

**The Geological Society of America, Inc.
and
The Geological Society of America Foundation, Inc.**

Boulder, Colorado

Combined Financial Statements

June 30, 2014 and 2013

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

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Independent Auditor's Report

Council and Board of Trustees
The Geological Society of America, Inc. and
The Geological Society of America Foundation, Inc.
Boulder, Colorado

Report on the Financial Statements

We have audited the accompanying combined financial statements of The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc. (nonprofit organizations), which comprise the combined statements of financial position as of June 30, 2014 and 2013, and the related combined statements of activities, changes in net assets, and cash flows for the years then ended, and the related combined notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these combined financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of combined financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these combined financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free of material misstatement. We did not audit the financial statements of The Geological Society of America Foundation, Inc., which statements reflect total assets of \$17,702,996 and \$15,540,544 as of June 30, 2014 and 2013, respectively, and total revenues and support of \$1,565,577 and \$3,161,505 for the years then ended.

Those statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for The Geological Society of America Foundation, Inc., is based solely on the report of the other auditors. The financial statements of The Geological Society of America Foundation, Inc. were not audited in accordance with *Government Auditing Standards*.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined 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.

Independent Auditor's Report (continued)

Auditor's Responsibility (continued)

In making those risk assessments, the auditor considers internal control relevant to the Organization's preparation and fair presentation of the combined 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 Organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the combined 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 combined financial statements referred to above present fairly, in all material respects, the financial position of The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc. as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the combined financial statements as a whole. The accompanying supplemental combining statements of financial position, activities, and changes in net assets are presented for purposes of additional analysis of the combined financial statements rather than to present the financial position, activities, changes in net assets of the individual organizations, and are not a required part of the combined financial statements. The accompanying schedule of expenditures of federal awards, as required by *Office of Management and Budget Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations*, is presented for purposes of additional analysis and is not a required part of the basic combined financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or the combined financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated September 22, 2014, on our consideration of The Geological Society of America, Inc.'s internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters.

Independent Auditor's Report (continued)

Other Reporting Required by Government Auditing Standards (*continued*)

The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering The Geological Society of America, Inc.'s internal control over financial reporting and compliance.


Certified Public Accountants

Fort Collins, Colorado
September 22, 2014

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combined Statements of Financial Position

June 30	2014	2013
ASSETS		
Current Assets		
Cash and cash equivalents	\$ 1,796,134	\$ 831,531
Investments	5,051,384	2,368,015
Accounts receivable, net	321,815	417,473
Contributions receivable, current, net	66,361	421,183
Publications inventory	329,923	305,133
Prepaid expenses and other current assets	462,096	372,689
Total current assets	<u>8,027,713</u>	<u>4,716,024</u>
Property and Equipment, net	<u>2,521,701</u>	<u>2,411,197</u>
Other Assets		
Investments, long-term, unrestricted	13,288,330	13,597,556
Investments, long-term, restricted	25,111,007	22,447,658
Contributions receivable, long-term, net	121,494	11,775
Prepaid expenses, long-term	91,569	95,056
Beneficial interest in charitable trusts	152,681	232,270
Total other assets	<u>38,765,081</u>	<u>36,384,315</u>
 Total assets	 <u><u>\$ 49,314,495</u></u>	 <u><u>\$ 43,511,536</u></u>

June 30	2014	2013
LIABILITIES AND NET ASSETS		
Current Liabilities		
Accounts payable	\$ 193,681	\$ 237,281
Current maturities of capital leases	2,807	3,473
Accrued liabilities	505,623	487,957
Deferred revenue	1,644,243	1,571,320
Total current liabilities	<u>2,346,354</u>	<u>2,300,031</u>
Long-Term Liabilities		
Capital leases, net of current maturities	-	2,589
Total long-term liabilities	<u>-</u>	<u>2,589</u>
Net Assets		
Unrestricted		
Designated for building repairs and improvement	468,646	411,546
Designated for technology projects	148,952	142,538
Undesignated	10,785,570	7,888,692
Total unrestricted net assets	<u>11,403,168</u>	<u>8,442,776</u>
Temporarily restricted	25,964,239	23,478,952
Permanently restricted	9,600,734	9,287,188
Total net assets	<u>46,968,141</u>	<u>41,208,916</u>
Total liabilities and net assets	<u>\$ 49,314,495</u>	<u>\$ 43,511,536</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combined Statements of Activities

Years ended June 30

2014

	Unrestricted	Temporarily Restricted	Permanently Restricted
Revenues and Support			
Publications	\$ 3,986,273	\$ -	\$ -
Meetings	2,857,450	-	-
Membership dues and services	667,873	-	-
Sections and divisions	612,756	-	-
Grants	517,817	-	-
Contributions	307,143	584,664	275,147
Education and outreach	1,391,180	-	-
Change in value of split interest agreements	-	(125)	(18,141)
Other support and revenue	706,798	(4,253)	-
Net assets released from restrictions	2,868,876	(2,925,416)	56,540
Total revenues and support	<u>13,916,166</u>	<u>(2,345,130)</u>	<u>313,546</u>
Expenses			
Program services			
Publications	1,780,973	-	-
Meetings	2,347,394	-	-
Membership	674,379	-	-
Sections and divisions	439,569	-	-
Grants and awards	2,120,758	-	-
Education and outreach	1,157,477	-	-
Total program services	<u>8,520,550</u>	<u>-</u>	<u>-</u>
Supporting services			
Fundraising	247,874	-	-
General and administrative	3,311,750	-	-
Total supporting services	<u>3,559,624</u>	<u>-</u>	<u>-</u>
Total expenses	<u>12,080,174</u>	<u>-</u>	<u>-</u>
Change in Net Assets Before			
Investment Income (Loss)	<u>1,835,992</u>	<u>(2,345,130)</u>	<u>313,546</u>
Interest and dividend income	286,481	1,014,918	-
Net realized gains (losses) on investments	3,026,987	1,363,272	-
Net unrealized gains (losses) on investments	(2,189,068)	2,452,227	-
Net investment income (loss)	<u>1,124,400</u>	<u>4,830,417</u>	<u>-</u>
Change in Net Assets	<u>\$ 2,960,392</u>	<u>\$ 2,485,287</u>	<u>\$ 313,546</u>

2014		2013		
Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
\$ 3,986,273	\$ 3,488,835	\$ -	\$ -	\$ 3,488,835
2,857,450	2,042,260	-	-	2,042,260
667,873	677,477	-	-	677,477
612,756	622,432	-	-	622,432
517,817	269,178	-	-	269,178
1,166,954	575,482	1,922,889	226,900	2,725,271
1,391,180	1,055,663	-	-	1,055,663
(18,266)	-	2,747	3,924	6,671
702,545	553,984	11,701	-	565,685
-	1,385,334	(1,530,746)	145,412	-
<u>11,884,582</u>	<u>10,670,645</u>	<u>406,591</u>	<u>376,236</u>	<u>11,453,472</u>
1,780,973	1,930,900	-	-	1,930,900
2,347,394	1,952,005	-	-	1,952,005
674,379	673,336	-	-	673,336
439,569	528,719	-	-	528,719
2,120,758	1,830,624	-	-	1,830,624
1,157,477	1,022,210	-	-	1,022,210
<u>8,520,550</u>	<u>7,937,794</u>	<u>-</u>	<u>-</u>	<u>7,937,794</u>
247,874	264,361	-	-	264,361
3,311,750	2,992,492	-	-	2,992,492
3,559,624	3,256,853	-	-	3,256,853
<u>12,080,174</u>	<u>11,194,647</u>	<u>-</u>	<u>-</u>	<u>11,194,647</u>
(195,592)	(524,002)	406,591	376,236	258,825
1,301,399	219,895	782,824	-	1,002,719
4,390,259	(47,101)	(167,590)	-	(214,691)
263,159	651,920	2,679,128	-	3,331,048
<u>5,954,817</u>	<u>824,714</u>	<u>3,294,362</u>	<u>-</u>	<u>4,119,076</u>
<u>\$ 5,759,225</u>	<u>\$ 300,712</u>	<u>\$ 3,700,953</u>	<u>\$ 376,236</u>	<u>\$ 4,377,901</u>

The accompanying Notes are an integral
part of these financial statements

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combined Statements of Changes in Net Assets

Years ended June 30, 2014 and 2013

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Totals</u>
Net Assets, July 1, 2012	\$ 8,142,064	\$ 19,777,999	\$ 8,910,952	\$ 36,831,015
Change in net assets	<u>300,712</u>	<u>3,700,953</u>	<u>376,236</u>	<u>4,377,901</u>
Net Assets, June 30, 2013	8,442,776	23,478,952	9,287,188	41,208,916
Change in net assets	<u>2,960,392</u>	<u>2,485,287</u>	<u>313,546</u>	<u>5,759,225</u>
Net Assets, June 30, 2014	<u><u>\$ 11,403,168</u></u>	<u><u>\$ 25,964,239</u></u>	<u><u>\$ 9,600,734</u></u>	<u><u>\$ 46,968,141</u></u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combined Statements of Cash Flows

Increase (Decrease) in Cash and Cash Equivalents

Years ended June 30	2014	2013
Cash Flows from Operating Activities		
Change in net assets	\$ 5,759,225	\$ 4,377,901
Adjustments to reconcile change in net assets to net cash provided by operating activities		
Depreciation and amortization	141,925	127,337
Net realized and unrealized gains on investments	(4,653,418)	(3,116,357)
Contributions restricted for long-term purposes	(200,147)	(186,900)
Provision for doubtful receivables	(3,684)	(13,380)
Split-interest agreement valuation adjustments	18,266	(6,691)
Increase (decrease) in assets and liabilities		
Accounts receivable	99,342	(67,749)
Contributions receivable	245,103	(309,457)
Publications inventory	(24,790)	(3,802)
Prepays and other current assets	(85,920)	(119,511)
Accounts payable and accrued liabilities	(25,934)	115,911
Deferred revenue	72,923	(61,274)
Net cash provided by operating activities	<u>1,342,891</u>	<u>736,028</u>
Cash Flows From Investing Activities		
Purchases of investments	(384,074)	(717,392)
Purchase of property and equipment	(252,429)	(88,516)
Beneficial interest in charitable trusts	61,323	20,965
Net cash used by investing activities	<u>(575,180)</u>	<u>(784,943)</u>
Cash Flows From Financing Activities		
Payments on capital leases	(3,255)	(4,378)
Contributions for long-term purposes	200,147	186,900
Net cash provided by financing activities	<u>196,892</u>	<u>182,522</u>
Net Increase in Cash and Cash Equivalents	964,603	133,607
Cash and Cash Equivalents, Beginning of Year	<u>831,531</u>	<u>697,924</u>
Cash and Cash Equivalents, End of Year	<u><u>\$ 1,796,134</u></u>	<u><u>\$ 831,531</u></u>
Supplemental Information		
Cash paid for income taxes	\$ 9,137	\$ 8,521
Equipment acquired with capital lease	\$ -	\$ 10,440

The accompanying Notes are an integral
part of these financial statements

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The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies

Organization and Activities. The Geological Society of America, Inc. (the "Society") was incorporated in 1929 to advance the geosciences, to enhance the professional growth of its members, and to promote the geosciences in the service of humankind. The Society's programs include publishing and distributing scientific literature, awarding research grants, sponsoring scientific meetings, providing information and materials for primary level science education and furnishing information to the public about earth science education and the environment. The Society is governed by a board of directors (the Council) elected by the Society's members.

The Geological Society of America Foundation, Inc. (the "Foundation") was founded in 1980 to provide endowment and fundraising resources to advance the mission of the Society. The majority of the Foundation's support and revenue is derived from contributions and investment income. The Foundation is governed by a Board of Trustees appointed by the Board itself from a list of candidates approved by the Council of the Society and the Foundation cannot change certain portions of its governing documents without the approval of the Society.

Basis of Presentation. The accompanying combined financial statements include the accounts of The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc. (collectively "the Organization"). The financial statements have been combined due to the significant related party economic interests that exist between the organizations. Intercompany accounts and transactions have been eliminated in combination and the combined organizations are not a separate legal entity.

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles in the United States of America.

The Organization is required to report information regarding financial position and activities according to three classes of net assets:

Unrestricted Net Assets. Net assets that are currently available at the discretion of the Council and the Board of Trustees for use in the Organization's operations and those resources invested in property and equipment.

Temporarily Restricted Net Assets. Net assets restricted by donors to be used for various scientific programs, or specific time periods.

Permanently Restricted Net Assets. Net assets restricted by donor to be invested in perpetuity, the income of which is available for use in operations or various scientific programs in accordance with donor restrictions.

Use of Estimates. The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies (continued)

Cash and Cash Equivalents. The Organization considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents, unless held for reinvestment as part of the investment portfolio or otherwise encumbered. The Organization has cash balances in excess of federally insured limits periodically throughout the fiscal year.

Investments. The Organization's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Investment Committee determines the Organization's valuation policies utilizing information provided by the investment advisors and custodians. See fair value measurements below.

Unrealized gains and losses are included in the change in net assets in the accompanying statements of activities. Investment income and gains restricted by donors are reported as increases in unrestricted net assets if the restrictions are met (either a stipulated time period ends or a purpose restriction is accomplished) in the reporting period in which the income and gains are recognized.

Investments related to the balances of temporarily and permanently restricted net assets are segregated as restricted investments in the statements of financial position.

Fair Value Measurements. The Organization reports using fair value measurements, which among other things requires enhanced disclosures about investments that are measured and reported at fair value and establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Organization has the ability to access.
- Level 2 Inputs to the valuation methodology include:
 - Quoted prices for similar assets or liabilities in active markets;
 - Quoted prices for identical or similar assets or liabilities in inactive markets;
 - Inputs other than quoted prices that are observable for the asset or liability;
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies (continued)

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurements. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at June 30, 2014 and 2013.

Mutual Funds and Money Market Funds. Valued at the quoted net asset value ("NAV") of shares/units held by the Organization at year end.

Pooled Private Investment Company, Limited Partnership and Real Estate Funds. Valued at the NAV, without adjustment, of units held by the Organization at year-end. The NAV, as provided by the investment managers, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the Fund less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV.

Private Equity Portfolio. Portfolios primarily are invested in private equity limited partnerships. Investments are valued at NAV, without adjustment, as reported by their underlying investment manager. The portfolios also invest in total return swaps that are valued based upon the underlying investment's NAV, without adjustment. In the event that the Organization is unable to obtain the value of any portfolio investment from the applicable investment manager, the fair value of such portfolio investment shall be determined by the investment general partner, subject to approval by the advisory board of the investment fund.

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 Organization 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 fair value measurement at the reporting date.

In general, investments are exposed to various risks, such as interest rate, credit and overall market volatility risk. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the values of the investments will occur in the near term and that such changes could materially affect the investment balances and the amounts reported in the statements of financial position.

Accounts Receivable. Accounts receivable include administrative fees and reimbursable costs due on federal grant agreements and amounts due from sales of the Organization's products and services. At the time accounts receivable are originated, the Organization considers an allowance for doubtful accounts based on the creditworthiness of the customer. The allowance is continually reviewed and adjusted to maintain the allowance at a level considered adequate to cover future uncollectible amounts.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies (continued)

Accounts Receivable (continued). The allowance is management's best estimate of uncollectible amounts and is determined based on historical performance that is tracked by the Organization on an ongoing basis. The Organization has recorded allowances of \$5,016 and \$14,335 at June 30, 2014 and 2013, respectively.

Contributions Receivable. Contributions receivable are recorded at their net realizable value. Contributions receivable expected to be collected in future years are recorded at net present value. The discounts on those amounts are computed using an imputed interest rate applicable to the year in which the pledges are received. Amortization of the discount will be included in contribution revenue. Conditional contributions receivable are not included as support until the conditions are substantially met. The Organization records an allowance based on management's estimate of uncollectible amounts.

Publications Inventory. Publications inventory consists of books, maps, charts and other publications valued at the lower of cost or market. Cost is determined by the first-in, first-out method.

Property and Equipment. All property and equipment is stated at cost or if donated, at fair value at the date of transfer, and depreciated using the straight-line method over estimated useful lives which range from three to forty years. Expenditures for property and equipment that exceed \$5,000 are capitalized.

Long-Lived Assets. The Organization reviews its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recovered. The Organization looks primarily to the undiscounted future cash flows in its assessment of whether or not long-lived assets have been impaired.

Collections and Works of Art. The Organization has various collections and works of art that are on exhibit at the headquarters building. Collection items acquired through purchase or donation are not capitalized. Contributions of collection items are not recognized in the statements of activities. Proceeds from sales or insurance recoveries are classified on the statements of activities based on the absence or existence and nature of donor-imposed restrictions.

Deferred Revenue. Membership dues, conference registrations, subscriptions and other receipts relating to future periods are deferred and recognized as revenue in the applicable future period when the related services are rendered and expenses are incurred.

Contributions. Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support, depending on the existence or nature of any donor restrictions.

Donor-restricted support is reported as an increase in temporarily or permanently restricted net assets depending on the nature of the restriction. When a 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 statement of activities as net assets released from restrictions.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies (continued)

Grants and Awards. Grants and awards are recorded as expenses when the recipients are notified.

Functional Allocation of Expenses. The costs of providing the various programs and activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the program and supporting services benefitted. Salaries and related fringe benefits are allocated to all services based on actual time expended. Allocations of certain overhead costs are also allocated to services on a pro-rata basis of total direct expenses incurred.

Shipping and Handling Costs. Shipping and handling charges are included in revenues and the related costs are charged to various programs and activities on a functional basis in the combined statement of activities.

Income Taxes and Change in Estimate. The Society is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code except for amounts representing unrelated business income. The Foundation is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code and has been classified as an organization other than a private foundation under Section 509(a). As such, donors are entitled to a charitable deduction for their contribution to both the Society and Foundation. The Society is subject to tax on its net unrelated business taxable income for certain activities.

The Organizations utilize the provisions of ASC 740, pertaining to accounting for uncertainty in income taxes. The pronouncement requires the use of a more-likely-than-not recognition criteria before and separate from the measurement of a tax position. An entity shall initially recognize the financial statement effects of a tax position when it is more likely than not, based on the technical merits, that the position will not be sustained upon examination. With respect to the Organizations, this would primarily relate to the determination of unrelated business taxable income, and to the maintenance of its tax exempt status.

Management has evaluated the adopted policies and procedures that have been implemented to provide assurance that income is properly characterized and activities that jeopardize its tax exempt status are within limits established under existing tax code and regulations. Management has determined the effects of uncertain tax positions are not material to the Organizations for recognition or disclosure in the accompanying financial statements and, accordingly, no income tax liability has been recorded for uncertain income tax positions in the accompanying financial statements.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 1 – Summary of Significant Accounting Policies (continued)

All income tax years open for examination are subject to taxation at corporate tax rates. The years ended June 30, 2013, 2012, and 2011 are available for examination at June 30, 2014. Additionally, penalties and interest may be assessed on income taxes that are delinquent. The assessment of uncertain income taxes is subject to estimate, and it is reasonably possible that the estimate may change in the near term and the change may be material.

Subsequent Events. Management evaluates events occurring subsequent to the date of the financial statements in determining the accounting for and disclosure of transactions and events that affect the financial statements. Subsequent events have been evaluated through September 22, 2014, which is the date the financial statements were available to be issued.

Reclassifications. Certain amounts in the 2013 combined financial statements have been reclassified to conform with reporting in 2014, without affecting change in net assets.

Note 2 – Investments

The Organization's fair value hierarchy for those investment assets measured at fair value on a recurring basis is as follows at June 30, 2014:

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:			
Domestic fixed income	\$ 5,300,906	\$ -	\$ 5,300,906
Domestic equity	15,157,346	-	15,157,346
International	8,643,496	-	8,643,496
Money market funds	657,301	-	657,301
	<u>29,759,049</u>	<u>-</u>	<u>29,759,049</u>
Pooled private investment company funds	-	8,398,364	8,398,364
Limited partnership funds	-	2,349,042	2,349,042
Real estate funds	-	1,678,843	1,678,843
Private equity portfolio funds	-	1,265,423	1,265,423
	<u>\$ 29,759,049</u>	<u>\$ 13,691,672</u>	<u>\$ 43,450,721</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 2 – Investments (continued)

The Organization's fair value hierarchy for those investment assets measured at fair value on a recurring basis is as follows at June 30, 2013:

	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Unobservable Inputs (Level 3)	Total
Mutual funds:			
Domestic fixed income	\$ 7,652,807	\$ -	\$ 7,652,807
Floating rate			
corporate loans	2,297,815	-	2,297,815
Domestic equity	12,729,019	-	12,729,019
International	5,214,444	-	5,214,444
Commodities	1,033,758	-	1,033,758
Liquid low			
correlated hedge	1,804,954	-	1,804,954
Other	208,976	-	208,976
Money market funds	64,618	-	64,618
	<u>31,006,391</u>	<u>-</u>	<u>31,006,391</u>
Pooled private investment			
company funds	-	3,893,405	3,893,405
Real estate funds	-	2,331,753	2,331,753
Private equity portfolio funds	-	1,181,680	1,181,680
	<u>\$ 31,006,391</u>	<u>\$ 7,406,838</u>	<u>\$ 38,413,229</u>

The changes in the investments for which the Organization has used Level 3 inputs to determine the fair values are as follows:

	Pooled private investment company funds	Limited partnership funds
Balance, June 30, 2012	\$ 3,540,503	\$ -
Purchases	-	-
Realized gains	-	-
Unrealized gains	432,393	-
Sales	(79,491)	-
Balance, June 30, 2013	<u>3,893,405</u>	<u>-</u>
Purchases	4,000,000	2,341,685
Realized gains	-	5,272
Unrealized gains	504,959	4,734
Sales	-	(2,649)
Balance, June 30, 2014	<u>\$ 8,398,364</u>	<u>\$ 2,349,042</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 2 – Investments (continued)

	Real estate funds	Private equity portfolio funds
Balance, June 30, 2012	\$ 2,119,312	\$ 1,137,036
Purchases	122,452	127,251
Realized gains	1,139	44,092
Unrealized gains	121,591	30,768
Sales	(32,741)	(157,467)
Balance, June 30, 2013	2,331,753	1,181,680
Purchases	95,528	95,528
Realized gains	85,998	85,998
Unrealized gains	85,615	85,615
Sales	(920,051)	(183,398)
Balance, June 30, 2014	<u>\$ 1,678,843</u>	<u>\$ 1,265,423</u>

The Society has invested \$440,000 in a limited partnership with a total commitment of \$2,000,000. The limited partnership may make capital calls as needed.

Investments are presented on the Statement of Financial Position as follows at June 30:

	2014	2013
Investments	\$ 5,051,384	\$ 2,368,015
Long-term investments, unrestricted	13,288,330	13,597,556
Long-term investments, restricted	25,111,007	22,447,658
	<u>\$ 43,450,721</u>	<u>\$ 38,413,229</u>

Changes in Fair Value Levels. The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The Organization evaluated the significance of transfers between levels based upon the nature of the financial instruments and size of the transfer relative to total net assets available for benefits. For the year ended June 30, 2014, there were no significant transfers in or out of levels 1 or 3.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 2 – Investments (continued)

Fair Value of Investments in Entities that Use NAV

The following table summarizes investments measured at fair value based on NAV per unit/share as of June 30, 2014.

<u>Investment</u>	<u>Fair Value as of June 30, 2014</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled private investment company funds	\$ 8,398,364	None	Monthly, Quarterly, Semi-annually	60 days for monthly, 90 days for quarterly, and 100 days for semi-annual
Limited partnership funds	\$ 2,349,042	None	Monthly	30 days
Real estate funds	\$ 1,678,843	\$ 1,560,000	Quarterly	30 and 60 days
Private equity portfolio funds	\$ 1,265,423	None	None	None

The following table summarizes investments measured at fair value based on NAV per unit/share as of June 30, 2013.

<u>Investment</u>	<u>Fair Value as of June 30, 2013</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
Pooled private investment company funds	\$ 3,893,405	None	Monthly, Quarterly, Semi-annually	60 days for monthly, 90 days for quarterly, and 100 days for semi-annual
Real estate funds	\$ 2,331,753	None	Quarterly	30 and 60 days
Private equity portfolio funds	\$ 1,181,680	\$ 568,320	None	None

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 3 – Contributions Receivable and Concentrations

The Foundation has contributions receivable with expected collections as follows as of June 30:

	2014	2013
Due in less than one year	\$ 66,361	\$ 421,183
Due in one to five years	131,499	11,775
Less unamortized discount	(10,005)	-
	<u>\$ 187,855</u>	<u>\$ 432,958</u>

As of June 30, 2014, two donors accounted for 63% and 19% of contributions receivable, and two donors accounted for 53% and 17% of contributions.

As of June 30, 2013, two donors accounted for 63% and 19% of contributions receivable, and two donors accounted for 53% and 17% of contributions.

Note 4 – Publications Inventory

Publications inventory consisted of the following at June 30:

	2014	2013
Finished goods	\$ 269,501	\$ 242,649
Work in process	60,422	62,484
	<u>\$ 329,923</u>	<u>\$ 305,133</u>

Note 5 – Property and Equipment

Property and equipment consisted of the following at June 30:

	2014	2013
Land	\$ 428,065	\$ 428,065
Land improvements	105,007	89,557
Headquarters building and improvements	4,226,055	3,909,264
Furniture and equipment	1,217,512	1,180,529
Construction in progress	-	116,795
	<u>5,976,639</u>	<u>5,724,210</u>
Less accumulated depreciation	(3,454,938)	(3,313,013)
Net property and equipment	<u>\$ 2,521,701</u>	<u>\$ 2,411,197</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 6 – Split-Interest Agreements

The Foundation is a beneficiary of three charitable remainder trusts. Under the terms of the split-interest agreements, at the time of the donor's death, the trust is to terminate and the remaining trust assets are to be distributed to the Foundation and other beneficiaries. The present value of future benefits expected to be received by the Foundation was estimated to be \$152,681 and \$232,270 at June 30, 2014 and 2013, respectively, based on donor life expectancy and the use of discount rate of 4.05%.

Note 7 – Line of Credit

The Society has a \$300,000 line of credit agreement with JP Morgan Chase Bank, N.A. with no outstanding borrowings as of June 30, 2014 and 2013. Advances under agreement bear interest at the bank's index rate plus 0.25%. The agreement is collateralized by all property and matures in January 2015.

Note 8 - Leasing Activities

Operating Leases. The Society leases equipment under noncancelable operating leases with monthly payments totaling approximately \$7,076. The leases expire from August 2015 through September 2017, at which time the equipment may be purchased for its fair value. Rent expense under the agreements totaled approximately \$103,326 and \$81,463 for the years ended June 30, 2014 and 2013, respectively.

Future minimum payments required under the noncancelable operating lease agreements are as follows at June 30, 2014:

Year	Amount
2015	\$ 56,106
2016	46,606
2017	43,356
2018	5,840
	<u>\$ 151,908</u>

Capital leases. The Society leases equipment under a noncancellable capital lease obligation. The lease requires monthly payments totaling \$306 and expires in June 2015. The leased equipment has a capitalized cost of \$10,440 and accumulated amortization of \$6,960 at June 30, 2014. Future minimum lease payments required under the lease total \$2,869 of which \$62 represents the interest portion.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 9 – Endowment Funds

General. The Organization's Endowment Funds were established by action of the Society's Board of Councilors and Foundations' Board of Trustees to be maintained in perpetuity. The Endowment Fund includes donor-restricted funds and may be utilized for either specific purposes or general operating use. As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with Endowment Funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law. The Organization Boards have 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 Organization classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment and (b) the original value of subsequent gifts to the permanent endowment.

Interpretation of Relevant Law (continued). The remaining portion of the donor-restricted endowment funds 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 Organization in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

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

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 Organization to retain as a fund of perpetual duration. In accordance with GAAP, deficiencies of this nature are deducted from unrestricted net assets. These deficiencies result from unfavorable market fluctuations that may occur after the investment of permanently restricted contributions and appropriation that was deemed prudent by the Board. As of June 30, 2014 and 2013, no funds had deficiencies.

Return Objectives and Risk Parameters. The Organization has adopted an investment policy for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowments while seeking to maintain the purchasing power of the endowment assets. Permanently restricted assets are invested as a portion of the total Endowment Fund, which seeks to optimize the total rate of return to meet spending requirements of the Organization.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 9 – Endowment Funds (continued)

The Endowment Fund also seeks sufficient flexibility to meet unanticipated demands and changing environments. The Endowment Fund is invested with a long-term strategy, which includes a balanced portfolio of equity, bonds, limited partnership, commodity funds, bank loans funds and temporary cash investments.

Strategies Employed for Achieving Objectives. To satisfy its long-term rate-of-return objectives, the Organization relies on a total return strategy on which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Organization targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Spending Policy and the Relationship to Investment Objectives. The Society has a policy of appropriating for distribution each year 4% of the rolling 12 quarter moving average of total unrestricted investments on December 31st of the current fiscal year in which the distribution is planned if the adjusted unrestricted investments exceed one half of the budgeted annual operating expenses. The Foundation has a policy of appropriating for distribution each year 5% of the fair value of a fund's net assets from two years prior to the current fiscal year. In establishing this policy, the Organization considered the long-term expected return on the Endowment Fund. Accordingly, over the long term, the Society expects the current spending policy to allow its endowment to grow at an average of at least the Consumer Price Index annually and the Foundation expects the current spending policy to allow its endowment to grow at an average of 3% annually. This is consistent with the Organization's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term, as well as to provide additional real growth through new gifts and investment returns. Expenditures may be made through the Organization's operating budget on an annual basis.

Endowment funds consisted of the following at June 30:

	2014	2013
Temporarily restricted net assets subject to time restrictions under UPMIFA		
Society		
Penrose endowment, unappropriated earnings	\$ 10,736,911	\$ 10,223,915
Penrose endowment, board designated	1,250,000	-
Pardee endowment, board designated	4,300,000	-
Foundation	2,424,034	1,574,075
Total temporarily restricted endowments	<u>18,710,945</u>	<u>11,797,990</u>
Permanently restricted net assets required to be retained permanently either by explicit donor stipulation or by UPMIFA		
Society, Penrose endowment	3,884,385	3,884,385
Foundation	5,716,349	5,402,803
Total permanently restricted endowments	<u>9,600,734</u>	<u>9,287,188</u>
Total endowment fund net assets	<u>\$ 28,311,679</u>	<u>\$ 21,085,178</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 9 – Endowment Funds (continued)

The following summarizes the changes in endowment net assets for the years ended June 30, 2014 and 2013:

	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets, July 1, 2012	<u>\$ 9,972,924</u>	<u>\$ 8,910,952</u>	<u>\$ 18,883,876</u>
Interest income, net of fees	502,286	3,924	506,210
Net realized and unrealized gains (losses)	1,617,006	-	1,617,006
Contributions	19,518	186,900	206,418
Transfers of funds from Sections and Divisions	53,000	40,000	93,000
Transfers from temporarily restricted	25,184	145,412	170,596
Amounts appropriated for expenditure	(391,928)	-	(391,928)
Change in endowment net assets	<u>1,825,066</u>	<u>376,236</u>	<u>2,201,302</u>
Endowment net assets, June 30, 2013	<u>11,797,990</u>	<u>9,287,188</u>	<u>21,085,178</u>
Interest income, net of fees	682,900	(18,142)	664,758
Net realized and unrealized gains (losses)	2,584,224	-	2,584,224
Contributions	33,203	246,638	279,841
Transfers of funds from Sections and Divisions	-	75,000	75,000
Transfers from temporarily restricted	(10,050)	10,050	-
Temporarily restricted net assets designated for endowment by Society Board	4,300,000	-	4,300,000
Amounts appropriated for expenditure	(677,322)	-	(677,322)
Change in endowment net assets	<u>6,912,955</u>	<u>313,546</u>	<u>7,226,501</u>
Endowment net assets, June 30, 2014	<u>\$ 18,710,945</u>	<u>\$ 9,600,734</u>	<u>\$ 28,311,679</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 10 – Restricted Net Assets

Temporarily restricted net assets are restricted for the following purposes at of June 30:

	2014	2013
<u>Society</u>		
Penrose endowment, unappropriated earnings	\$ 10,736,911	\$ 10,223,915
Penrose endowment, board designated	1,250,000	-
Pardee endowment, board designated	4,300,000	-
Non-endowed research, study and education	3,076,550	6,617,686
	<u>\$ 19,363,461</u>	<u>\$ 16,841,601</u>
 <u>Foundation</u>		
Research grants and awards	\$ 2,499,129	\$ 1,786,534
Travel support	1,118,611	827,191
Other GSA program support	2,983,038	4,023,626
	<u>6,600,778</u>	<u>6,637,351</u>
 Total temporarily restricted net assets	<u><u>\$ 25,964,239</u></u>	<u><u>\$ 23,478,952</u></u>

Permanently restricted net assets are to provide a permanent endowment, with investment income restricted for the following purposes at June 30:

	2014	2013
<u>Society</u>		
Penrose endowment	<u>\$ 3,884,385</u>	<u>\$ 3,884,385</u>
 <u>Foundation</u>		
Research grants and awards	5,035,940	4,780,517
Travel support	104,634	100,344
Other GSA program support	575,775	521,942
	<u>5,716,349</u>	<u>5,402,803</u>
 Total permanently restricted net assets	<u><u>\$ 9,600,734</u></u>	<u><u>\$ 9,287,188</u></u>

Note 11 - Commitments

Meeting Reservation Commitments. The Society has entered into various contracts totaling \$10,985,400 for reservation of meeting and convention area space for its annual meetings, to be held through October 2020. The maximum penalty for cancellation of these contracts at June 30, 2014 totaled \$3,655,647.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Notes to Combined Financial Statements

June 30, 2014

Note 12 - Related Party Transactions

The Organization has transactions that consist of transfers between the Foundation and the Society for support of and investment in future advancement of the geosciences. All significant inter-organizational accounts and transactions are eliminated in combination. The detail of the inter-organizational transactions prior to elimination are as follows for the years ended June 30:

	2014	2013
Grants and awards		
Foundation program grants to Society	\$ 958,313	\$ 837,517
Society Sections and Divisions transfers to Foundation	89,000	93,000
	<u>\$ 1,047,313</u>	<u>\$ 930,517</u>
Supporting services		
Society funding of Foundation payroll	\$ 230,676	\$ 230,676
Society funding of Foundation benefits	59,639	59,639
Society funding of Foundation overhead	121,000	121,000
	<u>\$ 411,315</u>	<u>\$ 411,315</u>

Note 13 – Pension Plan

The Organization has a qualified defined contribution plan that consists of individual annuity policies. The plan is available to employees with at least six months of service. All contributions to the plan, including those made by the Organization, are fully vested to the employee. The Organization's contributions to the plan totaled \$277,820 and \$271,266 for the years ended June 30, 2014 and 2013, respectively.

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combining Statements of Financial Position

June 30

2014

	<u>Society</u>	<u>Foundation</u>	<u>Eliminations</u>
ASSETS			
Current Assets			
Cash and cash equivalents	\$ 935,232	\$ 860,902	\$ -
Investments	1,155,891	3,895,493	-
Accounts receivable, net	540,254	-	(218,439)
Contributions receivable, current, net	-	66,361	-
Publications inventory	329,923	-	-
Prepaid expenses and other current assets	456,103	5,993	-
Total current assets	<u>3,417,403</u>	<u>4,828,749</u>	<u>(218,439)</u>
Property and Equipment, net	<u>2,521,701</u>	<u>-</u>	<u>-</u>
Other Assets			
Investments, long-term, unrestricted	13,288,330	-	-
Investments, long-term, restricted	12,510,935	12,600,072	-
Agency funds held at Foundation	617,598	-	(617,598)
Contributions receivable, long-term, net	-	121,494	-
Prepaid expenses, long-term	91,569	-	-
Beneficial interest in charitable trusts	-	152,681	-
Total other assets	<u>26,508,432</u>	<u>12,874,247</u>	<u>(617,598)</u>
Total assets	<u>\$ 32,447,536</u>	<u>\$ 17,702,996</u>	<u>\$ (836,037)</u>

2014		2013		
Combined Totals	Society	Foundation	Eliminations	Combined Totals
\$ 1,796,134	\$ 295,172	\$ 536,359	\$ -	\$ 831,531
5,051,384	7,000	2,361,015	-	2,368,015
321,815	461,679	-	(44,206)	417,473
66,361	-	421,183	-	421,183
329,923	305,133	-	-	305,133
462,096	340,332	32,357	-	372,689
<u>8,027,713</u>	<u>1,409,316</u>	<u>3,350,914</u>	<u>(44,206)</u>	<u>4,716,024</u>
 2,521,701	 2,411,197	 -	 -	 2,411,197
 13,288,330	 13,597,556	 -	 -	 13,597,556
25,111,007	10,502,073	11,945,585	-	22,447,658
-	554,084	-	(554,084)	-
121,494	-	11,775	-	11,775
91,569	95,056	-	-	95,056
152,681	-	232,270	-	232,270
<u>38,765,081</u>	<u>24,748,769</u>	<u>12,189,630</u>	<u>(554,084)</u>	<u>36,384,315</u>
 <u>\$ 49,314,495</u>	 <u>\$ 28,569,282</u>	 <u>\$ 15,540,544</u>	 <u>\$ (598,290)</u>	 <u>\$ 43,511,536</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combining Statements of Financial Position

June 30

2014

	<u>Society</u>	<u>Foundation</u>	<u>Eliminations</u>
LIABILITIES AND NET ASSETS			
Current Liabilities			
Accounts payable	\$ 193,681	\$ 218,439	\$ (218,439)
Current maturities of capital leases	2,807	-	-
Accrued liabilities	476,947	28,676	-
Agency funds due to GSA	-	617,598	(617,598)
Deferred revenue	1,644,243	-	-
Total current liabilities	<u>2,317,678</u>	<u>864,713</u>	<u>(836,037)</u>
Long-Term Liabilities			
Capital leases, net of current maturities	-	-	-
Total long-term liabilities	<u>-</u>	<u>-</u>	<u>-</u>
Net Assets			
Unrestricted			
Designated for building repairs and improvemer	468,646	-	-
Designated for technology projects	148,952	-	-
Undesignated	6,264,414	4,521,156	-
Total unrestricted net assets	6,882,012	4,521,156	-
Temporarily restricted	19,363,461	6,600,778	-
Permanently restricted	3,884,385	5,716,349	-
Total net assets	<u>30,129,858</u>	<u>16,838,283</u>	<u>-</u>
Total liabilities and net assets	<u>\$ 32,447,536</u>	<u>\$ 17,702,996</u>	<u>\$ (836,037)</u>

2014		2013		
Combined Totals	Society	Foundation	Eliminations	Combined Totals
\$ 193,681	\$ 237,281	\$ 44,206	\$ (44,206)	\$ 237,281
2,807	3,473	-	-	3,473
505,623	460,871	27,086	-	487,957
-	-	554,084	(554,084)	-
1,644,243	1,571,320	-	-	1,571,320
<u>2,346,354</u>	<u>2,272,945</u>	<u>625,376</u>	<u>(598,290)</u>	<u>2,300,031</u>
-	2,589	-	-	2,589
-	<u>2,589</u>	-	-	<u>2,589</u>
468,646	411,546	-	-	411,546
148,952	142,538	-	-	142,538
10,785,570	5,013,678	2,875,014	-	7,888,692
11,403,168	5,567,762	2,875,014	-	8,442,776
25,964,239	16,841,601	6,637,351	-	23,478,952
9,600,734	3,884,385	5,402,803	-	9,287,188
<u>46,968,141</u>	<u>26,293,748</u>	<u>14,915,168</u>	<u>-</u>	<u>41,208,916</u>
<u>\$ 49,314,495</u>	<u>\$ 28,569,282</u>	<u>\$ 15,540,544</u>	<u>\$ (598,290)</u>	<u>\$ 43,511,536</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combining Statements of Activities

Years ended June 30

2014

	Society	Foundation	Eliminations
Revenues and Support			
Publications	\$ 3,986,273	\$ -	\$ -
Meetings	2,857,450	-	-
Membership dues and services	667,873	-	-
Sections and divisions	612,756	-	-
Grants	517,817	-	-
Contributions	959,353	1,577,229	(1,369,628)
Education and outreach	1,391,180	-	-
Change in value of split interest agreements	-	(18,266)	-
Other support and revenue	695,931	6,614	-
Total revenues and support	<u>11,688,633</u>	<u>1,565,577</u>	<u>(1,369,628)</u>
Expenses			
Program services			
Publications	1,780,973	-	-
Meetings	2,347,394	-	-
Membership	674,379	-	-
Sections and divisions	439,569	-	-
Grants and awards	1,962,143	1,116,928	(958,313)
Education and outreach	1,157,477	-	-
Total program services	<u>8,361,935</u>	<u>1,116,928</u>	<u>(958,313)</u>
Supporting services			
Fundraising	7,286	240,588	-
General and administrative	3,209,187	513,878	(411,315)
Total supporting services	<u>3,216,473</u>	<u>754,466</u>	<u>(411,315)</u>
Total expenses	<u>11,578,408</u>	<u>1,871,394</u>	<u>(1,369,628)</u>
Sections and Divisions Funds Transferred	<u>(89,000)</u>	<u>89,000</u>	<u>-</u>
Change in Net Assets Before			
Investment Income (Loss)	<u>21,225</u>	<u>(216,817)</u>	<u>-</u>
Interest and dividend income	826,795	474,604	-
Net realized gains (losses) on investments	2,813,002	1,577,257	-
Net unrealized gains (losses) on investments	175,088	88,071	-
Net investment income (loss)	<u>3,814,885</u>	<u>2,139,932</u>	<u>-</u>
Change in Net Assets	<u>\$ 3,836,110</u>	<u>\$ 1,923,115</u>	<u>\$ -</u>

2014	2013			
Combined Totals	Society	Foundation	Eliminations	Combined Totals
\$ 3,986,273	\$ 3,488,835	\$ -	\$ -	\$ 3,488,835
2,857,450	2,042,260	-	-	2,042,260
667,873	677,477	-	-	677,477
612,756	622,432	-	-	622,432
517,817	269,178	-	-	269,178
1,166,954	837,517	3,136,586	(1,248,832)	2,725,271
1,391,180	1,055,663	-	-	1,055,663
(18,266)	-	6,671	-	6,671
702,545	547,437	18,248	-	565,685
<u>11,884,582</u>	<u>9,540,799</u>	<u>3,161,505</u>	<u>(1,248,832)</u>	<u>11,453,472</u>
1,780,973	1,930,900	-	-	1,930,900
2,347,394	1,952,005	-	-	1,952,005
674,379	673,336	-	-	673,336
439,569	528,719	-	-	528,719
2,120,758	1,685,075	983,066	(837,517)	1,830,624
1,157,477	1,022,210	-	-	1,022,210
<u>8,520,550</u>	<u>7,792,245</u>	<u>983,066</u>	<u>(837,517)</u>	<u>7,937,794</u>
247,874	6,686	257,675	-	264,361
3,311,750	2,876,545	527,262	(411,315)	2,992,492
3,559,624	2,883,231	784,937	(411,315)	3,256,853
<u>12,080,174</u>	<u>10,675,476</u>	<u>1,768,003</u>	<u>(1,248,832)</u>	<u>11,194,647</u>
-	(93,000)	93,000	-	-
(195,592)	(1,227,677)	1,486,502	-	258,825
1,301,399	649,178	353,541	-	1,002,719
4,390,259	(151,194)	(63,497)	-	(214,691)
263,159	2,205,389	1,125,659	-	3,331,048
<u>5,954,817</u>	<u>2,703,373</u>	<u>1,415,703</u>	<u>-</u>	<u>4,119,076</u>
<u>\$ 5,759,225</u>	<u>\$ 1,475,696</u>	<u>\$ 2,902,205</u>	<u>\$ -</u>	<u>\$ 4,377,901</u>

The Geological Society of America, Inc. and The Geological Society of America Foundation, Inc.

Combining Statements of Changes in Net Assets

Years ended June 30, 2014 and 2013

	<u>Society</u>	<u>Foundation</u>	<u>Eliminations</u>	<u>Combined Totals</u>
Net Assets, July 1, 2012	\$ 24,818,052	\$ 12,012,963	\$ -	\$ 36,831,015
Change in net assets	<u>1,475,696</u>	<u>2,902,205</u>	<u>-</u>	<u>4,377,901</u>
Net Assets, June 30, 2013	26,293,748	14,915,168	-	41,208,916
Change in net assets	<u>3,836,110</u>	<u>1,923,115</u>	<u>-</u>	<u>5,759,225</u>
Net Assets, June 30, 2014	<u><u>\$ 30,129,858</u></u>	<u><u>\$ 16,838,283</u></u>	<u><u>\$ -</u></u>	<u><u>\$ 46,968,141</u></u>

**Independent Auditor's Report on Internal Control over Financial Reporting
and on Compliance and Other Matters Based on an Audit
of Financial Statements Performed in Accordance with
Government Auditing Standards**

Council
The Geological Society of America, Inc.
Boulder, Colorado

We have audited the financial statements of The Geological Society of America, Inc. (a nonprofit organization) which comprise the statement of financial position as of June 30, 2014, and the related statements of activities, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated September 22, 2014. We conducted our audit in accordance with the auditing standards generally accepted in United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. The financial statements of The Geological Society of America Foundation, Inc. were not audited in accordance with *Government Auditing Standards* and accordingly this report does not include reporting on internal control over financial reporting or instances of reportable noncompliance associated with The Geological Society of America Foundation, Inc.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered The Geological Society of America, Inc.'s internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of The Geological Society of America, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether The Geological Society of America, Inc.'s financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.


Certified Public Accountants

Fort Collins, Colorado
September 22, 2014

**Independent Auditor's Report on Compliance for
Each Major Program and on Internal Control Over
Compliance Required by OMB Circular A-133**

Council
The Geological Society of America, Inc.
Boulder, Colorado

Report on Compliance for Each Major Federal Program

We have audited The Geological Society of America, Inc.'s compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of the Society's major federal programs for the year ended June 30, 2014. The Society's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of The Geological Society of America, Inc.'s major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Geological Society of America, Inc.'s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of The Geological Society of America, Inc.'s compliance.

Opinion on Each Major Federal Program

In our opinion, The Geological Society of America, Inc. complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2014.

Report on Internal Control over Compliance

Management of The Geological Society of America, Inc. is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above.

In planning and performing our audit of compliance, we considered The Geological Society of America, Inc.'s internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of The Geological Society of America, Inc.'s internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of OMB Circular A-133. Accordingly, this report is not suitable for any other purpose.


Certified Public Accountants

Fort Collins, Colorado
September 22, 2014

The Geological Society of America, Inc.

Schedule of Expenditures of Federal Awards

Year ended June 30, 2014

Federal Grantor and Program Title	Federal CFDA Number	Identifying Number	Total Expenditures
Major Programs			
<u>U.S. Department of Interior</u>			
Direct Programs			
National Park Service			
GeoCorps America	15.931	P13AC003336	\$ 701,550
GeoCorps America	15.944	H2360086068	61,669
Bureau of Land Management			
GeoCorps America	15.224	Various	72,583
GeoCorps America (ARRA)	15.225	Various	31,250
GeoCorps America (ARRA)	15.231	Various	27,587
GeoCorps America (ARRA)	15.236	Various	51,000
GeoCorps America	15.238	Various	20,563
GeoCorps America	15.239	Various	55,673
National Park Service (ARRA)			
subrecipient as pass-through from			
the State of California			
GeoCorps America	15.934	6011-007	6,200
<u>U.S. Department of Agriculture</u>			
Direct Program			
Forest Service			
GeoCorps America	10.XXX	11-PA-11132428-099	162,384
<u>National Science Foundation</u>			
Direct Program			
Matching Research Grant Program	47.050	EAR-1354519	220,000
Coordinating Office for Research on the			
Sedimentary Crust, Deep-Time and			
Earth-life System	47.050	EAR-1206274	161,343
			<u>381,343</u>
Other Federal Awards			
<u>United States Geological Survey</u>			
Direct Program			
Congressional Science Fellow	15.808	08HQGR0141	51,260
			<u>\$ 1,623,062</u>

The accompanying Notes are an integral
part of this schedule

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The Geological Society of America, Inc.

Notes to Schedule of Expenditures of Federal Awards

Year ended June 30, 2014

Method of Accounting

The schedule of expenditures of federal awards has been prepared on an accrual basis. The information in this schedule is presented in accordance with the requirements of OMB Circular A-133, "Audits of States, Local Governments and Non-Profit Organizations". Therefore, some amounts presented in this schedule may differ from amounts in or used in the preparation of the financial statements.

The Geological Society of America, Inc.

Schedule of Findings and Questioned Costs and Prior Audit Findings

Year ended June 30, 2014

Section I - Summary of Auditor's Results

Financial Statements

Type of auditor's report issued: Unqualified

Internal control over financial reporting:

- Material weakness(es) identified? ☐ yes ☒ no
- Significant deficiency(s) identified that are not considered to be material weakness(es)? ☐ yes ☒ no

Noncompliance material to financial statements noted? ☐ yes ☒ no

Federal Awards

Internal control over major programs:

- Material weakness(es) identified? ☐ yes ☒ no
- Significant deficiency(s) identified that are not considered to be material weakness(es)? ☐ yes ☒ no

Type of auditor's report issued on compliance for major programs: Unqualified

Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Circular A-133? ☐ yes ☒ no

Identification of major programs:

CFDA	Identifying Number	Name of Federal Program or Cluster
15.944	H2360086068	National Park Service, GeoCorps America Program
15.934	6011-007	National Park Service as subrecipient, GeoCorps America Program
15.224	Various	Bureau of Land Management, GeoCorps America Program
15.225	Various	Bureau of Land Management, GeoCorps America Program
15.236	Various	Bureau of Land Management, GeoCorps America Program
15.239	Various	Bureau of Land Management, GeoCorps America Program
10.XXX	11-PA-11132428-099	Forest Service, GeoCorps America Program
47050	EAR-1354519	National Science Foundation, Matching Research Grant
47050	EAR-1206274	National Science Foundation, Coordinating Office for Research on the Sedimentary Crust, Deep-Time and Earth-Life System

Dollar threshold used to distinguish between type A and type B programs

\$300,000

Auditee qualified as low-risk auditee?

☒ yes ☐ no

The Geological Society of America, Inc.

Schedule of Findings and Questioned Costs and Prior Year Audit Findings (continued)

Year ended June 30, 2014

Section II - Financial Statement Findings

Findings Relating to Financial Statements

No matters reported.

Section III - Federal Award Findings and Questioned Costs

Findings Relating to Federal Awards

None.

Prior Year Findings

None.