The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Accountants' Report and Combined and Consolidated Financial Statements
December 31, 2008 and 2007

Affiliated Organizations include:
The William E. English Foundation
Indianapolis Parks Foundation, Inc.
TechPoint Foundation, Inc.
McCaw Family Foundation, Inc.
Indianapolis Retirement Home

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations
December 31, 2008 and 2007

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201 N. Illinois Street, Suite 700
P.O. Box 44998
Indianapolis, IN 46244-0998
317.383.4000 Fax 317.383.4200 www.bkd.com

Independent Accountants' Report on Combined and Consolidated Financial Statements and Supplementary Information

Board of Directors
Central Indiana Community Foundation, Inc.
and Affiliated Organizations
Indianapolis, Indiana

We have audited the accompanying combined and consolidated statements of financial position of The Indianapolis Foundation, Legacy Fund, Inc., Central Indiana Community Foundation, Inc. and Affiliated Organizations (Foundation) as of December 31, 2008 and 2007, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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

In our opinion, the combined and consolidated financial statements referred to above present fairly, in all material respects, the financial position of The Indianapolis Foundation, Legacy Fund, Inc., Central Indiana Community Foundation, Inc. and Affiliated Organizations as of December 31, 2008 and 2007, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 12, the Foundation changed its method of accounting for fair value measurements in accordance with Statement of Financial Accounting Standards No. 157, *Fair Value Measurements*, in 2008.

Our audits were conducted for the purpose of forming an opinion on the basic combined and consolidated financial statements taken as a whole. The accompanying supplementary information, including the combining and consolidating information, is presented for purposes of additional analysis and is not a required part of the basic combined and consolidated financial statements. The combining and consolidating information is presented for purposes of additional analysis of the combined and consolidated financial statements rather than to present the financial position, changes in net assets, and cash flows of the individual entities. Such information has been subjected to the procedures applied in the audits of the basic combined and consolidated financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the basic combined and consolidated financial statements taken as a whole.

BKD LLP

October 28, 2009

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combined and Consolidated Statements of Financial Position
December 31, 2008 and 2007

	2008	2007
Assets		
Cash and cash equivalents	$ 66,331,981	$ 53,868,395
Investments, at fair value	373,224,705	579,390,740
Contributions and grants receivable	6,733,722	5,383,134
Accrued investment income	297,552	749,087
Other assets	99,828	230,851
Program related investments	3,365,000	3,250,000
Land held for investment	1,112,344	1,112,344
Contributions receivable from remainder trusts	1,652,162	1,792,547
Property and equipment, net	6,968,432	7,237,328
Beneficial interest in perpetual trusts	11,570,007	17,291,844
Total assets	$ 471,355,733	$ 670,306,270
Liabilities and Net Assets		
Liabilities		
Accounts payable	$ 441,339	$ 368,096
Accrued pension and vacation	2,090,598	495,511
Investment fees payable	317,336	489,837
Grant and gift commitments payable	11,767,373	12,873,148
Annuities payable	471,674	492,583
Income beneficiaries payable	3,590,841	4,790,572
Amounts held for others	35,289,951	49,019,641
Total liabilities	53,969,112	68,529,388
Net Assets		
Unrestricted	387,270,978	564,383,009
Temporarily restricted	17,250,702	18,242,405
Permanently restricted	12,864,941	19,151,468
Total net assets	417,386,621	601,776,882
Total liabilities and net assets	$ 471,355,733	$ 670,306,270

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combined and Consolidated Statements of Activities
Years Ended December 31, 2008 and 2007

	2008			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenue and Support				
Total amounts raised	$ 28,773,833	$ 5,050,945	$ -	$ 33,824,778
Less amounts for agency funds	(3,389,827)	-	-	(3,389,827)
Total contributions	25,384,006	5,050,945	-	30,434,951
Irrevocable deferred contributions	-	1,405,337	-	1,405,337
Investment income, net of fees of $2,365,258 and $3,284,874	8,685,283	69,730	26,958	8,781,971
Rental and other income	1,581,734	-	-	1,581,734
Total revenue	35,651,023	6,526,012	26,958	42,203,993
Net assets released from restriction	4,875,165	(4,475,264)	(399,901)	-
Total revenue and other support	40,526,188	2,050,748	(372,943)	42,203,993
Expenses				
Grant expenses	35,499,764	-	-	35,499,764
Program expenses	4,289,213	-	-	4,289,213
Management and general	2,961,063	-	-	2,961,063
Fundraising and development	2,269,948	-	-	2,269,948
Total expenses	45,019,988	-	-	45,019,988
Change in Net Assets From Operations Before Other Gains (Losses)	(4,493,800)	2,050,748	(372,943)	(2,815,995)
Other Gains (Losses)				
Changes in value of split-interest agreements	(226,935)	(1,438,493)	-	(1,665,428)
Net realized gain (loss) on investments	(9,759,080)	(85,146)	(1,201,028)	(11,045,254)
Net unrealized loss on investments	(161,626,526)	(1,367,393)	(4,712,556)	(167,706,475)
Net gain (loss) and prior service cost included in net periodic pension cost	(1,157,109)	-	-	(1,157,109)
Total other gains (losses)	(172,769,650)	(2,891,032)	(5,913,584)	(181,574,266)
Transfers	151,419	(151,419)	-	-
Cumulative Effect of Recognizing the Funded Status of the Defined-Benefit Pension Plan	-	-	-	-
Change in Net Assets	(177,112,031)	(991,703)	(6,286,527)	(184,390,261)
Net Assets, Beginning of Year	564,383,009	18,242,405	19,151,468	601,776,882
Net Assets, End of Year	$ 387,270,978	$ 17,250,702	$ 12,864,941	$ 417,386,621

2007			
Unrestricted	Temporarily Restricted	Permanently Restricted	Total
$ 37,170,914	$ 5,678,543	$ -	$ 42,849,457
(2,674,461)	-	-	(2,674,461)
34,496,453	5,678,543	-	40,174,996
-	-	-	-
12,581,632	106,967	32,665	12,721,264
1,470,951	-	-	1,470,951
48,549,036	5,785,510	32,665	54,367,211
3,695,993	(3,241,021)	(454,972)	-
52,245,029	2,544,489	(422,307)	54,367,211
38,539,909	-	-	38,539,909
3,558,041	-	-	3,558,041
1,832,682	-	-	1,832,682
1,863,261	-	-	1,863,261
45,793,893	-	-	45,793,893
6,451,136	2,544,489	(422,307)	8,573,318
(30,792)	443,934	-	413,142
51,338,031	387,054	3,137,049	54,862,134
(11,627,913)	(228,265)	(2,412,955)	(14,269,133)
-	-	-	-
39,679,326	602,723	724,094	41,006,143
117,844	(596,683)	478,839	-
312,719	-	-	312,719
46,561,025	2,550,529	780,626	49,892,180
517,821,984	15,691,876	18,370,842	551,884,702
$ 564,383,009	$ 18,242,405	$ 19,151,468	$ 601,776,882

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combined and Consolidated Statements of Cash Flows
Years Ended December 31, 2008 and 2007

	2008	2007
Operating Activities		
Change in net assets	$ (184,390,261)	$ 49,892,180
Items not requiring (providing) cash		
Depreciation	1,018,230	953,083
Loss on sale of equipment	31,099	-
Unrealized loss on investments	167,706,475	14,269,133
Realized (gain) loss on sale of investments	11,045,254	(54,862,134)
Non-cash contributions - stock	(13,590,350)	(9,196,521)
Change in value of land held for investment	-	(318,594)
Change in		
Contributions and grants receivable	(1,350,588)	(2,881,586)
Accrued investment income	451,535	(32,800)
Contributions receivable from remainder trusts	140,385	630,058
Other assets	131,023	322,700
Accounts payable	(94,234)	(110,819)
Accrued pension and vacation	1,595,087	(209,960)
Investment fees payable	(172,501)	35,167
Grant and gift commitments payable	(1,105,775)	5,334,618
Annuities payable	(20,909)	26,603
Income beneficiaries payable	(1,199,731)	(936,559)
Net cash provided by (used in) operating activities	(19,805,261)	2,914,569
Investing Activities		
Proceeds from sale of investments	300,040,464	301,190,334
Purchase of investments	(253,428,971)	(304,364,496)
Purchase of equipment	(612,956)	(867,014)
Net cash provided by (used in) investing activities	45,998,537	(4,041,176)
Financing Activity - amounts held for others	(13,729,690)	4,444,776
Increase in Cash and Cash Equivalents	12,463,586	3,318,169
Cash and Cash Equivalents, Beginning of Year	53,868,395	50,550,226
Cash and Cash Equivalents, End of Year	$ 66,331,981	$ 53,868,395

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Historical Background

The Indianapolis Foundation (IF), a community foundation serving Indianapolis, Indiana, was created in 1916 by resolution of trust. **Legacy Fund, Inc**. **(LF)**, a community foundation serving Hamilton County, Indiana, was founded in 1991. In early 1997, The Indianapolis Foundation and Legacy Fund, Inc. entered into an agreement to create **Central Indiana Community Foundation, Inc.** (CICF) to combine their resources to better serve the charitable needs of both Marion and Hamilton counties.

Pursuant to the 1997 agreement, the name of Legacy Fund, Inc. was amended to change the name of the organization to Central Indiana Community Foundation, Inc. At this point, the assets of Legacy Fund, Inc. converted to a component fund within CICF called “Legacy Fund” and the Legacy Fund, Inc. Board of Governors became a committee of CICF. However, in early 2004, Legacy Fund, Inc. was incorporated as a not-for-profit corporation under the laws of the State of Indiana and also applied for exempt status from the IRS. In 2005, Legacy Fund, Inc. received notification from the IRS stating that they had been granted exempt status under Section 501(c)(3) of the Internal Revenue Code, and they are not considered a private foundation. Subsequent to receiving their exempt status, the assets that had been converted to a component fund within CICF were transferred to the new exempt organization - Legacy Fund, Inc.

In 1998, the Marion County Superior Court probate division ruled that The Indianapolis Foundation could transfer a portion of its funds to CICF consisting of “some or all of the income, including without limitation, some or all of the net appreciation, realized and unrealized, in the fair value of the assets held in the community-based charitable trust.” Based on this ruling, The Indianapolis Foundation transferred approximately $60 million (historic dollar value) to a component fund within CICF called “The Indianapolis Foundation Fund.” Pursuant to the agreement establishing CICF, the funds transferred to CICF by The Indianapolis Foundation, as well as additional contributions to IF, can be disbursed only by a committee of CICF made up exclusively of the Board of Trustees of The Indianapolis Foundation.

One of the primary benefits of creating CICF was the ability to pool the resources of all the entities and component funds for investment purposes. While CICF actually holds the investment assets, the individual entities and certain component funds still maintain the governance over the expenditures of their respective investments. The following chart illustrates the board governance for the aforementioned entities and component funds:

Entity or Component Fund	Governing Body
The Indianapolis Foundation	IF Board of Trustees
Central Indiana Community Foundation, Inc. excluding the following component fund:	CICF Board of Directors
• The Indianapolis Foundation Fund	IF Board of Trustees
Legacy Fund, Inc.	LF Board of Governors

Funds not transferred to CICF by The Indianapolis Foundation continue to be controlled by The Indianapolis Foundation Board of Trustees and are included in these combined and consolidated financial statements. The assets of these funds as of December 31, 2008 and 2007, totaled $86,885,119 and $131,601,368, respectively. CICF is comprised of several component funds, including the Efroymson Fund, Library Fund, Women’s Fund of Central Indiana and many others.

Several affiliated organizations are also included in these combined and consolidated financial statements due to the appointing authority of their governing body by one of the aforementioned entities. They are as follows:

Name of Entity	Controlling Organization
The William E. English Foundation, Inc.	The Indianapolis Foundation
Indianapolis Parks Foundation, Inc.	CICF
TechPoint Foundation, Inc.	CICF
McCaw Family Foundation, Inc.	CICF
Indianapolis Retirement Home	CICF

Separate financial statements are issued for the Indianapolis Parks Foundation, Inc. and TechPoint Foundation, Inc.

The Indianapolis Foundation, Legacy Fund, Inc., Central Indiana Community Foundation and Affiliated Organizations are collectively referred to as “Foundation” in the remainder of these notes to the financial statements.

Mission and Operations

The mission of the Foundation is to inspire, support and practice philanthropy, leadership and service in the community. The vision for the Central Indiana community is that it will be acknowledged for its ability to develop, retain and attract educated, creative and community-minded citizens; recognized for its superior support to those in need; and admired for being a remarkable place to live. The Foundation is committed to attracting and providing financial support and effective leadership to enable the community to achieve this vision and become more successful, dynamic and diverse.

The Foundation manages over 800 separate funds that have been donated for charitable purposes. There are several different types of funds such as unrestricted, field of interest, donor-advised, scholarship and agency funds. These funds have a significant impact on helping to meet the needs of our community through effective grantmaking.

The eighteen person Board of Directors of CICF includes the following:

- Six members represent The Indianapolis Foundation Board of Trustees
- Three members represent the Legacy Fund Board of Governors
- Eight additional members from the community-at-large nominated and selected by the CICF Board

Use of Estimates

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

Principles of Combination and Consolidation

The combined and consolidated financial statements include the financial transactions of: The Indianapolis Foundation, Legacy Fund, Inc., Central Indiana Community Foundation, Inc. and the following affiliated organizations: The William E. English Foundation, Indianapolis Parks Foundation, Inc., TechPoint Foundation, Inc., McCaw Family Foundation, Inc., and Indianapolis Retirement Home. All material inter-organizational accounts and transactions have been eliminated.

For financial statement purposes, activities of these entities have been combined and consolidated as follows:

- The Indianapolis Foundation - includes the activities of The Indianapolis Foundation and The Indianapolis Foundation Fund, a component fund at CICF
- Legacy Fund, Inc. - includes the activities of the Legacy Fund
- Central Indiana Community Foundation, Inc. - includes the activities of CICF and The Indianapolis Foundation Fund
- Affiliated organizations - include the activities of The William E. English Foundation, Inc., Indianapolis Parks Foundation, Inc., TechPoint Foundation, Inc., McCaw Family Foundation, Inc. and Indianapolis Retirement Home

Cash and Cash Equivalents

For purposes of reporting cash flows, the Foundation considers all investments with an original maturity of three months or less to be cash equivalents. All of the Foundation’s cash and cash equivalents are maintained as a component of the Foundation’s managed portfolio and as such, are not federally insured. At December 31, 2008 and 2007, cash equivalents consisted primarily of money market mutual funds.

Investments and Investment Return

Investments in equity securities having a readily determinable fair value and in all debt securities are carried at fair value. Investment return includes dividends, interest and realized and unrealized gains and losses on investments.

The Foundation also invests in certain real estate, venture capital, private equity and hedge funds, which are primarily held through limited partnerships. The estimated fair values of these limited partnership investments are based on valuations provided by the external investment managers or general partners, adjusted for cash receipts, disbursements and significant known valuation changes. The Foundation believes the carrying values of these investments are a reasonable estimate of fair value. Because these investments are not readily marketable and may be subject to withdrawal restrictions, their estimated value is subject to uncertainty and, therefore, may differ from the value that would have been used had a ready market for such investments existed. Such differences could be material.

The Foundation maintains pooled investment accounts for its endowments. Investment income and realized and unrealized gains and losses from securities in the pooled investment accounts are allocated monthly to the individual endowments based on the relationship of the fair value of the interest of each endowment to the total fair value of the pooled investment accounts, as adjusted for additions to or deductions from those accounts. The amounts held for others are also a component of the pooled investment fund and reflect the funds held by the Foundation for the benefit of outside parties.

Property and Equipment

Expenditures for property and equipment and items which substantially increase the useful lives of existing assets are capitalized at cost. The Foundation provides for depreciation on the straight-line method at rates designed to depreciate the costs of assets over estimated useful lives as follows:

	Years
Furniture and equipment	3-7
Buildings and improvements	5-50

Temporarily and Permanently Restricted Net Assets

Temporarily restricted net assets are those whose use by the Foundation has been limited by donors to a specific time period or purpose. Permanently restricted net assets have been restricted by donors to be maintained by the Foundation in perpetuity.

Contributions

Gifts of cash and other assets received without donor stipulations are reported as unrestricted revenue and net assets. Gifts received with a donor stipulation that limits their use are reported as temporarily or permanently restricted revenue and net assets. When a donor stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions. Gifts and investment income that are originally restricted by the donor and for which the restriction is met in the same time period are recorded as temporarily restricted and then released from restriction.

Gifts of land, buildings, equipment and other long-lived assets are reported as unrestricted revenue and net assets unless explicit donor stipulations specify how such assets must be used, in which case the gifts are reported as temporarily or permanently restricted revenue and net assets. Absent explicit donor stipulations for the time long-lived assets must be held, expirations of restrictions resulting in reclassification of temporarily restricted net assets as unrestricted net assets are reported when the long-lived assets are placed in service.

Unconditional gifts expected to be collected within one year are reported at their net realizable value. Unconditional gifts expected to be collected in future years are reported at the present value of estimated future cash flows. The resulting discount is amortized using the level-yield method and is reported as contribution revenue.

Conditional gifts depend on the occurrence of a specified future and uncertain event to bind the potential donor and are recognized as assets and revenue when the conditions are substantially met and the gift becomes unconditional.

Income Taxes

All of the aforementioned entities are exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and a similar provision of state law. However, all entities are subject to federal income tax on any unrelated business taxable income.

Uncertain Tax Positions

In accordance with Financial Accounting Standards Board (FASB) Staff Position No. FIN 48-3, the Foundation has elected to defer the effective date of FASB Interpretation No. 48 (FIN 48), *Accounting for Uncertainty in Income Taxes*, until its fiscal year ended December 31, 2009. The Foundation has continued to account for any uncertain tax positions in accordance with literature that was authoritative immediately prior to the effective date of FIN 48, such as FASB Statement No. 109, *Accounting for Income Taxes,* and FASB Statement No. 5, *Accounting for Contingencies*.

Functional Allocation of Expenses

The costs of supporting the various programs and other activities have been summarized on a functional basis in the statements of activities. Certain costs have been allocated among the program, management and general and fund raising categories based on the actual expenditures and cost allocations based on Foundation personnel.

Reclassifications

Certain reclassifications have been made to the 2007 financial statements to conform to the 2008 financial statement presentation. These reclassifications had no effect on the change in net assets.

Note 2: Contributions and Grants Receivable

	Temporarily Restricted 2008	Temporarily Restricted 2007
Due within one year	$ 4,774,366	$ 3,905,486
Due in one to five years	2,123,461	1,618,319
Due in more than five years	175,000	175,000
	7,072,827	5,698,805
Discount	(339,105)	(315,671)
Total	$ 6,733,722	$ 5,383,134

The discount rates for 2008 and 2007 ranged from 1.36% to 5.00%.

Contributions receivable designated for specific purposes are as follows:

	2008	2007
Endowment	$ 5,245,320	$ 2,840,092
Time restriction	1,488,402	2,543,042
Total	$ 6,733,722	$ 5,383,134

Note 3: Investments

The Foundation's investments are as follows:

	Fair Value 2008	Fair Value 2007
Large cap equity	$ 66,686,743	$ 101,617,003
Mid cap equity	41,798,080	96,284,710
Small cap equity	30,841,931	55,063,109
International equity	73,060,994	132,623,234
Fixed income	42,086,960	95,601,710
	254,474,708	481,189,766
Alternatives and other		
Private equity	36,118,826	25,876,596
Hedge funds	48,991,165	36,256,164
Real estate	13,445,528	16,434,937
Natural resources	20,194,478	19,633,277
	118,749,997	98,200,974
Total investments	$ 373,224,705	$ 579,390,740

Total investment return is comprised of the following:

	2008	2007
Investment income	$ 8,781,971	$ 12,721,264
Net realized gains (losses)	(11,045,254)	54,862,134
Net unrealized losses	(167,706,475)	(14,269,133)
Total investment return (loss)	$ (169,969,758)	$ 53,314,265

At December 31, 2008, the Foundation had outstanding capital commitments to various fund managers of approximately $73 million.

Note 4: Program Related Investments

The Foundation owns several properties that have been donated over the years and that are used by various not-for-profit organizations. Such properties are stated at fair market value based on appraisals performed on all properties. The Trustee has entered into long-term lease arrangements and charges the organizations nominal rent. Therefore, such program-related investments are not income-producing properties.

Note 5: Endowment

The Foundation's endowment consists of over 700 individual funds established for a variety of purposes. The endowment includes both funds established by donors and funds designated by the Board to function as endowments (board-designated endowment funds). The Foundation maintains variance power over all of the endowment funds (including those established by donors) as provided within the fund agreements. As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with endowment funds, including board-designated endowment funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

While the Foundation ultimately has variance power over all of the assets maintained in endowment funds, the Foundation considers the following factors in making a determination to appropriate or accumulate endowment funds:

1. Duration and preservation of the fund
2. Purposes of the Foundation and the fund
3. General economic conditions
4. Possible effect of inflation and deflation
5. Expected total return from investment income and appreciation or depreciation of investments
6. Other resources of the Foundation
7. Investment policies of the Foundation

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

The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs and other items supported by its endowment while seeking to maintain the purchasing power of the endowment. Under the Foundation's policies, endowment assets are invested in a manner that is intended to produce results that exceed each investment strategy's respective index while assuming a moderate level of investment risk. The primary investment objective of the Fund is to achieve an annualized total return (net of fees and expenses), equal to or greater than the rate of inflation (as measured by the broad, domestic Consumer Price Index) plus any spending and administrative expenses thus, at a minimum maintaining the purchasing power of the Fund. The assets are to be managed in a manner that will meet the primary investment objective, while at the same time attempting to limit volatility in year-to-year spending. Actual returns in any given year may vary from this amount.

The Foundation has a policy (the spending policy) of appropriating for expenditure each year 5% of its endowment fund's average fair value over the prior two years through the year end preceding the year in which expenditure is planned. In establishing this policy, the Foundation considered the long-term expected return on its endowment. Accordingly, over the long term, the Foundation expects the current spending policy to allow its endowment to grow at an average of 7.50% annually. This is consistent with the Foundation's objective to maintain the purchasing power of endowment assets held in perpetuity or for a specified term, as well as to provide additional real growth through new gifts and investment return.

At December 31, 2008 and 2007, the Foundation's unrestricted endowment funds were $300,674,177 and $437,145,022, respectively.

Changes in endowment net assets for the years ended December 31, 2008 and 2007, were:

	Unrestricted 2008	Unrestricted 2007
Endowment net assets, beginning of year	$ 437,145,022	$ 407,359,890
Investment return (deficit)		
Investment income	8,039,408	11,493,451
Net appreciation (depreciation)	(138,889,627)	27,758,152
Total investment return (deficit)	(130,850,219)	39,251,603
Contributions	14,039,993	15,686,501
Appropriation of endowment assets for expenditure	(19,660,619)	(25,152,972)
Endowment net assets, end of year	$ 300,674,177	$ 437,145,022

Note 6: Property and Equipment

The Foundation's property and equipment are as follows:

	2008	2007
Buildings and improvements	$ 13,984,632	$ 13,775,900
Furnishings and equipment	3,000,362	2,804,052
	16,984,994	16,579,952
Accumulated depreciation	(10,274,098)	(9,600,160)
	6,710,896	6,979,792
Land	257,536	257,536
	$ 6,968,432	$ 7,237,328

Note 7: Beneficial Interest Trusts

The Foundation is the beneficiary under various perpetual trusts administered by an outside party. Under the terms of the trusts, the Foundation has the irrevocable right to receive income earned on the trusts' assets in perpetuity, but never receives the assets held in trusts. The estimated value of the expected future cash flows is $11,570,007 and $17,291,844, which represents the fair market value of the trusts' assets at December 31, 2008 and 2007, respectively.

Note 8: Grant and Gift Commitments

As of December 31, 2008 and 2007, the Foundation was committed to various charitable organizations for grants and commitments, payable over future years in the amounts of $11,767,373 and $12,873,148, respectively. Grant activities detailed during the year are as follows:

	2008	2007
Grants payable, beginning of year	$ 12,873,148	$ 7,538,530
Grants paid during the year		
The Indianapolis Foundation	14,941,319	14,967,837
Legacy Fund	2,199,998	2,208,846
Central Indiana Community Foundation	17,661,446	15,537,384
Affiliated Organizations	1,802,776	491,224
Total grants paid	36,605,539	33,205,291
Grants approved during the year		
The Indianapolis Foundation	13,759,646	16,962,785
Legacy Fund	2,954,242	2,173,199
Central Indiana Community Foundation	16,954,100	18,912,701
Affiliated Organizations	1,831,776	491,224
Total grants approved	35,499,764	38,539,909
Grants payable, end of year	$ 11,767,373	$ 12,873,148

Future maturities of grant and gift commitments are as follows:

2009	$ 4,891,163
2010	3,973,976
2011	1,717,258
2012	1,174,386
2013	209,577
Thereafter	157,230
Total grant and gift commitments	12,123,590
Amounts representing discount	(356,217)
	$ 11,767,373

The Foundation does approve grants with conditions; however, conditional grants are only recorded as payable when the conditions have been substantially met by the recipient.

Note 9: Annuities and Trusts Payable

The Foundation has been the recipient of several gift annuities, which require future payments to the donors or their named beneficiaries. The assets received from the donors are recorded at fair market value. The Foundation has recorded a liability at December 31, 2008 and 2007 of $471,674 and $492,583, which represents the present value of the future annuity obligations. The liability has been determined using a discount rate range of 3.8% to 8.0%.

The Foundation administers various charitable remainder trusts. A charitable remainder trust provides for the payment distributions to the grantor or other designated beneficiaries over the trust's term (usually the designated beneficiary's lifetime.) At the end of the trust's term, the remaining assets are available for the Foundation's use. The portion of the trust attributable to the future interest of the Foundation is recorded in the statements of activities as temporarily restricted contributions in the period the trust is established. Assets held in the charitable remainder trusts are recorded at fair market value in the Foundation's statements of financial position. On an annual basis, the Foundation revalues the liability to make distributions to the designated beneficiaries based on actuarial assumptions. At December 31, 2008 and 2007, this liability was $3,590,841 and $4,790,572, respectively. The present value of the estimated future payments is calculated using a discount rate range of 3.8% to 8.0% in 2008 and 2007 and applicable mortality tables.

Note 10: Net Assets

Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes or periods:

	2008	2007
Trust agreements	$ 12,717,573	$ 7,043,131
Support and maintenance of the English Foundation	1,477,348	2,898,220
Other deferred gifts	275,267	470,341
Land held for investment	647,344	647,344
Program funds of the Indianapolis Parks Foundation	809,805	1,275,657
Program funds of TechPoint Foundation	66,084	140,424
Time restrictions	1,257,281	5,767,288
	$ 17,250,702	$ 18,242,405

Permanently Restricted Net Assets

Permanently restricted net assets are restricted to:

	2008	2007
Investment in perpetuity, the income of which is expendable to support		
The Indianapolis Foundation	$ 7,244,463	$ 10,704,451
Central Indiana Community Foundation	4,293,493	6,527,413
Indianapolis Parks Foundation	292,146	420,097
TechPoint Foundation	927,303	1,391,971
	12,757,405	19,043,932
Land related to the English Foundation	107,536	107,536
	$ 12,864,941	$ 19,151,468

Net Assets Released From Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors.

	2008	2007
Purpose or time restrictions accomplished		
Time and purpose restrictions	$ 2,728,699	$ 2,122,310
Release by third-party trustees of certain gains on permanently restricted assets	-	138,337
Income from investments released to cover building operations and depreciation, English Foundation	342,155	648,306
Purpose restrictions accomplished, TechPoint	343,576	229,837
Purpose restrictions accomplished, Indianapolis Parks Foundation	1,460,735	557,203
Total net assets released from restrictions	$ 4,875,165	$ 3,695,993

Note 11: Employee Benefit Plans

The Foundation has a defined-contribution 403(b) pension plan covering substantially all employees. The Board of Directors annually determines the amount, if any, of the Foundation's contributions to the plan. Pension expense for this plan was $420,655 and $394,637 for 2008 and 2007, respectively.

The Foundation also has a noncontributory defined-benefit pension plan covering all employees who meet the eligibility requirements. The Foundation's funding policy is to make the minimum annual contribution that is required by applicable regulations, plus such amounts as the Foundation may determine to be appropriate from time to time. The Foundation does not expect to contribute to the plan in 2009.

The Foundation uses a December 31 measurement date for the plans. Significant balances, costs and assumptions are:

	2008	2007
Benefit obligation	$ 3,640,666	$ 3,148,264
Fair value of plan assets	1,749,548	2,791,072
Funded status	$ (1,891,118)	$ (357,192)
Accumulated benefit obligation	$ 2,550,845	$ 2,145,726
Amounts recognized in the statements of financial position:		
Accrued benefit cost	$ 1,891,118	$ 357,192

Amounts recognized in unrestricted net assets not yet recognized as components of net periodic benefit cost consist of:

	2008	2007
Net (gain) loss	$ 861,933	$ (356,172)
Prior service cost	35,687	43,453
	$ 897,620	$ (312,719)

Other significant balances and costs are:

	2008	2007
Employer contributions	$ 50,000	$ 200,000
Benefits paid	62,131	44,725
Benefit costs	373,586	289,062

The estimated net gain and prior service cost for the defined-benefit pension plan that will be amortized from unrestricted net assets into net periodic benefit cost over the next fiscal year is $38,049 and $3,246, respectively.

Significant assumptions include:

	2008	2007
Weighted-average assumptions used to determine benefit obligations:		
Discount rate	6.00%	5.75%
Rate of compensation increase	4.62%	4.66%
Weighted-average assumptions used to determine benefit costs:		
Discount rate	5.75%	5.75%
Expected return on plan assets	8.00%	8.00%
Rate of compensation increase	4.73%	4.73%

Historical and future expected returns of multiple asset classes were analyzed to develop a risk-free real rate of return and risk premiums for each asset class. The overall rate for each asset class was developed by combining a long-term inflation component, the risk-free real rate of return and the associated risk premium. A weighted-average rate was developed based on those overall rates and the target asset allocation of the plan.

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid as of December 31, 2008:

2009	$ 67,000
2010	81,000
2011	82,000
2012	97,000
2013	130,000
2014 - 2018	990,000

The investment strategy of the plan assets is to diversify investments so as to provide a balance that will enhance total return, while avoiding undue risk concentrations in any single asset class or investment category. The diversification does not necessarily depend upon the number of industries or companies in a portfolio or their particular location, but rather upon the broad nature of such investments and of the factors that may influence them. The target asset allocation, which was implemented in 2004 under the FPI contract, is as follows:

Large cap equity	22%
Mid cap equity	22%
Small cap equity	27%
International equity	13%
Fixed income	16%

At December 31, 2008 and 2007, plan assets by category are as follows:

	2008	2007
Large cap equity	22%	22%
Mid cap equity	23%	22%
Small cap equity	21%	27%
International equity	14%	13%
Fixed income	20%	16%
	100%	100%

Note 12: Disclosures About Fair Value of Assets and Liabilities

Effective January 1, 2008, the Foundation adopted Statement of Financial Accounting Standards No. 157 (FAS 157), *Fair Value Measurements*. FAS 157 defines fair value, establishes a framework for measuring fair value and expands disclosures about fair value measurements. FAS 157 has been applied prospectively as of the beginning of the year.

FAS 157 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. FAS 157 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 Quoted prices in active markets for identical assets or liabilities

Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities

Following is a description of the valuation methodologies used for assets and liabilities measured at fair value on a recurring basis and recognized in the accompanying statements of financial position, as well as the general classification of such assets and liabilities pursuant to the valuation hierarchy.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include publicly traded domestic and international equity and some fixed income securities. If quoted market prices are not available, then fair values are estimated by using pricing models, quoted prices of securities with similar characteristics or discounted cash flows. Level 2 securities include some fixed income securities that are not actively traded on public markets and hedge funds for which the underlying assets are publicly traded equity and fixed income securities. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy and include much of the Foundation’s alternative investments.

Program Related Investments and Land Held for Investment

Fair value is estimated based appraisals prepared by outside parties.

Money Market Mutual Funds

Where quoted market prices are available in an active market, money market mutual funds are classified within Level 1 of the valuation hierarchy.

Contributions Receivable From Remainder Trusts

Fair value is estimated at the present value of the estimated expected future benefits to be received when the trust assets are distributed.

Beneficial Interest in Perpetual Trust

Fair value is estimated at the present value of the future distributions expected to be received over the term of the agreement. Due to the nature of the valuation inputs, the interest is classified within Level 2 of the hierarchy.

The following table presents the fair value measurements of assets and liabilities recognized in the accompanying balance sheets measured at fair value on a recurring basis and the level within the FAS 157 fair value hierarchy in which the fair value measurements fall at December 31, 2008:

		Fair Value Measurements Using		
	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Money market mutual funds included in cash equivalents	$ 27,523,267	$ 27,523,267	$ -	$ -
Investments	373,224,705	239,339,709	55,010,420	78,874,576
Program related investments	3,365,000	-	3,365,000	-
Land held for investments	1,112,344	-	1,112,344	-
Contributions receivable from remainder trusts	1,652,162	-	-	1,652,162
Beneficial interest in perpetual trusts	11,570,007	-	11,570,007	-
	$ 418,447,485	$ 266,862,976	$ 71,057,771	$ 80,526,738

The following is a reconciliation of the beginning and ending balances of recurring fair value measurements recognized in the accompanying statement of financial position using significant unobservable (Level 3) inputs:

	Investments	Contributions Receivable From Remainder Trusts
Balance, January 1, 2008	$ 67,947,510	$ 1,792,457
Total realized and unrealized gains (losses) included in other gains (losses) on the statement of activities	(13,295,631)	-
Purchases, capital calls and other additions	34,600,257	-
Proceeds from sales and other distributions	(10,377,560)	-
Change in value of split-interest agreements	-	(140,295)
Balance, December 31, 2008	$ 78,874,576	$ 1,652,162
Total gains (losses) for the period included in the change in net assets attributable to the change in unrealized gains (losses) related to assets still held at the reporting date	$ (13,093,441)	$ (140,295)

The following methods were used to estimate the fair value of all other financial instruments recognized in the accompanying statements of financial position at amounts other than fair value.

Cash and Cash Equivalents

The carrying value approximates fair value.

Contributions and Grants Receivable

The carry value approximates fair value, which is estimated using a discounted cash flow model.

Accrued Investment Income

The carrying value approximates fair value.

Gift and Grant Commitments Payable

The carry value approximates fair value, which is estimated using a discounted cash flow model.

Annuities and Income Beneficiaries Payable

The carrying value approximates fair value, which is estimated based on the borrowing rates currently available to the Foundation for bank loans with similar terms and maturities.

Amounts Held for Others

The carrying amount approximates fair value.

Note 13: Concentrations

Accounting principles generally accepted in the United States of America require disclosure of current vulnerabilities due to certain concentrations. Approximately 32% and 23% of all contributions were received from two donors for each of the years ending December 31, 2008 and 2007.

Current Economic Conditions

The current economic environment presents not-for-profit organizations with unprecedented circumstances and challenges, which in some cases have resulted in large declines in the fair value of investments and other assets, declines in contributions, constraints on liquidity and difficulty obtaining financing. The financial statements have been prepared using values and information currently available to the Foundation.

Current economic conditions have resulted in significant investment losses and made it difficult for many donors to continue to contribute to not-for-profit organizations. A continued significant decline in the fair value of the Foundation’s investments or a significant decline in contribution revenue could have an adverse impact on the Foundation’s future operating results.

In addition, given the volatility of current economic conditions, the values of assets and liabilities recorded in the financial statements could change rapidly, resulting in material future adjustments in investment values and allowances for contributions receivable that could negatively impact the Foundation’s ability to maintain sufficient liquidity.

Supplementary Information

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combining and Consolidating Information - Statement of Financial Position
December 31, 2008

	2008					
	The Indianapolis Foundation	Legacy Fund	Central Indiana Community Foundation	Affiliated Organizations	Eliminations	Total
Assets						
Cash and cash equivalents	$ 25,818,651	$ 8,048,398	$ 31,206,148	$ 1,258,784	$ -	$ 66,331,981
Investments, at market	135,304,787	23,341,657	209,360,101	5,218,160	-	373,224,705
Contributions and grants receivable	6,590,127	-	776,504	112,091	(745,000)	6,733,722
Accrued investment income	94,732	15,474	185,594	1,752	-	297,552
Other assets	5,167	16,816	59,870	17,975	-	99,828
Program related investments	3,365,000	-	-	-	-	3,365,000
Land held for investment	1,112,344	-	-	-	-	1,112,344
Contributions receivable in remainder trust	113,119	1,257,281	281,762	-	-	1,652,162
Property and equipment, net	1,053,672	1,219,318	852,564	3,842,878	-	6,968,432
Beneficial interest in perpetual trusts	7,276,514	-	4,293,493	-	-	11,570,007
Due from other funds	53,705	-	106,822	-	(160,527)	-
Total assets	$ 180,787,818	$ 33,898,944	$ 247,122,858	$ 10,451,640	$ (905,527)	$ 471,355,733
Liabilities and Net Assets						
Liabilities						
Accounts payable	$ 13,806	$ 27,996	$ 210,630	$ 188,907	$ -	$ 441,339
Accrued pension and vacation	589,096	226,287	960,232	314,983	-	2,090,598
Investment fees payable	119,321	14,701	180,372	2,942	-	317,336
Grant and gift commitments payable	3,768,614	1,327,096	7,387,663	29,000	(745,000)	11,767,373
Annuities payable	101,531	-	370,143	-	-	471,674
Income beneficiaries payable	45,307	-	3,545,534	-	-	3,590,841
Amounts held for others	20,935,759	3,632,533	10,721,659	-	-	35,289,951
Due to other funds	53,705	-	-	106,822	(160,527)	-
Total liabilities	25,627,139	5,228,613	23,376,233	642,654	(905,527)	53,969,112
Net Assets						
Unrestricted	140,981,782	27,413,050	212,747,382	6,128,764	-	387,270,978
Temporarily restricted	6,934,434	1,257,281	6,705,750	2,353,237	-	17,250,702
Permanently restricted	7,244,463	-	4,293,493	1,326,985	-	12,864,941
Total net assets	155,160,679	28,670,331	223,746,625	9,808,986	-	417,386,621
Total liabilities and net assets	$ 180,787,818	$ 33,898,944	$ 247,122,858	$ 10,451,640	$ (905,527)	$ 471,355,733

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combining and Consolidating Information - Statement of Activities
Year Ended December 31, 2008

	The Indianapolis Foundation			
	Unrestricted	Temporarily Restricted	Permanently Restricted	IF Total
Revenue and Support				
Total amounts raised	$ 10,107,644	$ 3,745,849	$ -	$ 13,853,493
Less amounts for agency funds	(2,038,095)	-	-	(2,038,095)
Total contributions	8,069,549	3,745,849	-	11,815,398
Irrevocable deferred contributions	-	-	-	-
Investment income, net of fees of $2,365,258	3,378,857	-	-	3,378,857
Rental and other income	260,762	-	-	260,762
Total revenue	11,709,168	3,745,849	-	15,455,017
Net assets released from restriction	1,369,595	(1,179,749)	(189,846)	-
Total revenue and support	13,078,763	2,566,100	(189,846)	15,455,017
Expenses				
Grant expenses	16,574,671	-	-	16,574,671
Program expenses	1,083,503	-	-	1,083,503
Management and general	412,077	-	-	412,077
Fundraising and development	467,922	-	-	467,922
Total expenses	18,538,173	-	-	18,538,173
Change in Net Assets From Operations Before Other Gains (Losses)	(5,459,410)	2,566,100	(189,846)	(3,083,156)
Other Gains (Losses)				
Changes in value of split-interest agreements	(31,125)	(58,187)	-	(89,312)
Net realized gain (loss) on investments	(4,119,435)	-	(825,270)	(4,944,705)
Net unrealized loss on investments	(58,310,872)	(145,074)	(2,444,872)	(60,900,818)
Amortization of net loss and prior service cost included in net periodic pension cost	(356,460)	-	-	(356,460)
Total other gains (losses)	(62,817,892)	(203,261)	(3,270,142)	(66,291,295)
Transfers and Other Changes to Net Assets	(1,196,382)	-	-	(1,196,382)
Change in Net Assets	(69,473,684)	2,362,839	(3,459,988)	(70,570,833)
Net Assets, Beginning of Year	210,455,466	4,571,595	10,704,451	225,731,512
Net Assets, End of Year	$ 140,981,782	$ 6,934,434	$ 7,244,463	$ 155,160,679

2008

Legacy Fund			Central Indiana Community Foundation			
	Temporarily	LF		Temporarily	Permanently	CICF
Unrestricted	Restricted	Total	Unrestricted	Restricted	Restricted	Total
$ 11,909,250	$ -	$ 11,909,250	$ 10,152,225	$ 91,781	$ -	$ 10,244,006
(198,980)	-	(198,980)	(1,152,752)	-	-	(1,152,752)
11,710,270	-	11,710,270	8,999,473	91,781	-	9,091,254
-	-	-	-	1,405,337	-	1,405,337
453,780	-	453,780	4,749,684	-	-	4,749,684
283,892	-	283,892	359,785	-	-	359,785
12,447,942	-	12,447,942	14,108,942	1,497,118	-	15,606,060
-	-	-	1,359,104	(1,216,637)	(142,467)	-
12,447,942	-	12,447,942	15,468,046	280,481	(142,467)	15,606,060
3,309,300	-	3,309,300	18,647,998	-	-	18,647,998
630,795	-	630,795	1,213,525	-	-	1,213,525
172,142	-	172,142	1,092,671	-	-	1,092,671
305,948	-	305,948	1,252,687	-	-	1,252,687
4,418,185	-	4,418,185	22,206,881	-	-	22,206,881
8,029,757	-	8,029,757	(6,738,835)	280,481	(142,467)	(6,600,821)
-	-	-	(195,810)	(1,380,306)	-	(1,576,116)
(583,474)	-	(583,474)	(5,056,413)	-	(337,723)	(5,394,136)
(7,106,789)	-	(7,106,789)	(95,892,861)	-	(1,753,730)	(97,646,591)
(136,926)	-	(136,926)	(576,590)	-	-	(576,590)
(7,827,189)	-	(7,827,189)	(101,721,674)	(1,380,306)	(2,091,453)	(105,193,433)
209,599	-	209,599	1,138,202	(151,419)	-	986,783
412,167	-	412,167	(107,322,307)	(1,251,244)	(2,233,920)	(110,807,471)
27,000,883	1,257,281	28,258,164	320,069,689	7,956,994	6,527,413	334,554,096
$ 27,413,050	$ 1,257,281	$ 28,670,331	$ 212,747,382	$ 6,705,750	$ 4,293,493	$ 223,746,625

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Combining and Consolidating Information - Statement of Activities (Continued)
Year Ended December 31, 2008

	2008			
	Affiliated Organizations			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenue and Support				
Total amounts raised	$ 1,489,070	$ 1,213,315	$ -	$ 2,702,385
Less amounts for agency funds	-	-	-	-
Total contributions	1,489,070	1,213,315	-	2,702,385
Irrevocable deferred contributions	-	-	-	-
Investment income, net of fees of $1,966,941	102,962	69,730	26,958	199,650
Rental and other income	761,837	-	-	761,837
Total revenue	2,353,869	1,283,045	26,958	3,663,872
Net assets released from restriction	2,146,466	(2,078,878)	(67,588)	-
Total revenue and support	4,500,335	(795,833)	(40,630)	3,663,872
Expenses				
Grant expenses	1,852,151	-	-	1,852,151
Program expenses	1,361,390	-	-	1,361,390
Management and general	1,368,715	-	-	1,368,715
Fundraising and development	243,391	-	-	243,391
Total expenses	4,825,647	-	-	4,825,647
Change in Net Assets From Operations Before Other Gains (Losses)	(325,312)	(795,833)	(40,630)	(1,161,775)
Other Gains (Losses)				
Changes in value of split-interest agreements	-	-	-	-
Net realized gain (loss) on investments	242	(85,146)	(38,035)	(122,939)
Net unrealized loss on investments	(316,004)	(1,222,319)	(513,954)	(2,052,277)
Amortization of net loss and prior service cost included in net periodic pension cost	(87,133)	-	-	(87,133)
Total other gains (losses)	(402,895)	(1,307,465)	(551,989)	(2,262,349)
Transfers and Other Changes to Net Assets	-	-	-	-
Change in Net Assets	(728,207)	(2,103,298)	(592,619)	(3,424,124)
Net Assets, Beginning of Year	6,856,971	4,456,535	1,919,604	13,233,110
Net Assets, End of Year	$ 6,128,764	$ 2,353,237	$ 1,326,985	$ 9,808,986

Eliminations	Combined Unrestricted	Combined Temporarily Restricted	Combined Permanently Restricted	Combined 2008 Totals
$ (4,884,356)	$ 28,773,833	$ 5,050,945	$ -	$ 33,824,778
-	(3,389,827)	-	-	(3,389,827)
(4,884,356)	25,384,006	5,050,945	-	30,434,951
-	-	1,405,337	-	1,405,337
-	8,685,283	69,730	26,958	8,781,971
(84,542)	1,581,734	-	-	1,581,734
(4,968,898)	35,651,023	6,526,012	26,958	42,203,993
-	4,875,165	(4,475,264)	(399,901)	-
(4,968,898)	40,526,188	2,050,748	(372,943)	42,203,993
(4,884,356)	35,499,764	-	-	35,499,764
-	4,289,213	-	-	4,289,213
(84,542)	2,961,063	-	-	2,961,063
-	2,269,948	-	-	2,269,948
(4,968,898)	45,019,988	-	-	45,019,988
-	(4,493,800)	2,050,748	(372,943)	(2,815,995)
-	(226,935)	(1,438,493)	-	(1,665,428)
-	(9,759,080)	(85,146)	(1,201,028)	(11,045,254)
-	(161,626,526)	(1,367,393)	(4,712,556)	(167,706,475)
-	(1,157,109)	-	-	(1,157,109)
-	(172,769,650)	(2,891,032)	(5,913,584)	(181,574,266)
-	151,419	(151,419)	-	-
-	(177,112,031)	(991,703)	(6,286,527)	(184,390,261)
-	564,383,009	18,242,405	19,151,468	601,776,882
$ -	$ 387,270,978	$ 17,250,702	$ 12,864,941	$ 417,386,621

The Indianapolis Foundation
Legacy Fund, Inc.
Central Indiana Community Foundation, Inc.
and Affiliated Organizations

Comparison of Operating Funds Activities to Budget
Year Ended December 31, 2008

	Actual Accrual	Cash Basis Adjustments	Actual Cash Basis	Annual Cash Budget	Over (Under) Budget	% Over (Under)
Revenue and Support						
Administrative support fees collected	$ 5,075,249	$ -	$ 5,075,249	$ 5,152,000	$ (76,751)	-1.5%
Other operating revenues	490,935	-	490,935	542,000	(51,065)	-9.4%
Total revenue from operations	5,566,184	-	5,566,184	5,694,000	(127,816)	-2.2%
Expenses			-			
Program and grantmaking	1,130,522	-	1,130,522	1,096,993	33,529	3.1%
Community leadership	673,706	-	673,706	730,700	(56,994)	-7.8%
Donor services and development	1,787,036	-	1,787,036	1,787,226	(190)	0.0%
Fund management	614,723	-	614,723	549,986	64,737	11.8%
Management and administrative	2,743,994	(1,609,177)	1,134,817	1,181,895	(47,078)	-4.0%
Capital expenditures	-	235,394	235,394	818,500	(583,106)	-71.2%
Total expenses	6,949,981	(1,373,783)	5,576,198	6,165,300	(589,102)	-9.6%
Revenue (Expense) From Operations Before			-			
Other Revenue (Expense)	(1,383,797)	1,373,783	(10,014)	(471,300)	461,286	-97.9%
Other Revenue (Expense)						
Contributions from Board, staff and other	74,750	-	74,750	-	74,750	0.0%
Transfer from working capital	-	-	-	471,300	(471,300)	-100.0%
Net revenues from operations after extraordinary revenue	$ (1,309,047)	$ 1,373,783	$ 64,736	$ -	$ 64,736	-198%