President’s Message

The Henderson Community Foundation was formed with the mission, “to provide resources and support to improve the health, education, and quality of life in the Henderson community.” This mission is the core of our organization and continues to drive our every action. Having this focused mission gives our board the guidance as we grow in greater support of our community. In 2011, those who lived learned, worked, and played in the City of Henderson continued to show their support for this great “community”. I am amazed and thankful for so many supporters in Henderson and Southern Nevada as they show their passion and commitment by contributing to our unique community.

This has been another tough year financially for a variety of individuals and organizations and thus we continue to follow our sustainability plan to ensure that the Henderson Community Foundation will be here serving the community for many years to come. Just like everyone else in our community, we continue to find ways to streamline our operations to make the most efficient use of community resources.

Thanks to many generous contributors, the Henderson Community Foundation continues to have a lot to celebrate! In 2011, the Henderson Community Foundation:

- Established and/or enhanced the following community partnerships: APPLE Partnership; At-Risk Education Program; At-Risk Literacy Fund; Carol and Joel Bower Basic High School Health Care Center; Friends of Henderson CSI; Friends of Henderson Parks & Recreation; Friends of HPD SWAT; Henderson Animal Control; Henderson Coordinated Community Response Fund; Henderson Hospice and Adult Daycare; Henderson Military Families Assistance; Henderson Police Honor Guard; High School Leadership Fund, Levi Strauss Community Fund; the Lindsay Bennett Memorial; NAIOP Casey Jones Fund; Nevada State College Annual Fund; Partners with HPD Community Relations; Partners with HPD K-9; and the O’Callaghan/Walker Scholarship funds;
- Created a new Henderson Community Foundation website;
- Continued to hold monthly Board of Trustee meetings;
- Expanded our Donor Advised funds to provide additional donor support in our community;
- Continued membership in the National Council on Foundations and look to our future for obtaining “standards” accreditation; and,
- Thankfully received generous private and corporate donations to support a variety of causes.

When the Henderson Community Foundation was created in 2002, its founders dreamed of building a legacy of philanthropy for Henderson. Thanks to many, that vision continues to grow even beyond our loftiest of dreams. I’d like to extend my heartfelt and continued appreciation to our 2011
President’s Message

Board of Trustee Members: David Grant, Shauna Hughes, Bob Kasner, Rich Manley, Debra March, Colleen O’Callaghan-Miele, Andrea Primo, Lisa Sich, Phil Speight, and Amber Stidham. It continues to be an honor to serve on this board since its inception and a greater honor to serve as your President and Chairman.

We continue to embrace our Vision Statement, “The Henderson Community Foundation will lead Henderson’s evolution into becoming the most compassionate community in America”. We believe we have a very unique opportunity to teach philanthropy within our community both to our current generation and to our children. In these challenging times, we feel this is our obligation and welcome you to contribute in your own way.

The Henderson Community Foundation was created to help ensure that the legacy of philanthropy will continue to help shape and benefit the Henderson and Southern Nevada community forever. For those of you who love this great community, whether you were born here or found success and happiness here, we thank you for your generosity and invite you to participate. Let’s all work together to support those in need within our great community.

On behalf of our Board of Trustees and all those who contribute to our unique organization, I thank you for your past and continued support.

Sincerely,

James Green
President and Chairman, Board of Trustees

www.HendersonCF.org
2756 N. Green Valley Parkway, Suite 268
Henderson, Nevada  89014
(702) 952-2640

HCF is a 501(c)(3) organization and a member of the Council on Foundations

Federal Tax ID #:  45-0489163
Nevada Corporation #:  19791-2002
What is a Community Foundation?

The concept of a community foundation is as simple as it is brilliant. A community foundation empowers and strengthens the resources already within the community, providing an easy and effective vehicle for people to achieve their charitable dream. Community foundations maximize a donor’s gift through cutting-edge planned giving and sound, pooled investing, all while keeping a finger on the pulse of the community. They solve problems with high impact and thoughtful philanthropy, opening the door for people to come together to address pressing issues, share creative ideas and develop innovative programs.

In short, community foundations build the community they serve by connecting people and resources to build a vision for a better tomorrow.

What is Henderson Community Foundation?

Because community foundations reflect the changing nature of their communities, they are often as different from one another as the communities in which they exist. The mission or focus of a community foundation will change depending upon its philosophy, stage of growth, and size of the organization.

HCF prides itself on the value it places on every member of the community - regardless of socio-economic status, background or position. Whether you are a Henderson resident who wants to help someone in need, a person of means who wants to leave a lasting legacy, or represent a nonprofit in need of financial support, HCF values you and the contribution you are making in our community.

The Henderson Community Foundation is guided by the following vision, mission and core values:

- **Vision**
  To lead Henderson’s evolution into becoming the most compassionate community in America.

- **Mission**
  To provide resources and support to improve the health, education and quality of life in the community.

- **Core Values**
  We value integrity, compassion, accountability, knowledge, and commitment.
Henderson Community Foundation provides donors of both modes and substantial means with a number of avenues to plant the seeds of philanthropy within our community. Whether you choose to support HCF by contributing to our Community Opportunities Fund, name your own fund or provide a lasting legacy through an endowment, we provide a multitude of valuable services that best address your needs.

**Simplicity**
One contribution can address a number of different needs, benefiting many charitable organizations. Once your fund is established, there is no separate tax return to file and no minimum distribution requirement. All grant paperwork, record keeping, accounting and government reporting are handled for you by HCF. It’s just that easy.

**Personalized Service**
Our board is available to answer your questions, identify community needs, connect you with nonprofits that meet your interests, and provide an ongoing source of support in helping you maximize your charitable objectives.

**Tax Benefits**
Contributions qualify for maximum deductions for income, gift and estate tax deduction and buy yourself time to decide what charitable causes you want to support in the months and years ahead.

**Local Awareness**
We’re local and governed by local community leaders. We’re not an 800 number; we’re your neighbors. Our trustees are notably knowledgeable about our community needs and resources.

**Public Accountability**
Annual audits, public disclosure of all grants and careful selection of board trustees assure continued use of funds in the public interest.

**Permanence**
Although conditions may change in our community, your gift of endowment will continue to benefit local residents now and in the future.

**Recognition**
Depending on your preference, HCF can recognize your generosity in our marketing efforts and correspondence with nonprofit grant recipients, or we can protect your desire for privacy by providing you complete anonymity.
You don’t have to be billionaire to give like one!

According to the December 2010 issue of *Money Magazine* there are seven “giving” strategies used by the uber-rich:

1. Concentrate on a few key causes.
2. Be business-like about giving.
3. Gather friends to commit to pledges and pool charitable resources.
4. Establish lasting legacies - give through estate planning.
5. Give away highly appreciated assets.
6. Have a fancy foundation.
7. Sit on non-profit boards.

Here’s how HCF can help...

1. **Concentrate on a few key causes.** HCF offers you the ability to make donations to a specific area of interest, health, education and/or quality of life. After all, making a bigger impact on a single cause can be more fulfilling and rewarding. HCF can even help connect you with charitable organizations that will meet your area of interest. We call it, “Giving Made Easy.”

2. **Be business-like about giving.** HCF is your “one-stop shop” for charitable giving. In fact, you can give today, receive your tax deduction and then decide later which qualified charitable causes you would like to support with grants. This allows you time for thoughtful research or even grant competition within your charitable areas of interest.

3. **Gather friends to commit to pledges and pool charitable resources.** HCF can help civic-minded individuals start a donor-advised fund, or HCF can accept payroll deductions from you and your co-workers - i.e. Levi Strauss & Company’s local community involvement team manages a donor advised fund. In the last Three years, the Levi team has granted over $88,500 to deserving local charities through HCF.

4. **Establish lasting legacies - give through estate planning.** HCF can assist you in setting up an endowment where the interest is given to charities even after you’re no longer living. Or, HCF can direct you to an estate planner and you can bequest funds through your Will.

5. **Give away highly appreciated assets.** HCF has helped donor’s sell their assets on E-bay so the funds can be used charitably.

6. **Have a fancy foundation.** At HCF you don’t need to have a fancy foundation, we ARE your foundation and there are definitely advantages to not setting up a costly private foundation. It’s very simple: make a fully charitable contribution to HCF of as little as $5,000, name your fund (or remain anonymous), evaluate the needs of nonprofits you wish to support. Then, HCF reviews your grant recommendation for IRS compliance and HCF will send a grant check to the approved charity or you can even deliver it yourself.

7. **Sit on non-profit boards.** HCF is always looking for volunteers to help in a variety of areas. After all, charity is about more than just tax benefits. Give to your community just by simply giving your time!
Charitable Giving Vehicles

Henderson Community Foundation meets the changing needs of Southern Nevada through our discretionary and donor fund grantmaking. Some donors have created funds to support designated agencies, to provide scholarships to students, and to be used for grant awards subject to the approval of HCF’s Board of Trustees. Other donors have established funds with a broader purpose or have entrusted HCF with unrestricted dollars to respond to the community’s current and evolving needs.

Through both types of grantmaking, HCF is able to change lives and transform communities.

Our Grant Distribution Committee, which includes Board members and knowledgeable community representatives, plans to continue making annual competitive grants targeted to critical community needs. This year, HCF had a record number of grant applications with a variety of critical needs. Three grants were awarded:

<table>
<thead>
<tr>
<th>Year</th>
<th>Recipient</th>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>2011</td>
<td>After School Allstars, Nathan Adelson Hospice and St. Rose Health</td>
<td>Academic programs at at-risk schools; adult and home care; transportation assistance to low-income seniors</td>
<td>$5,000</td>
</tr>
<tr>
<td>2010</td>
<td>Giving Life Ministries</td>
<td>Provide approximately 12,500 pounds of food to local food pantry.</td>
<td>$2,500</td>
</tr>
<tr>
<td>2009</td>
<td>Giving Life Ministries</td>
<td>Assist in providing homeless with nutritional needs.</td>
<td>$2,500</td>
</tr>
<tr>
<td>2008</td>
<td>SafeHouse</td>
<td>Stop violence and abuse in the family environment by providing safe shelter, support, advocacy, counseling and education.</td>
<td>$5,000</td>
</tr>
<tr>
<td>2007</td>
<td>Hopelink</td>
<td>Assist low-income families or single-parent households with childcare.</td>
<td>$15,000</td>
</tr>
<tr>
<td>2006</td>
<td>Salvation Army</td>
<td>Prevention of homelessness.</td>
<td>$10,000</td>
</tr>
</tbody>
</table>

HCF accepts many different kinds of gifts including: cash, appreciated assets of securities and real estate as well as planned gifts. We are available to help you learn about different giving options, including how to leave a legacy by including Henderson Community Foundation into your Will or Estate Plans.

Henderson Community Foundation will work with you to determine the best type of charitable fund to meet your needs and interests.
Charitable Fund

Donor Advised Funds offer you active participation by allowing you or your appointed advisors to recommend charitable organizations to benefit from your fund. You receive immediate tax benefits and can advise on grants for nonprofits you want to support over time.

Designated Funds allow you to identify a specific or multiple nonprofit organizations to receive support from your fund. Should that organization ever cease to exist or should its mission no longer agree with your interests, HCF will redirect the grant distributions to organizations with similar purposes.

Scholarship Funds provide deserving students with financial support for education they might not otherwise receive. Scholarships are designed with your specific interests in mind and you can define the guidelines for candidate selection and award use.

Agency Endowment Funds are established by nonprofit organizations as a means of protecting charitable dollars for the future. A nonprofit, whether large or small, can better spend its time pursuing its mission and fundraising, while leaving the management and investment of the fund up to HCF.

Field of Interest Funds allow you to support a broad area you care about most, such as healthcare, education, arts, the environment or any other areas that pique your interest. You specify the field and rely on HCF to identify local organizations that will make the greatest impact and help you meet our community’s most pressing needs.

Unrestricted Funds give you the opportunity to identify and respond to emerging and changing community needs. You place no restrictions on how your contribution is to be used, leaving those decisions to HCF.

Supporting Organizations (SOs) or Foundations are the equivalent of subsidiaries in the for-profit world. They are separate 501(c)(3) nonprofit organizations with their own board of directors, investment and grant making processes. SOs are an attractive, high-end alternative for individuals who have highly appreciated assets, want more legal control than a donor advised fund provides and want to avoid the administrative and financial burdens of a private foundation.

Operating Funds are established to support and sustain the core operations of HCF and help further its mission.

Deferred Gifts include bequests, pooled income funds, life estates, charitable lead trusts or charitable remainder trusts - all of which HCF can help you establish in partnership with your estate planning attorney, CPA or financial advisor.
Why HCF Instead of a Private Foundation?

Community foundations give donors benefits not available through private foundations. Unlike its cousin, the private foundation (whose financial base typically comes from a single donor, family or company), the Henderson Community Foundation garners its support from the public. It grows because individuals, corporations and even government entities and other nonprofits believe in it and help its continual growth year after year.

Henderson Community Foundation is an attractive alternative to establishing a private foundation. If you already have a private foundation in place, you may find it cost effective to transfer all or part of its assets to a new fund at HCF. Such funds, which retain the same name and purpose of the transferring entity, offer important investment advantages and welcome relief from time-consuming administrative tasks.

Key Differences Between Community Foundations and Private Foundations:

<table>
<thead>
<tr>
<th>Charitable Fund at HCF</th>
<th>Private Foundation</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1. Organizational Structure</strong></td>
<td></td>
</tr>
<tr>
<td>• Donors establish individually-named funds within the corporate structure of HCF.</td>
<td>• Donor must establish a separate nonprofit corporation and apply for federal tax exemption.</td>
</tr>
<tr>
<td>• Donors can guide grant-making activities of their funds.</td>
<td>• Donor operates own grant program and manages contact with the grant seeking community.</td>
</tr>
<tr>
<td>• HCF files on federal tax report for all of its funds.</td>
<td>• Donor is responsible for investments, accounting, and federal reporting.</td>
</tr>
<tr>
<td><strong>2. Tax Deductions for Donors</strong></td>
<td></td>
</tr>
<tr>
<td>• Donor receives 100% fair market value charitable deduction for gifts of publicly traded stock, closely held stock, real estate and other long-term capital gain property.</td>
<td>• Donors currently receive a fair market value charitable deduction only for gifts of publicly traded stock. The deduction for gifts of other appreciated property, such as real estate or closely held stock, is limited to the donor’s cost basis.</td>
</tr>
<tr>
<td>• Gifts of cash are deductible up to 50% of the donor’s adjusted gross income with a five-year carryover for any excess.</td>
<td>• Gifts of cash are deductible up to 30% of the donor’s adjusted gross income with a five-year carryover for any excess.</td>
</tr>
<tr>
<td>• The fair market value of gifts of appreciated securities or real estate are deductible up to 30% of the donor’s adjusted gross income with a five-year carryover for any excess.</td>
<td>• Gifts of appreciated property are deductible up to 20% of the donor’s adjusted gross income with a five-year carryover for any excess.</td>
</tr>
<tr>
<td><strong>3. Federal Tax</strong></td>
<td></td>
</tr>
<tr>
<td>• HCF is exempt from all federal income taxes.</td>
<td>• Subject to federal tax of up to 2% annually on invested income.</td>
</tr>
<tr>
<td><strong>4. Pay-out Requirement</strong></td>
<td></td>
</tr>
<tr>
<td>• No IRS requirement that any amount be paid out annually in grants.</td>
<td>• IRS requires an annual grant pay-out of 5% of assets.</td>
</tr>
<tr>
<td>Name</td>
<td>Position</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>---------------------------------</td>
</tr>
<tr>
<td>James Green</td>
<td>Chairman and President</td>
</tr>
<tr>
<td>Lisa Sich</td>
<td>Chairman-Elect and Treasurer</td>
</tr>
<tr>
<td>Debra March</td>
<td>Secretary</td>
</tr>
<tr>
<td>David M. Grant</td>
<td>Trustee</td>
</tr>
<tr>
<td>Fred Horvath</td>
<td>Trustee</td>
</tr>
<tr>
<td>Shauna Hughes</td>
<td>Trustee</td>
</tr>
<tr>
<td>Bob Kasner</td>
<td>Trustee</td>
</tr>
<tr>
<td>Richard Manley</td>
<td>Trustee</td>
</tr>
<tr>
<td>Colleen O’Callaghan-Miele</td>
<td>Trustee</td>
</tr>
<tr>
<td>Phil Speight</td>
<td>Trustee</td>
</tr>
<tr>
<td>Amber Stidham</td>
<td>Trustee</td>
</tr>
</tbody>
</table>
Community Partners and Initiatives

No gift is too large or small. Henderson Community Foundation encourages a long-term approach to giving, either through the establishment of a named charitable fund or through direct contributions to already established funds like HCF’s Community Opportunities Fund - an unrestricted fund that meets the needs of Henderson today, tomorrow and for years to come.

APPLE Partnership
The APPLE (All People Promoting Literacy Efforts) Partnership is an ongoing effort that actively works to bring community resources to schools, teachers and parents in a proactive way to help families teach their children how to read.

Community Opportunities Fund
The Community Opportunities Fund is an unrestricted fund wherein all monies are used and awarded in the form of discretionary grants.

Friends of Crime Scene Investigation (CSI)
The Friends of Crime Scene Investigation work to raise funds to build, equip, and support a state-of-the-art forensic science center. The center will play a critical role in the overall safety and security of Southern Nevada.

Friends of Henderson Parks & Recreation
The Friends of Henderson Parks & Recreation enhances the quality of life of Henderson residents by supplementing recreation efforts in the City of Henderson.

Friends of Henderson Police Department K-9
The Friends of Henderson Police Department K-9 provides assistance in the procurement of equipment and other items that enhance safety of both the Henderson community as well as Henderson K-9 officers and dogs.

Friends of Henderson Police Department SWAT
The Friends of Henderson Police Department SWAT provides assistance in the procurement of equipment and other items that enhance safety of both the Henderson community as well as Henderson SWAT officers.

Henderson Animal Shelter
The Henderson Animal Shelter supports education, promotion and implementation of adopt-a-thons, special-needs veterinary supplies and specialized non-lethal equipment to assist animal control officers in the capture of feral or wild animals.

Henderson Coordinated Community Response
The Henderson Coordinated Community Response is a network of public and private agencies working toward the prevention and protection of victims of violence and domestic abuse.
Henderson Military Families Assistance
Henderson Military Families Assistance aids families that have a Henderson National Guard soldier deployed overseas (families in the 1864th, 777, 593 and 72nd Command).

Henderson Police Honor Guard
The Henderson Police Honor Guard supports efforts in honoring fallen officers and provides assistance to families of fallen officers in Henderson.

Nevada State College Annual Fund
The Nevada State College Annual Fund allows the college to increase its level of student/faculty engagement by providing an educational environment in which top-tier faculty and students interact in small classroom settings.

Partners with Henderson Police Department Community Relations Fund
This fund supports various crime prevention and public relations programs such as DARE, Every 15 Minutes and Neighborhood Watch.

Friends of Henderson Hospice and Adult Daycare
The Friends of Henderson Hospice and Adult Daycare, in partnership with Nathan Adelson Hospice, supports the planning and construction of a hospice facility featuring an adult daycare center and tranquilly garden near the Nevada State College campus.

Joel and Carol Bower School Based Health Center Fund
The Bower’s Health Center Fund supports the Basic High School/Nevada State College School Based Health Center to provide free primary healthcare for all students of Basic High School and its elementary and junior high feeder schools.

Levi Strauss Employee Fund
The Levi Strauss Employee Fund, funded by employee contributions, seeks out charities to support and in past two years provided $88,500 to over 70 nonprofits with critical needs.

At Risk Literacy Fund
The At Risk Literacy Fund assists in raising book donations and making purchases of books to ensure that each student in four of Henderson’s at-risk elementary schools receives an age-appropriate book to keep and read.

History Education Fund
The History Education Fund provides field trips led by Annie Bananie’s Wild West Tours to local fourth graders at at-risk schools, allowing them to gain hands-on understanding of history by visiting historical sites such as the Old Spanish Trail, Valley of Fire and Lake Mead.

“In 2006, the City of Henderson added HCF as a supported charity to its annual Charitable Giving Campaign. The campaign runs through the month of October and I’m proud to announce that City employees pledged to give over $23,300 to HCF in 2011 through payroll deductions.”

Andy Hafen
Mayor, City of Henderson
High School Leadership Fund
Leadership Henderson’s Class of 2008 brings together students annually for a weekend-long retreat. Participants attend fun and interactive workshops designed to create an environment for individuals to explore their personal style of leadership, share experiences, and discuss the meaning of leadership.

O’Callaghan/Walker Scholarship Fund
The O’Callaghan & Walker Scholarship Fund provides financial aid to students attending Nevada State College who are studying nursing (O’Callaghan scholarship) and education (Walker scholarship).

Lindsay Bennett Memorial
Lindsay Bennett was a victim of a tragic auto accident by an alleged drunk driver. The memorial sponsors multi-pronged educational programs within the community that raise awareness to the responsibilities and consequences of choices people make.

Casey Jones Fund
To honor Casey Jones, the Southern Nevada National Association of Industrial and Office Properties (NAIOP) established the Casey Jones Fund. The fund has supported Communities in School, Helping Hands of Vegas Valley and the Casey Jones Health Center on the Elaine Wynn Elementary School campus.

HCF Provides Grants for Critical Community Needs
Grants Committee chooses deserving charities to receive funds
“Community nonprofit organizations are the backbone of the city of Henderson. In light of the current economic challenges faced by our residents, it is the intention of the Henderson Community Foundation to seek applications in support of ongoing initiatives that target gaps in service, while strengthening our community and its reach,” said James Green, HCF board president.

To that end, the Henderson Community Foundation was pleased to announce 2011’s grant recipients: After-School Allstars Las Vegas, Nathan Adelson Hospice and St. Rose Hospital’s Helping Hands of Henderson.

Allstars will use the $2,500 in grant funds for their “We Are Ready” program to work with at-risk students to deter the alarming drop-out rate. According to the Las Vegas Review Journal, the graduation rate in Clark County for FY11 was just 59%. Fifty 8th graders from Brown JHS in Henderson will now have the opportunity to participate because of HCF’s funding.

Nathan Adelson Hospice received $1,250 that will be used for home care of uninsured, underinsured, and indigent patients living in Henderson. This care includes: certified nursing assistants, nurses, physicians, nurse practitioners along with medicine and equipment.

St. Rose’s Artie J. Cannon Helping Hands of Henderson will use their $1,250 grant to provide care packages to 25 low-income senior clients. The packages include: hygiene and cleaning supplies with one $25 gift card for groceries at Smith’s.
What will your legacy be?

All of us can leave an enduring mark on the charitable activities that we value. Your planned gift of any size will ensure that the Henderson Community Foundation has the ability to help our Henderson residents in areas that most strike compassion within you - like health, education, arts and culture, or quality of life. Planned gifts may be easily added to the Henderson Community Foundation’s endowment fund.

HCF can help you achieve your financial and philanthropic goals. There are a number of ways to give and we encourage you to explore your options with your advisors. The right plan can offer tax benefits, income for you and your family, and estate planning advantages, all the while supporting HCF’s mission to provide resources and support to improve the health, education, and quality of life in the Henderson community.

Leaving a bequest is easy. Just include the language in your will or estate planning instrument.

Here is a sample: “I give and bequeath to the Henderson Community Foundation for the benefit of charitable needs the sum of $_________________. This bequest is unrestricted and the Henderson Community Foundation’s Board of Trustees may use and expend the same for the benefit of Henderson Community Foundation in any manner it deems appropriate.”

Or, leave a percentage bequest with this sample language: “I direct that the Henderson Community Foundation shall receive ______ percent of my estate free and undiminished on account of any debts, expenses of administration, or death taxes. This bequest is unrestricted and the Henderson Community Foundation’s Board of Trustees may use and expend the same for the benefit of Henderson Community Foundation in any manner it deems appropriate.”

Or, if you prefer, you may leave a remainder bequest with this language: “I direct that the Henderson Community Foundation receive _____ percent of my net residuary estate after the payment of all my debts and the expenses of administration (other than death taxes). This bequest is unrestricted and the Henderson Community Foundation’s Board of Trustees may use and expend the same for the benefit of Henderson Community Foundation in any manner it deems appropriate.”

You may also designate that your gift be used for a specific area of interest, such as health, education, arts, or quality of life.

Should you have additional questions about leaving your legacy, please contact us and we can provide you with a list of local Estate Planning Advisors.

“Leave your legacy with the help of the Henderson Community Foundation.”

Rod Davis
CEO of St. Rose Dominican Hospitals
Henderson Community Foundation
Financial Statements
For the Year Ended
December 31, 2011
INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Henderson Community Foundation
Henderson, Nevada

We have audited the accompanying statement of financial position of Henderson Community Foundation (a nonprofit organization) as of December 31, 2011, and the related statements of activities and cash flows for the year then ended. These financial statements are the responsibility of the Organization’s management. Our responsibility is to express an opinion on these financial statements based on our audit.

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

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Henderson Community Foundation as of December 31, 2011, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Certified Public Accountants

February 27, 2012
Henderson, Nevada
# Statement of Financial Position

**December 31, 2011**

## ASSETS

### Current Assets:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and Cash Equivalents</td>
<td>$810,273</td>
</tr>
<tr>
<td>Prepaid Expenses</td>
<td>$1,688</td>
</tr>
</tbody>
</table>

*Total Current Assets*  
$811,961

### Other Assets:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Endowment with Nevada Community Foundation</td>
<td>-</td>
</tr>
</tbody>
</table>

*Total Other Assets*  
-

### TOTAL ASSETS

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$811,961</td>
</tr>
</tbody>
</table>

## LIABILITIES AND NET ASSETS

### Current Liabilities:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts Payable</td>
<td>$1,034</td>
</tr>
</tbody>
</table>

*Total Current Liabilities*  
$1,034

### Net Assets:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unrestricted Net Assets</td>
<td>48,509</td>
</tr>
<tr>
<td>Temporarily Restricted Net Assets</td>
<td>762,418</td>
</tr>
<tr>
<td>Permanently Restricted Net Assets</td>
<td>-</td>
</tr>
</tbody>
</table>

*Total Net Assets*  
$810,927

### TOTAL LIABILITIES AND NET ASSETS

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$811,961</td>
</tr>
</tbody>
</table>

## Statement of Activities

For the Year Ended December 31, 2011

<table>
<thead>
<tr>
<th></th>
<th>Unrestricted</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues, Gains and Reclassifications</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Donations</td>
<td>$ 46,088</td>
<td>$ 237,638</td>
<td>$ -</td>
<td>$ 283,726</td>
</tr>
<tr>
<td>Other Revenue</td>
<td>4,535</td>
<td>-</td>
<td>-</td>
<td>4,535</td>
</tr>
<tr>
<td>Investment Income</td>
<td>91</td>
<td>-</td>
<td>89</td>
<td>180</td>
</tr>
<tr>
<td><strong>Total Revenue</strong></td>
<td>50,714</td>
<td>237,638</td>
<td>89</td>
<td>288,441</td>
</tr>
<tr>
<td><strong>Net Assets Released from Restrictions</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net assets released from restrictions</td>
<td>182,662</td>
<td>(176,533)</td>
<td>(6,129)</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Net Assets Released from Restrictions</strong></td>
<td>182,662</td>
<td>(176,533)</td>
<td>(6,129)</td>
<td>-</td>
</tr>
<tr>
<td>Unrealized gain on endowment fund</td>
<td>-</td>
<td>-</td>
<td>20</td>
<td>20</td>
</tr>
<tr>
<td><strong>Total Gains on Investment</strong></td>
<td>-</td>
<td>-</td>
<td>20</td>
<td>20</td>
</tr>
<tr>
<td><strong>Total Revenues, Gains and Reclassifications</strong></td>
<td>233,376</td>
<td>61,105</td>
<td>(6,020)</td>
<td>288,461</td>
</tr>
<tr>
<td><strong>Expenses and Losses</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Program Services</td>
<td>191,175</td>
<td>-</td>
<td>-</td>
<td>191,175</td>
</tr>
<tr>
<td>Supporting Services:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Development</td>
<td>2,996</td>
<td>-</td>
<td>-</td>
<td>2,996</td>
</tr>
<tr>
<td>Management and General</td>
<td>20,763</td>
<td>-</td>
<td>126</td>
<td>20,889</td>
</tr>
<tr>
<td><strong>Total Program and Supporting Services</strong></td>
<td>214,934</td>
<td>-</td>
<td>126</td>
<td>215,060</td>
</tr>
<tr>
<td>Realized Loss on Endowment Fund</td>
<td>-</td>
<td>-</td>
<td>5,640</td>
<td>5,640</td>
</tr>
<tr>
<td><strong>Total Expenses and Losses</strong></td>
<td>214,934</td>
<td>-</td>
<td>5,766</td>
<td>220,700</td>
</tr>
<tr>
<td><strong>Change in Net Assets</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Assets - Beginning of the Year</td>
<td>30,067</td>
<td>701,313</td>
<td>11,786</td>
<td>743,166</td>
</tr>
<tr>
<td><strong>Net Assets - End of Year</strong></td>
<td>$ 48,509</td>
<td>$ 762,418</td>
<td>$ -</td>
<td>$ 810,927</td>
</tr>
</tbody>
</table>

Page 17
## Statement of Cash Flows
For the Year Ended December 31, 2011

### CASH FLOWS FROM OPERATING ACTIVITIES

**Cash Received From:**
- Donations $46,088
- Restricted Donations and Grants 237,638
- Other Revenue 4,535
- Dividends Received 91
- Gain on Investment 6,129

Cash Received from Operating Activities \( \text{Cash Received From:} \) 294,481

**Less Cash Paid for:**
- Program Services 191,175
- Development 2,996
- Management and General 22,380

Cash Distributed for Operating Activities \( \text{Less Cash Paid for:} \) 216,551

**NET CASH PROVIDED (USED IN) OPERATING ACTIVITIES** 77,930

Net Increase (Decrease) in Cash and Cash Equivalents 77,930
Cash and Cash Equivalents at Beginning of the Year 732,343
Cash and Cash Equivalents at End of Year $810,273

### Reconciliation of Revenues Over (Under) Expenses to Net Cash Provided By (Used In) Operating Activities:

- Increase in Net Assets $67,761

  Adjustments to Reconcile Increase in Net Assets to Net Cash Provided by Operating Activities:
- (Increase) Decrease in Prepaid Expenses (1,688)
- (Increase) Decrease in Endowment Fund 11,786
- (Increase) Decrease in Accounts Payable 71

  Total Adjustments 10,169

**NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES** 77,930
Schedule of Temporarily Restricted Assets
For the Year Ended December 31, 2011

Available for the following purposes:

- Health $60,778
- Education 248,620
- Quality of Life 453,020

TOTAL TEMPORARILY RESTRICTED ASSETS $ 762,418
Statement of Functional Expenses
For the Year Ended December 31, 2011

<table>
<thead>
<tr>
<th>Functional Expenses</th>
<th>Program Services</th>
<th>Development</th>
<th>Management and General</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounting</td>
<td>$</td>
<td>$</td>
<td>$ 7,870</td>
<td>$ 7,870</td>
</tr>
<tr>
<td>Administrative Fee</td>
<td>12,000</td>
<td></td>
<td></td>
<td>12,000</td>
</tr>
<tr>
<td>Bank Fees</td>
<td>-</td>
<td></td>
<td>261</td>
<td>261</td>
</tr>
<tr>
<td>Cash Awards - Health</td>
<td>307</td>
<td>-</td>
<td></td>
<td>307</td>
</tr>
<tr>
<td>Cash Awards - Education</td>
<td>113,976</td>
<td>-</td>
<td></td>
<td>113,976</td>
</tr>
<tr>
<td>Cash Awards - Quality of Life</td>
<td>62,250</td>
<td>-</td>
<td></td>
<td>62,250</td>
</tr>
<tr>
<td>Contract Services</td>
<td>-</td>
<td></td>
<td>9,000</td>
<td>9,000</td>
</tr>
<tr>
<td>Dues, Fees and Memberships</td>
<td>-</td>
<td>-</td>
<td>790</td>
<td>790</td>
</tr>
<tr>
<td>HCF Grant</td>
<td>2,500</td>
<td>-</td>
<td></td>
<td>2,500</td>
</tr>
<tr>
<td>Insurance</td>
<td>-</td>
<td>-</td>
<td>1,511</td>
<td>1,511</td>
</tr>
<tr>
<td>Postage</td>
<td>-</td>
<td>-</td>
<td>551</td>
<td>551</td>
</tr>
<tr>
<td>Printing</td>
<td>-</td>
<td>255</td>
<td></td>
<td>255</td>
</tr>
<tr>
<td>Supplies</td>
<td>142</td>
<td>-</td>
<td></td>
<td>142</td>
</tr>
<tr>
<td>Telephone</td>
<td>-</td>
<td>-</td>
<td>780</td>
<td>780</td>
</tr>
<tr>
<td>Website</td>
<td>-</td>
<td></td>
<td>2,741</td>
<td>2,741</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td><strong>$ 191,175</strong></td>
<td><strong>$ 2,996</strong></td>
<td><strong>$ 20,763</strong></td>
<td><strong>$ 214,934</strong></td>
</tr>
</tbody>
</table>

A complete financial audit and 990 is available upon request by calling (702) 952-2640