

CONSOLIDATED FINANCIAL STATEMENTS WITH SUPPLEMENTARY INFORMATION

FOR THE YEARS ENDED DECEMBER 31, 2022 AND 2021

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors The Belwin Conservancy Minneapolis, Minnesota

We have audited the accompanying consolidated financial statements of The Belwin Conservancy (a nonprofit organization), and its affiliate, the Belwin Supporting Fund (a nonprofit organization), which comprise the consolidated statements of financial position as of December 31, 2022 and 2021, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Belwin Conservancy, and its affiliate, the Belwin Supporting Fund, as of December 31, 2022 and 2021, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The Belwin Conservancy, and its affiliate, the Belwin Supporting Fund, and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Belwin Conservancy's, and its affiliate, the Belwin Supporting Fund's, ability to continue as a going concern within one year after the date that the consolidated financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for the purpose of expressing an
 opinion on the effectiveness of The Belwin Conservancy's, and its affiliate, The Belwin Supporting
 Fund's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Belwin Conservancy's, and its affiliate, the Belwin Supporting Fund's, ability to continue as a going concern for a reasonable period of time.

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

Adoption of New Accounting Standard

As discussed in Note 2 to the consolidated financial statements, The Belwin Conservancy has adopted Accounting Standards Update No. 2016-02, *Leases (Topic 842)*. Our opinion is not modified with respect to this matter.

Other Information Included in the Organization's Annual Report

Management is responsible for the other information included in The Belwin Conservancy's Annual Report. The other information comprises of a message from the Executive Director, summaries of accomplishments by program, financial summary, and acknowledgement of individual donors but does not include the consolidated financial statements and our auditor's report thereon.

Report on Supplementary Consolidating Information

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying consolidating supplementary information shown on pages 34 and 35 is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position and changes in net assets of the individual entities, and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the 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 consolidated financial statements as a whole.

Mahoney Ulbrich Christiansen & Russ, PA

September 11, 2023

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

December 31, 2022 and 2021

		2022	2021		
ASSETS					
Cash	\$	485,827	\$	157,714	
Cash - capital reserve for LWBAF		18,128		15,150	
Contributions receivable, net		324,716		118,157	
Grants receivable		31,873		-	
Accounts receivable		7,253		13,405	
Investments		12,092,161		14,162,675	
Cash - capital campaign		257,231		178,511	
Land and conservation easements		10,665,957		10,523,432	
Buildings and improvements, land improvements,					
and equipment, net		940,572		1,149,760	
Right of use asset, net		44,417		46,968	
Endowment investments		260,090		244,972	
Total assets	\$	25,128,225	\$	26,610,744	
Total assets		23,120,223		20,010,744	
LIABILITIES AND NET ASS	SETS				
Accounts payable	\$	28,052	\$	21,287	
Accrued payroll	·	28,962		19,893	
Lease liability		38,699		43,608	
Conditional contribution		1,499,973		1,499,973	
Total liabilities		1,595,686		1,584,761	
Total habilities		1,333,000		1,301,701	
Net assets:					
Net assets without donor restrictions		10,657,573		12,700,744	
Net assets with donor restrictions		12,874,966		12,325,239	
Total net assets		23,532,539		25,025,983	
Total liabilities and net assets	\$	25,128,225	\$	26,610,744	

CONSOLIDATED STATEMENTS OF ACTIVITIES

For the Years Ended December 31, 2022 and 2021

	2022				
	Without donor	With donor			
	restrictions	restrictions	Total		
Revenues and support:					
Contributions	\$ 310,496	\$ 384,596	\$ 695,092		
Government grants	355,411	(24 002)	355,411		
Investment loss, net Facility user fees and rent income	(1,512,439) 80,100	(34,882)	(1,547,321) 80,100		
Miscellaneous income	39,969	-	39,969		
Net assets released upon satisfaction	33,303		39,909		
of purpose restrictions	49,258	(49,258)	_		
Total revenues and support	(677,205)	300,456	(376,749)		
	(011)=00)		(0.0)		
Expenses:					
Program services:					
Environmental	748,822	-	748,822		
Arts, Culture, and Ecology	364,529		364,529		
	1,113,351	-	1,113,351		
Management and general	213,728		213,728		
Fundraising	379,530		379,530		
Total expenses	1,706,609		1,706,609		
Change in net assets before nonoperating activites	(2,383,814)	300,456	(2,083,358)		
Contributions - capital campaign		423,614	423,614		
Net assets released from capital restrictions	174,343	(174,343)	-		
Insurance claim proceeds	332,825	-	332,825		
Loss on disposal of property and equipment	(166,525)		(166,525)		
Change in net assets	(2,043,171)	549,727	(1,493,444)		
Net assets, beginning of year	12,700,744	12,325,239	25,025,983		
Net assets, end of year	\$ 10,657,573	\$ 12,874,966	\$ 23,532,539		
		2021	2021		
Revenues and support:					
Contributions	\$ 531,252	\$ 91,606	\$ 622,858		
Government grants	167,190	-	167,190		
Investment income, net	1,731,106	49,148	1,780,254		
Facility user fees and rent income	87,760	-	87,760		
Miscellaneous income	16,834	-	16,834		
Net assets released upon satisfaction					
of purpose restrictions	323,241	(323,241)			
Total revenues and support	2,857,383	(182,487)	2,674,896		
Expenses:					
Program services: Environmental	(72.200		672 200		
	673,309	-	673,309		
Arts, Culture, and Ecology	318,766		318,766		
Management and general	992,075 131,191	-	992,075 131,191		
Fundraising	238,969	_	238,969		
Total expenses	1,362,235		1,362,235		
Total expenses	1,502,255				
Change in net assets before nonoperating activites	1,495,148	(182,487)	1,312,661		
Contributions - capital campaign	-	164,028	164,028		
Net assets released from capital restrictions	109,934	(109,934)	-		
Gain on disposal of equipment	26,092		26,092		
Change in net assets	1,631,174	(128,393)	1,502,781		
Net assets, beginning of year	11,069,570	12,453,632	23,523,202		
Net assets, end of year	\$ 12,700,744	\$ 12,325,239	\$ 25,025,983		

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

For the Year Ended December 31, 2022 (With Comparative Totals for 2021)

2022

	Dua grana somilass											
				ram services								
	_			s, Culture,				nagement	_			
	Env	ironmental	an	d Ecology		Total	an	d general	Fu	ndraising	 Total	 2021
Salaries	\$	202,286	\$	181,126	\$	383,412	\$	76,454	\$	192,842	\$ 652,708	\$ 541,086
Payroll tax		19,050		15,821		34,871		6,648		16,792	58,311	49,666
Employee benefits		13,082		24,384		37,466		6,979		23,501	67,946	69,910
. ,		234,418		221,331		455,749		90,081		233,135	778,965	660,662
Office expenses		7,208		5,065		12,273		2,532		4,675	19,480	19,982
Occupancy		11,540		8,109		19,649		4,054		7,485	31,188	25,125
Telephone		16,313		11,463		27,776		5,732		10,581	44,089	27,238
Printing and publication		-		207		207		5		17,235	17,447	48,579
Insurance		18,599		13,069		31,668		6,534		12,064	50,266	44,554
Real estate taxes		1,819		1,278		3,097		639		1,180	4,916	10,250
Repairs and maintenance		288,650		-		288,650		-		-	288,650	209,737
Land acquisition costs		1,956		-		1,956		-		-	1,956	-
Professional fees		84,477		2,971		87,448		71,327		57,924	216,699	111,185
Auto and truck expenses		36,693		-		36,693		-		-	36,693	32,092
Travel		8		324		332		1,501		423	2,256	723
Miscellaneous		432		150		582		3,272		721	4,575	2,315
Activity expenses		-		70,987		70,987		13,263		6,807	91,057	48,373
Lease expense		4,622		-		4,622		-		-	4,622	5,469
Depreciation		42,087		29,575		71,662		14,788		27,300	 113,750	 115,951
	\$	748,822	\$	364,529	\$	1,113,351	\$	213,728	\$	379,530	\$ 1,706,609	\$ 1,362,235

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

For the Year Ended December 31, 2021

Program services Arts, Culture, Management Environmental and Ecology Total and general **Fundraising** Total \$ 142,368 \$ \$ 128,230 Salaries 205,168 347,536 65,320 541,086 Payroll tax 18,847 13,037 31,884 5,982 11,800 49,666 Employee benefits 40,533 9,784 19,593 69,910 23,161 17,372 247.176 172.777 419.953 81.086 159,623 660.662 Office expenses 7,393 5,195 12,588 2,598 4,796 19,982 Occupancy 9,296 6,533 15,829 3,266 6,030 25,125 17,160 6,537 Telephone 10,078 7,082 3,541 27,238 Printing and publication 32,966 32,966 15,613 48,579 10,806 20,645 31,451 5,032 8,071 44,554 Insurance 10,250 Real estate taxes 3,793 2,665 6,458 1,332 2,460 Repairs and maintenance 209,737 209,737 209,737 Professional fees 84,879 2,504 87,383 16,753 7,049 111,185 Auto and truck expenses 32,092 32,092 32,092 Travel 723 573 150 Miscellaneous 510 510 200 2,315 1,605 Activity expenses 48,373 48,373 1,455 46,918 Lease expense 5,469 5,469 5,469 Depreciation 41,296 30,810 72,106 15,405 28,440 115,951 673,309 318,766 992,075 131,191 238,969 1,362,235

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2022 and 2021

	2022		2021	
Cash flows from operating activities:		(4.400.444)	_	4 500 504
Change in net assets	\$	(1,493,444)	\$	1,502,781
Adjustments to reconcile the change in net assets to				
net cash from operating activities: Depreciation		113,750		115,951
Amortization of right of use asset		2,551		2,550
Realized/unrealized (gain) loss on investments, net		2,331		(616,657)
Contributions restricted for capital campaign		(423,614)		
Contributions restricted for land purchases				(164,028) (90,106)
(Gain)/loss on disposal of property and equipment		(282,631) 166,525		(26,092)
Changes in operating assets and liabilities:		100,323		(20,092)
Contributions receivable		(206 EE0)		21 170
Grants receivable		(206,559)		21,179
		(31,873)		41,520
Accounts receivable		6,152		24,025
Prepaid expenses		15 024		6,371
Accounts payable and accrued expenses		15,834		(21,877)
Net cash from operating activities		295,728		795,617
Cash flows from investing activities:				
Payments for buildings and equipment		(71,087)		(232,081)
Insurance proceeds received		-		86,719
Payments for land		(935,550)		-
Sale of conservation easement		793,025		-
Reinvested investment income		(102,508)		(133,249)
Proceeds from sale of investments		4,555,434		10,960,555
Purchase of investments		(4,826,567)		(11,618,321)
Net cash from investing activities		(587,253)		(936,377)
Cash flows from financing activities:				
Contributions restricted for land purchases		282,631		90,106
Contributions restricted for capital campaign		423,614		164,028
Lease liability payments		(4,909)		(4,335)
Net cash from financing activities		701,336		249,799
Net increase in cash, cash equivalents, and restricted cash		409,811		109,039
Cash, cash equivalents, and restricted cash - beginning of year		351,375		242,336
Cash, cash equivalents, and restricted cash - end of year	\$	761,186	\$	351,375
Reconciliation to the consolidated statements of financial position:				
Cash	\$	485,827	\$	157,714
Cash - capital reserve for LWBAF	т	18,128	•	15,150
Cash - capital campaign		257,231		178,511
Casii - capitai cairipaigii		231,231	-	1/0,311
Total cash, cash equivalents, and restricted cash	\$	761,186	\$	351,375

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

1. **ORGANIZATION**

The Belwin Conservancy (the Conservancy) is a nonprofit organization that is dedicated to preservation, restoration, and appreciation of our natural world. It owns approximately 1,500 acres of land in Afton, West Lakeland Township and Lakeland, Minnesota. The Conservancy comprises one of the largest private nonprofit owned nature preserves in the Twin Cities region with a focus on connecting people and the natural world.

During 2011, the Belwin Conservancy established the Belwin Supporting Fund (the Supporting Fund), a Minnesota nonprofit corporation. The Supporting Fund, affiliated with the Belwin Conservancy through common control, was formed for the purpose of holding, managing and making distributions to the Belwin Conservancy of cash and investment holdings contributed to Belwin by any descendants of James Ford Bell. The Supporting Fund uses between 4% and 5% of the rolling five-year average value of its net assets to provide support for the Conservancy to cover costs within the annual budget.

Belwin does its work in a number of ways including:

Environmental -

Ecological Restoration: The Conservancy restores and manages Belwin's land and water resources in a way that provides functioning natural systems. These efforts include aggressive management of invasive species that interrupt or threaten natural systems. State funding is a big part of this work. Periodic federal funding may be involved.

Environmental Education: The Conservancy's primary focus is to provide high quality facilities for an environmentally focused education run by St. Paul Public Schools under a cooperative agreement. Known as Belwin Outdoor Science, this successful program with a 50-year track record, gives public school students from St. Paul and Stillwater districts hands-on science curricula.

Bison: The Conservancy provides an opportunity to view bison within a restored prairie and better understand this endangered landscape. Native prairie is one of the rarest of landscapes in the United States and was historically grazed by native bison and subject to natural and set fires, tools Belwin can now use to manage a large prairie complex that is highly visible to the public.

Ecological Research: The Conservancy invites serious scientific inquiry on its over 1,500 acres that focuses on and helps to understand and provide practical management guidance for the management of land, water, and wildlife resources. Belwin Conservancy makes its property available for short and long term environmentally-oriented research studies to a variety of public and private institutions.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

1. **ORGANIZATION (Continued)**

Land Protection: Protecting land from conversion of open space to a more developed state was the basis for creating Belwin Conservancy and continues to this day. This effort has involved both land purchases and conservation easement acquisition and includes efforts with other partner organizations and governmental units. The focus of activity is now on properties that border existing protected land and lands that protect the Valley Creek watershed.

Astronomy: The Conservancy provides an opportunity for participants to observe the nighttime mysteries unfold, merging curiosity with technology and taking advantage of using one of the largest refracting telescopes in Minnesota to observe the night sky. The Joseph J. Casby Observatory at Belwin is programmed through the Minnesota Astronomical Society.

Recreation: The Conservancy offers the community two types of recreational facilities:

High quality outdoor athletic facilities that create opportunities through organized sports for teambuilding, sportsmanship, fitness and fun at the Lucy Winton Bell Athletic Fields. The facilities are managed in an ecologically sustainable manner. The facility is also a trailhead for public walking trails with interpretive signage situated next to a large restored prairie and forested area.

Belwin links people to the natural world in immersive ways, providing physical, emotional, and intellectual benefits. Belwin maintains several open hiking areas where anyone can hike, ski, or snowshoe for free any day of the year. In addition to these self-guided experiences, Belwin offers public programs and large events, all with the goal of engaging large numbers of people in the work of environmental stewardship.

Arts, Culture, and Ecology - The Conservancy provides high quality, diverse arts and culture programs, allowing both participation and observation. This program pairs the arts with ecological learning as a way of inspiring new avenues of perception, understanding, engagement, and environmental stewardship.

Additionally, Belwin is embarking on a multi-year capital campaign to enhance and expand education programs, better serve community needs, and increase visibility and accessibility for the general public. This campus-wide campaign will include the construction of a new education building, renovation of several existing buildings, land protection, opening of new public trails, and other infrastructure investments to help be an accessible and welcoming community resource.

The primary funding sources for the Conservancy's programs are private contributions, government grants, user fees, and investment income.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation - The consolidated financial statements include the accounts of The Belwin Conservancy and its affiliated supporting organization, The Belwin Supporting Fund, collectively called Belwin. The Conservancy is the operating entity while the Supporting Fund is the investment entity. Inter-entity transactions and balances have been eliminated in consolidation.

Adoption of New Accounting Standard - In 2022, Belwin adopted Accounting Standard Update (ASU) 2016-02, Leases (Topic 842) using the modified retrospective approach using January 1, 2022 as the date of initial adoption. Belwin elected the package of practical expedients permitted under the transition guidance within the new standard, which among other things, allowed Belwin to carry forward the historical lease classification. This ASU requires lessees to record most leases on their consolidated statement of financial position as a "right of use" asset and related lease liability but recognize related expenses in a manner similar to existing accounting. As a result of implementing ASU 2016-02, Belwin's solar energy system lease originally classified as a capital lease under Topic 840 is now classified as a finance lease under Topic 842. The adoption did not result in a significant effect on amounts reported in the consolidated statement of activities for the year ended December 31, 2022.

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

Financial Statement Presentation - Belwin reports information regarding its financial position and activities according to two classes of net assets:

- Net assets without donor restrictions are not restricted by donors or the donor-imposed restrictions
 have expired. Net assets without donor restrictions are available for programs and supporting services
 at the discretion of management and the board of directors. The board of directors has designated a
 portion of these net assets as a board designated endowment.
- Net assets with donor restrictions are contributions restricted by donors or grantors for specific
 purposes or time periods. When donor restrictions expire, that is, when a time restriction ends or a
 purpose restriction is fulfilled, net assets with donor restrictions are reclassified to net assets without
 donor restrictions on the consolidated statement of activities.

Contributions and Grants Receivable - Contributions and grants receivable are recorded at the amount management expects to collect from outstanding balances. Contributions receivable expected to be collected in greater than one year are recorded at the present value of the amount expected to be collected, using risk free rates applicable to the years in which the promises are to be received. Management believes that all amounts will be received when due, therefore no allowance for uncollectible amounts has been provided. Receivables will be written off when, in management's estimation, it is probable that the receivable is worthless.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Contributions and Government Grants - Contributions and government grants are recognized when the donor or grantor makes an unconditional promise to give to Belwin. Contributions that are restricted by the donor or grantor are reported as increases in net assets without restrictions if the restrictions expire in the fiscal year in which the contributions are recognized. All other contributions restricted by donors or grantors are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires or is fulfilled, net assets with donor restrictions are reclassified to net assets without donor restrictions. Conditional contributions are recorded when the conditions have been met and the conditional commitment becomes unconditional.

Contributions of cash that must be used for property and equipment are reported as net assets with donor restrictions. Belwin reports expiration of donor restrictions when the acquired assets are placed in service, unless the donor has specified the length of time the item must be used.

The conditional contribution further discussed in Note 11 was recorded as a liability upon collection and is recognized as revenue when the conditions have been satisfied.

Facility User Fees - Facility user fees are received annually from two nonprofit sports organizations for use of the Lucy Winton Bell Athletic Fields and are recognized evenly over the year to which they relate. See Note 16.

Cash and Cash Equivalents - For purposes of the consolidated statements of cash flows, the Conservancy considers all cash and highly liquid financial instruments with original maturities of three months or less, which are neither held for nor restricted by donors for long-term purposes, to be cash and cash equivalents. Cash restricted for the capital campaign is also considered cash. Cash and highly liquid financial instruments restricted to building projects, endowments that are perpetual in nature, or other long-term purposes are excluded from this definition.

Concentration of Credit Risk - Belwin maintains several bank accounts at one financial institution which are insured by the Federal Deposit Insurance Corporation. Although at times the amount on deposit in these accounts may exceed the federally insured limit, Belwin has never experienced any losses. At December 31, 2022 and 2021, deposits exceeded the insured limit by \$535,316 and \$97,540, respectively.

Functional Expenses - The costs of providing various program and supporting activities have been summarized on a functional basis in the consolidated statements of activities. The consolidated statements of functional expenses present expenses by function and natural classification. Expenses directly attributed to a specific functional area of the Conservancy are reported as expenses of those functional areas while indirect costs that benefit multiple functional areas have been allocated among the various functional areas based on the full-time employee equivalent method of allocation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investments - Investments are recorded at their fair values. Investment earnings and unrealized gains and losses are included in the change in net assets without donor restrictions unless their use is restricted by explicit donor stipulation or by law. Except for investments in Partnerships and LLCs for which any gain/loss is included in interest and dividend income (Note 4), when investments are sold, cost is determined using specific identification. Marketable securities contributed by donors are recorded at fair value at the time of the contribution.

Buildings and Improvements, Land Improvements, and Equipment - Buildings and equipment are carried at cost and depreciated over the estimated useful lives of the assets using the straight-line method. Expenditures in excess of \$5,000 are capitalized. Buildings are depreciated over 40 years, building improvements are depreciated over 5 - 40 years, land improvements are depreciated over 10 - 25 years, and equipment is depreciated over 3 - 7 years. Significant improvements and betterments that extend the life of the asset are capitalized. Land restoration costs are expensed. Maintenance and repairs are expensed as incurred.

Land - Belwin purchases land with the intention of holding it to prevent development, restoring the land, and providing a venue for research and education. Land is recorded at fair value, if known; otherwise, it is recorded at cost. Belwin uses land options to set the purchase price of land it is interested in purchasing in the future. Land options are recorded at cost. If an option is exercised, the cost of the option is added to the purchase price of the land.

Conservation Easements - Belwin believes it is most appropriate to account for the conservation easements as a collection. The conservation easements are recorded at a nominal value of \$1 each on the consolidated statement of financial position. Conservation easements acquired are reported as expenses on the consolidated statement of activities at appraised fair market value. Any difference between the appraised value and cost is recorded as an in-kind contribution. One conservation easement was purchased in 2022. In 2021, no conservation easements were purchased.

Leases - Belwin assesses whether an arrangement qualifies as a lease (i.e., conveys the right to control the use of an identified asset for a period of time in exchange for consideration) at inception and only reassesses its determination if the terms and conditions of the arrangement are changed. Leases with an initial term of 12 months or less are not recorded on the consolidated statement of financial position. Belwin currently has one lease, which is classified as a finance lease.

Right of use (ROU) assets represent Belwin's right to use an underlying asset for the lease term, and lease liabilities represent Belwin's obligation to make lease payments. ROU assets and lease liabilities are recognized at the lease commencement date based on the present value of lease payments over the lease term. Belwin uses the implicit rate when it is readily determinable. When the leases do not provide an implicit rate, to determine the present value of lease payments, management uses either its incremental borrowing rate or the risk-free rate at lease commencement.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

In-kind Materials and Services - Donated materials are recorded as contributions at their estimated fair market value in the period received. Donated services are recorded as contributions at their estimated fair value only if the services create or enhance a nonfinancial asset or if the services require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

Income Taxes - Belwin is exempt from income taxes under Internal Revenue Code Section 501(c)(3) and applicable Minnesota Statutes, except to the extent it has taxable income from activities that are not related to its exempt purpose. Belwin did not have any unrelated business income in 2022 or 2021. Belwin believes that it has appropriate support for any tax positions taken, and accordingly, does not have any uncertain tax positions that are material to the financial statements.

Reclassifications - Certain reclassifications have been made to the December 31, 2021 consolidated financial statements in order for them to conform to the December 31, 2022 presentation. These reclassifications had no effect on net assets or the change in net assets.

3. **CONTRIBUTIONS RECEIVABLE**

Contributions receivable at December 31, 2022 are expected to be received as follows:

2023	\$ 206,191
2024	35,000
2025	35,000
2026	35,000
2027	25,000
Contributions receivable	336,191
Less amount representing discount	(11,475)
Contributions receivable, net	\$ 324,716

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

4. **INVESTMENTS**

Investments consisted of the following as of December 31:

	2022	2021
Mutual funds:		
U.S. government money market funds	\$ 1,346,747	\$ 895,999
Prime money market	51,834	51,042
Intermediate - term bond	1,188,866	1,389,662
Foreign large blend	48,607	57,524
Ultrashort bond	-	293,184
Short-term bond	1,608,696	2,498,282
Small growth	167,076	242,863
Large growth	100,249	· -
Large blend	1,524,798	1,853,551
	6,036,873	7,282,107
Exchange traded funds:	, ,	, ,
Foreign large blend	623,842	590,815
Emerging markets	332,266	362,641
Small blend	220,248	241,831
Short-term bond	290,581	-
	1,466,937	1,195,287
Common and collective trust funds:		, ,
Large cap	1,501,060	1,933,670
Partnerships and LLC's:		
Small business venture capital	1,153,907	1,125,521
Distressed companies	684,165	738,600
Emerging growth	261,318	761,114
Real estate	548,492	787,255
Multi-sector credit-related assets	23,966	24,168
Healthcare industry	49,731	72,436
Diversifying strategies	481,588	435,888
Growth equity & buyout	106,999	33,990
Blockchain technology	37,215	17,611
	3,347,381	3,996,583
Total investments	12,352,251	14,407,647
Endowment investments	(260,090)	(244,972)
	\$ 12,092,161	\$ 14,162,675

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

4. INVESTMENTS (Continued)

Investment income (loss) is summarized as follows:

	2022	2021
Interest and dividend income* Realized and unrealized gains (losses), net Fees	\$ 943,430 (2,429,037) (61,714)	\$ 1,218,007 616,657 (54,410)
	\$ (1,547,321)	\$ 1,780,254

^{*}Interest and dividend income includes the return of investments in Partnerships and LLC's because the portion received representing the return of investments has not been determined.

5. FAIR VALUE MEASUREMENTS

Belwin's investments are reported at fair value in the accompanying consolidated statements of financial position. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although Belwin 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.

The fair value measurement accounting literature establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority; Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liabilities, either directly or indirectly, through corroboration with observable market data; and Level 3 inputs have the lowest priority. Belwin uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, Belwin measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs are only used when Level 1 or Level 2 inputs are not available.

The fair value of mutual and exchange traded funds is based on quoted net asset values of the shares held by Belwin at year end as reported by the corresponding active exchange.

As a practical expedient, the fair value of common and collective trust funds is based on the net asset value of units held by Belwin at year end, as determined by the trustee based on the underlying investments, including guaranteed investment contracts and security-backed contracts which are valued by discounting the related cash flows based on current yields of similar instruments. Redemptions are permitted at unit value at the end of each month.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

The investment manager seeks to maximize after-tax returns with US equity index exposure and active tax management. Their strategy is to provide a similar pre-tax return to the chosen equities indices - US Large and Mid Cap (Russell 1000 Index); US Small Cap Value (Russell 2000 Value Index); and US Small Cap Growth (Russell 2000 Growth Index). They maximize long term after-tax total returns through active tax management, capital gain or loss realization, aggressive transaction cost management, risk management, and very low management fees.

As a practical expedient, the fair value of investments in partnerships and LLC's is based on the respective net asset value reported by management of each partnership and LLC. Net asset values are determined using valuation methodologies that consider a range of factors in estimating the exit price from the perspective of market participants, including but not limited to the price at which each investment was acquired, the nature of the investment, local market conditions, trading values on public exchanges for comparable securities, current and projected operating performance, financial condition, and financing transactions subsequent to the acquisition of the investment.

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities. The following is a summary of the inputs used to value Belwin's investments as of December 31, 2022 and 2021:

		Fair Value Measurements at Reporting Date Using:					
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Other Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)			
December 31, 2022							
Mutual and exchange traded funds	\$ 7,503,810	\$ 7,503,810	\$ -	\$ -			
Investments measured at net asset value*	4,848,441						
Total	\$ 12,352,251						

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

		Fair Value Measurements at Reporting Date Using:					
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Other Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)			
December 31, 2021							
Mutual and exchange traded funds Investments measured at	\$ 8,477,394	\$ 8,477,394	\$ -	\$ -			
net asset value*	5,930,253						
Total	\$ 14,407,647						

^{*}Investments that are measured at fair value using the net asset value per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented on the Consolidated Statement of Financial Position.

There have been no changes in valuation techniques and related inputs from 2021 to 2022.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

The following is a summary of investments in partnerships and LLC's as of December 31, 2022 and 2021, with unfunded commitments at December 31, 2022:

with diffulded commitments at December 31, 2022	۷.				Hn	funded
	202))		2021		mitments
Small Business Venture Capital:				2021		memerics
European Secondary Opportunities Fund I LP	\$ 4	0,212	\$	52,844	\$	_
GCM Grosvener Co-Investment Opportunity	7 7	0,212	Y	32,044	Y	
Fund, L.P.	25	5,802		292,482		16,655
FEG Private Opportunities Fund III, L.P. (Series		3,002		232, .02		10,000
В)	27	1,524		314,693		9,960
FEG Private Opportunities Fund IV, L.P.		6,369		465,502		118,400
Distressed Companies:		-,		,		,
Wayzata Opportunity Fund II, L.P.		_		3,624		_
Fundamental Partners III LP	48	2,768		521,709		127,425
Fundamental Partners Municipal Trust		9,834		23,194		-
FEG Private Opportunities Fund III, L.P. (Series		,		,		
D)	17	5,936		190,073		-
FEG Private Opportunities Fund VI, L.P.		,		,		
(Series D)		5,627		-		140,256
Emerging Growth:		,				,
Westly Capital Partners, L.P. (Fund I)		7,675		19,755		-
Westly Capital Partners II	6	6,089		573,905		27,797
Pine Bridge Structured Capital Partners II, L.P.	10	1,304		112,481		7,067
Highclere International Emerging Markets		-		124		-
FEG Private Opportunities Fund V, L.P. (Series						
В)	8	6,250		54,849		114,000
Real Estate:						
JP Morgan US Real Estate Income and Growth Fund	31	6,357		322,786		-
Harrison Street Real Estate Partners III, L.P.		1,301		1,362		62,587
International Farmland Trust	1	9,810		306,327		-
Iron Point	6	4,014		59,181		24,522
MAP Renewable Energy 2018		128		-		-
Ridgewood Water & Strategic Infrastructure I	6	7,053		51,063		23,785
Ridgewood Water & Strategic Infrastructure II		146		-		93,845
FEG Private Opportunities Fund V, L.P. (Series						
C)	3	8,358		20,599		38,000
FEG Private Opportunities Fund VI, L.P.						
(Series C)		6,158		-		91,069
Lime Rock New Energy, L.P.	3	5,167		25,937		46,364
Multi-sector Credit-Related Assets:						
Special Credit Opportunities (Offshore), L.P.	2	0,619		20,776		-
Special Credit Opportunities, L.P.		3,347		3,392		-

(Continued)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

			Unfunded
	2022	2021	Commitments
Healthcare Industry:			
Sightline Healthcare Opportunity Fund II, L.P.	49,731	72,436	-
Diversifying Strategies:			
BlackRock Appreciation Fund IV, Ltd	420,578	412,753	-
FEG Absolute Access Fund I LLC	2,109	3,892	-
Cordillera	58,901	19,243	51,223
Blockchain Technology:			
Accolade Partners Blockchain II, L.P.	37,215	17,611	42,462
Growth Equity & Buyout			
Timber Bay Fund	82,248	33,990	16,396
FEG Private Opportunities Fund VI (Series B)	3,681	-	90,363
RCP Secondary Opportunity Fund IV	21,070		47,286
End of year fair value	\$ 3,347,381	\$ 3,996,583	\$ 1,189,462

European Secondary Opportunities Fund I LP was formed to acquire existing participations in private equity funds operating in the European lower mid-market buy-out, development capital and turnaround sectors and to take advantage of the fact that certain limited partners are under pressure and are cash constrained and desire to sell their positions. The opportunity is enhanced due to the lack of realizations in existing funds and the continuing decline in valuations as a result of the uncertain economic and financial outlook in Europe. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

GCM Grosvener Co-Investment Opportunity Fund, L.P. invests directly and indirectly in private companies by making investments alongside select middle-market private equity funds on a co-investment basis. The Fund focuses on North America and Western Europe and opportunistically seeks exposure to other geographies. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in April 2026.

FEG Private Opportunities Fund III, L.P. (Series B) invests in start-up companies that reflect a high risk/high return profile and are uniquely exposed to new market opportunities. The fund also invests in companies that benefit from corporate events, industry consolidation, or growth often through operational improvements, acquisitions, new leadership and/or new strategic direction, seeking enhanced returns through new market opportunities. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2027.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

FEG Private Opportunities Fund IV, L.P. invests primarily in small and lower middle-market companies that experience less competition, are less leveraged and whose drivers of return emphasize operations and earnings growth. The fund also focuses on smaller, opportunistic private real estate funds who seek to allocate capital to managers targeting unique or niche strategies or property types with compelling supply demand fundamentals and in distressed debt in both Europe and the United States.

Wayzata Opportunity Fund II, L.P. raised in excess of \$3 billion in late 2007 and was able to take advantage of some of the financial dislocation that occurred in 2008 and 2009. The Fund has over 50 investments. The largest remaining investment (over 10% of the Fund's value) is Minn Tex Power Holdings which owns the 1000 MW Guadalupe Generating Station, a natural gas-fired power plant near San Antonio, Texas. The Fund was liquidated in 2022.

Fundamental Partners III LP targets control-oriented investments in stressed/distressed assets or securities, finances the development or revitalization of community/public purpose assets, and acquires undervalued securities in the secondary market. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in November 2025.

The Fundamental Partners Municipal Trust was established to invest in Fundamental Trust II, Limited Partnership which was formed to make control-oriented investments in distressed and special situation opportunities within and related to the municipal revenue bond market. The Fund strategy is to find investment opportunities that are secured by assets and specific pledge of revenue from assets, providing downside protection that are typically need-based assets that are critical to the community. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

FEG Private Opportunities Fund III, L.P. (Series D) invests in strategies such as distressed debt, mezzanine debt, or other differentiated strategies that are attractive due to market dislocation or unique characteristics. The Fund seeks enhanced returns due to market dislocations or unique niche opportunities. When the assets are sold, the proceeds, less any incentives due to the Fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2029.

FEG Private Opportunities Fund VI, L.P. (Series D) invests with lenders providing debt capital primarily to the US lower middle market and sporadic investment with lenders focused in Europe. In times of market stress, the Fund looks to invest with managers who focus on stressed/distressed strategies to take advantage of dislocations. The Fund expects to sell all of its underlying assets in 2034.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

Westly Capital Partners, L.P. (Fund I) is a \$100 million fund, of which over 20% are the General Partners' personal investments. The strategy is to invest in companies with proven clean tech technologies and current revenues or in earlier stage companies when they can co-invest with technology leading venture firms. The target sectors for investment are environmental remediation; energy storage; and green building materials. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

Westly Capital Partners II continues with the successful strategy from Fund I and has added a more international focus with a provision that allows the Fund to invest up to 25% in non-US companies. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

PineBridge Structured Capital Partners II, L.P. provides subordinated debt and preferred equity to small and middle market companies with less than \$500 million of enterprise value. The Fund receives equity upside through common equity, warrants, options and other participation rights. The Fund does not behave like a short-term creditor but rather a constructive business partner to the controlling shareholders of the portfolio companies. Redemptions are not permitted during the life of the Fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in December 2024.

Highclere International Emerging Markets specializes in international small and midcap equity investment management for U.S. investors. The Fund was liquidated in 2022.

FEG Private Opportunities Fund V, L.P. (Series B) invests in early stage ventures, scaling high growth companies particularly in fintech, healthcare, and technology. The fund strategy is sector-focused or on strategic niche buyouts. Investments will only be deployed to opportunities that are not harmful to the environment.

The JP Morgan US Real Estate Income and Growth Fund is an actively managed, open-end fund with a levered core real estate strategy. The objective is to produce high income returns, with the potential for capital appreciation. The portfolio is anchored by low-risk, high quality, competitively positioned real estate investments that are well leased and stabilized. The Fund's approach to leverage is highly disciplined. They target a moderate debt level of 50%. When the assets are sold, the proceeds, less any incentives due to the Fund sponsor, will be distributed to the investors.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

Harrison Street Real Estate Partners III, L.P. invests in "need-based" sectors of the real estate market with a focus on education, healthcare, and storage. These asset classes include off-campus student housing, medical office buildings, senior housing, self-storage, and boat storage. These sectors have very strong fundamentals with positive demographic trends that are anticipated to continue for the next 20+ years. Returns for these sectors have exceeded those for the traditional real estate sectors primarily because supply is constrained, there is consistent demand, and a strong lender appetite exists for these sectors. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

The International Farmland Trust seeks to acquire or lease grain and oilseed properties in geographically diverse regions of Australia and Brazil and generate returns through production and sale of grain and oilseed commodities and potential for capital appreciation of properties acquired. The General Partner, Macquarie Agricultural Funds Management, has over 20 years experience in agricultural markets and global capabilities across agricultural commodities and agricultural research. They have consistently delivered operating profits through scale benefits by aggregating farms and reducing the per unit cost of production. Redemptions are not permitted during the life of the fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

Iron Point invests opportunistically across different themes, property types and geographies, allowing them to invest in assets that may not be as heavily impacted by macro-economic factors. Property types include: Data Center, Distressed, Hospitality, Senior Housing, Office, Multi-Family, and Land. The Fund seeks to capitalize on market inefficiencies by investing in properties and markets that are out of favor and by acquiring assets at discounts to intrinsic value.

MAP Renewable Energy 2018 is one of the longest-standing US private energy investment firms in the US. MAP is comprised entirely of renewable energy-related investments, with a focus on US wind energy, utility scale solar photovoltaic, and energy storage projects. The Fund seeks to construct a highly diversified portfolio with a combination of early and late-stage development projects, land rights underlying renewable energy projects, and project equity interests. The Fund is currently in the liquidation stage and anticipates final liquidity events taking place in 2023.

Ridgewood Water & Strategic Infrastructure I (RWSI I), a part of Ridgewood Private Equity Partners, invests in underlying assets and related businesses in the lower-middle market US water infrastructure sector. Investments are structurally advantaged, difficult-to-replicate, and located in large, growing, and dynamic markets. The Ridgewood strategy involves acquiring and aggregating water assets in fragmented markets and developing assets with clearly defined demand drivers from credit-quality municipalities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

Ridgewood Water & Strategic Infrastructure II (RWSI II) will follow the same investment process and approach of the firm's prior fund, RWSI I. RWSI II will seek to invest in 10-12 underlying assets and related businesses in the lower-middle market U.S. infrastructure sector, with a special focus on water-related assets. Ridgewood's strategy will involve acquiring and aggregating infrastructure assets in fragmented markets or developing assets with clearly defined demand drivers from credit-quality municipalities, seeking to leverage the team members' deep experience with regulated utility businesses.

FEG Private Opportunities Fund V, L.P (Series C) invests in disrupted energy assets, specifically power, water, and energy infrastructure. Investments will only be deployed to opportunities that are not harmful to the environment.

FEG Private Opportunities Fund VI, L.P. (Series C) invests in real estate, private natural resources and infrastructure including renewable/clean energy. Real estate typically provide exposure to multiple property types and geographies. Emphasizing smaller funds with an ability to purchase assets overlooked by larger groups that may offer greater price disparities and upside potential.

Lime Rock New Energy, L.P was created by Lime Rock specifically to make growth equity investments in North American businesses that service renewable infrastructure, provide energy efficiency solutions or accelerate adoption of electric transportation. The fund will target equity investments ranging from \$30-90 million across 10-15 companies that either generate positive EBITDA or have clear visibility into near term positive operating margins. Importantly, the Fund will not invest in renewable power generation infrastructure or in project finance vehicles.

Special Credit Opportunities (Offshore), L.P. has identified attractive investment opportunities in the credit markets due to continued regulatory changes and global deleveraging. The Blackrock Special Credit Opportunities Fund will provide capital to areas or sectors undergoing longer-term structural changes in their sources of capital. The Fund anticipates a two to five year investment horizon with high current cash flow expected. Redemptions are not permitted during the life of the Fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

Special Credit Opportunities, L.P. has identified attractive investment opportunities in the credit markets due to continued regulatory changes and global deleveraging. The Fund will provide capital to areas or sectors undergoing longer-term structural changes in their sources of capital.

Sightline Healthcare Opportunity Fund II, L.P. makes direct secondary investments in late-stage medical device companies. They identify capital-constrained investors and purchase their existing interest in companies that have begun commercialization. They seek companies that have clarity of exit within 2 to 3 years at premium valuations. Redemptions are not permitted during the life of the Fund. When the assets are sold, the proceeds, less any incentives due to the fund sponsor, will be distributed to the investors. The Fund expects to sell all of its underlying assets in 2023.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

5. FAIR VALUE MEASUREMENTS (Continued)

Blackrock Appreciation Fund IV, Ltd seeks to generate positive returns throughout various market cycles by allocating to a diversified portfolio of hedge fund managers. The investors may redeem up to 25% of their shares as of the last business day of any fiscal quarter with 93 days' notice.

FEG Absolute Access Fund I LLC allocates assets primarily among Portfolio Fund Managers implementing a variety of absolute return investment strategies while diversifying risk across a number of specific investment strategies, Portfolio Fund Managers and markets, while exhibiting less volatility than that of a portfolio of general equity and debt, although there is no assurance that a lower volatility will be reached. Investing in the Fund involves a high degree of risk. Redemption requests will be considered by the Board. The Fund is currently in the liquidation stage and anticipates final liquidity events taking place in 2023.

Cordillera's objective is to create a diversified portfolio of innovative alternative strategies. Within the targeted sectors, Cordillera believes the complexities involved in sourcing and structuring opportunities provides a competitive advantage for investors with the capabilities to underwrite deals in these unique areas of the market. Examples of innovative alternative strategies targeted by Cordillera include: specialty real estate, water rights, litigation finance, specialty infrastructure (wireless spectrum), and media finance.

Accolade Partners Blockchain II, L.P. is a dedicated blockchain fund of funds providing diversified exposure to blockchain investments. The Fund will invest primarily in a portfolio of closed-end funds, open-end funds, hybrid funds, and similar vehicles each with an investment focus on cryptographically derived digital assets and equity or other securities of public or private companies. These investments are expected to operate primarily in the digital asset, cryptocurrency, blockchain, and distributed ledger categories. Accolade believes investing in blockchain technology with a long-term view is an opportunity for strong returns.

The Timber Bay Fund focuses on interests in North American-based growth equity and buyout funds. The team targets funds with mature, saleable assets that are at/near the end of their contractual terms. Transaction structures vary depending on the investors' liquidity needs. Deals typically include liquidation and/or return preferences to provide Timber Bay with some downside protection.

FEG Private Opportunities Fund VI (Series B) invests in select early stage venture, scaling high growth companies particularly in Fin-tech, Health care and Technology. Sector focused or strategic niche buyouts, low leverage.

RCP Secondary Opportunity Fund IV makes investments in private equity funds through traditional secondary market purchases or other secondary transactions. The Firm seeks to leverage its strong market presence to primarily source and acquire limited partner (LP) interests in individual funds or a portfolio of funds, as well as execute on general partner (GP) led transactions such as recapitalizations, restructurings, and continuation vehicles.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

6. **LIQUIDITY AND AVAILABILITY OF RESOURCES**

Belwin's financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the consolidated statement of financial position date, are as follows:

		2022		2021
Cash	\$	485,827	\$	157,714
Contributions receivable, net		324,716		118,157
Grant receivable		31,874		-
Annual budgeted appropriation from Supporting Fund		380,606		452,100
		1,223,023		727,971
Less: restricted contributions not available within one				
year, net		(118,525)		-
	\$	1,104,498	\$	727,971
	<u> </u>	1,107,700	<u> </u>	, 21,311

As part of Belwin's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

Belwin has conditional promises to give in the form of grants from government agencies. Since these grants are conditional, they will not be recognized until the conditions have been met. Belwin has unearned conditional contributions of \$367,408 and \$698,859 as of December 31, 2022 and 2021, respectively. Conditional contributions are expected to be collected in 2023 and 2024.

Belwin has a second operating cash account that is typically used for athletic fields and capital expenditures but can be used for general expenditures if needed. The balance in this account was \$18,128 and \$15,150 as of December 31, 2022 and 2021.

Belwin is currently raising funds for a multi-year capital campaign. Expenditures related to the capital campaign are not considered general expenditures.

Belwin adopts an annual budget and anticipates collecting sufficient revenue to fund general expenditures. Budget to actual results are monitored each month. As part of Belwin's annual budget, an annual appropriation is anticipated to be made from the Supporting Fund.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

7. BUILDINGS AND IMPROVEMENTS, LAND IMPROVEMENTS, AND EQUIPMENT

Buildings and improvements, land improvements, and equipment consisted of the following:

	2022	2021
Buildings and improvements	\$ 2,975,881	\$ 3,119,756
Land improvements	1,104,885	1,187,550
Equipment	475,973	442,985
Construction in progress	25,291	52,000
	4,582,030	4,802,291
Less: accumulated depreciation	(3,641,458)	(3,652,531)
	\$ 940,572	\$ 1,149,760

Construction in progress consists of costs incurred for site development related to the multi-year capital campaign. No contracts have been awarded related to the construction as of December 31, 2022.

8. LAND AND CONSERVATION EASEMENTS

Land located in Afton, Lakeland and West Lakeland Township, Minnesota was acquired by Belwin through contribution or purchase using funds contributed to Belwin specifically for the purpose of purchasing property or with general organizational funds. Land donated to Belwin or purchased by Belwin with funds donated for the purpose of purchasing property should be maintained by Belwin as open space with much of it in a natural state for educational and research purposes and must always, regardless of future ownership, be so held, developed, and managed so as to preserve and enhance its natural features and significance for the future education and enjoyment of the public. During 2022, Belwin purchased 19 acres of land with a value of \$142,525 (after sale of the conservation easement to Washington County). No land was acquired in 2021.

Conservation easements are perpetual agreements between Belwin and landowners under which the landowners agree to abide by certain restrictions designed to preserve the open space or conservation value of their land. These agreements are binding on all landowners. Conservation easements held by Belwin cover 124 acres of property, all of which are owned by individual landowners. Conservation easements held by Minnesota Land Trust and Washington County cover 711 acres and 46 acres of Belwin's property, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

9. **SOLAR ENERGY SYSTEM ACQUISITION OBLIGATION**

In February 2014, Belwin entered into an agreement to purchase and install a solar energy system on its property using seller financing. The solar system went live on June 3, 2015. A subsidiary of the seller leases the solar system from Belwin under a finance lease agreement, and sells the power generated to Belwin. The finance lease is for a 20 year term, however the lease is subject to a put and call agreement after 13 years (June 3, 2028). Belwin is the fee title owner of the solar system, and the subsidiary of the seller is the tax owner of the solar system and eligible for federal tax credits. Belwin also assigned state solar incentive payments to the lessee. During the lease term, the lessee is responsible for all maintenance costs. Specified minimum payments are due even if the put or call is exercised. Utility cost savings are expected to finance the annual payments.

Finance lease expense for the year ended December 31, 2022 is:

Amortization expense	\$	2,551
Interest expense		2,071
	<u></u>	
	\$	4,622

The remaining lease term is 5.5 years at December 31, 2022 and the discount rate used in the calculation was 5%.

The following summarizes cash flow information related to the finance lease for the year ended December 31, 2022:

Operating cash flows Financing cash flows	\$	2,071 4,909
Future minimum payments are as follows:		
2023	\$	7,290
2024		7,644
2025		8,010
2026		8,394
2027		8,796
Thereafter		4,473
Total lease payments	' <u></u>	44,607
Less interest at 5%		(5,908)
Present value of lease liabilities	\$	38,699

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

10. **NET ASSETS WITH DONOR RESTRICTIONS**

Net assets with donor restrictions consist of the following:

	2022	2021
Land and conservation easements Investments restricted by donors for	\$ 10,665,957	\$ 10,523,432
land purchases	1,252,787	1,162,681
Investments - endowment principal	161,807	111,807
Unappropriated endowment earnings	98,283	133,165
Purpose restrictions:		
Time	30,000	-
Program expansion	209,328	209,328
IDEA Project	13,433	-
Capital campaign	427,782	178,511
Summer Stewards	12,982	-
Bison infrastructure upgrades	-	5,233
Other	2,607	1,082
	\$ 12,874,966	\$ 12,325,239

11. CONDITIONAL CONTRIBUTION

During 2007, Belwin received a conditional contribution of \$2,000,000. The conditional contribution matches new gifts from individuals, corporations, and foundations on a 1:1 basis. The contribution was recorded as a liability upon receipt and is recognized as revenue as the matching requirements are met. No matching contributions were recognized in 2022 and 2021.

12. **RELATED PARTIES**

The Afton Land Partnership (the Partnership) owns land adjacent to land held by Belwin. One of the partners of the Partnership is on the Board of Directors of Belwin. The Partnership and Belwin share certain equipment and operating costs in the maintenance of these properties. Afton Land Partnership owes Belwin \$7,253 and \$13,405 at December 31, 2022 and 2021, which is included in accounts receivable in the statements of financial position.

The Supporting Fund receives investment advisory and accounting services from Burr Oak, Inc., a family investment and advisory office with one owner that also serves on the boards of the Conservancy and the Supporting Fund. The Supporting Fund paid Burr Oak, Inc. \$61,714 and \$54,410 in 2022 and 2021.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

13. **COMMITMENTS AND CONTINGENCIES**

Employees - Belwin has an agreement with Paychex HR whereby Belwin's employees have become employees of Paychex HR for administrative and personnel purposes. Paychex HR assumes responsibility for administrative employment matters, such as paying wages and all federal, state, and local payroll taxes, FICA, and unemployment contributions; providing workers compensation coverage; complying with the Immigration Reform and Control Act; providing non-obligatory fringe benefit programs for Covered Employees; and complying with COBRA for qualified Covered Employees and dependents.

Life Estates - Two life estates exist on certain land owned by Belwin. Under these life estates, the former owners have the right to live in their houses until their death.

14. RETIREMENT SAVINGS PLAN

Belwin has a defined contribution retirement plan under Section 401(k) of the Internal Revenue Code. Generally, all employees of Belwin who are over 21 years of age and who have completed 60 days of service with Belwin are eligible to participate in the plan. Employer contributions are discretionary. Employer contributions to the Plan in 2022 and 2021 totaled \$17,157 and \$14,635, respectively.

15. **ENDOWMENTS**

At December 31, 2022, Belwin has one donor-restricted endowment and one Board designated endowment. Earnings on the donor-restricted endowment are not restricted in use. As required by generally accepted accounting principles, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Board designated endowment is held by the Supporting Fund and is to be used for general operating support for the Conservancy. The Board has a policy of appropriating for distribution between 4% and 5% of the rolling five-year average value of the net assets.

Interpretation of Relevant Law - The Board of Directors of Belwin has interpreted the Minnesota version of the Prudent Management of Institutional Funds Act (MPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment fund, absent explicit donor stipulations to the contrary. As a result of this interpretation, Belwin classifies as net assets with donor restrictions (a) the original value of gifts donated to the donor-restricted endowment, (b) the original value of subsequent gifts to the donor-restricted endowment, and (c) accumulations to the donor-restricted endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The donor did not require that any income be added to the endowment. The remaining portion of endowment investments is classified as net assets with donor restrictions until these amounts are appropriated for expenditure by Belwin.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

15. **ENDOWMENTS (Continued)**

In accordance with MPMIFA, Belwin 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 purposes of Belwin 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 Belwin

Changes in endowment net assets for the year ended December 31, 2022 follow:

	Without donor restrictions		ith donor strictions	Total
Endowment net assets, beginning of year	\$ 11,123,320	\$ 244,972		\$ 11,368,292
Investment return:				
Investment income, net of fees	852,969	4,051		857,020
Appreciation (depreciation)	(2,201,098)	(38,933)		(2,240,031)
Total investment return	(1,348,129)		(34,882)	(1,383,011)
Additions	-		50,000	50,000
Appropriation for expenditure	(504,550)	-		(504,550)
Endowment net assets, end of year	\$ 9,270,641	\$	260,090	\$ 9,530,731

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

15. **ENDOWMENTS (Continued)**

Changes in endowment net assets for the year ended December 31, 2021 follow:

	Without donor restrictions		ith donor	Total						
Endowment net assets, beginning of year Investment return:	\$ 9,834,208	\$ 195,824		\$ 10,030,032						
Investment income, net of fees	1,134,355		3,226	1,137,581						
Appreciation (depreciation)	614,446		45,922	660,368						
Total investment return	1,748,801		49,148	1,797,949						
Additions	-		-	-						
Appropriation for expenditure	(459,689)	_								(459,689)
Endowment net assets, end of year	\$ 11,123,320	\$ 244,972		\$ 11,368,292						

Return Objectives and Risk Parameters - Belwin has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding. Under these policies, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to achieve a positive return after inflation and distribution over an extended period of time and maintain sufficient income and liquidity to provide for reasonable cash flow requirements.

Strategies Employed for Achieving Objectives - To satisfy its income and liquidity objectives, Belwin invested donor-restricted endowment assets 81% in domestic and 19% in foreign large blend mutual funds and money market accounts at December 31, 2022 and 77% in domestic and 23% in foreign large blend mutual funds and money market accounts at December 31, 2021. At December 31, 2022, the Board-designated endowment is invested 4% in money market funds; 6% in intermediate core bond mutual funds; 3% in short-term bond exchange traded funds; 4% in short-term bond mutual funds; 15% in large blend mutual funds; 1% in large growth mutual funds; 2% in small blend exchange traded funds; 2% in small growth mutual funds; 7% in foreign large blend exchange traded funds; 4% in emerging markets exchange traded funds; 16% in common and collective trust funds; and 36% in partnerships and LLC's. At December 31, 2021, the Board-designated endowment is invested 6% in money market funds; 6% in intermediate core bond mutual funds; 3% in ultrashort bond mutual funds; 3% in short-term bond mutual funds; 16% in large blend mutual funds; 2% in small blend exchange traded funds; 2% in small growth mutual funds; 5% in foreign large blend exchange traded funds; 3% in emerging markets exchange traded funds; 18% in common and collective trust funds; and 36% in partnerships and LLC's.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For the Years Ended December 31, 2022 and 2021

16. LUCY WINTON BELL ATHLETIC FIELDS

Belwin entered into a cooperative management agreement for the operation and maintenance of the athletic fields with two nonprofit sports organizations beginning in 2011. The three parties mutually agreed to select one of the parties to be a facility manager. The facility manager is responsible for managing all regular operations and day-to-day maintenance of the LWBAF in accordance with the terms of the agreement. Net annual budgeted operating costs are shared equally by the other two organizations. Belwin collects the budgeted user fee from the other two parties and pays the facility manager. Each of the organizations must also contribute \$2,500 annually to a LWBAF capital reserve held by Belwin. User fees were \$80,000 in 2022 and \$80,000 in 2021. The facility manager expense was \$80,000 in 2022 and \$71,500 in 2021. Any excess user fees are deposited to the capital reserve.

17. **INSURANCE PROCEEDS**

Belwin sustained storm and hail damage to several buildings and vehicles in 2022. Belwin filed insurance claims related to the damage and received insurance proceeds of \$332,825 in 2022. Belwin is in the process of determining which of the damaged items will be repaired or replaced and no expenditures related to any of the damages were incurred in 2022. Any further insurance proceeds awarded will be recorded when received.

18. **SUBSEQUENT EVENTS**

In 2023, Belwin signed a construction agreement with a contractor for construction of a new building. The total contract amount is approximately \$3,500,000. The contract can be terminated at anytime without penalty, with Belwin remaining liable to pay for any work that had been already completed up until the termination date.

Belwin purchased 3.5 acres of land for a total of \$675,000 located in Afton, Minnesota on June 23, 2023.

Management has evaluated subsequent events through September 11, 2023, the date on which the consolidated financial statements were available for issue and noted no additional subsequent events.



CONSOLIDATING STATEMENT OF FINANCIAL POSITION

December 31, 2022

		Belwin Belwin Conservancy Supporting Fund			Total Fliminations			Total		
				Supporting Fund		Total		Eliminations		Total
			ASSETS							
Cash	\$	485,827	\$	-	\$	485,827	\$	-	\$	485,827
Cash - capital reserve for LWBAF		18,128		-		18,128		-		18,128
Contributions receivable, net		324,716		-		324,716		-		324,716
Grant receivable		1,531,846		-		1,531,846		(1,499,973)		31,873
Accounts receivable		7,253		-		7,253		-		7,253
Investments		-		12,092,161		12,092,161		-		12,092,161
Cash - capital campaign		257,231		-		257,231		-		257,231
Land and conservation easements		10,665,957		-		10,665,957		-		10,665,957
Buildings and improvements, land										
improvements, and equipment, net		940,572		-		940,572		-		940,572
Right of use asset, net		44,417		-		44,417		-		44,417
Endowment investments		260,090		-		260,090		-		260,090
	\$	14,536,037 LIABILITIES	\$ AND N	12,092,161 IET ASSETS	\$	26,628,198	\$	(1,499,973)	\$	25,128,225
Accounts payable	\$	28,052	\$		\$	28,052	\$	_	\$	28,052
Due to Conservancy	Y	20,032	Y	1,499,973	Y	1,499,973	7	(1,499,973)	Ţ	20,032
Accrued payroll		28,962		-		28,962		(1,433,373)		28,962
Lease liability		38,699		_		38,699		_		38,699
Conditional contribution		1,499,973		_		1,499,973		-		1,499,973
	-	_,,				_,,				_,,
Total liabilities		1,595,686		1,499,973		3,095,659		(1,499,973)		1,595,686
Net assets:										
Net assets without donor restrictions		65,385		10,592,188		10,657,573		-		10,657,573
Net assets with donor restrictions		12,874,966		-		12,874,966		-		12,874,966
Total net assets		12,940,351		10,592,188		23,532,539		-		23,532,539
	\$	14,536,037	\$	12,092,161	\$	26,628,198	\$	(1,499,973)	\$	25,128,225

CONSOLIDATING STATEMENT OF ACTIVITIES

For the Year Ended December 31, 2022

	Co	Belwin	Sup	Belwin porting Fund	Total	El	iminations		Total
Revenues and support:									
Contributions	\$	1,253,167	\$	90,106	\$ 1,343,273	\$	(648,181)	\$	695,092
Government grants		355,411		-	355,411		-		355,411
Investment loss, net		(34,882)		(1,512,439)	(1,547,321)		-		(1,547,321)
Facility user fees and rent income		80,100		-	80,100		-		80,100
Miscellaneous income		39,969		-	39,969		-		39,969
Total revenues and support		1,693,765		(1,422,333)	271,432		(648,181)		(376,749)
Expenses:									
Program services:									
Environmental		748,822		-	748,822		-		748,822
Arts, Culture, and Ecology		364,529		-	364,529		-		364,529
		1,113,351		-	1,113,351		-		1,113,351
Management and general		213,728		648,181	861,909		(648,181)		213,728
Fundraising		379,530			379,530		-		379,530
Total expenses		1,706,609		648,181	2,354,790		(648,181)	_	1,706,609
Change in net assets before nonoperating activities		(12,844)		(2,070,514)	(2,083,358)		-		(2,083,358)
Contributions - capital campaign		423,614		-	423,614		-		423,614
Insurance claim proceeds		332,825		-	332,825		-		332,825
Loss on disposal of property and equipment		(166,525)		-	(166,525)	_			(166,525)
Change in net assets		577,070		(2,070,514)	(1,493,444)		-		(1,493,444)
Net assets, beginning of year	-	12,363,281		12,662,702	25,025,983		-		25,025,983
Net assets, end of year	\$	12,940,351	\$	10,592,188	\$ 23,532,539	\$	-	\$	23,532,539