

## Report to Board of Trustees and Audit Committee

The National Benevolent Association of Christian Church (Disciples of Christ)

Results of the 2022 Consolidated Financial Statement Audit, Including Required Communications

St. Louis, Missouri December 31, 2022





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### **Audit Summary**

## **Timing of Our Engagement**

Our audit procedures occurred primarily between November 2022 and June 2023. The resulting opinion from our audit is as follows:

## **Our Financial Statement Opinion**

We have issued an unmodified opinion as to whether the consolidated financial statements of The National Benevolent Association of the Christian Church (Disciples of Christ) ("NBA"), as of and for the year ended December 31, 2022, are fairly presented, in all material respects.





## **Other Services Provided**

Other services provided during the year ended December 31, 2022, have included:

• Drafting of the financial statements and related footnotes

## Where We Focused Our Efforts

Elements of the Audit	Description of Audit Area
Planning	We worked closely with management early during the audit, as required by auditing standards, giving the group an overview of the scope and timing.
Materiality	FORVIS has a materiality methodology that does not simply consider change in net assets but focuses on other metrics, such as total net assets, assets, or revenue or other meaningful metrics, to scope our audit approach, to evaluate actual or potential errors, and to develop audit samples.
Risk Assessment	<ul> <li>FORVIS followed standards established by the AICPA that affected the amount and type of information we gathered to perform our audit, including:</li> <li>Obtaining an understanding of your business and business environment, significant risks, and how you mitigate those risks, including examining how you measure and manage financial performance, as well as your internal control over financial reporting</li> <li>Evaluating where your financial statements might be susceptible to material misstatement due to error or fraud</li> </ul>





Elements of the Audit	Description of Audit Area	
	<ul> <li>Considering if internal controls have been implemented and assessed the general controls around your information technology systems</li> </ul>	
	<ul> <li>Assessing risks of material misstatement for the most significant financial statement amounts and disclosures</li> </ul>	
	We considered your internal controls documentation and asked management to complete various questionnaires for significant areas, such as cash inflows, cash outflows, investing and financing, and, new this year, leases.	
	We interviewed personnel and reviewed prior Board meeting minutes as part of our information-gathering process.	
Fieldwork, Testing, & Further Audit Procedures	We designed audit tests to take advantage of strengths in your internal control system, including:	
	<ul> <li>Performing substantive tests on material account balances</li> </ul>	
	<ul> <li>Evaluating significant unusual transactions</li> </ul>	
	<ul> <li>Concluding that all identified risks of material misstatement have been addressed</li> </ul>	
	We also performed substantive procedures, such as:	
	<ul> <li>Key Item Testing – Some items within an account may be large enough by themselves to involve significant risk of material misstatement. These key items were audited individually</li> </ul>	
	<ul> <li>Sampling – A detailed audit of representative individual items (a sample) selected from a population</li> </ul>	

## **FORV/S**



Elements of the Audit	Description of Audit Area
	<ul> <li>Analytical Procedures – Taking a closer look at a grouping of information by examining it as it relates to other accounts, historical trends, or other measures</li> </ul>
Areas of Particular Attention	Based on the nature of your activities and the operations during the period, we noted the following areas of special attention:
	<ul> <li>Management Override of Controls is an inherent risk, even in well- designed systems of controls. We evaluate journal entries and financial statement drafting processes among areas where override can often occur</li> </ul>
	<ul> <li>Existence and Valuation of Investments can be complex given assumptions and methods used by management</li> </ul>
	<ul> <li>Related-Party Disclosures are typically sensitive areas of consideration and disclosure that demand additional professional skepticism</li> </ul>
	<ul> <li>Net Asset Classifications and Releases of Restrictions can be difficult to classify and track, particularly in periods of high activity</li> </ul>
	<ul> <li>Revenue Recognition is an area for significant risk. We test cut-off of revenue recognition and allowances for receivables where applicable for purposes of capturing revenue in the proper period</li> </ul>
	Related to these areas, no matters are reportable.

## **FORV/S**

# Required Communications Regarding Our Audit Strategy & Approach (AU-C 260)

The following matters are required communications we must make to you, including these responsibilities:

#### **Overview & Responsibilities**

Matter	Discussion
Scope of Our Audit	<ul> <li>This report covers audit results related to your financial statements :</li> <li>As of and for the year ended December 31, 2022</li> <li>Conducted in accordance with our contract dated October 31, 2022</li> </ul>
Our Responsibilities	FORVIS is responsible for forming and expressing an opinion about whether the financial statements that have been prepared by management, with the oversight of those charged with governance, are prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).
Audit Scope & Inherent Limitations to <i>Reasonable</i> <i>Assurance</i>	An audit performed in accordance with auditing standards generally accepted in the United States of America (GAAS) is designed to obtain reasonable, rather than absolute, assurance about the financial statements. The scope of our audit tests was established in relation to the financial statements taken as a whole and did not include a detailed audit of all transactions.

## **FORV/S**



Matter	Discussion
Extent of Our Communication	In addition to areas of interest and noting prior communications made during other phases of the engagement, this report includes communications required in accordance with GAAS that are relevant to the responsibilities of those charged with governance in overseeing the financial reporting process, including audit approach, results, and internal control. The standards do not require the auditor to design procedures for the purpose of identifying other matters to be communicated with those charged with governance.
Independence	The engagement team, others in our firm, as appropriate, and our firm, have complied with all relevant ethical requirements regarding independence.
Your Responsibilities	Our audit does not relieve management or those charged with governance of your responsibilities. Your responsibilities and ours are further referenced in our contract.
Distribution Restriction	<ul> <li>This communication is intended solely for the information and use of the following and is not intended to be, and should not be, used by anyone other than these specified parties:</li> <li>Board of Trustees and Audit Committee</li> <li>Management</li> </ul>





## **Qualitative Aspects of Significant Accounting Policies & Practices**

The following matters are detailed in the following pages and included in our assessment:

## **Significant Accounting Policies**

Significant accounting policies are described in Note 1 of the audited financial statements.

With respect to new accounting standards adopted during the year, we call to your attention the following topics detailed in the following pages:

• ASC 842, Leases

### **Unusual Policies or Methods**

With respect to significant unusual accounting policies or accounting methods used for significant unusual transactions (significant transactions outside the normal course of business or that otherwise appear to be unusual due to their timing, size, or nature), we noted the following:

• No matters are reportable

## **Alternative Accounting Treatments**

We had discussions with management regarding alternative accounting treatments within GAAP for policies and practices for material items, including recognition, measurement, and disclosure considerations related to the accounting for specific transactions as well as general accounting policies, as follows:

- Policy elections for ASC 842, *Leases* 
  - We have elected the alternative transition method for adoption
  - We have elected the following package of practical expedients at the date of adoption of ASC 842 to not reassess:

## **FORV/S**



- Whether any expired or existing contract is a lease or contains a lease
- The lease classification of any expired or existing leases
- Initial direct costs for any existing leases
- We have not elected the hindsight practical expedient in determining the lease term and assessing impairment of the Association's right-of-use assets. This practical expedient has been applied to all leases.
- We have elected the practical expedient to combine lease and nonlease components in the contract.
- We have not elected the portfolio approach to classify and measure leases. Actual results under the portfolio approach are materially similar evaluations on an individual basis.
- We have elected the short-term lease exception for leases that, at the lease commencement date, have a lease term of 12 months or less and does not include an option to purchase the underlying asset that the Association is reasonably certain to exercise. This election was made by asset class rather than individual leases.
- We have elected the practical expedient available to lessees that are not public business entities to use a risk-free discount rate when measuring lease liabilities.
- We have adopted a capitalization policy for right-of-use assets of \$2,000. Right-of-use assets not capitalized are not material individually and in the aggregate.

### **Management Judgments & Accounting Estimates**

Accounting estimates are an integral part of financial statement preparation by management, based on its judgments. Significant areas of such estimates for which we are prepared to discuss management's estimation process and our procedures for testing the reasonableness of those estimates include:

• Self-insurance

## **FORV/S**



#### **Financial Statement Disclosures**

The following areas involve particularly sensitive financial statement disclosures for which we are prepared to discuss the issues involved and related judgments made in formulating those disclosures:

- Beneficial interest in perpetual trusts
- Endowment
- Memorandum of understandings with affiliated entities
- Disclosures about fair value of assets
- Liquidity and availability

## **Our Judgment About the Quality of NBA's Accounting Principles**

During the course of the audit, we made the following observations regarding NBA's application of accounting principles:

• No matters are reportable





## **Adjustments Identified by Audit**

During the course of any audit, an auditor may propose adjustments to financial statement amounts. Management evaluates our proposals and records those adjustments that, in its judgment, are required to prevent the financial statements from being materially misstated.

A misstatement is a difference between the amount, classification, presentation, or disclosure of a reported financial statement item and that which is required for the item to be presented fairly in accordance with the applicable financial reporting framework.

## **Proposed & Recorded Adjustments**

Auditor-proposed and management-recorded entries include the following:

• No matters are reportable

#### **Nature of Uncorrected Misstatements**

• No uncorrected misstatements





## **Other Required Communications**

### **Other Material Communications**

Listed below are other material communications between management and us related to the audit:

• Management representation letter (see Attachments)

We orally communicated to management an other deficiency in internal control identified during our audit that is not considered a material weakness or significant deficiency.





## **Attachment**

### **Management Representation Letter**

As a material communication with management, included herein is a copy of the representation letter provided by management at the conclusion of our engagement.



Representation of: National Benevolent Association The Christian Church of Christ (Disciples of Christ) St. Louis, Missouri

*Provided to:* **FORVIS, LLP** Certified Public Accountants 211 N. Broadway, Suite 600 St. Louis, Missouri 63102

The undersigned ("We") are providing this letter in connection with FORVIS' audits of our consolidated financial statements as of and for the years ended December 31, 2022 and 2021.

Our representations are current and effective as of the date of FORVIS' report: June 2, 2023.

Our engagement with FORVIS is based on our contract for services dated: October 31, 2022.

#### **Our Responsibility & Consideration of Material Matters**

We confirm that we are responsible for the fair presentation of the financial statements subject to FORVIS' report in conformity with accounting principles generally accepted in the United States of America.

We are also responsible for adopting sound accounting policies; establishing and maintaining effective internal control over financial reporting, operations, and compliance; and preventing and detecting fraud.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

#### Confirmation of Matters Specific to the Subject Matter of FORVIS' Report

We confirm, to the best of our knowledge and belief, the following:

#### **Broad Matters**

- 1. We have fulfilled our responsibilities, as set out in the terms of our contract, for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America.
- 2. We acknowledge our responsibility for the design, implementation, and maintenance of:
  - a. Internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
  - b. Internal control to prevent and detect fraud.

- 3. We have provided you with:
  - a. Access to all information of which we are aware that is relevant to the preparation and fair presentation of the financial statements, such as financial records and related data, documentation, and other matters.
  - b. Additional information that you have requested from us for the purpose of the audit.
  - c. Unrestricted access to persons within the entity from whom you determined it necessary to obtain audit evidence.
  - d. All minutes of trustees' meetings held through the date of this letter or summaries of actions of recent meetings for which minutes have not yet been prepared. All unsigned copies of minutes provided to you are copies of our original minutes approved by the governing body, if applicable, and maintained as part of our records.
  - e. All significant contracts and grants.
- 4. We have responded fully and truthfully to all your inquiries.

#### Misappropriation, Misstatements, & Fraud

- 5. We have informed you of all current risks of a material amount that are not adequately prevented or detected by our procedures with respect to:
  - a. Misappropriation of assets.
  - b. Misrepresented or misstated assets, liabilities, or net assets.
- 6. We have no knowledge of fraud or suspected fraud affecting the entity involving:
  - a. Management or employees who have significant roles in internal control over financial reporting, or
  - b. Others when the fraud could have a material effect on the financial statements.
- 7. We understand that the term "fraud" includes misstatements arising from fraudulent financial reporting and misstatements arising from misappropriation of assets. Misstatements arising from fraudulent financial reporting are intentional misstatements, or omissions of amounts or disclosures in financial statements to deceive financial statement users. Misstatements arising from misappropriation of assets involve the theft of an entity's assets where the effect of the theft causes the financial statements not to be presented in conformity with accounting principles generally accepted in the United States of America.
- 8. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity received in communications from employees, former employees, donors, regulators, suppliers, or others.
- 9. We have assessed the risk that the financial statements may be materially misstated as a result of fraud and disclosed to you any such risk identified.
- 10. We have no knowledge of illegal acts that may materially misstate the financial statements.

#### **Ongoing Operations**

- 11. We have evaluated whether there are conditions or events known or reasonably knowable, considered in the aggregate, that raise substantial doubt about the entity's ability to continue as a going concern within one year of the date of this letter without consideration of potential mitigating effects of management's plans not yet fully implemented and concluded substantial doubt does not exist.
- 12. We acknowledge the current economic volatility presents difficult circumstances and challenges for our industry. Entities are potentially facing declines in the fair values of investments and other assets, declines in the volume of contributions and constraints on liquidity. We understand the values of the assets and liabilities recorded in the financial statements could change rapidly, resulting in material future adjustments to asset values that could negatively impact the entity's ability to maintain sufficient liquidity.

We acknowledge that you have no responsibility for future changes caused by the current economic environment and the resulting impact on the entity's financial statements. Further, management and governance are solely responsible for all aspects of managing the entity, including questioning the quality and valuation of investments, and other assets, reviewing allowances for uncollectible amounts; evaluating capital needs and liquidity plans; etc..

#### **Related Parties**

13. We have disclosed to you the identity of all of the entity's related parties and all the related-party relationships of which we are aware.

In addition, we have disclosed to you all related-party transactions and amounts receivable from or payable to related parties of which we are aware, including

- Support for any assertion that a transaction with a related party was conducted on terms equivalent to those prevailing in an arm's-length transaction.
- Any modifications during the year that were made to related-party transaction agreements which existed prior to the beginning of the year under audit, as well as new related-party transaction agreements that were executed during the year under audit.

Related-party relationships and transactions have been appropriately accounted for and disclosed in accordance with accounting principles generally accepted in the United States of America.

- 14. We understand that the term <u>related party</u> refers to:
  - Affiliates.
  - Entities for which investments are accounted for by the equity method.
  - Trusts for the benefits of employees, such as pension and profit-sharing trusts that are managed by or under the trusteeship of management.
  - Management and members of their immediate families.
  - Any other party with which the entity may deal if one party can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests.

Another party is also a related party if it can significantly influence the management or operating policies of the transacting parties or if it has an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

The term <u>affiliate</u> refers to a party that directly or indirectly controls, or is controlled by, or is under common control with, the entity.

#### Litigation, Laws, Rulings, & Regulations

- 15. We are not aware of any pending or threatened litigation or claims whose effects should be considered when preparing the financial statements. We have not sought or received attorney's services related to pending or threatened litigation or claims during or subsequent to the audit period. Also, we are not aware of any litigation or claims, pending or threatened, for which legal counsel should be sought.
- 16. We have no knowledge of any communications from regulatory agencies, governmental representatives, employees, or others concerning investigations or allegations of noncompliance with laws and regulations, deficiencies in financial reporting practices, or other matters that could have a material adverse effect on the financial statements.
- 17. We have disclosed to you all known instances of violations or noncompliance or possible violations or suspected noncompliance with laws and regulations whose effects should be considered when preparing financial statements or as a basis for recording a loss contingency.
- 18. There are no regulatory examinations currently in progress for which we have not received examination reports.
- 19. We have no reason to believe the entity owes any penalties or payments under the Employer Shared Responsibility Provisions of the *Patient Protection and Affordable Care Act* nor have we received any correspondence from the IRS or other agencies indicating such payments may be due.
- 20. We have not been designated as a potentially responsible party (PRP or equivalent status) by the Environmental Protection Agency (EPA) or other cognizant regulatory agency with authority to enforce environmental laws and regulations.

#### **Nonattest Services**

- 21. You have provided nonattest services, including the following, during the period of this engagement:
  - Preparing a draft of the financial statements and related notes
- 22. With respect to these services:
  - a. We have designated a qualified management-level individual to be responsible and accountable for overseeing the nonattest services.
  - b. We have established and monitored the performance of the nonattest services to ensure they meet our objectives.
  - c. We have made any and all decisions involving management functions with respect to the nonattest services and accept full responsibility for such decisions.

- d. We have evaluated the adequacy of the services performed and any findings that resulted.
- e. Established and maintained internal controls, including monitoring ongoing activities.
- f. We have received the deliverables from you and have stored these deliverables in information systems controlled by us. We have taken responsibility for maintaining internal control over these deliverables.

#### **Financial Statements & Reports**

- 23. We have reviewed and approved a draft of the financial statements and related notes referred to above, which you prepared in connection with your audit of our financial statements. We acknowledge that we are responsible for the fair presentation of the financial statements and related notes.
- 24. We do not issue an annual report, nor do we have plans to issue an annual report at this time.

#### Transactions, Records, & Adjustments

- 25. All transactions have been recorded in the accounting records and are reflected in the financial statements.
- 26. The entity has appropriately reconciled its general ledger accounts to their related supporting information. All related reconciling items considered to be material were identified and included on the reconciliations and were appropriately adjusted in the financial statements. All intracompany (and intercompany) accounts have been eliminated or appropriately measured and considered for disclosure in the financial statements.
- 27. We have everything we need to keep our books and records.
- 28. We have disclosed any significant unusual transactions the entity has entered into during the period, including the nature, terms, and business purpose of those transactions.

#### **Nonprofit Accounting & Disclosure Matters**

- 29. Adequate provisions and allowances have been accrued for any material losses from uncollectible pledges.
- 30. We have identified to you any activities conducted having both fund raising and program or management and general components (joint activities) and have allocated the costs of any joint activities in accordance with the provisions of FASB ASC 958-720-45.
- 31. We are an entity exempt from income tax under Section 501(c) of the Internal Revenue Code and a similar provision of state law and, except as disclosed in the financial statements, there are no activities that would jeopardize our tax-exempt status or subject us to income tax on unrelated business income or excise tax on prohibited transactions and events.
- 32. We acknowledge the entity is not a conduit debt obligor whose debt securities are listed, quoted, or traded on an exchange or an over-the-counter market. As a result, we acknowledge the entity does not meet the definition of a "public entity" under generally accepted accounting principles for certain accounting standards.

#### **Accounting & Disclosure**

- 33. All transactions entered into by the entity are final. We are not aware of any unrecorded transactions, side agreements, or other arrangements (either written or oral) that are in place.
- 34. Except as reflected in the financial statements, there are no:
  - a. Plans or intentions that may materially affect carrying values or classifications of assets, liabilities or net assets.
  - b. Material transactions omitted or improperly recorded in the financial records.
  - c. Material unasserted claims or assessments that are probable of assertion or other gain/loss contingencies requiring accrual or disclosure in accordance with Accounting Standards Codification (ASC) Topic 450, *Contingencies*, including those arising from environmental remediation obligations.
  - d. Events occurring subsequent to the statement of financial position date through the date of this letter, which is the date the financial statements were available to be issued, requiring adjustment or disclosure in the financial statements.
  - e. Agreements to purchase assets previously sold.
  - f. Arrangements with financial institutions involving compensating balances or other arrangements involving restrictions on cash balances, lines of credit, or similar arrangements.
  - g. Guarantees, whether written or oral, under which the entity is contingently liable.
  - h. Known or anticipated asset retirement obligations.
- 35. Except as disclosed in the financial statements, the entity has:
  - a. Satisfactory title to all recorded assets, and those assets are not subject to any liens, pledges, or other encumbrances.
  - b. Complied with all aspects of contractual and grant agreements, for which noncompliance would materially affect the financial statements.

#### Revenue and Receivables

36. Adequate provisions and allowances have been accrued for any material losses from uncollectible receivables.

#### Estimates

- 37. We have identified all accounting estimates that could be material to the financial statements, and we confirm the appropriateness of the methods and the consistency in their application, the accuracy and completeness of data, and the reasonableness of significant assumptions used by us in making the accounting estimates, including those measured at fair value reported in the financial statements.
- 38. Significant estimates that may be subject to a material change in the near term have been properly disclosed in the financial statements. We understand that "near term" means the period within one year of the date of the financial statements. In addition, we have no knowledge of concentrations,

which refer to volumes of revenues or investments, existing at the date of the financial statements that would make the entity vulnerable to the risk of severe impact in the near term that have not been properly disclosed in the financial statements.

- 39. With respect to the fair value measurements of financial and nonfinancial assets and liabilities, if any, recognized in the financial statements or disclosed in the notes thereto:
  - a. The underlying assumptions are reasonable and they appropriately reflect management's intent and ability to carry out its stated course of action.
  - b. The measurement methods and significant assumptions used in determining fair value are appropriate in the circumstances and have been consistently applied.
  - c. The significant assumptions appropriately reflect market participant assumptions.
  - d. The disclosures related to fair values are complete, adequate, and in conformity with U.S. GAAP.
  - e. There are no subsequent events that require adjustments to the fair value measurements and disclosures included in the financial statements.
- 40. The methods and significant inputs and assumptions used to determine fair value of financial instruments are as follows: available market data or similar assets. The methods and significant inputs and assumptions used result in a measure of fair value appropriate for financial statement measurement and disclosure purposes.

#### Long-Lived Assets to Be Held & Used

41. We have reviewed long-lived assets and certain identifiable intangibles to be held and used for impairment whenever events or changes in circumstances have indicated that the carrying amount of the assets might not be recoverable and have determined no impairment has been identified.

#### **New Accounting Standards**

#### Topic 842, Leases

- 42. In connection with the adoption of ASC Topic 842, *Leases*, we represent the following:
  - a. We have elected the alternative transition method for adoption.
  - b. We have elected the following package of practical expedients at the date of adoption of ASC 842 to not reassess:
    - i. Whether any expired or existing contract is a lease or contains a lease.
    - ii. The lease classification of any expired or existing leases.
    - iii. Initial direct costs for any existing leases.
  - c. We have not elected the hindsight practical expedient in determining the lease term and assessing impairment of the entity's right-of-use assets. This practical expedient has been applied to all leases.
  - d. We have elected the practical expedient to combine lease and nonlease components in the contract.

- e. We have not elected the portfolio approach to classify and measure leases. Actual results under the portfolio approach are materially similar evaluations on an individual basis.
- f. We have elected the short-term lease exception for leases that, at the lease commencement date, have a lease term of 12 months or less and does not include an option to purchase the underlying asset that the entity is reasonably certain to exercise. This election was made by asset class rather than individual leases.
- g. We have elected the practical expedient available to lessees that are not public business entities to use a risk-free discount rate when measuring lease liabilities.
- h. We have adopted a capitalization policy for right-of-use assets of \$2,000. Right-of-use assets not capitalized are not material individually and in the aggregate.
- i. We have identified a complete population of potential leases as of the implementation date.
- j. The estimates related to any options to extend or terminate the lease terms within the measurement of lease assets and liabilities agree to management's plans for the leases.
- k. We have adequate controls in place to prevent and/or detect errors in lease assets and liabilities on a recurring basis.
- I. The footnotes to the financial statements appropriately describe the adoption of ASC Topic 842, *Leases*, and include all additional disclosures required under the standard.

DocuSigned by:

Mark Anderson, President

MAnderson@nbacares.org

DocuSigned by:

Amy Johns, Chief Financial Officer

AJohns@nbacares.org