The Heritage Foundation and Affiliates

Consolidated Financial Report
December 31, 2017

Contents

Independent Auditor's Report

To the Board of Trustees
The Heritage Foundation

Report on the Financial Statements
We have audited the accompanying consolidated financial statements of The Heritage Foundation and Affiliates (the Foundation), which comprise the consolidated statements of financial position as of December 31, 2017 and 2016, the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements (collectively, the financial statements).

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

Auditor's Responsibility
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 from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Heritage Foundation and Affiliates as of December 31, 2017 and 2016, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter
Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplementary information is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

RSM US LLP

Washington, D.C.
June 27, 2018

The Heritage Foundation and Affiliates

Consolidated Statements of Financial Position
December 31, 2017 and 2016

	2017	2016
Assets		
Current assets:		
Cash and cash equivalents	**$ 7,032,712**	$ 7,419,517
Contributions receivable	**8,242,842**	7,142,526
Prepayments and other assets	**760,214**	968,624
Total current assets	**16,035,768**	15,530,667
Long-term assets:		
Investments	**205,019,805**	186,298,568
Deferred compensation investments	**2,503,349**	2,133,741
Contributions receivable, net	**6,202,500**	7,357,075
Property and equipment, net	**85,207,012**	76,916,027
Cash surrender value of insurance	**942,466**	790,149
Total long-term assets	**299,875,132**	273,495,560
Total assets	**$ 315,910,900**	$ 289,026,227
Liabilities and Net Assets		
Current liabilities:		
Accounts payable and accrued expenses	**$ 9,447,900**	$ 10,826,986
Notes payable	**4,628,105**	548,805
Total current liabilities	**14,076,005**	11,375,791
Long-term liabilities:		
Notes payable	**21,579,924**	22,469,756
Deferred compensation obligations	**2,503,349**	2,133,741
Split-interest obligations	**11,954,068**	12,366,345
Total long-term liabilities	**36,037,341**	36,969,842
Total liabilities	**50,113,346**	48,345,633
Net assets:		
Unrestricted:		
Board designated	**127,938,833**	110,975,192
Undesignated	**79,234,709**	73,772,268
Temporarily restricted – gifts from annuities, trusts and promises to give	**51,417,301**	49,007,923
Permanently restricted	**7,206,711**	6,925,211
Total net assets	**265,797,554**	240,680,594
Total liabilities and net assets	**$ 315,910,900**	$ 289,026,227

See notes to consolidated financial statements.

The Heritage Foundation and Affiliates

Consolidated Statements of Activities
Years Ended December 31, 2017 and 2016

	2017	2016
Changes in unrestricted net assets:		
Support and revenue:		
Public support – contributions	**$ 66,766,600**	$ 58,613,777
Investment gain, net	**26,567,546**	12,738,695
Rental and other income	**3,606,444**	2,975,778
Net assets released from restriction – satisfaction of time or program restrictions	**10,420,926**	10,877,190
Total unrestricted support and revenue	**107,361,516**	85,205,440
Expenses:		
Program services:		
Research	**25,363,243**	24,777,934
Media and government relations	**9,782,531**	10,330,910
Educational programs	**29,498,166**	28,431,409
Total program services	**64,643,940**	63,540,253
Supporting services:		
Management and general	**1,701,024**	2,439,865
Fundraising	**18,590,470**	15,374,798
Total supporting services	**20,291,494**	17,814,663
Total expenses	**84,935,434**	81,354,916
Change in unrestricted net assets	**22,426,082**	3,850,524
Changes in temporarily restricted net assets:		
Contributions	**9,836,499**	18,604,572
Investment gain, net	**4,143,094**	1,693,825
Change in value of split-interest agreements	**(736,484)**	(629,588)
Change in value of pledges and irrevocable trusts	**(412,805)**	(562,915)
Net assets released from restrictions	**(10,420,926)**	(10,877,190)
Change in temporarily restricted net assets	**2,409,378**	8,228,704
Changes in permanently restricted net assets:		
Contributions	**281,500**	2,318,251
Change in permanently restricted net assets	**281,500**	2,318,251
Change in net assets	**25,116,960**	14,397,479
Net assets:		
Beginning	**240,680,594**	226,283,115
Ending	**$ 265,797,554**	$ 240,680,594

See notes to consolidated financial statements.

The Heritage Foundation and Affiliates

Consolidated Statements of Cash Flows
Years Ended December 31, 2017 and 2016

	2017	2016
Cash flows from operating activities:		
Change in net assets	**$ 25,116,960**	$ 14,397,479
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Net realized and unrealized gain on investments	**(30,554,525)**	(14,318,286)
Change in value of split-interest obligations	**736,484**	629,588
Increase in discount on contributions receivable	**(80,089)**	348,180
Change in value of terminated split-interest obligations	**(20,547)**	33,394
Depreciation	**4,393,361**	4,101,357
Gain on disposal of assets	**(33,728)**	(76,564)
Change in value of interest rate swap	**(261,727)**	(302,216)
Contributions restricted to investment in perpetuity	**(281,500)**	(2,818,251)
Contributions restricted to capital expenditures	**(5,758,000)**	(5,847,411)
Contributed property	**(1,632,994)**	(750,000)
Changes in assets and liabilities:		
(Increase) decrease in:		
Contributions receivable	**134,348**	(3,323,926)
Prepayments and other assets	**208,410**	(359,691)
Change in cash surrender value of life insurance	**(152,317)**	(69,249)
Increase (decrease) in:		
Accounts payable and accrued expenses	**(1,379,086)**	1,607,974
Net cash used in operating activities	**(9,564,950)**	(6,747,622)
Cash flows from investing activities:		
Purchases of investments	**(2,831,243)**	(28,454,960)
Sales of investments	**14,664,531**	38,619,237
Purchases of property and equipment	**(11,017,624)**	(12,636,564)
Net cash provided by (used in) investing activities	**815,664**	(2,472,287)
Cash flows from financing activities:		
Proceeds from notes payable	**4,000,000**	5,000,000
Principal payments on notes payable	**(548,805)**	(533,126)
Proceeds from the line of credit	**11,325,816**	17,544,384
Payments on the line of credit	**(11,325,816)**	(17,544,384)
Contributions restricted to investment in perpetuity	**281,500**	2,818,251
Contributions restricted to capital expenditures	**5,758,000**	5,847,411
Payments on split interest obligations	**(1,488,123)**	(1,510,942)
Proceeds from split interest obligations	**359,909**	357,469
Net cash provided by financing activities	**8,362,481**	11,979,063
Net (decrease) increase in cash and cash equivalents	**(386,805)**	2,759,154
Cash and cash equivalents:		
Beginning	**7,419,517**	4,660,363
Ending	**$ 7,032,712**	$ 7,419,517
Supplemental disclosures of cash flow information:		
Interest paid	**$ 954,075**	$ 743,000
Net increase in cash surrender value of life insurance	**$ 152,317**	$ 69,249

See notes to consolidated financial statements.

Note 1. Nature of Activities and Significant Accounting Policies

Nature of activities: The Heritage Foundation and Affiliates (the Foundation) is composed of the following entities: The Heritage Foundation, 3rd Street Properties, LLC, Massachusetts Avenue Properties, LLC and Intern Housing, LLC.

Founded in 1973, The Heritage Foundation is an educational and research institute – a think tank – whose mission is to formulate and promote conservative public policies based on the principles of free enterprise, limited government, individual freedom, traditional American values and a strong national defense. The Foundation pursues this mission by performing timely, accurate research on key policy issues, and effectively marketing these findings to its primary audiences who are members of Congress, key congressional staff, policy makers in the Executive Branch, the nation's news media, the academic and policy communities, and its donors and the public at large. The Foundation's vision is to build an America where freedom, opportunity, prosperity and civil society flourish.

The Heritage Foundation is the sole member of three Limited Liability Companies that are used for a variety of purposes.

3rd Street Properties, LLC is a Limited Liability Company used to purchase and hold real estate property.

Massachusetts Avenue Properties, LLC is a Limited Liability Company used to purchase and hold real estate property.

Intern Housing LLC, is a Limited Liability Company that operates an intern housing program.

A summary of significant accounting policies of the Foundation follows:

Basis of accounting: The accompanying consolidated financial statements are presented in accordance with the accrual basis of accounting, whereby unconditional support is recognized when received, revenue is recognized when earned, and expenses are recognized when incurred.

Principles of consolidation: All intercompany accounts and transactions between The Heritage Foundation, 3rd Street Properties, LLC, Massachusetts Avenue Properties, LLC and Intern Housing, LLC, have been eliminated in the consolidated financial statements.

Basis of presentation: The consolidated financial statement presentation follows the recommendation of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (the Codification). As required by the Not-for-Profit Entities topics of the Codification, Balance Sheet and Income Statement*,* the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted and permanently restricted.

Unrestricted net assets: Net assets represent unrestricted resources available to support the Foundation's operations and temporarily restricted resources that become available for use in the year given by satisfying donor-imposed time or purpose restrictions. Unrestricted net assets include both board-designated and undesignated funds. The Board of Trustees has approved the establishment of an operating reserve (designated fund) to provide working capital and financing stability for the Foundation in the future. Funds have also been designated by the Board for certain programs and capital acquisitions. Total designated funds at December 31, 2017 and 2016, totaled $127,938,833 and $110,975,192, respectively. The undesignated fund constitutes the Foundation's operating fund and net investment in property and equipment net of related liabilities.

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

Temporarily restricted net assets: Net assets subject to donor-imposed stipulations that will be met either by actions of the Foundation and/or the passage of time. When a donor-imposed restriction expires due to accomplishing the stipulated purpose or through passage of time, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the consolidated statements of activities as net assets released from restrictions.

Permanently restricted net assets: Net assets subject to donor-imposed stipulations that they be maintained permanently by the Foundation, typically with earned investment income used for donor-restricted purposes.

Cash and cash equivalents: The Foundation considers all highly liquid investments purchased with an initial maturity of three months or less to be cash equivalents. Cash equivalents held temporarily in the investment portfolio are excluded from cash and cash equivalents.

Financial risk: The Foundation maintains its cash in bank deposit accounts and money market accounts, which, at times, may exceed federally insured limits. The Foundation has not experienced any losses in such accounts and believes it is not exposed to any significant financial risk on cash balances.

The Foundation invests in a professionally managed portfolio that contains various securities that are exposed to risks such as interest rate, market and credit. Due to the level of risk associated with such investments and the level of uncertainty related to changes in the value of such investments, it is at least reasonably possible that changes in risks in the near term would materially affect investment balances and the amounts reported in the consolidated financial statements.

Contributions receivable and support and revenue: The Foundation recognizes support and revenue for unconditional contributions when received, including those contributions received in the form of unconditional promises to give or pledges. These promises to give are classified as contributions receivable on the consolidated statements of financial position. Conditional promises to give are not recognized as support and revenue until conditions have been materially met. As of December 31, 2017, the Foundation had an outstanding conditional matching pledge totaling $4,000,000.

Contributions receivable that are expected to be collected within one year are recorded at net realizable value. Contributions receivable that are expected to be collected in future years are discounted at an appropriate rate commensurate with the risks involved. Amortization of the discount is included in the change in value of pledges and irrevocable trusts on the consolidated statements of activities. An allowance for uncollectible pledges is recorded based on estimated amounts not expected to be collected. At December 31, 2017 and 2016, there was no allowance for uncollectible amounts recorded.

Investments: Investments with readily determinable fair values are reported at fair value with gains and losses included in the consolidated statements of activities. Other investments in partnerships, hedge funds, trusts, LLCs and private equity (alternative investments) are reported at fair value based on a practical expedient, the net asset value per share or equivalent, determined by the fund or the investment manager at the measurement date. The estimated values, provided by the fund or the investment manager, are subject to an annual independent audit, and are reviewed by management for reasonableness. The Foundation believes the carrying amount of these financial instruments is a reasonable estimate of fair value. Accordingly, the estimated fair values may differ significantly from the values that would have been used had a ready market existed for these investments.

Estate gifts: The Foundation is the beneficiary under various wills and other agreements, the total realizable amounts of which are not presently determinable. The Foundation's share of such amounts is not recorded until the Foundation has an irrevocable right to the bequest and the proceeds are measurable.

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

Property and equipment: Property and equipment consists of land, buildings, building improvements, office furniture and equipment, which are stated at cost as of the date of acquisition or, for gifts-in-kind, the fair market value at the date of donation, less accumulated depreciation. Depreciation is recognized on a straight-line basis over estimated useful lives of 3 to 39 years for building and building improvements, and 3 to 10 years for office furniture and equipment. The Foundation capitalizes individual property and equipment purchases with a cost of $5,000 or more.

Valuation of long-lived assets: Long-lived assets and certain identifiable intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of the long-lived asset is measured by a comparison of the carrying amount of the asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the assets exceeds the estimated fair value of the assets. Assets to be disposed of are reportable at the lower of the carrying amount or fair value, less costs to sell. The Foundation had no impairment of long-lived assets during 2017 or 2016.

Cash surrender value of insurance: During 1999, the Foundation entered into a split-dollar insurance agreement with the Foundation's then president. The Foundation made premium payments to fund the life insurance policy. The then president assigned the cash surrender value and proceeds from the death benefit of the policy to the Foundation to the extent of the Foundation's cumulative premium payments.

Derivative financial instruments: The Foundation has entered into two interest rate swap agreements to manage the interest rate exposure on the notes payable. The fair values of the interest rate swap agreements are the estimated amount that the bank or financial institution would receive or pay to terminate the swap agreements at the reporting date, taking into account current interest rates and the current credit worthiness of the swap counter parties.

Such interest rate swaps are accounted for under the Codification topic, Derivatives and Hedging. As a not-for-profit organization, the Foundation is not allowed to use cash flow hedging. Therefore, the interest rate swaps are recorded in the consolidated statements of financial position at fair value. The changes in the fair values are reflected in other income in the consolidated statements of activities. The fair values of the interest rate swap liabilities at December 31, 2017 and 2016, were $(854,645) and $(1,116,372), respectively, and are included in long-term notes payable in the accompanying consolidated statements of financial position.

Split-interest agreements: Contributions received in the form of irrevocable split-interest agreements (charitable gift annuities and charitable trusts) are recorded as contribution support at the present value of amounts expected to transfer to the Foundation at the estimated date of death of the current beneficiaries, which is estimated using Internal Revenue Service mortality tables and discount rates commensurate with the risks involved, ranging from 1% to 7%. Any subsequent changes in the value of the split-interest obligations are recorded as change in value of split-interest obligations in the consolidated statements of activities.

During the life of the beneficiary or for the specified period of time, the Foundation pays the donor, or other specified parties, amounts as determined in the donor agreement. Upon fulfillment of the beneficiary payments or termination of the trust, the remaining assets are available to the Foundation for unrestricted purposes.

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

Income tax status: The Heritage Foundation is a nonprofit organization exempt from federal income taxes under Section 501(a), as an entity described in Section 501(c)(3) of the Internal Revenue Code. The Heritage Foundation has been classified by the Internal Revenue Service as a public charity and is not a private foundation. Contributions to The Heritage Foundation are deductible for federal income, estate and gift tax purposes. Income which is not related to exempt purposes is subject to tax. 3rd Street Properties, LLC, Massachusetts Avenue Properties, LLC and Intern Housing, LLC are limited liability companies whose sole member is The Heritage Foundation. Consequently, 3rd Street Properties, LLC, Massachusetts Avenue Properties, LLC and Intern Housing, LLC are disregarded entities for federal and state income tax purposes.

Management evaluated the Foundation's tax positions and concluded that the Foundation had taken no uncertain tax positions that require adjustment to the consolidated financial statements.

Allocation of joint costs: The Foundation incurred joint costs of $16,201,282 and $12,641,834 for the years ended December 31, 2017 and 2016, respectively. The Foundation allocated these joint costs among program and fundraising expenses as follows:

	2017	2016
Educational programs expense	$ 12,758,107	$ 10,209,296
Fundraising expense	3,443,175	2,432,538
	$ 16,201,282	$ 12,641,834

Advertising costs: Advertising costs are expensed when incurred. Total advertising expense was $467,940 and $1,235,248 for the years ended December 31, 2017 and 2016, respectively.

Use of estimates: The preparation of consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of support and revenue and expenses during the reporting period. Actual results could differ from those estimates.

Functional allocation of expenses: The costs of providing various program and supporting activities have been summarized on a functional basis in the accompanying consolidated statements of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Pending accounting pronouncements: In August 2016, the FASB issued Accounting Standards Update (ASU) No. 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The amendments in this ASU make improvements to the information provided in financial statements and accompanying notes of not-for-profit entities. The amendments set forth the FASB's improvements to net asset classification requirements and the information presented about a not-for-profit entity's liquidity, financial performance and cash flows. The ASU will be effective for the year ending December 31, 2018. The changes in this ASU should generally be applied on a retrospective basis in the year that the ASU is first applied.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. A lessee is required to record a right-of-use asset and a lease liability for all leases with a term of greater than 12 months. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases today. The standard is effective on January 1, 2020, with early adoption permitted.

Note 1. Nature of Activities and Significant Accounting Policies (Continued)

Reclassifications: Certain items were reclassified to conform with current year presentation. These reclassifications had no impact on change in assets or net assets.

Subsequent events: The Foundation evaluated subsequent events through June 27, 2018, which is the date the consolidated financial statements were available to be issued.

Note 2. Contributions Receivable

The following are unconditional promises to give at December 31, 2017 and 2016:

	2017	2016
Due in less than one year	$ 8,242,842	$ 7,142,526
Due in one to five years	5,070,336	5,825,000
Due in greater than five years	1,530,000	2,010,000
Total to be received	14,843,178	14,977,526
Less discounting for multi-year promises to give (rates of 1.11% - 3.13%)	(397,836)	(477,925)
	$ 14,445,342	$ 14,499,601

Note 3. Investments

See Note 4 for details on the composition of the investment portfolio at December 31, 2017 and 2016.

The following summarizes investment income for the years ended December 31, 2017 and 2016:

	2017	2016
Net realized and unrealized gain	$ 30,554,525	$ 14,318,286
Interest and dividends	156,115	114,234
	$ 30,710,640	$ 14,432,520

Note 4. Fair Value Measurements

The Foundation follows the Codification topic, Fair Value Measurement, which defines fair value as 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 and sets out a fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Inputs are broadly defined as assumptions market participants would use in pricing an asset or liability. The three levels of the fair value hierarchy are described below:

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.

Note 4. Fair Value Measurements (Continued)

In determining the appropriate levels, the Foundation performs a detailed analysis of the assets and liabilities that are subject to the topic. At each reporting period, all assets and liabilities for which the fair value measurement is based on significant unobservable inputs are classified as Level 3. At each reporting period, transfers between levels are recognized on the actual date of the event or change in circumstances that caused the transfer in accordance with the Foundation's accounting policy regarding the recognition of transfers between levels of the fair value hierarchy.

Publicly traded securities are classified as Level 1 instruments because they comprise assets traded on public exchanges with readily determinable fair values and observable market based inputs.

As of December 31, 2017 and 2016, 87% and 77%, respectively, of capital committed to the private equity funds has been called.

Common trust funds (CTF) are unregistered bank investment products that pool fiduciary client assets. There were no unfunded commitments related to the CTF and the funds can be redeemed daily with no notice period.

Multi-strategy equity pooled separate accounts (PSA) are valued based on the fair value of the underlying assets in the PSA and the number of units in each PSA owned by the Foundation as a percentage of the total number of units in the PSA. A valuation agent is selected by Lincoln National Life Insurance Company for each PSA. The valuation agent calculates the net assets of the account on each open market day. There were no unfunded commitments related to the PSA and the funds can be redeemed daily with no notice period.

The guaranteed income fund is valued at a contract value reported by the insurance company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. The guarantee contract is invested primarily in publicly traded and privately placed debt securities and mortgage loans. Funds can be withdrawn to be placed in separate funds upon request. Withdrawals may be deferred for up to six months if it is determined that investment conditions prevent an orderly sale of investments.

The deferred compensation plan obligations are based on the fair market value of the deferred compensation plan assets, which are valued using a practical expedient and are therefore, not subject to the fair value hierarchy.

The interest rate swaps connected to the Foundation's term loan financing are classified as Level 2 instruments because their values are a function of the difference between the interest rate on the Foundation's notes payable and the rates in the swap agreements; hence there are observable market based inputs.

Note 4. Fair Value Measurements (Continued)

The tables below summarize the Foundation's financial assets and liabilities measured at fair value on a recurring basis, at December 31, 2017 and 2016.

	2017		
Description	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)
Publicly traded securities:			
Common stock:			
Energy	$ 6,691	$ 6,691	$ -
Mutual funds:			
Equity mutual funds:			
Index funds	2,673,897	2,673,897	-
Established international	647,168	647,168	-
Multi-strategy	401,435	401,435	-
Total equity mutual funds	3,722,500	3,722,500	-
Fixed income mutual funds:			
Multi-strategy	1,621,302	1,621,302	-
Index funds	859,535	859,535	-
Total fixed income mutual funds	2,480,837	2,480,837	-
Total mutual funds	6,203,337	6,203,337	-
Total publicly traded securities	6,210,028	6,210,028	-
Alternative investments valued using a net asset per share or equivalent as a practical expedient (a)	179,009,851	-	-
Common trust funds valued using a net asset value per share or equivalent as a practical expedient (a)	12,665,436	-	-
Other assets:			
Multi-strategy equity PSAs valued using a practical expedient (a)	2,395,287	-	-
Guaranteed income fund valued using a practical expedient (a)	108,062	-	-
Total other assets valued using a practical expedient	2,503,349	-	-
Total assets at fair value	200,388,664	6,210,028	-
Cash equivalents	7,134,490	7,134,490	-
Total investments	$ 207,523,154	$ 13,344,518	$ -
Deferred compensation obligations (a)	$ 2,503,349	$ -	$ -
Interest rate swap liability	854,645	-	854,645
Total liabilities	$ 3,357,994	$ -	$ 854,645

Note 4. Fair Value Measurements (Continued)

	2016		
Description	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)
Publicly traded securities:			
Mutual funds:			
Equity mutual funds:			
Index funds	$ 2,629,996	$ 2,629,996	$ -
Established international	477,833	477,833	-
Multi-strategy	297,924	297,924	-
Total equity mutual funds	3,405,753	3,405,753	-
Fixed income mutual funds:			
Multi-strategy	1,827,397	1,827,397	-
Index funds	833,189	833,189	-
Total fixed income mutual funds	2,660,586	2,660,586	-
Total mutual funds	6,066,339	6,066,339	-
Total publicly traded securities	6,066,339	6,066,339	-
Alternative investments valued using a net asset per share or equivalent as a practical expedient (a)	156,690,363	-	-
Common trust funds valued using a net asset value per share or equivalent as a practical expedient (a)	11,806,244	-	-
Other assets:			
Multi-strategy equity PSAs valued using a practical expedient (a)	1,950,625	-	-
Guaranteed income fund valued using a practical expedient (a)	183,116	-	-
Total other assets valued using a practical expedient	2,133,741	-	-
Total assets at fair value	176,696,687	6,066,339	-
Cash equivalents	11,735,622	11,735,622	-
Total investments	$ 188,432,309	$ 17,801,961	$ -
Deferred compensation obligations (a)	$ 2,133,741	$ -	$ -
Interest rate swap liability	1,116,372	-	1,116,372
Total liabilities	$ 3,250,113	$ -	$ 1,116,372

(a) In accordance with ASU 2015-07, certain investments that were measured at a net asset value per share (or its equivalent) have not been classified in the fair value hierarchy. The fair value amounts of those investments presented in this table are intended to permit reconciliation of the fair value hierarchy to the line item presented in the consolidated statements of financial position.

Note 4. Fair Value of Financial Instruments (Continued)

The following table provides additional disclosures on the Foundation's alternative investment assets at December 31, 2017 and 2016:

	Fair Value at 2017	Fair Value at 2016	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Multi-Strategy[(a)]	$ 117,818,249	$ 104,781,314	N/A	Daily	1 day
Global Equity Opportunistic [(b)]	29,942,252	21,800,606	N/A	Quarterly	30 days
Fixed Income[(c)]	17,983,068	17,140,340	N/A	Daily	1 day
Private Equity[(d)]	8,955,609	9,153,962	$ 2,614,817	N/A[(e)]	N/A[(e)]
Event-Driven[(f)]	4,310,673	3,814,141	N/A	Quarterly to Semi-annual	60 days
Total	$ 179,009,851	$ 156,690,363			

(a) Multi-strategy managers employ a combination of any of the above mentioned strategies and may shift amongst those strategies at any time as conditions permit. 2% of the investment balance in this category is in the process of being liquidated. As such, the redemption frequency or notice period shown relate to those multi-strategy investments not currently planned for liquidation.

(b) Global Equity Opportunistic refers to investments in equity securities across worldwide markets, not restricted to specific regions or market capitalization.

(c) Fixed Income managers use a multi-strategy approach and invest in a broad range of sectors and ratings. These managers seek to manage risk in an overall portfolio and seek returns for the investor.

(d) Private Equity represents securities in operating companies that are not publicly traded on an exchange. This could be achieved through private equity investment funds, direct co-investments in individual portfolio companies, secondary private equity offerings or direct and indirect investments in privately and publicly issued debt securities and privately issued equity securities of companies that are currently experiencing financial and/or operational distress.

(e) Private Equity partnerships permit redemption only at the fund/General Partner's discretion. As such, there is no redemption frequency or notice period officially outlined in the investment agreement.

(f) Event-Driven strategies are investments in opportunities created by significant transaction events, such as spin-offs, mergers and acquisitions and reorganizations. These strategies include risk arbitrage, distressed situations investing, special situations and opportunistic investing.

Note 5. Property and Equipment

Property and equipment and accumulated depreciation consist of the following at December 31, 2017 and 2016:

	2017	2016
Land, building and improvements	$ 98,627,130	$ 80,677,582
Contruction in progress	14,407,993	21,936,477
Office furniture and equipment	15,106,142	12,952,058
	128,141,265	115,566,117
Less accumulated depreciation	(42,934,253)	(38,650,090)
Property and equipment, net	$ 85,207,012	$ 76,916,027

Depreciation expense for the years ended December 31, 2017 and 2016, totaled $4,393,361 and $4,101,357, respectively.

Note 6. Notes Payable

Notes payable as of December 31, 2017 and 2016, are as follows:

	2017	2016
Notes payable	$ 25,353,384	$ 21,902,189
Interest rate swap liability	410,117	568,772
Interest rate swap liability	444,528	547,600
	26,208,029	23,018,561
Less current portion	(4,628,105)	(548,805)
Notes payable, long-term	$ 21,579,924	$ 22,469,756

Interest expense for the years ended December 31, 2017 and 2016, was $785,233 and $743,042, respectively.

The Foundation obtained a note with a financial institution. The loan amount was $5,186,560. At December 31, 2017 and 2016, the outstanding liability totaled $4,270,267 and $4,477,730, respectively. The principal balance is payable in 59 consecutive monthly installments and the full balance was repaid subsequent to December 31, 2017. The note is unsecured and required that the Foundation maintain a debt service coverage ratio (as defined by the lending institution) of at least 1 to 1 and unrestricted liquidity of at least $65,000,000. The interest rate on this loan was the London Interbank Offered Rate (LIBOR) plus 1.23%.

The Foundation obtained a second note with a financial institution. The loan amount was $6,500,000. At December 31, 2017 and 2016, the outstanding liability totaled $5,835,530 and $5,996,181, respectively. The principal balance is payable in 119 consecutive monthly installments. The unpaid principal balance of the note, plus accrued and unpaid interest, is due on June 12, 2023. The note is unsecured and requires that the Foundation maintain a debt service coverage ratio (as defined by the lending institution) of at least 1 to 1 and unrestricted liquidity of at least $65,000,000. The interest rate on this loan is LIBOR plus 1.37%; however, a forward starting interest rate swap was initiated effective in 2015, with a term matching the note at an effective rate of 4.94% per annum. The value of the interest rate swap liability was $410,117 and $568,772 as of December 31, 2017 and 2016, respectively.

Note 6. Notes Payable (Continued)

The Foundation obtained a third note with a financial institution. The loan amount was $7,000,000. At December 31, 2017 and 2016, the outstanding liability totaled $6,247,587 and $6,428,278, respectively. The principal balance is payable in 179 consecutive monthly installments. The unpaid principal balance of the note, plus accrued and unpaid interest, is due on June 12, 2028. The note is unsecured and requires that the Foundation maintain a debt service coverage ratio (as defined by the lending institution) of at least 1 to 1 and unrestricted liquidity of at least $65,000,000. The interest rate on this loan is LIBOR plus 1.38%; however, an interest rate swap was initiated with term matching the note with an effective interest rate of 4.54%. The value of the interest rate swap liability was $444,528 and $547,600 as of December 31, 2017 and 2016, respectively.

The Foundation previously obtained a closed ended note with a financial institution totaling $30,000,000 used to fund certain construction projects. Advances on the loan may be taken for 36 months from the date of commencement (the draw period) at a rate of LIBOR plus 1.50%. During the draw period an unused fee of 12.5 basis points will be assessed. At the end of the draw period, principal and interest will be payable in 143 consecutive monthly installments on the outstanding principal balance based on a 25 year amortization. The note is unsecured and requires that the Foundation maintain a debt service coverage ratio (as defined by the lending institution) of at least 1 to 1 and unrestricted liquidity of at least $65,000,000. As of December 31, 2017 and 2016, the outstanding balance of the note was $9,000,000 and $5,000,000, respectively.

As of December 31, 2017, minimum future principal payments under these notes are as follows:

Years ending December 31:	
2018	$ 4,658,105
2019	734,860
2020	754,028
2021	773,074
2022	793,045
Thereafter	17,640,272
	$ 25,353,384

Note 7. Line of Credit

The Foundation has a revolving bank line of credit of $10,000,000 from a financial institution. The revolving line of credit bears interest at LIBOR plus 115 basis points. It is unsecured and requires that the Foundation maintain a debt service coverage ratio of at least 1 to 1 and unrestricted liquidity of at least $65,000,000. The line of credit matures on September 30, 2019, and there was no outstanding balance at December 31, 2017 and 2016.

Note 8. Employee Benefits

Discretionary contribution plan*:* The Foundation provides a non-contributory discretionary contribution plan to all employees with at least one year of service who have attained the age of 21 and who worked at least 1,000 hours during the year. Expenses for the plan were approximately $1,701,000 and $2,078,000 for the years ended December 31, 2017 and 2016, respectively. Employees vest at 25% per year of service beginning after two years and are fully vested after five years. The Foundation also provides employees the opportunity to defer current compensation under a 403(b) plan. The Foundation makes no contributions to this plan.

Note 8. Employee Benefits (Continued)

Deferred compensation plan*:* The Foundation provides employees the opportunity to defer current compensation under a 457(b) plan. Although the Foundation makes no contributions to these plans, the plan assets and related obligations to employees are includable on the Foundation's consolidated statements of financial position.

The total market value of all deferred compensation investments and the related deferred compensation obligations to employees was $2,503,349 and $2,133,741 at December 31, 2017 and 2016, respectively.

Note 9. Restricted Net Assets

The Foundation follows the Codification contents governing Reporting Endowment funds. The Codification addresses accounting issues related to guidelines in the Uniform Prudent Management of Institutional Funds Act of 2006 (UPMIFA), which was adopted by the National Conferences of Commissioners on Uniform State Laws in July 2006. The Foundation has interpreted UPMIFA as requiring the preservation of the fair value of original donor-restricted endowment gifts as of the date of the gift absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation 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 donor-restricted endowment funds not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Foundation in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- The purposes of the Foundation and donor-restricted endowment fund.
- The duration and preservation of the fund.
- General economic conditions.
- The possible effect of inflation and deflation.
- The expected total return from income and the appreciation of investments.
- Other available financial resources.
- Investment policies.

The Foundation has adopted investment and spending policies for permanently restricted cash contributions that attempt to provide a predictable stream of funding to programs while maintaining purchasing power. The annual investment withdrawal is calculated at 5% of the three-year quarterly average of the investment market values at September 30. All earnings from these funds are reflected as temporarily restricted net assets until appropriated for program expenditures.

Note 9. Restricted Net Assets (Continued)

Temporarily restricted net assets at December 31, 2017 and 2016, consist of the following:

	2017	2016
Contributions restricted by purpose	$ 32,194,335	$ 30,690,610
Contributions restricted by passage of time	19,222,966	18,317,313
	$ 51,417,301	$ 49,007,923

Permanently restricted net assets represent funds that are subject to donor-imposed restrictions requiring the corpus to be held in perpetuity. At December 31, 2017 and 2016, permanently restricted net assets consist of the following:

	2017	2016
William E. Simon Fellow Endowment	$ 1,000,000	$ 1,000,000
Miller Family Fdn. Intern Endowment	1,000,000	1,000,000
William Grewcock Intern Endowment	1,000,000	1,000,000
John Bruning Intern Endowment	200,000	200,000
Westerman Intern Endowment	100,000	100,000
John R. & Margrite Davis Intern Endowment	100,000	100,000
John Von Kannon Philanthropy Endowment	1,148,960	1,133,960
Haskell Robinson Endowment	300,000	200,000
Marjorie W. Herrick Intern Endowment	100,000	100,000
Edward R. Farber Intern Endowment	896,500	730,000
Joe N. Rumble Endowment	911,251	911,251
Kuchta Intern Endowment	200,000	200,000
Eddy de Broekert Intern Endowment	250,000	250,000
	$ 7,206,711	$ 6,925,211

Note 9. Restricted Net Assets (Continued)

The Foundation's endowments consist entirely of donor restricted funds and the following is the endowment fund activity for the years ended December 31, 2017 and 2016:

	December 31, 2017			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Beginning of year	$ -	$ 27,937,377	$ 6,925,211	$ 34,862,588
Investment return, net	-	1,524,408	-	1,524,408
Amounts appropriated for expenditure	-	(15,000)	-	(15,000)
Contributions	-	-	281,500	281,500
End of year	$ -	$ 29,446,785	$ 7,206,711	$ 36,653,496

	December 31, 2016			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Beginning of year	$ -	$ 27,356,908	$ 4,106,960	$ 31,463,868
Investment return, net	-	595,469	-	595,469
Amounts appropriated for expenditure	-	(15,000)	-	(15,000)
Contributions	-	-	2,818,251	2,818,251
End of year	$ -	$ 27,937,377	$ 6,925,211	$ 34,862,588

Note 10. Commitments and Contingencies

Leases: The Foundation leases equipment and office space under noncancelable operating lease agreements. Future minimum lease payments under noncancelable operating leases with initial or remaining terms in excess of one year at December 31, 2017, are as follows:

Years ending December 31:	
2018	$ 228,789
2019	141,020
2020	145,251
2021	149,608
2022	154,096
Thereafter	532,990
	$ 1,351,754

Expense incurred under these leases for the years ended December 31, 2017 and 2016, totaled $265,691 and $236,413, respectively.

Self-Insured Health Plan: The Foundation has a self-insured health insurance plan for its employees and their qualifying dependents. The Foundation holds stop-loss insurance coverage, which limits the Foundation's liability to an aggregate maximum claim liability per policy year of approximately $4,700,000. At December 31, 2017 and 2016, the Foundation had medical claims accruals of approximately $385,000 and $387,000, respectively, which are included in accounts payable and accrued expenses on the consolidated statements of financial position.

Note 11. Related Party Transactions

The Foundation leases office space and provides administrative services to a related entity whose Board of Directors is independent of the Foundation's Board of Trustees. The Foundation elects the entity's Board of Directors. The Foundation and the entity have entered into a lease for office space that ends March 31, 2020.

Future minimum rental receipts for the lease are as follows:

Years ending December 31:		
2018	$	163,179
2019		164,592
2020		41,148
	$	368,919

Lease revenue from the related entity totaled $158,934 and $158,934 for 2017 and 2016, respectively.

Contracts for administrative services are on an annual basis and begin on January 1. Administrative service contract income totaled $1,343,868 and $1,275,491 in 2017 and 2016, respectively. Also, the Foundation contracted with the related entity for services to be provided to the Foundation. Total expenses incurred by the Foundation related to this contract totaled $517,500 and $517,500 during the years ended December 31, 2017 and 2016, respectively.

The Foundation received approximately $15,800,000 and $10,000,000 of support in the form of contributions from members of the Board of Trustees and organizations associated with members of the Board of Trustees during the years ended December 31, 2017 and 2016, respectively, in the ordinary course of business.

The Heritage Foundation and Affiliates

Consolidated Schedule of Functional Expenses
Year Ended December 31, 2017

	Program Services				Supporting Services			
	Research	Media and Government Relations	Educational Programs	Total	Management and General	Fundraising	Total	Total Expenses
Salaries	$ 15,368,230	$ 3,966,553	$ 6,501,439	$ 25,836,222	$ 621,195	$ 4,823,793	$ 5,444,988	$ 31,281,210
Consultants and independent contractors	1,165,182	1,206,767	4,084,901	6,456,850	107,174	3,038,921	3,146,095	9,602,945
Fringe benefits	3,595,810	1,045,247	1,651,689	6,292,746	124,013	1,315,101	1,439,114	7,731,860
Printing and copying	87,048	175,029	4,953,297	5,215,374	258,843	1,445,078	1,703,921	6,919,295
Postage and shipping	18,592	32,930	5,349,894	5,401,416	1,336	1,592,967	1,594,303	6,995,719
Conferences and meetings	682,039	1,465,723	355,370	2,503,132	34,716	1,544,128	1,578,844	4,081,976
Depreciation	1,313,449	506,594	1,522,513	3,342,556	88,088	962,717	1,050,805	4,393,361
Advertising	1,637	302	55,121	57,060	371	410,509	410,880	467,940
Occupancy	920,056	397,116	1,096,056	2,413,228	271,827	143,662	415,489	2,828,717
Taxes, licenses and bank fees	51,381	19,701	497,453	568,535	5,723	359,897	365,620	934,155
Information technology	731,762	258,947	1,811,145	2,801,854	40,378	1,537,166	1,577,544	4,379,398
Professional fees	75,458	29,104	101,075	205,637	17,208	24,813	42,021	247,658
Supplies	94,288	40,918	119,794	255,000	22,548	50,701	73,249	328,249
Travel	573,243	211,562	220,152	1,004,957	18,847	695,463	714,310	1,719,267
Staff training	83,505	25,192	75,466	184,163	18,894	50,073	68,967	253,130
Dues and subscriptions	154,033	183,508	226,118	563,659	7,383	209,170	216,553	780,212
Photography and video	8,184	10,098	133,853	152,135	1,555	34,535	36,090	188,225
Interest expense	234,760	90,546	272,127	597,433	15,755	172,045	187,800	785,233
Insurance	140,405	54,154	173,485	368,044	42,037	21,018	63,055	431,099
Honoraria and writer’s fees	34,390	-	6,021	40,411	-	9,035	9,035	49,446
Books and products	22,816	7,954	242,797	273,567	2,694	81,002	83,696	357,263
Miscellaneous	6,975	3,289	8,400	18,664	439	68,676	69,115	87,779
Other programs and grants	-	51,297	40,000	91,297	-	-	-	91,297
Total expenses	$ 25,363,243	$ 9,782,531	$ 29,498,166	$ 64,643,940	$ 1,701,024	$ 18,590,470	$ 20,291,494	$ 84,935,434

The Heritage Foundation and Affiliates

Consolidated Schedule of Functional Expenses
Year Ended December 31, 2016

	Program Services				Supporting Services			
	Research	Media and Government Relations	Educational Programs	Total	Management and General	Fundraising	Total	Total Expenses
Salaries	$ 15,342,400	$ 4,065,918	$ 6,785,472	$ 26,193,790	$ 549,793	$ 4,862,126	$ 5,411,919	$ 31,605,709
Consultants and independent contractors	518,035	1,316,908	4,181,582	6,016,525	44,944	2,617,271	2,662,215	8,678,740
Fringe benefits	3,652,323	1,080,466	2,024,005	6,756,794	128,274	1,316,421	1,444,695	8,201,489
Printing and copying	127,835	107,669	3,204,919	3,440,423	2,649	1,084,528	1,087,177	4,527,600
Postage and shipping	18,614	58,551	4,402,919	4,480,084	1,230	1,384,409	1,385,639	5,865,723
Conferences and meetings	1,106,606	1,916,924	848,373	3,871,903	53,977	435,871	489,848	4,361,751
Depreciation	1,184,490	493,861	1,354,970	3,033,321	333,056	734,980	1,068,036	4,101,357
Advertising	5,149	1,313	441,559	448,021	949	786,278	787,227	1,235,248
Occupancy	793,412	337,390	946,774	2,077,576	258,066	128,957	387,023	2,464,599
Taxes, licenses and bank fees	65,385	27,076	832,109	924,570	262,767	257,043	519,810	1,444,380
Information technology	500,844	183,902	1,937,795	2,622,541	24,204	584,509	608,713	3,231,254
Professional fees	71,846	29,955	87,356	189,157	15,773	23,851	39,624	228,781
Supplies	89,087	57,829	102,452	249,368	21,762	57,096	78,858	328,226
Travel	667,606	271,325	314,680	1,253,611	23,108	770,211	793,319	2,046,930
Staff training	115,854	59,968	131,715	307,537	32,500	26,686	59,186	366,723
Dues and subscriptions	176,428	86,098	37,702	300,228	5,834	18,417	24,251	324,479
Photography and video	8,716	15,199	175,838	199,753	466	41,646	42,112	241,865
Interest expense	44,157	18,411	50,512	113,080	602,563	27,399	629,962	743,042
Insurance	106,549	44,420	127,871	278,840	74,427	16,061	90,488	369,328
Honoraria and writer's fees	42,150	250	7,492	49,892	-	9,450	9,450	59,342
Books and products	30,506	116,985	402,666	550,157	2,252	149,014	151,266	701,423
Miscellaneous	23,429	5,276	8,648	37,353	1,271	42,574	43,845	81,198
Other programs and grants	86,513	35,216	24,000	145,729	-	-	-	145,729
Total expenses	$ 24,777,934	$ 10,330,910	$ 28,431,409	$ 63,540,253	$ 2,439,865	$ 15,374,798	$ 17,814,663	$ 81,354,916