



LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.

Financial Statements
(Together with Independent Auditors' Report)

For the Year Ended October 31, 2013
(With Comparative Totals For October 31, 2012)

M A R K S P A N E T H

ACCOUNTANTS & ADVISORS

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.

**FINANCIAL STATEMENTS
(Together with Independent Auditors' Report)**

**FOR THE YEAR ENDED OCTOBER 31, 2013
(With Comparative Totals For October 31, 2012)**

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INDEPENDENT AUDITORS' REPORT

To The Board of Directors
Lambda Legal Defense and Education Fund, Inc.

We have audited the accompanying financial statements of the Lambda Legal Defense and Education Fund, Inc. ("Lambda Legal"), which comprise the statement of financial position as of October 31, 2013, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the 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 audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit 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 auditor considers internal control relevant to the entity'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 entity'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.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Lambda Legal as of October 31, 2013, and the 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.

Other Matter

The prior year summarized comparative information has been derived from Lambda Legal's October 31, 2012 financial statements and, in our report dated March 14, 2013, we expressed an unqualified opinion on those financial statements.

Marks Paneth LLP

New York, NY
February 5, 2014



LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
STATEMENT OF FINANCIAL POSITION
AS OF OCTOBER 31, 2013
(With Comparative Totals For October 31, 2012)

	2013	2012
ASSETS		
Cash (Note 11)	\$ 758,551	\$ 1,490,022
Pledges receivable, net - individuals (Note 2K)	411,526	411,234
Grants receivable - foundations and corporations (Note 2K)	75,000	315,000
Bequests receivable, net (Notes 2H and 3)	3,196,581	4,540,747
Prepaid expenses and other assets	870,051	716,700
Property and equipment, net (Notes 2D and 5)	675,035	615,240
Investments (Notes 2E, 4 and 12)	12,742,003	9,679,387
Assets held for gift annuities (Notes 2G, 4 and 12)	1,766,080	1,677,825
Beneficial interest in trusts (Note 13)	1,407,533	1,213,871
TOTAL ASSETS	\$ 21,902,360	\$ 20,660,026
LIABILITIES		
Accounts payable and accrued expenses	\$ 595,037	\$ 586,603
Accrued payroll and vacation	501,369	420,142
Deferred income (Note 2L)	14,461	5,958
Deferred rent (Note 2M)	727,451	631,338
Liabilities under gift annuities (Notes 2G and 12)	928,615	921,646
TOTAL LIABILITIES	2,766,933	2,565,687
COMMITMENTS AND CONTINGENCIES (Note 7)		
NET ASSETS (Note 2C)		
Unrestricted	13,647,090	11,204,564
Temporarily restricted (Note 8)	5,208,235	6,609,673
Permanently restricted (Note 8)	280,102	280,102
TOTAL NET ASSETS	19,135,427	18,094,339
TOTAL LIABILITIES AND NET ASSETS	\$ 21,902,360	\$ 20,660,026

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

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED OCTOBER 31, 2013
(With Comparative Totals For October 31, 2012)

	For the Year Ended October 31, 2013				
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total 2013	Total 2012
PUBLIC SUPPORT AND REVENUE:					
Special events revenue	\$ 3,963,516	\$ 397,486	\$ -	\$ 4,361,002	\$ 3,939,363
Less: direct special event expenses	(658,428)	-	-	(658,428)	(531,854)
Net revenues from special events	3,305,088	397,486	-	3,702,574	3,407,509
Grants from foundations and corporations (Note 2B)	410,358	728,369	-	1,138,727	1,495,349
Contributions and memberships (Note 2B)	4,672,641	205,583	-	4,878,224	4,500,703
Bequests (Note 2H)	4,274,188	124,162	-	4,398,350	6,424,754
Donated services (Notes 2F and 9)	6,659,716	-	-	6,659,716	6,581,115
Attorney fees (Note 2J)	45,321	-	-	45,321	426,867
Revenue under gift annuities (Note 2G)	56,272	-	-	56,272	152,825
Investment activity (Note 4)	932,861	20,335	-	953,196	155,978
Change in value of gift annuities (Note 2G)	(23,494)	-	-	(23,494)	27,336
Change in value of beneficial interest in trusts (Note 13)	-	193,662	-	193,662	17,020
Other revenue (Note 7)	62,611	-	-	62,611	151,071
Loss on disposal of property and equipment (Note 5)	(957)	-	-	(957)	(229)
Net assets released from restrictions (Note 8)	3,071,035	(3,071,035)	-	-	-
TOTAL PUBLIC SUPPORT AND REVENUE	23,465,640	(1,401,438)	-	22,064,202	23,340,298
EXPENSES:					
Program Services:					
Legal	11,283,186	-	-	11,283,186	10,774,987
Educational	5,202,496	-	-	5,202,496	4,834,038
Total program services	16,485,682	-	-	16,485,682	15,609,025
Supporting Services:					
Management and general	1,799,179	-	-	1,799,179	1,606,562
Fundraising	2,527,320	-	-	2,527,320	2,193,003
Special events	210,933	-	-	210,933	282,271
Total supporting services	4,537,432	-	-	4,537,432	4,081,836
TOTAL EXPENSES	21,023,114	-	-	21,023,114	19,690,861
CHANGE IN NET ASSETS	2,442,526	(1,401,438)	-	1,041,088	3,649,437
Net assets - beginning of year	11,204,564	6,609,673	280,102	18,094,339	14,444,902
NET ASSETS - END OF YEAR	\$ 13,647,090	\$ 5,208,235	\$ 280,102	\$ 19,135,427	\$ 18,094,339

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

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED OCTOBER 31, 2013
(With Comparative Totals For October 31, 2012)

	For the Year Ended October 31, 2013								
	Program Services			Supporting Services					
	Legal	Educational	Total Program Services	Management and General	Fundraising	Special Events	Total Supporting Services	Total 2013	Total 2012
Salaries	\$ 2,891,901	\$ 2,134,498	\$ 5,026,399	\$ 757,402	\$ 1,101,676	\$ -	\$ 1,859,078	\$ 6,885,477	\$ 6,424,175
Payroll taxes and employee benefits (Note 6)	1,105,173	815,723	1,920,896	289,450	421,018	-	710,468	2,631,364	2,389,386
Total Salaries and Related Costs	3,997,074	2,950,221	6,947,295	1,046,852	1,522,694	-	2,569,546	9,516,841	8,813,561
Donated services (Notes 2F and 9)	6,248,126	188,328	6,436,454	156,752	66,510	-	223,262	6,659,716	6,581,115
Printing and outreach	-	892,097	892,097	-	544,173	65,161	609,334	1,501,431	1,342,993
Occupancy (Note 7)	451,146	320,815	771,961	90,229	140,356	-	230,585	1,002,546	1,000,655
Professional services	32,706	356,573	389,279	160,995	79,947	100,625	341,567	730,846	490,897
Travel and meetings	136,580	249,615	386,195	32,024	44,353	33,593	109,970	496,165	398,143
Office supplies	35,108	24,966	60,074	7,021	10,923	-	17,944	78,018	76,775
Insurance	41,140	29,255	70,395	8,228	12,799	-	21,027	91,422	88,471
Equipment rental and repairs	29,514	20,988	50,502	5,903	9,182	-	15,085	65,587	64,933
Telecommunications	90,306	74,954	165,260	18,061	28,095	-	46,156	211,416	181,333
Dues and subscriptions	21,510	6,868	28,378	2,404	9,181	-	11,585	39,963	35,679
Credit card and bank charges (Note 4)	-	-	-	224,471	-	-	224,471	224,471	154,742
Postage	26,370	27,175	53,545	4,557	25,002	11,554	41,113	94,658	78,737
Recruitment and training	7,775	13,414	21,189	10,080	13,443	-	23,523	44,712	19,857
Direct case expenses	99,419	-	99,419	-	-	-	-	99,419	131,541
Direct special event expenses	-	-	-	-	-	658,428	658,428	658,428	531,854
Bad debt	-	-	-	18,320	-	-	18,320	18,320	112,234
Depreciation and amortization (Note 5)	66,412	47,227	113,639	13,282	20,662	-	33,944	147,583	119,195
Subtotal	11,283,186	5,202,496	16,485,682	1,799,179	2,527,320	869,361	5,195,860	21,681,542	20,222,715
Less: expenses deducted directly from revenues on the statement of activities	-	-	-	-	-	(658,428)	(658,428)	(658,428)	(531,854)
TOTAL EXPENSES	\$ 11,283,186	\$ 5,202,496	\$ 16,485,682	\$ 1,799,179	\$ 2,527,320	\$ 210,933	\$ 4,537,432	\$ 21,023,114	\$ 19,690,861

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

LAMDBA LEGAL DEFENSE AND EDUCATION FUND, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED OCTOBER 31, 2013
(With Comparative Totals For October 31, 2012)

	<u>2013</u>	<u>2012</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	\$ 1,041,088	\$ 3,649,437
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation and amortization	147,583	119,195
Loss on disposition of property and equipment	957	229
Change in value of gift annuities	23,494	(27,336)
Change in value of beneficial interest in trusts	(193,662)	(17,020)
Change in discount on bequest receivable	(99,162)	(141,077)
Net realized and unrealized gain on investments and gift annuities	(791,039)	(96,985)
Donated investments	(352,367)	(288,237)
Deferred rent	96,113	402,107
Bad debt expense	18,320	112,234
	<u>(108,675)</u>	<u>3,712,547</u>
Changes in operating assets and liabilities:		
(Increase) decrease in assets:		
Pledges receivable - individuals	(18,612)	(126,200)
Grants receivable - foundations and corporations	240,000	(177,500)
Bequest receivable	1,443,328	1,571,116
Prepaid expenses and other assets	(153,351)	(260,034)
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	8,434	(1,461)
Accrued payroll and vacation	81,227	3,352
Deferred income	8,503	(10,362)
	<u>1,500,854</u>	<u>4,711,458</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from investment sales	14,551,640	9,522,058
Purchase of investments	(16,559,105)	(13,416,328)
Purchase of property and equipment and leasehold improvements	(208,335)	(32,492)
	<u>(2,215,800)</u>	<u>(3,926,762)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Payments on annuities and trusts	(104,803)	(96,416)
Proceeds from issuance of annuities	88,278	276,761
	<u>(16,525)</u>	<u>180,345</u>
NET (DECREASE) INCREASE IN CASH	<u>(731,471)</u>	<u>965,041</u>
Cash - beginning of year	<u>1,490,022</u>	<u>524,981</u>
CASH - END OF YEAR	<u>\$ 758,551</u>	<u>\$ 1,490,022</u>

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

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
NOTES TO FINANCIAL STATEMENTS
OCTOBER 31, 2013

NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES

The Lambda Legal Defense and Education Fund, Inc. (“Lambda Legal”) is a national organization committed to achieving full recognition of the civil rights of lesbians, gay men, bisexuals, transgender people and those with HIV through impact litigation, education and public policy work.

Founded in 1973, Lambda Legal is a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code, and has been held to be a publicly supported organization and not a private foundation under Section 509(a). Funding is primarily from contributions, bequests and donated services.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- A. Lambda Legal's financial statements have been prepared on the accrual basis of accounting. Lambda Legal adheres to accounting policies generally accepted in the United States of America (“U.S. GAAP”).
- B. Lambda Legal reports gifts of cash and other assets as temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor 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. Accordingly, even if a restriction is fulfilled in the same time period in which the contribution is received, Lambda Legal reports the support as temporarily restricted, as well as released from restrictions.
- C. Lambda Legal maintains its net assets under the following three classes:
- Unrestricted – net assets that are neither permanently nor temporarily restricted by donor-imposed stipulations.
 - Temporarily Restricted – net assets resulting from contributions and other inflows of assets whose use by Lambda Legal is limited by donor-imposed stipulations that either expire by the passage of time or can be fulfilled and removed by actions of Lambda Legal pursuant to those stipulations. In addition, earnings on endowment assets are classified as temporarily restricted until appropriated for operations by the Board. When such stipulations end or are fulfilled or endowment earnings are appropriated for operations, such temporarily restricted net assets are reported in the statement of activities as net assets released from restrictions.
 - Permanently Restricted – net assets resulting from contributions and other inflows of assets whose use by Lambda Legal is limited by donor-imposed stipulations that neither expire by the passage of time nor can be fulfilled or otherwise removed by actions of Lambda Legal.
- D. Property and equipment is stated at cost less accumulated depreciation or amortization. These amounts do not purport to represent replacement or realizable values. Contributed fixed assets are stated at fair value at the date of gift. Lambda Legal has established a \$1,000 threshold above which assets are capitalized. Purchases below \$1,000 are expensed at the time of acquisition. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful lives or the term of the lease. All other property and equipment is depreciated on a straight-line basis over the estimated useful lives of the assets.
- E. Investments are stated at their fair values. Realized and unrealized gains and losses are recognized as changes in net assets in the period in which they occur, and investment income is recognized as revenue in the period earned.
- F. Lambda Legal records contributed items at their fair value on the date of receipt. Lambda Legal also receives contributed services that are an integral part of its operations. Such services are only recorded as contributions in-kind (at their fair value) provided they meet the criteria for recognition. Donated services received are estimated at \$6,659,716 and \$6,581,115 for the years ended October 31, 2013 and 2012, respectively, and are reflected as donated services as both income and expense in the accompanying financial statements.

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
NOTES TO FINANCIAL STATEMENTS
OCTOBER 31, 2013

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

- G. Lambda Legal has a gift annuity plan whereby donors may contribute assets in exchange for the right to receive a fixed-dollar annual return of the gift assets during their lifetimes. Payments begin in accordance with the timing stipulated in the gift annuity contracts. The difference between the original annuity amount invested and the discounted liability for future payments, determined on an actuarial basis, is recognized as contribution income at the date of the gift. The actuarial liability is revalued annually and any surplus or deficiency is recognized as a change in value in the statement of activities.

Lambda Legal is the recipient of deferred gift annuities. Each annuity is summarized in the table below.

	Amount Received	Fiscal Year Received	Payments Commencing in	Annual Payment	Lambda Legal Obligated To Make Payments Until
1)	\$ 20,000	10/31/2005	September 2015	\$ 1,940	donor's death
2)	\$ 10,116	10/31/2009	October 2015	\$ 648	donor's death, thereafter to beneficiary till his/her death
3)	\$ 50,000	10/31/2009	December 2014	\$ 3,300	donor's death
4)	\$ 20,000	10/31/2011	June 2020	\$ 1,700	donor's death
5)	\$ 10,000	10/31/2011	December 2016	\$ 650	donor's death
6)	\$ 10,331	10/31/2012	June 2017	\$ 537	donor's death, thereafter to beneficiary till his/her death
7)	\$ 25,000	10/31/2013	March 2015	\$ 1,150	donor's death, thereafter to beneficiary till his/her death
8)	\$ 10,000	10/31/2013	December 2018	\$ 510	donor's death

For each of the above deferred gift annuities, if the donor and/or beneficiary die before the date in which payments are scheduled to commence, Lambda Legal is released from all obligations.

Lambda Legal's entire gift annuity program has a recorded asset amounting to \$1,766,080 and a liability of \$928,615 as of October 31, 2013. Contribution income of \$56,272 and \$152,825 for the years ended October 31, 2013 and 2012, respectively, is included in the accompanying statement of activities.

- H. Legacies and bequests are recognized when Lambda Legal is notified that all disputes are resolved and funds are forthcoming. Accordingly, bequests are accrued when wills have passed through probate and legal counsel has confirmed amounts held on behalf of Lambda Legal. It is Lambda Legal's practice to discount bequests receivable due in more than one year to its present value using a risk free rate of return, unless the value is immaterial. The amortization of the bequest discount is reflected as additional contribution revenue. Lambda Legal received a generous bequest in fiscal year 2008 further discussed in Note 3.
- I. Lambda Legal's split-interest agreements with donors consist primarily of irrevocable charitable remainder trusts held by third parties. Charitable remainder unitrust gifts are time-restricted contributions not available to Lambda Legal until after the death of the donor and other beneficiaries, who, while living, receive payouts from the trust based on a fixed percentage of the market value of the invested funds each year as stated in the trust agreements. The trust agreements, in certain instances, allow for the beneficiaries to receive additional distributions, which may substantially reduce the value of expected future cash flows.

Lambda Legal recognizes as assets and contributions to temporarily restricted net assets the fair value of the trusts based on the present value of the estimated expected future cash flows from the trusts' assets. The carrying value of the assets is adjusted to fair value at the end of the year. Distributions received by Lambda Legal are unrestricted for general purposes.

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
NOTES TO FINANCIAL STATEMENTS
OCTOBER 31, 2013

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

- J. Attorney fees are agreed upon fees in amounts corresponding to the value of the time spent by attorneys and can include reimbursement of actual expenses incurred while litigating matters on behalf of Lambda Legal's clients.
- K. Pledges and grants are recorded as revenue when the pledge or grant is made. It is Lambda Legal's practice to discount pledges and grants receivable due in more than one year to present value unless the value is immaterial. Pledges and grants receivable are all scheduled to be collected in the next fiscal year. Historically, Lambda Legal has not experienced significant bad debt losses. Lambda Legal bases its allowance for doubtful accounts on its historical loss experience considering the age of the receivables. Pledges and grants receivable are written off against the allowance for doubtful accounts when all reasonable collection efforts have been exhausted. Lambda Legal has determined that an allowance of approximately \$51,000 and \$69,000 was necessary as of October 31, 2013 and 2012, respectively, for pledges receivable and no allowance was necessary for grants receivable.
- L. Lambda Legal also receives cash in advance of special events that are to be held after the statement of financial position date. It is Lambda Legal's policy to record the contribution portion of the events as income when received and the exchange portion as deferred income until earned.
- M. As described in Note 7, Lambda Legal has lease agreements for the rental of offices in a number of locations. Under the terms of the various lease agreements, the lessors have provided free rent periods and/or other pricing concessions to Lambda Legal. In conformity with U.S. GAAP, Lambda Legal has recorded an adjustment to rent expense to reflect the difference between the rent paid and the average rent to be paid over the terms of the leases which amounted to \$562,490 and \$542,222 for the years ended October 31, 2013 and 2012, respectively, and recorded such amounts as an increase in occupancy expenses. Straight-lining of rent gives rise to a timing difference that is reflected as deferred rent in the accompanying statement of financial position.
- N. The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates.
- O. The October 31, 2013 financial statements include certain prior-year summarized comparative information in total but not in detail for the statements of activities and functional expenses. In addition, certain notes to the financial statements do not contain full detail for October 31, 2012. As a result, the October 31, 2012 comparative information does not include sufficient detail to constitute a presentation in conformity with U.S. GAAP. Accordingly, such October 31, 2012 information should be read in conjunction with Lambda Legal's financial statements for the year ended October 31, 2012, from which the summarized information was derived.
- P. Fair value measurements are based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In order to increase consistency and comparability in fair value measurements, a fair value hierarchy prioritizes observable and unobservable inputs used to measure fair value into three levels, as described in Note 12.
- Q. Certain items in the October 31, 2012 financial statements have been reclassified to conform to the October 31, 2013 presentation and had no impact on the change in net assets for the year ended October 31, 2013.

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
NOTES TO FINANCIAL STATEMENTS
OCTOBER 31, 2013

NOTE 3 – BEQUESTS RECEIVABLE

Bequests receivable consist primarily of a generous bequest from the Estate of Ric Weiland. As of October 31, 2013, and 2012 the net bequest receivable associated with this contribution amounted to approximately 87% and 86%, respectively, of total receivables. Equal quarterly disbursements of the Weiland Estate commenced in March of 2008 and are scheduled to continue for an eight year period. During the year ended October 31, 2009, Lambda Legal was notified of an additional distribution to be made over the same period.

As of October 31, 2013 and 2012, bequests receivable are scheduled to be received as follows:

	<u>2013</u>	<u>2012</u>
Amount due in less than one year	\$ 1,453,328	\$ 1,448,328
Amount due in one to five years	<u>1,810,403</u>	<u>3,258,731</u>
	3,263,731	4,707,059
Less discount (at 3.23% and 2.56%, respectively)	<u>(67,150)</u>	<u>(166,312)</u>
	<u>\$ 3,196,581</u>	<u>\$ 4,540,747</u>

NOTE 4 – INVESTMENTS AND ASSETS HELD FOR GIFT ANNUITIES

Investments consist of the following as of October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Money market funds	\$ 505,603	\$ 6,770,068
Equities and equity mutual fund	4,744,766	740,843
Fixed income	<u>7,491,634</u>	<u>2,168,476</u>
	<u>\$ 12,742,003</u>	<u>\$ 9,679,387</u>

Certain investments are subject to market volatility that could substantially change their carrying value in the near term.

Assets held for gift annuities consist of the following as of October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Money market funds	\$ 32,570	\$ 90,304
Equities and equity mutual fund	704,842	594,625
Fixed income	<u>1,028,668</u>	<u>992,896</u>
	<u>\$ 1,766,080</u>	<u>\$ 1,677,825</u>

Investment activity for investments held consists of the following for the years ended October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Interest and dividends	\$ 140,037	\$ 39,925
Unrealized gain on investments	689,481	38,169
Realized (loss) gain on investment sales	<u>(25,141)</u>	<u>1,041</u>
	<u>\$ 804,377</u>	<u>\$ 79,135</u>

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
NOTES TO FINANCIAL STATEMENTS
OCTOBER 31, 2013

NOTE 4 – INVESTMENTS AND ASSETS HELD FOR GIFT ANNUITIES (Continued)

Investment activity for assets held for gift annuities consists of the following for the years ended October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Interest and dividends	\$ 22,120	\$ 19,068
Unrealized gain on investments	118,927	50,309
Realized gain on investment sales	<u>7,772</u>	<u>7,466</u>
	<u>\$ 148,819</u>	<u>\$ 76,843</u>
Total investment activity	<u>\$ 953,196</u>	<u>\$ 155,978</u>

Lambda Legal incurred investment management fees of \$65,185 and \$14,788 during the years ended October 31, 2013 and 2012, respectively. The fees are reflected as credit card and bank charges in the accompanying statement of functional expenses.

NOTE 5 – PROPERTY AND EQUIPMENT

Property and equipment consists of the following as of October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>	<u>Estimated Useful Lives</u>
Furniture, fixtures and equipment	\$ 831,980	\$ 825,014	3-5 years
Leasehold improvements	<u>516,680</u>	<u>495,982</u>	5-15 years
Total cost	1,348,660	1,320,996	
Less: accumulated depreciation and amortization	<u>(673,625)</u>	<u>(705,756)</u>	
Net book value	<u>\$ 675,035</u>	<u>\$ 615,240</u>	

Depreciation and amortization expense amounted to \$147,583 and \$119,195 for the years ended October 31, 2013 and 2012, respectively. During the year ended October 31, 2013, Lambda Legal disposed of property and equipment totaling \$180,671 and having a net book value of \$957. This resulted in a loss on disposal amounting to \$957.

NOTE 6 – PENSION PLAN

Lambda Legal maintains a qualified defined contribution pension plan covering all eligible employees after one year of service. Employees vest over a multiyear period. Lambda Legal makes discretionary contributions to this plan based on an approval by the Board of Directors. For each of the years ended October 31, 2013 and 2012, Lambda Legal contributed 10% of the participating employees' salaries, which amounted to approximately \$592,000 and \$540,000, respectively.

NOTE 7 – COMMITMENTS AND CONTINGENCIES

A. Lambda Legal has lease agreements for the rental of its New York, Los Angeles, Chicago, Dallas and Atlanta offices. Minimum annual rentals related to the above leases are as follows for years ended subsequent to October 31, 2013:

2014	\$ 990,912
2015	1,003,826
2016	958,362
2017	989,825
2018	950,094
Thereafter	<u>7,059,947</u>
	<u>\$ 11,952,966</u>

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
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NOTE 7 – COMMITMENTS AND CONTINGENCIES (Continued)

Rent expense amounted to approximately \$938,000 and \$935,000 for the years ended October 31, 2013 and 2012, respectively.

Other revenue in the accompanying statement of activities includes rental income from subleases amounting to \$6,150 and \$5,860 for the years ended October 31, 2013 and October 31, 2012, respectively.

- B. Lambda Legal has no uncertain income tax positions as of October 31, 2013 in accordance with Accounting Standards Codification (“ASC”) Topic 740 (“Income Taxes”), which provides standards for establishing and classifying any tax provisions for uncertain tax positions. Lambda Legal is no longer subject to federal or state and local income tax examinations by tax authorities for years ended before October 31, 2010.

NOTE 8 – NET ASSETS

Temporarily restricted net assets consist of the following as of October 31, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Time restrictions	\$ 5,141,314	\$ 6,527,788
Purpose restrictions	19,701	55,000
Unappropriated earnings from permanently restricted fund	<u>47,220</u>	<u>26,885</u>
	<u>\$ 5,208,235</u>	<u>\$ 6,609,673</u>

Net assets were released from restrictions during the year ended October 31, 2013 by incurring expenses or the passage of time, thus satisfying the restricted purposes as follows:

Marriage	\$ 219,838
Youth In Out of Home Care	156,075
Midwest Regional Office	153,104
Fair Courts	126,340
Transgender Rights	78,500
Other	115,674
Period ended October 31, 2013	<u>2,221,504</u>
	<u>\$ 3,071,035</u>

Lambda Legal has adopted reasonable and prudent investment policies for endowment assets that attempt to achieve favorable investment returns without exposure to undue risk that would threaten the preservation and growth of endowment principal. The portfolio is invested by external investment managers based on a diversified total-return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

Lambda Legal recognizes that the New York Prudent Management of Institutional Funds Act (“NYPMIFA”) permits the Board of Directors to appropriate for expenditure all earnings of endowment funds (both realized and unrealized) with a presumption of prudence to a ceiling of 7% annually based on a quarterly rolling five-year average of the endowment’s market value. The Board is currently reviewing its endowment spending policy to ensure it is consistent with its objective of preservation and growth of principal, and therefore for the years ended October 31, 2013 and 2012, Lambda Legal has not appropriated any endowment funds for expenditure.

In accordance with NYPMIFA, any unappropriated earnings on endowment funds that would otherwise be considered unrestricted by the donor should be reflected as temporarily restricted until appropriated by the Board of Directors. Accordingly, all investment earnings on the endowment since inception have been reclassified as temporarily restricted net assets in a manner consistent with the standards prescribed by NYPMIFA.

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NOTES TO FINANCIAL STATEMENTS
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NOTE 8 – NET ASSETS (Continued)

Changes in endowment net assets for year ended October 31, 2013 are as follows:

	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total 2013</u>
Investment Activity:			
Unrealized and realized gain on investments	\$ 20,335	\$ -	\$ 20,335
Change in endowment net assets	20,335	-	20,335
Endowment net assets, beginning of year	<u>26,885</u>	<u>280,102</u>	<u>306,987</u>
Endowment net assets, end of year	<u>\$ 47,220</u>	<u>\$ 280,102</u>	<u>\$ 327,322</u>

Endowment net assets of \$327,322 are included with investments in the statement of financial position as of October 31, 2013.

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor requires Lambda Legal to retain as a fund of perpetual duration. In accordance with Lambda Legal's policy noted at Note 2C, deficiencies of this nature are reported in either restricted or unrestricted net assets. These deficiencies resulted from unfavorable market fluctuations that occurred in the economy as a whole that may affect the amount that is required to be retained permanently. Lambda Legal has not incurred such deficiencies in its endowment funds as of October 31, 2013.

NOTE 9 – DONATED SERVICES

Some of the program services provided by Lambda Legal are furnished by lawyers and other professionals who, working under the supervision and guidance of Lambda Legal staff members, perform their services free of cost. The total amount of donated services for the years ended October 31, 2013 and 2012 amounted to \$6,659,716 and \$6,581,115, respectively.

NOTE 10 – ALLOCATION OF JOINT COSTS

Lambda Legal incurred joint costs of \$392,134 (other than donated services) for informational materials and activities that were included in fundraising appeals during the year ended October 31, 2013. Of these costs, \$137,262 was allocated to program expenses and \$254,872 was allocated to fundraising.

NOTE 11 – CONCENTRATIONS

Cash that potentially subjects Lambda Legal to a concentration of credit risk includes cash accounts with banks that at times exceed the Federal Deposit Insurance Corporation ("FDIC") insurance limits. Interest bearing accounts are insured up to \$250,000 per depositor. Through December 31, 2012, non interest bearing accounts are fully insured. Beginning in 2013, noninterest bearing accounts are insured the same as interest bearing accounts. As of October 31, 2013 and 2012, there was approximately \$696,000 and \$1,276,000, respectively, of cash held by banks that exceeded FDIC limits. Such excess includes outstanding checks. As of October 31, 2013 and 2012, cash and cash equivalents included in the investment account not insured amounted to approximately \$532,000 and \$6,860,000, respectively.

NOTE 12 – FAIR VALUE MEASUREMENTS

In determining fair value, Lambda Legal utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs, to the extent possible in its assessment of fair value.

The fair value hierarchy defines three levels as follows:

Level 1: Valuations based on quoted prices (unadjusted) in an active market that are accessible at the measurement date for identical assets and liabilities. The fair value hierarchy gives the highest priority to Level 1 inputs.

Level 2: Valuations based on observable inputs other than level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in inactive markets; or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated with observable market data.

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
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NOTE 12 – FAIR VALUE MEASUREMENTS (Continued)

Level 3: Valuations based on unobservable inputs are used when little or no market data is available. The fair value hierarchy gives lowest priority to Level 3 inputs.

Investments in money market funds, corporate equities, and U.S. government securities are valued using market prices in active markets (Level 1). Mutual funds are valued at the net asset value (“NAV”) of shares held by Lambda Legal at year end based upon quoted market prices determined in an active market. Level 1 instrument valuations are obtained from real-time quotes for transactions in active exchange markets involving identical assets. Investments in corporate bond mutual fund obligations are valued using quoted prices in inactive markets (Level 2). Level 2 instruments valuations are obtained from similar assets or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated with observable market data.

Financial assets and liabilities are carried at fair value at October 31, 2013 are classified as Level 1 and Level 2 in the table as follows:

ASSETS CARRIED AT FAIR VALUE:	<u>Level 1</u>	<u>Level 2</u>	<u>Total 2013</u>
Investments:			
Money market funds	\$ 505,603	\$ -	\$ 505,603
Equities and equity mutual funds:			
Consumer goods	888,415	-	888,415
Health Care	427,965	-	427,965
Technology	637,664	-	637,664
Financial	563,400	-	563,400
Industrial	563,943	-	563,943
International	829,067	-	829,067
Other	834,312	-	834,312
Fixed income:			
U.S. government bonds	2,313,401	-	2,313,401
Bond mutual funds	<u>5,178,233</u>	<u>-</u>	<u>5,178,233</u>
Total investments	<u>12,742,003</u>	<u>-</u>	<u>12,742,003</u>
Assets held for gift annuities:			
Money market funds	32,570	-	32,570
Equities and equity mutual funds:			
Domestic large cap	576,967	-	576,967
International	122,256	-	122,256
Other	5,619	-	5,619
Fixed income:			
Corporate bonds	-	118,154	118,154
U.S. government bonds	<u>910,514</u>	<u>-</u>	<u>910,514</u>
Total assets held for gift annuities	<u>1,647,926</u>	<u>118,154</u>	<u>1,766,080</u>
TOTAL ASSETS AT FAIR VALUE	<u>\$ 14,389,929</u>	<u>\$ 118,154</u>	<u>\$ 14,508,083</u>
LIABILITIES CARRIED AT FAIR VALUE:			
Liabilities under gift annuities	<u>\$ -</u>	<u>\$ 928,615</u>	<u>\$ 928,615</u>
TOTAL LIABILITIES AT FAIR VALUE	<u>\$ -</u>	<u>\$ 928,615</u>	<u>\$ 928,615</u>

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
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OCTOBER 31, 2013

NOTE 12 – FAIR VALUE MEASUREMENTS (Continued)

Financial assets and liabilities are carried at fair value at October 31, 2012 are classified as Level 1 and Level 2 in the table as follows:

ASSETS CARRIED AT FAIR VALUE:	<u>Level 1</u>	<u>Level 2</u>	<u>Total 2012</u>
Investments:			
Money market funds	\$ 6,770,068	\$ -	\$ 6,770,068
U.S. treasury bonds	2,158,476	-	2,158,476
Equities:			
Corporate equities:	49,737	-	49,737
Mutual Funds:			
Large blend and value	533,906	-	533,906
International	99,351	-	99,351
Corporate bond	-	10,000	10,000
Mid cap blend	<u>57,849</u>	<u>-</u>	<u>57,849</u>
Total investments	<u>9,669,387</u>	<u>10,000</u>	<u>9,679,387</u>
Assets held for gift annuities:			
Money market funds	90,304	-	90,304
U.S. treasury bonds	464,119	-	464,119
Federal home mortgage bonds	190,044	-	190,044
Fixed income – corporate bonds	-	331,655	331,655
International	7,078	-	7,078
Mutual Funds:			
Large blend and value	232,032	-	232,032
Large growth	230,740	-	230,740
International	103,703	-	103,703
Small growth and value	20,060	-	20,060
Mid cap blend	<u>8,090</u>	<u>-</u>	<u>8,090</u>
Total assets held for gift annuities	<u>1,346,170</u>	<u>331,655</u>	<u>1,677,825</u>
TOTAL ASSETS AT FAIR VALUE	<u>\$ 11,015,557</u>	<u>\$ 341,655</u>	<u>\$ 11,357,212</u>

LIABILITIES CARRIED AT FAIR VALUE:

Liabilities under gift annuities	<u>\$ -</u>	<u>\$ 921,646</u>	<u>\$ 921,646</u>
TOTAL LIABILITIES AT FAIR VALUE	<u>\$ -</u>	<u>\$ 921,646</u>	<u>\$ 921,646</u>

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the end of the reporting period. For the year ended October 31, 2013, there were no transfers.

LAMBDA LEGAL DEFENSE AND EDUCATION FUND, INC.
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NOTE 13 – BENEFICIAL INTEREST IN TRUSTS

Lambda Legal has been named a beneficiary in charitable trusts, six of which provide Lambda Legal current information.

The first trust is a Charitable Remainder Trust, from which upon the death of the recipient named in the trust, \$675,000 will be distributed among five other organizations and Lambda Legal will receive any remaining balance.

The second trust is a Charitable Remainder Annuity Trust from which a beneficiary is currently receiving 8.5% of the initial net-fair market value of the assets that passed into trust as finally determined for federal tax purposes. Subsequent to this beneficiary passing, Lambda Legal is named to receive 33.3% of the balance of the trust.

The third trust is a Charitable Remainder UniTrust from which a beneficiary is currently receiving 8% of the initial net-fair market value of the assets of such trust valued on the first business day of such taxable year. Subsequent to this beneficiary passing, Lambda Legal is named to receive 100% of the balance of the trust.

The fourth trust is a Charitable Remainder Trust from which beneficiaries are currently receiving income earned quarterly during their lifetime. Subsequent to all beneficiaries passing, Lambda Legal is named to receive 25% of the balance of the trust.

The fifth trust is a Charitable Remainder UniTrust from which a beneficiary is currently receiving income quarterly. The trust will terminate in 2016 or upon the beneficiary's death, whichever comes first. Lambda Legal is named to receive 20% of the balance of the trust.

The sixth trust is a Charitable Remainder Trust from which beneficiaries are currently receiving income earned quarterly during their lifetime. Subsequent to all beneficiaries passing, Lambda Legal is named to receive 30% of the balance of the trust.

NOTE 14 — SUBSEQUENT EVENTS

Management has evaluated events subsequent to the date of the statement of financial position through February 5, 2014, the date the financial statements were available to be issued. No events have occurred subsequent to the statement of financial position date through February 5, 2014 that would require adjustment to or disclosure in the financial statements.