

LAVELLE FUND FOR THE BLIND, INC.

**Financial Statements
for the year ended
December 31, 2011
(Modified Cash Basis)**

**CONDON
O'MEARA
MCGINTY &
DONNELLY LLP**

Certified Public Accountants

One Battery Park Plaza
New York, NY 10004-1405
Tel: (212) 661 - 7777
Fax: (212) 661 - 4010

Independent Auditors' Report

To the Board of Directors of
Lavelle Fund for the Blind, Inc.

We have audited the accompanying statement of assets, liabilities and net assets (modified cash basis) of Lavelle Fund for the Blind, Inc. (the "Fund") as of December 31, 2011 and December 31, 2010 and the related statements of revenue and expenses (modified cash basis) and cash flows (modified cash basis) for the years then ended. These financial statements are the responsibility of the Fund's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described in note 2, the financial statements have been prepared on a modified cash basis, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. The modified cash basis of accounting utilized by the Fund is a common basis of accounting used by private foundations in the United States of America.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position (modified cash basis) of Lavelle Fund for the Blind, Inc. as of December 31, 2011 and December 31, 2010 and the results of its revenue and expenses (modified cash basis) and its cash flows (modified cash basis) for the years then ended on the basis of accounting described in note 2.

Condon O'Meara McGinty & Donnelly LLP

April 25, 2012

LAVELLE FUND FOR THE BLIND, INC.
Statement of Assets, Liabilities and Net Assets
(Modified Cash Basis)

Assets

	December 31	
	2011	2010
Cash	\$ 89,433	\$ 333,662
Due from investment custodian for net investment activity	138,150	-
Program related investments	250,000	-
Investments, at fair value	<u>90,185,077</u>	<u>94,016,263</u>
Total assets	<u>\$ 90,662,660</u>	<u>\$ 94,349,925</u>

Net Assets

Unrestricted net assets	<u>\$ 90,662,660</u>	<u>\$ 94,349,925</u>
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See notes to financial statements.

LAVELLE FUND FOR THE BLIND, INC.

Statement of Revenue and Expenses
(Modified Cash Basis)

	Year Ended	
	December 31	
	<u>2011</u>	<u>2010</u>
Revenue		
Interest	\$ 310,225	\$ 336,342
Dividends	1,598,049	1,660,871
Other revenue (loss)	<u>(30,437)</u>	<u>(1,235)</u>
Total revenue	1,877,837	1,995,978
Less: Expenses directly related to investments		
Investment management fees	405,080	364,987
Limited partnership fees	88,219	81,010
Federal excise taxes	85,000	34,246
Foreign taxes	<u>36,343</u>	<u>25,418</u>
Revenue available for grants and other expenses	<u>1,263,195</u>	<u>1,490,317</u>
Expenses		
Payroll and related expenses	395,968	413,188
Professional fees	37,490	38,510
Consulting fees	15,459	4,950
Office supplies	2,748	4,035
Office equipment	19,294	12,218
Office enhancements	9,398	4,525
Rent	22,756	35,405
Travel, conferences and meetings	5,839	14,565
Telephone	2,578	2,525
Utilities	3,635	3,639
Postage	2,711	2,154
Insurance	8,086	5,692
Filing fees	1,500	1,500
Other	<u>20,646</u>	<u>17,228</u>
Total expenses	<u>548,108</u>	<u>560,134</u>
Excess of revenue over expenses before grants paid	715,087	930,183
Grants paid	<u>4,896,230</u>	<u>3,397,919</u>
(Deficiency) of revenue to cover expenses before other addition (deduction)	(4,181,143)	(2,467,736)
Other addition (deduction)		
Realized gain (loss) on sale of investments	6,663,500	(148,114)
Change in unrealized value of investments	<u>(6,169,622)</u>	<u>12,016,999</u>
Increase (decrease) in unrestricted net assets	<u>(3,687,265)</u>	<u>9,401,149</u>
Unrestricted net assets, beginning of year	<u>94,349,925</u>	<u>84,948,776</u>
Unrestricted net assets, end of year	<u>\$ 90,662,660</u>	<u>\$ 94,349,925</u>

See notes to financial statements.

LAVELLE FUND FOR THE BLIND, INC.

**Statement of Cash Flows
(Modified Cash Basis)**

	Year Ended	
	December 31	
	<u>2011</u>	<u>2010</u>
Cash flows from operating activities		
Increase (decrease) in unrestricted net assets	\$ (3,687,265)	\$ 9,401,149
Adjustments to reconcile increase (decrease) in unrestricted net assets to net cash (used in) operating activities		
Realized (gain) loss on sale of investments	(6,663,500)	148,114
Change in unrealized value of investments	6,169,622	(12,016,999)
Limited partnership activity	451	37,717
(Increase) in due to/from investment custodian for net investment activity	(138,150)	(688,414)
Program related investments	<u>(250,000)</u>	<u>-</u>
Net cash (used in) operating activities	<u>(4,568,842)</u>	<u>(3,118,433)</u>
Cash flows from investing activities		
Purchases of investments	(17,684,146)	(9,297,979)
Proceeds from sales of investments	<u>22,008,759</u>	<u>12,699,143</u>
Net cash provided by investing activities	<u>4,324,613</u>	<u>3,401,164</u>
Net increase (decrease) in cash	(244,229)	282,731
Cash, beginning of year	<u>333,662</u>	<u>50,931</u>
Cash, end of year	<u>\$ 89,433</u>	<u>\$ 333,662</u>
Supplemental disclosure of cash flow information		
Cash paid for federal excise taxes	<u>\$ 85,000</u>	<u>\$ 36,000</u>

See notes to financial statements.

LAVELLE FUND FOR THE BLIND, INC.**Notes to Financial Statements****December 31, 2011****(Modified Cash Basis)****Note 1 – Nature of organization**

The Lavelle Fund for the Blind, Inc. (the “Fund”), formerly the Lavelle School for the Blind, began operating a school for the blind in 1904 and was incorporated in 1909. In 1947, the school became a state-chartered and state-funded 4201 school dedicated to serving multi-handicapped children with visual impairments. In 1999, a new entity was created to operate the School. The old entity became the Lavelle Fund for the Blind, Inc.; a charitable foundation that administers grants to benefit the broader community of visually impaired people.

The Fund is dedicated to supporting programs that promote the spiritual, moral, intellectual, and physical development of blind and low-vision people of all ages, together with programs that help people avoid vision loss. Priority is given to agencies that concentrate on serving the New York City metropolitan area.

While priority is given to programs that concentrate on serving the greater New York metropolitan area, the Fund also considers grant requests that serve wider national and international communities. The Fund also makes grants to a broad range of direct service programs. Support is concentrated on programs that impact the populations served and make measurable progress toward pre-determined goals in a specific timeframe.

Note 2 – Summary of significant accounting policies**Basis of accounting**

The Fund’s policy is to prepare its financial statements on the basis of cash receipts and cash disbursements modified to record investments at fair value, the amount due to or from the investment custodian for purchases and sales of investments and program-related investments. Accordingly, revenue and the related assets are recognized when received rather than when earned and certain expenses are recognized when paid rather than when the obligation is incurred.

Investments

Investments are recorded at fair value. The fair values of the short term investments, mutual funds, equities, corporate bonds and publicly traded equity limited partnerships are based on publicly quoted prices. The cost of these investments sold is determined using the first-in, first-out method.

The investment in the international equities limited partnership is stated at the Fund’s equity interest in the underlying net assets, which approximates fair value. The fair value of the limited partnerships is determined by the limited partnership’s Manager. Securities for which market quotations are readily available are valued at their current market values in the principal market in which such securities are normally traded. These values are normally determined by (i) the last sales price, if the principal market is the New York Stock Exchange or other securities exchange (or at the mean between the closing “bid” and “asked” price, if there have been no sales on such exchange on that day), or (ii) the most recent bid price, if the principal market is other than an exchange.

LAVELLE FUND FOR THE BLIND, INC.**Notes to Financial Statements (continued)****December 31, 2011****(Modified Cash Basis)****Note 2 – Summary of significant accounting policies (continued)**Investments (continued)

Withdrawals from the Fund's international equities limited partnership may be made, in whole or in part, at the end of each month by providing written notice to the investment manager specifying the amount to be redeemed and the redemption date, which written notice shall be not less than thirty days and not more than forty-five days prior to such redemption date. Redemptions must be made in multiples of \$1,000 and the Fund must maintain a capital account in the minimum amount of \$250,000 in the case of redemption in part.

Fair value measurements

Accounting principles generally accepted in the United States of America established a hierarchy that prioritizes the inputs used to measure fair value into three broad levels. Level 1 inputs are defined as quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 2 inputs are defined as observable inputs other than Level 1 prices, such as quoted prices of similar assets, quoted prices in markets with insufficient volume or infrequent transactions (less active markets).

Concentration of credit risk

The Fund's financial instruments that are potentially exposed to concentrations of credit risk consist of cash and investments. The Fund places its cash with what it believes to be quality financial institutions. The Fund has not experienced any losses in such accounts to date. The Fund invests in short-term investments, mutual funds, equities, corporate bonds, publicly traded equity limited partnerships and an international equity limited partnership. Investments are exposed to various risks such as interest rate, market volatility, liquidity and credit. Due to the level of uncertainty related to the foregoing risks, it is reasonably possible that changes in these risks could materially affect the fair value of the investments reported in the statement of financial position at December 31, 2011. The Fund routinely assesses the financial strength of its cash and investment portfolio. As a consequence, the Fund believes no significant concentration of credit risk exists with respect to its cash and investments.

Use of estimates

The preparation of financial statements in conformity with the modified cash basis of accounting requires management to make estimates and assumptions regarding the fair value of the investments reported in the financial statements. Actual results could differ from these estimates.

LAVELLE FUND FOR THE BLIND, INC.

Notes to Financial Statements (continued)
December 31, 2011
(Modified Cash Basis)

Note 2 – Summary of significant accounting policies (continued)

Subsequent events

The Fund has evaluated events and transactions for potential recognition or disclosure through April 25, 2012, which is the date the financial statements were available to be issued.

Note 3 – Investments

As of December 31, 2011 and 2010, the investments consist of the following:

	2011		2010	
	Cost	Fair Value	Cost	Fair Value
Short-term investments	\$ 7,352,663	\$ 7,352,663	\$ 3,176,907	\$ 3,176,907
Mutual funds				
Equity fund	15,513,253	18,073,704	15,148,608	18,335,017
Bond fund	5,491,454	6,057,590	7,041,202	7,568,005
Equities				
Common stocks	43,728,595	50,471,864	44,434,250	54,992,804
Preferred stocks	-	-	55,712	56,000
Real estate investment trust	219,567	237,360	219,567	254,800
Corporate bonds	391,788	355,330	419,375	424,049
Limited partnerships				
Equities – publicly traded	515,522	934,644	739,247	1,093,718
International Equities	<u>7,054,372</u>	<u>6,701,922</u>	<u>6,675,068</u>	<u>8,114,963</u>
Total	<u>\$ 80,267,214</u>	<u>\$ 90,185,077</u>	<u>\$ 77,909,936</u>	<u>\$ 94,016,263</u>

LAVELLE FUND FOR THE BLIND, INC.

Notes to Financial Statements (continued)

December 31, 2011
(Modified Cash Basis)

Note 3 – Investments (continued)

For assets measured at fair value on a recurring basis as of December 31, 2011, accounting standards require quantitative disclosures about the fair value measurements separately for each class of assets as follows:

<u>Description</u>	<u>Fair value measurements at December 31, 2011</u>		
	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>
Short-term investments	\$ 7,352,663	\$ 7,352,663	\$ -
Mutual funds			
Equity fund	18,073,704	18,073,704	-
Bond fund	6,057,590	6,057,590	-
Equities			
Common stocks	50,471,864	50,471,864	-
Real estate investment trust	237,360	237,360	-
Corporate bonds	355,330	355,330	-
Limited partnerships			
Equities – publicly traded	934,644	934,644	-
International Equities	<u>6,701,922</u>	<u>-</u>	<u>6,701,922</u>
Total	<u>\$ 90,185,077</u>	<u>\$ 83,483,155</u>	<u>\$ 6,701,922</u>

Note 4 – Commitments

As of December 31, 2011, the Board of Trustees had approved grants payable in future years amounting to \$6,729,145. Such grants are subject to the satisfaction of stipulated conditions and performance by the intended recipients before payment

Note 5 – Lease agreements

Commencing July 1, 2001, the Fund entered into a lease for office space, which was to expire on August 31, 2011. In connection with the lease, the Fund paid the landlord a deposit of \$13,701. In connection with this lease, the Fund reached an agreement with a neighboring tenant whereby the neighboring tenant would assume the Fund's lease, which expired on August 31, 2011. The Fund also obtained a note receivable from the neighboring tenant for the security deposit of \$13,701 that the Fund previously paid to the landlord. The security deposit was repaid to the Fund during 2011.

Commencing January 1, 2007, the Fund entered into a new lease for office space, which expires December 31, 2016. The monthly rent payments were initially \$2,700 and are subject to a 3% increase annually.

LAVELLE FUND FOR THE BLIND, INC.

Notes to Financial Statements (continued)
December 31, 2011
(Modified Cash Basis)

Note 5 – Lease agreements (continued)

Rent expense totaled \$22,756, net of returned security deposit of \$13,701, for the year ended December 31, 2011, and \$35,405 for the year ended December 31, 2010.

The following is a summary of the required annual lease payments:

<u>Year</u>	<u>Amount</u>
2012	\$ 37,560
2013	38,687
2014	39,848
2015	41,043
2016	<u>42,275</u>
Total	<u>\$ 199,413</u>

Note 6 – Retirement plans

The Fund has a Simplified Employee Pension – Individual Retirement Accounts (SEP-IRA) retirement plan for all eligible employees. The Fund makes a contribution to the plan of 8% of each eligible employee's annual salary. In addition, the Fund makes a dollar-for-dollar matching contribution of the amount contributed by each employee to the 403(b) plan (see below) up to a maximum of 4% of an employee's annual salary, to the SEP IRA. The total expense for the years ended December 31, 2011 and December 31, 2010 totaled \$36,436 and \$40,127, respectively.

The Fund also has a 403(b) tax-deferred annuity plan for all employees. Employees may contribute to the plan an amount not to exceed the annual limit established by the Internal Revenue Code. During the years ended December 31, 2011 and December 31, 2010, the Fund did not contribute to the 403(b) defined contribution plan.

LAVELLE FUND FOR THE BLIND, INC.**Notes to Financial Statements (continued)
December 31, 2011
(Modified Cash Basis)****Note 7- Program related investments**

During 2011, the Fund made two program-related investments to two related but distinct nonprofit fiscal intermediaries to aid in the development of a low cost retinal imaging system by Quantum Catch, LLC, a limited liability for-profit partnership. Specifically, the Fund approved a \$100,000 loan to Giving Assets, Inc., in March, 2011 and a \$150,000 loan to Impact Assets, Inc., in November 2011. The loans each carry an interest rate of 2% per annum computed on the basis of a 365 day calendar year. Neither of these intermediary organizations nor Quantum Catch, LLC shall have any obligation to begin repaying the loans until and unless Quantum Catch, LLC becomes cash flow positive for three consecutive months. Should this cash flow target be achieved, the respective loan agreements (between the Fund and the intermediaries and between the intermediaries and Quantum Catch, LLC) stipulate the rate at which the loans should be repaid – with the two target dates for full repayment of principal and accrued interest being December 15, 2015 (for the \$100,000 loan) and December 15, 2016 (for the \$150,000 loan). The intermediary organizations do not have any obligation to repay the loans beyond the extent of the principal and accrued interest payments that they themselves receive from Quantum Catch, LLC. As of December 31, 2011, no loan repayments had been made to the Fund.

Note 8 – Line of credit

During December 2011, the Fund entered into an agreement with Lavelle School for the Blind, Inc. (the “School”) whereby the School can borrow up to a maximum amount of \$3,500,000 from the Fund. The line of credit bears zero interest and expires on December 31, 2014. Advances shall only be made quarterly and upon approval by the Fund’s Treasurer. As of December 31, 2011, the Fund has not made any advances.

Note 9 – Tax status

The Fund is exempt from federal income tax under Section 501(c)(3) and is classified as a private foundation under Section 509(a) of the Internal Revenue Code. The Fund is subject to federal excise tax on its net investment income.

As of December 31, 2011, no amounts have been recognized for uncertain income tax positions taken. In addition, the Fund’s tax returns for the year 2008 and forward are subject to the usual review by the appropriate taxing authorities.