Consolidated Financial Statements for year ended December 31, 2020

Condon O'Meara McGinty & Donnelly llp

Independent Auditor's Report

Board of Directors French Heritage Society, Inc. Certified Public Accountants

One Battery Park Plaza New York, NY 10004-1405 Tel: (212) 661 - 7777 Fax: (212) 661 - 4010

We have audited the accompanying consolidated financial statements of French Heritage Society, Inc. and Subsidiaries (collectively, "FHS") which comprise the consolidated statement of financial position as of December 31, 2020 and the related consolidated statements of activities, functional expenses and cash flows for the year then ended and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of French Heritage Society, Inc. and Subsidiaries as of December 31, 2020 and the results of their activities and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

O'Means Medenty or Donnelly LLP

Consolidated Statement of Financial Position December 31, 2020

Assets

Cash and cash equivalents [Notes 1(G) and 1 (N)] Investments, at fair value [Notes 1(H) and 3] Pledges and contributions receivable Prepaid expenses and other assets Property and equipment, net [Notes 1(J) and 5]	\$2,822,679 187,215 727,454 63,782 25,894
Total assets	\$3,827,024
Liabilities and Net Assets	
Liabilities	
Accounts payable and accrued expenses	\$ 96,773
Deferred revenue [Note 1(E)]	17,536
Restoration project grants and awards payable [Note 6]	119,560
Total liabilities	233,869
Net assets	
Without donor restrictions [Note 1(D)]	
Operating	5,846
Board-designated	100,363
Total without donor restrictions	106,209
With donor restrictions [Notes 1(D) and 7]	3,486,946
Total net assets	3,593,155
Total liabilities and net assets	\$3,827,024

Consolidated Statement of Activities

		Year	Ended December 31	, 2020	
	Wit				
		Board-		With Donor	
	Operating	Designated	Total	Restrictions	Total
Support and revenue					
Contributions (including donated goods and services					
of \$17,288) [Note 8]	\$ 486,001	\$ -	\$ 486,001	\$ 715,868	\$ 1,201,869
Special and other fund-raising events (net of costs of					
direct benefit to donors of \$99,104)	253,417	-	253,417	1,011	254,428
Government grant	79,847	-	79,847	-	79,847
Program revenue	20,211	-	20,211	-	20,211
Membership dues	43,530	-	43,530	-	43,530
Interest income and other	14,010	5,240	19,250		19,250
Total support and revenue before net assets					
released from restrictions	897,016	5,240	902,256	716,879	1,619,135
Net assets released from restrictions [Note 7]	248,480		248,480	(248,480)	Ped State of the S
Total support and revenue	1,145,496	5,240	1,150,736	468,399	1,619,135
Expenses					
Program services					
Restoration projects (including grants and awards of					
\$185,005)	331,944	-	331,944	-	331,944
Cultural exchange and educational programs (including					
grants and awards of \$11,037)	172,518	-	172,518	-	172,518
Membership services	190,811		190,811		190,811
Total program services	695,273		695,273	-	695,273
Supporting activities					
Management and general	416,973	-	416,973	-	416,973
Fund-raising	248,873		248,873		248,873
Total supporting activities	665,846		665,846		665,846
Total expenses	1,361,119		1,361,119		1,361,119
Increase (decrease) in net assets before other	(215,623)	5,240	(210,383)	468,399	258,016
Other					
Foreign-currency translation loss [Note 1(K)]	(11,978)	-	(11,978)	-	(11,978)
Unrealized (loss) on investments	(8,654)	-	(8,654)	-	(8,654)
Transfer	110,000	(110,000)		-	
Increase (decrease) in net assets	(126,255)	(104,760)	(231,015)	468,399	237,384
Net assets, beginning of year	132,101	205,123	337,224	3,018,547	<u>3,355,771</u>
Net assets, end of year	<u>\$ 5,846</u>	<u>\$ 100,363</u>	<u>\$ 106,209</u>	\$ 3,486,946	<u>\$ 3,593,155</u>

See notes to consolidated financial statements.

Consolidated Statement of Functional Expenses Year Ended December 31, 2020

			Progran	n Servi	ces			S	Suppor	ting Activitie	es			
	storation Projects	Excl Edu	ultural nange and ucational ograms	N	Aember Services	 Total		anagement and General	Fu	ndraising and ect Benefit costs		Total		Total
Payroll and related														
Salaries	\$ 85,114	\$	68,091	\$	102,137	\$ 255,342	\$	181,578	\$	130,508	\$	312,086	\$	567,428
Payroll taxes and														
employee benefits	 29,079		23,263		34,894	 87,236		62,035		44,587		106,622		193,858
Total payroll and														
related	114,193		91,354		137,031	342,578		243,613		175,095		418,708		761,286
Other														
Grants and awards	185,005		11,037		-	196,042		-		-		-		196,042
Catering, facility, and														
other costs	-		-		-	-		9,315		99,104		108,419		108,419
Program materials and														
hospitality	-		39,840		2,097	41,937		-		-		-		41,937
Accounting and legal	-		-		-	-		53,620		-		53,620		53,620
Communications and														
website	1,735		1,388		2,082	5,205		3,701		2,658		6,359		11,564
Postage	1,091		873		1,310	3,274		2,328		1,674		4,002		7,276
Occupancy	13,610		10,888		16,332	40,830		29,034		20,868		49,902		90,732
Publications	-		-		10,620	10,620		-		-		-		10,620
Office expenses	2,188		1,750		2,625	6,563		4,668		3,355		8,023		14,586
Data processing	1,380		1,577		1,971	4,928		4,383		16,959		21,342		26,270
Promotion	-		4,363		1,454	5,817		-		8,727		8,727		14,544
Staff hotels and travel	1,563		1,250		1,875	4,688		3,334		2,396		5,730		10,418
Depreciation and														
amortization	2,720		1,995		3,264	7,979		5,986		4,171		10,157		18,136
Other	 8,459		6,203		10,150	 24,812	-	56,991		12,970	_	69,961		94,773
Total expenses	331,944		172,518		190,811	695,273		416,973		347,977		764,950		1,460,223
Less: costs of direct benefit	,		,											
to donors	 					 				99,104		99,104		99,104
Total expenses per	<u>-</u>					 _		_		_				
statement of activities	\$ 331,944	\$	172,518	<u>\$</u>	190,811	\$ 695,273	<u>\$</u>	416,973	\$	248,873	<u>\$</u>	665,846	<u>\$</u>	1,361,119

See notes to consolidated financial statements.

Consolidated Statement of Cash Flows Year Ended December 31, 2020

Cash flows from operating activities (including grants and	
awards)	
Increase in net assets	\$ 237,384
Adjustments to reconcile increase in net assets	
to net cash (used in) operating activities (including grants	
and awards)	
Donated stock	(56,846)
Unrealized loss on investment	8,654
Depreciation and amortization	18,136
(Increase) in pledges and contributions receivable	(369,776)
(Increase) in prepaid expenses and other assets	(18,907)
Increase in accounts payable and accrued expenses	27,884
(Decrease) in deferred revenue	(46,679)
(Decrease) in restoration project grants	
and awards payable	(31,750)
Net cash (used in) operating activities (including	
grants and awards)	 (231,900)
Cash flows from investing activities	
Proceeds from sale and maturities of investments	103,815
Purchases of investments	(49,819)
Purchases of property and equipment	 (2,365)
Net cash provided by investing activities	 51,631
Net (decrease) in cash	(180,269)
Cash and cash equivalents, beginning of year	3,002,948
Cash and cash equivalents, end of year	\$ 2,822,679

Notes to Consolidated Financial Statements December 31, 2020

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

(A) Nature and organization

French Heritage Society, Inc. (the "Organization"), formerly known as Friends of VMF, Inc., was incorporated as a not-for-profit corporation in the State of New York in 1981. The mission of the Organization is to ensure that the treasures of our shared French architectural and cultural heritage survive to inspire future generations to build, dream and create by:

- preserving the rich French architectural and cultural heritage throughout France and in the United States (the "U.S.") by raising funds for restoration, preservation and cultural grants;
- transmitting and safeguarding the skills, knowledge and love of the heritage through transatlantic educational programs for students, architects, artisans, art connoisseurs and collectors; and
- fostering Franco-American friendship and cross-cultural exchange through select tours in France and the U.S., lectures, conferences, galas and other events on both sides of the Atlantic.

The Organization's activities are supported through a network of chapters in the U.S. and one in France. The chapters, which are managed through an extensive volunteer network, organize a variety of cultural, social and fundraising events for its members. Net proceeds from chapter fundraising events are designated for specific grants which the Organization's Board of Directors has voted to fund.

American Friends of L'Abbaye de Lagrasse, LLC, created in October 2018, and American Friends of the Saint Omer Foundation, LLC, created in April 2018, were formed as single-member, member-managed, limited liability companies in which the Organization is the single member and manager. Each LLC has been created pursuant to a fiscal sponsorship agreement under which the Organization facilitates the ability of the French non-profit entity that is party to the sponsorship agreement to offer a deduction under the U.S. tax laws to donors contributing funds for the benefit of such French non-profit. At December 31, 2020, the American Friends of the Saint Omer Foundation, LLC had assets of approximately \$27,600 and income of \$2,440 and the American Friends of L'Abbaye de Lagrasse, LLC had assets of approximately \$6,000 and income of \$6,250, which are included in the consolidated statement of financial position and statement of activities, respectively.

(B) Principles of consolidation

The accompanying consolidated financial statements include the accounts of the Organization, American Friends of L'Abbaye de Legrasse, LLC and American Friends of the Saint Omer Foundation, LLC (collectively, "FHS"). All material intercompany accounts and transactions have been eliminated upon consolidation.

Notes to Consolidated Financial Statements (continued) December 31, 2020

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

(C) Basis of presentation

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting.

(D) Net assets

The net assets of FHS and the changes therein are classified and reported as follows:

Net assets without donor restrictions

Operating - net assets without donor restrictions that represent those resources that are used to account for the general activities of FHS.

Board-designated - net assets without donor restrictions subject to use at the discretion of the Board and subject to the terms and conditions of the Organization's Operating Reserve Policy. During 2020, the Board of Directors authorized a transfer of \$110,000 from the board-designated operating reserve to the FHS' operating net assets without donor restrictions to reduce the operational deficit.

Net assets with donor restrictions

Net assets with donor restrictions are those resources that are subject to donor-imposed restrictions, such as specific purposes and/or the passage of time. Net assets released from restrictions represent the satisfaction of the restricted purposes specified by the donor or the passage of time, and are reclassified as net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions.

(E) Contributions and pledges

Contributions to FHS, other than the contribution portion of payments for special events, are recognized as revenue upon the receipt of cash or other assets, or of unconditional pledges. Contributions are reported as being with donor restrictions if they are received with donor stipulations or time considerations as to their use. Gross proceeds paid by attendees at special events held as fundraising activities represent contribution revenue, as well as the payment of the direct cost of the benefit received by the attendee at the event. Special event income is reported net of the direct benefit to donors. Special event revenue received for a future year's event is deferred and recognized when the event takes place. Conditional contributions are recognized when the donor's conditions have been met by requisite actions of FHS' management or necessary events have taken place. FHS records bequest income at the time it has an established right to a bequest and the proceeds are measurable. Donated securities are recorded at their estimated fair values at the date of donation.

Notes to Consolidated Financial Statements (continued) December 31, 2020

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

(F) Donated goods and services

Contributed goods are recognized at their fair values on the dates of donation. Contributions of services are recorded as both revenue and expense in the year in which they are received, provided that the services: (i) create or enhance nonfinancial assets; or (ii) require specialized skills that are provided by individuals possessing those skills and would typically need to be purchased if not donated. (See Note 8).

Members of the Board and other volunteers have donated significant amounts of their time and support through fund-raising and organizing and participating in events in furtherance of the Organization's mission. The value of this donated volunteer time is not reported in the accompanying consolidated financial statements as it does not meet the criteria for recognition.

(G) Cash equivalents

FHS considers all highly liquid investments with original maturities of three months or less when acquired to be cash equivalents.

(H) <u>Investments</u>

Investments are recorded at fair value which is based on publicly traded quotes. Realized and unrealized gains or losses are reported in the consolidated statement of activities as increases or decreases in net assets.

(I) Fair value measurements

FHS' investments are measured using Level 1 inputs, which are defined as quoted prices in active markets for identical assets that the reporting entity has the ability to access at the measurement date.

(J) Property and equipment

Property and equipment are stated at their original cost at the dates of acquisition, or, if contributed, at their fair value at the date of donation. FHS capitalizes items of property and equipment that have a cost of \$1,000 or more and a useful life greater than one year, whereas minor costs of repair and maintenance are expensed as incurred. Depreciation of furniture, equipment, and computer equipment is provided using the straight-line method over three to five years, the estimated useful lives of the related assets. Leasehold improvements are amortized over the remaining lease term or the useful lives of the improvements, whichever is shorter.

Notes to Consolidated Financial Statements (continued) December 31, 2020

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

(K) Foreign-currency translations and transactions

Foreign-currency translation gains or losses are the inherent result of the process of translating, into U.S. dollars, the functional currency of the Organization's Paris office, which is the Euro. For assets and liabilities, such annual translation adjustments are not included in determining the net increase in assets from operations, but they are instead disclosed as a separate component in the consolidated statement of activities.

(L) <u>Functional allocation of expenses</u>

The expenses of providing the various program services and supporting activities have been summarized on a functional basis in the consolidated statement of functional expenses. Expenses that can be directly identified with a program or supporting service are reported within the respective functions accordingly. Expenses which are not readily identified with a particular function or are identified with more than one function, are allocated among program activities and supporting services based on time and effort.

(M) Use of estimates

The preparation of the financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues, and expenses, as well as the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

(N) Concentrations of credit risk

FHS' financial instruments that are potentially exposed to concentrations of credit risk consist primarily of cash, cash equivalents, investments and receivables. FHS places its cash and cash equivalents with what it believes to be quality financial institutions. During 2020, FHS' cash accounts exceeded the FDIC insurance limit. FHS has not incurred any losses in its cash accounts to date. FHS' investments are exposed to various risks such as interest rate, market volatility, liquidity and credit. Due to the level of risk associated with investment securities, it is reasonably possible that changes in these risks could materially affect the fair value of the investments reported in the consolidated statement of financial position as of December 31, 2020. FHS routinely monitors the collectability of its receivables to ensure they are viable. As a result, FHS believes no significant concentrations of credit risk exist with respect to its cash, cash equivalents, investments and receivables.

Notes to Consolidated Financial Statements (continued) December 31, 2020

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

(O) Risks and uncertainties

On March 13, 2020, a national emergency was declared due to extraordinary circumstances resulting from the coronavirus. As the coronavirus pandemic continues, the economic impact on FHS' financial operations will depend on future developments, which are uncertain and cannot be predicted.

(P) Subsequent events

FHS has evaluated events and transactions for potential recognition or disclosure through January 4, 2022, which is the date the consolidated financial statements were available to be issued.

Note 2 – Liquidity and availability and financial assets

As of December 31, 2020, financial assets and liquidity resources available within one year of the consolidated statement of financial position date for general expenditures were as follows:

Financial assets

Cash and cash equivalents	\$ 2,822,679
Investments, at fair value	187,215
Pledges and contributions receivable due within one year	155,904
Sub-total	3,165,798
Less: board-designated net assets	(100,363)
Total	\$ 3,065,435*

^{*} As stated in the consolidated statement of financial position, as of December 31, 2020 of the \$3,593,155 of net assets, \$3,486,946 are net assets with donor restrictions and only \$5,846 are net assets without donor restrictions available for operating.

As part of the FHS' liquidity management, it attempts to maintain a sufficient level of operating cash to be available as its general expenditures (including grants, liabilities, and other obligations) come due.

Notes to Consolidated Financial Statements (continued) December 31, 2020

Note 3 – Investments, at fair value

The following is a summary of the investments at fair value at December 31, 2020:

Cash equivalents	\$ 23,827
Certificates of deposit	101,308
Common stock	41,805
Exchange-traded funds – large cap	 20,275
Total	\$ 187,215

Note 4 – Pledges and contributions receivable

Pledges and contributions receivable are unconditional promises from external organizations and individuals to donate to FHS. As of December 31, 2020, pledges and contributions receivable are due as follows:

Amounts expected to be collected in:

Less than one year	\$ 155,904
One to five years	 571,550
Total	\$ 727,454

Note 5 – Property and equipment

The summary of the property and equipment as of December 31, 2020 is as follows:

Computer equipment	\$ 61,923
Leasehold improvements	66,572
Furniture and equipment	5,583
Sub-total	134,078
Less: accumulated depreciation and amortization	108,184
Total	\$ 25,894

Note 6 – Restoration project grants and awards payable

At December 31, 2020, grants and awards payable are estimated to be paid as follows:

Amounts expected to be paid in:

Less than one year	\$ 88,000
One to five years	 31,560
Total	\$ 119,560

Notes to Consolidated Financial Statements (continued) December 31, 2020

Note 6 – Restoration project grants and awards payable (continued)

In addition to restoration-project grants and awards payable, FHS has selected future restoration projects ("future projects") as potential grantees, the conditions for funding of which have not yet been met by the project sponsors. FHS' conditional commitments for these future projects totaled approximately \$3,177,000 as of December 31, 2020. Following approval of these future projects, and in anticipation of such projects' meeting the conditions for funding, FHS commenced fund-raising for these projects. As a result of such fund-raising efforts, FHS had available a total of approximately \$2,796,000 as of December 31, 2020, as contributions designated for such future projects, and such amounts are reported as net assets with donor restrictions.

Note 7 – Net assets with donor restrictions

At December 31, 2020, net assets with donor restrictions consisted of funds restricted for the following purposes:

Abbaye de Lagrasse	\$	53,633
Abbaye de Longues		2,000
Chapter commitments (10 chapters)		47,635
Chateau de Commarque		30,000
Chateau de la Tourette		5,100
Commanderie d'Epailly		5,000
Fort de Chartres		6,000
Future Projects (Bessimer trust)		11,000
Historic preservation internship program		679,903
Notre Dame Fire Fund		2,571,297
Orangerie de Bagatelle		61,864
Petite Plaisance		1,014
Student oriented program		10,000
Theatre de Chaillot-Amer. Party	************	2,500
Total	\$	3,486,946

Notes to Consolidated Financial Statements (continued) December 31, 2020

Note 7 – Net assets with donor restrictions (continued)

During the year ended December 31, 2020, net assets released from restrictions were as follows:

Beauregard-Keyes	\$ 5,000
Chateau d'Arnajon	5,000
Chateau de Bourron	20,000
Chateau de Braux Sainte Cohiere	10,000
Chateau de Goudorville	5,000
Chateau de la Ferte St. Aubin	11,477
Chateau de la Rivoire	10,000
Chateau de Meung	10,000
Chateau de Panloy	7,500
Chateau du Taillis	7,500
Cloister Chartreux Toulouse	12,500
Fort de la Conchee	15,000
Historic preservation internship program	107,003
Hotel de la Monnaie-Paris	 22,500
Total	\$ 248,480

Note 8 – Donated goods and services

During the year ended December 31, 2020, FHS received the following donated goods and services:

Donated goods	
Event goods	\$ 2,288
Donated services	
Legal	 15,000
Total	\$ 17,288

Note 9 - 401(k) plan

FHS maintains a 401(k) plan (the "Plan"), under which FHS matches up to 3% of each eligible participant's compensation. FHS contributed \$6,755 to the Plan for the year ended December 31, 2020.

Note 10 – Commitments

At December 31, 2020, FHS was obligated under various non-cancellable lease agreements. The leases for office spaces in New York and Paris expire in April 2023 and September 2023, respectively. In addition, FHS leases certain equipment under agreements expiring through December 2022.

Notes to Consolidated Financial Statements (continued) December 31, 2020

Note 10 – Commitments (continued)

The approximate future annual minimum lease payments as of December 31, 2020 were as follow:

Year ended	Amount
2021	\$ 101,000
2022	101,000
2023	51,000
Total	\$ 253,000

Lease amounts shown in the table above reflect an expiration of one or more of the various leases for years subsequent to 2022; it is expected, however, that FHS will enter into replacement leases at market rates at, or prior to, the actual expiration of those ending leases.

Note 11 – Paycheck protection program

During 2020, FHS applied for and received \$79,847 under the Paycheck Protection Program ("PPP") which is a business loan program established under the Coronavirus Aid, Relief, and Economic Security Act. FHS believes it has spent all of the proceeds in accordance with the terms of PPP loan program and elected to record the proceeds as government grant revenue in the consolidated statement of activities. FHS had the loan forgiven in its entirety during 2021.

During 2021, FHS applied for and received a second PPP Loan totaling \$79,847. FHS had the loan forgiven in its entirety during 2021 and will record the proceeds as government grant revenue in the 2021 consolidated statement of activities.

Note 12 – Tax status

The Organization has been determined by the Internal Revenue Service to be a charitable organization as defined by Section 501(c)(3) of the U.S. Internal Revenue Code (the "Code") and, accordingly, is exempt from federal income taxes under Section 501(a) of the Code. American Friends of L'Abbaye de Lagrasse, LLC and American Friends of the Saint Omer Foundation, LLC are treated as disregarded entities for corporate tax filing purposes and all of their balances and transactions are reflected on the information tax returns of the Organization.