

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2022

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION
FINANCIAL STATEMENTS
YEAR ENDED JUNE 30, 2022

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Independent Auditors' Report

To the Board of Directors
Southern Virginia Higher Education Foundation
South Boston, Virginia

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Southern Virginia Higher Education Foundation (a nonprofit organization), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Southern Virginia Higher Education Foundation as of June 30, 2022, 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.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Southern Virginia Higher Education Foundation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

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

Restatement of Beginning Balances

As described in Note 12 to the financial statements, during the year ending June 30, 2022, the foundation restated beginning balances net asset without donor restriction and net assets with donor restrictions. Our opinion is not modified with respect to this matter.

Auditors' Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Southern Virginia Higher Education Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Southern Virginia Higher Education Foundation's ability to continue as a going concern for a reasonable period of time.

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

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated January 22, 2024, on our consideration of Southern Virginia Higher Education Foundation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of Southern Virginia Higher Education Foundation's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Southern Virginia Higher Education Foundation's internal control over financial reporting and compliance.

Robinson, Farmer, Cox Associates

Charlottesville, Virginia
January 22, 2024

- Financial Statements -

Southern Virginia Higher Education Foundation

**Statement of Financial Position
June 30, 2022**

ASSETS

Cash and cash equivalents	\$ 792,774
Investments	1,743,114
Other current assets - noncash donations - Note 5	42,335
Property and equipment (net) - Note 3	<u>16,185,841</u>
Total assets	<u>\$ 18,764,064</u>

LIABILITIES

Accounts payable and accrued expenses	\$ 16,134
Note payable - Note 10	<u>367,293</u>
Total liabilities	<u>\$ 383,427</u>

NET ASSETS

Net assets without donor restrictions	\$ 17,583,257
Net assets with donor restrictions - Note 4	<u>797,380</u>
Total net assets	<u>\$ 18,380,637</u>
Total liabilities and net assets	<u>\$ 18,764,064</u>

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

Southern Virginia Higher Education Foundation

Statement of Activities
Year Ended June 30, 2022

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES, GAINS AND OTHER SUPPORT			
Contributions and grants	\$ 54,249	\$ -	\$ 54,249
Noncash contribution	18,957	-	18,957
Investment return	(266,054)	-	(266,054)
Facility rental	680,396	-	680,396
Fundraising	20,547	-	20,547
Net assets released from restrictions:			
Restrictions satisfied by payments	4,766	(4,766)	-
Total revenues, gains and other support	\$ 512,861	\$ (4,766)	\$ 508,095
EXPENSES			
Program services:			
Educational opportunities:			
Maintenance of buildings and grounds	\$ 165,749	\$ -	\$ 165,749
Insurance	31,629	-	31,629
Office expense	18,547	-	18,547
Depreciation	469,676	-	469,676
Scholarship	44,520	-	44,520
Education Initiatives	150,000	-	150,000
Salaries and benefits	87,097	-	87,097
Supporting services:			
Fundraising:			
Professional services	27,511	-	27,511
Office supplies	1,344	-	1,344
Miscellaneous	1,194	-	1,194
Office expense	18,547	-	18,547
SVHEC Compensation	63,387	-	63,387
SVHEC CNE Match and donations	35,050	-	35,050
In-kind contribution expense	18,957	-	18,957
Management and general:			
Professional services	73,901	-	73,901
Travel and meeting expense	2,489	-	2,489
Note payable interest expense	15,386	-	15,386
Miscellaneous	8,323	-	8,323
Office supplies	4,031	-	4,031
Depreciation	118,909	-	118,909
Office expense	18,547	-	18,547
Salaries and benefits	115,454	-	115,454
Bad debt expense	26,283	-	26,283
Total expenses	\$ 1,516,531	\$ -	\$ 1,516,531
CHANGE IN NET ASSETS	\$ (1,003,670)	\$ (4,766)	\$ (1,008,436)
NET ASSETS, BEGINNING OF YEAR, AS RESTATED	18,586,927	802,146	19,389,073
NET ASSETS, END OF YEAR	\$ 17,583,257	\$ 797,380	\$ 18,380,637

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

Southern Virginia Higher Education Foundation

Statement of Cash Flows Year Ended June 30, 2022

CASH FLOWS FROM OPERATING ACTIVITIES	
Change in net assets	\$ (1,008,436)
Adjustments to reconcile change in net assets to cash provided by (used for) operating activities:	
Depreciation	588,585
Realized and unrealized (gains) losses on investments	312,625
Investment income related to annuity	85,030
(Increase) decrease in assets:	
Unconditional promises to give	26,283
Increase (decrease) in liabilities:	
Accounts payable and accrued expenses	<u>(29,154)</u>
Net cash provided by (used for) operating activities	\$ <u>(25,067)</u>
CASH FLOWS FROM INVESTING ACTIVITIES	
Proceeds from sales of investments	\$ 267,973
Purchase of investments	<u>(216,669)</u>
Net cash provided by (used for) investing activities	\$ <u>51,304</u>
CASH FLOWS FROM FINANCING ACTIVITIES	
Principal payments on note payable	\$ <u>(31,871)</u>
Net cash provided by (used for) financing activities	\$ <u>(31,871)</u>
Increase (decrease) in cash and cash equivalents	\$ (5,634)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>798,408</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ <u><u>792,774</u></u>

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

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements June 30, 2022

NOTE 1 - NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Financial Reporting Entity

Southern Virginia Higher Education Foundation is a nonprofit foundation organized under the laws of the Commonwealth of Virginia for the purpose of promoting and enhancing continuing educational opportunities for the citizens of Halifax County, Virginia and surrounding areas. The Foundation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code effective August 6, 1997, the date of incorporation.

In 2015, Halifax Educational Foundation (HEF) changed its name to Southern Virginia Higher Education Foundation (SVHEF) to better correlate with its supporting role for Southern Virginia Higher Education Center (SVHEC); the Foundation is the primary benefactor for the SVHEC.

During fiscal year 2017, the Foundation acquired a 100% ownership in Bruce Street Properties, LLC ("The LLC"). The LLC owns real property commonly referred to as The Prizery. The Foundation wholly owns the LLC and accordingly, the LLC is considered a disregarded entity and is consolidated for financial reporting purposes.

Summary of Significant Accounting Policies

1. Financial Statement Presentation

The Foundation is required to report information regarding its financial position and activities according to two classes of net assets based on the existence or absence of donor-imposed restrictions: net assets without donor restrictions and net assets with donor restrictions.

Net assets without donor restrictions: Net assets that are not subject to donor-imposed stipulations. At June 30, 2022, the Foundation had net assets without donor restrictions of \$17,583,257.

Net assets with donor restrictions: Net assets subject to donor-imposed stipulations that may or will be met, either by actions of the Foundation and/or the passage of time. At June 30, 2022, the Foundation had net assets with donor restrictions of \$797,380.

2. Expendable Restricted Resources

Funds restricted by the donor, grantor, or other outside party for particular operating purposes or for plant acquisitions are reported as net assets with donor restrictions. When the Foundation has incurred expenditures in compliance with the specific restrictions, the net assets with donor restrictions are reclassified to net assets without donor restrictions.

3. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

4. Advertising Costs

The Foundation expenses advertising costs as incurred.

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements June 30, 2022 (continued)

NOTE 1 - NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Summary of Significant Accounting Policies (continued)

5. Property and Equipment

Contributions of property and equipment are recorded as support at their estimated fair value. Such contributions are reported as support without donor restrictions unless the donor has restricted the contributed asset to a specific purpose. Assets contributed with explicit restrictions regarding their use and contributions of cash that must be used to acquire fixed assets are reported as support with donor restrictions. Absent donor stipulations regarding how long those contributed assets must be maintained, the Foundation reports expirations of donor restrictions when the contributed or acquired assets are placed in service as instructed by the donor. The Foundation reclassifies net assets with restrictions to net assets without restrictions at that time. Property and equipment purchased are reported at cost.

Depreciation of buildings, furniture, and equipment is provided over the estimated useful lives of the respective assets on a straight-line basis. The useful lives of the respective assets range from 5-40 years.

Interest incurred during the construction phase of property and equipment is included as part of the capitalized value of the assets constructed. The Foundation recorded \$0 of capitalized interest for the year ended June 30, 2022.

6. Contributions

In accordance with professional standards, contributions received are recorded as support without donor restrictions or support with donor restrictions, depending on the existence or nature of any donor restrictions.

All donor-restricted support is reported as an increase in net assets with restrictions. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions. When the restriction expires in the same year the contribution is received, it is the policy of the Foundation to report the contribution as support without restrictions.

7. Cash and Cash Equivalents

For purposes of reporting cash flows, the Foundation includes all cash accounts that are not subject to withdrawal restrictions or penalties and all highly liquid debt instruments purchased with a maturity of three months or less as cash and cash equivalents on the accompanying statement of financial position.

8. Promises to Give

Unconditional promises to give are recognized as revenues in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Unconditional promises to give due in more than one year are reflected at the present value of estimated future cash flows. At June 30, 2022, the Foundation reported unconditional promises to give in the amount of \$0. For the year ended June 30, 2022, the difference between the estimated present value and the stated value is immaterial and therefore no discount has been included.

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements June 30, 2022 (continued)

NOTE 1 - NATURE OF REPORTING ENTITY AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES: (continued)

Summary of Significant Accounting Policies (continued)

9. Receivables

Receivables are stated at the amount management expects to collect from outstanding balances. Management uses the direct write-off method for uncollectible accounts. Once management has determined that an account is uncollectible, receivables are charged to expenses. The Foundation recorded \$26,283 of bad debt expense for year ended June 30, 2022.

10. Investments

The Foundation's investments in marketable securities with readily determinable fair values and all investments in debt securities are valued at their fair values in the statement of financial position. Unrealized gains and losses are included in the change in net assets as reported in the Statement of Activities. Investment income and gains restricted by donor are reported as increases in net assets without donor restrictions if the restrictions are met (either by passage of time or by use) in the reporting period in which the income and gains are recognized.

11. Income Tax

The Foundation is an organization described in IRC Section 501(c)(3) and, accordingly, is exempt from federal and state income taxes under IRC Section 501(a). Therefore, no provision or liability for federal or state income taxes has been included in these financial statements.

12. Donated Investments

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

13. Functional Allocation of Expenses

The costs of providing the various programs and supporting activities have been summarized on a functional basis in the statements of activities. Accordingly, certain costs have been allocated among program and supporting services based on direct allocation of expenses incurred; others are allocated among program and supporting services based on the time spent in the activities.

14. Revenue and Revenue Recognition

The Foundation recognizes contributions when cash, securities or other assets, an unconditional promise to give, or a notification of a benefit interest is received. Conditional promises to give, that is, those with a measurable performance or other barrier, and a right of return, are not recognized until the conditions on which they depend have been substantially met.

The Foundation collects long-term rental revenue, which the Foundation believes is exempted from compliance with ASC 606 due to its inclusion under current and future lease standards. Fundraising revenue is comprised of an exchange element based on the benefit members/donors receive and a contribution element for the difference. The Foundation recognizes the exchange-based fundraising revenue when the event takes place and recognizes the contribution element immediately, unless there is a right of return if the event does not take place. Investment income is recognized when earned based on the market value of the assets held.

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements
June 30, 2022 (continued)

NOTE 2 - INVESTMENTS:

Investments as of June 30, 2022 are summarized as follows:

	<u>Fair Value</u>
Asset and mortgage backed securities	\$ 1,129
Mutual funds	1,240,223
Variable annuity	501,762
	<u>\$ 1,743,114</u>

All investment return is unrestricted and is summarized as follows for the year ended June 30, 2022:

Interest and dividend income	\$ 27,663
Unrealized gain (loss) on investments	(293,717)
	<u>\$ (266,054)</u>

NOTE 3 - PROPERTY AND EQUIPMENT:

A summary of property and equipment, less accumulated depreciation, at June 30, 2022 follows:

Land		\$ 628,990
Building and improvements:		
Building	\$ 5,652,522	
ATW building	10,884,464	
Advanced technology lab	15,365	
Building - west wing	854,509	
Center of Nursing Excellence Wing	616,056	
1950s project - Adv. machinery lab; building upfit	530,498	
SVHEF/Chamber Project	91,005	
700 Bruce St. - Prizery Building	4,228,204	
Southern Virginia Higher Education Foundation suite	183,472	
Subtotal building and improvements		<u>23,056,095</u>
Parking lot improvements		480,433
		<u>\$ 24,165,518</u>
Less: accumulated depreciation		7,979,677
Total property and equipment, net		<u>\$ 16,185,841</u>

Depreciation expense amounted to \$588,585 for the year ended June 30, 2022.

NOTE 4 - NET ASSETS WITH DONOR RESTRICTIONS:

Net assets with restrictions are available for the following purposes:

Southern Virginia Higher Education Scholarships	\$ 797,380
Total net assets with donor restrictions	<u>\$ 797,380</u>

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements June 30, 2022 (continued)

NOTE 5 - OTHER CURRENT ASSETS - NONCASH DONATIONS:

During fiscal year 2015, the Foundation received a noncash donation valued at \$42,335. The donation, recorded at fair market value based on the donor's valuation, consists of artwork, wine collection and other items intended to be sold by the Foundation. The Foundation has recorded the value of the donated items as a current asset.

NOTE 6 - OPERATING LEASES:

SVHEC Lease

The Foundation is the lessor in an operating lease of its educational facility to Southern Virginia Higher Education Center (SVHEC), an educational instrumentality of the Commonwealth of Virginia. The term of the lease was for ten years commencing July 1, 2006 and terminating on June 30, 2015. Starting July 1, 2015, the Foundation and SVHEC are operating under the previous lease terms on a month-to-month basis until an extended lease agreement is executed. Monthly rent received during fiscal year 2022 was \$55,700.

Halifax Chamber of Commerce Lease

As of February 1, 2022, the Foundation has entered into a lease agreement with the Halifax Chamber of Commerce in which the Chamber will pay for a portion of 820 Bruce Street building for a lease term of five years. The monthly rent amount shall be adjusted according to the Consumers Price Index until the end of the term. At the end of the term, the parties may renegotiate a new lease agreement. The Foundation shall be responsible only for providing normal utilities (electrical, water and sewer).

NOTE 7 - CONCENTRATION OF CREDIT RISK:

The Foundation's deposits are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At June 30, 2022, the Foundation no deposits in excess of the FDIC insured limit.

NOTE 8 - FAIR VALUE MEASUREMENT:

Fair value for investments is determined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. The three-level fair value hierarchy prioritizes the inputs used to measure fair value. This hierarchy requires entities to maximize the use of observable inputs and minimize the use of unobservable inputs. The three levels of inputs used to measure fair value are as follows:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements
June 30, 2022 (continued)

NOTE 8 - FAIR VALUE MEASUREMENT: (continued)

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

Those assets measured at fair value on a recurring basis in the Statement of Net Position and the types of inputs used to estimate fair value are as follows at June 30, 2022:

	Fair Value Measurements at June 30, 2022	Fair Value Measurement at Reporting Date Using		
		Level 1 Quoted Prices in Active Markets for Identical Assets	Level 2 Significant Other Observable Inputs	Level 3 Significant Unobservable Inputs
Asset and mortgage backed securities	\$ 1,129	\$ 1,129	\$ -	\$ -
Mutual funds	1,240,223	1,240,223	-	-
Variable annuity	501,762	-	-	501,762
Total	\$ 1,743,114	\$ 1,241,352	\$ -	\$ 501,762

The Foundation did not have any financial liabilities subject to fair value measurement at June 30, 2022.

NOTE 9 - NOTE PAYABLE:

On October 26, 2016, the Foundation secured a 15-year note with Carter Bank in conjunction with the acquisition of the Prizery Building. The original amount of the note was \$530,000 to be paid over 15 years at a rate of 4.00%. The amount payable at June 30, 2022 was \$397,293.

Annual requirements to amortize the note payable and related interest are as follows:

Fiscal Year Ending June 30,	Note Payable	
	Interest	Principal
2023	14,088	33,169
2024	12,737	34,520
2025	11,330	35,926
2026	9,867	37,390
2027-2031	25,203	211,080
2032	123	15,208
	\$ 73,348	\$ 367,293

SOUTHERN VIRGINIA HIGHER EDUCATION FOUNDATION

Notes to Financial Statements
June 30, 2022 (continued)

NOTE 10 - LIQUIDITY AND AVAILABILITY:

The Foundation monitors its liquidity so that it can meet its operating needs and other contractual commitments while maximizing the investment of its excess operating cash. The Foundation has the following financial assets that could readily be made available within one year of the statement of financial position to fund expenses without limitations:

	<u>2022</u>
Cash and cash equivalents	\$ 792,774
Investments	1,743,114
Less: investments not readily available in one year	<u>(1,129)</u>
Total	<u>\$ 2,534,759</u>

In addition to financial assets available to meet general expenditures over the year, the Foundation anticipates covering its general expenditures by collecting sufficient donations and other revenues and by utilizing donor-restricted resources from current and prior years' donations, as needed.

NOTE 11 - DATE OF MANAGEMENT'S REVIEW:

In preparing these financial statements, management of the Foundation has evaluated events and transactions for potential recognition or disclosure through January 22, 2024, the date the financial statements were available to be issued.

NOTE 12 - RESTATEMENT OF NET POSITION:

Beginning net position was restated due to a reclassification of amounts related to net assets with donor restrictions.

	<u>Net assets without donor restrictions</u>	<u>Net assets with donor restrictions</u>	<u>Total</u>
Net Position as of June 30, 2021, as previously reported	\$ 19,376,082	\$ 12,991	\$ 19,389,073
Restatement of net assets	<u>(789,155)</u>	<u>789,155</u>	<u>-</u>
Net Position as of July 1, 2021, as restated	<u>\$ 18,586,927</u>	<u>\$ 802,146</u>	<u>\$ 19,389,073</u>

- Compliance -



**Independent Auditors' Report on Internal Control over Financial Reporting and on
Compliance and Other Matters Based on an Audit of Financial Statements
Performed in Accordance with *Government Auditing Standards***

**To the Board of Directors
Southern Virginia Higher Education Foundation
South Boston, Virginia**

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Southern Virginia Higher Education Foundation (a nonprofit organization), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated January 22, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered Southern Virginia Higher Education Foundation's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Southern Virginia Higher Education Foundation's internal control. Accordingly, we do not express an opinion on the effectiveness of Southern Virginia Higher Education Foundation's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that have not been identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether Southern Virginia Higher Education Foundation's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Robinson, Farmer, Cox Associates

Charlottesville, Virginia
January 22, 2024