -	44,407	42,866
Other income	44,407	-									3,094,610
Total program revenues	3,178,774	-	-	3,178,774	=	-	-	-	-	3,178,774 1,058,398	3,094,010
Distribution from CFMT	1,058,398	E10 100	(2.02E.46E)	1,058,398				-		1,030,390	_
Transfers from endowments	2,407,266	518,199	(2,925,465)	-			<del> </del>				3,094,610
Total Operating revenues	6,644,438	518,199	(2,925,465)	4,237,172	-	**	-	-	-	4,237,172	3,094,010
Operating Expenses											
Concert production	7,191,905	-	-	7,191,905	-	-	-	-	-	7,191,905	6,884,270
Education	210,051	-	-	210,051	-	-	-	-	-	210,051	166,346
Marketing	1,745,721		-	1,745,721	-	-	-	-	-	1,745,721	1,529,733
Administration and support	1,355,342	-	-	1,355,342	-	-	-	-	-	1,355,342	1,141,672
Change in fair value of deriviative instruments	-	1,129,326	-	1,129,326	-	-	-	-	-	1,129,326	-
In-Kind Expenses	182,638	-	<u></u>	182,638	-			-		182,638	122,745
Total operating expenses	10,685,657	1,129,326	-	11,814,983	-		-		-	11,814,983	9,844,766
(Deficiency) income from operations	(4,041,219)	(611,127)	(2,925,465)	(7,577,811)	-	-	-	-	-	(7,577,811)	(6,750,156)
Support											
Contributions	3,500,588	204	1,013,014	4,513,806	1,119,938	3,157,759	4,076,949	8,354,646	48,865	12,917,317	33,783,461
Grants	531,109	-	-	531,109	-,,	-	-	-	- -	531,109	595,000
Fund-raising events	462,963	-	_	462,963	-	-	<del>-</del>	-	-	462,963	388,218
In-kind contributions	182,638	-	_	182,638	-	-	-	-	-	182,638	122,745
Total support	4,677,298	204	1,013,014	5,690,516	1,119,938	3,157,759	4,076,949	8,354,646	48,865	14,094,027	34,889,424
Fund-raising Expenses	794,944	_	-	794,944	-	-	-	-	-	794,944	533,721
Net Assets Released from Restrictions	180,260	-	9,871,040	10,051,300	(180,260)	·	(9,871,040)	(10,051,300)		•	
(Deficiency) income from operations and fund-raising	21,395	(610,923)	7,958,589	7,369,061	939,678	3,157,759	(5,794,091)	(1,696,654)	48,865	5,721,272	27,605,547
Consent Hell European											
Concert Hall Expenses  Construction related expenses	-	1,487,286	-	1,487,286	-			-		1,487,286	2,183,076
(Deficiency) income from operations, fund-raising and concert hall	21,395	(2,098,209)	7,958,589	5,881,775	939,678	3,157,759	(5,794,091)	(1,696,654)	48,865	4,233,986	25,422,471
Endowment and ATFG Activity											
Net ATFG Activity	_	-	4,440,834	4,440,834	_	_	-	_	_	4,440,834	1,213,857
Net Endowment Activity	_	_	868,055	868,055	-	_	-	-	-	868,055	630,675
Total Endowment Expenses	=	_	(537,930)	(537,930)	-	-	-	_	(4,658)	(542,588)	(445,119)
Net endowment and ATFG Activity		-	4,770,959	4,770,959	-	-	_		(4,658)	4,766,301	1,399,413
The chart man 1111 of the trap											
Increase (Decrease) in Net Assets	21,395	(2,098,209)	12,729,548	10,652,734	939,678	3,157,759	(5,794,091)	(1,696,654)	44,207	9,000,287	26,821,884
Net Assets at Beginning of Year	(816,809)	2,881,083	38,439,437	40,503,711	237,493	5,030,000	38,398,934	43,666,427	10,791,465	94,961,603	68,139,719
Net Assets at End of Year	(795,414)	782,874	51,168,985	51,156,445	1,177,171	8,187,759	32,604,843	41,969,773	10,835,672	103,961,890	94,961,603

# NASHVILLE SYMPHONY ASSOCIATION SCHEDULES OF OPERATING EXPENSES Years Ended July 31, 2005 and 2004

		2005		2004
Concert production expenses				=00.
Conductor, orchestra salaries and benefits	\$	5,603,552	\$	5,064,034
Assisting artists' fees and guest conductor		774,252		941,697
Hall rental		187,018		166,017
Music purchase, rental, royalties and commissions		79,635		68,585
Stagehands' salaries and benefits		127,570		119,361
Travel		50,269		36,866
Depreciation – instruments		14,549		16,313
Instrument rental and repair		139,424		269,280
Insurance instruments		32,020		32,958
Concert production		155,968		141,397
Printing		856		1,579
Postage		5,564		6,460
Truck rental		21,228		19,723
	ф.		ф.	
Total concert production expenses	<u>\$</u>	7,191,905	<u>\$</u>	6,884,270
Education expenses	Φ.	07.005	Ф	FF (FO
Salaries and benefits	\$	97,025	\$	75,659
Travel / entertainment		1,364		1,615
Printing		3,646		1,175
Miscellaneous		108,016		87,897
Total education expenses	\$	210,051	\$	166,346
Marketing expenses				
Marketing, salaries and benefits	\$	468,513	\$	388,626
Advertising		353,519		354,905
Telemarketing		344,536		338,816
Printing		186,040		150,601
Postage		67,301		56,362
Miscellaneous marketing		325,812		240,423
Total marketing expenses	<u>\$</u>	1,745,721	<u>\$</u>	1,529,733
Administrative and support expenses				
Salaries and benefits	\$	481,229	\$	401,712
Insurance		56,825		29,162
Office rent		175,908		146,156
Depreciation and amortization		133,680		77,370
Professional fees		66,348		102,143
Office supplies and maintenance		88,927		78,743
Dues and subscriptions		21,677		19,049
Meals and entertainment		47,615		47,639
Bank charges		56,225		49,352
Telephone		35,761		33,463
Printing		16,524		12,874
Miscellaneous		156,221		102,172
Interest		18,402		41,837
merest				

# NASHVILLE SYMPHONY ASSOCIATION SCHEDULES OF FUNDRAISING EXPENSES Years Ended July 31, 2005 and 2004

		2005	<u>2004</u>
Fundraising expenses			
Salaries, benefits and professional fees	\$	334,556	\$ 228,073
Telefunding		236,351	211,994
Printing		19,997	23,823
Postage		19,519	22,812
Travel		4,993	7,441
Bad debt expense		113,769	_
Miscellaneous	-	65,759	 39,578
Total fund-raising expenses	\$	794,944	\$ 533,721

# NASHVILLE SYMPHONY ASSOCIATION SCHEDULE OF CONCERT HALL EXPENSES Years Ended July 31, 2005 and 2004

		2005	<u>2004</u>
Concert hall expenses			
Symphony owner's rep	\$	161,319	\$ 157,322
PR / community events		156,491	152,946
Planning consultants		56,409	72,171
Symphony hall management		286,134	274,550
Team reimbursables		23,829	484,376
Miscellaneous soft costs		467,241	320,066
Development expenses		335,863	 721,645
•			
Total concert hall expenses	<u>\$</u>	1,487,286	\$ 2,183,076