

**NEIGHBORHOOD DEVELOPMENT FUND
Not-for-Profit Transmittal and Approval Form**

Applicant/Program: Louisville Orchestra

0-146-16

Executive Summary of Request:
The Louisville Orchestra in conjunction with the Waterfront Development Corporation will perform in concert for 70 minutes on July 3, 2016. The concert and related events are free and open to everyone on the Waterfront.

Is this program/project a fundraiser?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Is this applicant a faith based organization?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
Does this application include funding for sub-grantee(s)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

I have reviewed the attached Neighborhood Development Fund Application and have found it complete and within Metro Council guidelines and request approval of funding in the following amount(s). I have read the organization's statement of public purpose to be furthered by the funds requested and I agree that the public purpose is legitimate. I have also completed the disclosure section below, if required.

<u>15</u>		<u>\$1,000.-</u>	<u>5-19-16</u>
District #	Council Member Signature	Amount	Date

Primary Sponsor Disclosure
List below any personal or business relationship you, your family or your legislative assistant have with this organization, its volunteers, its employees or members of its board of directors.

Approved by:

_____	_____
Appropriations Committee Chairman	Date

Clerk's Office Only:

Request Amount: _____	Committee Amended Appropriation: _____
Original Appropriation: _____	Council Amended Appropriation: _____

LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION CHECKLIST

Legal Name of Applicant Organization: Louisville Orchestra

Program Name and Request Amount: Louisville Waterfront 4th Concert \$26K

	Yes/No/NA
Is the NDF Transmittal Sheet Signed by all Council Member(s) Appropriating Funding?	<input type="checkbox"/> Yes
Is the funding proposed by Council Member(s) less than or equal to the request amount?	<input type="checkbox"/> Yes
Is the proposed public purpose of the program viable and well-documented?	<input type="checkbox"/> Yes
Will all of the funding go to programs specific to Louisville/Jefferson County?	<input type="checkbox"/> Yes
Has Council or Staff relationship to the Agency been adequately disclosed on the cover sheet?	<input type="checkbox"/> Yes
Has prior Metro Funds committed/granted been disclosed?	<input type="checkbox"/> Yes
Is the application properly signed and dated by authorized signatory?	<input type="checkbox"/> Yes
Is proof of Tax Exempt status of 501(c) 3, 4, 6, 19, 1120-H included?	<input type="checkbox"/> Yes
If Metro funding is for a separate taxing district is the funding appropriated for a program outside the legal responsibility of that taxing district?	<input type="checkbox"/> No
Is the entity in good standing with: <ul style="list-style-type: none"> • Kentucky Secretary of State? • Louisville Metro Revenue Commission? • Louisville Metro Government? • Internal Revenue Service? • Louisville Metro Human Relations Commission? 	<input type="checkbox"/> Yes
Is the current Fiscal Year Budget included?	<input type="checkbox"/> Yes
Is the entity's board member list (with term length/term limits) included?	<input type="checkbox"/> Yes
Is recommended funding less than 33% of total agency operating budget?	<input type="checkbox"/> Yes
Does the application budget reflect only the revenue and expenses of the project/program?	<input type="checkbox"/> Yes
Is the cost estimate(s) from proposed vendor (if request is for capital expense) included?	<input type="checkbox"/> N/A
Is the most recent annual audit (if required by organization) included?	<input type="checkbox"/> N/A
Is a copy of Signed Lease (if rent costs are requested) included?	<input type="checkbox"/> N/A
Is the Supplemental Questionnaire for churches/religious organizations (if requesting organization is faith-based) included?	<input type="checkbox"/> N/A
Are the Articles of Incorporation of the Agency included?	<input type="checkbox"/> Yes
Is the IRS Form W-9 included?	<input type="checkbox"/> Yes
Is the IRS Form 990 included?	<input type="checkbox"/> Yes
Are the evaluation forms (if program participants are given evaluation forms) included?	<input type="checkbox"/> N/A
Affirmative Action/Equal Employment Opportunity plan and/or policy statement included (if required to do so)?	<input type="checkbox"/> N/A
Has the Agency agreed to participate in the BBB Charity review program? If so, has the applicant met the BBB Charity Review Standards?	<input type="checkbox"/> N/A
Prepared by: <i>Susan Hughes</i>	Date: 5/17/16

THE LOUISVILLE ORCHESTRA, INC.

General Information

Organization Number	0080373
Name	THE LOUISVILLE ORCHESTRA, INC.
Profit or Non-Profit	N - Non-profit
Company Type	KCO - Kentucky Corporation
Status	A - Active
Standing	G - Good
State	KY
File Date	4/6/1936
Organization Date	4/6/1936
Last Annual Report	5/23/2016
Principal Office	323 WEST BROADWAY SUITE 700 LOUISVILLE, KY 40202
Registered Agent	ANDREW FLEISCHMAN MILLER WELLS, PLLC 710 W. MAIN STREET, 4TH FLOOR LOUISVILLE, KY 40202

Current Officers

President	<u>James S. Welch, JR</u>
Secretary	<u>Andrew Fleischman</u>
Treasurer	<u>John King</u>
Director	<u>SUSAN VON HOVEN</u>
Director	<u>Dr. Christopher Doane</u>
Director	<u>Mary Ellen Wiederwohl</u>
Director	<u>Christina Brown</u>
Director	<u>Winona Shiprek</u>
Director	<u>Bruce Roth</u>
Director	<u>Kendra Foster</u>
Director	<u>Paula Harshaw</u>
Director	<u>Carol Hebel</u>
Director	<u>Ingrid Johnson</u>
Director	<u>John Malloy</u>
Director	<u>Robert Wimsatt</u>

Individuals / Entities listed at time of formation

Director	<u>SAMUEL E HYMAN</u>
Director	<u>JAMES R GOFF</u>
Director	<u>FLORENCE MEMORY</u>
Director	<u>BARRY BINGHAM</u>

Director	<u>BESSIE VIOLA HAND</u>
Incorporator	<u>SAMUEL E HYMAN</u>
Incorporator	<u>JAMES R GOFF</u>
Incorporator	<u>FLORENCE MEMORY</u>
Incorporator	<u>BARRY BINGHAM</u>
Incorporator	<u>BESSIE VIOLA HAND</u>
Incorporator	<u>SAMUEL E HYMAN</u>
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Incorporator	<u>BARRY BINGHAM</u>
Incorporator	<u>BESSIE VIOLA HAND</u>

Images available online

Documents filed with the Office of the Secretary of State on September 15, 2004 or thereafter are available as scanned images or PDF documents. Documents filed prior to September 15, 2004 will become available as the images are created.

<u>Annual Report</u>	5/23/2016	1 page	<u>PDF</u>
<u>Annual Report</u>	5/21/2015	1 page	<u>PDF</u>
<u>Registered Agent name/address change</u>	5/22/2014 1:33:26 PM	1 page	<u>PDF</u>
<u>Annual Report</u>	5/22/2014	1 page	<u>PDF</u>
<u>Annual Report</u>	6/28/2013	1 page	<u>PDF</u>
<u>Annual Report</u>	6/26/2012	1 page	<u>PDF</u>
<u>Annual Report</u>	4/28/2011	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	6/15/2010	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	4/15/2009	2 pages	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	3/18/2008	1 page	<u>tiff</u> <u>PDF</u>
<u>Statement of Change</u>	7/31/2007	1 page	<u>tiff</u> <u>PDF</u>
<u>Principal Office Address Change</u>	7/31/2007	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	6/29/2007	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	4/11/2006	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	6/22/2005	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	8/8/2003	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	8/21/2002	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	6/29/2001	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	5/9/2000	2 pages	<u>tiff</u> <u>PDF</u>
<u>Statement of Change</u>	9/13/1999	1 page	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	8/13/1999	3 pages	<u>tiff</u> <u>PDF</u>
<u>Amendment</u>	4/2/1999	2 pages	<u>tiff</u> <u>PDF</u>
<u>Annual Report</u>	8/28/1998	5 pages	<u>tiff</u> <u>PDF</u>
<u>Statement of Change</u>	7/13/1998	1 page	<u>tiff</u> <u>PDF</u>
<u>Restated Articles</u>	6/22/1998	4 pages	<u>tiff</u> <u>PDF</u>

Amendment	6/22/1998	2 pages	tiff	PDF
Statement of Change	5/20/1998	2 pages	tiff	PDF
Annual Report	7/1/1997	5 pages	tiff	PDF
Amendment	2/27/1997	3 pages	tiff	PDF
Statement of Change	12/12/1996	1 page	tiff	PDF
Annual Report	7/1/1996	1 page	tiff	PDF
Annual Report	7/1/1995	2 pages	tiff	PDF
Annual Report	7/1/1994	2 pages	tiff	PDF
Statement of Change	7/26/1993	1 page	tiff	PDF
Annual Report	7/1/1993	2 pages	tiff	PDF
Annual Report	7/1/1992	2 pages	tiff	PDF
Annual Report	7/1/1991	2 pages	tiff	PDF
Annual Report	7/1/1990	4 pages	tiff	PDF
Sixty Day Notice	9/1/1989	1 page	tiff	PDF
Annual Report	7/1/1989	4 pages	tiff	PDF
Statement of Change	7/10/1986	1 page	tiff	PDF
Statement of Change	8/15/1983	2 pages	tiff	PDF
Amendment	5/18/1977	4 pages	tiff	PDF
Restated Articles	5/18/1977	6 pages	tiff	PDF
Statement of Change	7/6/1976	2 pages	tiff	PDF
Statement of Change	7/31/1967	2 pages	tiff	PDF
Statement of Change	12/1/1962	2 pages	tiff	PDF
Statement of Change	7/25/1952	2 pages	tiff	PDF
Statement of Change	7/2/1951	2 pages	tiff	PDF
Statement of Change	7/8/1949	4 pages	tiff	PDF
Statement of Change	9/28/1947	2 pages	tiff	PDF
Amendment	5/14/1946	4 pages	tiff	PDF
Statement of Change	4/27/1942	2 pages	tiff	PDF
Statement of Change	4/9/1942	1 page	tiff	PDF
Statement of Change	4/9/1942	2 pages	tiff	PDF
Amendment	4/2/1942	4 pages	tiff	PDF
Articles of Incorporation	4/6/1936	5 pages	tiff	PDF

Assumed Names

Activity History

Filing	File Date	Effective Date	Org. Referenced
Annual report	5/23/2016 2:27:34 PM	5/23/2016 2:27:34 PM	
Annual report	5/21/2015 1:55:22 PM	5/21/2015 1:55:22 PM	
Annual report	5/22/2014 1:40:43 PM	5/22/2014 1:40:43 PM	
Registered agent address change	5/22/2014 1:33:26 PM	5/22/2014 1:33:26 PM	
Annual report	6/28/2013 11:00:39 AM	6/28/2013 11:00:39 AM	
Annual report	6/26/2012 3:29:19 PM	6/26/2012 3:29:19 PM	

Annual report	4/28/2011 3:05:18 PM	4/28/2011
Annual report	6/15/2010 10:03:47 AM	6/15/2010
Annual report	4/15/2009 11:07:12 AM	4/15/2009
Annual report	3/18/2008 11:32:39 AM	3/18/2008
Principal office change	7/31/2007 8:36:18 AM	7/31/2007
Registered agent address change	7/31/2007 8:35:31 AM	7/31/2007
Annual report	6/29/2007 3:28:44 PM	6/29/2007
Annual report	4/11/2006 8:31:15 AM	4/11/2006
Registered agent address change	5/14/2004 11:01:27 AM	5/14/2004
Registered agent address change	9/13/1999	9/13/1999
Amendment - Miscellaneous amendments	4/2/1999	4/2/1999
Registered agent address change	7/13/1998	7/13/1998
Annual report	7/13/1998	7/13/1998
Amendment - Miscellaneous amendments	6/22/1998	6/22/1998
Restated articles	6/22/1998	6/22/1998
Registered agent address change	5/20/1998	5/20/1998
Amendment - Miscellaneous amendments	2/27/1997	2/27/1997
Registered agent address change	12/12/1996	12/12/1996
Amendment - Change duration	5/18/1977	5/18/1977
Restated articles	5/18/1977	5/18/1977
Amendment previous name	5/18/1977	5/18/1977

LOUISVILLE
PHILHARMONIC
SOCIETY

Microfilmed Images

Microfilm images are not available online. They can be ordered by faxing a Request For Corporate Documents to the Corporate Records Branch at 502-564-5687.

Annual Report	7/15/2004	1 page
Statement of Change	5/14/2004	1 page
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LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 1 – APPLICANT INFORMATION			
Legal Name of Applicant Organization:		The Louisville Orchestra	
<i>(as listed on: http://www.sos.ky.gov/business/records)</i>			
Main Office Street & Mailing Address: 323 W Broadway, Louisville, KY 40202			
Website: louisvilleorchestra.org			
Applicant Contact:	Andrew Kipe	Title:	Executive Director
Phone:	502-585-9414	Email:	akipe@louisvilleorchestra.org
Financial Contact:	Tonya McSorley	Title:	CFO
Phone:	502-585-9410	Email:	tmcsorley@louisvilleorchestra.org
Organization’s Representative who attended NDF Training: N/A			
GEOGRAPHICAL AREA(S) WHERE PROGRAM ACTIVITIES ARE (WILL BE) PROVIDED			
Program Facility Location(s):	Louisville Waterfront Park		
Council District(s):	4	Zip Code(s):	40202
SECTION 2 – PROGRAM REQUEST & FINANCIAL INFORMATION			
PROGRAM/PROJECT NAME: LO Waterfront 4th Concert			
Total Request: (\$)	26,000	Total Metro Award (this program) in previous year: (\$)	0
Purpose of Request (check all that apply):			
<input type="checkbox"/> Operating Funds (generally cannot exceed 33% of agency’s total operating budget)			
<input checked="" type="checkbox"/> Programming/services/events for direct benefit to community or qualified individuals			
<input type="checkbox"/> Capital Project of the organization (equipment, furnishing, building, etc)			
The Following are Required Attachments:			
<input type="checkbox"/> IRS Exempt Status Determination Letter <input type="checkbox"/> Current Year Projected Budget <input type="checkbox"/> List of Board of Directors (include term & term limits) <input type="checkbox"/> Current financial statement <input type="checkbox"/> Most recent IRS Form 990 or 1120-H <input type="checkbox"/> Articles of Incorporation <input type="checkbox"/> Cost estimates from proposed vendor if request is for capital expense		<input type="checkbox"/> Signed lease if rent costs are being requested <input type="checkbox"/> IRS Form W9 <input type="checkbox"/> Evaluation forms if used in the proposed program <input type="checkbox"/> Annual audit (if required by organization) <input type="checkbox"/> Faith Based Organization Certification Form, if required <input type="checkbox"/> Staff including the 3 highest paid staff	
For the current fiscal year ending June 30, list all funds appropriated and/or received from Louisville Metro Government for this or any other program or expense, including funds received through Metro Federal Grants, from any department or Metro Council Appropriation (Neighborhood Development Funds). Attach additional sheet if necessary.			
Source:	EAG - Operating Support	Amount: (\$)	47,000
Source:	EAG - MakingMUSIC Program	Amount: (\$)	28,000
Source:		Amount: (\$)	
Has the applicant contacted the BBB Charity Review for participation? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Has the applicant met the BBB Charity Review Standards? <input type="checkbox"/> Yes <input type="checkbox"/> No			



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 3 – AGENCY DETAILS

Describe Agency's Vision, Mission and Services:

The Louisville Orchestra seeks to enlighten, educate, entertain, and enrich our community through a broad outreach of diverse programs built on the traditions of live orchestral music with passionate dedication to artistic excellence.

The Louisville Orchestra reaches more than 100,000 people through its concerts and educational programming performed at the Kentucky Center for the Arts and in neighborhood venues located throughout Metro Louisville. In addition, last year's Waterfront 4th concert drew an audience estimated at 35,000.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 4 – PROGRAM/PROJECT NARRATIVE

A: Describe the program/project start and end dates, a description of the program/project and applicable data with regards to specific client population the program will address (attach related flyers, planning minutes, designs, event permits, proposals for services/goods, etc.):

After the city's Independence Day celebration in Waterfront Park was cancelled two years ago for lack of corporate support, the Louisville Orchestra and the Waterfront Development Corporation partnered to give our city a celebratory place to congregate and enjoy the beauty of timeless patriotic music under the direction of Music Director, Teddy Abrams, titled the Louisville Orchestra Waterfront 4th. The LO incorporated a variety of music forms from other groups to broaden the appeal to all ages. The 70 minute concert is part of a full day of activities planned in conjunction with the Waterfront Development Corporation. Also participating were the Kentucky Science Center and the Kentucky Museum of Arts and Crafts. The concert and related events are free and open to everyone.

B: Describe specifically how the funding will be spent including identification of funding to sub grantee(s):

While the Louisville Orchestra took great pride in providing leadership in planning and implementing last year's inaugural Louisville Orchestra Waterfront 4th, the event resulted in a loss of \$50,000, a deficit the orchestra is not able to absorb in its annual budget. Given the fact that this is a celebration for the entire community, the Louisville Orchestra respectfully requests the members of Metro Council to participate in funding the event through their individual Neighborhood Development Fund accounts. The remainder of the costs will be covered by corporate sponsorships, private contributions and the LO's general operating funds.

Funds spent before June 30 are to include deposits and expenses related to sound, lighting, and staging totaling \$57,000. Any contributions from the Louisville Metro Council Neighborhood Development Fund will be applied to this total.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

C: If this request is a fundraiser, please detail how the proceeds will be spent:

N/A

D: For Expenditure Reimbursement Only – The grant award period begins with the Metro Council approval date and ends on June 30 of Metro fiscal year in which the grant is approved. If any part of this funding request is for funds to be spent before the grant award period, identify the applicable circumstances:

Effective October 24, 2013, reimbursements should not be made unless an emergency can be demonstrated by the primary council sponsor. The funding request is a reimbursement of the following expenditures (attach invoices or proof of payment):

- ✓ Attach a copy of invoices and/or receipts to provide proof of purchase of activities associated with the work plan identified in this application.
- ✓ Attach a copy of cancelled checks to provide proof of payment of the invoices or receipts associated with the work plan identified in this application.

The funding request is a reimbursement of the following expenditures that will probably be incurred after the application date, but prior to the execution of the grant agreement:

- ✓ If selecting this option, the invoice, receipt and payment documentation should not be available as of the date of this application.

The Grantee will be required to submit financial reporting in accordance with the reporting schedule provided in the grant agreement.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

E: Describe the program's benefits to those being served (measurable outcomes). Include the program's process for collecting data and the indicators that will be tracked to measure the benefits to those being served:

Given the tremendous success of the 2015 event, the success of the 2016 celebration will be based upon:

- Participation by an increased number of community groups in the various activities;
- Participation by the public in the various events and activities offered as a part of the day's celebration;
- Attendance at the concert itself;
- Seeking to measure the community's embrace of the Louisville Orchestra Waterfront 4th as Louisville's signature event celebrating Independence Day, much like the Boston Pops on Boston Commons.

F: Briefly describe any existing collaborative relationships the organization has with other community organizations. Describe what those partners are bringing to the relationship in general and to this program/project specifically.

The Louisville Orchestra is pleased to collaborate with the Waterfront Development Commission in restoring a community-wide Independence Day celebration to our community. Together we plan the event and logistics, seek financial support from the corporate community and invite other groups to participate, especially in the free educational events for children planned throughout the day.



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 5 – PROGRAM/PROJECT BUDGET SUMMARY

THE PROGRAM/PROJECT BUDGET SHOULD REALISTICALLY ESTIMATE WHAT AMOUNT IS NEEDED FROM METRO GOVERNMENT AND WHAT IS EXPECTED FROM OTHER SOURCES.

Program/Project Expenses	Column 1	Column 2	Column (1+2)=3
	Proposed Metro Funds	Non-Metro Funds	Total Funds
A: Personnel Costs Including Benefits	0	95,125	95,125
B: Rent/Utilities	0	0	0
C: Office Supplies	0	0	0
D: Telephone	0	0	0
E: In-town Travel	0	0	0
F: Client Assistance (Attach Detailed List)	0	0	0
G: Professional Service Contracts	0	0	0
H: Program Materials	0	0	0
I: Community Events & Festivals (Attach Detail List)	0	0	0
J: Machinery & Equipment	0	0	0
K: Capital Project	0	0	0
L: Other Expenses (Attach Detail List)	26,000	117,083	143,083
*TOTAL PROGRAM/PROJECT FUNDS	26,000	212,208	238,208
Program Budget - \$240K	11 %	89 %	100%

List funding sources for total program/project costs in Column 2, Non-Metro Funds:

Other State, Federal or Local Government	
United Way	
Private Contributions (do not include individual donor names)	
Fees Collected from Program Participants	
Other (please specify) - <i>Corporate Sponsorships</i>	212,208
<i>Total Revenue for Column 2 Expenses **</i>	212,208

**Total of Column 1 MUST match "Total Request on Page 1, Section 2"*

***Must equal or exceed total in column 2.*



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

Detail of In-Kind Contributions for this PROGRAM only: Includes Volunteers, Space, Utilities, etc. (Include anything not bought with cash revenues of the agency).

Donor*/Type of Contribution	Value of Contribution	Method of Valuation
<i>Total Value of In-Kind</i> <i>(to match Program Budget Line Item.</i> Volunteer Contribution & Other In Kind)		

*** DONOR INFORMATION REFERS TO WHO MADE THE IN KIND CONTRIBUTION. VOLUNTEERS NEED NOT BE LISTED INDIVIDUALLY, BUT GROUPED TOGETHER ON ONE LINE AS A TOTAL NOTING HOW MANY HOURS PER PERSON PER WEEK**

Agency Fiscal Year Start Date: **June 1, 2016**

Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? NO YES

If YES, please explain:



LOUISVILLE METRO COUNCIL NEIGHBORHOOD DEVELOPMENT FUND APPLICATION

SECTION 6 – CERTIFICATIONS & ASSURANCES

By signing Section 7 of the Grant Application, the authorized official signing for the applicant organization certifies and assures to the best of his or her knowledge and/or belief the following Assurances and Certifications. If there is any reason why one or more of the assurances or certifications listed cannot be certified or assured, please explain in writing and attach to this application.

Standard Assurances

1. Applicant understands this application and its attachments as well as any resulting grant agreement, reports and proof of expenditure is subject to Kentucky's open records law.
2. Applicant will establish safeguards to prohibit employees or any person that receives compensation from awarded funds from using their position for a purpose that constitutes or presents the appearance of personal or organizational conflict of interest, or personal gain.
3. Applicant and any sub grantee will give Louisville Metro Government access to and the right to examine all paper or electronic records related to the awarded grant for up to five years of the grant agreement date.
4. Applicant assures compliance with the grant requirements and will monitor the performance of any third party (sub-grantee).
5. The Agency is in good standing with the Kentucky Secretary of State, Louisville Metro Government, the Jefferson County Revenue Commission, the Internal Revenue Service, and the Louisville Metro Human Relations Commission.
6. Applicant understands failure to provide the services, programs, or projects included in the agreement will result in funds being withheld or requested to be returned if previously disbursed.
7. Applicant understands they must return to Louisville Metro any unexpended funds by July 31 following the Metro Louisville's fiscal year end.
8. Applicant understands they must provide proof of all expenditures (canceled checks, receipts, paid invoices). The Applicant understands the failure to provide proof of expenditures as required in the grant agreement could result in funding being withheld or request to be returned if previously disbursed.
9. Applicant understands if this application is approved, the grant agreement will identify an award period that begins with the Metro Council approval date, and will end with June 30 of the fiscal year in which the grant is approved. Expenditures associated with this award expected to occur prior to the award period (approval date) must be disclosed in this application in order to be considered compliant with the grant agreement.
10. Applicant understands if we choose to incur expenditures prior to the approval of the application by the Metro Council, there is no guarantee that funding will be reimbursed, as the Council may choose not to award the application.
11. Applicant understands if the grant agreement is not returned to Louisville Metro within 90 days of its mailing to the applicant, the approval is automatically revoked.

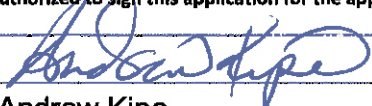
Standard Certifications

1. The Agency certifies it will not use Louisville Metro Government funds for any religious, political or fraternal Activities.
2. The Agency has a written Affirmative Action/Equal Opportunity Policy.
3. The Agency does not discriminate in employment or in provision of any service/program/activity/event based on age, color, disabled status, national origin, race, religion, sex, gender identity or sexual orientation, or Vietnam era veteran status.
4. The Agency certifies it will not require clients, recipients, or beneficiaries to participate in religious, political, fraternal or like activities in order to receive services/benefits provided with Louisville Metro Government funds.
5. The Agency understands the Americans with Disabilities Act (ADA) and makes reasonable accommodations.

Relationship Disclosure: List below any relationship you or any member of your Board of Directors or employees has with any Councilperson, Councilperson's family, Councilperson's staff or any Louisville Metro Government employee.

SECTION 7 – CERTIFICATIONS & ASSURANCES

I certify under the penalty of law the information in this application (including, without limitation, "Certifications and Assurances") is accurate to the best of my knowledge. I am aware my organization will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am legally authorized to sign this application for the applying organization and have initialed each page of the application.

Signature of Legal Signatory:		Date:	May 9, 2016
Legal Signatory: (please print):	Andrew Kipe	Title:	Executive Director
Phone:	502.585.9414	Extension:	
Email:	akipe@louisvilleorchestra.org		

P. O. Box 2508
Cincinnati, OH 45201

Date: May 30, 2002

Louisville Orchestra, Inc.
300 W. Main St.
Louisville, KY 40202-2945994

Person to Contact:
Cassandra E. Jackson 31-07417
Customer Service Representative

Toll Free Telephone Number:
8:00 a.m. to 6:30 p.m. EST
877-829-5500

Fax Number:
513-263-3756

Federal Identification Number:

Accounting Period Ends:
May 31st

Dear Sir or Madam:

This is in response to your request for a letter affirming your organization's exempt status.

In March of 1948 we issued a determination letter that recognized your organization as exempt from federal income tax under section 101(6) of the Internal Revenue Code of 1939 (now section 501(c)(3) of the Internal Revenue Code of 1986). That determination letter is still in effect.

We classified your organization as a publicly supported organization, and not a private foundation, because it is described in section 509(a)(2) of the Code. This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's purposes, character, method of operations, or sources of support have changed, please let us know so we can consider the effect of the change on the organization's exempt status and foundation status.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

As of January 1, 1984, your organization is liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more the organization pays to each of its employees during a calendar year. There is no liability for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes. If you have any questions about excise, employment, or other federal taxes, please let us know.

**LOUISVILLE ORCHESTRA
FY 2016
BUDGET**

INCOME

EARNED INCOME

<i>Season Tickets</i>	689,732
<i>Single Tickets</i>	780,450
<i>Education Income</i>	43,250
<i>Contract Revenue</i>	262,995
<i>Runouts</i>	42,000
<i>Other Earned Income</i>	7,500

Total Earned Income **1,825,927**

INVESTMENT INCOME **410,050**

CONTRIBUTED INCOME

<i>Fund for the Arts (general allocation)</i>	850,000
<i>Fund for the Arts (special allocation)</i>	100,000
<i>Contributed Income</i>	1,612,100
<i>Government Grants</i>	206,000
<i>Education Grants</i>	246,000
<i>Sponsorships</i>	1,034,500
<i>Special Events</i>	292,500
<i>ALO</i>	100,000

Total Contributed Income **4,441,100**

TOTAL INCOME **6,677,077**

EXPENSES

CONCERT PRODUCTION-FIXED

<i>Orchestra Musicians</i>	2,499,510
<i>Artistic Staff</i>	314,956

Total Concert Production-Fixed **2,814,466**

CONCERT PRODUCTION-VARIABLE

<i>Concert Production</i>	1,448,110
<i>Marketing & Ticketing</i>	513,373
<i>Education</i>	110,306
<i>Special Events</i>	2,500

Total Concert Production-Variable **2,074,289**

DEPARTMENT EXPENSES

<i>Production</i>	362,161
<i>Education</i>	99,862
<i>Marketing & Public Relations</i>	358,299
<i>Ticketing</i>	119,447
<i>Development</i>	285,427
<i>General & Administrative</i>	551,145
<i>Depreciation</i>	9,500

Total Department Expenses **1,785,841**

TOTAL EXPENSES **6,674,596**

NET SURPLUS (DEFICIT) **2,481**

**Louisville Orchestra, Inc.
2015-16 Board Roster**

Executive Committee

James S. Welch, Jr., *President*
John King, *VP Finance*
Andrew Fleischman, *General Counsel/Secretary*
Bruce Roth, *Nominating and Governance*
Kendra Foster, *Development*
Paula Harshaw, *Education*
John Malloy, *Co-Chair, Review Committee*
Ritu Furlan, *Co-Chair, Review Committee*
Bob Wimsatt, *Chair, Orchestra Negotiating Committee*
Christina Brown, *Member at Large*
Dr. Christopher Doane, *Member at Large*
Carol Hebel, *Member at Large*
Ingrid Johnson, *Member at Large*
Tom Partridge, *Member at Large*
Winona Shiprek, *Member at Large*
Susan Von Hoven, *Member at Large*
Mary Ellen Wiederwohl, *Member at Large*
Tim Tomes, *ALO President*

Board of Directors

Mrs. Carole Birkhead†	Mr. Guy Montgomery
Mrs. Jana Dowds	Mr. Nicolas Raubertas
Mr. Vincenzo Gabriele	Mr. Alex Rorke
Mr. Joost Grubben	Mr. Kenneth Sales
Mrs. Paula Harshaw	Mrs. Denise Schiller
Mr. Brian Kane	Mrs. Lisa Shannon
Dr. Virginia Keeney†	Mr. Gary Sloboda
Mr. Don Kohler, Jr.	Mrs. Kim Tichenor*
Mrs. Nancy Laird	Mr. Louis Waterman
Mr. Arthur Lerman	Dr. Shiao Woo
Mr. Todd Lowe	

Term Limits: 3 years of service

Legend: *denotes Ex-Officio †denotes Life Member

Louisville Orchestra Staff List:

*Lou.
Orchestra*

Administration

****Andrew Kipe – Executive Director**
****Tonya McSorley – Chief Financial Officer**
CaSandra Zabenco - Controller
Cheri Reinbold – Staff Accountant
Kim Davidson – Receptionist/Accounts Payable Clerk
Angela Pike - Receptionist

Development

Ed Schadt – Major Gifts Officer & Director of Planned Giving
Nathaniel Koch – Development Manager
Bobby Steurer – Development Assistant

Education

Deanna Hoying – Director of Education

Marketing

****Michelle Winters – Director of Marketing**
Callie Chapman – Publications Manager
Heather O’Mara – Media Relations Manager

Ticketing/Patron Services

Carla Givan Motes – Director of Ticketing
Shane Wood – Patron Services Coordinator

Operations/Production

Lindsay Vallandingham – General Manager
Adrienne Hinkebein – Personnel Manager
Kierstin Quick – Operations Manager
Erika Voss Mahlbacher – Orchestra Librarian
Bill Polk – Stage Manager

****Denotes Three Highest Paid Staff**

*****Please Note: Music Director Teddy Abrams is technically an independent contractor and therefore not listed under employees**

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at www.irs.gov/form990

A For the 2013 calendar year, or tax year beginning **JUN 1, 2013** and ending **MAY 31, 2014**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization The Louisville Orchestra, Inc.	D Employer identification number
	Doing Business As Number and street (or P.O. box if mail is not delivered to street address) Room/suite 323 West Broadway, Suite 700	E Telephone number (502) 587-8681
City or town, state or province, country, and ZIP or foreign postal code Louisville, KY 40202		G Gross receipts \$ 6,362,183.
F Name and address of principal officer: Andrew Kipe 323 West Broadway, Suite 700, Louisville, KY		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)
J Website: http://www.louisvilleorchestra.org		H(c) Group exemption number
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		L Year of formation: 1937 M State of legal domicile: KY
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)() (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: We entertain, educate and enrich our community through a broad outreach of diverse programs built on		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	36
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	36
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	177
	6 Total number of volunteers (estimate if necessary)	6	100
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	3,868,682.	4,033,209.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	1,019,821.	1,489,548.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	107,566.	169,811.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	5,128,990.	5,781,493.
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.	0.
	14 Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	3,123,662.	3,276,546.
	16a Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b Total fundraising expenses (Part IX, column (D), line 25)	229,538.	
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,972,141.	2,168,572.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	5,095,803.	5,445,118.
19 Revenue less expenses. Subtract line 18 from line 12	33,187.	336,375.	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	2,199,937.	2,498,453.
	22 Net assets or fund balances. Subtract line 21 from line 20	600,078.	559,495.
		1,599,859.	1,938,958.

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Date		
	Andrew Kipe, Executive Director Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name John Kennedy	Preparer's signature <i>John Kennedy CPA</i>	Date 3/24/15	Check if self-employed <input type="checkbox"/>
	Firm's name Strothman & Company PSC	Firm's EIN 	Firm's address 325 W. Main St. Suite 1600 Louisville, KY 40202-4251	
		Phone no. (502) 585-1600		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

See Schedule O for Organization Mission Statement Continuation



Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission:
We entertain, educate and enrich our community through a broad outreach of diverse programs built on the traditions of live orchestral music with passionate dedication to artistic excellence.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 4,741,813. including grants of \$) (Revenue \$ 1,504,634.)
To maintain a symphony orchestra and to encourage and promote artist and educational musical opportunities.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 4,741,813.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	X	
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If so, complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Form 990 (2013) with various sections (1a-14b) and columns for Yes/No. Includes data points like '42', '14', '177', and 'X' marks in response boxes.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

	1a	1b	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	36			
b Enter the number of voting members included in line 1a, above, who are independent		36		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
5 Did the organization become aware during the year of a significant diversion of the organization's assets?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
6 Did the organization have members or stockholders?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?			<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a The governing body?			<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Each committee with authority to act on behalf of the governing body?			<input checked="" type="checkbox"/>	<input type="checkbox"/>
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.			<input type="checkbox"/>	<input checked="" type="checkbox"/>

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	<input type="checkbox"/>	<input type="checkbox"/>
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	<input checked="" type="checkbox"/>	<input type="checkbox"/>
13 Did the organization have a written whistleblower policy?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
14 Did the organization have a written document retention and destruction policy?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	<input type="checkbox"/>	<input type="checkbox"/>

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **►KY**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **►**
Ms. Tonya McSorley, CFO - (502) 587-8681
323 West Broadway, Suite 700, Louisville, KY 40202

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's current key employees, if any. See instructions for definition of "key employee."
 - List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's former officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
 - List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.
- List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) James S. Welch, Jr. President	1.00	X						0.	0.	0.
(2) Ingrid Johnson VP at Large	1.00	X						0.	0.	0.
(3) Kendra Foster VP at Large	1.00	X						0.	0.	0.
(4) Bruce J. Roth VP at Large	1.00	X						0.	0.	0.
(5) Carol W. Hebel VP at Large	1.00	X						0.	0.	0.
(6) Andrew Fleischman VP at Large	1.00	X						0.	0.	0.
(7) John Malloy VP at Large	1.00	X						0.	0.	0.
(8) Tom Partridge VP Finance	1.00	X						0.	0.	0.
(9) Mary Ellen Wiederwohl VP Public Relations and Ma	1.00	X						0.	0.	0.
(10) Dr. Christopher Doane VP Education	1.00	X						0.	0.	0.
(11) Winona Shiprek VP Special Events	1.00	X						0.	0.	0.
(12) Christina Brown VP Nominating and Governan	1.00	X						0.	0.	0.
(13) Todd Lowe Co-VP Development	1.00	X						0.	0.	0.
(14) Susan Von Hoven Co-VP Development	1.00	X						0.	0.	0.
(15) Joseph Paradis III General Counsel/Secretary	1.00	X						0.	0.	0.
(16) Guy Montgomery Director	1.00	X						0.	0.	0.
(17) Don Kohler, Jr. Director	1.00	X						0.	0.	0.

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) Dr. Virginia Keeney Director	1.00	X						0.	0.	0.
(19) John King Director	1.00	X						0.	0.	0.
(20) Janice Purcell-Basu Director	1.00	X						0.	0.	0.
(21) James King Jr Director	1.00	X						0.	0.	0.
(22) Nancy Laird Director	1.00	X						0.	0.	0.
(23) Carole Birkhead Director	1.00	X						0.	0.	0.
(24) Mary Jane Kutz Director	1.00	X						0.	0.	0.
(25) Kenneth Sales Director	1.00	X						0.	0.	0.
(26) Nicolas Raubertas Director	1.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								19,950.	0.	560.
d Total (add lines 1b and 1c)								19,950.	0.	560.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
Hyslop and Associates , 2019 Irving Avenue South, Minneapolis , MN 55405	Interim Executive Director Retainer	122,400.

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **1**

See Part VII, Section A Continuation sheets

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a 1,101,411.				
	b Membership dues	1b				
	c Fundraising events	1c 42,050.				
	d Related organizations	1d 366,723.				
	e Government grants (contributions)	1e 197,921.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 2,325,104.				
	g Noncash contributions included in lines 1a-1f: \$					
	h Total. Add lines 1a-1f		4,033,209.			
Program Service Revenue	2 a Concert Revenue	Business Code 711130	1,180,845.	1,180,845.		
	b Contract Revenue	711130	308,703.	308,703.		
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f		1,489,548.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)		42,758.		42,758.	
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)		127,053.		127,053.	
	8 a Gross income from fundraising events (not including \$ 42,050. of contributions reported on line 1c). See Part IV, line 18	a		24,000.		
		b Less: direct expenses		23,060.		
c Net income or (loss) from fundraising events			940.		940.	
9 a Gross income from gaming activities. See Part IV, line 19	a		196,469.			
	b Less: direct expenses		123,570.			
	c Net income or (loss) from gaming activities		72,899.		72,899.	
10 a Gross sales of inventory, less returns and allowances	a		3,471.			
	b Less: cost of goods sold		772.			
	c Net income or (loss) from sales of inventory		2,699.	2,699.		
Miscellaneous Revenue		Business Code				
11 a Misc. revenue-Related-	900099	12,387.	12,387.			
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		12,387.				
12 Total revenue. See instructions.		5,781,493.	1,504,634.	0.	243,650.	

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	76,956.	19,239.	38,478.	19,239.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,469,972.	2,272,927.	64,709.	132,336.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits	452,705.	428,513.	7,330.	16,862.
10 Payroll taxes	276,913.	255,022.	9,860.	12,031.
11 Fees for services (non-employees):				
a Management				
b Legal	1,947.		1,947.	
c Accounting	13,798.		13,798.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	8,233.		8,233.	
12 Advertising and promotion	299,245.	299,245.		
13 Office expenses	46,274.	899.	29,824.	15,551.
14 Information technology				
15 Royalties				
16 Occupancy	30,000.		27,936.	2,064.
17 Travel	39,121.		39,121.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	7,189.	1,046.	6,143.	
23 Insurance	20,979.		20,979.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24a. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a Temporary Help	547,639.	465,493.	69,088.	13,058.
b Guest Artists	437,646.	437,646.		
c Production Costs	247,664.	247,664.		
d Stagehands and Ushers	173,009.	173,009.		
e All other expenses	295,828.	141,110.	136,321.	18,397.
25 Total functional expenses. Add lines 1 through 24e	5,445,118.	4,741,813.	473,767.	229,538.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	520,000.	1	506,852.
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net	24,307.	3	301,797.
	4 Accounts receivable, net	94,721.	4	6,671.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			
			5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L			
			6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	105,220.	9	118,893.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 454,974.		
	b Less: accumulated depreciation	10b 443,500.	13,917.	10c 11,474.
	11 Investments - publicly traded securities		11	
	12 Investments - other securities. See Part IV, line 11	1,399,872.	12	1,510,866.
	13 Investments - program-related. See Part IV, line 11		13	
14 Intangible assets		14		
15 Other assets. See Part IV, line 11	41,900.	15	41,900.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	2,199,937.	16	2,498,453.	
Liabilities	17 Accounts payable and accrued expenses	103,112.	17	47,775.
	18 Grants payable		18	
	19 Deferred revenue	486,843.	19	511,720.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			
			22	
	23 Secured mortgages and notes payable to unrelated third parties	10,123.	23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
26 Total liabilities. Add lines 17 through 25	600,078.	26	559,495.	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	-40,521.	27	-16,988.
	28 Temporarily restricted net assets	1,118,234.	28	1,428,800.
	29 Permanently restricted net assets	522,146.	29	527,146.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	1,599,859.	33	1,938,958.	
34 Total liabilities and net assets/fund balances	2,199,937.	34	2,498,453.	



Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	5,781,493.
2	Total expenses (must equal Part IX, column (A), line 25)	2	5,445,118.
3	Revenue less expenses. Subtract line 2 from line 1	3	336,375.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,599,859.
5	Net unrealized gains (losses) on investments	5	2,724.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	1,938,958.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Restated Articles of Incorporation of the Louisville Orchestra, Inc.

Article I.

The name of the Corporation shall be the Louisville Orchestra, Inc. (the Corporation).

Article II.

The place in this state where the principal office of the Corporation is to be located is the City of Louisville, Jefferson County, and the name and address of its registered agent, being the same address as its registered office, as filed with the Secretary of State of the Commonwealth of Kentucky, is Tim King, 300 West Main Street, Louisville, Kentucky 40202.

Article III.

A. The purposes of the Corporation shall be to maintain and expand a symphony orchestra and to provide leadership in the encouragement and promotion of artistic and educational musical opportunities consistent with the highest standards of professional excellence. The Corporation shall have the power to do any and all things permitted by the laws of the Commonwealth of Kentucky necessary to the accomplishment and attainment of the foregoing purposes.

B. The Corporation is not formed for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributable to, or inure to the benefit of, its officers, directors, or other private persons, except that the Corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in, any political campaign on behalf of candidates for public office. The purposes of the Corporation are educational and charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1954 and the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code (or corresponding provision of any future federal tax code); or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding provision of any future code).

Article IV.

The Corporation shall have no capital stock, but may provide for membership therein under such terms and conditions as may be determined from time to time by the Board of Directors.

The Corporation may be the recipient of gifts for the furtherance of its purposes as herein set forth under such terms and conditions as may be determined from time to time by the Board of Directors.

Article V.

The existence of the Corporation shall be perpetual.

Article VI.

The affairs of the corporation shall be managed by a Board of Directors consisting of not more than sixty (60) directors (exclusive of any non-voting life, honorary or ex-officio members), the exact number to be as set forth in the Bylaws, with directors to be elected to terms of office as prescribed in those Bylaws.

Article VII.

A. Scope of Limitation. A director of the Corporation shall not be personally liable to the Corporation for monetary damages for any act or omission constituting a breach of his or her duties as a director, unless such act or omission: (i) relates to a transaction in which the director has a personal financial interest which is in conflict with the financial interests of the Corporation; (ii) is not in good faith or involves intentional misconduct or is actually known to the director to be in violation of law; or (iii) relates to a transaction from which the director derived an improper personal benefit.

B. Amendment of Kentucky Law. If Kentucky law related to non-profit corporations is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by such statute, as so amended, and without the necessity for further shareholder action.

C. Repeal of Modification. Any repeal or modification of this Article VII by the Board of Directors of the Corporation shall not adversely affect any right or protection of a director of the

Corporation hereunder with respect to any act or omission occurring prior to the time of any such repeal or modification.


Certification

The undersigned hereby certify that at a regular meeting of the Board of Directors of the Louisville Orchestra, Inc., held on May 24, 1999, after due notice to all members of the Board of Directors (there being no members of the Corporation) and, upon motion duly made, seconded and approved by the majority of the members of the Board of Directors, the Articles of Incorporation were amended and restated as set forth above, that these Restated Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation as heretofore amended, and, having been duly adopted as required by law, supersede the original Articles of Incorporation and all amendments hereto.

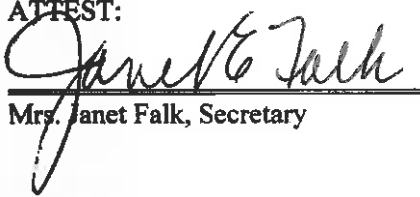
IN TESTIMONY WHEREOF, witness the duly authorized signatures of the President and Secretary, respectively, of the Louisville Orchestra, Inc.

THE LOUISVILLE ORCHESTRA, INC.

By


Stan Curtis, President

ATTEST:


Mrs. Janet Falk, Secretary

This instrument prepared by:

Manning G. Warren III
Louis D. Brandeis School of Law
University of Louisville
2301 South Third Street
Louisville, Kentucky 40292
Telephone: 502/852-7265

Request for Taxpayer Identification Number and Certification

Give Form to the
 requester. Do not
 send to the IRS.

Print or type See Specific Instructions on page 2.	Name (as shown on your income tax return) The Louisville Orchestra	
	Business name/disregarded entity name, if different from above	
	Check appropriate box for federal tax classification: <input type="checkbox"/> Individual/sole proprietor <input type="checkbox"/> C Corporation <input type="checkbox"/> S Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Trust/estate <input type="checkbox"/> Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) ▶ <input type="checkbox"/> Exempt payee <input checked="" type="checkbox"/> Other (see instructions) ▶ NON-PROFIT	
	Address (number, street, and apt. or suite no.) 323 W. Broadway, Suite 700	Requester's name and address (optional)
City, state, and ZIP code Louisville, KY 40202		
List account number(s) here (optional)		

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I Instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Social security number																	
<table border="1" style="width: 100%; height: 20px;"> <tr> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> </tr> </table>									<table border="1" style="width: 100%; height: 20px;"> <tr> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> <td style="width: 15%;"></td> </tr> </table>								

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Employer identification number

Part II Certification

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. citizen or other U.S. person (defined below).

Certification Instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 4.

Sign Here	Signature of U.S. person ▶ Edward W. Schadt	Date ▶ 10/16/15
-----------	--	------------------------

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax on any foreign partners' share of income from such business. Further, in certain cases where a Form W-9 has not been received, a partnership is required to presume that a partner is a foreign person, and pay the withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid withholding on your share of partnership income.

Audited Financial Statements

The Louisville Orchestra, Inc.

May 31, 2015

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Independent Auditors' Report

Board of Directors
The Louisville Orchestra, Inc.
Louisville, Kentucky

We have audited the accompanying financial statements of The Louisville Orchestra, Inc. (the "Orchestra") (a nonprofit organization), which comprise the statements of financial position as of May 31, 2015 and 2014, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Orchestra's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Orchestra's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis for Qualified Opinion

As more fully described in Note Q to the financial statements, the Orchestra's financial statements do not consolidate the accounts of The Louisville Orchestra Foundation ("LOF"). In our opinion, to conform with accounting principles generally accepted in the United States of America, consolidation is required when the Orchestra has a financial relationship with another nonprofit organization, whereby the Orchestra has both an economic interest and control over the related organization. Also, generally accepted accounting principles require a specified beneficiary of endowment contributions to recognize its beneficial interest in those contributions in its financial statements. The Orchestra asserts its independence from the LOF. The effects of this reporting by the Orchestra on its financial statements are not reasonably determinable.

Qualified Opinion

In our opinion, except for the effects of not including the accounts of The Louisville Orchestra Foundation and not recognizing its beneficial interest in endowment contributions as explained in the preceding paragraph, the financial statements referred to above present fairly, in all material respects, the financial position of The Louisville Orchestra, Inc. as of May 31, 2015 and 2014, and changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Louisville, Kentucky
October 14, 2015

Statements of Financial Position

The Louisville Orchestra, Inc.

	May 31	
	<u>2015</u>	<u>2014</u>
Assets		
Cash and cash equivalents	\$ 170,303	\$ 506,852
Accounts receivable	10,306	6,671
Contributions receivable, net	1,830,691	301,797
Prepaid expenses and other	61,010	118,893
Investments, at fair value	1,551,518	1,510,866
Equipment, net	21,489	11,474
Other assets	41,900	41,900
	<u>\$ 3,687,217</u>	<u>\$ 2,498,453</u>
Liabilities		
Accounts payable	\$ 97,346	\$ 47,775
Deferred subscriptions, ticket sales, and other	457,773	511,720
	<u>555,119</u>	<u>559,495</u>
Net Assets (Deficit)		
Unrestricted	(55,697)	(16,988)
Temporarily restricted	2,650,649	1,428,800
Permanently restricted	537,146	527,146
	<u>3,132,098</u>	<u>1,938,958</u>
Total Liabilities and Net Assets	<u>\$ 3,687,217</u>	<u>\$ 2,498,453</u>

See Notes to Financial Statements

Statements of Activities

The Louisville Orchestra, Inc.

Revenue and Support

	Year Ended May 31, 2015			Year Ended May 31, 2014		
	Unrestricted	Temporarily Restricted	Permanently Restricted	Unrestricted	Temporarily Restricted	Permanently Restricted
Ticket Sales and Related Revenue						
Concert revenue	\$ 1,288,500		\$ 1,288,500	\$ 1,180,845		\$ 1,180,845
Contract revenue	337,162		337,162	308,703		308,703
Series sponsorship	54,668	\$ 22,500	77,168	120,499	\$ 185,000	305,499
Concert sponsorship	311,004	261,065	572,069	209,663	64,056	273,719
Total Ticket Sales and Related Revenue	1,991,332	283,565	2,274,897	1,819,710	249,056	2,068,766
Contributions, Grants and Donations						
Greater Louisville						
Fund for the Arts	950,935		950,935	1,101,411		1,101,411
Government	155,022		155,022	197,921		197,921
Corporations and foundations	360,447	261,723	622,170	239,468		239,468
Louisville Orchestra Foundation, Inc.	351,818		351,818	366,723		366,723
Board members and other individuals	1,484,112	891,556	2,485,668	1,315,404	186,024	1,506,428
In-kind contributions	107,902		107,902	220,228		220,228
Total Contributions, Grants and Donations	3,410,238	1,253,279	4,673,515	3,441,145	186,024	3,632,169
Other Fundraising Activities						
Fanfare gala, net of expenses of \$22,439 in 2014				26,611	10,000	36,611
Charitable gaming (including raffle), net of expenses of \$131,189 and \$125,929 in 2015 and 2014, respectively	163,311		163,311	70,540		70,540
Other fundraising activities, net of expenses of \$4,589 and \$621 in 2015 and 2014, respectively	6,811		6,811	6,380		6,380
Interest income	52		52	52		52
Other income	13,372		13,372	15,858		15,858
Total Other Fundraising Activities	183,546		183,546	119,441	10,000	129,441
Total Revenue and Support	5,565,114	1,536,844	7,131,958	5,380,296	445,080	5,830,376
Net assets released from restrictions	416,085	(416,085)		306,996	(306,996)	
Total Revenue and Support and Net Assets Released From Restrictions	6,001,199	1,120,759	7,131,958	5,687,292	138,084	5,830,376

Continued

Statements of Activities—Continued
The Louisville Orchestra, Inc.

	Year Ended May 31, 2015			Year Ended May 31, 2014		
	Unrestricted	Temporarily Restricted	Permanently Restricted	Unrestricted	Temporarily Restricted	Permanently Restricted
Expenses			Total			Total
Program Services	5,157,950		5,157,950	4,920,371		4,920,371
Supporting Services						
Management and general	558,964		558,964	526,731		526,731
Fundraising	305,869		305,869	216,657		216,657
Total Supporting Services	864,833		864,833	743,388		743,388
Total Expenses	6,022,783		6,022,783	5,663,759		5,663,759
Change in Net Assets from Operating Activities	(21,564)	1,120,759	1,109,175	23,533	138,084	5,000
Non-Operating Activities						
Investment income net of investment fees of \$11,157 and \$10,721 in 2015 and 2014, respectively		84,746	84,746		42,705	42,705
Realized gains on sale of investments		97,533	97,533		127,053	127,053
Unrealized appreciation (depreciation) of investments		(81,189)	(81,189)		2,724	2,724
Other non-operating expenses	(17,125)		(17,125)			
Total Non-Operating Activities	(17,125)	101,090	83,965		172,482	172,482
Total Change in Net Assets	(38,709)	1,221,849	1,193,140	23,533	310,566	5,000
Net Assets (Deficit) Beginning of Year	(16,988)	1,428,800	1,938,958	(40,521)	1,118,234	\$ 522,146
Net Assets (Deficit) End of Year	\$ (55,697)	\$ 2,650,649	\$ 3,132,098	\$ (16,988)	\$ 1,428,800	\$ 527,146

See Notes to Financial Statements

Statements of Functional Expenses
The Louisville Orchestra, Inc.

	Year Ended May 31 2015			Year Ended May 31 2014		
	Program Services	Management and General	Fund Raising	Program Services	Management and General	Fund Raising
	Total	Total	Total	Total	Total	Total
Artistic salaries and fringe benefits	\$ 2,655,895	\$ 2,655,895	\$ 2,467,234	\$ 2,467,234		\$ 2,467,234
Artistic payroll taxes	151,494	151,494	148,936	148,936		148,936
Artistic unemployment insurance	81,320	81,320	80,078	80,078		80,078
Guest artists and conductor expenses	406,184	406,184	437,646	437,646		437,646
Marketing/public relations salaries and fringe benefits	95,076	95,076				
Ticket office fees	156,728	156,728	141,110	141,110		141,110
Ticket office salaries and fringe benefits	34,924	34,924				
Promotion and advertising	455,303	455,303	302,075	302,075		302,075
Audience benefit expense	29,676	29,676	9,678	9,678		9,678
Concert production salaries and fringe benefits	274,786	274,786	258,322	258,322		258,322
Stagehands and ushers	199,652	199,652	173,009	173,009		173,009
Truck rental	9,054	9,054	5,932	5,932		5,932
Concert expenses	57,340	57,340	53,095	53,095		53,095
Music	32,150	32,150	26,196	26,196		26,196
Music Licensing	18,980	18,980	9,935	9,935		9,935
Education administration salaries and fringe benefits	\$ 84,910	\$ 84,910			\$ 49,343	\$ 49,343
Education production and resources	55,164	55,164			56,371	56,371
Other development expenses			\$ 17,785			\$ 16,038
Travel	12,925	12,925			39,121	39,121
Rent	146,960	27,936	2,064	140,770	27,936	170,770
Depreciation	958	7,387		1,046	6,143	7,189
Other administrative expenses		40,523			33,787	33,787
Search expenses		17,292			39,634	39,634
Consultants and professional fees		9,061			8,233	8,233
Bad debt expense		1,851			3,490	3,490
Legal and accounting		13,831			15,744	15,744
Management and fundraising salaries and fringe benefits	53,080	135,334	267,867	21,131	71,034	180,468
Telephone		3,114			8,641	8,641
Postage, stationery and supplies	4,276	4,324	3,195	3,745	6,874	3,074
Printing		11,694	14,771		1,311	1,784
Computer and equipment maintenance	4,689	9,997	187	3,511	13,866	171
Insurance		17,876			20,979	20,979
Interest		4,660				
Membership fees		7,796			6,337	6,337
Contract services and temporary help	230,322	44,490		465,493	69,088	547,639
In-kind expenses	59,103	48,789		171,428	48,789	220,228
Total Functional Expenses	\$ 5,157,950	\$ 558,964	\$ 305,889	\$ 4,920,371	\$ 526,731	\$ 2,216,657
						\$ 5,663,759

See Notes to Financial Statements

Statements of Cash Flows

The Louisville Orchestra, Inc.

	Year Ended May 31	
	2015	2014
Operating Activities		
Change in net assets	\$ 1,193,140	\$ 339,099
Adjustments		
Depreciation and amortization	8,345	7,189
Net unrealized and realized (appreciation) depreciation on investments	81,189	(2,724)
Realized gains on sale of investments	(97,533)	(127,053)
Discount of multi-year pledges to present value	26,287	5,568
Allowance for uncollectible contributions	22,091	3,115
Changes in certain assets and liabilities		
Accounts receivable	(3,635)	88,051
Contributions receivable	(1,577,272)	(286,173)
Prepaid expenses and other	57,883	(13,673)
Accounts payable and accrued expenses	49,571	(55,337)
Deferred subscriptions, ticket sales, and other	(53,947)	24,877
Net Cash Used In Operating Activities	(293,881)	(17,061)
Investing Activities		
Purchases of equipment	(18,330)	(4,746)
Proceeds from sales of investments	430,629	560,341
Purchases of investments	(454,967)	(541,559)
Net Cash Provided By (Used In) Investing Activities	(42,668)	14,036
Financing Activities		
Payments on note payable on camera equipment		(10,123)
Decrease in Cash and Cash Equivalents	(336,549)	(13,148)
Cash and Cash Equivalents		
Beginning of Year	506,852	520,000
Cash and Cash Equivalents		
End of Year	\$ 170,303	\$ 506,852

See Notes to Financial Statements

Notes to Financial Statements

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note A--Nature of Activities and Summary of Significant Accounting Policies

Organization and Nature of Activities—The Louisville Orchestra, Inc. (the "Orchestra") is a non-profit organization devoted to enhancing the cultural spirit of Louisville through a variety of musical productions and services. The Orchestra's primary sources of revenue are ticket sales, sponsorships, contributions, and grants from Greater Louisville Fund for the Arts, individuals, corporations, and foundations.

Basis of Accounting—The accompanying financial statements have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables and other liabilities.

Financial Statement Presentation—The Orchestra reports information regarding its financial position and activities according to three classes of net assets; unrestricted net assets, temporarily restricted net assets and permanently restricted net assets.

Contributions—Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support, depending on the existence and/or nature of any donor restrictions. All donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Contributions received with donor-imposed restrictions that are met in the same year in which the contributions are received are classified as unrestricted contributions.

Income Taxes—The Orchestra is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code. No provision for income taxes has been made in the accompanying financial statements. The statute of limitations for the examination of the Orchestra's tax returns is generally three years from the due date of the return including extension. The following years ended were open under the statute at May 31, 2015:

Fiscal year ended May 31, 2014
Fiscal year ended May 31, 2013
Fiscal year ended May 31, 2012

Cash and Cash Equivalents—For the purposes of the statements of financial position and cash flows, the Orchestra defines cash equivalents as certificates of deposit and money market investments with a maturity of 90 days or less unless held as part of the investment portfolio.

The Orchestra is required to have a separate bank account for all transactions associated with their charitable gaming activities.

Accounts Receivable—The Orchestra provides for losses on receivables using the allowance method. Accounts are written-off when management determines they are uncollectible. The Orchestra considers accounts receivable to be fully collectible; accordingly no allowance for doubtful accounts is required as of May 31, 2015 and 2014.

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note A—Nature of Activities and Summary of Significant Accounting Policies—Continued

Contributions Receivable—Contributions receivable are unconditional promises to give that are recognized as contributions when the promise is received. Contributions receivable that are expected to be collected in less than one year are reported at net realizable value. Contributions receivable that are expected to be collected in more than one year are recorded at fair value at the date of promise. That fair value is computed using a present value technique applied to anticipated cash flows. Amortization of the resulting discount is recognized as additional contribution revenue. The allowance for uncollectible contributions receivable is determined based on management's evaluation of the collectability of individual promises. Promises that remain uncollected more than one year after their due dates are written off unless the donors indicate that payment is merely postponed.

Investments—Investments are reported at their fair values in the statements of financial position. Unrealized gains and losses are included in the change in net assets. Investment income or loss (including gains and losses on investments, interest, and dividends) is included in the statements of activities as increases or decreases in unrestricted net assets unless the income or loss is restricted by donor or law.

Equipment—Equipment is stated at cost, if purchased or at estimated fair value at date of gift, if donated. It is the Orchestra's policy to capitalize expenditures for office equipment, computers, and other property and equipment in excess of \$1,000; additionally music library purchases in excess of \$500 are capitalized. Lesser amounts are expensed. Depreciation and amortization of equipment is provided over the estimated useful lives of the respective assets using the straight-line method.

Donated Services—The Orchestra receives significant amounts of donated services related to its orchestra productions. Approximately 3,000 hours of donated services were received in 2015 and 2014, but were not recognized in the financial statements because they did not meet the criteria for recognition.

Donated materials are recorded at fair value and recognized as revenue in the accounting period when they are received.

Deferred Subscriptions, Ticket Sales, and Other—Subscriptions, ticket sales and other receipts received prior to the fiscal year to which they apply are not recognized as revenues until the year earned.

Advertising—The Orchestra expenses advertising costs as they are incurred. Advertising expense was \$455,303 and \$302,075 for the years ended May 31, 2015 and 2014, respectively.

Concentration of Credit Risk—The Orchestra may, from time to time, be subject to credit risk to its cash and cash equivalent investments, which are placed with high credit-quality financial institutions. Checking accounts and money market accounts are insured by the Federal Deposit Insurance Corporation ("FDIC") up to a combined total of \$250,000. At May 31, 2015, none of the cash accounts exceeded the amount secured by the FDIC. At May 31, 2014, cash accounts exceeded the amount secured by the FDIC by \$138,804.

Continued

Notes to Financial Statements--Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note A--Nature of Activities and Summary of Significant Accounting Policies--Continued

Functional Allocation of Expenses--The allocation of expenditures between program and supportive services has been based on direct benefit costs or, if direct benefit costs are not determinable, in proportion to the function's salary costs.

Use of Estimates--The preparation of financial statements in conformity with generally accepted accounting principles includes the use of estimates that affect the financial statements. Accordingly, actual results could differ from those estimates.

Subsequent Events--In preparing these financial statements, the Orchestra has evaluated events and transactions for potential recognition or disclosure through October 14, 2015, the date the financial statements were available to be issued.

Note B--Contributions Receivable

Contributions receivable consist of the following:

<u>May 31, 2015</u>	
<u>Expected Year of Collection</u>	<u>Operating Pledges Receivable</u>
2016	\$1,100,105
2017	567,583
2018	188,834
2019	25,000
	<u>1,881,522</u>
Less	
Discount of multi-year pledges to present value	(31,855)
Allowance for uncollectible contributions	<u>(18,976)</u>
Pledges Receivable, Net of Discount	<u><u>\$1,830,691</u></u>

Continued

Notes to Financial Statements--Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note B--Contributions Receivable--Continued

May 31, 2014

<u>Expected Year of Collection</u>	<u>Operating Pledges Receivable</u>
2015	\$ 205,480
2016	55,000
2017	25,000
2018	25,000
	<u>310,480</u>
Less	
Discount of multi-year pledges to present value	(5,568)
Allowance for uncollectible contributions	<u>(3,115)</u>
Pledges Receivable, Net of Discount	<u>\$ 301,797</u>

Pledges receivable due in more than one year are reflected at the present value of estimated future cash flows using a discount rate of 3.25%. The Orchestra provides for uncollectible contributions using the allowance method. The allowance is based on experience and other factors.

The Orchestra does not recognize conditional pledges as revenue until the condition is met. As of May 31, 2015 and 2014, there are no conditional pledges.

Note C--Investments and Endowment Fund

The Orchestra invests in equity mutual funds, certificates of deposits and cash. Fair values for all investments are based on quoted market prices within active markets (Level 1 measurements). There were no changes in valuation techniques in the years ended May 31, 2015 and 2014.

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note C—Investments and Endowment Fund—Continued

A summary of investments follows:

		May 31, 2015		
		Fair Value	Cost	Unrealized Gains
Matching Endowment Fund				
	Cash equivalents	\$ 12,992	\$ 12,992	
	Mutual funds	1,512,388	1,350,273	\$ 162,115
	Total Matching Endowment Fund	1,525,380	1,363,265	162,115
Idelar Loan Fund				
	Certificate of deposit	11,138	11,138	
Philanthropic Fund				
	Cash equivalents	15,000	15,000	
		<u>\$ 1,551,518</u>	<u>\$ 1,389,403</u>	<u>\$ 162,115</u>
		May 31, 2014		
		Fair Value	Cost	Unrealized Gains
Matching Endowment Fund				
	Cash equivalents	\$ 5,615	\$ 5,615	
	Mutual funds	1,479,140	1,235,836	\$ 243,304
	Total Matching Endowment Fund	1,484,755	1,241,451	243,304
Idelar Loan Fund				
	Certificate of deposit	11,111	11,111	
Philanthropic Fund				
	Cash equivalents	15,000	15,000	
		<u>\$ 1,510,866</u>	<u>\$ 1,267,562</u>	<u>\$ 243,304</u>

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note C—Investments and Endowment Fund—Continued

Donor-Designated Endowments--Generally accepted accounting principles require the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment fund absent explicit donor stipulations to the contrary. The Orchestra 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.

Investment and Spending Policy--The Matching Endowment Board has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to the Orchestra while seeking to maintain the purchasing power of these endowment assets over the long term. The spending and investment policies work together to achieve this objective. The investment policy establishes an achievable return objective through diversification of asset classes. The current long term objective is to return 6%, net of investment fees. Actual returns in any given year may vary from this amount.

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

Endowment net asset composition by type of fund as of May 31, 2015 and 2014 is as follows:

May 31, 2015

	<u>Matching Endowment Fund</u>	<u>Idelar Loan Fund</u>	<u>Philanthropic Fund</u>	<u>Total</u>
Net Assets, By Pool	\$ 1,525,380	\$ 11,138	\$ 15,000	\$ 1,551,518
Donor-Restricted Endowment Funds				
Temporarily restricted net assets	\$ 1,010,380	\$ 3,992		\$ 1,014,372
Permanently restricted net assets	515,000	7,146	\$ 15,000	537,146
Total Net Assets	\$ 1,525,380	\$ 11,138	\$ 15,000	\$ 1,551,518

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note C—Investments and Endowment Fund—Continued

May 31, 2014

	Matching Endowment Fund	Idelar Loan Fund	Philanthropic Fund	Total
Net Assets, By Pool	\$ 1,484,755	\$ 11,111	\$ 15,000	\$ 1,510,866
Donor-Restricted Endowment Funds				
Unrestricted net assets				
Temporarily restricted net assets	\$ 979,755	\$ 3,965		\$ 983,720
Permanently restricted net assets	505,000	7,146	\$ 15,000	527,146
Total Net Assets	\$ 1,484,755	\$ 11,111	\$ 15,000	\$ 1,510,866

Changes in endowment net assets as of May 31, 2015 and 2014 are as follows:

May 31, 2015

	Matching Endowment Fund	Idelar Loan Fund	Philanthropic Fund	Total
Endowment Net Assets, Beginning of Year	\$ 1,484,755	\$ 11,111	\$ 15,000	\$ 1,510,866
Interest and dividends	95,875	27		95,902
Contributions	10,000			10,000
Realized gains on sale of investments	97,533			97,533
Unrealized depreciation of investments	(81,189)			(81,189)
Appropriation for expenditure	(70,437)			(70,437)
Investment fees	(11,157)			(11,157)
Endowment Net Assets, End of Year	\$ 1,525,380	\$ 11,138	\$ 15,000	\$ 1,551,518

Continued

Notes to Financial Statements--Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note C--Investments and Endowment Fund--Continued

May 31, 2014

	Matching Endowment Fund	Idelar Loan Fund	Philanthropic Fund	Total
Endowment Net Assets, Beginning of Year	\$ 1,373,817	\$ 11,055	\$ 15,000	\$ 1,399,872
Interest and dividends	53,371	56		53,427
Contributions	5,000			5,000
Realized gains on sale of investments	127,053			127,053
Unrealized appreciation of investments	2,724			2,724
Appropriation for expenditure	(66,488)			(66,488)
Investment fees	(10,722)			(10,722)
Endowment Net Assets, End of Year	<u>\$ 1,484,755</u>	<u>\$ 11,111</u>	<u>\$ 15,000</u>	<u>\$ 1,510,866</u>

Note D--Equipment

Equipment consists of the following:

	May 31	
	2015	2014
Orchestra equipment	\$ 319,738	\$ 313,038
Computers and related equipment	58,870	47,210
Furniture and other	94,726	94,726
	473,334	454,974
Less accumulated depreciation and amortization	(451,845)	(443,500)
	<u>\$ 21,489</u>	<u>\$ 11,474</u>

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note E—Other Assets

Other assets consist of the following:

	May 31	
	2015	2014
Special Music Equipment	\$ 41,900	\$ 41,900

Note F—Unrestricted Net Assets

Unrestricted net assets consist of the following:

	May 31, 2014	Change in Net Assets	May 31, 2015
Accumulated operating deficit	\$ (16,988)	\$ (21,584)	\$ (38,572)
Non-operating allowance for uncollectible pledges	-	(17,125)	(17,125)
	<u>\$ (16,988)</u>	<u>\$ (38,709)</u>	<u>\$ (55,697)</u>

	May 31, 2013	Change in Net Assets	May 31, 2014
Accumulated operating deficit	\$ (42,271)	\$ 25,283	\$ (16,988)
Capital Campaign operating receivable	1,750	(1,750)	
	<u>\$ (40,521)</u>	<u>\$ 23,533</u>	<u>\$ (16,988)</u>

Accumulated Operating Deficit—The accumulated operating deficit represents the cumulative excess of operating expenses over unrestricted operating support and revenues since the Orchestra's inception.

Capital Campaign—The Orchestra commenced the capital campaign for the following purposes: (i) to provide funding for current operations of the Orchestra, and (ii) to secure pledges that will serve as permanent endowment funds to support orchestral music in Louisville. Capital Campaign contributions included in unrestricted net assets represent funds received to support the current operations of the Orchestra.

Notes to Financial Statements--Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note G--Temporarily Restricted Net Assets

Temporarily restricted net assets consist of the following:

	May 31, 2014	Donations and Other Increases	Released from Restrictions	May 31, 2015
Donations restricted for future years	\$ 186,024	\$ 1,252,335	\$ (85,648)	\$ 1,352,711
Sponsorships restricted for future events	249,056	284,509	(250,000)	283,565
Fanfara Gala	10,000		(10,000)	
Matching Endowment Fund unappropriated income restricted for future years	979,755	101,063	(70,437)	1,010,381
Unappropriated endowment income - Idelar Loan Fund	3,965	27		3,992
	<u>\$ 1,428,800</u>	<u>\$ 1,637,934</u>	<u>\$ (416,085)</u>	<u>\$ 2,650,649</u>

	May 31, 2013	Donations	Released from Restrictions	May 31, 2014
Donations restricted for future years	\$ 60,508	\$ 186,024	\$ (60,508)	\$ 186,024
Sponsorships restricted for future events	170,000	249,056	(170,000)	249,056
Fanfara Gala	10,000	10,000	(10,000)	10,000
Matching Endowment Fund unappropriated income restricted for future years	873,817	172,426	(66,488)	979,755
Unappropriated endowment income - Idelar Loan Fund	3,909	56		3,965
	<u>\$ 1,118,234</u>	<u>\$ 617,562</u>	<u>\$ (306,996)</u>	<u>\$ 1,428,800</u>

Donations Restricted for Future Years—Donations restricted for future years consist of contributions received from donors which are restricted for use in future years.

Sponsorships Restricted for Future Events—Sponsorships restricted for future events consist of contributions received from corporations and individuals restricted for the support of an event or other identifiable activity occurring in a future year.

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note G—Temporarily Restricted Net Assets—Continued

Matching Endowment Fund Income Restricted for Future Years—Matching Endowment Fund income restricted for future years represents the unexpended endowment income, including both realized and unrealized gains or losses, that are temporarily restricted by an independent trust established to manage the endowment. The Matching Endowment Fund unexpended endowment income is considered temporarily restricted as the donors required their endowment gifts to be deposited into an independent trust which imposes certain annual funding restrictions. Given the trust's restrictions, the unexpended endowment income is not readily available for distribution to the Orchestra.

Note H—Permanently Restricted Net Assets

Permanently restricted net assets consist of the following:

	<u>May 31, 2014</u>	<u>Fiscal 2015 Contributions</u>	<u>May 31, 2015</u>
Matching Endowment Fund	\$ 505,000	\$ 10,000	\$ 515,000
Idelar Loan Fund	7,146		7,146
Philanthropic Fund	15,000		15,000
	<u>\$ 527,146</u>	<u>\$ 10,000</u>	<u>\$ 537,146</u>
	<u>May 31, 2013</u>	<u>Fiscal 2014 Contributions</u>	<u>May 31, 2014</u>
Matching Endowment Fund	\$ 500,000	\$ 5,000	\$ 505,000
Idelar Loan Fund	7,146		7,146
Philanthropic Fund	15,000		15,000
	<u>\$ 522,146</u>	<u>\$ 5,000</u>	<u>\$ 527,146</u>

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note H—Permanently Restricted Net Assets—Continued

The Orchestra has received permanently restricted contributions whereby only the investment income, as defined by the donor, may be spent for various activities. The original contribution amounts are to be held in perpetuity. A description of the permanently restricted contributions consists of the following:

Matching Endowment Fund—Contributions received because of a condition of a matching grant. The income from this fund is available for the general support of the Orchestra and is temporarily restricted as the contributions, and related unexpended income, including unrealized gains or losses, are held by an independent trust which controls the disbursement of income.

Idelar Loan Fund—Contributions received to assist members of the Orchestra in the event of illness. Funds are to be loaned at no interest to members of the Orchestra and are to be repaid by members as the members are able to pay. The income from this fund, including unrealized gains and losses, is available for the general support of the Orchestra and is included in unrestricted net assets.

Philanthropic Fund—The income from this fund, including unrealized gains and losses, is available for the general support of the Orchestra and is included in unrestricted net assets.

Note I—Fund for the Arts

The Orchestra receives contributions and grants from the Fund for the Arts which consist of the following:

	<u>Year Ended May 31</u>	
	<u>2015</u>	<u>2014</u>
Annual allocation	\$ 950,000	\$ 1,100,007
Fund for the Arts New Employee Campaign	935	1,404
	<u>950,935</u>	<u>1,101,411</u>
Rent in-kind	31,290	31,290
Partnership gifts	<u>165,859</u>	<u>110,298</u>
Total Contributions and Grants from the Fund for the Arts	<u>\$ 1,148,084</u>	<u>\$ 1,242,999</u>

The contributions and grants are included in the statements of activities as contributions, grants and donations, and in-kind contributions.

Partnership gifts are individual and corporate gifts funneled through the Fund for the Arts and designated to the Orchestra.

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note J—Line of Credit

The Orchestra has a line of credit arrangement with Fifth Third Bank allowing up to \$350,000 of borrowings. The line bears interest at the one-month LIBOR plus 2.25%. Outstanding borrowings are collateralized by marketable collateral owned by a donor of the Orchestra who wishes to remain anonymous.

Interest paid for the year ended May 31, 2015 was \$4,660.

Note K—Lease Commitments

The Orchestra leases its main theater and other locations that are used for concert performances. These operating leases are generally on a year-to-year basis with a fee for each performance.

The Orchestra leases its office space under an operating lease from ArtSpace, a facility owned by the Fund for the Arts Properties Foundation, Inc. ("FFAP"). Annual rent under the operating lease is \$61,290, of which \$30,000 is payable in equal monthly installments and the other \$31,290 is donated by FFAP to the Orchestra. The ArtSpace facility is also shared with other arts organizations. The Orchestra also leases office equipment under noncancellable operating leases.

The future minimum lease payments specified in the above leases are as follows:

<u>Year Ending May 31</u>	<u>Gross</u>	<u>Expected In-Kind Contribution</u>	<u>Net Payment</u>
	2016	\$ 70,639	\$ 31,290
2017	70,639	31,290	39,349
2018	70,057	31,290	38,767
2019	64,801	31,290	33,511
2020	61,290	31,290	30,000
	<u>\$ 337,426</u>	<u>\$ 156,450</u>	<u>\$ 180,976</u>

Note L—Retirement Plan

The Orchestra has a defined contribution retirement plan under which all Orchestra musicians and office personnel are eligible to participate. The Orchestra may make discretionary contributions to the plan. Only employees designated as administrative staff are eligible to receive discretionary contributions. There were no contributions to the plan for the years ended May 31, 2015 and 2014. Contributions are subject to certain IRS limitations.

Notes to Financial Statements--Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note M--In-Kind Expenses

For the years ended May 31, 2015 and 2014, the Orchestra received in-kind contributions of \$107,902 and \$220,228, respectively. In-kind contributions related to the following functional expenses:

	Year Ended May 31, 2015			Total
	Program Services	Management and General	Fund Raising	
Rent		\$ 31,290		\$ 31,290
Production	\$ 19,208			19,208
Lodging	35,591			35,591
Audience benefit	8,100			8,100
Accounting and legal		13,713		13,713
	<u>\$ 62,899</u>	<u>\$ 45,003</u>	<u>\$ -</u>	<u>\$ 107,902</u>

	Year Ended May 31, 2014			Total
	Program Services	Management and General	Fund Raising	
Rent		\$ 31,290		\$ 31,290
Production	\$ 103,721			103,721
Lodging	31,562			31,562
Audience benefit	6,146			6,146
Marketing	30,000			30,000
Accounting and legal		17,509		17,509
	<u>\$ 171,429</u>	<u>\$ 48,799</u>	<u>\$ -</u>	<u>\$ 220,228</u>

The audience benefit in-kind expenses include custodial services, tables and tablecloths, and preview lectures mostly for Classics and Coffee concerts held at the Kentucky Center for the Arts and the Brown Theatre.

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note N—Concentrations

Approximately 66% of the Orchestra's total revenue and support for the year ended May 31, 2015 was derived from contributions, grants, and donations from the local and regional community.

The Orchestra currently has a three year collective bargaining agreement with the Louisville Orchestra Musicians Association (the "Musicians") and the American Federation of Musicians, Local No.11-637, A.F.M. ("AFM"). The agreement provides for hours of work, rates of pay, retirement benefits, and other employee matters. The agreement expires on May 31, 2016.

The Orchestra's ability to produce ongoing musical productions and services is currently dependent upon the Orchestra's ability to obtain ongoing unrestricted contributions and grants.

Note O—Major General Dillman A. Rash Fund

The Orchestra is the beneficiary of the Major General Dillman A. Rash Fund held in trust at The Community Foundation of Louisville. The trust agreement, by reference to The Community Foundation of Louisville's articles of incorporation and by-laws, provided explicit variance power to The Community Foundation of Louisville. Accordingly, the Orchestra has not recognized in its financial statements its potential for future distributions from the assets held by The Community Foundation of Louisville.

Income received from these funds for the years ended May 31, 2015 and 2014 was \$6,222 and \$5,911, respectively, and was included in the statement of activities as contributions.

The Major General Dillman A. Rash Fund assets and investment activities are as follows:

	Year Ended May 31	
	2015	2014
Balance Beginning of Year	\$ 144,892	\$ 135,218
Investment income, net of expenses	2,522	2,275
Realized income on sale of investments	2,441	3,893
Unrealized appreciation on investments	4,582	9,417
Total Income, Loss and Depreciation	9,545	15,585
Distribution to The Louisville Orchestra, Inc.	(6,222)	(5,911)
Balance End of Year	<u>\$ 148,215</u>	<u>\$ 144,892</u>

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note P—Cultural Partners Supporting Organization, Inc.

On October 1, 2011, Cultural Partners Supporting Organization, Inc. (the "CPSO") was established for the purpose of providing management and supporting services to the Orchestra, StageOne Family Theatre, and the Kentucky Opera Association, Inc. CPSO Bylaws state that each of the three organizations is to appoint two members to the board of directors and each organization receives one-third of the voting power. Beginning January 1, 2012, the management employees providing shared services were transferred to CPSO. The Orchestra reimburses CPSO for the cost of management services based on time spent and services provided. During fiscal 2015 and 2014, total payments of \$216,851 and \$351,773, respectively, were recorded as personnel expenses, administrative expenses, and legal expenses. As of May 31, 2015 and 2014, the Orchestra had outstanding payables to CPSO of \$1,971 and \$572, respectively.

Note Q—The Louisville Orchestra Foundation, Inc.

The Louisville Orchestra Foundation, Inc. (the "Foundation") is a separate corporation established in March 2004 for the specific purpose of supporting orchestral music in Louisville. The creation of the Foundation was a result of litigation with The Community Foundation of Louisville ("CFL") regarding the management and ownership of The New Endowment Fund assets held at the CFL. In October 2003, the Orchestra and the CFL entered into a memorandum of understanding whereby The New Endowment Fund assets were transferred to the Foundation. Foundation directors are nominated exclusively by the CFL. The Orchestra elects the directors from those nominated by the CFL. The Orchestra does not consolidate the accounts of the Foundation. Below is condensed financial information of the Foundation as of and for the twelve months ended June 30, 2015 (draft) and 2014:

	June 30	
	2015	2014
Assets		
Investments	\$ 9,211,514	\$ 9,306,902
Pledges receivable	15,000	23,565
Accrued investment income	25,524	21,530
	<u>\$ 9,252,038</u>	<u>\$ 9,351,997</u>
Total Assets		
Liabilities and Net Assets		
Net Assets		
Unrestricted - board designated	\$ 865,400	\$ 965,359
Permanently restricted	8,386,638	8,386,638
	<u>\$ 9,252,038</u>	<u>\$ 9,351,997</u>
Total Liabilities and Net Assets		

Continued

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note Q—The Louisville Orchestra Foundation, Inc.—Continued

	Year Ended June 30, 2015			Year Ended June 30, 2014		
	Unrestricted	Permanently Restricted	Total	Unrestricted	Permanently Restricted	Total
Revenues and Support						
Contributions	\$ 1,681		\$ 1,681	\$ 25,015		\$ 25,015
Loss on write-off of donor pledges					\$ (9,843)	(9,843)
Investment income net of investment fees of \$47,719 and \$43,348	167,881		167,881	148,539		148,539
Realized gains	161,372		161,372	435,722		435,722
Unrealized gains	(70,523)		(70,523)	878,375		878,375
Total Revenues and Support	260,411		260,411	1,487,651	(9,843)	1,477,808
Expenses						
General and administrative	8,552		8,552	8,493		8,493
Grants to the Louisville Orchestra, Inc.	351,818		351,818	366,723		366,723
Total Expenses	360,370		360,370	375,216		375,216
Total Change in Net Assets	(99,959)		(99,959)	1,112,435	(9,843)	1,102,592
Net Assets (Deficit) Beginning of Year	965,359	8,386,638	9,351,997	(147,076)	8,396,481	8,249,405
Net Assets End of Year	\$ 865,400	\$ 8,386,638	\$ 9,252,038	\$ 965,359	\$ 8,386,638	\$ 9,351,997

The Foundation is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code. Under normal circumstances, the Orchestra is the beneficiary of the income stream of these funds, subject to funding restrictions and conditions imposed by the Board of the Foundation, which is a separate legal entity. Although unexpended endowment income is not restricted by donor stipulations, in our opinion, the Orchestra's prerogative to gain access to any unexpended endowment income is limited by annual funding restrictions imposed by the Foundation as described below.

If applicable, annual distributions are calculated as of January 1 of each year by averaging the fair value of the assets of the most recent 12 quarters and multiplying that average by 5%.

Notes to Financial Statements—Continued

The Louisville Orchestra, Inc.

May 31, 2015 and 2014

Note R—American Federation of Musicians and Employers' Pension Fund

As part of the Musicians Agreement, the Orchestra contributes to the American Federation of Musicians and Employers' Pension Fund (the "Plan"), a multiple-employer defined benefit pension. The risks of participating in a multi-employer plan are different from single-employer plans in the following aspects:

- a. Assets contributed to the multi-employer plan by one employer may be used to provide benefits to employees of other participating employers.
- b. If a participating employer stops contributing to the Plan, the unfunded obligations of the Plan may be borne by the remaining participating employers.
- c. If the Orchestra chooses to stop participating in this multi-employer plan, it may be required to pay this Plan an amount based on the underfunded status of the Plan, referred to as a withdrawal liability.

The Orchestra's participation in this Plan is outlined in the table below. The "EIN/Pension Plan Number" column provides the Employer Identification Number ("EIN") and the three-digit plan number. The most recent Pension Protection Act ("PPA") zone status available in 2014 is for the Plan's year-end at March 31, 2014. The zone status is based on information from the Plan and is certified by the Plan's actuary. Among other factors, plans in the red zone are generally less than 65% funded, plans in the yellow zone are less than 80% funded, and plans in the green zone are at least 80% funded. The "FIP/RP Status" Column indicates whether the Plan has implemented a financial improvement or a rehabilitation plan.

Pension Fund	EIN/Pension Plan Number	Pension Protection Act Zone Status	FIP/RP Status	Orchestra Contribution	Surcharge Imposed	Expiration Date of Musicians Agreement
American Federation of Musicians and Employers' Pension Plan	51-6120204 001	Red	Implemented	\$ 90,668	0.00495 On Weeks During Season	May 31 2016

The Orchestra is required to contribute 5.5% of the total minimum weekly compensation pertaining to each year, on a monthly basis, to the Plan on behalf of each contracted musician as determined by the collective bargaining agreement.

Artistic Expenses	Budget
Orchestra musicians allocation	50,000
Additional true cost of Orchestra with FICA	29,500
Orchestra conductor	2,000
Part-time musicians with FICA	7,125
Guest artists	5,000
Music licensing	1,500
	95,125

Concert Production Expenses	Budget
Stage and roof, Sound, Lighting, Labor	61,217
Video Screen	18,000
Rehearsal Venue	300
Rehearsal Labor	250
Truck rental	451
Chairs	278
Stage Banners	1,511
Miscellaneous	2,500
Backstage RV	500
Marketing Facebook	275
News Coverage Report	160
Videographer	500
Tshirts	516
Oates Flag Rental	125
	86,583

Fireworks Expenses	Budget
Fireworks	29,000
Barge & Tow	3,000
	32,000

Event Production Expenses	Budget
Portable restrooms	3,250
Security	4,000
Hospitality Tent	5,250
Fencing	1,700
Clean up	3,000
Bicycle Rack Parking	500
Generator	1,500
Golf Carts	600
Childrens Activities	1,000
Rent and Rave tents, tables, chairs, childrens area	3,500
Radio rental	200
	24,500