

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**Green Bay, Wisconsin**

**FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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## INDEPENDENT AUDITORS' REPORT

Board of Directors  
St. Luke Benefit & Insurance Services Corp.  
Green Bay, Wisconsin

We have audited the accompanying financial statements of St. Luke Benefit & Insurance Services Corp. (a Wisconsin corporation), which comprise the statements of financial position as of June 30, 2014 and 2013, and the related statements of activities and cash flows for the years 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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 auditor considers 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.

***Opinion***

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of St. Luke Benefit & Insurance Services Corp. as of June 30, 2014 and 2013, 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.

*CliftonLarsonAllen LLP*

Oshkosh, Wisconsin  
September 19, 2014

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**STATEMENTS OF FINANCIAL POSITION**  
**June 30, 2014 and 2013**

<b>ASSETS</b>		
	2014	2013
<b>ASSETS</b>		
Interest in cash	\$ 246,826	\$ 281,885
Funds held by self-funded health insurance administrator	1,141,029	228,230
Accounts receivable, net of allowance for doubtful accounts of \$19,521 and \$27,100, respectively	-	8,990
Prepaid expenses	42	-
Investments	6,366,681	6,147,944
<b>TOTAL ASSETS</b>	<b>\$ 7,754,578</b>	<b>\$ 6,667,049</b>
<b>LIABILITIES AND NET ASSETS</b>		
<b>LIABILITIES</b>		
Medical and dental claims payable	\$ 1,279,260	\$ 1,274,195
Accounts payable and accrued expenses	21,687	55,769
Unemployment compensation claims payable	23,193	46,625
Total liabilities	1,324,140	1,376,589
<b>NET ASSETS</b>		
Unrestricted	6,430,438	5,290,460
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<b>\$ 7,754,578</b>	<b>\$ 6,667,049</b>

The accompanying notes are an integral part of the financial statements.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**STATEMENTS OF ACTIVITIES**  
**Years Ended June 30, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
<b>REVENUES AND SUPPORT</b>		
Premium revenue	\$ 9,960,755	\$ 10,449,932
Service revenue	325,335	265,130
Other	<u>440,725</u>	<u>178,106</u>
Total revenues and support	<u>10,726,815</u>	<u>10,893,168</u>
<b>EXPENSES</b>		
Claim and premium expenses	9,043,435	10,575,827
Salaries and wages	213,498	288,997
Employee benefits	68,351	79,731
Administrative	565,007	488,579
Grants and direct assistance	-	104,625
Other	<u>42,124</u>	<u>43,222</u>
Total expenses	<u>9,932,415</u>	<u>11,580,981</u>
Revenues and support in excess (deficient) of expenses	794,400	(687,813)
<b>OTHER CHANGE IN NET ASSETS</b>		
Investment return	<u>345,578</u>	<u>285,426</u>
<b>CHANGE IN NET ASSETS</b>	1,139,978	(402,387)
<b>NET ASSETS, BEGINNING OF YEAR</b>	<u>5,290,460</u>	<u>5,692,847</u>
<b>NET ASSETS, END OF YEAR</b>	<u><u>\$ 6,430,438</u></u>	<u><u>\$ 5,290,460</u></u>

The accompanying notes are an integral part of the financial statements.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**STATEMENTS OF CASH FLOWS**  
**Years Ended June 30, 2014 and 2013**

	2014	2013
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Cash received from customers	\$ 1,017,557	\$ 988,830
Cash paid to and on behalf of employees	(346,048)	(308,986)
Cash paid to suppliers	(833,409)	(756,461)
Cash paid to donees	-	(104,625)
	(161,900)	(181,242)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Sale of investments	126,841	302,480
<b>NET CHANGE IN INTEREST IN CASH</b>	(35,059)	121,238
<b>INTEREST IN CASH, BEGINNING OF YEAR</b>	281,885	160,647
<b>INTEREST IN CASH, END OF YEAR</b>	\$ 246,826	\$ 281,885
<b>RECONCILIATION OF CHANGE IN NET ASSETS TO NET CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Change in net assets	\$ 1,139,978	\$ (402,387)
Adjustments to reconcile change in net assets to net cash flows from operating activities:		
Investment return	(345,578)	(285,426)
Bad debts	-	138
Medical insurance premium revenue received by administrator	(9,718,248)	(9,895,348)
Medical insurance expenses paid by administrator	8,805,449	9,955,772
Changes in certain assets and liabilities:		
Accounts receivable	8,990	(9,128)
Prepaid expenses	(42)	224
Accounts payable and accrued expenses	(34,082)	11,668
Medical and dental claims payable	5,065	426,017
Unemployment compensation claims payable	(23,432)	17,228
	\$ (161,900)	\$ (181,242)
<b>Noncash investing and financing activities</b>		
Funds held by self-funded health insurance administrator used to purchase investments	\$ -	\$ 1,500,000

The accompanying notes are an integral part of the financial statements.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 1 - NATURE OF OPERATIONS**

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St. Luke Benefit & Insurance Services Corp. (St. Luke Corp.) is a not-for-profit corporation organized under the laws of the State of Wisconsin for the purpose of organizing, directing, and administering programs to provide employee benefits, insurance, and human resources services for various Catholic entities within the Catholic Diocese of Green Bay.

St. Luke Corp. offers the following benefits to these entities:

*Dental Insurance*

Dental insurance is offered to eligible employees as determined separately by each diocesan entity. The insurance is a self-funded plan in which the premiums are received from the entities and their employees.

*Health Insurance*

Medical and prescription drug insurance is offered to eligible employees as determined separately by each diocesan entity. The insurance is a self-funded plan in which the premiums are received by the self-funded health insurance administrator from the entities.

*Unemployment Compensation*

Unemployment compensation is offered to eligible lay employees who work at least twenty hours per week. The unemployment compensation is a self-funded plan in which premiums and dividend payments are set and reviewed by management.

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

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*Net Assets*

Net assets, revenues, gains, and losses are classified into one of three classes of net assets based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the St. Luke Corp. are classified and reported as follows:

***Unrestricted*** - Net assets that are not subject to donor-imposed stipulations.

***Temporarily Restricted*** - Net assets that result from contributions whose use by St. Luke Corp. is limited by donor-imposed stipulations that either expire with the passage of time or can be fulfilled and removed by actions of St. Luke Corp. pursuant to those stipulations.

***Permanently Restricted*** - Net assets resulting from contributions with donor-imposed stipulations that require St. Luke Corp. to hold the gift in perpetuity.

St. Luke Corp. had only unrestricted net assets as of June 30, 2014 and 2013.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

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*Interest in Cash*

St. Luke Corp. participates in a pooled cash account with an interdiocesan entity. This account sweeps daily to a zero balance. The total of the pooled cash account, at times, may exceed federally insured limits. St. Luke Corp. has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash.

*Funds Held by Self-Funded Health Insurance Administrator*

The administrator of St. Luke Corp.'s self-funded health insurance plan holds cash on the entity's behalf. This cash is used by the administrator to pay medical claims that are incurred by enrollees in St. Luke Corp.'s self-funded health insurance plan and can be transferred back to St. Luke Corp. at its discretion.

*Accounts Receivable*

The majority of St. Luke Corp.'s accounts receivable are due from private parties within the Diocese region. Accounts receivable are due within 30 days or according to separately stated terms and are stated as amounts due, net of allowance for doubtful accounts. St. Luke Corp. provides an allowance for doubtful accounts equal to the estimated uncollectible amounts. The estimate is based on historical collection experience and a review of the current status of accounts receivable.

*Investments*

Investments are generally recorded at fair value based upon quoted market prices, when available, or estimates of fair value. Investment income or loss and unrealized gains or losses are included in the accompanying statements of activities as increases or decreases in unrestricted net assets unless the income or loss is restricted by donor or law.

*Claims Payable*

Unemployment compensation claims payable has been prepared based on past experience and management's estimates of future amounts due to current eligible participants. The medical claims payable is an estimate of unpaid claims as determined by the administrators for medical insurance based on claim reporting experience. The dental claims payable is a reserve for claims incurred but not reported and is determined by St. Luke Corp. based on claim reporting experience.

*Revenue Recognition*

Revenue from insurance premiums is recorded on an accrual basis. Premiums are billed monthly.

*Expense Allocation*

The costs of providing the various programs and other activities have been summarized on a functional basis in Note 7 to the financial statements. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)**

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*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.

*Tax-Exempt Status*

St. Luke Corp. has received notification that it qualifies as a tax-exempt organization under Section 501(c)(3) covered by the U.S. Internal Revenue Service group exemption letter of the United States Conference of Catholic Bishops and corresponding provisions of state law and, accordingly, is not subject to federal or state income taxes.

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**NOTE 3 - INVESTMENTS**

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Investments are held by St. Francis Xavier Investment Corp. (St. Francis Xavier Corp.), an interdiocesan entity. St. Francis Xavier Corp. has grouped their investments and created a unitized fixed income fund, equity fund, and money market fund. St. Luke Corp. owns units in the money market, fixed income, and equity funds.

Investments are carried at market and consisted of the following at June 30:

	Fair Value		Redemption Frequency	Termination Notice Period
	<u>2014</u>	<u>2013</u>		
St. Francis Xavier Corp. fixed income fund	\$ 597,757	\$ 613,768	Daily	30 days
St. Francis Xavier Corp. equity fund	1,800,403	1,566,221	Daily	30 days
St. Francis Xavier Corp. money market fund	<u>3,968,521</u>	<u>3,967,955</u>	Daily	30 days
	<u>\$ 6,366,681</u>	<u>\$ 6,147,944</u>		

The money market fund is intended to be utilized by intermediate and short-term money.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 3 - INVESTMENTS (CONTINUED)**

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The fixed income fund is intended to be utilized by intermediate and long-term money. The target allocation of the fixed income fund is:

Intermediate Fixed Income	95 %
Cash	<u>5</u>
	<u>100 %</u>

The equity fund is intended to be utilized by long-term money. The participant is not allowed to invest more than 70% of their funds in the equity fund. The target allocation of the equity fund is:

Small-Cap Domestic Stocks	20 %
Mid-Cap Domestic Stocks	20
Large-Cap Domestic Stocks	40
International Stocks	17
Cash and cash equivalents	<u>3</u>
	<u>100 %</u>

As defined by current authoritative guidance, fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In determining fair value, St. Luke Corp. uses various valuation methods including the market, income, and cost approaches. The assumptions used in the application of these valuation methods are developed from the perspective of market participants pricing the asset or liability. Inputs used in the valuation methods can be either readily observable, market corroborated, or generally unobservable inputs. Whenever possible, St. Luke Corp. attempts to utilize valuation methods that maximize the use of observable inputs and minimize the use of unobservable inputs. Based on the observability of the inputs used in the valuation methods, St. Luke Corp. is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine the fair values. Assets and liabilities measured, reported, and/or disclosed at fair value will be classified and disclosed in one of the following three categories:

- Level 1 - Quoted market prices in active markets for identical assets or liabilities.
- Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data.
- Level 3 - Unobservable inputs that are not corroborated by market data.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 3 - INVESTMENTS (CONTINUED)**

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The table presents the balances of assets measured at fair value on a recurring basis:

	June 30, 2014			
	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
St. Francis Xavier Corp. fixed income fund	\$ 597,757	\$ -	\$ 597,757	\$ -
St. Francis Xavier Corp. equity fund	1,800,403	-	1,800,403	-
St. Francis Xavier Corp. money market fund	<u>3,968,521</u>	<u>-</u>	<u>3,968,521</u>	<u>-</u>
Total investments	<u>\$ 6,366,681</u>	<u>\$ -</u>	<u>\$ 6,366,681</u>	<u>\$ -</u>

	June 30, 2013			
	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
St. Francis Xavier Corp. fixed income fund	\$ 613,768	\$ -	\$ 613,768	\$ -
St. Francis Xavier Corp. equity fund	1,566,221	-	1,566,221	-
St. Francis Xavier Corp. money market fund	<u>3,967,955</u>	<u>-</u>	<u>3,967,955</u>	<u>-</u>
Total investments	<u>\$ 6,147,944</u>	<u>\$ -</u>	<u>\$ 6,147,944</u>	<u>\$ -</u>

The fair value of the investment in the fixed income fund, the equity fund, and the money market fund has been estimated using the net asset value per share of the fund as determined by the fund administrator. The funds are valued on a daily basis.

Investment return in the accompanying statements of activities for the years ended June 30 consisted of the following:

	<u>2014</u>	<u>2013</u>
Interest and dividends	\$ 33,642	\$ 43,133
Realized and unrealized gains on investments	<u>311,936</u>	<u>242,293</u>
Total	<u>\$ 345,578</u>	<u>\$ 285,426</u>

Fees charged on investments have been netted against the investment return. Total fees for the years ended June 30, 2014 and 2013 were \$16,777 and \$14,508, respectively.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 4 - UNEMPLOYMENT COMPENSATION CLAIMS PAYABLE**

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St. Luke Corp. accrues for unemployment compensation claims that may be payable to those currently receiving benefits. St. Luke Corp. assumes that all benefit recipients will receive the full 26 weeks of payments as allowed under the plan. The amount of the payable at June 30, 2014 and 2013 was \$23,193 and \$46,625, respectively.

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**NOTE 5 - CLAIM PROCESSING**

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Dental and medical claims are processed by various third party administrators, but the ultimate responsibility for payments to participants is retained by St. Luke Corp. Administrative fees for processing by the service organizations are included in administrative expenses.

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**NOTE 6 - SIGNIFICANT ESTIMATES**

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*Dental Insurance*

St. Luke Corp. provides dental benefits to employees and their dependents on a self-funded plan. Dental care cost is expensed as incurred. The dental care expense is based upon actual claims paid, administration fees, and unpaid claims at year-end.

Dental care expense was \$413,300 and \$424,454 for the years ended June 30, 2014 and 2013, respectively. An estimated liability of \$26,260 and \$21,195 for claims outstanding at June 30, 2014 and 2013, respectively, has been recorded. Management believes this liability is sufficient to cover claims incurred but not yet reported. Claim payments based on actual claims ultimately filed could differ materially from these estimates.

*Medical Insurance*

St. Luke Corp. has a self-funded health care plan that provides medical benefits to employees and their dependents. Funds for the self-funded health care plan are held and maintained by an administrator. Health care costs are expensed as incurred. The health care expense is based upon actual claims paid, reinsurance premiums, administration fees, and estimated unpaid claims at year-end. St. Luke Corp. buys reinsurance to cover claims over \$200,000 per covered participant per year with no aggregate benefit.

Health care expense for the years ended June 30, 2014 and 2013 was \$8,810,207 and \$10,380,773, respectively. An estimated liability of \$1,253,000 for claims outstanding at June 30, 2014 and 2013 has been recorded. Management believes this liability is sufficient to cover estimated claims incurred but not yet reported. Claim payments based on actual claims ultimately could differ materially from these estimates.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 7 - FUNCTIONAL ALLOCATION OF EXPENSES**

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The costs of providing programs and other activities have been summarized on a functional basis. Accordingly, certain costs have been allocated among the program and supporting services benefited.

Expenses by function for the years ended June 30 were as follows:

	<u>2014</u>	<u>2013</u>
Program services	\$ 9,859,446	\$ 11,503,256
Management and general	<u>72,969</u>	<u>77,725</u>
Total	<u>\$ 9,932,415</u>	<u>\$ 11,580,981</u>

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**NOTE 8 - LEASES**

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St. Luke Corp. leases certain office space and equipment under operating lease agreements with other diocesan entities on a month-to-month basis. Total rent expense was \$26,808 and \$27,036 for the years ended June 30, 2014 and 2013, respectively.

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**NOTE 9 - INTERDIOCESAN TRANSACTIONS**

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St. Luke Corp. was a party to various transactions with other diocesan corporations during the years ended June 30, 2014 and 2013. Total revenues and support from other diocesan corporations were \$1,726,438 and \$1,790,045 for the years ended June 30, 2014 and 2013, respectively, and relates to earned revenue for support services provided. Total revenues from other diocesan corporations constitute a substantial portion of St. Luke Corp.'s total revenues for the years ended June 30, 2014 and 2013. Total expenses paid to other diocesan corporations were \$121,954 and \$116,406 for the years ended June 30, 2014 and 2013, respectively, and relates to occupancy and administrative and support services.

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**NOTE 10 - RETIREMENT PLAN**

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St. Luke Corp. participates in the Catholic Diocese of Green Bay Employees' Retirement Plan. The defined contribution retirement plan covers most lay employees. The vesting period of the plan is six months. Contributions are 9% of an employee's wages and are made each pay period. Retirement plan expense for the years ended June 30, 2014 and 2013 was \$18,688 and \$22,286, respectively.

**ST. LUKE BENEFIT & INSURANCE SERVICES CORP.**  
**NOTES TO FINANCIAL STATEMENTS**  
**June 30, 2014 and 2013**

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**NOTE 11 - SUBSEQUENT EVENTS**

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Management evaluated subsequent events through September 19, 2014, the date the accompanying financial statements were available to be issued. Events or transactions occurring after June 30, 2014, but prior to September 19, 2014 that provided additional evidence about conditions that existed at June 30, 2014, have been recognized in the accompanying financial statements for the year ended June 30, 2014. Events or transactions that provided evidence about conditions that did not exist at June 30, 2014 but arose before the accompanying financial statements were available to be issued have not been recognized in the accompanying financial statements for the year ended June 30, 2014.

This information is an integral part of the accompanying financial statements.