MINNESOTA HISTORICAL SOCIETY

FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

JUNE 30, 2023

(WITH INDEPENDENT AUDITORS' REPORT THEREON)



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INDEPENDENT AUDITORS' REPORT

Audit Committee Minnesota Historical Society St. Paul, Minnesota

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Minnesota Historical Society (the Society), which comprise the balance sheet as of June 30, 2023, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Minnesota Historical Society as of June 30, 2023, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Minnesota Historical Society and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Minnesota Historical Society's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Minnesota Historical Society's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Minnesota Historical Society's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Audit Committee Minnesota Historical Society

Report on Summarized Comparative Information

We have previously audited the Society's 2022 financial statements, and we expressed an unmodified opinion on those audited financial statements in our report dated October 11, 2022. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2022, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Clifton Larson Allen LLP

CliftonLarsonAllen LLP

Minneapolis, Minnesota October 10, 2023

MINNESOTA HISTORICAL SOCIETY BALANCE SHEET JUNE 30, 2023 (WITH SUMMARIZED INFORMATION AS OF JUNE 30, 2022)

	Without Donor Restrictions			With Donor Restrictions									
Assets	Opera	ting		Plant fund	Board- designated endowment	ap	State propriations		Other]	Perpetually restricted	 2023 Total	 2022 Total
Cash and cash equivalents Investments		58,652 54,820	\$	-	\$ - 10,870,261	\$	(2,340,217)	\$	3,429,710 28,868,326	\$	1,299,703 107,125,504	\$ 10,547,848 153,918,911	\$ 11,195,613 120,293,002
Receivables:	7,0.	7,020			10,070,201				20,000,520		107,125,504	155,916,911	120,295,002
Nonstate support and contributions, net Contribution receivable in remainder trusts	6	5,990		-	-		-		387,777		292,386	1,296,153	1,413,922
Federal reimbursement for Covid-19	1.80	-)2,301		-	-		-		-		320,412	320,412 1,802,301	320,312 3,548,247
State appropriation	· · · · ·)0,000		-	-		-		-		-	800,000	3,340,247
State legacy appropriation		-		-	-		17,759,462		-		-	17,759,462	15,483,392
State capital appropriation		-		-	-		8,208,628		-		-	8,208,628	3,529,875
Contracts		52,331		-	-		-		-		-	362,331	498,311
Publication sales		37,827		-	-		-		-		-	287,827	198,672
Other		98,978		-	 -		-		-		-	 998,978	 1,368,304
Total receivables	4,80	57,427		-	-		25,968,090		387,777		612,798	31,836,092	26,361,035
Museum shop inventories	1,10	03,103		-								1,103,103	893,200
Property and equipment, net		-		115,229,102	 -		-		-		-	 115,229,102	 116,674,781
Total assets	\$ 21,18	34,002	\$	115,229,102	\$ 10,870,261		\$23,627,873	\$	32,685,813	\$	109,038,005	\$ 312,635,056	\$ 275,417,631
Liabilities and Net Assets													
Liabilities:													
Accounts payable and accrued expenses	\$ 4,4	1,930	\$	-	\$ -	\$	2,265,387	\$	824,990	\$	-	\$ 7,502,307	\$ 4,713,598
Accrued vacation and sick liability	1,89	91,324		-	-		-		-		-	1,891,324	1,935,239
Split-interest agreements liability		-	_	-	 -		-		-		197,408	197,408	 226,175
Total liabilities	6,30)3,254		-	 -		2,265,387		824,990		197,408	 9,591,039	 6,875,012
Net assets:													
Without Donor Restrictions:													
Operating	14,88	30,748		115,229,102	-		-		-		-	130,109,850	131,924,591
Board-designated endowment		-		-	 10,870,261		-		-		-	 10,870,261	 10,185,507
Total without donor restrictions	14,88	30,748		115,229,102	10,870,261		-		-		-	140,980,111	142,110,098
With Donor Restrictions	14.00	-		-	 -		21,362,486		31,860,823		108,840,597	 162,063,906	 126,432,521
Total net assets	14,88	30,748	—	115,229,102	 10,870,261		21,362,486		31,860,823		108,840,597	 303,044,017	 268,542,619
Total liabilities and net assets	\$ 21,18	34,002	\$	115,229,102	\$ 10,870,261	\$	23,627,873	\$	32,685,813	\$	109,038,005	\$ 312,635,056	\$ 275,417,631

MINNESOTA HISTORICAL SOCIETY STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2023 (WITH SUMMARIZED INFORMATION FOR THE YEAR ENDED JUNE 30, 2022)

	Witho	out Donor Restric	ctions	Wi	th Donor Restric			
	Operating	Plant fund	Board- designated endowment	State appropriations	Other	Perpetually restricted	2023 Total	2022 Total
Operating Support and revenue:								
Support:								
Private contributions	\$ 3,762,703	\$ -	\$ -	\$ -	\$ 2,540,308	\$ 20,528,891	\$ 26,831,902	\$ 9,526,528
Federal grants	-	-	-	-	300,004	-	300,004	152,517
Federal reimbursement for Covid-19	-	-	-	-	-	-	-	1,745,946
County and other grants	-	-	-	-	62,000	-	62,000	305,891
State operating appropriation	23,597,000	-	-	-	-	-	23,597,000	23,397,000
State legacy appropriation	-	-	-	20,532,460	-	-	20,532,460	15,488,000
State capital appropriation	-	-		6,000,000			6,000,000	-
Total support	27,359,703			26,532,460	2,902,312	20,528,891	77,323,366	50,615,882
Revenue:								
Admission fees	2,653,320	-	-	-	-	-	2,653,320	2,207,309
Museum store sales	2,403,354	-	-	-	-	-	2,403,354	2,095,676
Publication sales	1,763,655	-	-	-	-	-	1,763,655	1,803,193
Program fees	940,313	-	-	-	-	-	940,313	476,929
Contract service fees	1,530,448	-	-	-	-	-	1,530,448	1,173,216
Library sales and fees	162,094	-	-	-	-	-	162,094	257,679
Investment return	121,328	-	1,153,216	-	2,342,005	10,430,236	14,046,785	(21,338,534)
Endowment payout	1,383,594	-	(468,462)	-	2,003,105	(2,918,237)	-	-
Change in value of split-interest agreements	-	-	-	-	-	(9,279)	(9,279)	(51,800)
Rental, parking, food services	966,286	-	-	-	-	-	966,286	580,287
Other sales, fees, and memberships	660,898	-	-	-	2,990	-	663,888	564,133
Total revenue	12,585,290		684,754		4,348,100	7,502,720	25,120,864	(12,231,912)
Total support and revenue	39,944,993	-	684,754	26,532,460	7,250,412	28,031,611	102,444,230	38,383,970
Net assets released from program restrictions	24,874,092	1,309,006		(21,032,600)	(5,150,498)			
Total operating support, revenue, and net assets released from program restrictions	\$ 64,819,085	\$ 1,309,006	\$ 684,754	\$ 5,499,860	\$ 2,099,914	\$ 28,031,611	\$ 102,444,230	\$ 38,383,970

MINNESOTA HISTORICAL SOCIETY STATEMENT OF ACTIVITIES (CONTINUED) YEAR ENDED JUNE 30, 2023 (WITH SUMMARIZED INFORMATION FOR THE YEAR ENDED JUNE 30, 2022)

	With	out Donor Restric	tions	W	ith Donor Restric			
	Operating	Plant fund	Board- designated endowment	State appropriations	Other	Perpetually restricted	2023 Total	2022 Total
Expenses:								
Program services: Library and Collections Historic Sites and Museums	\$ 9,697,189 18,250,991	\$ 296,855 1,864,452	\$ - -	\$ - -	\$ - -	\$ - -	\$ 9,994,044 20,115,443	\$ 10,068,046 16,092,565
Education, Outreach, and Content Development Heritage Preservation	12,977,048 9,237,303	481,548 5,301	-	-	-	-	13,458,596 9,242,604	10,315,977 7,618,419
Total program services	50,162,531	2,648,156					52,810,687	44,095,007
Supporting services:								
Management and General	12,320,114	105,338	-	-	-	-	12,425,452	10,426,548
Development and Membership Total supporting services	1,658,920 13,979,034	1,191 106,529			-		1,660,111 14,085,563	1,851,915 12,278,463
Total expenses	64,141,565	2,754,685					66,896,250	56,373,470
Increase (decrease) in operating net assets	677,520	(1,445,679)	684,754	5,499,860	2,099,914	28,031,611	35,547,980	(17,989,500)
Nonoperating Activities Return of Unused Legacy Appropriation Net changes in nonoperating	(1,046,582)						(1,046,582)	(3,094,610)
net assets	(1,046,582)	-	-	-	-	-	(1,046,582)	(3,094,610)
Changes in net assets: Without donor restriction	(369,062)	(1,445,679)	684,754	-	-	-	(1,129,987)	24,686,843
With donor restrictions	-		-	5,499,860	2,099,914	28,031,611	35,631,385	(45,770,953)
Net changes in net assets	(369,062)	(1,445,679)	684,754	5,499,860	2,099,914	28,031,611	34,501,398	(21,084,110)
Net assets at beginning of year	15,249,810	116,674,781	10,185,507	15,862,626	29,760,909	80,808,986	268,542,619	289,626,729
Net assets at end of year	\$ 14,880,748	\$ 115,229,102	\$ 10,870,261	\$ 21,362,486	\$ 31,860,823	\$ 108,840,597	\$ 303,044,017	\$ 268,542,619

MINNESOTA HISTORICAL SOCIETY STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2023 (WITH SUMMARIZED INFORMATION FOR THE YEAR ENDED JUNE 30, 2022)

			Education,						
		Historic	Outreach,		Total			2023	2022
	Library and	Sites and	and Content	Heritage	Program	Management	Development	Total	Total
	Collections	Museums	Development	Preservation	Services	and General	and Membership	Expenses	Expenses
Salaries	\$ 4,486,283	\$ 7,634,359	\$ 3,048,207	\$ 698,472	\$ 15,867,321	\$ 5,346,287	\$ 932,663	\$ 22,146,271	\$ 19,268,004
Benefits	1,691,098	2,895,427	1,152,481	262,770	6,001,776	1,982,192	338,924	8,322,892	7,029,310
	6,177,381	10,529,786	4,200,688	961,242	21,869,097	7,328,479	1,271,587	30,469,163	26,297,314
Rental fees	1,424	175,485	516,881	5	693,795	2,132	6,297	702,224	57,308
Advertising	3,748	12,707	35,329	-	51,784	543,509	12,500	607,793	418,365
Repairs	111,662	679,206	5,851	29,330	826,049	603,185	3,895	1,433,129	1,098,955
Insurance	-	-	-	-	-	252,711	-	252,711	235,239
Printing	2,327	84,009	859,083	127	945,546	19,587	99,976	1,065,109	682,577
Professional and technical					-				
services	714,323	725,114	539,550	610,372	2,589,359	1,567,506	69,485	4,226,350	4,173,722
Purchased services	78,629	1,628,910	2,413,668	4,718	4,125,925	226,073	93,288	4,445,286	2,616,986
Speakers' fees	1,077	109,769	237,483	-	348,329	-	3,600	351,929	253,066
Communications/postage	34,271	118,742	66,114	5,967	225,094	212,521	48,796	486,411	430,458
Employee travel	98,036	95,415	105,918	15,782	315,151	53,737	9,890	378,778	226,640
Utility service	42,307	584,016	-	-	626,323	79,300	-	705,623	643,260
Fees and other expenses	112,346	103,996	238,134	14,436	468,912	124,593	3,930	597,435	397,527
Supplies	265,331	617,460	241,690	3,970	1,128,451	334,429	24,820	1,487,700	1,230,629
Equipment	252,543	733,046	6,717	-	992,306	854,096	-	1,846,402	1,541,272
Collections acquisition	49,044	-	15,000	-	64,044	-	-	64,044	141,234
Buildings and improvements	-	869,503	-	-	869,503	6,979	-	876,482	664,288
Grants	-	-	28,000	7,543,044	7,571,044	-	-	7,571,044	6,171,170
Cost of goods sold	-	1,145,831	-	-	1,145,831	-	-	1,145,831	991,747
Depreciation	296,855	1,864,452	481,548	5,301	2,648,156	105,338	1,191	2,754,685	2,673,603
History Center building services	1,752,740	37,996	3,466,942	48,310	5,305,988	111,277	10,856	5,428,121	5,428,110
	\$ 9,994,044	\$ 20,115,443	\$ 13,458,596	\$ 9,242,604	\$ 52,810,687	\$ 12,425,452	\$ 1,660,111	\$ 66,896,250	\$ 56,373,470

MINNESOTA HISTORICAL SOCIETY STATEMENT OF CASH FLOWS YEAR ENDED JUNE 30, 2023 (WITH COMPARATIVE INFORMATION FOR THE YEAR ENDED JUNE 30, 2022)

	 2023	2022
Cash flows from operating activities:		
Net changes in net assets	\$ 34,501,398	\$ (21,084,110)
Adjustments to reconcile net changes in net assets to net cash		
provided by operating activities:		
Depreciation	2,754,685	2,673,603
Net realized and unrealized (gain) loss on investments Adjustment of actuarial liability for split-interest	(11,348,786)	22,680,325
agreements liability	56,230	(17,690)
Perpetually restricted contributions Changes in assets and liabilities:	(20,528,891)	(2,228,089)
Receivables	(5,475,057)	10,971,332
Museum shop inventories	(209,903)	(8,148)
Accounts payable and accrued expenses	2,189,282	(3,089,284)
Accrued vacation and sick liability	(43,915)	(42,437)
Net cash provided by operating activities	 1,895,043	 9,855,502
Cash flows from investing activities:		
Purchase of property and equipment	(753,333)	(4,927,187)
Purchase of investments	(46,182,491)	(17,038,427)
Proceeds from sale of investments	23,905,368	13,938,974
Net cash used in investing activities	 (23,030,456)	 (8,026,640)
Cash flows from financing activities:		
Payments on split-interest agreements liability Proceeds from contributions restricted for:	(41,243)	(42,570)
Investment in perpetually restricted	20,528,891	2,228,089
Net cash provided by financing activities	 20,487,648	 2,185,519
Net change in cash and cash equivalents	(647,765)	4,014,381
Cash and cash equivalents at beginning of year	 11,195,613	 7,181,232
Cash and cash equivalents at end of year	\$ 10,547,848	\$ 11,195,613
Noncash purchase of property and equipment	\$ 555,673	\$ 44,396

(1) Description of the Society

The Minnesota Historical Society (the Society) is an independent, nonprofit corporation created by the Legislative Assembly of the Territory of Minnesota, Laws 1849, Chapter 44. The Society receives significant funding from the state of Minnesota in the form of legislative appropriations, grants from the federal government, and membership revenue as well as donations from the private sector. The Society's earned revenue is derived from investment return, store sales and admissions, publications sales, rental, parking, and food service, and other sales and fees.

The mission of the Society is using the power of history to transform lives by preserving, sharing, and connecting. The Society preserves the evidence of the past and tells the stories of Minnesota's people. To achieve this objective, the Society provides opportunities for people of all ages to learn about the history of Minnesota, collects and cares for materials that document human life in Minnesota, makes them known and accessible to people in Minnesota and beyond, and encourages and executes research in Minnesota history.

The Society is governed by its officers and an Executive Council, elected by the membership. The Executive Council appoints the director/chief executive officer, who has the responsibility of directing the Society in accordance with its policies.

(2) Summary of Accounting Policies

(a) Basis of Presentation

Net assets, support and revenue, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Net assets of the Society and changes therein are classified into the following categories:

- Net Assets Without Donor Restrictions Net assets available for use in general operations and not subject to donor restrictions. Certain of these amounts have been designated by the board to act as endowment.
- Net Assets With Donor Restrictions Net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. State appropriations are considered by the Society to be temporary in nature because the appropriations are made to support programs as approved through the legislative process. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Gifts of long-lived assets and gifts of cash restricted for the acquisition of long-lived assets are recognized as restricted revenue when received and released from restrictions when the assets are placed in service. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

(b) Support and Revenue

Support and revenue are reported as increases in without donor-restricted net assets unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in without donor-restricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in without donor-restricted net assets unless their use is restricted by explicit donor stipulation or pursuant to the provisions of the Uniform Prudent Management of Institutional Funds Act (UPMIFA). Expirations of restrictions on net assets (e.g., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

(2) Summary of Accounting Policies (Continued)

(b) Support and Revenue (Continued)

Contributions, including unconditional promises to give, are recognized as revenue in the period that the contribution is received or that the promise is made. Conditional promises to give and contributions are not recognized until the conditions are met. A contribution is considered conditional when there is both a barrier to payment as well as a right of return. Contributions of noncollection assets other than cash are recorded at their estimated fair value. Contributions to be received after one year are discounted using discount rates consistent with the general principles of present value measurement. Amortization of discount is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any, on the contributions. An allowance for uncollectible pledges receivable is provided based upon management's judgment, including such factors as prior collection history, type of contribution, and nature of fund-raising activity and is recorded as necessary.

Contributions with donor-imposed restrictions that are met in the same year as the gifts are received are reported as revenue in the with donor-restricted net asset class. Contributions of land, building, and equipment without donor-imposed restrictions concerning the use of such long-lived assets are reported as revenue in the without donor-restricted net asset class. Contributions of cash or other assets to be used to acquire land, building, and equipment with such donor restrictions are reported as revenue of the with donor-restricted net assets class; the restrictions are considered to be released when the asset is placed into service.

The Society receives appropriations from the State Legislature in accordance with Minnesota Statute 138.01. The State Legislature may place specific restrictions on such funds. These appropriations are of three types:

- Biennial funding, accounting for the majority of the Society's appropriations.
- Biennial funding from the Legacy funding from the Arts and Cultural Heritage fund.
- Appropriations for capital bond projects. These funds are available until the project is completed or abandoned, within specified sunset dates.

Appropriations are recognized as revenue in the year in which the Society is awarded the funding, as they are considered unconditional with no barriers.

Federal and county and other grants are recognized as revenue when conditions are met.

Program revenue is recognized as revenue when the performance obligation is satisfied. Admission fees, museum store sales, library sales and fees, and parking fee revenue are recognized as revenue when sales are made. Program fees, publication sales, and rental income are recognized as revenue when earned when services are performed and events occur. Contract service fees are recognized as revenue when services are performed according to the related contract. Membership fees include a contribution, which is recognized upon when the membership is entered into, and program fees, which is recognized over the life of the membership. Investment returns, net of fees, include dividends, interest, realized and unrealized gain or loss, recorded monthly.

(c) Investments

Investments are recorded at fair value. Mutual funds and common stock are valued based on quoted market prices in active exchanges. Investments in common collective trusts are valued using a unit share price as determined monthly by fund managers based on the fair values of the underlying securities in the trusts. The fair values of the underlying securities held by the common collective trusts are based on quoted market prices in the exchange of the country in which the security is registered.

(2) Summary of Accounting Policies (Continued)

(d) Receivables

The Society provides an allowance for bad debts using the allowance method. An account is individually analyzed for collectibility. When all collection efforts have been exhausted, the balance is written off against the related allowance. In addition, an allowance is provided for accounts when a significant pattern of uncollectibility has occurred. An allowance of \$40,000 was recorded for the year ended June 30, 2023 related to the author advances. A discount of \$544 was recorded in the year ended June 30, 2023 for the receivables that are expected to be collected over one year from June 30, 2023. At June 30, 2023, one receivable made up 16% of other receivable on the balance sheet. At June 30, 2023, the Society has a \$1,802,301 federal reimbursement for COVID-19 receivable on the balance sheet. The Society applied for the employee retention credit (ERC) for \$813,256 in FY20, \$1,802,301 in FY21 and \$1,745,946 in FY22. The ERC receivable for FY21 was collected subsequent to year-end.

(e) Split-Interest Agreements

The split-interest agreements include charitable remainder trusts and charitable gift annuities. The Society recognizes the contribution from charitable trusts when the trust is established and recognizes the contribution from the charitable annuity gifts when the agreement is executed. The contribution amount is the difference between the fair value of assets received and the present value of the future cash flows expected to be paid to the designated beneficiaries. The significant assumptions used to estimate the present value of the future cash flows include discount rates of 3.0% to 6.0% commensurate with the risks involved and the 2023 mortality tables.

(f) Program and Supporting Services

The cost of providing the various program and supporting services has been summarized on a functional basis in the schedule of functional expenses.

The program services of the Society fall into four major groups:

- Library and Collections Maintains and makes available to the public the Society's collection of books, newspapers, maps, photographs, works of art, oral history recordings, private manuscripts, and periodicals on Minnesota history; and catalogs, restores, and digitizes documents and records to make them available for public use. This program includes the acquisition, preservation, and cataloging of public records, as well as the Society's responsibilities as State Archivist. Conducts historic and archaeological surveys, as required by law.
- Historic Sites and Museums Administers historic sites and museums throughout the state for public benefit through programming and exhibits, entertaining reenactments of key events and historical characters, and participation in living history programs about the people who lived and worked at these historic places; includes museum programs, activities and services at the History Center and the museum shops, parking, food service, and building rental at all facilities. Provides preservation and construction services; operates the Capitol tour program; administers the State Historic Sites Act.
- Education, Outreach, and Content Development Develops Minnesota history curriculum, provides teacher education and coordinates the Minnesota History Day program. Plans, fabricates, and installs exhibits at Society interpretive facilities and museums throughout the state. Develops educational programming and outreach, including diversity and inclusion and Native American initiatives. Publishes books and other media related to Minnesota history.

(2) Summary of Accounting Policies (Continued)

(f) Program and Supporting Services (Continued)

• Heritage Preservation – Provides technical assistance and grants for historic preservation; administers grant programs supporting projects in preservation and interpretation of Minnesota history.

Supporting services include the following:

- Management and General Provides necessary support services, such as institutional leadership, legislative programs and priorities, budget and accounting control, personnel administration, facility planning, establishment of institutional policies, board liaison, information technology coordination, public information services, and membership support services.
- **Development and Membership** Manages development and membership functions for the institution and develops programs to ensure ongoing nonstate support for the Society.

(g) Contributed Services

Many members and other volunteers have made significant contributions of their time to develop and promote the programs of the Society. The value of these contributed services is not included in the accompanying financial statements, as such services do not create or enhance nonfinancial assets or require specialized skills.

(h) Museum Shop Inventories

Merchandise-for-resale inventories at museum shops are stated at the lower of cost (first-in, first-out) or net realizable value.

(i) Collections, Historic Sites, and Publications

The Society's collection of artifacts, documents, newspapers, pictures, paintings, tapes, and books is not capitalized because donated values are not readily determinable. Items purchased for the collection are expensed as acquired.

Similarly, historic sites and publication copyrights owned by the Society are not included in the financial statements. Costs of producing publications for resale are expensed as incurred. However, in the opinion of management, the effects of expensing publication costs do not have a material effect on the Society's financial statements taken as a whole.

(j) **Property and Equipment**

Constructed and purchased property and equipment are carried at cost and noncollection contributed assets are carried at fair value at date of donation, less accumulated depreciation.

The Society's capitalization policy includes the following provisions:

• Purchases of buildings and leasehold improvements that have an initial cost of more than \$100,000 are capitalized.

(2) Summary of Accounting Policies (Continued)

(j) Property and Equipment (Continued)

- Purchases of program-designated equipment that have an initial cost of more than \$100,000 are capitalized.
- Purchases of auxiliary service-designated equipment that have an initial cost of more than \$10,000 are capitalized.

Depreciation is provided in amounts sufficient to relate the cost of property and equipment to operations over their estimated useful lives by straight-line methods. A summary of estimated service lives follows:

History Center and improvements	100 years
Other property and improvements	50 years
Equipment	6-10 years

(k) Leases

The Society determines if an arrangement is a lease at inception. Leases are reported on the balance sheet as a right-of-use (ROU) asset and lease liability. ROU assets represent the Society's right to use an underlying asset for the lease term and lease liabilities represent the obligation to make lease payments arising from the lease. ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. Lease terms may include options to extend or terminate the lease when it is reasonably certain that the Society will exercise that option. Lease expense for operating lease payments is recognized on a straight-line basis over the lease term. The Society has elected to recognized payments for short-term leases with a lease term of 12 months or less as expense as incurred and these leases are not included as lease liabilities or ROU assets on the balance sheet. As of June 30, 2023, the Society has various copier leases with various terms. The Society has determined the leases are immaterial and has chose not to record as a ROU asset and liability.

(l) Grants Payable

The Society awards grants through a review process which varies based on the size of the grant. After final approval, certain grants are paid out immediately and other grants are paid out based on certain milestones.

(m) Income Taxes

The Society has received a determination letter indicating that it is exempt from federal and state income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code and corresponding State of Minnesota Statutes. Notwithstanding, income that is not related to exempt purposes, less applicable deductions, is subject to federal and state corporate income taxes.

The Society engages in activities that are considered as unrelated to its exempt purpose and these activities are subject to federal and state income taxes. For the fiscal year ended June 30, 2023, the Society estimated a loss for its unrelated business income taxes and, accordingly, has made no provision for the taxes.

(n) Statement of Cash Flows

For purposes of the statement of cash flows, the Society considers all highly liquid securities purchased with a maturity of three months or less to be cash equivalents.

(2) Summary of Accounting Policies (Continued)

(o) Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles 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 revenue and expenses during the reporting period. Actual results could differ from these estimates.

(p) Functional Expenses

Accounting principles generally accepted in the United States of America require the presentation of information about expenses reported by their functional classification, such as major classes of program services and supporting activities. Expenses are direct coded where applicable and costs that are allocated are based on time and use estimates across the functional categories.

(q) Labor Contract

The Society entered into a new labor contract with the American Federation of State, Count, and Municipal Employees, Council No. 5 – Local Union 3173. The agreement is effective from May 1, 2023 through June 30, 2026.

(r) Prior Year Summarized Information

The financial statements include certain prior year summarized information in total, but not by net asset class. With respect to the statement of activities, such prior year information is not presented by net asset class. With respective to the statement of functional expenses, such prior year information is not presented by function. Accordingly, such information should be read in conjunction with the Society's fiscal year 2022 financial statements from which the summarized information was derived.

(s) Adoption of New Accounting Standard

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-02, *Leases (Topic 842)*. This new standard increases transparency and comparability among organizations by requiring the recognition of right-of-use (ROU) assets and lease liabilities on the balance sheet. Most prominent among the changes in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases. Under the standard, disclosures are required to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases.

The Society adopted the requirements of the guidance effective July 1, 2022, and has elected to apply the provisions of this standard to the beginning of the period of adoption. There was no impact on the Society's financial position and change in net assets as a result of the adoption of this accounting standard.

(3) Liquidity and Availability

Minnesota Historical Society regularly monitors liquidity required to meet its operating needs and other contractual commitments, while also striving to maximize the return on investment of its available funds. The Society has various sources of liquidity at its disposal, including cash, cash equivalents, marketable debt, and equity securities.

(3) Liquidity and Availability (Continued)

For purposes of analyzing resources available to meet general operating expenditures over a 12-month period, the Society considers expenditures related to its mission, as well as the conduct of services undertaken to support those activities to be general operating expenditures. Financial assets without donor restrictions are considered available. Financial assets with donor restrictions are not included in the analysis as these assets are used as specifically directed by donors and are, therefore, not generally available to meet current operating needs.

In addition to financial assets available to meet general operating expenditures over the next 12 months, the Society operates with a balanced budget, plans, and control expenditures with general revenue constraints. The Society's governing board has designated a portion of its resources without donor restrictions for endowment purposes; those amounts are identified as board-designated in the financial statements. These funds are invested for long-term appreciation and current income but remain available and may be spent at the discretion of the Board. As of June 30, 2023, the following financial assets could readily be made available to meet general operating expenditures within one year of the balance sheet date:

Cash and Cash Equivalents	\$ 8,158,652
Nonstate Support and Contributions, Net	615,990
Federal reimbursement for Covid-19	1,802,301
Contract Receivables	362,331
Publication Sale Receivables	287,827
Operating Investments	 17,925,081
Total	\$ 29,152,182

(4) Cash and Investments

Investment return for the year ended June 30, 2023 consisted of the following:

Dividends and Interest	\$ 2,850,948
Net Realized Gain on Investments	1,535,464
Net Unrealized Gain on Investments	9,813,322
Investment Expense	(152,949)
Investment Return	\$ 14,046,785

The Society's endowment (with donor-restricted and board-designated) funds are managed by independent investment advisors in compliance with established board investment policies. In addition, included in investments is \$383,598 of investments under split-interest agreements.

(5) Fair Value Measurements

The Society measures fair value using a three-level fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, without donor-restricted assets, or liabilities.
- Level 2 Pricing inputs other than identical quoted prices in active markets that are observable for the financial instrument, such as similar instruments, interest rates, and yield curves that are observable at commonly quoted intervals.
- Level 3 Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable. Level 3 includes situations where there is little, if any, market activity for the financial instrument.

Valuation levels are not necessarily an indication of the risk associated with investing in those securities.

The following table summarizes the Society's investments that were accounted for at fair value, as of June 30, 2023:

Description	Level 1		Level 2		Lev	el 3	Total		
Mutual Funds:									
Equity	\$	90,716,924	\$	-	\$	-	\$	90,716,924	
Fixed Income		41,740,636		_		_		41,740,636	
Total Mutual Funds		132,457,560		-		-		132,457,560	
Domestic Common Stock		313,622		-		-		313,622	
Investments Valued at									
Net Asset Value		-		-		_		21,147,729	
	\$	132,771,182	\$	-	\$	-	\$	153,918,911	

The following table summarizes the Society's contribution receivable in remainder trusts that were accounted for at fair value, as of June 30, 2023:

Description	Level 1	Level 2	Level 3	Total		
Contribution receivable in remainder trusts	\$ -	\$ 320,412	\$ -	\$ 320,412		

(5) Fair Value Measurements (Continued)

The Society values certain investment holdings at fair value using their net asset value and has the ability to redeem its investment with the investee at net asset value per share (or its equivalent) at the measurement date. Fair value measurements of investments in certain entities that calculate net asset value per share (or its equivalent) as of June 30, 2023:

Investment Category	 NAV	-	unded hitments	Redemption Frequency	Redemption Notice Period
Common Collective Trusts					
Grosvenor	\$ 8,788,656	\$	-	Quarterly	70 Days
Lighthouse Partners	 12,359,073			Monthly	90 Days
Total	\$ 21,147,729	\$			

Grosvenor Institutional Partners, Ltd. includes investments in commodities, equities, and multi-strategy funds. The fair value of the investment in this category is based on the fund's audited net asset value per share multiplied by the Society's units owned as of June 30, 2023.

Lighthouse Partners includes investments in investment funds, including investments in U.S. and international equities. The fair value of the investment in this category is based on the fund's audited net asset value per share multiplied by the Society's units owned as of June 30, 2023.

(6) **Property and Equipment**

Property and equipment consist of the following at June 30, 2023:

Land	\$ 5,384,986
Property and improvement	147,901,540
Equipment	7,089,261
	160,375,787
Accumulated depreciation	(45,146,685)
	\$ 115,229,102

(7) Nonstate Support and Contributions Receivable

Nonstate support and contributions receivable are discounted at rates ranging from .87% to 1.95% and summarized as follows at June 30, 2023:

Federal Grants Receivable Donor Pledges Receivable	\$ 292,908 1,003,245
C	\$ 1,296,153
Unconditional promises expected to be collected in:	
Less than one year	\$ 1,213,002
One year to five years	83,705
Greater than five years	-
Less discount	 (554)
	\$ 1,296,153

At June 30, 2023, two pledges totaling \$610,000 made up 61% of donor pledges receivable totaling \$1,003,245.

(8) Net Assets with Donor Restrictions

State appropriation and other restricted net assets are available for the following purposes as of June 30, 2023:

The portion of unexpended investment return generated from donor-restricted endowment funds subject to UPMIFA consist of:	
Programs	\$ 6,105,449
Operations	 7,047,742
	 13,153,191
Gifts and other unexpended support and revenue available for:	
Programs	18,707,632
Programs and operations from state	
appropriation	 21,362,486
	\$ 53,223,309

(8) Net Assets with Donor Restrictions (Continued)

Perpetually restricted net assets and the purposes the income is expendable to support are as follows as of June 30, 2023:

Endowment funds for:	
Programs	\$ 89,695,645
Operations	18,638,250
	108,333,895
Gifts and other unexpended support and revenue available for:	
Programs	186,290
Programs and operations from state	320,412
appropriation	
	\$ 108,840,597

(9) Endowment Funds

The Society's endowment consists of approximately 178 individual funds established for a variety of purposes including both donor-restricted endowment funds and funds designated by the board of trustees to function as endowments. Net assets associated with endowment funds, including funds designated by the board of trustees to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

Effective August 1, 2008, the state of Minnesota enacted UPMIFA. The Society has interpreted UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Society classifies as perpetually restricted net assets (a) the original value of the gifts donated to the with donor-restricted endowment, (b) the original value of subsequent gifts to the with donor-restricted endowment, and (c) accumulations to the with donor-restricted endowment made in accordance with the direction of the applicable donor gift instruments at the time the accumulation is added to the fund.

The remaining portion of the donor-restricted endowment fund that is not classified in net assets with donor restriction is classified as net assets without donor restriction until those amounts are appropriated for expenditure by the Society in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Society considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- 1. The duration and preservation of the fund;
- 2. The purpose of the Society and the donor-restricted endowment fund;
- 3. General economic conditions;
- 4. The possible effect of inflation and deflation;
- 5. The expected total return from income and appreciation of investments;
- 6. Other resources of the Society; and
- 7. The investment policies of the Society.

(9) Endowment Funds (Continued)

Endowment Net Assets Composition by Type of Fund

Endowment net assets consist of the following at June 30, 2023:

	Without I	Donor	,	With Donor		
	Restrictions		Restrictions		Total	
Donor-restricted endowment funds	\$	-	\$	121,487,086	\$	121,487,086
Board-designated endowment funds	10,870),261	_	-		10,870,261
Total endowed						
net assets	\$ 10,870),261	\$	121,487,086	\$	132,357,347

Changes in Endowment Net Assets

Changes in Endowment Net Assets for the year ended June 30, 2023 are as follows:

	Without Donor	With Don	or		
	Restrictions	Restrictions		Total	
Endowment Net Assets, July 1, 2022	\$ 10,185,507	\$ 92,32	1,425 \$	102,506,93	32
Investment Return	1,153,216	12,30	8,311	13,461,52	27
Contributions	-	20,53	4,900	20,534,90	00
Appropriation of Endowment Assets					
for Expenditure	(468,462)	(3,67	7,550)	(4,146,01	12)
Endowment Net Assets, June 30, 2023	\$ 10,870,261	\$ 121,48	\$7,086 \$	132,357,34	47

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Society to retain as a fund of perpetual duration. Deficiencies of this nature that are reported in with donor-restricted net assets were \$-0- as of June 30, 2023.

(9) Endowment Funds (Continued)

Return Objectives and Risk Parameters

The Society has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Society must hold in perpetuity or for a donor-specified period as well as board-designated funds. Under this policy, as approved by the board, the endowment assets are invested in a manner that is intended to produce an annual return that equals or exceeds 6.5%, comprised of the Society's Annual Spending Rate plus inflation. The annual spending rate is the percentage of the endowment paid out each year to support ongoing Society activities. It is set by the Executive Council upon consideration of recommendations by the Executive Committee and the Finance Committee. The annual spending rate will not exceed 5% including fees. The actual amount to be paid out each fiscal year from the endowment is calculated at the end of the previous calendar year by multiplying the spending rate times the average quarterly market value of the endowment over the preceding five-year period. The annual spending rate for the fiscal year ended June 30, 2023 was 4.5%, including investment management fees.

Strategies Employed for Achieving Objectives

To satisfy its rate of return objective, the Society relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Society targets a diversified asset allocation that places emphasis on investments in equities (75%), fixed income (18%), and alternative investments (7%).

(10) Retirement Plans

The Society participates in the Minnesota State Retirement System (MSRS), a multi-employer defined benefit plan, and Teachers' Insurance and Annuity Association – College Retirement Equities Fund (TIAA-CREF), a defined contribution plan, on behalf of all nonstudent employees meeting age and length of service requirements. New employees have the option of choosing either plan. MSRS covers certain employees of the state of Minnesota, the University of Minnesota, and certain other entities, including the Society, not covered by other pension funds. The Society's liability for each plan is limited to the contribution rates and amounts as determined by statute. The Society has made all required contributions totaling \$1,364,486 for the year ended June 30, 2023.

MNHS participates in the Minnesota State Retirement System (MSRS), a multi-employer defined benefit pension plan. The most recent available data is for fiscal year ended June 30, 2022. The plan was 98.5% funded as of June 30, 2022. The Society's portion of the plan was 0.140% as of June 30, 2022.

Contributions for the fiscal year 2022 were \$297,649. The Society's portion of the unfunded liability was \$2.3M as of June 30, 2022. The Society has no collective bargaining agreements. As of July 1, 2022, the employer contribution rate was 6.25% of pay.

(11) Return of Unused Legacy Appropriation

In 2008, the voters of Minnesota approved an amendment to the Minnesota Constitution, dedicating a portion of the state's sales tax to outdoors and cultural endeavors. One of the funds created by the "Legacy Amendment" is the Arts and Cultural Heritage Fund (ACHF), which may be used "to preserve Minnesota's history and cultural heritage." The Minnesota Historical Society receives funds from the ACHF, which are appropriated by the Minnesota Legislature, two fiscal years at a time. Typically, these funds are available for two years.

In recent years, the Minnesota Historical Society has not been able to fully spend appropriated Legacy funds, due to a number of factors, many of which relate to pandemic closures and other delays. While the Minnesota Legislature has provided extensions of availability of some Legacy funds, the Society has not consistently been able to expend all appropriated funds in certain areas. In the year ended June 30, 2023, the Society was not able to fully expend funds for Archaeological Surveys. This initiative is overseen by a consortium of agencies who work in the archaeology field. Due to challenges in awarding and completing survey projects, \$462,140 will be returned to the State of Minnesota. Similarly, funds for partnerships, which are for history-related projects conducted in partnership by multiple organizations, were not fully expended in the year ended June 30, 2023 and \$584,442 from this activity will be returned to the State of Minnesota.

It is important to note that funds for grants and history programs directly operated by the Society have not been returned to the State of Minnesota. These two funding categories comprise the largest dollar amounts of Legacy appropriations and have been either extended or expended.

(12) COVID-19 Impact and Reopening Process

FY23 saw further recovery from the impact of the COVID-19 closures at the Society resulting from expanding our operating schedules at historic sites, museums, and the History Center library. The Society continued to expand operations and realized increased admissions-related earned income from increased site staffing and higher site operating expenses. Most sites scheduled 5 day per week open to the public schedules and expanded K-12 field trips. Total FY23 attendance represents roughly two thirds of the prepandemic level. We anticipate this process to continue during FY24 as our audience continues to grow with additional programming and more field trips.

(13) Subsequent Events

In connection with the preparation of the financial statements the Society evaluated subsequent events after the balance sheet date of June 30, 2023 through October 10, 2023, which was the date the financial statements were available to be issued.