San Francisco Ballet Association

Consolidated Financial Statements as of
and for the Year Ended June 30, 2012, and
Independent Auditors' Report

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INDEPENDENT AUDITORS' REPORT

To the Board of Trustees of
San Francisco Ballet Association
San Francisco, California

We have audited the accompanying consolidated statement of financial position of the San Francisco Ballet Association (the "Ballet") as of June 30, 2012, and the related consolidated statement of activities and changes in net assets and of cash flows for the year then ended. These consolidated financial statements are the responsibility of the Ballet's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. The prior year summarized comparative information has been derived from the Ballet's 2011 consolidated financial statements, on which we have issued our report dated October 24, 2011.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Ballet's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of the Ballet as of June 30, 2012, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

October 23, 2012

SAN FRANCISCO BALLET ASSOCIATION

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS OF JUNE 30, 2012
(WITH SUMMARIZED FINANCIAL INFORMATION AS OF JUNE 30, 2011)
(In thousands of dollars)

	2012	2011
ASSETS		
CASH AND CASH EQUIVALENTS	$ 4,913	$ 5,972
ACCOUNTS RECEIVABLE	386	127
PREPAID EXPENSES AND DEPOSITS	1,652	1,686
PLEDGES RECEIVABLE — Net	11,477	6,604
RECEIVABLES FROM SPLIT INTEREST AGREEMENTS — Net	4,433	4,210
OTHER INVESTMENTS	530	493
OTHER ASSETS	44	390
RESTRICTED CASH	6,392	2,838
BOND ISSUANCE COSTS — Net	1,049	1,090
PROPERTY AND EQUIPMENT — Net	33,182	33,364
ENDOWMENT INVESTMENTS	79,138	87,929
TOTAL	$ 143,196	$ 144,703
LIABILITIES AND NET ASSETS		
LIABILITIES:		
Accounts payable and accrued expenses	$ 4,496	$ 4,518
Deferred compensation and postretirement benefit obligation	829	654
Deferred performance and school revenue	5,467	4,452
Gift annuity payment liability	585	409
Interest rate swap liability	8,144	4,167
Bonds payable	44,610	45,270
Total liabilities	64,131	59,470
NET ASSETS:		
Unrestricted	4,217	17,257
Temporarily restricted	23,097	16,254
Permanently restricted	51,751	51,722
Total net assets	79,065	85,233
TOTAL	$ 143,196	$ 144,703

See notes to consolidated financial statements.

SAN FRANCISCO BALLET ASSOCIATION

CONSOLIDATED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2012
(WITH SUMMARIZED FINANCIAL INFORMATION FOR THE YEAR ENDED JUNE 30, 2011)
(In thousands of dollars)

	2012							
	Unrestricted							
	Operating	Property	Board-Designated	Total	Temporarily Restricted	Permanently Restricted	Total	2011
OPERATING REVENUES:								
San Francisco performance	$ 18,229	$ -	$ -	$ 18,229	$ -	$ -	$ 18,229	$ 17,627
Touring	527			527			527	307
School and student housing	2,418			2,418			2,418	1,993
Other income — net	394	3	2	399			399	364
Total operating revenues	21,568	3	2	21,573	-	-	21,573	20,291
OPERATING EXPENSES:								
Program services:								
Ballet production	27,219	2,340		29,559			29,559	26,818
Touring	1,044			1,044			1,044	538
School and student housing	3,268	359		3,627			3,627	3,312
Education and outreach	543	24		567			567	525
Total program services	32,074	2,723	-	34,797	-	-	34,797	31,193
Support services:								
Marketing, publicity, and audience development	4,984	111		5,095			5,095	4,027
General and administrative	4,024	341	407	4,772		6	4,778	5,132
Total support services	9,008	452	407	9,867	-	6	9,873	9,159
Debt service		1,406		1,406			1,406	1,985
Total operating expenses	41,082	4,581	407	46,070	-	6	46,076	42,337
OPERATING REVENUES LESS OPERATING EXPENSES	(19,514)	(4,578)	(405)	(24,497)	-	(6)	(24,503)	(22,046)
SUPPORT:								
Contributions	12,039	1,174	167	13,380	12,371	842	26,593	15,384
Special events and auxiliary activities — net	1,862			1,862	30		1,892	1,631
Net assets released:								
From donor restriction	2,894	325	3,923	7,142	(7,132)	(10)	-	
For appropriation	4,608		(4,608)	-			-	
Total contributions in support of operations	21,403	1,499	(518)	22,384	5,269	832	28,485	17,015
Fundraising expenses	(2,249)	(54)	(554)	(2,857)			(2,857)	(2,348)
Support — net	19,154	1,445	(1,072)	19,527	5,269	832	25,628	14,667
CHANGE IN NET ASSETS FROM OPERATIONS	(360)	(3,133)	(1,477)	(4,970)	5,269	826	1,125	(7,379)
NON-OPERATING:								
Endowment investment income (loss) — net			(3,135)	(3,135)	1,574	(797)	(2,358)	12,338
Change in post-retirement benefit obligation	(131)			(131)			(131)	(78)
Net realized and unrealized loss on interest rate swap agreement		(4,804)		(4,804)			(4,804)	(82)
INCREASE (DECREASE) IN NET ASSETS	(491)	(7,937)	(4,612)	(13,040)	6,843	29	(6,168)	4,799
NET ASSETS — Beginning of year (current)	(425)	(6,260)	23,942	17,257	16,254	51,722	85,233	80,434
NET ASSETS — End of year	$ (916)	$(14,197)	$19,330	$ 4,217	$23,097	$51,751	$ 79,065	$ 85,233

See notes to consolidated financial statements.

SAN FRANCISCO BALLET ASSOCIATION

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED JUNE 30, 2012
(WITH SUMMARIZED FINANCIAL INFORMATION FOR THE YEAR ENDED JUNE 30, 2011)
(In thousands of dollars)

	2012	2011
OPERATING ACTIVITIES:		
Increase (decrease) in net assets	$ (6,168)	$ 4,799
Adjustments to reconcile increase (decrease) in net assets to net cash used in operating activities:		
Permanently restricted contributions received	(3,101)	(960)
Depreciation	3,235	2,250
Loss on asset disposals	2	8
Amortization of bond issuance costs	41	36
Write off of bond issuance costs		558
Net realized and unrealized (gains)/losses on marketable investments	3,448	(9,715)
Limited partnership investment net (gains)/losses	576	(882)
Change in allowance for doubtful pledges receivable	22	(209)
Change in discount of pledges receivable	(9)	30
Change in fair value of the interest rate swap	3,977	(741)
Net effect of change in:		
Accounts receivable	(259)	(9)
Prepaid expenses and deposits	34	(7)
Pledges receivable	(4,886)	(39)
Receivables from split interest agreements	(223)	1,933
Other assets	346	(390)
Accounts payable and accrued expenses	(10)	(106)
Deferred compensation and postretirement benefit obligation	175	78
Deferred performance and school revenue	1,015	(613)
Gift annuity payment liability	176	101
Net cash used in operating activities	(1,609)	(3,878)
INVESTING ACTIVITIES:		
Purchases of endowment investments	(13,234)	(14,071)
Proceeds from sales of endowment investments	18,001	16,991
Purchase of operating investments		(493)
Use of operating cash	(37)	
Increase in restricted cash	(4,140)	(2,251)
Uses of restricted cash	586	615
Purchases of property and equipment	(3,055)	(1,330)
Net cash used in investing activities	(1,879)	(539)
FINANCING ACTIVITIES:		
Permanently restricted contributions received	3,101	960
Principal payment on bonds payable	(660)	(330)
Principal payment on capital lease obligation	(12)	(11)
Bond proceeds received		45,600
Bonds refunded		(44,900)
Payment of bond issuance costs		(834)
Net cash provided by financing activities	2,429	485
NET DECREASE IN CASH AND CASH EQUIVALENTS	(1,059)	(3,932)
CASH AND CASH EQUIVALENTS — Beginning of year	5,972	9,904
CASH AND CASH EQUIVALENTS — End of year	$ 4,913	$ 5,972
SUPPLEMENTAL DISCLOSURES:		
Cash paid during the year for interest	$ 2,048	$ 1,924

See notes to consolidated financial statements.

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization — San Francisco Ballet Association (the "Association") operates both a dance company and a ballet school. As America's oldest professional ballet company and one of the three largest ballet companies in the United States with its year-end roster of seventy-one dancers, the Association has enjoyed a long and rich tradition of artistic "firsts" since its founding in 1933. It performed the first American productions of *Swan Lake* and *Nutcracker*, as well as the first production of *Coppélia* choreographed by an American choreographer. Guided in its early years by American dance pioneers and brothers Lew, Willam, and Harold Christensen, the Association currently presents more than 100 performances annually in San Francisco, California, and other communities in the Bay Area, as well as annual tours to domestic and international locations. San Francisco Ballet Endowment Foundation (the "Foundation"), a separate legal entity, holds the majority of the assets of the endowment for the benefit of the Association. The Association and the Foundation (collectively, the "Ballet") are California not-for-profit corporations founded in 1933 and 1980, respectively.

Principles of Consolidation — The accompanying consolidated financial statements include the financial position, changes in net assets, and cash flows of the Association and the Foundation because the Association has both control of and economic interest in the Foundation. Interorganizational transactions and accounts have been eliminated in consolidation.

Basis of Presentation — The accompanying consolidated financial statements are presented on the basis of unrestricted, temporarily restricted, and permanently restricted net assets.

Cash and Cash Equivalents — Cash and cash equivalents consist of demand deposits and highly liquid investments, including certificates of deposit, with remaining maturities of three months or less.

Pledges Receivable — Pledges receivable consist of unconditional promises to give that are expected to be collected in future years. Such receivables are recorded at the present value of their estimated future cash flows. The discounts on these amounts were computed using risk-free rates applicable in the years in which those promises were received. Amortization of the discounts is included in contributions in the accompanying consolidated statements of activities and changes in net assets.

Receivables from Split Interest Agreements and Gift Annuity Payment Liability — Receivables from split interest agreements represent the Ballet's irrevocable remainder interests in a pooled income fund and various trusts primarily held by third-party trustees. The pooled income fund and trusts are stated at estimated fair value, which is measured as the present value of the estimated future distributions expected to be received over the expected terms of the agreements. Trusts contributed by donors under charitable gift annuity agreements and controlled by the Ballet are recognized at estimated fair value with a corresponding liability to beneficiaries of the annuity agreements. Such liability is calculated as the present value of the estimated future cash flows to be distributed to the income beneficiaries over their expected lives. In determining the fair value, the Ballet considers single or joint life expectancy from the 1983 Group Mortality Table and the RP-2000 Combined Healthy Mortality Table, the estimated return on the invested assets during the expected term of the agreements, the contractual payment obligations under the agreements, and a discount rate reflective of current market conditions.

Other Investments — Other investments is a fund invested in mutual funds established by a collective bargaining agreement between the American Guild of Musical Artists and the Association and restricted by that agreement to support dancer career transitions.

Other Assets — Other assets consist of capitalized costs associated with the taping of *The Little Mermaid* in May 2011 for media distribution. Production was completed and broadcasted during the year ended June 30, 2012. Costs of the project were capitalized at year end and amortized in the period of contracted public television broadcast, theatrical release, and other distribution including home video/DVD and television distribution.

Restricted Cash — Restricted cash is invested in cash and cash equivalents that are held by third parties in restricted accounts in accordance with an interest rate swap agreement and requirements set forth in an agreement for collateral posting. The increase in restricted cash as of June 30, 2012 of $3,554 relates to the increase in the interest rate swap liability during the same period and the related requirement to post collateral.

Bond Issuance Costs — Bond issuance costs are being amortized over the term of the related bonds payable.

Property and Equipment — Property and equipment are stated at cost. Donated property and equipment is recorded at estimated fair value at the date of receipt. The building and improvements are being depreciated on a straight-line basis over 20–40 years. Depreciation of furniture and equipment is computed on the straight-line basis over the estimated useful life of the assets, generally 3–10 years.

Fixed assets that are acquired with resources restricted for such acquisition are considered to be temporarily restricted and are released from restrictions over the estimated useful life of the asset.

Maintenance expenses and all costs for new productions, including sets, costumes, and choreography, are charged to Operating expense as incurred or in the year of initial performance with the exception of costs associated with full-length works. Full-length works are capitalized and depreciated on a straight-line basis within the Property Fund over the first two years the new works are presented. The Ballet's production of *Nutcracker*, including the costs for sets, costumes, staging, and choreography, completed in 2005 and updated in 2007, is being depreciated on a straight-line basis over 15 years, beginning in 2005. The Ballet's production of *Swan Lake*, which was last performed in 2011, including the costs for sets, costumes, staging, and choreography, completed in 2009, is being depreciated on a straight-line basis over the first five years the work is presented, beginning in 2009.

Endowment Investments — Endowment investments consist of equity securities, mutual fund investments, alternative investments, real estate, and cash and cash equivalent balances restricted by donors or designated by the Association's Board of Trustees for long-term investment. Investments in equity securities and mutual fund investments are stated at estimated fair value. Fair value is the amount that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date (i.e., the exit price). Other investments, such as alternative investments, are also recorded at estimated fair value. The fair values of alternative investments have been estimated using the net asset value per share of the investment. Gains or losses that result from market fluctuations are recognized in the period such fluctuations occur. Dividend and interest income are recognized when earned.

Deferred Compensation and Postretirement Benefit Obligation — The Ballet's deferred compensation and postretirement benefit obligation arises from an individual contract with provisions for postretirement health benefits and salary continuance. In determining the fair value of the salary continuance, the Ballet considers the present value of expected future cash commitments. In determining the fair value of the postretirement health benefits, the Ballet considers the RP-2000 Combined Healthy Mortality Table projected generationally with Scale AA, makes assumptions about future increases in health care premiums, and employs a discount rate based on the Citigroup Pension Discount Curve. Due to uncertainties inherent in the estimation process, it is possible that future events in either the near or long term could materially affect the amounts reported in the consolidated statements of financial position.

Deferred Performance and School Revenue — Deferred performance and school revenue as of June 30, 2012, primarily consists of advance ticket sales for performances scheduled in the Ballet's 2013 repertory season, which opens in January 2013, a tour to Sun Valley in July 2012, as well as advance tuition payments for school classes to be conducted in the year ending June 30, 2013.

Derivative Instruments — Derivative financial instruments are used by the Ballet on a limited basis to manage interest rate risk associated with its tax-exempt bonds. Derivative financial instruments, which for the Ballet consist of one interest rate swap agreement discussed further in Note 7, are recorded at their fair market value in the liabilities section in the accompanying consolidated statements of financial position. Changes in the underlying value of derivative financial instruments are recorded in net realized and unrealized loss on interest rate swap agreement in the accompanying consolidated statements of activities and changes in net assets. The Ballet does not enter into derivative contracts for the purpose of speculation.

Unrestricted Net Assets — Unrestricted net assets are available to support all activities of the Ballet and are not subject to donor-imposed stipulations:

Property — The Property fund represents funds raised through bond fundraising or allocated by the Board of Trustees to acquire long-lived assets which include property and equipment assets. Assets and/or liabilities related to bond financing and derivative agreements are also included within this fund. Depreciation, amortization and debt related activity associated with long lived assets, bond financing and derivative agreements are incurred within the fund, including realized and unrealized gains and losses on the Ballet's interest swap agreements. Depreciation and facilities related expenses are allocated to both program and support services using the Ballet's functional expense allocation methodology as disclosed below.

Board-Designated — The Board-Designated fund represents funds designated by the Board of Trustees to function as part of the endowment pool of investments. An annual allocation of funds based on 5.5% of the Ballet's endowment funds' average fair value over the prior three years as of March 31, preceding the fiscal year in which the distribution is planned is made by the Foundation's Board of Directors (see Note 10) and is reflected as appropriated within the net assets released from restriction within Support. General and administrative support services are comprised of the operating costs of the endowment funds and bad debt expense. The Board of Trustees can approve the movement of funds from board-designated funds to other unrestricted funds in accordance with their policies and procedures.

Operating — The Operating fund represents the core operating activity of the Ballet. Revenues and expenses from performances, touring, school and student housing are earned/incurred within the operating fund.

Temporarily Restricted Net Assets — Temporarily restricted net assets represent contributions whose use is limited by donor-imposed stipulations that expire by the passage of time or can be fulfilled and removed by actions of the Ballet pursuant to those stipulations. Temporarily restricted net assets also include accumulated appreciation of permanently restricted endowment funds that have not been appropriated by the Board in accordance with the California Uniform Prudent Management of Institutional Funds Act of 2008 (UPMIFA).

Permanently Restricted Net Assets — Permanently restricted net assets represent contributions whose use is limited by donor-imposed stipulations that require the gift to be invested in perpetuity. The income from such invested assets, including realized and unrealized gains, is generally available to support the activities of the Ballet. Donors may also restrict all or part of the income and/or appreciation from these investments to permanently restricted net assets, resulting in increases/decreases to these net assets.

Other Income — Other income is presented net of costs of approximately $598 relating to sales and rentals for the year ended June 30, 2012.

Revenue Recognition — All contributions are recognized as revenue when received or unconditionally promised to the Ballet. The Ballet classifies gifts of cash and other assets as temporarily or permanently restricted support if received with donor stipulations that limit the use of the contributions. When such restrictions expire, that is, when a stipulated time restriction ends or a purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported as net assets released from restrictions. Temporarily restricted contributions are reported as unrestricted support when the restriction is met in the same period as the contribution is received or when appropriated for expenditure by the Board. Conditional promises to give are not recognized as revenue until the conditions are substantially met. Investments received as gifts are initially recorded at estimated fair value at the date of donation. The Ballet's irrevocable interest in split interest agreements is recognized as revenue at the time such agreements are made known to the Ballet.

Contributions of Services — Contributions of services are recognized when received if such services (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not donated. During the year ended June 30, 2012, the value of contributed services recognized as revenues and expenses in the accompanying consolidated financial statements was approximately $1,386, and consisted primarily of donated travel vouchers and legal, advertising, and catering services. In addition, a substantial number of volunteers have donated significant amounts of time in the Ballet's program services and fundraising activities through participation in the Auxiliary, Encore!, and BRAVO (Ballet Resource and Volunteer Organization). The value of donated volunteer services has not been recognized in the accompanying consolidated financial statements because such volunteer services do not meet the criteria described above.

Special Events and Auxiliary Activities — Special events and auxiliary activities are presented net of costs of approximately $1,380 for the year ended June 30, 2012. These costs include donated goods and services of approximately $360.

Functional Expense Allocations — Expenses applicable to more than one activity, such as facilities-related depreciation, supplies, travel, personnel, and occupancy costs, are allocated among program services and support services on the basis of usage and management estimates.

Estimated Fair Value of Financial Instruments — The Ballet's financial instruments include cash, cash equivalents, investments, real estate, and a swap agreement. For cash and cash equivalents, the carrying amounts approximate fair value because of the short maturity of these items. The swap agreement is reflected at its estimated fair value using the methodology described in Note 7.

The Ballet adopted guidance which defines fair value, establishes a framework for measuring fair value, and requires enhanced disclosures about fair value measurements. This guidance also allows for the estimation of the fair value of investments in investment companies for which the investment does not have a readily determinable fair value using net asset value (NAV) per share or its equivalent.

Enhanced disclosures about financial instruments that are measured and reported at fair value are required under the guidance. A fair value hierarchy has been established which prioritizes and ranks the level of market price observability used in measuring fair value. Market price observability is impacted by a number of factors, including the type of instrument, the characteristics specific to the instrument, and the state of the marketplace (including the existence and transparency of transactions between market participants). Instruments with readily available actively quoted prices or for which fair value can be measured from actively quoted prices in an orderly market will generally have a higher degree of market price observability and a lesser degree of judgment used in measuring fair value.

Instruments measured and reported at fair value are classified and disclosed in one of the following categories based on inputs:

Level 1 — Quoted prices are available in active markets for identical instruments as of the reporting date. The types of instruments which would generally be included in Level 1 include listed equity securities and fixed income mutual funds. The Ballet, to the extent that it holds such instruments, does not adjust the quoted price for these instruments, even in situations where the Ballet holds a large position and a sale could reasonably impact the quoted price.

Level 2 — Pricing inputs are observable for the instruments, either directly or indirectly, as of the reporting date, but are other than quoted prices in active markets as in Level 1. Fair value is determined through observable trading activity reported at net asset value or through the use of models or other valuation methodologies. The types of instruments which would generally be included in this category include unlisted derivative financial instruments and alternative investments for which an exit price has been observed.

Level 3 — Pricing inputs are unobservable for the instrument and include situations where there is little, if any, market activity for the instrument. The inputs into the determination of fair value require significant judgment or estimation by the Ballet. The types of instruments which would generally be included in this category include real estate, and limited partnerships with designated investments, lock up periods or gates extending more than three months beyond the balance sheet date.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the determination of which category within the fair value hierarchy is appropriate for any given instrument is based on the lowest level of input that is significant to the fair value measurement. The Ballet's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the instrument.

See Note 3 for fair value measurement disclosures.

Concentrations of Credit Risk — Financial instruments that potentially subject the Ballet to credit risk consist primarily of cash, cash equivalents, accounts and pledges receivable, and endowment investments. The Ballet maintains cash and cash equivalents with major financial institutions. During 2012, such amounts have exceeded Federal Deposit Insurance Corporation (FDIC) limits. The Ballet's endowment investments have been placed with a major custodian, First Republic Trust Company. The Ballet closely monitors these endowment investments and its accounts and pledges receivable and has not experienced significant credit losses. As of June 30, 2012, the following endowment investments equal or exceed 5% of the fair market value of total endowment investments:

Dodge & Cox Income Fund	17 %
Daedalus Partners, LLP	11
Abrams Capital Partners II, L.P Fund	6
Canyon Value Realization Fund (Cayman), L.P.	6
Eton Park Overseas Fund	6
Osterweis Strategic Income Fund	6
Dodge & Cox International Fund	5

Income Tax Status — The Association and the Foundation have been classified as publicly supported, tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code, and are exempt from California franchise taxes under Revenue and Taxation Code Section 23701(d). Ballet management believes that no liabilities are required to accrue for uncertain tax positions as of June 30, 2012.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. As disclosed above, estimates are used for, but not limited to, accounts and pledges receivable valuation, split interest agreement receivables and liabilities valuation, depreciable lives of property and equipment, fair value of endowment investments, postretirement benefits liabilities, and fair value of the bond and swap agreements and the related credit valuation adjustments. Actual results could differ from those estimates.

New Accounting Pronouncements:

Employers Participation in Multi-Employer Pension Plans — In September 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2011-09 (ASU 2011-09) which amends Accounting Standards Codification (ASC) (ASC 715-80) by increasing the quantitative and qualitative disclosures an employer is required to provide about its participation in significant multiemployer plans that offer pension and other postretirement benefits. Under ASU 2011-09, the Ballet will be required to disclose the amount of contributions made to other postretirement plans for each annual period for which an income statement is presented, the nature of the benefits, and which employees are covered by the plan. The new requirements also include disclosure of the nature and effect of changes affecting comparability of total employer contributions, such as changes in the contribution rate, a business combination, or a change in the number of employees covered by the plan. The adoption of ASU 2011-09 is effective for the Ballet beginning July 1, 2012. The adoption of ASU 2011-09 is not expected to have a material impact on the Ballet's consolidated financial statements.

Fair Value Measurement Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRS — In May 2011, FASB issued ASU No. 2011-04, *Fair Value Measurement (Topic 820), Amendments to Achieve Common Fair Value Measurement and Disclosure Requirements in U.S. GAAP and IFRSs* ("ASU 2011-04"), which amended ASC No. 820, *Fair Value Measurement* ("ASC 820") to change the wording used to describe many of the requirements in U.S. GAAP for measuring fair value and for disclosing information about fair value measurements. The adoption of ASU 2011-04 is effective for the Ballet beginning July 1, 2012. The adoption of ASU 2011-04 is not expected to have a material impact on the Ballet's consolidated financial statements.

2. PLEDGES RECEIVABLE

Pledges receivable as of June 30, 2012, are due as follows:

2013	$ 5,081
2014–2017	6,594
Total pledges receivable	11,675
Less allowance for doubtful pledges receivable	(187)
Less discount for amounts expected to be collected after June 30, 2012	(11)
Pledges receivable — net	$ 11,477

At June 30, 2012, pledges receivable included a pledge of $4,000 from a member of the Association's Board of Trustees (See Note 14).

3. FAIR VALUE MEASUREMENTS

As of June 30, 2012, the Ballet's investments are classified by levels within the valuation hierarchy as follows:

	Level 1	Level 2	Level 3	Total
Assets — at fair value:				
Restricted cash:				
Cash and cash equivalents	$ 6,392	$ -	$ -	$ 6,392
Total restricted cash	6,392	-	-	6,392
Other investments:				
Money market funds	97			97
Mutual funds:				
Fixed income — government	218			218
Fixed income — other	215			215
Total other investments	530	-	-	530
Endowment investments:				
Money market funds	2,830			2,830
Equity securities:				
U.S. companies	12,150			12,150
International companies	2,030			2,030
Mutual funds:				
Fixed income	17,740			17,740
Equity — U.S. companies	1,087			1,087
Equity — international companies	7,502			7,502
Exchange traded fund — global index	3,737			3,737
Alternative investments:				
Equity long/short hedge fund		8,701		8,701
Credit strategies hedge fund		887	1,011	1,898
Event-driven hedge fund		2,707	6,394	9,101
Multi-strategy hedge funds		2,435	7,099	9,534
Relative value hedge fund			1,058	1,058
Real estate partnership fund			1,770	1,770
Total endowment investments	47,076	14,730	17,332	79,138
Total assets — at fair value	$ 53,998	$ 14,730	$ 17,332	$ 86,060
Total liabilities — at fair value interest rate swap	$ -	$ 8,144	$ -	$ 8,144

For the year ended June 30, 2012, the changes in investments classified as Level 3 are as follows:

	Credit Strategy	Event-Driven	Multi-Strategy	Relative Value Strategy	Real Estate	Total
Balance — beginning of year	$ 1,665	$ 1,242	$ 4,082	$ -	$ -	$ 6,989
Unrealized gain	41	152	(365)	58		(114)
Purchases		5,000	1,000	1,000	1,770	8,770
Transfers out:						
Proceeds from sales	(689)					(689)
Undesignation of investments	(6)		(52)			(58)
Imposition of new gate restriction			2,434			2,434
	(695)	-	2,382	-	-	1,687
Balance — end of year	$ 1,011	$ 6,394	$ 7,099	$ 1,058	$ 1,770	$ 17,332

Changes in unrealized gains including investment returns relating to instruments that are classified as Level 3 still held as of June 30, 2012, are $434. The imposition of new gate restrictions on certain investments resulted in a reclassification of $2,434 of investments being transferred from Level 2 to Level 3 for disclosure purposes. The undesignation of certain investments resulted in reclassification of $58 being transferred from Level 3 to Level 2 for disclosure purposes. The real estate investment was bequeathed to the Ballet in the current year and had previously been recorded as a pledge receivable. Transfers between levels for alternative investments occur when the Ballet has the ability to redeem the alternative investment in the near term.

The following schedules discusses the nature and risks of alternative investments which calculate net asset value per share or its equivalent and whether those investments are probable of being sold at amounts different from net asset value per share:

	Fair Value	Unfunded Commitments	Redemption Period (if Currently Eligible)	Redemption Notice Period
Long/short equity (a)	$ 8,701	$ -	Quarterly	45 days
Credit strategies (b)	1,898		Quarterly	90 days
Event-driven (c)	3,867		Semi-annually	65 days
Multi-strategy (d)	4,929		Quarterly	60 days
Multi-strategy (e)	4,605		Anniversary annually	65 days
Relative value (f)	1,058		Anniversary annually	60 days
Event-driven (g)	5,234		Annually	90 days
Real estate (h)	1,770		N/A	N/A
Total	$ 32,062	$ -		

(a) This class represents an investment in a hedge fund that invests in principally, but not solely, in equity and equity-related securities that are traded publicly in US markets. The fund employs a risk-averse investment strategy that endeavors to limit downside risk as much as to generate upside returns using a balanced long/short strategy that attempts to produce solid results in up market and superior results in down market, and above average results over long periods of time. On the long side, the fund invests in companies experiencing improving fundamentals and which are believed to be undervalued by historical market or other standards. Conversely, on the short side, the fund invests in companies experiencing deteriorating fundamentals and which are overvalued by historical market or other standards. The fair value of the investment in this category has been estimated using the Ballet's interest in partners' capital to which a proportionate share of net assets is attributed. There are no gates or lockup periods, which could limit the Ballet's ability to liquidate its full investment in the fund, remaining for this investment at June 30, 2012. The fund is scheduled to terminate on December 31, 2020.

(b) This class includes an investment in a hedge fund that takes a bottom-up, credit oriented approach to investing in various fixed income and equity securities, derivative transactions and other instruments. The fund looks for complex situations where risk might be misunderstood by the general market and rigorous research or active involvement may enhance returns and limit risk. The fair value of the investment in this category has been estimated using the Ballet's interest in partners' capital to which a proportionate share of net assets is attributed. The investment has no lock up period and is allowed to redeem up to 25% of the investment excluding special situation accounts on a quarterly basis. As of June 30, 2012, approximately 7% of the fair market value is in special situation accounts, which cannot be redeemed until liquidated by management of the fund. The Ballet's investment in this fund may be composed of up to 35% of such special situation, or side pocket, funds. Additionally, the fund manager may impose a 10% gate restriction on redemptions for this investment which would limit the Ballet's ability to liquidate its full investment in the fund.

(c) This class includes an investment in a multi-strategy hedge fund, focusing on distressed and event-driven situations with definable catalysts, including stressed and distressed credits, equity transactions, litigation, and capital structure arbitrage. Value drivers typically revolve around legal and/or accounting issues at a given company. The fund has a diversified portfolio with moderate concentration, and distressed investments typically comprise approximately 50% of total exposure. The fund may contain some activist positions and is primarily invested in domestic companies. The fair value of the investment in this category has been estimated using the net asset value per share of the investment. The lock up period has expired. However, the fund manager may impose a 30% gate restriction on redemptions for this investment which would limit the Ballet's ability to liquidate its full investment in the fund.

(d) This class includes an investment in a hedge fund that seeks to generate stable, predictable returns with a low correlation to the broader debt and equity markets. The fund attempts to capitalize on perceived market inefficiencies surrounding areas like complex capital structures, businesses in transition or orphaned equities by calculating intrinsic value according to three fundamental criteria: creditworthiness, value creation and optionality. The fund will pursue this value investment strategy in primarily domestic situations in distressed debt, bank loans, high yield bonds, direct investment, turnaround equities, convertible arbitrage, and risk arbitrage. The fair value of the investment in this category has been estimated using the net asset value per share of the investments. As of June 30, 2012, approximately 1% of the fair market value of the investment in this category is a designated investment that cannot be redeemed until liquidated by management of the fund.

(e) This class includes an investment in a hedge fund that seeks to generate superior risk-adjusted returns with an absolute return orientation without limiting itself to a pre-defined strategy. To achieve these returns, the fund employs a multi-strategy approach to attempt to capture inefficiencies in public and private market situations. The fund's focus is on event oriented investing, credit/distress debt, capital structure arbitrage and equity derivatives. The fair value of the investment in this category has been estimated using the net asset value per share of the investment. 80% of the investment had a lock up period which expired in February 2012. The lock up period on the remaining 20% expired in August 2012. Additionally, the fund has a side pocket allowance of 20% and the fund manager may impose a gate restriction on redemption at their discretion which could limit the Ballet's ability to liquidate its full investment in the fund.

(f) This class includes an investment in a hedge fund that seeks to generate consistent above average returns with limited systemic market risk. To achieve these returns, the fund seeks arbitrage in volatility, mortgage security, yield curve, intramarket bond and cash bond/future. The fund will also employ leverage to enhance return. The fair value of the investment in this category has been estimated using the net asset value per share of the investments. The Investment has a two year lock up period expiring in December 2013. The fund has no side pocket allowance or gate restrictions.

(g) This class includes an investment in a hedge fund that seeks to invest in equities perceived to be undervalued, event driven securities and distressed securities. The strategy is value driven and pursues opportunities in markets where estimated intrinsic value exceeds the market price of the securities. The fair value of the investment in this category has been estimated using the net asset value per share of the investments. The Investment has a 25-month lock up period expiring in January 2014. The fund has a 25% side pocket allowance but no gate restrictions.

(h) This category includes a restricted interest in a limited partnership. The underlying asset of the partnership is the fair value of the retail building located on 250 Post Street in the City of San Francisco. The building is approximately 33,000 square feet and was appraised at $44,000 in June of 2011 with a mortgage obligation balance of $3,760 at June 30, 2012. San Francisco Ballet's interest is approximately 4% with a fair market value of $1.7 million as of June 30, 2012.

4. PROPERTY AND EQUIPMENT

The Ballet's property and equipment as of June 30, 2012, is as follows:

Land	$ 4,519
Buildings and improvements	33,600
Furniture and equipment	7,503
Capitalized sets and costumes	14,295
Construction in progress	91
Total property and equipment	60,008
Accumulated depreciation	(26,826)
Property and equipment — net	$ 33,182

The Property fund on the accompanying consolidated statements of activities and changes in net assets includes the following types of depreciation expense on the Ballet productions line: $549 allocated occupancy; $1,442 sets and costumes; and $349 other, primarily stage and theatrical equipment.

5. CREDIT FACILITIES

The Ballet has a line of credit with First Republic Bank of $3,093, which together with an outstanding undrawn standby letter of credit of $1,600 to support its workers' compensation insurance policies (see Note 8), is secured by certain investment securities in the Foundation's portfolio and are subject to a collective limit of 90% of the market value of those securities. As of June 30, 2012, that limit would not have constrained the Ballet's secured line of credit. Interest on the secured line of credit is charged at the greater of the prime rate, minus 0.25% or 5%. The Ballet had no outstanding borrowings under the secured line of credit as of June 30, 2012. The secured line of credit expires on October 31, 2012 and is currently in active renewal. First Republic Bank has indicated the line of credit will increase to $4,300 as of November 1, 2012.

6. BONDS PAYABLE

On December 14, 2010, First Republic Bank entered into a Private Placement Agreement with the California Infrastructure and Economic Development Bank ("CIEBD" or "Issuer") and the Ballet, whereby the First Republic Bank agreed to purchase from the Issuer $25,000 CIEDB Revenue Bonds Series 2010A (San Francisco Ballet Association) and $5,000 CIEDB Variable Rate Revenue Bonds Series 2010B (San Francisco Ballet Association), (collectively the "Series 2010 Bonds"), closing on December 30, 2010. The interest rate on the Series 2010A Bonds resets monthly at a fixed rate. The interest rate on the Series 2010B Bonds resets at a LIBOR-based floating rate plus a spread. The Ballet has the option to convert Series 2010B to a fixed rate prior to December 31, 2014.

Simultaneously, the Ballet elected to replace its then-existing letter of credit with Allied Irish Bank on its outstanding Series 2008 Bonds with an alternate letter of credit from First Republic Bank, with a confirming letter of credit provided by the Federal Home Loan Bank of San Francisco.

Proceeds from the Series 2010 Bonds were used to refund a portion of the Series 2008 Bonds and to fund costs of issuance of the Series 2010 Bonds and reissuance of the Series 2008 Bonds. The outstanding amount of the Series 2008 Bonds was reduced to $15,600. The interest rate of the Series 2008 Bonds resets monthly. In connection with obtaining the alternate letter of credit from First Republic Bank, the Ballet has agreed that it will not obtain additional financing in excess of $250 from any lender other than First Republic Bank.

The following is a summary of each series outstanding as of June 30, 2012:

Issue Name	Amount Issued	Final Maturity	Interest Rate	Amount Outstanding
Series 2008	$ 15,600	August 1, 2038	0.20 %	$ 15,600
Series 2010A	25,000	August 1, 2038	4.45	24,280
Series 2010B	5,000	August 1, 2038	1.54	4,730
Total	$ 45,600			$ 44,610

The Series 2008 and Series 2010 Bonds are secured by Gross Revenues of the Ballet as defined in the Letter of Credit Reimbursement Agreement with First Republic Bank, and are guaranteed by the Foundation, as defined in the Guaranty Agreement with the Foundation and CIEDB and The Bank of New York Mellon Trust Company, as Trustee.

As guarantor, the Foundation guarantees the full and prompt payment and performance when due, whether by acceleration or otherwise, and at all times thereafter, of all obligations of the Association to First Republic Bank under both Series and guarantees to CIEDB and The Bank of New York Mellon Trust Company, as Trustee, (a) the principal of and redemption premium, if any, when and as the Series 2008 and Series 2010 Bonds shall become due (whether at maturity, by acceleration, call for redemption, or otherwise); (b) the interest on the Series 2008 and Series 2010 Bonds when and as the same shall become due; (c) the purchase price of the Series 2008 Bonds tendered or deemed tendered for purchase pursuant to the Indenture; and (d) all amounts due or to become due under the Loan Agreement. Certain events, none of which the Ballet believes exist as of the issuance date of these consolidated financial statements, could cause an acceleration of all principal and interest payments outstanding.

As of June 30, 2012, the fair value of bonds payable was quoted at $42,538. The fair value of bonds payable is estimated based on discounted cash flows and confirmed by a third party, and includes a credit valuation adjustment based on the Ballet's nonperformance risk.

Accumulated amortization as of June 30, 2012, related to the bond issuance costs of the Series 2008 and 2010 Bonds was $86. Interest payments are payable and due on the first of each month. Interest expense related to bonds payable for the year ended June 30, 2012, was approximately $1,221. In connection with the Letter of Credit Reimbursement Agreement with First Republic Bank for the Series 2008 Bonds, the Ballet was required to be and was in compliance with certain financial covenants as of June 30, 2012.

Principal amounts are due as follows:

	Series			
	2008	**2010A**	**2010B**	**Total**
2013	$ -	$ 480	$ 180	$ 660
2014		540	180	720
2015		540	180	720
2016		540	180	720
2017		575	180	755
Thereafter	15,600	21,605	3,830	41,035
Total	$ 15,600	$ 24,280	$ 4,730	$ 44,610

Bond project proceeds were used for the renovation of the Ballet's headquarters building, the purchase and renovation of a warehouse and a student residence, certain technology hardware upgrades, construction of ballet sets and costumes, new theatrical equipment, the payment of interest and fees, and certain bond issuance costs. As of June 30, 2012, all bond project proceeds had been spent by the Ballet.

7. INTEREST RATE SWAP AGREEMENT

The Ballet uses an interest rate swap instrument to mitigate the changes in interest rates associated with variable rate indebtedness. The Ballet pays a fixed rate of 3.922% on a notional amount of $22,000 to the swap counterparty in exchange for their payments of the variable rate debt instruments.

The fair value of the swap agreement is estimated based on mid-market rates and industry standard valuation models. A credit risk spread (in basis points) is added as a flat spread to the discount curve used in the valuation model. Each leg is discounted and the difference between the present value of each leg's cash flows equals the market value of the swap. The fair value also considers the risk of each counterparty by including a credit valuation adjustment determined by taking into account the nonperformance risk of each counterparty to the swap. The estimated fair value of the swap agreement was $8,144 as of June 30, 2012, including a credit valuation adjustment of $488, which reduced the Ballet's liability, and is included in the interest rate swap liability in the accompanying consolidated statements of financial position. The swap interest rate liability is a Level 2 fair value measurement. Payments made to the counterparty of the swap agreement for interest were approximately $827 during the year ended June 30, 2012. The swap agreement contains certain collateral requirements based on the credit rating of the Ballet and the current fair market value of the swap agreement. During the year ended June 30, 2012, the Ballet was required to post collateral on the swap agreement and $6,392 was posted as of June 30, 2012, and is included in restricted cash in the accompanying consolidated statements of financial position.

In August 2011, the Board of Directors of the Foundation agreed to loan the Association a portion of the Foundation's unrestricted board-designated endowment investments to assist in meeting such collateral postings. As of June 30, 2012, $3,151 had been borrowed from the Foundation. Such borrowings reduce the value of endowment investments and increase restricted cash in the accompanying consolidated statement of financial position.

The following table shows the outstanding notional amount of derivative instruments measured at fair value as reported in the consolidated balance sheets as of June 30, 2012:

	Maturity Date of Derivative	Fixed Rate	Notional Amount Outstanding	Fair Value
Interest rate swap	July 1, 2036	3.92 %	$ 22,000	$ 8,144

8. WORKERS' COMPENSATION

The Ballet's workers' compensation insurance policies include self-insured retention limits and fully insured coverage above such limits. Accruals for claims under the Ballet's self-insured retention limits are recorded on a claim-incurred basis. The estimated liability for workers' compensation claims incurred but unpaid as of June 30, 2012, of approximately $1,858 is included in accounts payable and accrued expenses in the accompanying consolidated statements of financial position. As of June 30, 2012, the Ballet had unused letters of credit totaling $2,500, as required by the Ballet's insurance carriers. As a result of the annual renewal of such insurance policies in June, 2012 and negotiations with insurance carriers for prior fiscal years' policies, the total letters of credit required by the Ballet's insurance carriers was adjusted to $2,550 subsequent to fiscal year end.

9. POSTRETIREMENT AND HEALTH AND WELFARE PLANS

The Ballet has a defined contribution retirement plan that covers all eligible nonunion employees and includes a 401(k) component. While matching contributions were reinstated for the year ended June 30, 2012, they were subsequently eliminated again on July 1, 2012.

Substantially all theatrical employees are covered under collective bargaining agreements that require payments to multiemployer pension, health, and welfare plans. Contributions to these plans approximated $1,788 for the year ended June 30, 2012.

The Ballet has an agreement with a key employee to provide postretirement salary continuance and employee and spousal health benefits for a fixed period of time dependent on the number of years served under the agreement and on the absence of certain types of postretirement employment and benefits available to the employee. The fair value of the salary continuance of $609 has been calculated based on the net present value of the expected payments. The total present value as of June 30, 2012, of the future health benefits, or the expected postretirement benefit obligation for health, is approximately $171. The accumulated postretirement benefit obligation of the future health benefits, as of June 30, 2012, is $176. The cost for the year ended June 30, 2012, for future health benefits is $14.

The following table sets forth the health benefits agreement's benefit obligations, fair value of plan assets, and status as of June 30, 2012, which liability is included in the consolidated statements of financial position:

Benefit obligation	$ 176
Fair value of plan assets	-
Unfunded status — end of year	$ 176

Amounts recognized for health benefits in unrestricted net assets consist of unrecognized prior service costs of $176 as of June 30, 2012. The periodic net benefit cost for the year ended June 30, 2012, was $14. The weighted-average assumption used to determine benefit obligations as of June 30, 2012, was 3.0%.

Assumed health care trend rates have significant effect on the amounts reported for health care premiums. A 1% change in assumed health care cost trend rates would have the following effects:

	1% Increase	1% Decrease
Effect of the health care component on:		
Accumulated postretirement benefit obligation	$ 12	$ (11)
Service cost and interest cost for fiscal year 2012	1	(1)
Total	$ 13	$ (12)

For measurement purposes, a 7.8% annual rate of increase in the per capita cost of covered health care benefits was assumed for the year ended June 30, 2012. This annual rate is based on market conditions for similar benefits and was assumed to decrease gradually to 5% through the year ending June 30, 2020, and remain at that level thereafter.

No benefits are expected to be paid from the postretirement benefit plan in year ending June 30, 2013. The aggregate benefits expected to be paid in the nine years from 2014 to 2022 are approximately $134. The expected benefits are based on the same assumptions used to measure the Ballet's benefit obligation as of June 30, 2012, and include future employee service.

The Ballet also has a voluntary salary deferral plan for highly compensated employees under Internal Revenue Code Section 457(b). Eligible employees may elect to contribute to the plan and the Ballet may make qualified non-elective discretionary contributions. Matching contributions were made during the year ended June 30, 2012.

10. ENDOWMENT

The Ballet's endowment consists of over 200 individual funds established for a variety of purposes including both donor-restricted endowment funds and funds designated by the Board to function as endowments or Board-designated endowment funds.

The endowment consists of the following components: (a) permanently restricted investments, which represent the historic dollar value of contributions restricted by donors for permanent investment, (b) earnings on permanently restricted investments that are also permanently restricted, (c) temporarily restricted investments whose earnings have been restricted by donors for specific purposes or have not yet been appropriated for expenditure by the Board, and (d) unrestricted endowment investments, which represent funds directed for investment in the endowment by the Board, losses on underwater donor-restricted investments, and the expenses associated with raising and managing the endowment funds. The Ballet's endowment investments represent the Ballet's complete endowment fund. Pledge receivables and trust receivables are excluded from the Ballet's endowment until received.

The Ballet has interpreted UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Ballet classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund.

The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Ballet in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Ballet considers the following factors in making a determination to appropriate or accumulate endowment funds:

a. The duration and preservation of the fund
b. The purposes of the Ballet and the donor-restricted endowment fund
c. General economic conditions
d. The possible effect of inflation and deflation
e. The expected total return from income and appreciation of investments
f. Other resources of the Ballet
g. The investment policies of the Ballet

Net assets associated with endowment funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions. Certain Board-designated endowment funds have donor restrictions on the appropriation of the earnings generated by the fund. The principal of such gifts is considered Board-designated and the accumulated earnings are considered donor-restricted.

Endowment net asset composition by type of fund as of June 30, 2012, consists of the following:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor-restricted endowment funds	$ (6,647)	$ 5,513	$ 47,303	$ 46,169
Board-designated endowment funds	32,969			32,969
Total funds	$ 26,322	$ 5,513	$ 47,303	$ 79,138

Changes in endowment by net asset class for the year ended June 30, 2012, are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets — June 30, 2011	$ 35,602	$ 6,818	$ 45,509	$ 87,929
Investment return — investment income	411	993	207	1,611
Net realized and unrealized appreciation	(3,588)	581	(1,004)	(4,011)
Total investment return	(3,177)	1,574	(797)	(2,400)
Additions to endowment funds from contributions and pledge payments	587	579	2,591	3,757
Reclassifications of Board-designated endowments	(4,265)			(4,265)
Appropriation of endowment assets for expenditure	(2,425)	(3,458)		(5,883)
Endowment net assets — June 30, 2012	$ 26,322	$ 5,513	$ 47,303	$ 79,138

Description of amounts classified as permanently restricted net assets and temporarily restricted net assets for the year ended June 30, 2012 (endowment only), are as follows:

Permanently restricted net assets — the portion of permanently restricted net assets participating in the investment pool that is required to be maintained permanently by explicit donor stipulation or UPMIFA	$ 47,303
Total endowment funds classified as permanently restricted net assets	$ 47,303
Temporarily restricted net assets:	
Donor-restricted principal and income on Board-designated endowments	$ 2,083
The portion of perpetual endowment funds subject to a time restriction under UPMIFA:	
Without purpose restrictions	302
With purpose restrictions	3,128
Total endowment funds classified as temporarily restricted net assets	$ 5,513

Endowment Funds with Deficits — From time to time, the fair value of assets associated with individual donor endowment funds may fall below the value of the initial and subsequent donor gift amounts (deficit). When donor endowment deficits exist, they are classified as a reduction of unrestricted net assets. Deficits associated with funds functioning as endowments, when they exist, are likewise classified as a reduction of unrestricted net assets. Deficits reported in unrestricted net assets were $6,647 as of June 30, 2012. These deficits resulted from unfavorable market fluctuations and continued appropriation for certain programs and expenditures that were deemed prudent. Subsequent gains that restore the fair value of the assets of the endowment fund to the required level will be classified as an increase in unrestricted net assets.

Return Objectives and Risk Parameters — The Ballet has adopted endowment investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of endowment assets. Endowment assets include those assets of donor-restricted funds that the Ballet must hold in perpetuity or for a donor-specified period as well as Board-designated fund. Under this policy, as approved by the Foundation’s Board, endowment assets are invested in a manner that is intended to produce results that exceed the total return of a benchmark composed of 60% of the S&P 500 index and 40% of the Barclays Capital U.S. Government/Credit Bond Index, while assuming a moderate level of investment risk. The Ballet expects its endowment funds, over a complete market cycle, to provide an average annual real rate of return of approximately 5% annually. Actual returns in any given year may vary from this amount.

Strategies Employed for Achieving Investment Objectives — To achieve its long-term rate of return objectives, the Ballet relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized gains) and current yield (interest and dividends). The Ballet targets a diversified asset allocation that places greater emphasis on investments in equities, bonds, and alternative investment strategies in a 40-20-40 percentage ratio, with discretion to make tactical adjustments to those ratios, to achieve its long-term objectives within prudent risk constraints.

Relationship of Spending Policy to Investment Objectives — The Ballet has a policy of appropriating for distribution each year up to a maximum of 5.5% of its endowment funds' average fair value over the prior three years as of March 31, preceding the fiscal year in which the distribution is planned. The appropriation amount is determined in the preceding fiscal year, one fiscal year prior to when it becomes available for expenditure. In establishing this policy, the Ballet considered the expected return on its endowment. Accordingly, the Ballet expects the current spending policy to allow its endowment to maintain its purchasing power by growing at a rate equal to or greater than planned payouts, plus inflation over a complete market cycle. Additional real growth will be provided through new gifts and investment returns in excess of appropriations. Depending upon market conditions and the needs and available resources of the Association, appropriations for expenditure from individual endowments may be temporarily suspended to facilitate preservation of the endowment.

11. TEMPORARILY RESTRICTED NET ASSETS AND NET ASSETS RELEASED FROM RESTRICTIONS

As of June 30, 2012, temporarily restricted net assets were available for the following purposes:

Passage of time, including unpaid pledges	$ 6,112
Property and equipment	5,516
New ballet production	5,335
Ballet school support	2,382
Touring	2,004
Social media	715
Education and outreach, including dancer wellness and career transition	468
Accumulated appreciation of endowment funds not appropriated for expenditure	302
Artistic and production	152
Other, including special events	111
Total temporarily restricted net assets	$ 23,097

Temporarily restricted net assets released during the year ended June 30, 2012, were as follows:

Due to the expiration of time	$ 2,525
Appropriation of endowment assets for expenditure	1,348
New ballet production	778
Ballet school support	659
New media	383
Touring	379
Property and equipment	370
Artistic and production	278
Education and outreach, including dancer wellness and career transition	204
Social Media	185
Other, including special events	23
Total net assets released from restrictions	$ 7,132

12. LEASE COMMITMENTS

The Ballet rents performance space, office space, office equipment, and event venues under various operating leases. The following is a schedule of approximate future minimum rental payments required under the leases as of June 30, 2012, that have an initial noncancelable lease term in excess of one year:

Years Ending June 30	
2013	$ 74
2014	60
2015	42
2016	38
Total	$ 214

Rent expense from operating leases approximated $649 for the year ended June 30, 2012.

13. COLLECTIVE BARGAINING AGREEMENTS

Approximately 73% (521 employees) of the Ballet's employees are covered by collective bargaining agreements. The following is a schedule of expiring agreements and the number of employees covered under each agreement:

Union	# of Employees	Contract Expiration Date at June 30, 2012	Status
American Guild of Musical Artists (AGMA)	102	June 30, 2013	Negotiations pending
Total	102		

14. RELATED PARTIES

As of June 30, 2012, undiscounted pledges receivable include approximately $5,814 due from members of the Association's Board of Trustees and of the Foundation's Board of Directors, including a pledge from a single Trustee of $4,000.

Of the value of contributed services recognized as revenues in the accompanying consolidated financial statements, $193 was received from related parties, primarily for legal and investment advisory services.

A member of the Association's Board of Trustees and the Foundation's Board of Directors is a General Partner of a long/short equity alternative investment valued at $8,701 and a fixed income mutual fund managed by the same member's investment management company was valued at $5,074 as of June 30, 2012.

A member of the Association's Board of Trustees is the Chairman and Founding Chief Executive Officer of the bank with which the Association has its operating accounts, credit facilities and bonds payable, First Republic Bank, and of the Foundation's investment custodian, First Republic Trust Company.

These transactions were subject to customary arrangements regarding fees and, for the limited partnership, allocation of investment gains.

15. CONTINGENCIES

The Ballet is involved in various claims and legal actions arising in the ordinary course of business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Ballet's financial position or its changes in net assets.

16. SUBSEQUENT EVENTS

The Ballet evaluated subsequent events through October 23, 2012, the date on which the consolidated financial statements were issued.

Subsequent to year end the Ballet closed escrow on a charitable gift transfer of real estate and entered into a charitable gift annuity contract for $3,000. The Ballet intends to sell the real estate and has put the property on the market for sale. Prior to June 30, 2013, the Ballet will be required to post statutory annuity reserves of approximately $1,500.

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