

TRUSTEES OF THE NEW CASTLE COMMON

**FINANCIAL STATEMENTS AND
INDEPENDENT AUDITORS' REPORT**

MARCH 31, 2023 AND 2022

TRUSTEES OF THE NEW CASTLE COMMON
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MARCH 31, 2023

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Independent Auditors' Report

To the Board of Trustees
Trustees of the New Castle Common

Opinion

We have audited the accompanying financial statements of the Trustees of the New Castle Common (a nonprofit organization), which comprise the statements of financial position as of March 31, 2023 and 2022, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Trustees of the New Castle Common as of March 31, 2023 and 2022, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in *the Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Trustees of the New Castle Common and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Trustees of the New Castle Common's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

To the Board of Trustees
Trustees of the New Castle Common

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Trustees of the New Castle Common's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Trustees of the New Castle Common's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Belfint, Lyons & Shuman, P.A.

September 25, 2023
Wilmington, Delaware

TRUSTEES OF THE NEW CASTLE COMMON
STATEMENTS OF FINANCIAL POSITION
MARCH 31, 2023 AND 2022

	ASSETS					
	2023			2022		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
CURRENT ASSETS						
Cash and Cash Equivalents	\$ 29,177	\$ 86,453	\$ 115,630	\$ 336,504	\$ -	\$ 336,504
Accounts Receivable and Accrued Revenues	17,419	-	17,419	61,996	-	61,996
Right of Use Asset - Operating Leases						
Current Maturities	2,204	-	2,204	-	-	-
Prepaid Expenses	68,579	-	68,579	42,889	-	42,889
TOTAL CURRENT ASSETS	117,379	86,453	203,832	441,389	-	441,389
NONCURRENT ASSETS						
Right of Use Asset - Operating Leases	4,333	-	4,333	-	-	-
INVESTMENTS						
Investments Measured at Fair Value	2,638,633	6,853,880	9,492,513	2,586,464	7,550,354	10,136,818
Investments in Life Settlement Contracts						
Accounted for Under Investment Method (Note 5)	-	74,718	74,718	-	126,614	126,614
TOTAL INVESTMENTS	2,638,633	6,928,598	9,567,231	2,586,464	7,676,968	10,263,432
PROPERTY AND EQUIPMENT						
Land, Buildings, and Improvements	2,235,303	2,039,223	4,274,526	2,023,301	2,039,223	4,062,524
Construction in Progress	-	-	-	-	-	-
Old Library	124,965	208,684	333,649	117,317	208,684	326,001
New Library	1,445,453	524,735	1,970,188	1,445,453	524,735	1,970,188
Fire Station	301,396	276,775	578,171	301,396	276,775	578,171
Dialysis Center	1,145,854	-	1,145,854	1,145,854	-	1,145,854
Town Hall	284,916	387,993	672,909	284,916	387,993	672,909
Bellanca Airfield	284,946	168,324	453,270	284,946	168,324	453,270
Penn Farm	1,884,845	105,803	1,990,648	1,841,912	105,803	1,947,715
Furniture and Fixtures	23,684	-	23,684	23,684	-	23,684
Machinery and Equipment	79,078	-	79,078	79,078	-	79,078
Total Property and Equipment	7,810,440	3,711,537	11,521,977	7,547,857	3,711,537	11,259,394
Less: Accumulated Depreciation	2,150,266	1,633,335	3,783,601	1,898,683	1,602,373	3,501,056
NET PROPERTY AND EQUIPMENT	5,660,174	2,078,202	7,738,376	5,649,174	2,109,164	7,758,338
TOTAL ASSETS	\$ 8,420,519	\$ 9,093,253	\$ 17,513,772	\$ 8,677,027	\$ 9,786,132	\$ 18,463,159

LIABILITIES AND NET ASSETS

	2023			2022		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
CURRENT LIABILITIES						
Accounts Payable	\$ 27,665	\$ -	\$ 27,665	\$ 142,182	\$ -	\$ 142,182
Accrued Expenses	6,537	-	6,537	-	-	-
Deferred Rental Income	138,018	-	138,018	124,711	-	124,711
Payroll Liabilities	3,467	-	3,467	2,518	-	2,518
Right of Use Liability - Operating Leases						
Current Maturities	2,204	-	2,204	-	-	-
Line of Credit	340,000	-	340,000	765,000	-	765,000
Current Maturities of Lease Credit	17,500	-	17,500	17,500	-	17,500
Current Maturities of Long-Term Debt	33,725	-	33,725	33,725	-	33,725
TOTAL CURRENT LIABILITIES	569,116	-	569,116	1,085,636	-	1,085,636
LONG-TERM LIABILITIES						
Deposits	27,859	-	27,859	27,859	-	27,859
Environmental Liabilities	53,000	-	53,000	53,000	-	53,000
Right of Use Liability - Operating Leases	4,333	-	4,333	-	-	-
Long-Term Lease Credit, Net of Current Maturities	201,250	-	201,250	218,750	-	218,750
Long-Term Debt, Net of Current Maturities	86,498	-	86,498	120,180	-	120,180
TOTAL LONG-TERM LIABILITIES	372,940	-	372,940	419,789	-	419,789
TOTAL LIABILITIES	942,056	-	942,056	1,505,425	-	1,505,425
NET ASSETS						
Without Donor Restrictions	7,478,463	-	7,478,463	7,171,602	-	7,171,602
With Donor Restrictions	-	9,093,253	9,093,253	-	9,786,132	9,786,132
TOTAL NET ASSETS	7,478,463	9,093,253	16,571,716	7,171,602	9,786,132	16,957,734
TOTAL LIABILITIES AND NET ASSETS	\$ 8,420,519	\$ 9,093,253	\$ 17,513,772	\$ 8,677,027	\$ 9,786,132	\$ 18,463,159

The accompanying notes are an integral part of these financial statements.

TRUSTEES OF THE NEW CASTLE COMMON
STATEMENTS OF ACTIVITIES
YEARS ENDED MARCH 31, 2023 AND 2022

	2023			2022		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
REVENUE AND GAINS						
Rental Income	\$ 1,838,840	\$ -	\$ 1,838,840	\$ 1,771,357	\$ -	\$ 1,771,357
Taxes from Tenants	1,142,625	-	1,142,625	1,144,595	-	1,144,595
Sewer from Tenants	139,076	-	139,076	134,105	-	134,105
Contributions	590,475	-	590,475	481,000	-	481,000
Miscellaneous Income	667	-	667	7,889	-	7,889
Subtotal	3,711,683	-	3,711,683	3,538,946	-	3,538,946
Investment Income - Net						
Interest Income	14,898	-	14,898	12,532	-	12,532
Dividend Income	252,755	-	252,755	201,940	-	201,940
Realized and Unrealized Gain (Loss)	(210,655)	(667,471)	(878,126)	31,057	(35,731)	(4,674)
Investment Income from Life Settlement						
Contracts (Note 5)	-	44,625	44,625	-	-	-
Investment Fees	(3,986)	(39,071)	(43,057)	(17,333)	(47,902)	(65,235)
Total Investment Income - Net	53,012	(661,917)	(608,905)	228,196	(83,633)	144,563
Net Assets Released from Restrictions	30,962	(30,962)	-	33,462	(33,462)	-
TOTAL REVENUE AND GAINS	3,795,657	(692,879)	3,102,778	3,800,604	(117,095)	3,683,509
EXPENSES						
Program Services	3,314,767	-	3,314,767	3,024,556	-	3,024,556
Support Services						
Management and General	174,029	-	174,029	100,993	-	100,993
TOTAL EXPENSES	3,488,796	-	3,488,796	3,125,549	-	3,125,549
CHANGE IN NET ASSETS	306,861	(692,879)	(386,018)	675,055	(117,095)	557,960
NET ASSETS - Beginning of Year	7,171,602	9,786,132	16,957,734	6,496,547	9,903,227	16,399,774
NET ASSETS - End of Year	\$ 7,478,463	\$ 9,093,253	\$ 16,571,716	\$ 7,171,602	\$ 9,786,132	\$ 16,957,734

The accompanying notes are an integral part of these financial statements.

TRUSTEES OF THE NEW CASTLE COMMON
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED MARCH 31, 2023

	<u>Support Services</u>			<u>Total Support Services</u>	<u>Total Program and Support Services</u>
	<u>Program Services</u>	<u>Management and General</u>	<u>Fundraising</u>		
Payroll Expense	\$ 56,855	\$ 24,408	\$ -	\$ 24,408	\$ 81,263
Appropriations	225,000	-	-	-	225,000
Contributions	286,372	-	-	-	286,372
Rent/In-Kind Contributions	587,275	-	-	-	587,275
Depreciation	278,950	3,595	-	3,595	282,545
Insurance	58,438	-	-	-	58,438
Interest Expense	31,251	-	-	-	31,251
Repairs and Maintenance	421,867	-	-	-	421,867
Scholarship Expense	76,542	-	-	-	76,542
Sewer	135,131	-	-	-	135,131
Taxes	1,156,242	-	-	-	1,156,242
Miscellaneous	844	39	-	39	883
Printing and Office Supplies	-	34,986	-	34,986	34,986
Professional Fees	-	111,001	-	111,001	111,001
TOTAL FUNCTIONAL EXPENSES	\$ 3,314,767	\$ 174,029	\$ -	\$ 174,029	\$ 3,488,796

The accompanying notes are an integral part of these financial statements.

TRUSTEES OF THE NEW CASTLE COMMON
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED MARCH 31, 2022

	Program Services	Support Services		Total Support Services	Total Program and Support Services
		Management and General	Fundraising		
Payroll Expense	\$ 59,918	\$ 17,108	\$ -	\$ 17,108	\$ 77,026
Appropriations	225,000	-	-	-	225,000
Contributions	247,079	-	-	-	247,079
Rent/In-Kind Contributions	480,400	-	-	-	480,400
Depreciation	217,493	3,480	-	3,480	220,973
Insurance	46,002	-	-	-	46,002
Interest Expense	8,467	-	-	-	8,467
Repairs and Maintenance	379,132	-	-	-	379,132
Scholarship Expense	57,414	-	-	-	57,414
Sewer	135,633	-	-	-	135,633
Taxes	1,168,018	-	-	-	1,168,018
Miscellaneous	-	52	-	52	52
Printing and Office Supplies	-	24,170	-	24,170	24,170
Professional Fees	-	56,183	-	56,183	56,183
TOTAL FUNCTIONAL EXPENSES	\$ 3,024,556	\$ 100,993	\$ -	\$ 100,993	\$ 3,125,549

The accompanying notes are an integral part of these financial statements.

TRUSTEES OF THE NEW CASTLE COMMON
STATEMENTS OF CASH FLOWS
YEARS ENDED MARCH 31, 2023 AND 2022

	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash Received from Rental Activities	\$ 3,752,066	\$ 3,550,618
Cash Paid to Suppliers and Employees	(3,235,482)	(2,963,174)
Interest and Dividends Received	267,653	214,472
Interest Paid	(31,251)	(8,467)
	<u>752,986</u>	<u>793,449</u>
NET CASH FROM OPERATING ACTIVITIES		
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property, Improvements, and Equipment	(377,879)	(1,514,323)
Purchase of Investments	(8,063,208)	(3,464,073)
Proceeds from Sale of Investments	7,829,488	3,312,352
	<u>(515,178)</u>	<u>(1,666,044)</u>
NET CASH FROM INVESTING ACTIVITIES		
CASH FLOWS FROM FINANCING ACTIVITIES		
Draws on Line of Credit	-	767,000
Repayments on Long-Term Debt	(33,682)	(35,725)
Repayments on Line of Credit	(425,000)	-
	<u>(458,682)</u>	<u>731,275</u>
NET CASH FROM FINANCING ACTIVITIES		
NET CHANGE IN CASH, CASH EQUIVALENTS, AND RESTRICTED CASH	(220,874)	(141,320)
CASH AND CASH EQUIVALENTS - Beginning of Year	<u>336,504</u>	<u>477,824</u>
CASH AND CASH EQUIVALENTS - End of Year	<u>\$ 115,630</u>	<u>\$ 336,504</u>
NONCASH INVESTING AND FINANCING ACTIVITIES		
Decrease in Lease Credit	\$ 17,500	\$ 17,500
Increase in Operating Lease Asset and Liability from Addition of Lease	\$ 7,888	\$ -
Reduction on Operating Lease Asset and Liability	\$ 1,351	\$ -
PURCHASES OF PROPERTY AND EQUIPMENT IN ACCOUNTS PAYABLE	<u>\$ -</u>	<u>\$ 115,295</u>

The accompanying notes are an integral part of these financial statements.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS
MARCH 31, 2023

NOTE 1: NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities - The Trustees of the New Castle Common, a not-for-profit organization (the Trust) was incorporated in 1764 and reincorporated by the State Assembly in 1792. The purpose of the Trust is to benefit the inhabitants and preserve the historical City of New Castle and the remaining lands and open space now held in trust. Its income is derived primarily from property rentals and investment activities.

Basis of Accounting - The financial statements of the Trust have been prepared on the accrual basis of accounting in conformity with generally accepted accounting principles in the United States of America for not-for-profit organizations. Consequently, revenue and gains are recognized when earned and expenses and losses are recognized when incurred.

Financial Statement Presentation - In accordance with ASU (Accounting Standards Update) 2016-14, *Not-For-Profit Entities* (Topic 958) - *Presentation of Financial Statements of Not-For-Profit Entities*, the Trust is required to report information regarding its financial position and activities according to the following net asset classifications:

Net Assets without Donor Restrictions - Net assets that are not subject to donor-imposed stipulations and may be expended for any purpose in performing the primary objectives of the Trust. These net assets may be used at the discretion of the Trust with Board approval.

Net Assets with Donor Restrictions - Net assets subject to donor-imposed stipulations. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Trust or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

Use of Estimates - The preparation of financial statements in accordance with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could vary from the estimates used.

Recognition of Donor Restrictions - Contributions received are recorded as support without donor restrictions or with donor restrictions, depending on the existence and/or nature of donor restrictions.

Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized. All other support with donor restrictions is reported as an increase in net assets with donor restrictions, depending on the nature of the restriction. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 1: NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Cash and Cash Equivalents - For purposes of the statement of cash flows, the Trust considers all highly liquid debt instruments with original maturities of three months or less to be cash equivalents.

Accounts Receivable - Accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts receivable. There was no allowance for bad debt expense for the years ended March 31, 2023 and 2022.

Investments - In accordance with ASC (Accounting Standards Codification) 958, *Not-For-Profit Entities*, regarding accounting for certain investments held by not-for-profit organizations, investments are reported at market value or amortized cost. Assets with a readily determinable market value are reported at market value. Assets without a readily determinable market value are reported at amortized cost. Donated securities also are reported at fair market value as of the date of receipt. All realized and unrealized gains and losses arising from fluctuations in market value, sales, or other dispositions of assets are accounted for in the class of net assets that owns the investment. Investment interest and dividends are reported as increases in net assets without donor restrictions, if the restrictions are met (either a stipulated time period ends or a purpose restriction is accomplished) in the reporting period in which the interest and dividends are recognized.

Property and Equipment - Property titled in colonial times has no cost basis to the Trust and consequently is not valued in the statements of financial position. All property acquired since colonial times, except the Old Library and Town Hall, were initially recorded at lower of cost or fair market value. The Old Library and Town Hall costs cannot be determined.

Property and equipment are stated at cost. Cost is the purchase price at the date of acquisition if purchased or fair value at the date of donation if acquired by gift. Expenditures in excess of \$5,000 for property and equipment additions, major renewals, and betterments that extend the useful lives of property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expense as incurred. Depreciation is computed over the estimated useful lives of property and equipment using the straight-line method.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 1: NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Property and Equipment - Continued

The following is a schedule of the estimated useful lives:

Land Improvements	15 Years
Furniture and Fixtures	7 Years
Buildings and Improvements	31½ - 40 Years
Machinery and Equipment	5 Years

Depreciation expense for the years ended March 31, 2023 and 2022, was \$282,545 and \$220,973, respectively.

Functional Expense Allocation - The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Such allocations are determined by management on an equitable basis. The expenses that are allocated include depreciation, which is allocated on a square footage basis, as well as salaries and wages, benefits, payroll taxes, professional fees, office expenses, interest, and other, which are allocated on basis of time and effort.

Donated Assets - Donated marketable securities and other noncash donations are recorded as contributions at their estimated fair values at the date of donation.

Income Taxes - The Trust is a charitable (not-for-profit), nonstock, Delaware Corporation that is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code (IRC) and therefore, has made no provision for federal, state, or local income tax in the accompanying financial statements. In addition, the Trust has been determined by the Internal Revenue Service (IRS) not to be a “private foundation” within the meaning of Section 509(a) of the IRC (which could have resulted in certain taxes charged against the Trust). Classification as a charitable organization is for IRC purposes only and does not constitute classification as a “Public Body” as defined in the Delaware Freedom of Information Act.

The Trust adheres to ASC 740-10, *Income Taxes*, as it relates to uncertain tax positions. Management has reviewed its current and past federal income tax positions and has determined, based on clear and unambiguous tax law and regulations, that the tax positions taken are certain and that there is no likelihood that a material tax assessment would be made if a respective government agency examined tax returns subject to audit. Accordingly, no provision for the effects of uncertain tax positions has been recorded. Currently, the 2019, 2020 and 2021 tax years are open and subject to examination by the IRS. However, the Trust is not currently under audit nor has the Trust been contacted by this jurisdiction. Interest and penalties related to income taxes are included in income tax expense when incurred.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 1: NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Change in Accounting Principle - In February 2016, FASB issued Accounting Standards Update (ASU) 2016-02, *Leases* (Topic 842). The update increases transparency and comparability among Corporations by recognizing lease assets and lease liabilities on the statements of financial position and provides additional key disclosures about leasing arrangements. During the year ended March 31, 2023, the Trust changed its accounting method for leases as a result of implementing the requirements in Topic 842. The Trust, as a lessee, classifies its leasing arrangements as operating leases or finance leases in accordance with Topic 842.

Operating Leases - For operating leases, the Trust is required to recognize a right-of-use asset and lease liability, initially measured at the present value of the lease payments in the statements of financial position. The Trust recognizes a single lease cost, allocated over the lease term on a straight-line basis in the statements of activities. The Trust classifies all cash payments within operating activities in the statements of cash flows.

Finance Leases - For finance leases, the Trust is required to recognize a right-of-use asset and lease liability, initially measured at the present value of the lease payments in the statements of financial position. The Trust recognizes interest on the lease liability separately from the amortization of the right-of-use asset in the statements of activities. The Trust classifies repayments of the principal portion of the lease liability within financing activities and payments of interest on the lease liability and variable lease payments within operating activities in the statements of cash flows.

The Trust adopted the standard effective April 1, 2022, and recognized and measured a lease existing at April 1, 2022 (the practical expedient to report at the beginning of the reporting period of adoption). A right of use operating lease asset and a lease liability were recognized in the amount of \$7,888 on April 1, 2022; therefore, no cumulative effect adjustment was necessary. The Trust does not have any finance leases.

The Trust has elected the available practical expedients to account for existing capital leases and operating leases as finance leases and operating leases, respectively, under the new guidance, without reassessing (a) whether the contracts contain leases under the new standard, (b) whether classification of capital leases or operating leases would be different in accordance with the new guidance, or (c) whether the unamortized initial direct costs before transition adjustments would have met the definition of initial direct costs in the new guidance at lease commencement.

The Trust has elected the short-term lease exemption for all leases with a term of 12 months or less for both existing and ongoing operating leases to not recognize the asset and liability for these leases. Lease payments for short-term leases are recognized on the straight-line basis. The Trust elected the practical expedients to not

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 1: NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED

Change in Accounting Principle - Continued - separate lease and non-lease components and to utilize the risk-free rate for leases for which the implicit interest rate is not readily determinable.

Subsequent Events - The Trust has evaluated subsequent events through the date the financial statements were available to be issued.

NOTE 2: LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is, without donor restrictions limiting their use, within one year of the balance sheet date, are comprised of the following:

	2023	2022
Financial Assets as of March 31		
Cash and Cash Equivalents	\$ 29,177	\$ 336,504
Accounts Receivable	17,419	61,996
Investments	2,638,633	2,586,464
Financial Assets Available to Meet Cash Needs for General Expenditures Within One Year	\$ 2,685,229	\$ 2,984,964

The Trust has a \$2,000,000 Line of Credit. As of March 31, 2023 and 2022, the available balance was \$1,660,000 and \$1,235,000 respectively.

NOTE 3: CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject the Trust to significant concentrations of credit risk are principally cash and cash equivalents and investments.

The Federal Deposit Insurance Corporation insures accounts up to \$250,000 per depositor. The Trust maintains its cash accounts in bank deposit accounts, which at times may exceed federally insured limits. These financial institutions are monitored by management to minimize its credit risk. The amount of credit exposure in excess of federally insured limits for cash and cash equivalents at March 31, 2023 and 2022, was \$0 and \$349,083, respectively.

Investments are managed by professional advisors subject to the Trust's investment policy. The degree and concentration of credit risk varies by the type of investment. Investments are in the custody of one commercial bank and several private investment firms within the same geographic region under unsecured discretionary trust agreements.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 4: INVESTMENTS

Investments are stated at fair value and are summarized as follows at March 31:

	<u>2023</u>	<u>2022</u>
Money Market Funds	\$ 223,126	\$ 126,671
Fixed Income	3,014,710	3,430,405
Equities	6,000,561	6,337,775
Life Settlements	74,718	126,614
Structured Settlements	<u>254,116</u>	<u>241,967</u>
 Total	 <u><u>\$ 9,567,231</u></u>	 <u><u>\$ 10,263,432</u></u>

The following schedule summarizes the net realized and unrealized gain (loss) on investments and its classification in the statement of activities for the years ended March 31:

	<u>2023</u>			<u>2022</u>		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
Realized Gain (Loss) on Sale of Investments	\$ (15,903)	\$ (363,216)	\$ (379,119)	\$ 148,919	\$ 603,644	\$ 752,563
Unrealized (Depreciation) of Investments	<u>(194,752)</u>	<u>(304,255)</u>	<u>(499,007)</u>	<u>(117,862)</u>	<u>(639,375)</u>	<u>(757,237)</u>
Total	<u><u>\$ (210,655)</u></u>	<u><u>\$ (667,471)</u></u>	<u><u>\$ (878,126)</u></u>	<u><u>\$ 31,057</u></u>	<u><u>\$ (35,731)</u></u>	<u><u>\$ (4,674)</u></u>

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 5: INVESTMENTS IN LIFE SETTLEMENT CONTRACTS

The Trust purchases life settlement contracts for long-term investment purposes and accounts for these investments under ASC 325-30, using the investment method of accounting. The investment method requires disclosure of the number of contracts, carrying value, premiums payable and face values. As of March 31, 2023, the Trust does not anticipate any future premiums payable because the policies have premium reserves for at least 24 months beyond the stated life expectancy. The Trust has invested in life settlement contracts with remaining life expectancies to the years ended March 31:

Year	Number of Contracts	Carrying Value	Premiums Payable	Face Value (Death Benefits)
2023	1	\$ 5,610	\$ -	\$ 8,645
2024	1	10,803	-	16,761
2025	1	39,543	-	69,162
2026	2	18,762	-	34,581
2027	0	-	-	-
Thereafter	1	-	-	-
Total	<u>6</u>	<u>\$ 74,718</u>	<u>\$ -</u>	<u>\$ 129,149</u>

NOTE 6: FAIR VALUE OF ASSETS

The Trust adheres to ASC 820-10, *Fair Value Measurements and Disclosures*, which provides the framework for measuring fair value under generally accepted accounting principles. The Trust's investments on the statements of financial position are categorized based upon the level of judgment associated with the inputs used to measure their fair value.

Hierarchical levels, defined by ASC-820 and directly related to the amount of subjectivity associated with the inputs to fair valuation of these assets and liabilities, are as follows:

Level 1 - Inputs that reflect unadjusted quoted prices in active markets for identical assets or liabilities that the Trust has the ability to access at the measurement date.

Level 2 - Inputs other than quoted prices that are observable for the asset either directly or indirectly, including inputs in markets that are not considered to be active.

Level 3 - Inputs that are unobservable, including those that are not derived from market data or which cannot be corroborated by market data. The determination of fair value for investments included in the Level 3 category requires considerable subjectivity and estimation.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 6: FAIR VALUE OF ASSETS - CONTINUED

A significant portion of the Trust's investment assets are classified within Level 1 because they are comprised of mutual funds with readily determinable fair values based on daily redemption values. Other investments include structured settlements that are valued at amortized cost based on present value techniques and risk-adjusted discount rates designed to reflect the assumptions market participants would use in pricing the investment. Other investments also include life settlements that are accounted for under the investment method. This means they were recorded at transaction price and increased by all direct external costs and premiums paid. They are tested for impairment annually.

The investment's categorization within the fair value hierarchy is based on the lowest level of significant input to its valuation:

	March 31, 2023	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Money Market Funds	\$ 223,126	\$ 223,126	\$ -	\$ -
Fixed Income	3,014,710	3,014,710	-	-
Equities	6,000,561	6,000,561	-	-
Life Settlements	74,718	-	-	74,718
Structured Settlements	254,116	-	-	254,116
Total	\$ 9,567,231	\$ 9,238,397	\$ -	\$ 328,834

The Trust had the following recurring fair value measurements as of March 31, 2022:

	March 31, 2022	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Money Market Funds	\$ 126,671	\$ 126,671	\$ -	\$ -
Fixed Income	3,430,405	3,430,405	-	-
Equities	6,337,775	6,337,775	-	-
Life Settlements	126,614	-	-	126,614
Structured Settlements	241,967	-	-	241,967
Total	\$ 10,263,432	\$ 9,894,851	\$ -	\$ 368,581

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 6: FAIR VALUE OF ASSETS - CONTINUED

The following is a reconciliation of the beginning and ending balances of assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the years ended March 31, 2023 and 2022.

	<u>Life Settlements</u>	<u>Structured Settlements</u>	<u>Total</u>
Year Ended March 31, 2023			
Balance at April 1, 2022	\$ 126,614	\$ 241,967	\$ 368,581
Purchases			
of Investments	-	-	-
Investment Return, Net	-	12,148	12,148
Distributions	<u>(51,895)</u>	<u>-</u>	<u>(51,895)</u>
Balance at March 31, 2023	<u>\$ 74,719</u>	<u>\$ 254,115</u>	<u>\$ 328,834</u>
Year Ended March 31, 2022			
Balance at April 1, 2021	\$ 126,614	\$ 230,405	\$ 357,019
Purchases			
of Investments	-	-	-
Investment Return, Net	-	11,562	11,562
Distributions	<u>-</u>	<u>-</u>	<u>-</u>
Balance at March 31, 2022	<u>\$ 126,614</u>	<u>\$ 241,967</u>	<u>\$ 368,581</u>

NOTE 7: ENVIRONMENTAL LIABILITIES

The Trust owns two properties which may incur environmental cleanup costs. Total cleanup costs on all projects recorded to date are \$919,657. The Trust has made cash expenditures of \$866,657 to date.

Costs which are expected to be expended in the future are estimated at \$53,000 and are included in the total cleanup costs above; however, the ultimate cost will depend on the extent of the contamination found and may be as much as \$85,000. A liability in the amount of \$53,000, which represents the estimated costs, has been provided for in the financial statements. The Trust does not anticipate additional environmental problems at its other locations.

NOTE 8: LEASE CREDIT

The Trust has entered into a lease agreement with a tenant where the tenant receives a \$17,500 credit per year for 20 years, starting on October 1, 2015, in exchange for the tenant completing \$350,000 of capital improvements on the

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 8: LEASE CREDIT - CONTINUED

leased property. The improvements were completed in a prior year and are included in unrestricted land, buildings and improvements on the statements of financial position.

	2024	\$	17,500
	2025		17,500
	2026		17,500
	2027		17,500
	2028		17,500
	Thereafter		<u>131,250</u>
	Total	\$	<u><u>218,750</u></u>

NOTE 9: LINE OF CREDIT

The Trust has a secured \$2,000,000 line of credit from PNC Bank. The line has an expiration date of November 29, 2023. Interest is payable monthly at Bloomberg Short-Term Bank Yield Index (BSBY) plus two hundred basis points. The rate at March 31, 2023 was 6.92%. The line is collateralized by securities owned by the Trust. As of March 31, 2023 and 2022, the outstanding balance was \$340,000 and \$765,000 respectively.

The line of credit was fully repaid in April, 2023.

NOTE 10: LONG-TERM DEBT

Long-term debt consisted of the following at March 31:

	2023	2022
Note payable to PNC Bank, interest at the BSBY plus 2.0% (6.92% at March 31, 2023), payable in monthly installments of \$2,810 plus interest, through November 2026. The note is collateralized by securities.	\$ 120,223	\$ 153,905
Less: Current Portion	<u>(33,725)</u>	<u>(33,725)</u>
Note Payable, Net of Current Maturities	<u><u>\$ 86,498</u></u>	<u><u>\$ 120,180</u></u>

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 10: LONG-TERM DEBT - CONTINUED

Long-term debt repayments due for the remaining term are as follows for the years ending March 31:

2024	\$	33,725	
2025		33,725	
2026		33,725	
2027		19,005	
2028		43	
Total	\$	120,223	

The note was fully repaid in April, 2023.

NOTE 11: RENTAL INCOME

The Trust is the lessor of real estate under operating leases which expire in various years through 2101. The Trust records its leasing activities under the operating method of accounting for leases. This method reflects rental income and related operating expenses on an as-realized, as-incurred basis over the terms of the various executed leases. Each lease agreement is negotiated between the Trust and the lessee. Leases may include lessee options to extend. Leases terminate upon expiration of lease agreement unless a new agreement is reached.

Minimum future rentals do not include unexercised options. Minimum future rentals to be received on leases (termination clauses apply) for each of the next five years and thereafter are as follows for the years ending March 31:

2024	\$	1,551,916	
2025		1,431,115	
2026		905,332	
2027		760,843	
2028		567,822	
Thereafter		3,049,974	
Total	\$	8,267,002	

NOTE 12: IN-KIND CONTRIBUTIONS

The Trust owns certain properties that it allows the tenants to use free of charge. These properties are the New Castle Public Library, the Old Library, the Good Will Fire Company, the New Castle Little League fields, the Penn Farm, the Town Hall, and Bellanca Airfield. The fair rental value of the properties is estimated at \$587,275 and \$480,400 for the years ended March 31, 2023 and 2022, respectively.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 12: IN-KIND CONTRIBUTIONS - CONTINUED

These fair values are recorded as in-kind contributions revenue and rent/in-kind contributions expense on the accompanying statements of activities.

The fair values for these contributions, as estimated by the Trust, are as follows for the years ended March 31, 2023 and 2022:

	2023	2022
New Castle Public Library	\$ 275,056	\$ 225,000
Old Library	51,344	42,000
Good Will Fire Company	93,519	76,500
New Castle Little League	85,573	70,000
Town Hall	21,393	17,500
Bellanca Airfield	60,390	49,400
Total In-Kind Rentals	\$ 587,275	\$ 480,400

NOTE 13: NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted to investment in perpetuity, the realized and unrealized gains therefrom are also to be reinvested in perpetuity. Interest and dividends are expendable for the benefit of the inhabitants of the City of New Castle. Net assets with donor restrictions consisted of the following as of March 31:

	2023	2022
Subject to Expenditure for Specified Purpose		
Perpetual Endowment		
Cash and Cash Equivalents	\$ 86,453	\$ -
Property, Net	2,078,202	2,109,164
Investments	6,928,598	7,676,968
Total Endowments	9,093,253	9,786,132
Total Net Assets with Donor Restrictions	\$ 9,093,253	\$ 9,786,132

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 14: ENDOWMENT

The Trust's endowment consists of investments and property and was established to benefit the inhabitants of the City of New Castle. Substantially all endowment assets originated with property donated by William Penn and his heirs. Certain parcels of this property were taken for public use via eminent domain and the proceeds have been invested. As required by generally accepted accounting principles, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Trust has interpreted the Delaware Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Trust classifies as net assets with donor restrictions (a) the original value of gifts donated to the perpetual endowment, (b) the original value of subsequent gifts to the perpetual endowment, and (c) accumulations to the perpetual endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. In accordance with UPMIFA, the Trust considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

1. The duration and preservation of the various funds.
2. The purposes of the donor-restricted endowment funds.
3. General economic conditions.
4. The possible effect of inflation and deflation.
5. The expected total return from income and the appreciation of investments.
6. Other resources of the Trust.
7. The Trust's investment policies.

Endowment net assets composition, by type of fund, as of March 31, 2023 and 2022:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Donor-Restricted Endowment Funds - March 31, 2023	<u>\$ -</u>	<u>\$ 9,093,253</u>	<u>\$ 9,093,253</u>
Donor-Restricted Endowment Funds - March 31, 2022	<u>\$ -</u>	<u>\$ 9,786,132</u>	<u>\$ 9,786,132</u>

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 14: ENDOWMENT - CONTINUED

Changes in endowment net assets are as follows for the years ended March 31, 2023 and 2022:

	2023		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment Net Assets - April 1, 2022	\$ -	\$ 9,786,132	\$ 9,786,132
Realized and Unrealized Gain	-	(667,471)	(667,471)
Investment Fees	-	(39,071)	(39,071)
Investment Income from Life Settlement Contract	-	44,625	44,625
Releases	-	(30,962)	(30,962)
	<u>-\$ -</u>	<u>\$ 9,093,253</u>	<u>\$ 9,093,253</u>
Endowment Net Assets - March 31, 2023	<u>\$ -</u>	<u>\$ 9,093,253</u>	<u>\$ 9,093,253</u>
	2022		
	Without Donor Restrictions	With Donor Restrictions	Total
Endowment Net Assets - April 1, 2021	\$ -	\$ 9,900,727	\$ 9,900,727
Realized and Unrealized Gain	-	(35,731)	(35,731)
Investment Fees	-	(47,902)	(47,902)
Releases	-	(30,962)	(30,962)
	<u>-\$ -</u>	<u>\$ 9,786,132</u>	<u>\$ 9,786,132</u>
Endowment Net Assets - March 31, 2022	<u>\$ -</u>	<u>\$ 9,786,132</u>	<u>\$ 9,786,132</u>

Return Objectives and Risk Parameters - The Trust has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. The Trust's objective is for its spending and investment policies to work together to achieve this objective. The investment policy establishes an achievable return objective through diversification within and across asset classes. Over time, the Trust expects its endowment to provide a rate of return that is sufficient to offset normal inflation. Actual returns in any given year may vary from this amount.

Spending Policy - The Trust's spending policy is to utilize interest and dividends for the benefit of the inhabitants of the City of New Castle, as budgeted and approved by the Board of Trustees.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 14: ENDOWMENT - CONTINUED

Strategies Employed for Achieving Objectives - The Trust has adopted a formal investment objective of long-term growth for the invested assets. The Trustees emphasize long-term capital appreciation as a primary source of return; recognize that the assets are exposed to risk and may be subject to fluctuation in market value from year to year; expect to earn returns sufficient to grow the purchasing power of the assets over the long-term; diversify the invested assets in order to reduce the risk of wide swings in market value from year to year or of incurring large losses that may result from concentrated positions; and achieve investment results over the long-term that compare favorably with other professionally managed portfolios and appropriate market indexes.

NOTE 15: RELATED-PARTY TRANSACTIONS

The Trust makes contributions from time to time to the New Castle Public Library Company, with which the Trust shares two common board members, and the New Castle Historical Society, with which the Trust shared one common board member until July 10, 2021. The shared board members between the Trust and the non-profit organizations receive no compensation for their services. Contributions for the years ended March 31, 2023 and 2022, totaled \$55,000 and \$50,000, respectively, to the New Castle Public Library Company. Contributions for the years ended March 31, 2023 and 2022, totaled \$10,806 and \$13,642, respectively, to the New Castle Historical Society. A business owned by the spouse of a former Trustee provided services to the Trust, under a contract, for the years ended March 31, 2023 and 2022, in the amounts of \$239,893 and \$255,509, respectively. The contract for these services was awarded three years prior to the former Trustee's election as a Trustee. The Trustee resigned in February, 2023.

NOTE 16: COMMITMENTS

The Trust executed a Memorandum of Understanding on April 10, 2018, with the City of New Castle (City), with the Trust agreeing to provide certain funding for infrastructure improvements to be undertaken by the City. The Board of Trustees awarded a grant that shall pay the amount of the principal and interest payments on the City's infrastructure improvements loan with limits up to \$56,250 per quarter for up to 40 consecutive quarters beginning in October 2018, upon timely presentation of invoices from the City with a copy of the invoice from the lender. The Board of Trustees disbursed \$225,000 to the City for each of the years ended March 31, 2023 and 2022.

TRUSTEES OF THE NEW CASTLE COMMON
NOTES TO FINANCIAL STATEMENTS - CONTINUED
MARCH 31, 2023

NOTE 17: LEASE ARRANGEMENTS AS LESSEE

During the years ended March 31, 2023 and 2022, the Trust leased office equipment under two different agreements that are classified as operating leases. One lease requires monthly payments of \$100 and expires in May 2028. The second lease requires monthly payments of \$114 and expires in March 2024.

As of March 31, 2023, future minimum lease payments under noncancelable leases with terms greater than one year are as follows:

	<u>Operating Lease</u>
2024	\$ 2,568
2025	1,200
2026	1,200
2027	1,200
2028	1,200
Thereafter	200
Total Future Minimum Lease Payments	7,568
Less: Amount Representing Imputed Interest	1,031
Present Value of Future Minimum Lease Payments	6,537
Less: Current Maturities	2,568
Lease Obligations - Net of Current Maturities	\$ 3,969

The following are required lease disclosures as of and for the year ended March 31, 2023:

Cash Paid for Amounts in the Measurement of Lease Liabilities	
Operating Cash Flows for Operating Leases	\$ 1,468
Operating Lease Cost	\$ 1,468
Weighted-Average Remaining Lease Term - Operating Leases	4
Weighted-Average Discount Rate - Operating Leases	6.44%

The weighted-average discount rate is based on the Trust's marginal borrowing rate.