ANNUAL FINANCIAL REPORT

For the Year Ended December 31, 2020

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J. WALKER & COMPANYAPC

ACCOUNTANTS AND ADVISORS

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Southern University System Foundation Baton Rouge, Louisiana

We have audited the accompanying financial statements of Southern University System Foundation (a nonprofit organization), which comprise the statement of financial position as of December 31, 2020, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our 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 financial statements are free from material misstatement.

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

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

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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Southern University System Foundation as of December 31, 2020, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of financial position, schedule of revenues, gains, and support, schedule of functional expenses, schedule of capital assets, schedule of bonds payable, and schedule of bonds payable amortization are presented for purposes of additional analysis and are 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 audit 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 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.

9. Walker & Company, APC

Lake Charles, Louisiana September 6, 2021



BASIC FINANCIAL STATEMENTS

STATEMENT OF FINANCIAL POSITION (Consolidated) December 31, 2020

ASSETS

Current Assets:		
Cash and cash equivalents	\$	1,756,463
Prepaid expenses		602,078
Pledges receivable, net		1,753,216
Other receivables		55,697
	_	4,167,454
Total Current Assets		4,167,454
Property, Plant, and Equipment:		
Property, plant, and equipment, net		8,330,086
Total Property, Plant, and Equipment		8,330,086
Other Assets:		
Amortization of intangibles		4,464
Restricted assets:		
Restricted cash		2,397,359
Investments		17,534,718
Capitalized lease receivable		21,325,000
Total Other Assets		41,261,541
TOTAL ASSETS	\$	53,759,081

STATEMENT OF FINANCIAL POSITION (Consolidated) December 31, 2020

LIABILITIES

Current Liabilities:	
Accounts payable	\$ 124,024
Accrued expenses and other liabilities	468,913
Amounts held in custody for others	13,192,795
Deferred revenue	61,385
Loans payable	822,406
Bonds payable	828,336
Total Current Liabilities	15,497,859
Non-current Liabilities:	
Loans payable	4,893,280
Rental deposits	4,413
Bonds payable, net	21,348,890
Total Non-current Liabilities	26,246,583
Total Liabilities	41,744,442
NET ASSETS	
Without donor restrictions	3,738,978
With donor restrictions	8,275,661
Total Net Assets	12,014,639
TOTAL LIABILITIES AND NET ASSETS	\$ 53,759,081

STATEMENT OF ACTIVITIES (Consolidated) Year Ended December 31, 2020

	Without Donor Restrictions		With Donor Restrictions		Total
Revenues, Gains and Other Support					
Contributions and other support	\$ 2,456,208	\$	4,426,324	\$	6,882,532
Rental income	509,291		80,639		589,930
Athletic sponsorships and support	 29,300				29,300
Total Revenues and Support	 2,994,799		4,506,963		7,501,762
Administration fees	326,773		-		326,773
Donor fees and registration	116,842		88,560		205,402
Interest and dividends, net of fees	6,581		154,806		161,387
Net realized gain (loss)	-		52,121		52,121
Net unrealized gain (loss)	-		310,005		310,005
Total Other Revenues and Gains	 450,196		605,492		1,055,688
Net Assets Released from Restriction	 2,458,102		(2,458,102)		
Total revenues, gains, and support	 5,903,097		2,654,353		8,557,450
Expenses					
Program services	4,213,569		-		4,213,569
Management and general	1,469,788		-		1,469,788
Fundraising	 134,930		-		134,930
Total Expenses	 5,818,287				5,818,287
Change in Net Assets	84,810		2,654,353		2,739,163
Beginning Net Assets, as restated	 3,654,168		5,621,308		9,275,476
Ending Net Assets	\$ 3,738,978	\$	8,275,661	\$	12,014,639

STATEMENT OF FUNCTIONAL EXPENSES (Consolidated) Year Ended December 31, 2020

	Supporting Services			
	Program	Management		
	Services	& General	Fundraising	Total
Administrative cost - fees	\$ 180,057	\$ -	\$ -	\$ 180,057
Advertising and promotion	25,118	26,142	-	51,260
Bad debt expense	21,766	-	-	21,766
Bank fees and loan costs	30,319	14,268	-	44,587
Bayou Classic expense	-	-	134,930	134,930
Bond interest expense	908,114	-	-	908,114
Capital enhancement project	68,627	-	-	68,627
Computer, equipment lease, and other rentals	166,762	24,918	-	191,680
Conferences & meetings	51,748	4,500	-	56,248
Contributed services	-	257,942	-	257,942
Cultivation/recognition	20,729	5,847	-	26,576
Depreciation	-	272,002	-	272,002
Equipment and resource materials	81,309	-	-	81,309
Faculty/staff development	41,348	96,478	-	137,826
Foundation security	8,109	8,109	-	16,218
Insurance	47,132	24,953	-	72,085
Information technology maintenance	66,699	84,890	-	151,589
Interest expenses	314,845	-	-	314,845
Maintenance	108,629	2,217	-	110,846
Materials and supplies	123,799	30,950	-	154,749
Membership dues & subscriptions	32,066	4,791	-	36,857
Postage and mailing	8,508	28,485	-	36,993
Printing and publication	33,773	48,601	-	82,374
Professional fees and contracts	730,923	206,158	-	937,081
Property taxes	146	-	-	146
Public/community support	23,183	3,161	-	26,344
Retirement contribution	-	8,400	-	8,400
Salaries & related expenses	55,096	220,384	-	275,480
Scholarship and educational assistance	657,703	49,504	-	707,207
Telecommunications	5,407	2,544	-	7,951
Travel and transportation	44,344	23,878	-	68,222
University events and programs	323,759	20,666	-	344,425
Utilities cost	33,551			33,551
Total	4,213,569	1,469,788	134,930	5,818,287

STATEMENT OF CASH FLOWS Year Ended December 31, 2020

Cash Flows from Operating Activities:	
Change in net assets	\$ 2,739,163
Adjustments to Reconcile Change in Net Assets to Net Cash Used in Operating	
Activities:	
Depreciation	272,002
(Increase) decrease in:	
Pledges receivable	(738,334)
Prepaid expenses	46,723
Other receivables	304,437
Capital lease receivable	745,000
Increase (decrease) in:	
Accounts payable	(366,664)
Accrued expenses	(53,239)
Amounts held in custody for others	1,592,998
Deferred revenue	61,385
Rental deposit	(870)
Net Cash (Used) Provided by Operating Activities	4,602,601
Cash Flows from Investing Activities	
Purchases of investments	(2,254,745)
Purchases of property and equipment	(33,398)
Net Cash (Used) Provided by Investing Activities	(2,288,143)
Cash Flows from Financing Activities	
Proceeds from debt borrowings	149,900
Repayments of debt borrowings	(882,804)
Net Cash (Used) Provided by Financing Activities	(732,904)
Net Increase (Decrease) in Cash and Cash Equivalents	1,581,554
Cash and Cash Equivalents, beginning of year	2,572,268
(including restricted cash)	
Cash and Cash Equivalents, end of year	\$ 4,153,822

NOTE TO FINANCIAL STATMENTS December 31, 2020

Note 1 – Nature of Activities and Significant Accounting Policies

Organization and Purpose

The Foundation is a non-profit corporation organized to promote the educational and cultural welfare of the Southern University and Agricultural and Mechanical College System, and to develop, expand, and improve the System's facilities.

The consolidated financial statements of the Foundation include:

- The Foundation as described above; and
- Millennium Housing, LLC (Millennium) a non-profit corporation organized under the laws of the State of Louisiana and owned by the Foundation. Millennium was formed to develop facilities and other auxiliary capital projects for the Southern University System.

Throughout the notes to the consolidated financial statements the Foundation and Millennium will be collectively referred to as the Foundation. The financial statements of the Foundation and Millennium have been consolidated as they are under common management.

The Foundation has entered into an agreement with the Southern University at Baton Rouge campus to jointly promote the ancillary activities of the Bayou Classic with a representative organization from Grambling State University. The promoters share joint revenues and expenses equally. The promoters engaged the services of a third-party event manager to handle game management as well as sponsor solicitation. The event manager collects events proceeds and incurs expenses on behalf of the promoters and remits the net proceeds to the Foundation.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect 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. Accordingly, actual results could differ from those estimates.

Net Assets

The Foundation's resources are reported for accounting purposes in separate classes of net assets based on the existence or absence of donor-imposed restrictions.

Financial statement presentation follows the recommendations of the Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) No. 2016-14, Presentation of Financial Statement of Not-for-Profit Entities. Under the ASU 2016-14, the Foundation is required to report only two classes of net assets: "net assets without donor restrictions" and "net assets with donor restrictions."

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Net Assets without Donor Restrictions – are available for use at the discretion of the Board of Trustees (the Board) and /or management for general operating purposes.

Net Assets with Donor Restrictions – are stipulated by donors for specific operating purposes or for the acquisition of property and equipment or are time restricted. These include donor restrictions requiring the net assets be held in perpetuity or for a specified term with investment returns available for operations.

Classification of Transactions

All revenues and net gains are reported as increases in net assets without donor restrictions in the statement of activities unless the donor specified the use of the related resources for a particular purpose or in a future period. All expenses and net losses other than losses on endowment investments are reported as decreases in net assets without donor restrictions. Net gains on endowment investments increase net assets with donor restrictions, and net losses on endowment investments reduce that net asset class.

Cash and Cash Equivalents

For accounting and reporting purposes, cash and cash equivalents include cash on hand, demand deposits, and all highly liquid investments with original maturities of three months or less. However, cash and cash equivalents that are required by donors to be maintained permanently are classified with endowment investments.

Restricted Assets

Cash and cash equivalents, and investments that are held on behalf of the Southern University System are classified as restricted assets in the statement of financial position along with assets held by the Bond Trustee on behalf of the Millennium Housing, LLC for the construction projects.

Fixed Assets

Fixed assets of the Foundation are recorded as assets and are stated at historical cost if purchased or at fair value at the date of the gift, if donated. The Foundation utilizes the straight-line method of depreciation over the estimated useful life of the asset. Additions, improvements and expenditures that significantly extend the useful life of an asset are capitalized. The Foundation follows the practice of capitalizing all fixed asset purchases that exceed \$1,000.

The useful lives of the Foundation's assets are estimated as follows:

Description	Estimated Lives
Furniture, Fixtures, and	
Office Equipment	5-10 years
Scoreboard Equipment	10 years
Software	5 years
Leasehold Improvements	39 years

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Endowment

Endowment investments are in short-term money market securities, equity investments, and fixed income investments. Endowment investments are carried at cost, which approximates market value. Interest earned from investments, including realized and unrealized gains and losses, is reported in the net assets without donor restrictions class except where the instructions of the donor specify otherwise. The investment policies and other disclosures are discussed in note 25.

Pledges

Unconditional promises to give are recognized as revenue in the period in which a written or oral agreement to contribute cash or other assets is received. An allowance for doubtful accounts is established based on the prior collection history of pledged contributions and management's analysis of specific promises made. Conditional promises to give are not recognized until they become unconditional; that is, when the donor-imposed conditions are substantially met.

Prepaid Expenses

Prepaid expenses are primarily insurance, software, and rent.

Investments and Investment Income

Investments in equity securities and mutual funds are measured at fair value in the statement of financial position. Investment income or loss (including realized gains and losses on investments, interest, and dividends) is recorded as an increase in the amounts held in custody for others liability account as the investments are held on behalf of the University.

Revenue Recognition

Contributions are recorded when received. All 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 net assets with donor restrictions that increases those net asset classes. When a donor restriction expires, with donor restricted net assets are reclassified and reported in the statement of activities as net assets without donor restrictions. Contributions restricted for acquisition of land, buildings, and equipment are reported as net assets without donor restriction upon acquisition of the assets and the assets are placed in service. The Foundation does not currently imply time restrictions on contributions of long-lived assets about how long the donated asset must be used.

Compensated Absences

The Foundation accounts for compensated absences (e.g., unused vacation, sick leave) as directed by the Financial Accounting Standards Board Accounting Standards Codification No. 710-10-50-1 (FASB ASC 710-10-50-1), "Accounting for Compensated Absences". A liability for compensated absences attributable to services already rendered and not contingent on a specific event that is outside the control of the employer and employee is accrued as employees earn the rights to benefits. As of December 31, 2020, no estimates were made for compensated absences.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Noncurrent Liabilities

Noncurrent liabilities include principal amounts of revenue bonds payable and notes payable with contractual maturities greater than one year.

Functional Allocation of Expenses

The cost of providing the Foundation's programs and other activities is summarized on a functional basis in the statement of activities and statement of functional expenses. Expenses that can be identified with a specific program or support service are charged directly to that program or support service. Cost common to multiple functions have been allocated among the various functions benefited using a reasonable allocation method that is consistently applied.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Foundation and Millennium Housing, LLC. All material intercompany transactions have been eliminated.

Tax Status

The Foundation operates as a public charity under Section 501(c) (3) of the Internal Revenue Code and, accordingly, is exempt from federal and state income taxes and the excise tax which applies to certain foundations. However, the Foundation is subject to income tax on any unrelated business taxable income. Since the Foundation had no unrelated business income for the year ended December 31, 2020, no provision for income taxes is included in the accompanying financial statements.

Note 2 – Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of December 31, 2020, are:

Financial assets:

Cash and cash equivalents	\$ 4,153,822
Pledges receivable, net	1,753,216
Other receivable	55,697
Investments	 17,534,718
Total financial assets	 23,497,453
Less financial assets held to meet donor-imposed restrictions:	
Restricted cash	2,397,359
Restricted investments	 17,534,718
Total financial assets held to meet donor-imposed restrictions	 19,932,077
Amount available for general expenditures within one year:	\$ 3,565,376

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 3 – Prepaid Expenses

Prepaid insurance	\$ 593,016
Prepaid software, rent, and other items	 9,062
Total	\$ 602,078

Note 4 – Pledges Receivable

Unconditional pledges receivables are due as follows at December 31, 2020:

Less than one year	\$ 662,383
One to five years	1,547,928
Gross pledges receivable	2,210,311
Less: allowance for doubtful accounts	(457,095)
Pledges receivable, net	\$1,753,216

Note 5 – Other Receivables

As of December 31, 2020, other receivables totaled \$55,697. Management believes all receivables to be collectible; therefore, no allowance for doubtful collection is recorded.

Note 6 – Fair Value of Financial Instruments

FASB Accounting Standards Codification Topic 820, "Fair Value Measurements" (Topic 820), requires disclosures that stratify balance sheet amounts measured at fair value based on the inputs used to derive fair value measurements. The foundation reports fair value measures of its assets and liabilities using a three- level hierarchy that prioritizes the inputs used to measure fair value. This hierarchy, established by GAAP, requires that entities maximized the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The asset or liability's measurement within the fair value hierarchy is based on the lowest level of input that is significant to the measurement. The three levels of inputs used to measure fair value are as follows:

- Level 1. Quoted prices for identical assets or liabilities in active markets to which the organization has access at the measurement date.
- Level 2. Inputs other than quoted prices included in level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include:
 - quoted prices for similar assets or liabilities in active markets.
 - quoted prices for identical or similar assets in markets that are not active.
 - observable inputs other than quoted prices for the asset or liability (for example, interest rates and yield curves); and
 - inputs derived principally from, or corroborated by, observable market data by correlation or by other means.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

• Level 3. Unobservable inputs for the asset or liability. Unobservable inputs should be used to measure the fair value if observable inputs are not available.

When available, the organization measures fair value using level 1 input because they generally provide the most reliable evidence of fair value. All fair value measurements are considered Level 1 measurements as of December 31, 2020.

The primary uses of fair value measures in the organization's financial statements are

- Initial measurement of noncash gifts, including gifts of investment assets and unconditional promises to give.
- Recurring measurement of investments.
- Recurring measurement of endowments.

Note 7 – Investments

Investments are stated at market value (fair value) in accordance with FASB ASC Topic 958-320, Accounting for Certain Investments Held by Not-For-Profit Organizations. Net appreciation (depreciation) in the fair value of investments, which consists of realized gains and losses and the unrealized appreciation (depreciation) on those investments, is shown in the statement of activities.

Investments consist of the following on December 31, 2020:

Description	Fair Value		I	Level 1
Money market funds	\$	583,034	\$	583,034
Exchange-traded products		12,978,151	1	2,978,151
Equities		2,943,668		2,943,668
Fixed income		1,029,865		1,029,865
Total	\$	17,534,718	<u>\$</u> 1	7,534,718

The above total represents the amount of investments that are maintained and managed on behalf of the Southern University System. These amounts are classified as non-current restricted assets in the Statement of Financial Position.

As discussed in note 6 to these financial statements, the foundation is required to report its fair value measurements in one of three levels, which are based on ability to observe in the marketplace the inputs to Foundation's valuation techniques. Level 1, the most observable level of inputs, is for investments measured at quoted prices in active markets for identical investments as of December 31, 2020, including investments measured at NAV if the NAV is determined as the fair value per share (unit) is published, and is the basis for current transactions. All fair value measurements of investments are considered level 1 measurements as of December 31, 2020.

The organization uses the following ways to determine the fair value of its investments:

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Money market funds: Determined by the published NAV per unit at the end of the last trading day of the year, which is the basis for transactions at that date.

Equity securities traded on national securities exchanges: Determined by the closing price on the last business day of the fiscal year.

Note 8 – Capitalized Lease Receivable

The Foundation entered into a cooperative agreement with the Southern University System's Board to lease the projects included in the bond issuance. The Southern University System's Board will lease certain facilities from the Foundation under the facility lease and pay rent, subject to the appropriation, in an amount which will be sufficient to pay the principal and interest on the Series 2006 Bonds. The amounts due from the Southern University System's Board are as follows:

Year Ending December 31,	
2021	\$ 1,717,825
2022	1,718,825
2023	1,717,825
2024	1,714,825
2025	1,709,825
2026 and thereafter	 22,270,650
Total minimum payments	30,849,775
Less - amount representing interest	 (9,524,775)
	\$ 21,325,000

Note 9 – Property, Plant, and Equipment

Land, building and equipment as of December 31, 2020 are summarized as follows:

Land and improvements	\$ 1,215,840
Building	6,943,959
Office equipment	279,274
Software	136,831
Other fixed assets	3,411,619
Subtotal	11,987,523
Less: Accumulated Depreciation	(3,657,437)
Total	<u>\$ 8,330,086</u>

Depreciation expense totaled \$272,002 for the year ended December 31, 2020.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 10 - Southern University Business Incubator

In 2014, the Foundation received a federal grant for \$1,000,000 to purchase land and build a revenue generating facility that offers eight (8) office spaces to be rented out to the public. The grant provides reimbursement of eighty percent (80%) of the expenses and the Foundation is responsible for the remaining twenty percent (20%) of expenses. The Business Incubator started in operation in fall of 2018.

Note 11 – Administrative Fee

The Foundation earns a monthly fee which is based upon the total cash deposits managed by the Foundation on behalf of the System. Any deposits made that are applicable to scholarships are charged an administrative fee of 2%; all additional fees are charged at 4%. The Foundation received \$326,773 in administrative fees for the year.

Note 12 – Due from Affiliate, and Amounts Held in Custody for Others

The Southern University System has contracted with the Foundation to invest the University's Endowed Chair for Eminent Scholars and Endowed Professorship Endowment Funds. The Endowed Chairs for Eminent Scholars Endowment Funds are established for \$1,000,000 with \$600,000 of private contributions and \$400,000 of state matching portion allocated by the Board of Regents for Higher Education. The Endowed Professorship Program Endowment Funds are established for \$100,000 with \$80,000 of private contributions and \$20,000 of state matching portion allocated by the Board of Regents for Higher Education. The amount due to the Southern University System as of December 31, 2020, for the Endowed chair and professorship program totaled \$13,192,795. The Foundation also has certain receivables due from the Southern University System. These receivables include costs that were initially paid by the Foundation for which a reimbursement is due from the System.

The following is a summary of the due from affiliate, and amounts held in custody for others amounts as of December 31, 2020:

Amounts held in custody for others:	
Southern University System	\$ 13,192,795

Note 13 – Bonds Payable

On December 13, 2006, the Louisiana Public Facilities Authority issued \$59,990,000 of Louisiana Public Facilities Authority Revenue Bonds (Series 2006) to the Foundation. The proceeds of the bonds are being used to (i) finance the design, development, acquisition, construction, installation, renovation, and equipping of (a) Student Housing Facilities to be located on the campus of Southern University and Agricultural and Mechanical College in Baton Rouge, Louisiana (SUBR), (b) certain auxiliary student projects, including a student intramural sports complex, a portion of a football and track complex, a baseball field house and north end seating in Mumford Stadium and refinancing a loan for the football field restoration at SUBR, all equipment, furnishings, fixtures, and facilities incidental or necessary in connection therewith at SUBR, and (d) acquiring a building to be used by Southern University at Shreveport, Louisiana (SUSLA) (collectively, the "Project"), (ii) refinance portions of a bridge loan incurred to pay certain of such costs prior to delivery of the Series 2006 Bonds, (iii) pay costs of issuance including premium on the Bond Insurance Policy, (iv) fund a reserve fund, and (v) pay capitalized interest during construction of the Project.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

The Foundation is required to submit certain prescribed documentation within 180 days after the last day of each Fiscal Year to the Bond Insurer and the Trust Officer. These documents include financial reports certified by independent certified public accountants, a copy of the budget, a no default certificate, a copy of the developer's certificate, and a copy of the disclosure certificate. As of December 31, 2020, the Foundation is in compliance with the terms of the bond indenture.

In 2018 Millennium Housing, LLC (the sole member of which is the Southern University System Foundation) and the Louisiana Public Facilities Authority entered into an agreement to issue \$22,485,000 aggregate principal amount of Refunding Revenue Bond Series 2018. The purpose of the bonds is for the refunding of all the Refunded Bonds, fund a debt service reserve fund and paying the cost of the issuance of the Bonds. The transactions occurred to allow a new bond issue to be made for the replacement of The Refunded Bond balance not defeased in 2017, the balance of which was \$21,325,000 remaining from the 2006 series bond issue secured to build student apartments on the Baton Rouge Campus of Southern University.

The outstanding Series 2006 bonds are required to be paid as follows for the next five periods and thereafter:

Year Ending December 31,	
2021	780,000
2022	820,000
2023	860,000
2024	900,000
2025	940,000
2026 and thereafter	 17,025,000
Total	\$ 21,325,000

The outstanding Series 2006 bonds payable premiums are required to be paid as follows for the next five periods and thereafter:

Year Ending December 31,	
2021	48,336
2022	48,336
2023	48,336
2024	48,336
2025	48,336
2026 and thereafter	610,546
Total	\$ 852,226

Interest expense related to the bonds for the year ended December 31, 2020, totaled \$956,450.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 14 – Loans Payable

Multiple Advance Loan - Valdry Center

The Foundation has a multiple advance loan obligation with Whitney Bank bearing a variable interest rate. The principal amount of the business loan agreement is \$4,400,000 with interest payments commencing on June 1, 2019 and annually on the same day each year thereafter. Once the total amount of principal has been advanced under this note, the Foundation will not be entitled to further loan advances. Effective June 2, 2020 (the "Conversion Date"), the Foundation will not be entitled to any further advances on the Non-Revolving Line of Credit, interest shall accrue on the outstanding balance in effect as of the conversion date at the variable rate of One Month LIBOR plus a margin of 1.10%. The Note shall then be payable in seven (7) annual payments of interest plus principal beginning June 1, 2021, and annually on the same day thereafter, with the entire unpaid balance of principal and interest being payable on June 1, 2028. The specific purpose of this business loan is to finance the construction of the Valdry Center located at the Baton Rouge campus. The loan is collateralized by the real estate where the Center is located and other machinery, equipment and furniture located within the center. Loan maturities for each of the five years following December 31, 2020 are as follows:

Year Ending December 31,		
2021	\$	628,571
2022		628,571
2023		628,571
2024		628,571
2025		628,571
2026 and thereafter		1,257,145
Total	<u>\$</u>	4,400,000

Hancock Whitney Bank Loan

The Foundation has an obligation to Whitney Bank bearing interest at 4.49%. The loan is payable in annual principal and interest payments of \$91,843 each, beginning August 24, 2020; and one (1) final principal and interest payment on August 24, 2022.

Loan maturities for each of the five years following December 31, 2020 are as follows:

Year Ending December 31,		
2021	\$	86,940
2022		77,995
Total	<u>\$</u>	164,935

Hancock Whitney Bank Scoreboard Loan

The Foundation also has an obligation to Whitney Bank bearing interest at 4.60%. The principal amount of the business loan agreement is \$750,000. The loan is payable in annual installments of \$95,566, including interest, and is collateralized by a stadium scoreboard with an outdoor video screen, as well as rental revenues from electronic advertisements on the Southern University campus.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Loan maturities for each of the five-year following December 31, 2020 are as follows.

Year Ending December 31,	
2021	\$ 106,895
2022	111,812
2023	116,955
2024	122,335
2025	127,963
2026 and thereafter	 414,893
Total	\$ 1,000,853

Economic Injury Disaster Loan

On August 11, 2020, the Foundation received a \$149,900 Economic Injury Disaster Loan (the "EIDL Loan") from the Small Business Administration. The proceeds from the EIDL Loan are for working capital purposes. The EIDL Loan has a term of 30 years, interest of 2.75% per annum, and monthly payments of principal and interest beginning one year from the date of the EIDL Loan at \$641 per month. Each payment will be applied first to interest accrued to the date of receipt of each payment, and the balance, if any, will be applied to principal. As a condition of the EIDL Loan, the Foundation granted the SBA a security interest in and to all collateral.

Note 15 – Rental Deposits

The Foundation leased the innovation center to various outside tenants. On December 31, 2020, the balance of the rental deposits totaled \$4,413.

Note 16 – Ground Lease

Pursuant to the Cooperative Endeavor and Lease Agreement between the Foundation and the Board of Supervisors of Southern University and Agricultural and Mechanical College, the Foundation (the "Lessee") will lease the land on which the student housing facilities and certain auxiliary student facilities are being constructed and/or renovated for the Board of Supervisors of Southern University and Agricultural and Mechanical College (the "Lessor"). The annual rents will total \$100 and the term is equal to the term of the Series 2006 bonds, terminating on the date of payment in full or defeasance of the Series 2006 bonds.

Note 17 – Accrued Expenses

As of December 31, 2020, accrued expenses are as follows:

Accrued expenses	
Accrued interest payable	\$ 468,913
Total	\$ 468,913

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 18 - Net Asset with Donor Restrictions

At December 31, 2020, net assets with donor restrictions are available for the following purposes or periods:

Purpose, restrictions, available for spending:		
Accrued Interest Payable	\$	468,913
Bonds Payable and Premium		828,336
		1,297,249
Time restrictions:		
Contributions and others, which are unavailable		
for spending until due, some of which are also		
subject to purpose restrictions		6,978,412
	<u>.</u>	
Total	\$	8,275,661

Note 19 – Concentrations of Risk

The Southern University System Foundation has a Capitalized Lease Receivable due from the Southern University System in the amount \$22,070,000. Payments are made to the Foundation totaling the amount of annual principal and interest due to service the Foundation's bond repayments. A loss in students or funding to the Southern University System could potentially result in the Foundation defaulting on their bond obligations. There is currently no cause for concern regarding the Southern University System's ability to repay the Capitalized Lease.

The Foundation's cash balances are held in savings and trust, as well as investment institutions. The Federal Deposit Insurance Corporation ("FDIC") provides deposit insurance coverage on non-interest bearing and interest-bearing accounts for deposits up to \$250,000. The FDIC insurance coverage limit applies per depositor and per insured depository institution for each ownership category. As of December 31, 2020, funds on deposit with savings and trust institutions exceeded FDIC limits by \$3,903,822. However, the excess funds are placed into a "Sweep Account," which automatically transfers amounts that exceed the FDIC limit into an overnight investment account at the close of each business day to ensure the funds are secured.

The Foundation's investments are subject to various risks, such as interest rate, credit, and overall market volatility risks. Further, because of the significance of the investments to the Foundation's financial potion and the level of risk inherent in most investments, it is reasonably possible that changes in the values of these investments could occur in the near term and such changes could materially affect the amounts ported in the financial statements. Management is of the opinion that the diversification of its invested assets among the various asset classes should mitigate the impact of changes in any one class.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 20 – Contingencies

Amounts received may be restricted per donor specification. Failure by the Foundation to comply with donor specifications may result in the donor requesting that the contribution be returned. As of December 31, 2020, the Foundation has met all donor specification on all temporarily and permanently restricted contributions, and accordingly, no provision has been made for any liabilities that might arise from noncompliance.

Note 21 – Affiliation Agreement

The purpose of the Foundation is to receive, hold, invest, and administer property and to make expenditures to support programs and activities designed to advance, promote, or otherwise benefit the Southern University System. Because of the close association of the Foundation with the System, an affiliation agreement was entered into by both parties on January 25, 2002.

During the year ended December 31, 2020, the Southern University System Foundation made distributions to or on behalf of the University for both restricted and unrestricted purposes in the amount of \$1,132,941.

Note 22 – Board of Directors

The Board of Directors is a voluntary board; therefore, no compensation was paid to any board member during the year ended December 31, 2020.

Note 23 – Related Party Transactions

Certain board members of the Foundation are also board members of the Southern University System Board. The Southern University System provides certain payroll management functions, as well as office space, meeting space, utilities, and use of all office furniture and equipment to the Foundation for a nominal monthly fee. The value of these services has not been determined by the University. The Southern University System has also entered into a cooperative endeavor agreement with the Foundation to manage certain endowments on their behalf. The Foundation is allowed to charge the University an administration fee for these services. In addition to the aforementioned agreement, the Foundation entered into a cooperative endeavor agreement with the University to construct certain housing facilities as well as other projects through a bond issuance. The University has agreed to pay certain rents to the Foundation for these services. The total amount of rent and interest paid during the year ended December 31, 2020, totaled \$1,232,538. The schedule of rent payment coincides with the debt service payments.

Southern University provides to the Foundation without cost, services for the administration of the Foundation in the form of personnel. In addition, Southern University provides, without cost, certain other operating services associated with the Foundation. These services are valued at their estimated cost to Southern University. The amounts for these services have been reflected as contributed services revenue and corresponding general administrative services expenses in the financial statements. The value of these services was estimated at approximately \$257,942 for the year ended December 31, 2020.

Under GASB 61, "The Financial Reporting Entity: Omnibus an amendment of GASB Statements No. 14 and 34", the Foundation is considered to be a discretely presented component unit of the Southern University System. As such, the financial statements of the Foundation are required to be presented in the financial reporting of the System.

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 24 – Endowments

Investment Policies

The Foundation has adopted investment policies for the endowment assets that attempt to provide a predictable stream of funding for the program supported by the endowment while seeking to maintain the purchasing power of the endowment assets.

Net Asset Classification

ASC 958-205, Endowments of Not-for-Profit Organizations: Net Asset Classification of Funds Subject to an Enacted Version of the Uniform Prudent Management Institutional Funds Act and Enhanced Disclosures for all Endowment funds provides guidance on the net asset classification of donor-restricted endowment funds for a not-for-profit organization that is subject to an enacted version of the Uniform Prudent Management of Institutional Funds Act of 2006 (UPMIFA). ASC-958-205 also improves disclosures about an organization's endowment funds (both donor restricted endowment funds and board designated endowment funds) whether or not the organization is subject to UPMIFA.

The Foundation's endowments consist of individual funds established for Endowed Chairs, Endowed Professorships, and Endowed Scholarships. The Foundation's endowments include both donor-restricted endowment funds and funds designated by the Board of Directors to function as endowments. As required by GAAP, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

As on December 31, 2020, the Foundation's endowments were classified as follows:

	Without donor	Without donor With donor	
	restrictions	restrictions restrictions	
Donor Restricted	\$ -	\$ 13,031,175	\$ 13,031,175
Board-designated	4,503,543		4,503,543
Total	\$ 4,503,543	\$ 13,031,175	\$ 17,534,718

The changes in endowment net assets for the year ended December 31, 2020, are as follows:

	Without donor restrictions				With donor restrictions	 Total
Endowment net assets, beginning balance	\$	3,680,176	\$11,599,797	\$ 15,279,973		
Contributions Distributions Investment return, net		320,149 (327,614) 830,833	513,795 (627,943) 1,545,526	 833,944 (955,557) 2,376,358		
Endowment net assets, ending balance	\$	4,503,543	\$13,031,175	\$ 17,534,718		

NOTE TO FINANCIAL STATEMENTS (Continued) December 31, 2020

Note 25 – The Valdry Center

The Valdry Center for Philanthropy at Southern University ("VCP") is an academically based research center focused on philanthropic studies and nonprofit management. With no such academic unit at a Historically Black College or University; VCP brings new dimensions to the potential of philanthropic studies and nonprofit management in higher education. The Center is named for its principal benefactors Leon Valdry, Warren Valdry, and Virginia Valdry, and acknowledges the sizable gifts they have made to their alma mater for more than 50 years. Construction on the 10,967 square foot \$4.5 million building began in April of 2018 and was completed as of June 30, 2019.

Note 26 – Restatement of Beginning Net Assets

The beginning net assets for the year ended December 31, 2020, were restated to properly reflect the balance which is expenses related to construction costs for the Valdry Center. Changes to net assets as a result of the corrections are shown below:

	W	ithout donor	V	Vith donor	
	1	restriction		restriction	 Total
Originally stated at January 1, 2020	\$	3,564,980	\$	5,621,308	\$ 9,186,288
Change in expenses related to Valdry Center		89,188			 89,188
As restated at January 1, 2020	\$	3,654,168	\$	5,621,308	\$ 9,275,476

Note 27 – Subsequent Events

Management evaluated subsequent events and transactions for potential recognition of disclosure in the financial statements through September 6, 2021, the date which the financial statements were available to be issued and determined the following subsequent events require disclosure.

On March 11, 2020, the World Health Organization declared the outbreak of a novel coronavirus (COVID-19) as a global pandemic, which continues to spread throughout the United States. The COVID-19 pandemic has negatively impacted the global economy and created significant volatility and disruption of financial markets. The extent of impact of the COVID-19 pandemic on the Organization's operational and financial performance will depend on certain developments, including the duration and spread of the outbreak and the impact on its investments, customers, employees and vendors, all of which are uncertain and cannot be predicted or reasonably estimated at this time.

SUPPLEMENTARY INFORMATION

SCHEDULE OF FINANCIAL POSITION

December 31, 2020

Schedule I

Assets:	Foundation	Millennium	Consolidated
Cash and cash equivalents	\$ 2,336,098	\$ 1,817,724	\$ 4,153,822
Investments	17,534,718	-	17,534,718
Pledges receivable, net	1,753,216	-	1,753,216
Other receivables	55,697	-	55,697
Prepaid expenses	9,062	593,016	602,078
Capitalized lease receivable	-	21,325,000	21,325,000
Property, plant, and equipment, net	8,330,086	-	8,330,086
Amortization of intangibles	4,464		4,464
Total Assets	30,023,341	23,735,740	53,759,081
Liabilities:			
Accounts payable	124,024	-	124,024
Accrued interest payable	-	468,913	468,913
Deferred revenue	61,385	-	61,385
Amounts held in custody for others	13,192,795	-	13,192,795
Current portion of long term debt	822,406	828,336	1,650,742
Long term debt, net	4,893,280	21,348,890	26,242,170
Rental deposit fund	4,413		4,413
Total Liabilities	19,098,303	22,646,139	41,744,442
Net Assets:			
Beginning net assets, as restated	8,226,253	1,049,223	9,275,476
Change in net assets	2,698,785	40,378	2,739,163
6		,	
Total Ending Net Assets	10,925,038	1,089,601	12,014,639
Total Liabilities and Net Assets	\$ 30,023,341	\$ 23,735,740	\$ 53,759,081

SCHEDULE OF REVENUES, GAINS, AND SUPPORT Year Ended December 31, 2020

Schedule II

	Foundation		<u>Millennium</u>		Consolidated	
Revenue and Support						
Contributions and other support	\$	6,395,001	\$	487,531	\$	6,882,532
Rental income		102,392		487,538		589,930
Athletic sponsorships and support		29,300				29,300
Total Revenue and Support		6,526,693		975,069		7,501,762
Other Revenues and Gains						
Administration fees		326,773		-		326,773
Donor fees and registration		205,402		-		205,402
Interest and dividends, net of fees		155,019		6,368		161,387
Net realized (loss) gain		52,121		-		52,121
Net unrealized (loss) gain		310,005				310,005
Total Other Revenue and Gains		1,049,320		6,368		1,055,688
Total Revenue	\$	7,576,013	\$	981,437	\$	8,557,450

STATEMENT OF FUNCTIONAL EXPENSES

Year Ended December 31, 2020

							S	chedule III
				Supporting	g Ser	vices		
	I	Program	Ma	nagement				
	2	Services	&	: General	Fur	ndraising		Total
THE FOUNDATION								
Administrative cost - fees	\$	180,057	\$	-	\$	-	\$	180,057
Advertising and promotion		25,118		26,142		-		51,260
Bad debt expense		21,766		-		-		21,766
Bank fees and loan costs		30,319		14,268		-		44,587
Bayou classic expense		-		-		134,930		134,930
Capital enhancement project		68,627		-		-		68,627
Computer, equipment lease, and other rentals		166,762		24,918		-		191,680
Conferences & meetings		51,748		4,500		-		56,248
Contributed services		-		257,942		-		257,942
Cultivation/recognition		20,729		5,847		-		26,576
Depreciation		-		272,002		-		272,002
Equipment and resource materials		81,309		-		-		81,309
Faculty/staff development		41,348		96,478		-		137,826
Foundation security		8,109		8,109		-		16,218
Insurance		14,187		24,953		-		39,140
Information technology maintenance		66,699		84,890		-		151,589
Interest expenses		314,845		-		-		314,845
Maintenance		108,629		2,217		-		110,846
Materials and supplies		123,799		30,950		-		154,749
Membership dues & subscription		32,066		4,791		-		36,857
Postage and mailing		8,508		28,485		-		36,993
Printing and publication		33,773		48,601		-		82,374
Professional fees and contracts		730,923		206,158		-		937,081
Property taxes		146		-		-		146
Public/community support		23,183		3,161		-		26,344
Retirement contribution		-		8,400		-		8,400
Salaries & related expenses		55,096		220,384		-		275,480
Scholarship and educational assistance		657,703		49,504		-		707,207
Telecommunications		5,407		2,544		-		7,951
Travel and transportation		44,344		23,878		-		68,222
University events and programs		323,759		20,666		-		344,425
Utilities cost		33,551		-		-		33,551
Sub-total		3,272,510		1,469,788		134,930		4,877,228
		3,272,310		1,102,700		101,000		1,077,220
MILLENNIUM								
Bond interest expense		908,114		-		-		908,114
Insurance		32,945		_		-		32,945
Sub-total		941,059						941,059
Total Consolidated Expenses	\$	4,213,569	\$	1,469,788	\$	134,930	\$	5,818,287

SCHEDULE OF CAPITAL ASSETS (Consolidated) Year Ended December 31, 2020

Schedule IV

	Balance			Balance
	<u>12/31/2019</u>	Additions	Retirements	<u>12/31/2020</u>
Capital Assets not being Depreciated:				
Land	\$ 1,215,840	\$ -	\$ -	1,215,840
Total Capital Assets not being Depreci	ated: 1,215,840			1,215,840
Other Capital Assets:				
Buildings	6,943,959	-	-	6,943,959
Less: accumulated depreciation	(221,289)	(156,349)		(377,638)
Total Buildings	6,722,670	(156,349)		6,566,321
Software	126,242	10,589	-	136,831
Less: accumulated depreciation	(116,801)	(7,953)	-	(124,754)
Total Software	9,441	2,636		12,077
Equipment, furniture and fixture	256,465	22,809	-	279,274
Less: accumulated depreciation	(168,863)	(22,232)	-	(191,095)
Total Equipment	87,602	577		88,179
Other	3,411,619	-	-	3,411,619
Less: accumulated depreciation	(2,878,482)	(85,468)	-	(2,963,950)
Total Other	533,137	(85,468)		447,669
Total Other Capital Assets	10,738,285	33,398	-	10,771,683
Total Accumulated Depreciation	(3,385,435)	(272,002)		(3,657,437)
Capital Asset Summary:				
Capital assets not being depreciated	1,215,840	-	-	1,215,840
Other capital assets	10,738,285	33,398	-	10,771,683
Total Capital Assets	11,954,125	33,398	-	11,987,523
Less: accumulated depreciation	(3,385,435)	(272,002)		(3,657,437)
Capital Assets, net	\$ 8,568,690	<u>\$ (238,604)</u>	<u>\$</u> -	\$ 8,330,086

SCHEDULE OF BONDS PAYABLE For the Year Ended December 31, 2020

Schedule V

				Prin	cipal Outstanding			Princ	ipal Outstanding	Interest	Inter	est Outstanding
Issue	Date of Issue	0	riginal Issue		12/31/19	(Rede	emed) Issued		12/31/20	Rates		12/31/20
Louisiana Public Facilities Authority Unamortized Premium - Series 2006	12/13/2006 12/13/2006	\$	59,990,000 2,117,037	\$	22,070,000 900,559	\$	(745,000) (48,333)	\$	21,325,000 852,226	4.62%	\$	9,524,775
Total		\$	62,107,037	\$	22,970,559	\$	(793,333)	\$	22,177,226			

See Independent Auditors' Report.

SCHEDULE OF BONDS PAYABLE AMORTIZATION For the Year Ended December 31, 2020

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Schedule VI

Fiscal Year			
Ending	Principal	Interest	Total
2021	780,000	937,825	1,717,825
2022	820,000	898,825	1,718,825
2023	860,000	857,825	1,717,825
2024	900,000	814,825	1,714,825
2025	940,000	769,825	1,709,825
2026	990,000	722,825	1,712,825
2027	1,040,000	673,325	1,713,325
2028	1,090,000	621,325	1,711,325
2029	1,145,000	566,825	1,711,825
2030	1,205,000	509,575	1,714,575
2031	1,265,000	449,325	1,714,325
2032	1,310,000	405,050	1,715,050
2033	1,360,000	359,200	1,719,200
2034	1,410,000	304,800	1,714,800
2035	1,460,000	248,400	1,708,400
2036	1,520,000	190,000	1,710,000
2037	1,585,000	129,200	1,714,200
2038	1,645,000	65,800	1,710,800
	<u>\$ 21,325,000</u>	<u>\$ 9,524,775</u>	\$ 30,849,775



J. WALKER & COMPANYAPC

ACCOUNTANTS AND ADVISORS

Report on Compliance with the Affiliation Agreement with Southern University System

Board of Directors Southern University System Foundation Baton Rouge, Louisiana

We have examined Southern University System Foundation's compliance with the affiliation agreement with the Southern University System for the year ended December 31, 2020. Management is responsible for the Foundation's compliance with those requirements. Our responsibility is to express an opinion on the Foundation's compliance based on our examination.

Our examination was conducted in accordance with attestation standards established by the *American Institute of Certified Public Accountants* and, accordingly, included examining, on a test basis, evidence about the Foundation's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Foundation's compliance with specified requirements.

In our opinion, Southern University System Foundation complied, in all material respects, with the aforementioned requirements for the year ended December 31, 2020.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Foundation's internal control or on compliance. This communication is intended solely for the information and use of management of the Southern University System Foundation, others within the organization, and Southern University System. Accordingly, this communication is not suitable for and not intended to be and should not be used by anyone other than these specified parties. However, under Louisiana Revised Statute 24:513, this report is distributed by the Louisiana Legislative Auditor as a public document.

J. Walker & Company, APC

Lake Charles, Louisiana September 6, 2021

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