

FINANCIAL STATEMENTS

The Cleveland Museum of Art
Years Ended June 30, 2018 and 2017
With Report of Independent Auditors

Ernst & Young LLP



Building a better
working world

The Cleveland Museum of Art

Financial Statements

Years Ended June 30, 2018 and 2017

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Report of Independent Auditors

The Board of Trustees
The Cleveland Museum of Art

We have audited the accompanying financial statements of The Cleveland Museum of Art, which comprise the statements of financial position as of June 30, 2018 and 2017, 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 conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of 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 auditor's 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 The Cleveland Museum of Art at June 30, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Ernst + Young LLP

November 21, 2018

The Cleveland Museum of Art

Statements of Financial Position
(In Thousands)

	June 30	
	2018	2017
Assets		
Current assets:		
Cash and cash equivalents	\$ 6,364	\$ 4,591
Investments for current use	19,790	3,410
Accounts receivable	212	279
Inventories	1,393	1,419
Other current assets	2,347	1,787
Total current assets	<u>30,106</u>	11,486
Investments:		
Endowment investments	467,632	446,730
Other investments	49,281	56,645
Buildings and equipment:		
Buildings and improvements	391,567	391,567
Equipment	27,116	26,183
Construction-in-progress	4,786	2,977
	<u>423,469</u>	420,727
Less accumulated depreciation	123,708	113,178
Total buildings and equipment – net	<u>299,761</u>	307,549
Other assets:		
Charitable perpetual trusts	329,210	316,763
Pledges receivable	17,956	19,701
Other	425	425
	<u>347,591</u>	336,889
Total assets	<u><u>\$ 1,194,371</u></u>	<u><u>\$ 1,159,299</u></u>

	June 30	
	2018	2017
Liabilities and net assets		
Current liabilities:		
Accounts payable and accrued expenses	\$ 4,255	\$ 2,710
Deferred revenue	1,187	539
Current portion of long-term debt	14,090	–
Other current liabilities	213	210
Total current liabilities	<u>19,745</u>	<u>3,459</u>
Long-term debt	146,970	161,516
Other liabilities:		
Accrued postretirement medical benefits	460	528
Accrued pension obligation	11,516	11,217
Other	4,009	9,833
	<u>15,985</u>	<u>21,578</u>
Total liabilities	<u>182,700</u>	<u>186,553</u>
Net assets:		
Unrestricted	109,223	104,849
Temporarily restricted	482,950	467,374
Permanently restricted	419,498	400,523
Total net assets	<u>1,011,671</u>	<u>972,746</u>
Total liabilities and net assets	<u><u>\$ 1,194,371</u></u>	<u><u>\$ 1,159,299</u></u>

See accompanying notes.

The Cleveland Museum of Art

Statement of Activities (In Thousands)

Year Ended June 30, 2018

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenues and support				
Endowment and trust income	\$ 14,760	\$ 8,298	\$ –	\$ 23,058
Contributions and membership	7,051	5,801	–	12,852
Gifts, grants, and other revenue for special exhibitions	1,251	–	–	1,251
Program revenues and other support	5,202	4,315	–	9,517
Stores, café, parking, and products	2,484	–	–	2,484
Net assets released from restrictions used for operations	23,541	(23,541)	–	–
Total revenues and support	54,289	(5,127)	–	49,162
Expenses				
Curatorial, conservation, and registrar	10,435	–	–	10,435
Special exhibitions	2,693	–	–	2,693
Education, library, and community programs	2,600	–	–	2,600
Marketing and communications	1,021	–	–	1,021
Development and membership services	3,940	–	–	3,940
General and administrative	7,457	–	–	7,457
Building, facilities, and security	13,813	–	–	13,813
Stores, café, parking, and products	1,786	–	–	1,786
Depreciation	10,530	–	–	10,530
Total expenses	54,275	–	–	54,275
Excess (deficiency) of revenues and support over expenses before other changes in net assets	14	(5,127)	–	(5,113)
Other changes in net assets				
Trust revenue designated for art purchases	–	5,305	–	5,305
Investment return designated for art purchase	–	11,762	–	11,762
Net assets released from restrictions used to fund acquisition of art objects	8,802	(8,802)	–	–
Expenditures for acquisition of art objects	(9,081)	–	–	(9,081)
Gifts and contributions	188	1,306	6,528	8,022
Investment return after amounts designated	1,965	11,132	–	13,097
Change in fair value of derivative instruments	2,946	–	–	2,946
Change in fair value of charitable perpetual trusts	–	–	12,447	12,447
Changes in funded status of pension benefits	(298)	–	–	(298)
Changes in funded status of postretirement medical benefits	(162)	–	–	(162)
Increase in net assets	4,374	15,576	18,975	38,925
Net assets at beginning of year	104,849	467,374	400,523	972,746
Net assets at end of year	\$ 109,223	\$ 482,950	\$ 419,498	\$ 1,011,671

See accompanying notes.

The Cleveland Museum of Art

Statement of Activities (In Thousands)

Year Ended June 30, 2017

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenues and support				
Endowment and trust income	\$ 12,117	\$ 10,601	\$ –	\$ 22,718
Contributions and membership	5,328	4,143	–	9,471
Gifts, grants, and other revenue for special exhibitions	776	–	–	776
Program revenues and other support	3,739	2,592	–	6,331
Stores, café, parking, and products	2,654	–	–	2,654
Net assets released from restrictions used for operations	27,971	(27,971)	–	–
Total revenues and support	52,585	(10,635)	–	41,950
Expenses				
Curatorial, conservation, and registrar	8,354	–	–	8,354
Special exhibitions	1,901	–	–	1,901
Education, library, and community programs	4,825	–	–	4,825
Marketing and communications	807	–	–	807
Development and membership services	4,324	–	–	4,324
General and administrative	6,549	–	–	6,549
Building, facilities, and security	13,951	–	–	13,951
Stores, café, parking, and products	1,448	–	–	1,448
Depreciation	10,413	–	–	10,413
Total expenses	52,572	–	–	52,572
Excess (deficiency) of revenues and support over expenses before other changes in net assets	13	(10,635)	–	(10,622)
Other changes in net assets				
Trust revenue designated for art purchases	–	5,196	–	5,196
Investment return designated for art purchase	–	7,119	–	7,119
Net assets released from restrictions used to fund acquisition of art objects	6,844	(6,844)	–	–
Expenditures for acquisition of art objects	(6,504)	–	–	(6,504)
Gifts and contributions	(46)	1,534	1,079	2,567
Investment return after amounts designated	4,524	33,706	–	38,230
Change in fair value of derivative instruments	4,102	–	–	4,102
Change in fair value of charitable perpetual trusts	–	–	27,011	27,011
Changes in funded status of pension benefits	879	–	–	879
Changes in funded status of postretirement medical benefits	(260)	–	–	(260)
Increase in net assets	9,552	30,076	28,090	67,718
Net assets at beginning of year	95,297	437,298	372,433	905,028
Net assets at end of year	\$ 104,849	\$ 467,374	\$ 400,523	\$ 972,746

See accompanying notes.

The Cleveland Museum of Art

Statements of Cash Flows

(In Thousands)

	Year Ended June 30	
	2018	2017
Operating activities		
Increase in net assets	\$ 38,925	\$ 67,718
Adjustments to reconcile increase in net assets to cash provided by (used in) operating activities:		
Depreciation	10,530	10,413
Net accretion of bond premiums and financing costs	(456)	(436)
Change in fair value of derivative instruments	(2,946)	(4,102)
Net realized and unrealized gains on long-term investments	(32,595)	(54,464)
Contributions restricted for long-term purposes	(5,801)	(4,143)
Increase in fair value of charitable perpetual trusts	(12,447)	(27,011)
Acquisition of art objects, net	7,950	6,485
Changes in funded status of pension and postretirement medical benefits	460	(619)
Changes used in operating assets and liabilities:		
Accounts receivable	67	18
Inventories and other current assets	(534)	(291)
Pledges receivable	1,745	3,432
Accounts payable and accrued expenses	1,134	(1,704)
Deferred revenue	648	(311)
Other current liabilities	3	14
Other liabilities	(3,107)	606
Net cash provided by (used in) operating activities	<u>3,576</u>	<u>(4,395)</u>
Financing activities		
Contributions restricted for long-term purposes	5,801	4,143
Net cash provided by financing activities	<u>5,801</u>	<u>4,143</u>
Investing activities		
Purchases of buildings and equipment	(2,727)	(3,367)
Acquisition of art objects	(8,685)	(6,474)
Proceeds from the deaccession of art	1,131	19
Proceeds from sales and maturities of investments	37,773	47,614
Purchases of investments	(35,096)	(37,431)
Net cash (used in) provided by investing activities	<u>(7,604)</u>	<u>361</u>
Net increase in cash and cash equivalents	1,773	109
Cash and cash equivalents at beginning of year	4,591	4,482
Cash and cash equivalents at end of year	<u>\$ 6,364</u>	<u>\$ 4,591</u>

See accompanying notes.

The Cleveland Museum of Art

Notes to Financial Statements (In Thousands)

June 30, 2018

1. Organization

The Cleveland Museum of Art (the Museum) maintains in the City of Cleveland a museum of art of the widest scope for the benefit of the public.

2. Significant Accounting Policies

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are used to differentiate resources, the use of which is restricted by donors or grantors to a specific time period or for a specific purpose, from resources on which no restrictions have been placed or that arise from the general operations of the Museum. Temporarily restricted gifts, grants, and bequests are recorded as additions to temporarily restricted net assets in the period received. When restricted net assets are expended for their stipulated purpose or time restriction expires, temporarily restricted net assets become unrestricted net assets and are reported in the statements of activities as net assets released from restrictions. For temporarily restricted net assets restricted for major capital projects, the Museum has adopted a policy of implying a time restriction on the use of such assets that expires over the assets' useful lives. The Museum records a reclassification to unrestricted net assets as net assets released from restrictions for annual depreciation for building and improvements constructed with restricted funds. Reclassifications of \$14,299 and \$14,281 in fiscal 2018 and 2017, respectively, are reflected in the statements of activities in net assets released from restrictions used for operations.

Permanently restricted net assets consist of amounts held in perpetuity as designated by the donors. Earnings on permanently restricted investments are included in temporarily restricted revenues as other changes in net assets until appropriated for expenditure by the Museum in accordance with the donors' specifications. The Museum is the income beneficiary of several charitable perpetual trusts. Because the trusts are not controlled by the Museum and the trust assets are held in perpetuity, the assets are classified as permanently restricted net assets. The Museum records its interest in charitable perpetual trusts at its pro rata share of the fair value of the underlying assets.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

2. Significant Accounting Policies (continued)

Income distributed to the Museum by the trusts of \$14,389 and \$14,197 in fiscal 2018 and 2017, respectively, is included in endowment and trust income and trust revenue designated for art purchases on the statements of activities.

During fiscal 2010, the Museum received approval from the Court of Common Pleas, Probate Division to appropriate a percentage of the income restricted for art purchases generated from four charitable perpetual trusts for the purpose of funding the project costs and debt service costs associated with the expansion project recently completed by the Museum. The total appropriated is not to exceed \$75,000. During fiscal 2018 and 2017, the Museum appropriated approximately \$6,346 and \$6,181, respectively, for said purpose from the temporarily restricted income from the four charitable perpetual trusts.

Art Collection

The Museum's collections are made up of art objects and artifacts of historical significance that are held for educational, research, scientific, and curatorial purposes. Each of the items is cataloged, preserved, and cared for, and activities verifying their existence and assessing their condition are performed continuously.

Purchases for the collection are recorded as expenditures for the acquisition of art objects in the statements of activities in the year in which the objects are acquired. Proceeds from the deaccession of art objects are recorded as temporarily restricted net assets and are restricted to the acquisition of other art objects. In keeping with standard museum practice, the collections, which were acquired via purchases and contributions, are not recognized as assets on the statements of financial position. Art purchases included in accounts payable and accrued expenses and thus not presented in the statements of cash flows are \$396 and \$30 for the years ended June 30, 2018 and 2017, respectively.

Cash Equivalents

Cash equivalents are highly liquid investments with a maturity of three months or less when purchased. Cash equivalents are measured at fair value in the statements of financial position and exclude amounts limited to use by donor or board designation.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

2. Significant Accounting Policies (continued)

Inventories

Inventories consist of merchandise available for sale and are stated at the lower of average cost or market.

Investments and Investment Income

Endowment investments include both donor-restricted endowment funds and funds designated by the Board of Trustees to function as endowments. Other investments are primarily funds designated by the Board of Trustees for specific purposes.

Realized investment gains or losses are determined by comparison of the carrying value to net proceeds received on the settlement date. Unrealized gains or losses are determined by the difference between carrying value and fair value as of year-end. Investment income, including dividends and interest, and realized and unrealized gains (losses), is added to (deducted from) the appropriate net assets class (Note 8).

Investment income generated by permanently restricted net assets for which use of the income is restricted by the donor is reported as temporarily restricted until the program restriction of the donor is met. Investment income on temporarily restricted net assets for which use of the income is restricted by the donor is reported as temporarily restricted until the program restriction of the donor is met. Net unrealized and realized investment gains and losses are reported as unrestricted, temporarily restricted, or permanently restricted based upon the absence or presence of a restriction on the underlying asset.

Donated Services

No amounts have been reflected in the financial statements for donated services. The Museum pays for most services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Museum with various programs.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

2. Significant Accounting Policies (continued)

Special Exhibitions

Other current assets and deferred revenue include expenditures and revenues in connection with the development of special exhibitions. Revenues and expenses are recognized pro rata over the life of the exhibition. Revenues include such items as corporate and individual sponsorships. The expenditures generally include such items as research, travel, insurance, transportation, and other costs related to the development and installation of the exhibition.

Contributions

Unconditional pledges to give cash, marketable securities, and other assets are discounted to present value at the date the pledge is made to the extent estimated to be collectible by the Museum. Unconditional pledges are classified as other assets on the statements of financial position. Conditional promises to give and indications of intentions to give are not recognized until the condition is satisfied. Pledges received with donor restrictions that limit use are reported as either temporarily or permanently restricted contributions and membership, or other changes in net assets if designated for long-term investment. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

Buildings and Equipment

Buildings and equipment are carried at cost. Expenditures that substantially increase the useful lives of existing assets are capitalized. Routine maintenance and repairs are expensed as incurred. Depreciation is computed by the straight-line method using the estimated useful lives of the assets. Buildings and improvements are assigned a useful life of up to 40 years. Equipment is assigned a useful life ranging from three to five years. Net interest cost incurred on borrowed funds during the period of construction of capital assets is capitalized as a component of the cost of acquiring those assets.

Capital expenditures included in accounts payable and accrued expenses and thus not presented in the statements of cash flows are \$15 and \$0 for the years ended June 30, 2018 and 2017, respectively.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

2. Significant Accounting Policies (continued)

Derivative Instruments

The Museum recognizes its derivative instruments as either an asset or liability in the statements of financial position at fair value. The change in fair value of the derivative instruments is recognized in the statements of activities as other changes in net assets in the period of change.

Recent Accounting Pronouncement

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers*, which outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers and supersedes most current revenue recognition guidance, including industry-specific guidance, and requires significantly expanded disclosures about revenue recognition. ASU 2014-09 is effective for the Museum for reporting periods beginning after December 15, 2017. The Museum adopted ASU 2014-09 on July 1, 2018 utilizing the modified retrospective approach. The impact did not result in a material adjustment to unrestricted net assets.

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-02, *Leases*. This ASU requires lessees to recognize assets and liabilities on the balance sheet for leases with lease terms greater than twelve months. The recognition, measurement and presentation of expenses and cash flows arising from a lease by a lessee primarily will depend on its classification as a finance or operating lease. This amends current guidance that requires only capital leases to be recognized on the lessee balance sheet. ASU 2016-02 is effective for the Museum for reporting periods beginning after December 15, 2018, with early adoption permitted. The Museum is currently evaluating the impact that ASU 2016-02 will have on its financial statements and will adopt the provisions upon the effective date.

In August 2016, the FASB issued ASU 2016-14, *Presentation of Financial Statements for Not-for-Profit Entities*. This standard intends to make certain improvement to the current reporting requirements for not-for-profit entities. This standard sets forth changes to net asset classification requirements and the information presented about a not-for-profit entity's liquidity, financial performance and cash flows. In addition, entities will be required to report the expiration of restricted contributions to acquire or construct a long-lived asset when the asset is placed in service; currently entities have the option to recognize the expiration of the donor restriction over the assets estimated useful life. ASU 2016-14 is effective for the Museum for annual reporting periods beginning after December 15, 2017. The Museum is currently evaluating the impact that ASU 2016-14 will have on its financial statements and will adopt the provisions upon the effective date.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

2. Significant Accounting Policies (continued)

In March 2017, the FASB issued ASU 2017-07, *Compensation – Retirement Benefits (Topic 715): Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*. This ASU requires the service cost component of net periodic benefit cost related to defined benefit pension and postretirement benefit plans to be reported in the same financial statement line as other compensation costs arising from services rendered during the period. The other components of net periodic benefit cost are required to be presented separately from service costs and outside of operating income in the statement of activities. Only the service cost component of net periodic benefit cost will be eligible for capitalization in assets. ASU 2017-07 is effective for the Museum for annual reporting periods beginning after December 15, 2017 and interim periods within annual reporting periods beginning after December 15, 2018. Upon adoption, the Museum is required to apply the new guidance retrospectively to all periods presented in the financial statements, except for the guidance limiting the capitalization of net periodic benefit costs in assets which is required to be applied retrospectively. The Museum is currently evaluating the impact that ASU 2017-07 will have on its financial statements and will adopt the provisions upon the effective date.

In June 2018, the FASB issued ASU 2018-08, *Not-for-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The amendments in ASU 2018-08 assist entities in evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) within the scope of Topic 958, *Not-for-Profit Entities*, or as exchange (reciprocal) transactions subject to other guidance and assists entities in determining whether a contribution is conditional. ASU 2018-08 is effective for the Museum for transactions in which the entity services as the resource recipient to annual periods beginning after December 15, 2018. The Museum is currently evaluating the impact that ASU 2018-08 will have on its financial statements.

In August 2018, the FASB issued ASU 2018-13, *Fair Value Measurement (Topic 820): Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement*. This ASU eliminates the requirement for entities to disclose the amount of and reasons for transfers between Level 1 and Level 2 of the fair value hierarchy. It also modifies certain disclosure requirements for nonpublic entities to make them less burdensome. ASU 2018-13 is effective for all entities for annual reporting periods beginning after December 15, 2019. The Museum is currently evaluating the impact that ASU 2018-13 will have on its financial statements and will adopt the provisions upon the effective date.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

3. Pledges Receivable

Outstanding pledges receivable from various corporations, foundations, and individuals are expected to be realized as follows:

	June 30	
	2018	2017
Pledges due:		
In less than one year	\$ 967	\$ 2,834
In one to five years	9,265	8,297
Greater than five years	11,580	12,550
	<u>21,812</u>	<u>23,681</u>
Present value discount on pledges (1.60%–5.38% discount rate)	(3,856)	(3,980)
	<u>\$ 17,956</u>	<u>\$ 19,701</u>

4. Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes:

	June 30	
	2018	2017
Acquisition of art	\$ 179,583	\$ 173,813
Specific operating activities:		
Curatorial and conservation	7,777	6,768
Education, library, and community programs	13,033	10,731
Buildings, grounds, and protection services	196,580	197,045
General operating and other	85,977	79,017
Total temporarily restricted net assets	<u>\$ 482,950</u>	<u>\$ 467,374</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

5. Permanently Restricted Net Assets

Permanently restricted net assets are amounts held in perpetuity, the income from which is expendable to support the following purposes:

	June 30	
	2018	2017
Purchase of art	\$ 149,008	\$ 145,052
Specific operating activities	39,560	32,772
General operating activities	230,930	222,699
Total permanently restricted net assets	<u>\$ 419,498</u>	<u>\$ 400,523</u>

6. Net Assets Released From Restrictions

Net assets were released from restrictions by incurring expenses or making capital expenditures satisfying the restricted purposes as follows:

	Year Ended June 30	
	2018	2017
Acquisition of art	\$ 8,802	\$ 6,844
Specific operating activities:		
Curatorial and conservation	\$ 1,755	\$ 2,273
Education, library, and community programs	718	950
Buildings, grounds, and protection services	20,885	23,360
General operating and other	183	1,388
Net assets released from restrictions used for operations	<u>\$ 23,541</u>	<u>\$ 27,971</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements

Accounting Standards Codification (ASC) 820, *Fair Value Measurement*, defines fair value as 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 and establishes a framework for measuring fair value. ASC 820 establishes a three-level hierarchy for fair value measurement based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date, as follows:

- Level 1 – Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 – Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the same term of the financial instrument.
- Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

The following table presents the financial instruments carried at fair value at June 30, 2018, by the ASC 820 valuation hierarchy defined above:

	Total	Level 1	Level 2	Level 3
Assets				
Investments for current use:				
Commercial paper	\$ 19,790	\$ —	\$ 19,790	\$ —
Endowment investments:				
Money market funds	32,876	32,876	—	—
Equities:				
Common stocks, primarily U.S.	48,828	48,828	—	—
Collective equity funds	125,303	—	—	—
Equity mutual funds	108,550	108,550	—	—
Fixed income mutual fund	9,501	9,501	—	—
American depository receipts	4,539	4,539	—	—
Real estate investment trust	654	654	—	—
Fixed income securities:				
Corporate bonds	25,195	—	25,195	—
Asset-backed securities	2,641	—	2,641	—
Mortgage-backed securities	6,460	—	6,460	—
Government bonds	7,495	—	7,495	—
Alternative investments:				
Absolute return	18,725	—	—	—
Private equity	47,882	—	—	—
Hedged equity	28,983	—	—	—
Total endowment investments	467,632	204,948	41,791	
Other investments:				
Commercial paper				
Total other investments	49,281	—	49,281	—
	49,281	—	49,281	—
Charitable perpetual trusts	329,210	—	—	329,210
Total assets at fair value	\$ 865,913	\$ 204,948	\$ 110,862	\$ 329,210
Liabilities				
Interest rate swap				
Total liabilities at fair value	\$ 2,127	\$ —	\$ 2,127	\$ —
	\$ 2,127	\$ —	\$ 2,127	\$ —

The Cleveland Museum of Art

Notes to Financial Statements (continued) (In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

The following table presents the financial instruments carried at fair value at June 30, 2017, by the ASC 820 valuation hierarchy defined above:

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Assets				
Investments for current use:				
Commercial paper	\$ 3,410	\$ –	\$ 3,410	\$ –
Endowment investments:				
Cash and cash equivalents	28,052	28,052	–	–
Equities:				
Common stocks, primarily U.S.	58,386	58,386	–	–
Collective equity funds	111,779	–	–	–
Equity mutual funds	99,829	99,829	–	–
Fixed income mutual fund	9,276	9,276	–	–
American depository receipts	7,271	7,271	–	–
Real estate investment trust	607	607	–	–
Fixed income securities:				
Corporate bonds	26,079	–	26,079	–
Asset-backed securities	1,192	–	1,192	–
Mortgage-backed securities	12,744	–	12,744	–
Government bonds	1,284	–	1,284	–
Alternative investments:				
Absolute return	20,280	–	–	–
Private equity	44,062	–	–	–
Hedged equity	25,889	–	–	–
Total endowment investments	446,730	203,421	41,299	–
Other investments:				
Commercial paper				
Total other investments	56,645	–	56,645	–
	56,645	–	56,645	–
Charitable perpetual trusts	316,763	–	–	316,763
Total assets at fair value	<u>\$ 823,548</u>	<u>\$ 203,421</u>	<u>\$ 101,354</u>	<u>\$ 316,763</u>
Liabilities				
Interest rate swap				
Total liabilities at fair value	\$ 5,073	\$ –	\$ 5,073	\$ –
	<u>\$ 5,073</u>	<u>\$ –</u>	<u>\$ 5,073</u>	<u>\$ –</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

The following is a description of the Museum's valuation methodologies for assets and liabilities measured at fair value. Fair value for Level 1 is based upon quoted market prices. Fair value for Level 2 is based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets. Inputs are obtained from various sources, including market participants, dealers, and brokers.

Commercial paper is valued using evaluated prices provided by a recognized pricing service. Because the evaluated prices are based on observable inputs, such as available trade information, spreads, bids and offers, prepayment speeds, U.S. Treasury curves and interest rate movements, securities in this category are generally classified as Level 2.

Equities include investments of publicly traded common stocks of both U.S. and international corporations and mutual funds, the majority of which represent actively traded and liquid securities that are traded on many of the world's major exchanges and include large-, mid-, and small-capitalization securities.

Collective equity funds include the Museum's interest in non-publicly traded, liquid commingled funds which are recorded at NAV. The investment objective for collective equity funds is long-term total return equal to or better than market returns.

Fixed income securities include debt obligations of the U.S. government and various agencies, U.S. corporations, and other fixed income instruments such as asset-backed and mortgage-backed securities.

The Museum is the sole income beneficiary of several charitable perpetual trusts and a partial income beneficiary of other charitable perpetual trusts. The charitable perpetual trusts are presented at net asset value (NAV) based on the Museum's portion of the underlying trust net assets. The underlying net assets of the charitable perpetual trusts are composed of cash and cash equivalents, equities, fixed income securities, and alternative investments. Since the Museum has no rights to the underlying investments, the charitable perpetual trusts have been classified as Level 3.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

Alternative investments (principally limited partnership interests in absolute return, private and hedged equity) represent the Museum's ownership interest in the NAV of the respective partnership as a practical expedient. Investments held by the partnerships consist of marketable securities as well as securities that do not have readily determinable fair values. The fair values of the limited partnerships are determined by the general partner and are based on historical cost, appraisals, or other estimates that require varying degrees of judgment. If no public market exists for the investment securities, the fair value is determined by the general partner, taking into consideration, among other things, the cost of the securities, prices of recent significant placements of securities of the same issuer, and subsequent developments concerning the companies to which the securities relate. Because alternative investments are not readily marketable, their estimated fair value is subject to uncertainty and therefore may differ from the value that would have been used had a ready market for such investments existed. Such differences could be material. At June 30, 2018, the Museum is committed to invest an additional \$56,118 in alternative investments. However, it is uncertain as to the timing or level of additional contributions that will ultimately be made.

Alternative investments are diversified across various strategies and may consist of absolute return funds, long/short funds, and other opportunistic funds. The underlying investments in such funds may include publicly traded and privately held equity and debt instruments issued by U.S. and international corporations as well as various derivatives based on these securities. Private equity investments generally consist of limited partnerships formed to invest in equity and debt investments in operating companies that are not publicly traded. Investment strategies in this category may include buyouts, distressed debt, and venture capital.

The investment objective for absolute return funds is long-term capital appreciation with less volatile and/or uncorrelated returns. Absolute return funds include investment strategies where a majority of the underlying securities may or may not be traded on public exchanges. This asset class includes a variety of active strategies, including arbitrage, event-driven, market neutral, long-short equity and distressed investing.

The investment objective for private equity funds is long-term capital appreciation in excess of what is available in the public markets. Private equity funds generally hold illiquid debt and equity securities of public and/or privately held companies. This asset class includes venture capital, secondary, mezzanine, buyout, and distressed funds.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

The investment objective for hedged equity is long-term capital appreciation with low volatility. Hedged equity funds include investment strategies where the majority of the underlying securities are traded on public exchanges. Managers in this asset class may hold long or short equity positions and utilize options, futures, and other derivatives.

The fair value of the interest rate swap was determined based on the present value of expected future cash flows using discount rates appropriate with risks involved and adjusted for a credit adjustment to reflect non-performance risk.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Museum believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

The following table is a rollforward of financial instruments classified by the Museum within Level 3 of the valuation hierarchy defined above:

	Charitable Perpetual Trusts
Fair value at July 1, 2016	\$ 289,752
Net unrealized gains	27,011
Fair value at June 30, 2017	316,763
Net unrealized gains	12,447
Fair value at June 30, 2018	\$ 329,210

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

7. Fair Value Measurements (continued)

At June 30, 2018, the Museum's alternative investments are subject to various liquidity restrictions as follows:

Available for redemption:	
Monthly	\$ 9,103
Quarterly	27,636
Subject to distribution of fund	47,882
Subject to remaining lock-up provisions:	
One year	10,593
More than one year	376
Total alternatives	<u>\$ 95,590</u>

Investments that are available for redemption may be redeemed by the Museum generally with a 30-day to 90-day advance notice on a monthly or quarterly basis subject to the terms of the investment agreement.

Investments subject to distribution cannot be redeemed by the Museum but rather will be distributed by the investment fund or limited partnership upon the liquidation of the underlying assets of the fund or limited partnership. Distributions are generally expected, but not guaranteed, over the next three to ten years.

Investments subject to lock-up provisions cannot be redeemed by the Museum currently without incurring a penalty. After expiration of the lock-up provisions, the funds may be redeemed by the Museum on a monthly, quarterly, or annual redemption basis subject to the terms of the investment agreement.

The carrying values of cash and cash equivalents, accounts receivable, accounts payable, and accrued expenses are reasonable estimates of their fair value due to the short-term nature of these financial instruments. The carrying value of pledges receivable approximates fair value as these donations are recorded at the net present value of the amount pledged. The carrying value of the Museum's variable rate long-term debt approximates fair value. The Museum's fixed rate long-term debt had a carrying value of \$70,430 and a fair value of \$74,714 at June 30, 2018, and a carrying value of \$70,430 and a fair value of \$77,698 at June 30, 2017. The fair value of the fixed rate long-term debt is estimated by discounted cash flow analyses using current borrowing rates for similar types of borrowing arrangements and adjusted for credit and would be classified as Level 2 inputs in the fair value hierarchy.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

8. Investments and Charitable Perpetual Trusts

The following summarizes returns from the Museum's investments and charitable perpetual trusts and the related classifications in the statements of activities:

	Unrestricted	Temporarily Restricted	Permanently Restricted
Year ended June 30, 2018			
Dividends and interest	\$ 944	\$ 4,859	\$ —
Realized and unrealized gains, net of realized and unrealized losses	4,932	26,206	—
Change in fair value of charitable perpetual trusts	—	—	12,447
Investment return	5,876	31,065	12,447
Investment return designated for current operations (included in endowment and trust income)	(3,911)	(8,171)	—
Investment return designated for art purchase	—	(11,762)	—
Investment return after amounts designated	<u>\$ 1,965</u>	<u>\$ 11,132</u>	<u>\$ 12,447</u>
Year ended June 30, 2017			
Dividends and interest	\$ 1,110	\$ 5,161	\$ —
Realized and unrealized gains, net of realized and unrealized losses	8,330	46,134	—
Change in fair value of charitable perpetual trusts	—	—	27,011
Investment return	9,440	51,295	27,011
Investment return designated for current operations (included in endowment and trust income)	(4,916)	(10,470)	—
Investment return designated for art purchase	—	(7,119)	—
Investment return after amounts designated	<u>\$ 4,524</u>	<u>\$ 33,706</u>	<u>\$ 27,011</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

8. Investments and Charitable Perpetual Trusts (continued)

Investment return is net of investment-related expenses of \$2,243 and \$2,239 for the years ended June 30, 2018 and 2017, respectively. The Museum's investments and charitable perpetual trusts are exposed to various risks, such as interest rate, market, and credit risks.

9. Endowment

On February 3, 2012, the Museum and the John Huntington Art and Polytechnic Trust (Trust), referred to collectively as the Members, entered into an operating agreement with CleveHunt LLC (the Company), an Ohio limited liability company. CleveHunt was formed for the objective and purpose of investing certain property of the Company. The investments of the Company are directed by an investment committee consisting of the members of the Museum's Investment Committee and the Trustees of the Trust.

Initial contributions to the Company consisted of substantially all of the Museum's endowment assets and all of the assets of the Trust. In exchange for these contributions, the Museum and Trust received a 73.77% and 26.23% ownership share in the Company, respectively. The contributed assets are unitized and profits and losses, including income, are allocated according to the proportion of the Members' percentage interest. Capital contributions and withdrawals adjust the Members' percentage interest. As the Museum has a controlling interest in the Company, the Museum has included all of the net assets and changes in net assets in its statements of financial position, statements of activities and statements of cash flows in either investments (including realized and unrealized gains and losses on investments) for the Museum's ownership share of the Company or charitable perpetual trusts and related changes for the Trust's ownership share in the Company. The Museum has not reported noncontrolling interest for the Trust's ownership share in the Company, as the Museum continues to be the sole beneficiary of the Trust.

At June 30, 2018, the total net assets of the Company were \$597,967. Based on the Museum's ownership percentage at June 30, 2018, of 76.84%, the Museum's share of the net assets amounted to \$459,459 and are included in endowment investments in the Museum's statement of financial position. The Trust's share of the Company's net assets of \$138,508 at June 30, 2018, are included in charitable perpetual trusts in the Museum's statement of financial position. At June 30, 2017, the total net assets of the Company were \$568,809. Based on the Museum's ownership percentage at June 30, 2017, of 76.62%, the Museum's share of the net assets amounted to \$435,832 and are included in endowment investments in the Museum's statement of financial position. The Trust's share of the Company's net assets of \$132,977 at June 30, 2017, are included in charitable perpetual trusts in the Museum's statement of financial position.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

9. Endowment (continued)

The Museum endowment consists of approximately 340 individual funds established for a variety of purposes. The endowment includes both donor-restricted endowment funds and funds designated by the Board of Trustees to function as endowments. Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

The Board of Trustees of the Museum has interpreted the Uniform Prudent Management of Institutional Funds Act (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 Museum classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Museum in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Museum considers the following factors in making a determination to appropriate or accumulate donor-restricted funds:

- The duration and preservation of the fund
- The purposes of the donor-restricted endowment fund
- General economic conditions
- The possible effect of inflation and deflation
- The expected total return from income and the appreciation of investments
- Other resources of the Museum
- The investment policies of the Museum

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

9. Endowment (continued)

Return Objectives and Risk Parameters

The Museum 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 purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Museum must hold in perpetuity or for a donor-specific period(s) as well as board-designated funds. Under this policy, as approved by the Board of Trustees, the endowment assets are invested in a manner that is intended to produce a real return, net of inflation and investment management costs, of at least 7% over the long term. Actual returns in any given year may vary from this amount.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Museum 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 Museum targets a diversified asset allocation that places a greater emphasis on equity-based and alternative investments to achieve its long-term objective within prudent risk constraints.

Spending Policy and How the Investment Objectives Relate to Spending Policy

The Museum uses the spending rule concept in making distributions from its investments. In doing so, the Museum takes into account the distributions from the charitable perpetual trusts. The amount of investment income used by the Museum for its operations and purchases of art is calculated using a spending rate of between 4.5% to 5.5% of the market value of the investments for the prior 20-quarter average ended March 31, 2017 and 2016, for the fiscal years ended June 30, 2018 and 2017, as adjusted (subject to certain limitations) for inflation and additional contributions. For fiscal 2018 and 2017, the calculations resulted in an annual spending rate of approximately 5.0%. Investment returns in excess of (less than) amounts designated for current operations are classified as other changes in net assets in the statements of activities. Accordingly, over the long-term, the Museum expects the current spending policy to allow its endowment to grow at an average of 1.5% to 2.5% annually. This is consistent with the Museum's objective to maintain the purchasing power of the endowment assets held in perpetuity.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

9. Endowment (continued)

Endowment Net Asset Composition by Type of Fund at June 30

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
2018				
Donor restricted	\$ —	\$ 270,839	\$ 88,860	\$ 359,699
Charitable perpetual trusts	—	—	329,210	329,210
Board-designated	107,933	—	—	107,933
Total endowment	\$ 107,933	\$ 270,839	\$ 418,070	\$ 796,842
2017				
Donor restricted	\$ —	\$ 258,168	\$ 83,405	\$ 341,573
Charitable perpetual trusts	—	—	316,763	316,763
Board-designated	105,157	—	—	105,157
Total endowment	\$ 105,157	\$ 258,168	\$ 400,168	\$ 763,493

Changes in endowment net assets for the fiscal year ended June 30, 2018, consisted of the following:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets, beginning of year	\$ 105,157	\$ 258,168	\$ 400,168	\$ 763,493
Investment return:				
Investment income	605	3,412	—	4,017
Net appreciation (realized and unrealized)	4,932	27,488	12,447	44,867
Total investment income	5,537	30,900	12,447	48,884
Contributions	218	124	5,455	5,797
Appropriation of endowment assets for expenditure	(2,979)	(18,353)	—	(21,332)
Endowment net assets, end of year	\$ 107,933	\$ 270,839	\$ 418,070	\$ 796,842

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

9. Endowment (continued)

Changes in endowment net assets for the fiscal year ended June 30, 2017, consisted of the following:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets, beginning of year	\$ 100,561	\$ 225,606	\$ 372,211	\$ 698,378
Investment return:				
Investment income	770	4,204	–	4,974
Net appreciation (realized and unrealized)	8,330	46,583	27,011	81,924
Total investment income	9,100	50,787	27,011	86,898
Contributions	72	73	946	1,091
Appropriation of endowment assets for expenditure	(4,576)	(18,298)	–	(22,874)
Endowment net assets, end of year	<u>\$ 105,157</u>	<u>\$ 258,168</u>	<u>\$ 400,168</u>	<u>\$ 763,493</u>

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 Museum to retain as a fund of perpetual duration. These deficiencies result from unfavorable market fluctuations that occurred shortly after the investment of new permanently restricted contributions and continued appropriation for certain programs that was deemed prudent by the Museum. There were six endowment funds considered deficient as of June 30, 2018, with deficiencies totaling approximately \$83. As of June 30, 2017, there were eight endowment funds considered deficient with deficiencies totaling approximately \$159.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans

The Museum converted from a contributory defined benefit pension plan for eligible employees to a noncontributory defined benefit pension plan (the Pension Plan) on January 1, 2002. Eligible participants in the contributory defined benefit pension plan on December 31, 2001, were given the option of continuing to contribute to this plan until July 1, 2009. For those employees not making this election, their accumulated benefit was converted to the noncontributory defined benefit pension plan. For either contributing or noncontributing participants, benefits under the Pension Plan are based on years of service and the final five-year average compensation. It is the policy of the Museum to fund with an insurance company at least the minimum amounts required by the Employee Retirement Income Security Act of 1974. Pension Plan assets are invested in group annuity contracts.

Effective July 1, 2009, the Museum modified the Pension Plan, eliminating the contributory portion of the plan, and the benefit calculation is based on career years of service. Effective December 31, 2010, the Museum modified the Pension Plan to allow participants meeting certain eligibility requirements to elect to accrue additional benefits in the current defined benefit plan. Those participants not meeting the eligibility requirements cease to accrue additional benefits under the plan. For those participants not meeting eligibility requirements or who elected not to accrue additional benefits in the defined benefit plan, the Museum provides an enhanced contribution to the participant's 401(k) account for employees meeting defined eligibility requirements.

The Museum provides health care benefits upon retirement to certain employees meeting eligibility requirements as of December 31, 2001, and contractually required additions. No other employees are eligible to receive these postretirement health care benefits. The Museum's policy is to fund the annual costs of these benefits from unrestricted net assets of the Museum.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

Included in unrestricted net assets at June 30, 2018 and 2017, are the following amounts that have not yet been recognized in net periodic benefit cost:

	Pension Plan		Other Postretirement	
	2018	2017	2018	2017
Actuarial loss (gain)	\$ 13,664	\$ 13,424	\$ (1,203)	\$ (1,307)
Net prior service credit	(277)	(335)	—	(58)
Total unrecognized amounts included in unrestricted net assets	\$ 13,387	\$ 13,089	\$ (1,203)	\$ (1,365)

Changes in plan assets and benefit obligations recognized in unrestricted net assets for the years ended June 30, 2018 and 2017 are as follows:

	Pension Plan		Other Postretirement	
	2018	2017	2018	2017
Net loss (gain) during year	\$ 1,218	\$ 104	\$ (46)	\$ (63)
Amortizations during year	(920)	(983)	208	323
Total recognized amounts in unrestricted net assets	\$ 298	\$ (879)	\$ 162	\$ 260

The estimated net loss and prior service cost for the Pension Plan that will be amortized from unrestricted net assets into periodic benefit cost over the next fiscal year are \$1,013 and \$(58), respectively. The estimated net gain and prior service cost for the other postretirement plan that will be amortized from unrestricted net assets into periodic benefit cost over the next fiscal year are \$(140) and \$0, respectively.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

The following table sets forth the actuarial present value of benefit obligations and aggregate funded status of the Pension Plan:

	June 30	
	2018	2017
Change in benefit obligation:		
Benefit obligation at beginning of fiscal year	\$ 39,623	\$ 41,230
Service cost	423	482
Interest cost	1,449	1,310
Actuarial gains	(102)	(1,717)
Benefits paid	(1,812)	(1,682)
Benefit obligation at end of fiscal year	<u>39,581</u>	39,623
Change in plan assets:		
Fair value of plan assets at beginning of fiscal year	28,406	29,133
Actual gain (loss) on plan assets	73	(318)
Employer contributions	1,398	1,273
Benefits paid	(1,812)	(1,682)
Fair value of plan assets at end of fiscal year	<u>28,065</u>	28,406
Underfunded status of the plan and accrued pension obligation	<u>\$ (11,516)</u>	<u>\$ (11,217)</u>
Accumulated benefit obligation	<u>\$ 39,252</u>	<u>\$ 39,386</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

Weighted-average assumptions for the Pension Plan are as follows:

	June 30	
	2018	2017
Discount rate – liability	4.10%	3.75%
Discount rate – cost	3.75	3.25
Expected rate of return on plan assets	5.00	5.25
Compensation growth rate – liability	3.00	3.00
Compensation growth rate – cost	3.00	3.00

The assumptions used in the actuarial valuations were established by the Museum in conjunction with its actuary. The expected long-term rate of return on plan assets was established using the Museum’s target asset allocation for equity and fixed income securities and the historical average rates of return for equity and fixed income securities adjusted by an assessment of possible future influences that could cause the returns to trail long-term patterns. The weighted-average rates of increase in compensation were established based upon the Museum’s long-term internal compensation plans.

	Year Ended June 30	
	2018	2017
Components of net periodic benefit cost recognized in the statements of activities:		
Service cost	\$ 423	\$ 482
Interest cost	1,449	1,310
Expected return on plan assets	(1,394)	(1,503)
Amortization of prior service cost	(58)	(58)
Recognized net actuarial loss	979	1,041
	\$ 1,399	\$ 1,272

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

The Pension Plan invests in an unallocated immediate participation guarantee group annuity contract with John Hancock Life Insurance Company (the Insurer), which is considered a Level 3 investment in the fair value hierarchy. The investment balances and related investment results are based on information provided by the Insurer, which considers significant inputs for the unallocated insurance contract, including specific terms and contractual provisions outlined in the contract, such as the effective interest rate. The Insurer credits the Pension Plan’s deposits that are intended to provide future benefits to present employees to an account that is invested with other assets of the Insurer. The account is credited with its share of the Insurer’s actual investment income. The investment in the group annuity contract is designed to grow at a rate consistent with the underlying obligation. The actual asset allocations by asset category are consistent with its targets and are as follows:

	June 30	
	2018	2017
Debt securities	99%	99%
Equity securities	1	1
Total	100%	100%

The Museum expects to make a contribution of \$1,583 to the Pension Plan in fiscal year 2019. The Museum reserves the right to contribute more or less than this amount but not less than any minimum contribution requirement under the Pension Protection Act (PPA). Benefit payments over the next five fiscal years are estimated as follows:

Years ending:	
2019	\$ 1,902
2020	1,992
2021	2,073
2022	2,152
2023	2,217
Five years thereafter	12,011

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

In addition, the Museum sponsors a 401(k) savings plan. The Museum matches employee contributions at a rate of 50% of the first 4% of total compensation. The Museum's contributions to the 401(k) plan were \$210 and \$211 for the years ended June 30, 2018 and 2017, respectively.

The following information is provided for the Museum's postretirement medical benefits plan:

	June 30	
	2018	2017
Change in benefit obligation:		
Benefit obligation at beginning of fiscal year	\$ 578	\$ 677
Interest cost	18	17
Actuarial gain	(46)	(62)
Benefits paid	(95)	(103)
Participant contributions	54	49
Benefit obligation at end of fiscal year	<u>509</u>	<u>578</u>
Change in plan assets:		
Fair value of plan assets at beginning of fiscal year	-	-
Participant contributions	54	49
Employer contributions	41	54
Benefits paid	(95)	(103)
Fair value of plan assets at end of fiscal year	<u>-</u>	<u>-</u>
Underfunded status of the plan and accrued postretirement medical benefits	<u>\$ (509)</u>	<u>\$ (578)</u>

Approximately \$(49) and \$(50) of the accrued postretirement medical benefit liability is included in accounts payable and accrued expenses on the statements of financial position as of June 30, 2018 and 2017, respectively.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

10. Benefit Plans (continued)

The discount rate used in determining the accumulated postretirement benefit obligation at June 30, 2018 and 2017, was 3.85% and 3.35%, respectively. The discount rate used in determining the net periodic benefit cost was 3.35% and 2.7% at June 30, 2018 and 2017, respectively. The health care cost trend rate used is 7.5% for fiscal year 2018, declining to 5.5% by 2023. A one-percentage-point increase in the health care cost trend would have increased the fiscal 2018 and 2017 interest costs in total by \$2 and \$2, respectively, and would have increased the accumulated postretirement benefit obligation by \$42 and \$51, respectively. A one-percentage-point decrease in the health care cost trend would have decreased the fiscal 2018 and 2017 interest costs in total by \$2 and \$2, respectively, and would have decreased the accumulated postretirement benefit obligation by \$38 and \$46, respectively.

	Year Ended June 30	
	2018	2017
Components of net periodic benefit credit recognized in the statements of activities:		
Interest cost	\$ 19	\$ 17
Amortization of prior service credit	(58)	(170)
Recognized net actuarial gain	(150)	(152)
	\$ (189)	\$ (305)

The benefits expected to be paid in each year for the fiscal years 2019–2023 are \$49, \$50, \$50, \$48, and \$46, respectively. The anticipated benefits to be paid in the five years from 2024 to 2028 are \$196.

11. Financing Arrangements and Long-Term Obligations

Operating Leases

The Museum has an operating lease for warehouse space that can be terminated at its discretion. Total rental expense for the years ended June 30, 2018 and 2017, was \$84 and \$78, respectively.

The Cleveland Museum of Art

Notes to Financial Statements (continued)
(In Thousands, Unless Noted)

11. Financing Arrangements and Long-Term Obligations (continued)

Cultural Facility Revenue Bonds

Cultural Facility Revenue Bonds consist of the following:

	Interest Rates	Final Fiscal Year Maturity	Amount Outstanding at June 30	
			2018	2017
Series 2005	Variable rate	2037–2041	\$ 90,000	\$ 90,000
Series 2010	3% to 5%	2019–2023	70,430	70,430
			160,430	160,430
Unamortized premium			1,357	1,939
Unamortized financing costs			(727)	(853)
Current portion			(14,090)	–
Long-term debt			\$ 146,970	\$ 161,516

Series 2005

In October 2005, pursuant to certain agreements between the Museum and the Cleveland-Cuyahoga Port Authority, the Cleveland-Cuyahoga Port Authority issued \$90,000 in variable rate, tax-exempt Cultural Facility Revenue Bonds (The Cleveland Museum of Art Project), Series 2005, payable October 1, 2040 (the 2005 Bonds). The proceeds of the 2005 Bonds were used to finance the Museum’s construction, renovation, and expansion project. The 2005 Bonds were issued in four series: (i) the Series A Bonds in the principal amount of \$30,000, (ii) the Series B Bonds in the principal amount of \$20,000, (iii) the Series C Bonds in the principal amount of \$20,000, and (iv) the Series D Bonds in the principal amount of \$20,000. The 2005 Bonds have adjustable methods of interest rate determination and interest payment dates, and were in weekly variable rate mode based on a tax-free LIBOR, bearing interest at 1.50% at June 30, 2018 (range from .77% to 1.83% during the year ended June 30, 2018), and on June 30, 2017, bearing interest at .90% (range from .39% to .97% during the year ended June 30, 2017). The interest rate is determined by an external agent.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

11. Financing Arrangements and Long-Term Obligations (continued)

The 2005 Bonds are secured by a standby bond purchase agreement, with an expiration date of December 1, 2020. Under the terms of this agreement, in the event of a failed remarketing, the bank will provide liquidity to make payment to the bond holders. Fees incurred related to the remarketing of the bonds were \$461 and \$443 during the years ended June 30, 2018 and 2017, respectively, and are included in general and administrative expense in the statements of activities.

Series 2010

On July 1, 2010, pursuant to certain agreements between the Museum and the Cleveland-Cuyahoga Port Authority, the Cleveland-Cuyahoga Port Authority issued \$70,430 in fixed rate, tax-exempt Cultural Facility Revenue Bonds, Series 2010 (The Cleveland Museum of Art Project). The proceeds of the 2010 Bonds were used to finance the Museum's construction, renovation, and expansion project. The 2010 Bonds were issued at a premium with varying maturity dates ranging from October 2018 to 2022 and with coupon rates ranging from 3.00% to 5.00%.

While these Cultural Facility Revenue Bonds are not a direct indebtedness of the Museum, the loan agreement with the Cleveland-Cuyahoga Port Authority obligates the Museum to make payments equal to the principal of and premium, if any, and interest on the respective Bonds, whether at maturity, upon acceleration or upon redemption. Bond service charges due on the Bonds will be required to be made by the Museum as loan payments under the agreement. Interest-only payments are required to be made until October 1, 2036, for the Series 2005 Bonds and October 1, 2018, for the Series 2010 Bonds.

Annual maturities of Cultural Facility Revenue Bonds are as follows:

2018	\$ 14,090
2019	14,085
2020	14,085
2021	14,085
2022	14,085
Thereafter	90,000
	<u>\$ 160,430</u>

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

11. Financing Arrangements and Long-Term Obligations (continued)

The Museum is subject to certain restrictive covenants, including provisions relating to maintaining certain debt ratios and other matters. The Museum was in compliance with these covenants at June 30, 2018.

Unamortized Financing Costs

Unamortized financing costs are amortized over the period the obligation is outstanding using the effective interest method. Included in general and administrative expense on the statements of activities was \$126 of amortization of deferred financing costs during each of the years ended June 30, 2018 and 2017.

Interest Rate Swap

In connection with the 2005 Bonds, the Museum entered into a floating-to-fixed rate swap to manage the risk of increased debt service costs resulting from rising variable interest rates. The swap consists of a \$90,000, eight-year floating-to-fixed rate swap whereby the Museum paid a fixed rate of 3.341% and received 70% of one-month LIBOR. The notional amount of the swap declined each year until its maturity on January 1, 2014.

In December 2009, the Museum entered into a floating-to-fixed rate swap to hedge the unhedged principal amount of the 2005 Bonds, due to the declining notional amount of the previous swap. The effective date of the swap was January 3, 2011, with an initial notional amount of \$63,500, increasing to \$90,000 on January 2, 2014, when the original swap matured. The swap matures on January 1, 2021, and consists of a floating-to-fixed rate swap whereby the Museum pays a fixed rate of 2.8623% and receives 70% of one-month LIBOR. This derivative instrument is not designated as a hedging instrument. At June 30, 2018 and 2017, the fair value of the swap agreement as of the close of business that day, was \$(2,127) and \$(5,073), respectively, owed to the counterparty and has been recorded in other liabilities on the statements of financial position. The change in fair value of the swap agreement is recorded in other changes in net assets on the statements of activities. Net interest cost incurred under the swap agreement was \$1,613 and \$2,123 for fiscal 2018 and 2017, respectively, and is included in general and administrative expense on the statements of activities.

The Cleveland Museum of Art

Notes to Financial Statements (continued)

(In Thousands, Unless Noted)

11. Financing Arrangements and Long-Term Obligations (continued)

Interest

Interest expense on the 2005 Bonds was approximately \$1,017 and \$618 in fiscal years 2018 and 2017, respectively, and is included in general and administrative expense on the statements of activities. Interest expense on the 2010 Bonds was approximately \$3,155 in fiscal 2018 and 2017, and is included in general and administrative expense on the statements of activities. Interest paid on the 2005 and 2010 Bonds was \$4,172 and \$3,773 in fiscal years 2018 and 2017, respectively.

Line of Credit

The Museum has a line of credit with a financial institution totaling \$10,000. The line is intended to meet the short-term financing needs of the Museum. There were no amounts borrowed on the line of credit during fiscal 2018 or 2017 and no amounts outstanding as of June 30, 2018 or 2017.

12. Income Taxes

The Museum is a nonprofit organization and is exempt from federal income taxes on related income under Section 501(c)(3) of the Internal Revenue Code. There were no amounts recorded for uncertain tax positions as of June 30, 2018 and 2017.

The Tax Cuts and Jobs Act (the Act) was enacted on December 22, 2017. For tax-exempt entities, the Act requires organizations to categorize certain fringe benefit expenses as a source of unrelated business income, pay an excise tax on remuneration above certain thresholds that is paid to executives by the organization, and report income or loss from unrelated business activities on an activity-by-activity basis, among other provisions. Certain regulatory guidance provides for a measurement period of up to one year from the date of enactment, during which the accounting for the tax effects of the Act may be completed. The Museum may record further adjustments in future periods upon obtaining, preparing, or analyzing additional information about facts and circumstances that existed as of the date of enactment. The Museum will continue to revise and refine the calculations as additional IRS guidance is issued; however, the Museum does not anticipate any material impact to the financial statements.

13. Subsequent Events

The Museum has evaluated subsequent events through November 21, 2018, the date the financial statements were issued.

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