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INDEPENDENT ACCOUNTANTS' COMPILATION REPORT

To the Board of Directors of Westport Historical Society, Inc. Westport, Massachusetts

Management is responsible for the accompanying financial statements of Westport Historical Society, Inc. (a nonprofit organization), which comprise the statements of financial position as of September 30, 2016 and 2015, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements in accordance with accounting principles generally accepted in the United States of America. We have performed compilation engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. We did not audit or review the financial statements nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial statements.

The supplementary information contained in the schedules of functional expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. This information is the representation of management. The information was subject to our compilation engagements, however, we have not audited or reviewed the supplementary information and accordingly, do not express an opinion, a conclusion, nor provide any form of assurance on such supplementary information.

January 17, 2017

Mayor Ragon; Within LAP

WESTPORT HISTORICAL SOCIETY, INC. STATEMENTS OF FINANCIAL POSITION SEPTEMBER 30, 2016 AND 2015

		2016		2015
ASSETS				
Assets Cash Grants Receivable Prepaid Expenses Pledges Receivable Investments Collections (Note 2)	\$	43,696 3,800 761 2,800 592,229	\$	9,806 1,900 762 20,208 551,166
TOTAL ASSETS	\$	643,286	\$	583,842
LIABILITIES AND NET ASSETS				
<u>Liabilities</u> Payroll Withholdings and Taxes Payable Total Liabilities	\$	2,629 2,629	<u>\$</u>	4,047 4,047
Net Assets Unrestricted Unrestricted Operating Board Designated Endowment Total Unrestricted Net Assets		46,428 283,036 329,464		8,421 318,486 326,907
Temporarily Restricted Permanently Restricted	_	254,193 57,000		200,888 52,000
Total Net Assets TOTAL LIABILITIES AND NET ASSETS	<u>\$</u>	640,657 643,286	\$	579,795 583,842

WESTPORT HISTORICAL SOCIETY, INC. STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED SEPTEMBER 30, 2016 AND 2015

2015 2016 Temporarily Permanently Temporarily Permanently Restricted Total Restricted Total Unrestricted Restricted Unrestricted Restricted Revenue and Support \$ \$ 14,735 24,005 \$ \$ 24,005 14,735 \$ Dues 9.669 5,000 52,788 38,119 38.146 68,708 5,000 111,854 Contributions 2,200 2,200 2,800 2,800 Grants 2.007 2,408 2,408 2,007 Sales to the Public 83 83 35 35 Royalty 1.320 1.983 1,320 1,983 Program and Other Income 35,981 35,981 1.110 Special Events 1.110 15,191 15,191 13,508 13,508 Investment Income (64,810)(64,810)33,130 33,130 Net Investment Gains and Losses Total Revenue and Support before 59,495 42,626 11,869 5.000 5,000 190,833 114.325 71,508 Restrictions Net Assets Released from Restrictions 20,979 (20,979)18,203 (18,203)Satisfaction of Program Restrictions 5,000 59,495 63,605 (9,110)53,305 5,000 190,833 132,528 Total Revenue and Support Expenses 58,589 51,480 58,589 51,480 Programs 81,089 76,030 81,089 76,030 Management and General Expenses 32,782 32,782 2,431 2,431 Fundraising 172,460 172,460 129,941 129,941 Total Expenses (112,965)(9,110)5,000 53,305 5,000 60,892 (108, 855)2,587 Change in Net Assets Changes Related to Collections Items Not Capitalized (900)(30)(900)(30)Collection Items Purchased 693,660 209,998 47,000 436,662 52,000 579,795 326,907 200,888 Net Assets, Beginning of Year 579,795 326,907 52,000 640,657 200,888 329,464 254,193 57,000 Net Assets, End of Year

WESTPORT HISTORICAL SOCIETY, INC. STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED SEPTEMBER 30, 2016 AND 2015

		<u>2016</u>		<u>2015</u>
Cash Flows from Operating Activities				
Change in Net Assets	\$	60,892	\$	(112,965)
Adjustments to Reconcile Change in Net Assets to				
Net Cash Provided by Operating Activities:				
Unrealized (Gain) Loss on Investments		(33,130)		64,810
Gifts of Marketable Securities		(5,413)		(1,535)
Purchase of Collection Items not Capitalized		(30)		(900)
(Increase) Decrease in:				
Grant Receivable		(1,900)		(1,600)
Prepaid Expenses		1		5,537
Pledges Receivable		17,408		71,714
Increase (Decrease) in:				
Accounts Payable		-		(271)
Payroll Withholdings and Taxes Payable		(1,418)		(41)
Total Adjustments		(24,482)		137,714
Net Cash Provided by Operating Activities		36,410		24,749
Cash Flows from Investing Activities				
Purchases of Investments		(72,340)		(629,298)
Proceeds from Sales of Investments		69,820	_	594,423
Net Cash Used by Investing Activities		(2,520)	_	(34,875)
Net Increase (Decrease) in Cash		33,890		(10,126)
Cash, Beginning of Year		9,806		19,932
Cash, End of Year	<u>\$</u>	43,696	\$_	9,806

Note 1 - ORGANIZATION

Founded in 1964, Westport Historical Society Inc. (the Society) is a tax-exempt 501(c)(3) organization with 450 members. Their mission is to educate and connect the residents of the area to their heritage through public programs, exhibits, publications and research and to collect, preserve and document the material culture of Westport. Currently based in the Bell Schoolhouse at 25 Drift Road, the Historical Society maintains an active schedule of public programs, exhibitions, educational opportunities and publications. The Society also holds a significant collection of historical materials, paintings, photographs, documents, and other artifacts relating to the region.

The Society, through funding by the Town of Westport's Community Preservation Committee, became owners of the Cadman-White-Handy House (Handy House) a property registered with the National Register of Historic Places. This property is subject to a Historic Preservation Agreement with the Town of Westport and will be maintained and preserved for the benefit of the public. It is also subject to a right-of-first-refusal by the Town of Westport with no payment required.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States. The assets and liabilities of the Society are presented in the order of liquidity.

Basis of Presentation

Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Society and changes therein are classified and reported as follows:

Unrestricted funds include funds that impose no restrictions on the Society as to their use or purpose. Such funds are expended for charitable purposes as deemed appropriate by the Board of Directors and for operating purposes.

Unrestricted board-designated net assets consist of investments held long term. The board has designated these funds for the purpose of creating an endowment with the intention that the income only will be spent for the benefit of the Society. As these funds are invested as an endowment by the board, they can also be released and spent by their decision.

Temporarily restricted net assets are subject to donor-imposed stipulations that will be met either by actions of the Society and/or the passage of time. These net assets represent contributions which must be spent for the purposes established by the donors. Expirations of temporary restrictions on net assets (i.e., donor-stipulated purpose has been fulfilled and/or stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

Temporary restrictions on contributions to acquire long-lived assets are considered met in the period in which the assets are acquired or placed into service.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Basis of Presentation (Cont'd)

Permanently restricted net assets are subject to donor-imposed stipulations that require the principal be invested and the income be used either for a specific purpose or for general operations of the Society. Generally, the donors of these assets permit the Society to use all of, or part of, the income earned on related investments for general or specific purposes.

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Gains and losses in the present value of contributions receivable are included as contributions revenue or loss. Expirations of temporary restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as net assets released from restrictions.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the Society considers all highly liquid securities not included in the investment portfolio that were purchased with a maturity of three months or less to be cash equivalents.

Contributions and Grants Receivable

Contributions are recorded as receivables and contributions revenue in the year made. Contributions received for support of future operations and museum acquisitions are recorded as increases to temporarily restricted net assets. The Society considers grants receivable to be fully collectible; and accordingly, no allowance for doubtful collections is required.

Functional Allocation of Expenses

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

Property and Equipment

The Society does not capitalize its purchases of small equipment as it considers these costs insignificant. Expenses for these purchases total \$1,275 and \$731 for the years ended September 2016 and 2015, respectively.

Collections

In conformity with the practice followed by most museums, the Society's financial statements exclude the value of the collection items, and no determination has been made as to the aggregate value of such items.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Collections (Cont'd)

The Society collects manuscripts, books, maps, newspapers, photographs, and works of art, as well as museum artifacts that are related to Westport's history. The Society's collections are maintained for research, education, and public exhibition in furtherance of public service rather than for financial gain. In addition, the Society owns two historical properties. The first is Bell Schoolhouse at 25 Drift Road. This property was deeded to the Society subject to covenants that include requirements to maintain the building and its belfry, pursue antiquarian and/or historical purposes, and if transferred, it can only be transferred to another antiquarian or historical society, without charge. The second property is the Cadman-White-Handy House; a residence registered with the national register of historic places. This property is subject to a historic preservation agreement and is preserved for the benefit of the public. Collections are the most valuable assets of the Society and are protected, kept unencumbered, cared for, and preserved.

The Society does not include either the cost or the value of its collections in the statements of financial position, nor does it recognize gifts of collection items as revenues in the statements of activities. Because items acquired for collections by purchase are not capitalized, the cost of those acquisitions is reported as a decrease in net assets in the statements of activities.

Income Tax Status

On July 26, 1973, Westport Historical Society Inc. received a favorable determination letter from the U. S. Department of Treasury, effective June 14, 1973, exempting it from income taxes as an Organization formed for charitable purposes under Section 501(c)(3) of the Internal Revenue Code as an Organization described under Section 509(a)(2). It is not a private foundation. Consequently, the accompanying financial statements do not reflect any provision for income taxes. In addition, the Society believes it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements.

Contributed Services

Donated services are recognized as contributions if the services received (a) create or enhance long-lived assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. Volunteers provide various services during the year, the majority of which have not been recognized as contributions in the financial statements since the recognition criteria were not met.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Fair Value Measurements

The Society measures the fair value of certain assets and liabilities based upon valuation techniques that include observable and unobservable inputs and assumptions that market participants would use in pricing these assets and liabilities and use a fair value hierarchy that prioritizes the information used to develop those assumptions.

Note 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

Fair Value Measurements (Cont'd)

The fair value hierarchy is summarized as follows:

- Level 1 Quoted prices in active markets for identical assets or liabilities;
- Level 2 Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; and
- Level 3 Unobservable inputs that are supported by little or no market activity that are significant to the fair value of the assets or liabilities.

Note 3 - PLEDGES RECEIVABLE

The Society considers all pledges to be collectible and has estimated that its allowance for doubtful pledges is zero. Pledges receivable consist of the following at September 30, 2016 and 2015:

	<u>2016</u>			<u> 2015</u>
Cadman-White-Handy House Other Pledges	\$ 	2,000 800	\$ 	20,208
	<u>\$</u>	2,800	\$	20,208
Receivable in less than one year Receivable in one to five years	\$ 	2,800	\$	20,208
	<u>\$</u>	2,800	\$	20,208

Note 4 - INVESTMENTS AND FAIR VALUE MEASUREMENTS

The Society's investment and spending policy is to manage their portfolio of conservative income-producing funds with a goal of achieving a predictable income stream. Portfolio growth is a secondary objective, to account for inflation and thus maintain the purchasing power of the endowment. A portion of interest and dividends are distributed and used to meet approximately twenty percent of operating expenses.

The Society carries investments in marketable securities with readily determinable fair values and all investments in debt securities at their fair values based on quoted prices in active markets (all Level 1 measurements) in the Statement of Financial Position. Unrealized gains and losses are included in the change in net assets in the accompanying Statement of Activities.

Note 4 - INVESTMENTS AND FAIR VALUE MEASUREMENTS (CONT'D)

Investments at September 30, 2016 and 2015 are as follows:

		<u>20</u>	<u> 16</u>		<u>2015</u>				
		Cost	<u>Fa</u>	air Value	r Value <u>Cost</u>		<u>Fa</u>	<u>ur Value</u>	
Cash & Money Funds Mutual Funds Exchange Traded Products Equities	\$	78,295 302,722 188,916 30,030	\$	78,295 296,047 188,554 29,333	\$	49,358 319,642 191,714 30,030	\$	49,358 298,441 173,551 29,816	
	<u>\$</u>	599,963	\$_	592,229	\$_	<u>590,744</u>	\$	<u>551,166</u>	

Fair values of assets measured on a recurring basis at September 30, 2016 and 2015 are as follows:

<u>9/30/16</u>	Total Fair <u>Value</u>		ii Ma Io	oted Prices in Active arkets for dentical Assets Level 1)	Otl Obser Inp	ficant her rvable outs rel 2)	Unobs In	ificant servable puts vel 3)
Cash & Money Funds	\$	78,295	\$	78,295	\$	-	\$	-
Mutual Funds		296,047		296,047		-		-
Exchange Traded Products		188,554		188,554		-		•
Equities		<u> 29,333</u>		<u> 29,333</u>				-
	\$	592,229	\$	592,229	\$		\$	
<u>9/30/15</u>								
Cash & Money Funds	\$	49,358	\$	49,358	\$	_	\$	_
Mutual Funds	•	298,441	~	298,441	•	_	~	_
Exchange Traded Products		173,551		173,551		_		_
Equities		29,816		29,816		_		
Equities	_	27,010		22,010	-			
	<u>\$</u>	551,166	<u>\$</u>	551,166	\$		\$	

Note 5 - INVESTMENTS AND ENDOWMENT NET ASSETS

The Commonwealth of Massachusetts has enacted the Uniform Prudent Management of Institutional Funds Act. The board of directors of the Society has interpreted that as requiring the preservation of the fair value of the original gift as of the gift date of the donor restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Society classified 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 if such stipulation exists.

Note 5 - INVESTMENTS AND ENDOWMENT NET ASSETS (CONT'D)

The Society maintains three separate investment portfolios as part of their endowment net assets. One portfolio consists of investments solely designated by the board of directors as endowment net assets. The second portfolio is maintained for the operations and restoration of Handy House and contains both donor restricted and board designated amounts. The third portfolio consists of one fund whose original gifts are maintained in perpetuity as per donor agreement. The remaining portion of the corpus restricted endowment fund that is not classified in permanently restricted net assets is classified as unrestricted; board designated net assets until those amounts are withdrawn from the account.

The following summarizes the Society's changes in investments attributable to endowment net assets:

	Board	Donor	Donor	
	Designated	Temporarily	Permanently	
	Endowment	Restricted	Restricted	
	<u>Fund</u>	Endowments	Endowments	Total
Fair Value Endowment Net Assets, 9/30/14	<u>\$414,290</u>	<u>\$ 118,276</u>	\$ 47,000	<u>\$579,566</u>
Investment Return:				
Investment Income	15,191	_	-	15,191
Investment Fees	(1,991)	_	-	(1,991)
Net Investment Losses	(64,810)			(64,810)
	(51,610)			(51,610)
Contributions	1,535	45,875	5,000	52,410
Funds Transferred / (Withdrawn)	(45,729)	16,529		(29,200)
Fair Value Endowment Net Assets, 9/30/15	318,486	180,680	52,000	<u>551,166</u>
Investment Return:				
Investment Income	13,508	-	-	13,508
Investment Fees	(2,563)	-	-	(2,563)
Net Investment Gains	33,130			33,130
	44,075	-		44,075
Contributions	413	66,282	5,000	71,695
Funds Transferred / (Withdrawn)	<u>(79,938</u>)	5,231		_(74,707)
Fair Value Endowment Net Assets, 9/30/16	\$283,036	<u>\$ 252,193</u>	<u>\$ 57,000</u>	<u>\$592,229</u>

Note 6 - SALES TO THE PUBLIC

The Society offers a variety of books and other publications to the public for sale. Costs associated with these sales are netted against gross revenue received. For the years ended September 30, 2016 and 2015, total costs of goods sold were \$1,073 and \$351, respectively.

Note 7 - CONTRACT SERVICES AND IN-KIND CONTRIBUTIONS

For the years ended September 30, 2016 and 2015, contracted services charged to expense totaled \$27,892 and \$33,078, respectively. The Society receives a significant amount of inkind gifts of services. Of the totals reported above, \$9,328 and \$12,528 were contributed for the years ended September 30, 2016 and 2015, respectively. These gifts consisted of architectural, legal, site engineering, landscaping and graphic design services.

Note 8 - RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes:

<u>2016</u> <u>2015</u>

Cadman-White-Handy House

<u>\$ 254,193</u> <u>\$ 200,888</u>

Permanently restricted net assets totaling \$57,000 and \$52,000, respectively, consist of gifts given to be held in perpetuity, the income of which may be used to benefit the Society. Reevaluation of gifts received and expenditures made to-date for the benefit of Handy House resulted in a restatement of net assets released from restriction for the fiscal year-ended September 30, 2015. This resulted in a \$39,180 increase of temporarily restricted net assets at September 30, 2015.

Note 9 - RETIREMENT PLAN

The Organization offers certain employees the option to participate and make elective deferrals to a 403(b) plan. Currently, one employee participates. The Organization does not make contributions to the plan on behalf of its employees.

Note 10 - SUBSEQUENT EVENTS

Subsequent events have been evaluated through January 17, 2017, the date the financial statements were available to be issued. No such events requiring disclosure subsequent to the year-end were noted as of January 17, 2017.

WESTPORT HISTORICAL SOCIETY, INC. SUPPLEMENTAL SCHEDULES OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED SEPTEMBER 30, 2016 AND 2015

	2016							2015									
	Management								Management								
				and													
	_ Pı	rograms		eneral	<u>Fur</u>	ndraising	ng <u>Total</u>		Programs			<u>General</u>		ndraising		Total	
Payroll	\$	6,820	\$	50,602	\$	-	\$	57,422	\$	15,849	\$	52,243	\$	-	\$	68,092	
Payroll Taxes		522		3,871		-		4,393		1,212		3,997		-		5,209	
Contract Services		20,767		6,670		455		27,892		20,489		6,966		5,623		33,078	
Dues and Subscriptions		-		707		-		707		-		962		-		962	
Investment Fee		2		2,561		-		2,563		-		1,991		-		1,991	
Facility Food & Entertainment		-		-		-		-		-		-		23,977		23,977	
Other Event Expense		-		-		601		601		-		-		952		952	
Occupancy		3,918		-		-		3,918		2,801		167		-		2,968	
Equipment/Furnishings		1,255		20		-		1,275		589		142		-		731	
Insurance		-		6,579		-		6,579		-		6,162		-		6,162	
Office Expense		96		2,400		42		2,538		29		5,767		-		5,796	
Postage		1,024		921		324		2,269		536		690		763		1,989	
Printing		5,580		-		1,009		6,589		2,791		514		1,467		4,772	
Curatorial, Exhibits & Fees		6,655		-		-		6,655		8,393		-		-		8,393	
Telephone and Internet		1,102		1,699		-		2,801		474		1,488		-		1,962	
Utilities		3,739						3,739		5,426		-		-		5,426	
Total Expenses	<u>\$</u>	51,480	\$	76,030	\$	2,431	\$_	129,941	\$	58,589	\$	81,089	\$	32,782	\$	172,460	