Financial Statements and Supplementary Information

December 31, 2012 and 2011

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December 31, 2012 and 2011

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Independent Accountants' Review Report

Board of Directors St. Tikhon's Orthodox Monastery

We have reviewed the accompanying statement of financial position of St. Tikhon's Orthodox Monastery (the "Monastery") as of December 31, 2012 and 2011, and the related statements of activities and cash flows for the years then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of the Monastery's management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America and for designing, implementing, and maintaining internal control relevant to the preparation and fair presentation of the financial statements.

Our responsibility is to conduct the review in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants. Those standards require us to perform procedures to obtain limited assurance that there are no material modifications that should be made to the financial statements. We believe that the results of our procedures provide a reasonable basis for our report.

Based on our reviews, except as noted in the following paragraph, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

As disclosed in Note 1 to the financial statements, accounting principles generally accepted in the United States of America require that a portion of the revenue from the sale of cemetery property be deferred until the internment services are performed, and that a portion of these revenues be deferred to recognize a liability for the perpetual care. Management has informed us that revenue from the sale of cemetery property is recognized when received. The effect of this departure from accounting principles generally accepted in the United States of America on the financial position, changes in net assets, and cash flows have not been determined.

Our reviews were made for the purpose of expressing a conclusion that there are no material modifications that should be made to the financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America. The information in the accompanying schedules on pages 12 to 17 is presented only for purposes of additional analysis, and has been subjected to the inquiry and analytical procedures applied in the review of the basic financial statements, and, except for the matter described in the fifth paragraph of our report, we are not aware of any material modifications that should be made thereto.

Parente Beard LLC

Wilkes-Barre, Pennsylvania September 6, 2013

Statement of Financial Position
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

Assets	2012		2011		
Current Assets					
Cash and cash equivalents	\$	352,607	\$	292,311	
Accounts receivable		45,806		91,470	
Inventories		340,541		251,657	
Prepaid expenses and current assets		57,628		5,787	
Total current assets		796,582		641,225	
Property and Equipment, Net		1,700,638		1,551,755	
Deferred Financing Costs, Net		15,906			
Total assets	\$	2,513,126	\$	2,192,980	
Liabilities and Net Assets					
Current Liabilities					
Current portion of long-term debt	\$	56,665	\$	94,184	
Accounts payable	·	43,306	•	87,753	
Payroll taxes payable		1,213		867	
Deferred revenue		18,263		18,242	
Customer deposit		11,500		_	
Accrued interest		5,033		8,904	
Sales tax payable		504		678	
Total current liabilities		136,484		210,628	
Long-Term Debt		1,349,986		1,317,969	
Total liabilities		1,486,470		1,528,597	
Net Assets					
Unrestricted		1,026,656		664,383	
Total net assets		1,026,656		664,383	
Total liabilities and net assets	\$	2,513,126	\$	2,192,980	

Statement of Activities

Years Ended December 31, 2012 and 2011 (See Independent Accountants' Review Report)

Changes in Unrestricted Net Assets		2012		2011
Support and Revenue Contributions	\$	788,325	\$	382,500
Bookstore	Φ	•	Ψ	· ·
		489,647		529,114 57,540
Iconography projects		53,154		57,540 22,540
Cemetery plots Activities		51,193		32,518
		47,893		19,252
Assessment and dues		12,761		11,129
Bequests		5,000		15,000
Investment income		49		18,664
Total support and revenue		1,448,022		1,065,717
Expenses				
Operating		504,998		403,261
Personnel		198,472		171,552
Cost of goods sold		168,678		268,351
Interest		99,820		115,586
Administrative		97,177		77,766
Fundraising - special events		16,604		7,098
Total expenses		1,085,749		1,043,614
Increase in net assets		362,273	<u></u>	22,103
Net Assets, Beginning		664,383		642,280
Net Assets, Ending	\$	1,026,656	\$	664,383

Statement of Cash Flows				
Years Ended December 31, 2012 and 2011				
(See Independent Accountants' Review Report)				
(Oct maspendent / Octob / Novion / Noporty		2012		2011
Cash Flows from Operating Activities				
Increase in net assets	\$	362,273	\$	22,103
Adjustments to reconcile increase in net assets	•	002,210	•	
to net cash provided by operating activities:				
Depreciation and amortization		90,303		79,244
Net realized and unrealized losses		30,000		10,244
on investments		_		5,493
		_		5,495
Changes in assets and liabilities: Accounts receivable		1E 661		(12 115)
		45,664		(12,115)
Inventories		(88,884)		6,882
Prepaid expenses		(51,841)		(4,941)
Accounts payable		(44,447)		7,367
Payroll taxes payable		346		(3,482)
Deferred revenue		21		16,042
Customer deposit		11,500		-
Accrued interest		5,033		8,904
Sales tax payable		(174)		34
Net cash provided by operating activities		329,794		125,531
Cash Flows from Investing Activities				
Purchase of property and equipment		(238,349)		(144,917)
Proceeds from sale of investments		•		511,514
Purchase of investments		-		(210,491)
Net cash (used in) provided by investing activities		(238,349)		156,106
Cash Flows from Financing Activities				
Repayment of long-term debt		(60,230)		(77,491)
Proceeds from long-term debt		29,081		23,716
The second was to the second s		20,001		20,110
Net cash used in financing activities		(31,149)		(53,775)
Increase in cash and cash equivalents		60,296		227,862
Oach and Oach Particulants Bartonian		000 044		0.1.10
Cash and Cash Equivalents, Beginning		292,311		64,449
Cash and Cash Equivalents, Ending	\$	352,607	\$	292,311
Supplemental Disclosure of Cash Flow Information				
Interest paid	\$	113,409	\$	106,682
Supplemental Disclosure of Noncash Operating Activities				
Accrued interest paid with refinancing	\$	8,904	\$	-
Supplemental Disclosure of Noncash Investing Activities				
Deferred financing costs paid with refinancing	\$	16,743	\$	_
55.57.55 manong 665to paid mar remaileng		10,770		
Supplemental Disclosure of Noncash Financing Activities				
Long-term debt refinanced	\$	1,355,273	\$	_
See notes to financial statements	<u> </u>	.,,	<u> </u>	

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

1. Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

St. Tikhon's Orthodox Theological Monastery (the "Monastery") was founded in 1905 by St. Tikhon, Patriarch of Moscow.

The Monastery is a brotherhood of Orthodox Christian monks leading a life of prayer and repentance. The primary mission of the Monastery lies in providing the necessary theological, liturgical, spiritual, and moral foundations for its members.

The Monastery also owns and operates a cemetery. The Monastery sells the right to be buried on its land and this service is restricted to the Monastery's members and their relatives.

In addition, the Monastery operates a bookstore selling religious books and icons to customers throughout the world.

Subsequent Events

The Monastery evaluated subsequent events for recognition or disclosure through September 6, 2013, the date the financial statements were available to be issued.

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. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents include certain investments in highly liquid debt instruments with a maturity of three months or less when purchased.

Accounts Receivable

Accounts receivable is reported at net realizable value. There is no provision for doubtful accounts as management believes all amounts are collectible.

Inventories

Inventories consist primarily of religious books and icons available for sale. Inventories are valued at the lower of cost (first-in, first-out method) or market.

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

Property and Equipment

Property and equipment acquisitions are recorded at cost. Depreciation is computed using the straight-line method based on the estimated useful life of each classification of depreciable asset.

Gifts of long-lived assets such as land, buildings, or equipment are reported as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, expirations of donor restrictions are reported when the donated or acquired long-lived assets are placed in service.

Revenue Recognition

Revenue from the sale of burial plots is recognized when funds are received. Accounting principles generally accepted in the United States of America require that a portion of the revenue received from the sale of cemetery property be deferred until interment services are performed, and that a portion of these revenues be deferred to recognize a liability for the perpetual care. The effect of these departures on the financial position, changes in net assets and cash flows of the Monastery have not been determined. Funds set aside for perpetual care are required to be held in a separate trust. Management has not established a separate trust account for these funds.

Bookstore revenue is recognized when the sale of merchandise occurs.

Revenue from Iconography projects is recognized when funds are received.

Sales and Similar Taxes

The Monastery collects sales and similar taxes imposed on nonexempt customers by various states. The Monastery's policy is to exclude the tax collected and remitted from sales and cost of sales.

Shipping and Handling Fees and Costs

Inbound and outbound freight costs are included in cost of sales.

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are those whose use by the Monastery has been limited by donors to a specific time period or purpose.

Permanently restricted net assets have been restricted by donors to be maintained by the Monastery in perpetuity.

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

Donor-Restricted Gifts

Unconditional promises to give cash and other assets are reported at fair value at the date the promise is received. The gifts are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified as unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Collections of Religious Artifacts

The Monastery has elected not to capitalize its collection of religious artifacts. These items include religious clothing, books, statues and related jewels. The Monastery protects and preserves these items. These items have lasting historical significance and, as such, appreciate with age. No appreciation has been provided for these items.

Deferred Financing Costs, Net

In 2012, the Monastery refinanced a portion of its long-term debt. Deferred financing costs are amortized using the straight-line method over the term of the related debt. Amortization expense was \$837 in 2012. This amount is reported net of accumulated amortization of \$837 at December 31, 2012.

Income Taxes

The Monastery is a not-for-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from federal income taxes on its exempt income under Section 501(a) of the Internal Revenue Code.

The Monastery accounts for uncertainty in income taxes by prescribing a recognition threshold of more-likely-than-not to be sustained upon examination by the appropriate taxing authority. Measurement of the tax uncertainty occurs if the recognition threshold has been met. Management determined that there were no tax uncertainties that met the recognition threshold in 2012 and 2011.

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

2. Property and Equipment, Net

Property and equipment, net as of December 31, are as follows:

	2012	2011		
Land	\$ 5,300	\$ 5,300		
Buildings and improvements	2,958,895	2,726,647		
Furniture	11,178	11,178		
Equipment	22,179	22,179		
Vehicles	86,838	86,794		
Total	3,084,390	2,852,098		
Less accumulated depreciation	1,383,752	1,300,343		
Property and equipment, net	\$ 1,700,638	\$ 1,551,7 <u>5</u> 5		

Depreciation expense was \$89,466 in 2012 and \$79,244 in 2011.

3. Investments and Fair Value Measurements

Investment income for cash and cash equivalents and investments is comprised of the following for the years ended December 31:

	20	12	 2011
Realized losses on investments Interest and dividend income	\$	- 49	\$ (5,493) 24,157
Total	\$	49	\$ 18,664

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

4. Long-Term Debt

Total

Long-term debt consists of the following at December 31:

		2012		2011
Monastery				
Toyota Financial				
Installment loan, monthly payment of \$429 including interest at 6.49%, maturing May 2017, secured by vehicle	\$	20,052	\$	23,317
<u>Bookstore</u>				
Honesdale National Bank				
Mortgage loan, monthly payment of \$9,126 including interest at 4.70% for 84 months then adjusting to the prime rate plus 1.45%, maturing January 2032; secured by real estate		1,370,500		-
Installment loan, monthly payment of \$622 including interest at 6.49%, maturing April 2015; secured by vehicle		16,099		22,278
Loans refinanced in 2012				1,355,273
Loans paid off in 2012				11,285
Total		1,406,651		1,412,153
Less current portion		56,665		94,184
Long-term debt	\$	1,349,986		1,317,969
heduled principal repayments for periods subsequent to De	cemb	per 31, 2012 :	are a	s follows:
Years ending December 31:				
2013	\$	56,665		
2014		59,586		
2015		57,547		
2016		57,859		
2017		58,105		
Thereafter		1,116,889		

1,406,651

Notes to Financial Statements
December 31, 2012 and 2011
(See Independent Accountants' Review Report)

5. Functional Expenses

The Monastery provides theological teachings and services to individuals within its geographic area. Expenses related to providing these services are as follows (in thousands):

	 2012	 2011
Program services General and administrative Fundraising	\$ 972 97 17	\$ 959 78 7
Total	\$ 1,086	\$ 1,044

6. Related Party Transactions

The Monastery made payments to St. Tikhon's Orthodox Theological Seminary ("Seminary"), an entity related through church affiliation, of \$102,606 in 2012 and \$88,732 in 2011. These payments were expensed as follows: contributions of \$35,000 in 2012 and no contributions in 2011, health insurance reimbursement of \$36,231 in 2012 and \$63,364 in 2011, general insurance reimbursement of \$31,210 in 2012 and \$21,370 in 2011, and tuition fees of \$165 in 2012 and \$3,998 in 2011. There was no balance due to the Seminary at December 31, 2012 and 2011.

7. Contingencies

As a not-for-profit corporation in the Commonwealth of Pennsylvania, the Monastery qualifies for an exemption from real property taxes; however, a number of cities, municipalities, and school districts in the Commonwealth of Pennsylvania have started and continue to challenge the real estate tax exemption of not-for-profit corporations. The possible future effects of this matter, if any, are not presently determinable.

8. Concentrations

Amounts on deposit with any one financial institution are insured up to the Federal Deposit Insurance Corporation limits. The Monastery periodically has cash and cash equivalents on deposit in excess of insured amounts.

Schedule of Financial Position by Department December 31, 2012 (See Independent Accountants' Review Report)

Assets

ASSELS	N	lonastery		Bookstore	Totals	
Current Assets						
Cash and cash equivalents	\$	343,983	\$	8,624	\$	352,607
Accounts receivable	•	-	•	45,806	•	45,806
Inventories		-		340,541		340,541
Prepaid expenses and current assets		-		57,628		57,628
Total current assets		343,983		452,599		796,582
Property and Equipment, Net		816,118		884,520		1,700,638
Deferred Financing Costs, Net		<u> </u>		15,906		15,906
Total assets	\$	1,160,101	\$	1,353,025	<u>\$</u>	2,513,126
Liabilities and Net Assets						
Current Liabilities						
Current portion of long-term debt	\$	3,968	\$	52,697	\$	56,665
Accounts payable		4,916		38,390		43,306
Due (from) to department		(101,152)		101,152		-
Payroll taxes payable		•		1,213		1,213
Deferred revenue		-		18,263		18,263
Customer deposit				11,500		11,500
Accrued interest		-		5,033		5,033
Sales tax payable		<u> </u>		504		504
Total current liabilities		(92,268)		228,752		136,484
Long-Term Debt		16,084		1,333,902		1,349,986
Total liabilities		(76,184)		1,562,654		1,486,470
Net Assets						
Unrestricted		1,236,285		(209,629)		1,026,656
Total net assets		1,236,285		(209,629)		1,026,656
Total liabilities and net assets	\$	1,160,101	\$	1,353,025	\$	2,513,126

St. Tikhon's Orthodox Theological Monastery
Schedule of Financial Position by Department
December 31, 2011 (See Independent Accountants' Review Report)

Assets

Addition	Monastery Bookstore		Totals			
Current Assets						
Cash and cash equivalents	\$	274,113	\$	18,198	\$	292,311
Accounts receivable	Ψ	274,110	Ψ	91,470	Ψ	91,470
Inventories		-		251,657		251,657
Prepaid expenses		-		5,787		5,787
Total current assets		274,113		367,112		641,225
Property and Equipment, Net		618,165		933,590		1,551,755
Total assets	\$	892,278	\$	1,300,702	\$	2,192,980
Liabilities and Net Assets						
Current Liabilities						
Current portion of long-term debt	\$	8,642	\$	85,542	\$	94,184
Accounts payable	•	25,966	•	61,787	•	87,753
Due (from) to department		(47,927)		47,927		-
Payroll taxes payable		-		867		867
Deferred revenue		-		18,242		18,242
Accrued interest		_		8,904		8,904
Sales tax payable				678		678
Total current liabilities		(13,319)		223,947		210,628
Long-Term Debt		25,960		1,292,009		1,317,969
Total liabilities		12,641		1,515,956		1,528,597
Net Assets						
Unrestricted		879,637		(215,254)		664,383
Total net assets		879,637		(215,254)		664,383
Total liabilities and net assets	\$_	892,278	\$	1,300,702	\$	2,192,980

St. Tikhon's Orthodox Theological Monastery Schedule of Activities by Department

Schedule of Activities by Department Year Ended December 31, 2012 (See Independent Accountants' Review Report)

	Monastery	Bookstore	Totals
Changes in Unrestricted Net Assets			
Support and Revenue			
Contributions	\$ 788,325	\$ -	\$ 788,325
Bookstore		489,647	489,647
Iconography projects	-	53,154	53,154
Cemetery plots	51,193	-	51,193
Activities	47,893	•	47,893
Assessment and dues	12,761	•	12,761
Bequests	5,000	-	5,000
Investment income	38	11	49
Total support and revenue	905,210	542,812	1,448,022
Expenses			
Operating	311,259	193,739	504,998
Cost of goods sold	•	168,678	168,678
Personnel	137,121	61,351	198,472
Interest	12,158	87,662	99,820
Administrative	72,440	24,737	97,177
Fundraising - special events	15,584	1,020	16,604
Total expenses	548,562	537,187	1,085,749
Increase in net assets	\$ 356,648	\$ 5,625	\$ 362,273

Schedule of Activities by Department
Year Ended December 31, 2011
(See Independent Accountants' Review Report)

	Monastery	Bookstore	Totals
Changes in Unrestricted Net Assets			
Support and Revenue			
Bookstore	\$ -	\$ 529,114	\$ 529,114
Contributions	382,500	•	382,500
Iconography projects	· -	57,540	57,540
Cemetery plots	32,518	•	32,518
Activities	19,252	-	19,252
Investment income	18,642	22	18,664
Bequests	15,000	-	15,000
Assessment and dues	11,129	•	11,129
Total support and revenue	479,041	586,676	1,065,717
Expenses			
Operating	240,099	163,162	403,261
Cost of goods sold	•	268,351	268,351
Personnel	130,793	40,759	171,552
Interest	15,572	100,014	115,586
Administrative	59,531	18,235	77,766
Fundraising - special events	6,673	425	7,098
Total expenses	452,668	590,946	1,043,614
Increase (decrease) in net assets	\$ 26,373	\$ (4,270)	\$ 22,103

St. Tikhon's Orthodox Theological Monastery
Schedule of Operating, Personnel, and Administrative Expenses by Department Year Ended December 31, 2012 (See Independent Accountants' Review Report)

	Monastery	Bookstore	Totals
• "			
Operating	0 04 000		
Contributions and stipends	\$ 91,898	\$ 2,750	\$ 94,648
Iconography projects	-	94,447	94,447
Depreciation	40,396	49,908	90,304
Repairs and maintenance	63,316	2,161	65,477
Utilities	48,700	7,573	56,273
Insurance	2,709	28,500	31,209
Liturgical	25,646	-	25,646
Equipment	20,171	-	20,171
Supplies	10,240	3,339	13,579
Telephone	4,923	5,061	9,984
Cemetery costs	3,260_	-	3,260
Total operating	\$ 311,259	\$ 193,739	\$ 504,998
Personnel			
Health insurance	\$ 69,064	\$ -	\$ 69,064
Maintenance and support	68,057	-	68,057
Salary and wages	-	58,566	58,566
Payroll taxes	-	2,785	2,785
Total personnel	<u>\$ 137,121</u>	\$ 61,351	\$ 198,472
Administrative			
Automobile	\$ 28,626	\$ 227	\$ 28,853
Professional fees	13,780	8,063	21,843
Travel	18,587	-	18,587
Office supplies	11,447	7,115	18,562
Salary and wages	-	8,113	8,113
Payroll taxes	-	738	738
Advertising	-	481	481
Total administrative	\$ 72,440	\$ 24,737	\$ 97,177

Schedule of Operating, Personnel, and Administrative Expenses by Department Year Ended December 31, 2011 (See Independent Accountants' Review Report)

	Monastery	Bookstore	Totals
Operating			
Iconography projects	\$ -	\$ 88,503	\$ 88,503
Depreciation	31,980	47,264	79,244
Utilities	57,438	11,396	68,834
Repairs and maintenance	35,855	943	36,798
Liturgical	31,076	-	31,076
Insurance	18,000	5,884	23,884
Contributions and stipends	22,574	-	22,574
Supplies	16,036	4,040	20,076
Equipment	15,207	-	15,207
Cemetery costs	8,750	-	8,750
Telephone	3,183	5,132	8,315
Total operating	\$ 240,099	\$ 163,162	\$ 403,261
Personnel Health insurance Maintenance and support Salary and wages Payroll taxes	\$ 70,215 60,578 - -	\$ - 38,096 2,663	\$ 70,215 60,578 38,096 2,663
Total personnel	<u>\$ 130,793</u>	\$ 40,759	\$ 171,552
Administrative			
Automobile	\$ 23,604	\$ 1,358	\$ 24,962
Office supplies	21,060	1,483	22,543
Professional fees	6,895	4,155	11,050
Salary and wages	-	9,649	9,649
Travel	7,972	-	7,972
Advertising	•	852	852
Payroll taxes	-	738	738
Total administrative	\$ 59,531	\$ 18,235	\$ 77,766