

**ARCHDIOCESE OF MILWAUKEE
(DEBTOR IN POSSESSION)**

Milwaukee, Wisconsin

FINANCIAL STATEMENTS

Including Independent Auditors' Report

June 30, 2011 and 2010

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

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INDEPENDENT AUDITORS' REPORT

The Most Reverend Jerome E. ListECKi, Archbishop of Milwaukee
Archdiocese of Milwaukee (Debtor in Possession)
Milwaukee, Wisconsin

We have audited the accompanying statements of financial position of the Archdiocese of Milwaukee (Debtor in Possession) as of June 30, 2011 and 2010, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Archdiocese of Milwaukee (Debtor in Possession)'s management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Archdiocese's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Archdiocese of Milwaukee (Debtor in Possession) as of June 30, 2011 and 2010, and the change in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

As discussed in Notes 1 and 2 to the financial statements, the Archdiocese of Milwaukee (Debtor in Possession) filed a petition for relief under Chapter 11 of the bankruptcy law. The Archdiocese of Milwaukee (Debtor in Possession) continues operations as a debtor-in-possession. Related to the petition, there are two cases pending between the Creditors Committee and Cemetery Trust regarding the treatment of the Cemetery Trust assets as part of the Archdiocese's estate. As discussed in Note 10 to the financial statements the Archdiocese of Milwaukee (Debtor in Possession) is a defendant in numerous lawsuits and abuse claims. At this stage of the Chapter 11 proceedings, it is not possible to predict the likely outcome or disposition of the above matters, or whether the magnitude may be material. The financial statements do not include any adjustments that might result from these uncertainties.

Baker Tilly Virchow Krause, LLP

Milwaukee, Wisconsin
October 25, 2011

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

STATEMENTS OF FINANCIAL POSITION June 30, 2011 and 2010

	ASSETS	
	<u>2011</u>	<u>2010</u>
CURRENT ASSETS		
Cash and cash equivalents	\$ 9,854,137	\$ 6,432,936
Short-term investments	4,522,555	7,792,815
Receivables	4,184,095	4,099,639
Other assets	<u>1,299,451</u>	<u>637,719</u>
Total Current Assets	19,860,238	18,963,109
Ground burial and mausoleum crypt sites	5,980,412	6,472,424
Property and equipment, net	4,978,194	5,045,710
Beneficial interest in Cemetery Perpetual Care Trust	57,715,013	48,740,865
INVESTMENTS AND OTHER ASSETS		
Long-term investments	10,838,263	10,969,349
Invested funds held for others	2,542,814	2,981,602
Cemeteries pre-need trust fund account	3,553,324	3,296,542
Charitable gift annuities investments	703,016	803,425
Other assets	<u>1,089,255</u>	<u>1,149,488</u>
Total Investments and Other Assets	<u>18,726,672</u>	<u>19,200,406</u>
TOTAL ASSETS	<u>\$ 107,260,529</u>	<u>\$ 98,422,514</u>

LIABILITIES AND NET ASSETS

	<u>2011</u>	<u>2010</u>
CURRENT LIABILITIES		
Note payable	\$ -	\$ 4,650,000
Current maturities of charitable gift annuities	84,328	90,968
Accounts payable	2,269,381	2,384,929
Contributions payable	2,557,224	3,866,640
Collections to be forwarded to other entities	<u>1,042,143</u>	<u>1,103,033</u>
Total Current Liabilities	5,953,076	12,095,570
Invested funds held for others	2,542,814	2,981,602
Charitable gift annuities	457,089	489,800
Accrued post-retirement and pension benefits	-	14,862,955
Deferred revenue	3,553,324	3,296,542
Long-term portion of contributions payable	-	1,577,375
PRE-PETITION LIABILITIES		
Note payable	4,649,913	-
Pre-Chapter 11 payables	1,208,748	-
Contractual contributions payable	2,850,554	-
Accrued post-retirement and pension benefits	<u>15,124,294</u>	<u>-</u>
Total Pre-Petition Debt	<u>23,833,509</u>	<u>-</u>
Total Liabilities	<u>36,339,812</u>	<u>35,303,844</u>
NET ASSETS		
Unrestricted		
Undesignated operating (deficit)	(4,392,342)	1,566,135
Designated	5,961,166	6,480,976
Limited to Perpetual Care of Cemeteries	<u>57,715,013</u>	<u>48,740,865</u>
Total Unrestricted	59,283,837	56,787,976
Temporarily restricted	7,920,514	2,614,328
Permanently restricted	<u>3,716,366</u>	<u>3,716,366</u>
Total Net Assets	<u>70,920,717</u>	<u>63,118,670</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 107,260,529</u>	<u>\$ 98,422,514</u>

See accompanying notes to financial statements.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

STATEMENTS OF ACTIVITIES Years Ended June 30, 2011 and 2010

	2011			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
OPERATING REVENUE, GAINS, AND OTHER SUPPORT				
Contributions	\$ 2,770,550	\$ 5,806,395	\$ -	\$ 8,576,945
Parish assessments	6,435,693	-	-	6,435,693
Tuition and program fees	573,260	-	-	573,260
Cemetery and mausoleum sales	4,259,382	-	-	4,259,382
Investment income	2,480,166	86,107	-	2,566,273
Miscellaneous revenues	997,476	-	-	997,476
Net assets released from restrictions	586,316	(586,316)	-	-
Total Revenue, Gains, and Other Support	18,102,843	5,306,186	-	23,409,029
OPERATING EXPENSES				
Payroll and benefits	10,811,347	-	-	10,811,347
Facility and operating costs	2,276,473	-	-	2,276,473
Travel and education	326,489	-	-	326,489
Bad debts	77,586	-	-	77,586
Supplies	954,800	-	-	954,800
Assessments	325,332	-	-	325,332
Cost of lot and crypt sales	926,629	-	-	926,629
Professional services	2,426,769	-	-	2,426,769
Grants and donations	3,470,376	-	-	3,470,376
Other expenses	1,446,398	-	-	1,446,398
Depreciation	527,847	-	-	527,847
Total Operating Expenses	23,570,046	-	-	23,570,046
Operating Income (Loss)	(5,467,203)	5,306,186	-	(161,017)
NON-OPERATING ACTIVITIES				
Net realized and unrealized gains	225,533	-	-	225,533
Gain on sale of property and equipment	7,000	-	-	7,000
Pension related changes other than net periodic pension cost	529,379	-	-	529,379
Change in beneficial interest in trust	8,960,805	-	-	8,960,805
Total Non-Operating Activities	9,722,717	-	-	9,722,717
REORGANIZATION ACTIVITIES				
Reorganization support	-	2,000	-	2,000
Net assets released from reorganization restriction	2,000	(2,000)	-	-
Reorganization expenses	(1,761,653)	-	-	(1,761,653)
Net Reorganization Activities	(1,759,653)	-	-	(1,759,653)
CHANGE IN NET ASSETS	2,495,861	5,306,186	-	7,802,047
NET ASSETS - Beginning of Year	56,787,976	2,614,328	3,716,366	63,118,670
NET ASSETS - END OF YEAR	\$ 59,283,837	\$ 7,920,514	\$ 3,716,366	\$ 70,920,717

2010

<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
\$ 8,783,402	\$ 592,353	\$ -	\$ 9,375,755
6,300,356	-	-	6,300,356
823,049	-	-	823,049
4,886,348	-	-	4,886,348
2,603,557	99,684	-	2,703,241
1,008,952	-	-	1,008,952
<u>348,829</u>	<u>(348,829)</u>	<u>-</u>	<u>-</u>
<u>24,754,493</u>	<u>343,208</u>	<u>-</u>	<u>25,097,701</u>
10,984,408	-	-	10,984,408
1,945,480	-	-	1,945,480
397,501	-	-	397,501
-	-	-	-
932,984	-	-	932,984
352,417	-	-	352,417
1,092,022	-	-	1,092,022
3,974,620	-	-	3,974,620
5,803,638	-	-	5,803,638
1,250,624	-	-	1,250,624
<u>527,472</u>	<u>-</u>	<u>-</u>	<u>527,472</u>
<u>27,261,166</u>	<u>-</u>	<u>-</u>	<u>27,261,166</u>
<u>(2,506,673)</u>	<u>343,208</u>	<u>-</u>	<u>(2,163,465)</u>
692,612	-	-	692,612
84,241	-	-	84,241
(2,539,812)	-	-	(2,539,812)
<u>4,034,710</u>	<u>-</u>	<u>-</u>	<u>4,034,710</u>
<u>2,271,751</u>	<u>-</u>	<u>-</u>	<u>2,271,751</u>
-	-	-	-
-	-	-	-
<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
(234,922)	343,208	-	108,286
<u>57,022,898</u>	<u>2,271,120</u>	<u>3,716,366</u>	<u>63,010,384</u>
<u>\$ 56,787,976</u>	<u>\$ 2,614,328</u>	<u>\$ 3,716,366</u>	<u>\$ 63,118,670</u>

See accompanying notes to financial statements.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

STATEMENTS OF CASH FLOWS Years Ended June 30, 2011 and 2010

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 7,802,047	\$ 108,286
Adjustments to reconcile total non-operating activities to net cash flows from operating activities:		
Discount on note receivable	-	338,611
Depreciation and amortization	527,847	527,472
Net realized/unrealized gains	(225,533)	(692,612)
Gain on sale or disposal of property and equipment	(7,000)	(84,241)
Change in beneficial interest in Cemetery Perpetual Care Trust	(8,960,805)	(4,034,710)
Change in charitable gift annuities	(39,351)	(56,938)
Changes in assets and liabilities:		
Receivables and payables	875,562	680,693
Other assets	(639,726)	58,352
Ground burial and mausoleum crypt sites	492,012	588,188
Deferred revenue	256,782	272,608
Accrued postretirement and pension benefits	<u>261,339</u>	<u>3,164,260</u>
Net Cash Flows from Operating Activities	<u>343,174</u>	<u>869,969</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments received on note receivable	29,685	-
Purchases of property and equipment	(376,730)	(435,640)
Proceeds from the sale of property and equipment	7,000	187,229
Proceeds from sale of investments	8,772,580	11,674,265
Purchase of investments	(4,863,286)	(8,489,854)
Net change in mortgages receivable	8,542	8,541
Net change in collections to be forwarded on to other entities	(60,890)	142,910
Net change in invested funds held for others	<u>(438,787)</u>	<u>(510,059)</u>
Net Cash Flows from Investing Activities	<u>3,078,114</u>	<u>2,577,392</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments on note payable	<u>(87)</u>	<u>-</u>
Net Change in Cash and Cash Equivalents	3,421,201	3,447,361
CASH AND CASH EQUIVALENTS - Beginning of Year	<u>6,432,936</u>	<u>2,985,575</u>
CASH AND CASH EQUIVALENTS - END OF YEAR	<u>\$ 9,854,137</u>	<u>\$ 6,432,936</u>
Supplemental cash flow disclosures		
Cash paid for interest	\$ 247,761	\$ 23,139
Cash paid for reorganization activities	1,694,404	-
Noncash investing and financing activities		
Purchase of property included in accounts payable	83,601	3,739

See accompanying notes to financial statements.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 1 - Petition for Relief Under Chapter 11

On January 4, 2011, the Archdiocese of Milwaukee (Debtor-in-Possession) (the "Debtor") filed a petition for relief under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Eastern District of Wisconsin. Under Chapter 11, certain claims against the Debtor in existence prior to the filing are stayed while the Debtor continues business operations as a Debtor-in-Possession. These claims are reflected in the June 30, 2011 statement of financial position as "Pre-Petition Liabilities" within the liabilities section of the statement. Additional claims may arise subsequent to the filing date resulting from rejection of executory contracts and a determination by the Court of allowed claims. A bar date for the filing of general creditor claims has been set at October 17, 2011. A bar date for the filing of claims of abuse survivors has been set at February 1, 2012. All expenses related to the reorganization are shown separately in the statements of activities.

The Debtor received permission from the Bankruptcy Court to pay or otherwise honor certain of its pre-petition obligations, including the costs of employee wages, benefits, and expense reimbursements; certain psychological counseling and therapy costs for abuse survivors; certain contractual settlement amounts to abuse survivors; and costs incident to voluntary mediations with two abuse survivors.

NOTE 2 - Summary of Significant Accounting Policies

Nature of Activities

The Archdiocese of Milwaukee (Debtor-in-Possession) (the "Archdiocese") is a not-for-profit Wisconsin corporation, without capital stock. The Archdiocese has a Board of Directors which oversees all ordinary administration. The Archbishop of Milwaukee serves as the canonical administrator of the Archdiocese. The Archdiocese is exempt from income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code. Accordingly, the financial statements do not include any amounts for capital stock or income taxes.

The following activities are not separately incorporated from the Archdiocese of Milwaukee (Debtor-in-Possession) and, accordingly, are included in the financial statements:

- Chancery and Central Offices ("Chancery")
- Cemeteries and Mausoleums (eight locations)
- Other Endowment and Restricted Funds

Under the laws of the state of Wisconsin, parishes, their related schools, and certain other Catholic entities operating within the boundaries of the Archdiocese are not under the fiscal and operating control of the Archdiocese and, therefore, in accordance with accounting principles generally accepted in the United States of America are not included in the financial statements.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting. All significant balances and transactions between the specific activities have been eliminated in the financial statements.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Cash and Cash Equivalents

Cash equivalents are defined as securities and other short-term investments with maturities at date of acquisition of approximately three months or less.

Investments

Investments are generally recorded at fair value based upon quoted market prices, when available, or estimates of fair value. Donated assets are recorded at fair value at the date of donation or, if sold immediately after receipt, at the amount of sales proceeds received (which are considered a fair measure of the value at the date of donation). Those investments for which fair value is not readily determinable are carried at cost or, if donated, at fair value at the date of donation, or if no value can be estimated, at a nominal value. The Archdiocese records the change of ownership of bonds and stocks on the day a trade is made. Investment income or loss and unrealized gains or losses are included in the statements of activities as increases or decreases in unrestricted net assets unless the income or loss is restricted by donor or law.

Receivables

The Archdiocese uses the allowance method to account for uncollectible accounts receivable. The allowance is based on historic collection experience and a review of the current status of receivables. Notes receivable arising from the sale of mausoleum crypts are typically collectible in monthly installments, including interest, over four years. Receivables are presented net of allowance for doubtful accounts of \$2,816,193 and \$2,738,608 at June 30, 2011 and 2010, respectively. Net receivables as of June 30 consist of:

	2011	2010
Accounts and notes	\$ 2,031,302	\$ 2,447,364
Receivable from fixed income funds	503,603	-
Current portion of note receivable	60,000	60,000
Contributions	441,284	379,369
Parish obligations	1,023,133	1,089,715
Mortgages	8,542	8,542
Interest and dividends	116,231	114,649
Total Accounts Receivable	\$ 4,184,095	\$ 4,099,639

Life Insurance Contributions

Donors have contributed multiple life insurance policies on their lives to the Archdiocese. The cash surrender value of \$293,465 and \$315,471 at June 30, 2011 and 2010, respectively, is included in long-term other assets on the statements of financial position.

Contribution revenue has been recorded for the cash surrender value of these policies.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Property and Equipment

Acquisitions of property and equipment in excess of \$1,000 and expenditure for improvements and betterments that materially prolong the useful lives of assets are capitalized.

Land, buildings, and equipment are primarily carried at cost.

Depreciation is recorded on a straight-line basis over the estimated useful lives of the assets as follows:

	<u>Years</u>
Buildings	50
Land improvements	20
Furniture and Fixtures	10
Equipment	3 - 10
Vehicles	5

The Archdiocese follows current authoritative guidance for accounting for conditional asset retirement obligations. The guidance refers to a legal obligation to perform an asset retirement activity even if the timing and/or settlement is conditional on a future event that may or may not be within the control of an organization. Accordingly, if the Archdiocese has sufficient information to reasonably estimate the fair value of an obligation in connection with an asset retirement, it is required to recognize a liability at the time the liability is incurred. Since the Archdiocese is not aware of any material required remediation that would result in an asset retirement obligation, the Archdiocese has not recorded an asset retirement obligation.

Impairment of Long-Lived Assets

The Archdiocese reviews long-lived assets, including property and equipment and intangible assets, for impairment whenever events or changes in business circumstances indicate that the carrying amount of an asset may not be fully recoverable. An impairment loss would be recognized when the estimated future cash flows from the use of the asset are less than the carrying amount of that asset. There have been no such losses during the years ended June 30, 2011 and 2010.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Beneficial Interest in Cemetery Perpetual Care Trust

On April 2, 2007, the Archdiocese of Milwaukee Catholic Cemetery Perpetual Care Trust (the "Cemetery Trust") was created to formalize the trust relationship with respect to funds (the "Perpetual Care Funds") which were held under a fiduciary responsibility to adequately provide for the future care of mausoleums, crypts, and gravesites. In March 2008, all assets relating to the future care of cemeteries and mausoleums were moved to a separate investment account controlled by the Cemetery Trust. A beneficial interest in the Cemetery Trust valued at the value of the trust's assets appears on the statements of financial position in accordance with suggested accounting protocols. The trust's assets consist primarily of cash and investments. Pursuant to a contract for services, the Cemetery Trust makes payments to the Archdiocese of Milwaukee (Debtor-in-Possession) as reimbursement for costs incurred by the Archdiocese for providing services for the purpose of care and maintenance of cemeteries. The Cemetery Trust is a distinct legal entity whose assets are legally restricted to the purposes of the Cemetery Trust. The Archdiocese of Milwaukee (Debtor-in-Possession) disclaims control of the Cemetery Trust or a right to receive assets for any purpose other than for the care and maintenance of cemetery properties.

On June 28, 2011, the Cemetery Trust commenced an adversary proceeding against the Official Committee of Unsecured Creditors in the Archdiocese's pending Chapter 11 bankruptcy proceeding seeking an order declaring that the Cemetery Trust is not property of the Archdiocese's estate, and declaring that the Perpetual Care Funds are not property of the Archdiocese's estate. On September 13, 2011, the Official Committee of Unsecured Creditors (the "Committee") filed a counterclaim in the adversary proceeding commenced by the Cemetery Trust. The Committee seeks an order declaring that the Cemetery Trust is not a valid trust, and a determination that the transfer of Perpetual Care Funds to the Cemetery Trust is an avoidable transfer under federal bankruptcy law and Wisconsin law. The Cemetery Trust intends to vigorously defend against the Committee's counterclaims.

Accounts Payable

Accounts payable as of June 30 consist of:

	<u>2011</u>	<u>2010</u>
Accounts payable	\$ 1,096,289	\$ 751,728
Accrued liabilities	534,780	392,611
Deferred revenue	5,709	14,590
Payable to fixed income funds	503,603	-
Mediation and litigation settlements, sexual abuse therapy, and victim assistance payable - bankruptcy court approved	<u>129,000</u>	<u>1,226,000</u>
Total Accounts Payable	<u>\$ 2,269,381</u>	<u>\$ 2,384,929</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Contributions Payable

Contributions payable represent unconditional promises to give to be paid by the Archdiocese in subsequent fiscal years. In 2007, the Archdiocese entered into an agreement to pay a contribution over an extended period of 15 years. The long-term portion of this contribution has been discounted at 6% to its net present value. The obligations are as follows for the years ended June 30 net of the discount of \$308,296:

2012	\$ 3,935,761
2013	188,679
2014	177,999
2015	167,924
2016	158,419
Thereafter	<u>778,996</u>
Total	<u>\$ 5,407,778</u>

Total contributions payable consists of contributions payable (current liabilities) of \$2,557,224 and contractual contributions payable (pre-petition liabilities) of \$2,850,554 as reported on the statements of financial position as of June 30, 2011.

Collections to be Forwarded to Other Entities

Collections to be forwarded to other entities represent cash collected on behalf of other Catholic organizations and programs, mainly via the annual Combined Collections fund drive.

Invested Funds Held for Others

The Archdiocese administers the investments for various programs and organizations within the geographical boundaries of the Archdiocese of Milwaukee (Debtor-in-Possession). These are not Archdiocesan funds. The Archdiocese may provide administrative services to help support these ministries and programs. The invested funds held for others as of June 30 consist of:

	2011	2010
Priests' Continuing Formation Program	\$ 2,083,037	\$ 2,014,908
Cemetery and Mausoleum Employees' Union Pension Plan	-	350,459
Other	<u>459,777</u>	<u>616,235</u>
Total	<u>\$ 2,542,814</u>	<u>\$ 2,981,602</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS
June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Net Assets

Net assets, revenues, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Archdiocese are classified and reported as follows:

Unrestricted Net Assets - Net assets that are not subject to donor-imposed stipulations.

Temporarily Restricted Net Assets - Net assets subject to donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Archdiocese pursuant to those stipulations.

Permanently Restricted Net Assets - Net assets subject to donor-imposed stipulations that they be maintained permanently by the Archdiocese. The donors of these assets permit the Archdiocese to use all or part of the income earned on related investments for general or specific purposes.

Board Designated Net Assets

The Archdiocese may designate a portion of unrestricted net assets for a specific purpose. At June 30, designated unrestricted net assets consist of the following:

Specific Purposes

The Board of Directors has designated certain unrestricted net assets consistent with the purposes set forth in the original instruments as of June 30 as follows:

	<u>2011</u>	<u>2010</u>
St. John's Burse (for deaf and hearing impaired ministry)	\$ 522,773	\$ 535,930
St. Aemilian Trust (for the establishment of facilities for orphans, dependent, neglected, and delinquent children, for rehabilitation, treatment and other welfare services needed for such ends, and the promotion of education, charity and religion)	4,351,427	4,703,697
Set aside for future Mt. Olivet mausoleum construction costs	675,611	750,288
General operations and other	<u>411,355</u>	<u>491,061</u>
Total Designated Net Assets	<u>\$ 5,961,166</u>	<u>\$ 6,480,976</u>

The Archdiocese has an economic interest, as defined by Accounting Standards, in a Cemetery Perpetual Care Trust. Trust funding occurs as part of the sale of burial rights, and trust funds are subject to a fiduciary obligation to be used for the purpose of perpetual care of Archdiocesan Cemeteries.

	<u>2011</u>	<u>2010</u>
Limited to perpetual care of cemeteries	<u>\$ 57,715,013</u>	<u>\$ 48,740,865</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Revenue Recognition

Contributions, including unconditional promises to give, are recognized in the period received. Conditional promises are not recognized until they become unconditional, that is when the conditions on which they depend are substantially met.

The Archdiocese reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

Cemetery and Mausoleum Sales

The Archdiocese records revenue on sales of cemetery plots and mausoleum crypts at the date of sale as it has no legal obligation, beyond a short rescission period, to refund any such sale. As such, no reserve for sale returns has been established. As a matter of policy, the Archdiocese has refunded sales under certain circumstances at amounts equal to or less than the original sales price, which units are then returned to inventory. This policy is subject to amendment at any time. The Archdiocese also allows customers to purchase cemetery plots and mausoleum crypts through the installment method in which customers are given four years to pay. Revenue from these sales is recognized immediately as there is little uncertainty as to the collectibility of the balance of the purchase price. There is a fiduciary obligation which exists to hold certain of the funds collected for perpetual care. As of March 2008, the funds which must be held for the perpetual care of the cemeteries were deposited into the Cemetery Trust.

Contributed Services

Volunteers contribute personal time to assist the Archdiocese in performing various services. Volunteer services are not recorded by the Archdiocese, as these services do not require specialized expertise as defined by generally accepted accounting principles.

Leased Facilities

The Archdiocese of Milwaukee (Debtor-in-Possession) occupies premises owned by DeSales Preparatory Seminary, Inc. As the lessee, the Archdiocese is responsible for payment of operating and maintenance costs of the facilities.

Fundraising Costs

Fundraising costs consisting primarily of payroll, fringe benefits, supplies, and professional services for fiscal years ended June 30, 2011 and 2010 were \$1,075,436 and \$924,466, respectively.

Reclassifications

For comparability, certain 2010 amounts have been reclassified to conform with classifications adopted in 2011. The reclassifications have no effect on reported amounts of net assets or change in net assets.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 2 - Summary of Significant Accounting Policies (cont.)

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities and the reported amounts of revenues and expenses. Actual results could be different from those estimates.

NOTE 3 - Fair Value of Financial Instruments

As defined by suggested accounting protocols, fair value is 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 determining fair value, the Archdiocese uses various valuation methods including the market, income, and cost approaches. The assumptions used in the application of these valuation methods are developed from the perspective of market participants pricing the asset or liability. Inputs used in the valuation methods can be either readily observable, market corroborated, or generally unobservable inputs. Whenever possible the Archdiocese attempts to utilize valuation methods that maximize the use of observable inputs and minimizes the use of unobservable inputs. Based on the observation of the inputs used in the valuation methods, the Archdiocese is required to provide the following information according to the fair value hierarchy. The fair value hierarchy ranks the quality and reliability of the information used to determine fair values. Assets and liabilities measured, reported, and/or disclosed at fair value will be classified and disclosed in one of the following three categories:

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

Level 2 - Observable market based inputs or unobservable inputs that are corroborated by market data.

Level 3 - Unobservable inputs that are not corroborated by market data.

The table below presents the balances of assets measured at fair value on a recurring basis by level within the hierarchy.

	June 30, 2011			
	Level 1	Level 2	Level 3	Total
Assets				
Money market funds	\$ -	\$ 813,755	\$ -	\$ 813,755
US Government bonds	-	8,002,846	-	8,002,846
Commercial bonds	-	3,316,078	-	3,316,078
US Government agency securities	-	3,197,458	-	3,197,458
Other investments	-	-	1,554,499	1,554,499
Beneficial interest in Cemetery Trust	-	-	57,715,013	57,715,013
Total Assets	\$ -	\$ 15,330,137	\$ 59,269,512	\$ 74,599,649

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 3 - Fair Value of Financial Instruments (cont.)

	June 30, 2010			
	Level 1	Level 2	Level 3	Total
Assets				
Money market funds	\$ -	\$ 873,708	\$ -	\$ 873,708
US Government bonds	-	7,901,211	-	7,901,211
Commercial bonds	-	3,207,729	-	3,207,729
US Government agency securities	-	3,079,695	-	3,079,695
Other investments	-	-	1,324,806	1,324,806
Beneficial interest in Cemetery Trust	-	-	48,740,865	48,740,865
Total Assets	\$ -	\$ 15,062,343	\$ 50,065,671	\$ 65,128,014

Money market funds are classified as Level 2 as they are not traded in an active market.

The Archdiocese classifies investments in bonds and US Government agency securities as Level 2 items as they are not publicly traded in active markets. The bonds are invested in US Government, corporate, and foreign issues.

The Archdiocese classifies other investments which are held at the Archdiocese of Milwaukee Catholic Community Foundation, Inc. ("CCF") as Level 3. It is not possible to determine a daily value of the Archdiocese's portion of the commingled investment portfolio. The portfolio is divided among a group of investment managers to achieve diversification. CCF's policy requires a written distribution request to be submitted at least 60 days prior to the required distribution date. If a request is for more than 50% of the account balance at the time of the request, CCF reserves the right to defer payment of the amount for up to six months after receipt of the written distribution request.

The Archdiocese classifies the beneficial interest in the Cemetery Trust as Level 3. It is valued based on the value of the underlying assets held by the trust.

The changes in Level 3 assets measured at fair value on a recurring basis are summarized as follows:

	Long-Term Investments	Beneficial Interest in Cemetery Perpetual Care Trust	Total
Balance, June 30, 2010	\$ 1,324,806	\$ 48,740,865	\$ 50,065,671
Net gains (realized and unrealized) included in the change in net assets	269,808	8,960,805	9,230,613
Net purchases, sales, issuances, and fees	(40,115)	13,343	(26,772)
Balance, June 30, 2011	\$ 1,554,499	\$ 57,715,013	\$ 59,269,512

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 3 - Fair Value of Financial Instruments (cont.)

	<u>Long-Term Investments</u>	<u>Beneficial Interest in Cemetery Perpetual Care Trust</u>	<u>Total</u>
Balance, June 30, 2009	\$ 1,165,408	\$ 44,716,547	\$ 45,881,955
Net gains (realized and unrealized) included in the change in net assets	139,017	4,034,710	4,173,727
Net purchases, sales, issuances, and fees	<u>20,381</u>	<u>(10,392)</u>	<u>9,989</u>
 Balance, June 30, 2010	 <u>\$ 1,324,806</u>	 <u>\$ 48,740,865</u>	 <u>\$ 50,065,671</u>

NOTE 4 - Investments

Investments by type, as of June 30 are:

	<u>2011</u>	<u>2010</u>
Cash	\$ 5,275,336	\$ 9,456,584
Money market funds	813,755	873,708
US Government bonds	8,002,846	7,901,211
Commercial bonds	3,316,078	3,207,729
US Government agency securities	3,197,458	3,079,695
Other investments	<u>1,554,499</u>	<u>1,324,806</u>
 Total	 <u>\$ 22,159,972</u>	 <u>\$ 25,843,733</u>

The classification of investments, as reflected on the statements of financial position, as of June 30 are:

	<u>2011</u>	<u>2010</u>
Short-term investments	\$ 4,522,555	\$ 7,792,815
Long-term investments	10,838,263	10,969,349
Invested funds held for others	2,542,814	2,981,602
Prepaid burials and deposits	3,553,324	3,296,542
Charitable gift annuities investments	<u>703,016</u>	<u>803,425</u>
 Total	 <u>\$ 22,159,972</u>	 <u>\$ 25,843,733</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 4 - Investments (cont.)

Net realized and unrealized gains for all Archdiocese investments for the years ended June 30 are:

	<u>2011</u>	<u>2010</u>
Net realized gains on investments	\$ 134,647	\$ 146,651
Net unrealized gains on investments	<u>90,886</u>	<u>545,961</u>
Total	<u>\$ 225,533</u>	<u>\$ 692,612</u>

Investment securities are exposed to various risks such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect the amounts reported in the financial statements.

NOTE 5 - Contributions Receivable

Contributions receivable are reported in the statements of financial position net of allowances for uncollectible amounts and unamortized discounts.

Unconditional promises (pledges/contributions) to give that are expected to be collected in future years are recorded at the present value of estimated future cash flows, when significant. The discounts on those amounts are computed using a risk-free interest rate applicable to the year in which the promise is expected to be received. Amortization of the discount is included in contribution revenue.

The contributions receivable balance as of June 30 is expected to be collected according to the following schedule:

	<u>2011</u>	<u>2010</u>
Less than one year	\$ 499,284	\$ 433,369
Less: Allowance for doubtful accounts	<u>(58,000)</u>	<u>(54,000)</u>
Net Contributions Receivable	<u>\$ 441,284</u>	<u>\$ 379,369</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 6 - Ground Burial and Mausoleum Crypt Sites

These properties are recorded at original cost and consist of the following as of June 30:

	2011	2010
Mausoleum crypts	\$ 3,172,793	\$ 3,657,993
Cemetery land and facilities held for burial privileges	2,807,619	2,814,431
Total	\$ 5,980,412	\$ 6,472,424

The Archdiocese does not provide depreciation on these properties. The cost of individual crypts and cemetery plots are allocated based on the total estimated costs of completion and are recorded as expense upon sale.

NOTE 7 - Property and Equipment

Property and equipment are summarized as follows as of June 30:

	2011	2010
Land	\$ 1,247,626	\$ 1,247,626
Land improvements	1,473,808	1,473,808
Construction in progress	219,232	73,240
Buildings	9,200,357	9,200,357
Furniture and fixtures	123,535	293,321
Equipment	1,387,175	1,421,713
Vehicles	774,503	708,450
Future parish sites	358,629	358,629
Total	14,784,865	14,777,144
Less: Accumulated depreciation	(9,806,671)	(9,731,434)
Net Property and Equipment	\$ 4,978,194	\$ 5,045,710

Property and equipment includes certain land, buildings, and equipment (other than leasehold improvements and equipment owned directly by the tenants) being used by St. Joseph High School, Inc.; Pius XI High School, Inc.; and St. Thomas More High School, Inc. The Archdiocese and the high schools have entered into lease agreements for a term ending in 2043 with a renewal option for 15 years. The property and equipment being used by Pius XI High School, Inc. is subject to a mortgage entered into by Pius XI High School, Inc. for up to \$6,800,000. The land and property being used by St. Thomas More High School, Inc. is subject to a mortgage entered into by St. Thomas More High School, Inc. for up to \$1,100,000 and a line of credit up to \$1,000,000. The mortgages and line of credit are non-recourse as to the Archdiocese.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 8 - Business Note

At June 30, 2011, the Archdiocese was indebted to Park Bank for \$4,649,913. Interest is payable monthly at 5.25%. The Note matures on December 31, 2012, and is secured pursuant to a Business Note dated June 30, 2010, as amended, by a mortgage on the Archbishop Cousins Catholic Center (owned by DeSales Preparatory Seminary, Inc.) and the St. Charles Youth and Family Services, Inc. property. Interest expense was \$247,761 and \$23,139 for the years ended June 30, 2011 and 2010, respectively. \$4,649,913 and \$4,650,000 was outstanding on the Note at June 30, 2011 and 2010, respectively.

NOTE 9 - Accrued Mediation

In January 2004, the Archdiocese established an independent mediation system to address reports of diocesan clergy sexual abuse of minors. The Archdiocese has accrued \$820,000 and \$1,226,000 as of June 30, 2011 and 2010, respectively, to cover mediation and litigation settlements, sexual abuse therapy, and victim assistance agreed to under mediation. The accrual is included in accounts payable and Pre-Chapter 11 payables on the statements of financial position. These expenses will be paid for by sales of properties, including the Archbishop Cousins Catholic Center (owned by De Sales Preparatory Seminary, Inc.), and other earnings and revenues. Payments of \$545,374 and \$899,269 for mediation and litigation settlements, sexual abuse therapy, and victim assistance were made during the years ended June 30, 2011 and 2010, respectively.

NOTE 10 - Pending Litigation

The Archdiocese currently is a defendant in twelve lawsuits alleging personal injuries. At the time of the filing of Chapter 11 proceedings, all of the cases were on appeal for a determination of whether the Archdiocese has insurance coverage for the claims asserted in the lawsuits. These cases are now stayed because of the Chapter 11 filing of the Archdiocese. In addition, abuse claims have been filed against the Archdiocese pursuant to the Order Approving Debtor's Motion for Order Establishing Deadlines for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof (the "Bar Date Order"), which requires that any abuse survivor who desires to file a claim must do so by February 1, 2012. As of October 25, 2011, 67 abuse claims have been filed against the Archdiocese. At this stage of the Chapter 11 proceedings, it is not possible to predict the likely outcome or disposition of the claims, or whether the magnitude may be material, as the outcome or disposition is subject to a claims allowance or disallowance process under the Federal Rules of Bankruptcy Procedure. Management has not accrued any additional expense for the claims which may be allowed, all of which will be subject to discharge or adjustment under a Plan of Reorganization in the Chapter 11 proceeding.

NOTE 11 - Deferred Revenue

The Archdiocese has both short-term and long-term deferred revenue. Deferred revenue primarily includes unearned income on burial fees which are to be recognized as revenue as the services are performed. Pre-need payments are treated as trust funds and handled in compliance with Wisconsin Statutes Chapter 157 which states that pre-need trust funds may not be withdrawn until the obligations under the pre-need sales contract have been fulfilled.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 12 - Charitable Gift Annuities

Charitable gift annuities consist of the following as of June 30:

	<u>2011</u>	<u>2010</u>
Charitable gift annuities, 7.00%.	\$ 541,417	\$ 580,768
Less: Current portion	<u>(84,328)</u>	<u>(90,968)</u>
Long-Term Portion	<u>\$ 457,089</u>	<u>\$ 489,800</u>

Principal requirements on charitable gift annuities for years ending after June 30, 2011 are as follows:

2012	\$ 84,328
2013	79,092
2014	73,918
2015	69,083
2016	64,562
Thereafter	<u>170,434</u>
Total	<u>\$ 541,417</u>

NOTE 13 - Intradiocesan

St. Francis de Sales Seminary, Inc. (the "Seminary") is a freestanding, separate legal entity. The Seminary has a Board of Trustees overseeing governance and administration. The Archdiocese contributes a Catholic Stewardship Appeal grant to the Seminary to fulfill one of the appeal solicitation purposes, and is paid by the Seminary for certain administrative services under a contract. The grant was \$1,350,000 for each of the years ending June 30, 2011 and 2010. The contribution payable was \$1,350,000 at June 30, 2011 and 2010.

During the year ended June 30, 2010, a closed parish fund of \$1,130,607 previously in the custody of the Archdiocese was transferred to the Seminary to honor and utilize the fund's stated purpose of formation of priests from West Milwaukee, West Allis, and neighboring parishes. The amount was included within grants and donations on the statements of activities.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 13 - Intradiocesan (cont.)

In 2010, the Archdiocese of Milwaukee (Debtor-in-Possession) converted an intradiocesan receivable to a intradiocesan note receivable. The long-term portion of this note receivable has been discounted at 3.75% to its net present value and is included in other long-term assets on the statements of financial position. The amount receivable is as follows for the years ended June 30 net of the discount of \$308,296:

2012		\$ 60,000
2013		57,831
2014		55,741
2015		53,726
2016		51,784
Thereafter		<u>559,625</u>
Total		<u>\$ 838,707</u>

The Archdiocese guarantees a demand line of credit arrangement for St. Joseph's High School, Inc. in the amount of \$300,000.

NOTE 14 - Employee Benefit Plans

The Archdiocese has several pension plans covering substantially all employees. The plans also cover certain individuals employed by Catholic corporations and activities which are located within the boundaries of the Archdiocese, but are not included among the entities that are under the fiscal management of the Archdiocese, as listed in Note 2. A summary of each plan follows:

Cemetery and Mausoleum Employees' Union Pension Plan

Union employees of the cemetery and mausoleum operations are participants in this defined benefit plan. During the 2008 fiscal year, a change to the benefits calculation was negotiated so that in the future a calculation similar to that used in the Lay Employees' Pension Plan will be applicable to most union employees upon retirement.

The following table sets forth the plan's funded status and amounts recognized in the statements of financial position.

	<u>2011</u>	<u>2010</u>
Projected benefit obligation at end of year	\$ 2,361,291	\$ 2,397,665
Fair value of plan assets at end of year	<u>1,304,933</u>	<u>1,228,085</u>
Funded Status of the Plan, Recognized in the Statements of Financial Position	<u>\$ (1,056,358)</u>	<u>\$ (1,169,580)</u>

At June 30 2011 and 2010, the amount of the accumulated benefit obligation was \$1,776,188 and \$1,656,893, respectively.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 14 - Employee Benefit Plans (cont.)

Cemetery and Mausoleum Employees' Union Pension Plan (cont.)

The assets related to the plan are primarily invested in annuity contracts for preservation of principal. These Level 2 inputs had a fair market value of \$1,304,933 and \$1,228,085 at June 30, 2011 and 2010, respectively. The annuity contracts are valued by the plan administrator. The plan assets also included \$0 and \$350,459 at June 30, 2011 and 2010, respectively, of a receivable from the Archdiocese as the funds were held in an account owned by the Archdiocese and the funds were yet to be transferred to the pension plan.

Amounts that have yet to be recognized as components of net periodic pension benefit cost for the years ended June 30:

	2011	2010
Unrecognized net loss	\$ 169,284	\$ 337,806
Unrecognized prior service credit	\$ (519,350)	\$ (551,257)

The net amortization of the above amounts that are reclassified into a component of net periodic pension cost for the years ended June 30, 2011 and 2010 was \$(31,907).

The amounts expected to be recognized into net periodic pension benefit cost in the year ended June 30, 2012 are as follows:

Unrecognized net loss	\$ -
Unrecognized prior service credit	\$ (34,564)

The amount of employee and employer contributions to the plan and the benefits paid by the plan for the years ended June 30 are as follows:

	2011	2010
Contributions	\$ 85,136	\$ 349,283
Benefits paid	\$ 56,780	\$ 49,338

The Archdiocese expects to contribute approximately \$85,000 to the plan during the year ended June 30, 2012.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 14 - Employee Benefit Plans (cont.)

Cemetery and Mausoleum Employees' Union Pension Plan (cont.)

Assumptions used in calculating pension expense were:

	2011	2010
Discount rate	5.5%	5.5%
Rate of increase in compensation levels next 3 years	1.5	4.0
Rate of increase in compensation levels	3.0	4.0
Expected long-term rate of return on assets	7.0	7.0

Management determined the expected long-term rate of return on assets based on historical performance and investment portfolio allocations.

The following benefit payments are expected to be paid from the plan:

2012	\$	63,701
2013		62,212
2014		60,751
2015		74,779
2016		99,058
2017 - 2021		670,603
		\$ 1,031,104

Post-Retirement Benefits Other Than Pensions

The Archdiocese provides defined benefit post-retirement health, dental, and vision insurance benefits to its diocesan priests. The vision benefits were added to the plan during the year ended June 30, 2008. Covered members become eligible for these benefits at retirement after meeting minimum age and service requirements. The costs of future benefits are accrued during the priest's active working career. The Archdiocese funds benefits on a pay as you go basis, with some retirees paying a portion of the costs.

At June 30, 2011 and 2010, the post-retirement health insurance benefit plan did not have any assets.

The following table sets forth the plan's funded status and amounts recognized in the statements of financial position.

	2011	2010
Accumulated post-retirement benefit obligation	\$ 14,067,936	\$ 13,693,375
Fair value of plan assets	-	-
Funded Status of Plan, Recognized in the Statements of Financial Position	\$ (14,067,936)	\$ (13,693,375)

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 14 - Employee Benefit Plans (cont.)

Post-Retirement Benefits Other Than Pensions (cont.)

Amounts that have yet to be recognized as components of net periodic benefit cost for the year ended June 30:

	2011	2010
Unrecognized net loss	\$ 1,995,802	\$ 2,099,280
Unrecognized prior service credit	\$ (2,192,633)	\$ (2,513,413)

The net amortization of the above amounts that are reclassified into a component of net periodic benefit cost for the years ended June 30, 2011 and 2010 was \$(320,780).

The amounts expected to be recognized into net periodic benefit cost in the year ended June 30, 2012 are as follows:

Unrecognized net loss	\$ 48,398
Unrecognized prior service credit	\$ (320,780)

The amount of employer contributions to the plan and the benefits paid by the plan for the years ended June 30 are as follows:

	2011	2010
Employer contributions	\$ 554,541	\$ 503,183
Benefits paid	\$ 554,541	\$ 503,183

The Archdiocese expects to contribute approximately \$682,725 to the plan during the year ended June 30, 2012.

Expected benefit payments for the years ended June 30:

2012	\$ 682,725
2013	740,560
2014	784,495
2015	827,672
2016	870,130
	<u>\$ 3,905,582</u>

The weighted average discount rate used to develop the present value of benefit obligations was 5.5% at June 30, 2011 and 2010. The weighted average discount rate used to develop the net post retirement expense was 5.5% at June 30, 2011 and 6.75% at June 30, 2010.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 14 - Employee Benefit Plans (cont.)

Post-Retirement Benefits Other Than Pensions (cont.)

The medical cost trend rate used to value the accumulated post-retirement benefit obligation is 7.9% for 2012, and is assumed to decrease gradually to an ultimate rate of 4.5% in 2030. The dental and vision cost trend rates used for 2012 are 5.5% and are assumed to decrease gradually to an ultimate rate of 4.5% in 2015.

Lay Employees' Pension Plan

This is a noncontributory multi-employer defined benefit plan. All full-time lay employees of participating Catholic organizations located within the boundaries of the Archdiocese (except for the union employees of the cemetery and mausoleum operations) who have been employed for one year are covered by the plan. As this is a multi-employer plan, valuation information is not available by employer.

Pension expense for the years ended June 30, 2011 and 2010, respectively, was approximately \$269,965 and \$296,158, which includes amortization of past service costs over 30 years. Annual contributions to the plan equal amounts accrued for pension expense.

Archdiocese of Milwaukee Priests' Pension Plan

This is a contributory defined benefit plan covering all archdiocesan priests. As such, valuation information is not available by employer or employing unit.

Pension expense for the years ended June 30, 2011 and 2010 was approximately \$38,948 and \$48,185, respectively, which includes amortization of past service costs over 30 years. Annual contributions to the plan equal amounts accrued for pension expense.

NOTE 15 - Temporarily Restricted Net Assets

Temporarily restricted net assets consist of amounts restricted by donors for (a) other particular operating activities, (b) use in a specified future period, (c) investment for a specified term, or (d) combinations of the above.

Temporarily restricted net assets are restricted as follows as of June 30:

	<u>2011</u>	<u>2010</u>
Rapp Trust (for capital needs of St. Michael's Church in Mitchell, Wisconsin)	\$ 316,886	\$ 269,662
Other Funds with Purpose and/or Temporal Restrictions	<u>7,603,628</u>	<u>2,344,666</u>
Total Temporarily Restricted Net Assets	<u>\$ 7,920,514</u>	<u>\$ 2,614,328</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 16 - Permanently Restricted Net Assets

Permanently restricted net assets consist of amounts contributed by donors with the express intent that the principal be maintained in perpetuity. Donors have specified that the investment income be used for (a) scholarships, (b) other particular operating activities, or (c) other general expenses.

	<u>2011</u>	<u>2010</u>
Education Endowment Fund (for the support and furtherance of Roman Catholic education in the Catholic Archdiocese of Milwaukee)	\$ 1,000,000	\$ 1,000,000
Msgr. Eugene J. Kapalczynski Development Fund	2,624,360	2,624,360
General operations and other	<u>92,006</u>	<u>92,006</u>
Total Permanently Restricted Net Assets	<u>\$ 3,716,366</u>	<u>\$ 3,716,366</u>

NOTE 17 - Endowment

The Archdiocese follows the provisions of current authoritative guidance relating to endowments of not for profit organizations, which provides guidance on classifying net assets associated with donor-restricted endowment funds held by an organization. A key component of the guidance is a requirement to classify the portion of a donor-restricted endowment fund that is not classified as permanently restricted net assets as temporarily restricted net assets until appropriated for expenditure.

Interpretation of Relevant Law – The Archdiocese has interpreted the 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. The Archdiocese classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified as permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Archdiocese in a manner consistent with the standard of prudence prescribed by UPMIFA as adopted by the state of Wisconsin. If the market value of the permanently restricted net asset at year end is below the original fair value, the deficit is recorded as an unrestricted unrealized loss.

Fund Objectives and Policies – The endowment funds assist the Archdiocese in its mission by providing support for Catholic education and for the support of operations and activities of the Archdiocese's programs and services. The endowment funds consist of donor restricted gifts. The endowment funds are invested in conservative fixed income investments to provide funding for the purposes supported by the endowments with a primary objective of maintaining the principal of the endowment assets. The Archdiocesan spending policy is that the income generated by the investments can be used for purposes which are consistent with the donor restrictions.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 17 - Endowment (cont.)

Funds with Deficiencies

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 the Archdiocese to retain as a fund of perpetual duration. In accordance with generally accepted accounting principles ("GAAP"), deficiencies of this nature that are reported in unrestricted net assets were \$0 as of June 30, 2011 and 2010.

Endowment net asset composition by type of fund consists of the following as of June 30:

	2011			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted	\$ -	\$ 575,317	\$ 3,716,366	\$ 4,291,683
	2010			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted	\$ -	\$ 424,720	\$ 3,716,366	\$ 4,141,086

Changes in endowment net assets for the year ended June 30 are as follows:

	2011			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Endowment net assets: June 30, 2010	\$ -	\$ 424,720	\$ 3,716,366	\$ 4,141,086
Investment return				
Investment income	-	78,042	-	78,042
Net appreciation realized and unrealized	-	214,308	-	214,308
Total Investment Return	-	292,350	-	292,350
Appropriation for expenditure	-	(141,753)	-	(141,753)
Endowment Net Assets: June 30, 2011	<u>\$ -</u>	<u>\$ 575,317</u>	<u>\$ 3,716,366</u>	<u>\$ 4,291,683</u>

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 17 - Endowment (cont.)

	2010			Total
	Unrestricted	Temporarily Restricted	Permanently Restricted	
Endowment net assets: June 30, 2009	\$ (71,583)	\$ 405,287	\$ 3,716,366	\$ 4,050,070
Investment return				
Investment income	-	81,869	-	81,869
Net appreciation realized and unrealized	71,583	39,148	-	110,731
Total Investment Return	71,583	121,017	-	192,600
Appropriation for expenditure	-	(101,584)	-	(101,584)
Endowment Net Assets: June 30, 2010	\$ -	\$ 424,720	\$ 3,716,366	\$ 4,141,086

NOTE 18 - Operating Leases

The Archdiocese leases equipment and office space. All leases are accounted for as operating leases.

Future minimum lease payments as of June 30, 2011 are as follows:

2012	\$ 61,479
2013	20,900
2014	9,410
2015	7,410
	\$ 99,199

Expense on the operating leases was \$238,333 and \$227,096 for the years ended June 30, 2011 and 2010, respectively

NOTE 19 - Protected Self-Insurance Program

The Archdiocese, both for itself and as the agent for all parishes and various other Catholic entities operating within the boundaries of the Archdiocese, entered into a protected self-insurance program. Premiums and loss reserves are determined and claims are processed by a service agency on a contractual basis.

Losses are paid from the loss fund of the protected self-insurance program to which premiums are paid by the participants. No single claim from the loss fund may exceed a specified maximum. Claims in excess of this maximum are fully covered by insurance. Any portion of the loss fund, which might revert back to the Archdiocese, is not measurable.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS June 30, 2011 and 2010

NOTE 20 - Services for Faith in Our Future Trust

The Archdiocese of Milwaukee (Debtor-in-Possession) signed a services contract with the Faith in Our Future Trust, a separate legal entity, to provide administrative services for the Trust. As part of the contractual agreement the Archdiocese advances payments for professional services. As of June 30, 2011 and 2010, respectively, the Archdiocese had a receivable of \$12,389 and \$34,119 for reimbursement of costs and expense incurred on behalf of the Trust. Contributions to the Faith in Our Future Trust are donor restricted, and grants from the Trust can be made only for purposes of Catholic Education and Faith Formation, as specified and disclosed in materials provided to donors. The Archdiocese of Milwaukee (Debtor-in-Possession) does not have control or a beneficial interest in the net assets of the Faith in Our Future Trust and, therefore, none of the activities of the Trust are included in the Archdiocese financial statements.

NOTE 21 - Financial Instruments

The following methods and assumptions were used to estimate the fair value of each class of financial instrument for which it is practical to estimate that value as of 2011 and 2010:

Cash and Cash Equivalents

The carrying value approximates fair value due to the short-term nature of the instruments.

Notes and Mortgage Notes Receivable

The carrying amount approximates fair value because of the variable nature of the associated interest rate or the short maturity of those instruments.

Note Payable

The carrying amount of the note payable approximates fair value due to the variable nature of the interest rate or the short term maturity of those instruments.

Charitable Gift Annuities

The carrying amount approximates fair value due to the short maturity of those instruments.

Contributions Payable

The carrying amount of the contributions payable approximates fair value due to the discount rate utilized.

NOTE 22 - Concentrations

The Archdiocese maintains cash balances in four institutions which exceed the federally insured limit of \$250,000 for interest earning accounts. The Archdiocese has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash.

ARCHDIOCESE OF MILWAUKEE (DEBTOR IN POSSESSION)

NOTES TO FINANCIAL STATEMENTS

June 30, 2011 and 2010

NOTE 23 - Subsequent Event

The Archdiocese has evaluated subsequent events through October 25, 2011 which is the date that the financial statements were approved and available to be issued.