KPMG

THE AMERICAN NATIONAL RED CROSS

Consolidated Financial Statements

June 30, 2013
(with summarized information for the year ended June 30, 2012)

(With Independent Auditors' Report Thereon)

KPMG LLP
1676 International Drive
McLean, VA 22102

Independent Auditors' Report

The Board of Governors
The American National Red Cross:

We have audited the accompanying consolidated financial statements of The American National Red Cross (the Organization), which comprise the consolidated statement of financial position as of June 30, 2013, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of The American National Red Cross as of June 30, 2013, and the changes in their net assets, their functional expenses and cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

Report on Summarized Comparative Information

We have previously audited The American National Red Cross 2012 consolidated financial statements, and expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated October 25, 2012. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2012 is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

KPMG LLP

October 23, 2013

THE AMERICAN NATIONAL RED CROSS

Consolidated Statement of Financial Position

June 30, 2013
(with comparative information as of June 30, 2012)

(In thousands)

Assets		**2013**		**2012**
Current assets:				
Cash and cash equivalents	$	82,721	$	52,905
Investments (Note 8)		618,139		626,872
Trade receivables, including grants, net of allowance for doubtful accounts of $6,963 in 2013 and $5,657 in 2012 (Note 11)		233,089		216,517
Contributions receivable (Note 2)		80,303		70,011
Inventories, net of allowance for obsolescence of $4,714 in 2013 and $4,105 in 2012		112,950		113,876
Other current assets		23,230		24,922
Total current assets		1,150,432		1,105,103
Investments (Note 8)		1,466,762		1,356,851
Contributions receivable (Note 2)		12,205		16,030
Land, buildings, and other property, net (Note 3)		1,018,454		1,050,793
Other assets (Note 9)		250,982		249,184
Total assets		3,898,835		3,777,961
Liabilities and Net Assets				
Current liabilities:				
Accounts payable and accrued expenses		325,810		281,012
Current portion of debt (Note 4)		18,236		14,400
Postretirement benefits (Note 10)		3,734		3,991
Other current liabilities (Note 9 and 11)		154,398		164,121
Total current liabilities		502,178		463,524
Debt (Note 4)		695,755		538,958
Pension and postretirement benefits (Note 10)		554,645		1,001,636
Other liabilities (Notes 4 and 9)		156,200		178,620
Total liabilities		1,908,778		2,182,738
Net assets (Notes 6 and 7):				
Unrestricted net assets		398,444		133,687
Temporarily restricted net assets		861,605		757,513
Permanently restricted net assets		730,008		704,023
Total net assets		1,990,057		1,595,223
Commitments and contingencies (Notes 4, 5, 8, 10, and 11)				
Total liabilities and net assets	$	3,898,835	$	3,777,961

See accompanying notes to the consolidated financial statements.

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Consolidated Statement of Activities

Year ended June 30, 2013
(with summarized information for the year ended June 30, 2012)

(In thousands)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Totals 2013	Totals 2012
Operating revenues and gains:					
Contributions:					
Corporate, foundation and individual giving	$ 278,866	$ 552,132	$ -	$ 830,998	$ 437,768
United Way and other federated	32,905	62,625	-	95,530	100,227
Legacies and bequests	64,022	10,191	22,011	96,224	94,629
Services and materials	16,212	38,290	-	54,502	37,424
Products and services:					
Biomedical	2,037,732	-	-	2,037,732	2,153,870
Program materials	125,153	-	-	125,153	136,876
Contracts, including federal government	73,132	-	-	73,132	82,552
Investment income (Note 8)	16,781	31,916	-	48,697	58,100
Other revenues	73,575	398	-	73,973	69,071
Net assets released from restrictions	636,997	(636,997)	-	-	-
Total operating revenues and gains	3,355,375	58,555	22,011	3,435,941	3,170,517
Operating expenses:					
Program services:					
Services to the Armed Forces	56,645	-	-	56,645	53,045
Biomedical services (Note 12)	2,164,815	-	-	2,164,815	2,239,784
Community services	57,200	-	-	57,200	77,538
Domestic disaster services	467,245	-	-	467,245	279,190
Health and safety services	216,222	-	-	216,222	195,596
International relief and development services	92,742	-	-	92,742	186,726
Total program services	3,054,869	-	-	3,054,869	3,031,879
Supporting services:					
Fund raising	189,431	-	-	189,431	172,407
Management and general	136,283	-	-	136,283	140,847
Total supporting services	325,714	-	-	325,714	313,254
Total operating expenses	3,380,583	-	-	3,380,583	3,345,133
Change in net assets from operations	(25,208)	58,555	22,011	55,358	(174,616)
Nonoperating gains (losses) (Notes 4 and 8)	42,670	45,537	3,974	92,181	(36,514)
Pension-related changes other than net periodic benefit cost (Note 10)	247,295	-	-	247,295	(385,570)
Change in net assets	264,757	104,092	25,985	394,834	(596,700)
Net assets, beginning of year	133,687	757,513	704,023	1,595,223	2,191,923
Net assets, end of year	$ 398,444	$ 861,605	$ 730,008	$ 1,990,057	$ 1,595,223

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Statement of Functional Expenses

Year ended June 30, 2013
(with summarized information for the year ended June 30, 2012)

(In thousands)

	Program Services						
	Services to Armed Forces	Biomedical Services	Community Services	Domestic Disaster Services	Health and Safety Services	International Relief & Development Services	Total Program Services
Salaries and wages	$ 25,439	$ 930,432	$ 20,971	$ 94,331	$ 89,853	$ 19,093	$ 1,180,119
Employee benefits	8,460	309,418	6,974	31,370	29,881	6,350	392,453
Subtotal	33,899	1,239,850	27,945	125,701	119,734	25,443	1,572,572
Travel and maintenance	2,067	34,031	877	62,112	6,496	3,580	109,163
Equipment maintenance and rental	859	69,246	2,899	21,662	1,920	1,156	97,742
Supplies and materials	1,744	483,630	3,196	6,941	12,222	494	508,227
Contractual services	10,192	298,438	10,031	67,883	69,821	7,877	464,242
Financial and material assistance	6,751	3,564	10,058	170,947	25	53,366	244,711
Depreciation and amortization	1,133	36,056	2,194	11,999	6,004	826	58,212
Total expenses	$ 56,645	$ 2,164,815	$ 57,200	$ 467,245	$ 216,222	$ 92,742	$ 3,054,869

	Supporting Services			Total Expenses	
	Fund Raising	Management and General	Total Supporting Services	2013	2012
Salaries and wages	$ 80,071	$ 73,329	$ 153,400	$ 1,333,519	$ 1,328,117
Employee benefits	26,628	24,386	51,014	443,467	400,334
Subtotal	106,699	97,715	204,414	1,776,986	1,728,451
Travel and maintenance	5,455	2,928	8,383	117,546	75,088
Equipment maintenance and rental	1,103	3,458	4,561	102,303	104,162
Supplies and materials	4,096	33	4,129	512,356	541,692
Contractual services	67,628	29,769	97,397	561,639	582,402
Financial and material assistance	1,503	334	1,837	246,548	234,413
Depreciation and amortization	2,947	2,046	4,993	63,205	78,925
Total expenses	$ 189,431	$ 136,283	$ 325,714	$ 3,380,583	$ 3,345,133

See accompanying notes to the consolidated financial statements.

THE AMERICAN NATIONAL RED CROSS

Consolidated Statement of Cash Flows

Year ended June 30, 2013
(with comparative information for the year ended June 30, 2012)

(In thousands)

	2013	2012
Cash flows from operating activities:		
Change in net assets	$ 394,834	$ (596,700)
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation and amortization	63,205	78,925
Provision for doubtful accounts receivable	1,195	2,954
Provision for obsolete inventory	610	2,930
Net gain on sales of property	(4,965)	(938)
Net investment and derivative (gain)/loss	(86,778)	24,784
Pension related changes other than net periodic benefit costs	(247,295)	385,570
Permanently restricted contributions	(22,011)	(34,748)
Changes in operating assets and liabilities:		
Receivables	(24,234)	(1,971)
Inventories	316	9,576
Other assets	(106)	(17,434)
Accounts payable and accrued expenses	44,798	(52,211)
Other liabilities	(27,943)	(35,949)
Pension and postretirement benefits	(199,953)	(52,077)
Net cash used in operating activities	(108,327)	(287,289)
Cash flows from investing activities:		
Purchases of property	(39,035)	(55,299)
Proceeds from sales of property	13,134	4,464
Purchases of investments	(320,896)	(277,416)
Proceeds from sales of investments	302,296	281,058
Net cash used in investing activities	(44,501)	(47,193)
Cash flows from financing activities:		
Permanently restricted contributions	22,011	34,748
Proceeds from borrowings	175,000	-
Repayments of debt	(14,367)	(20,023)
Net cash provided by financing activities	182,644	14,725
Net increase (decrease) in cash and cash equivalents	29,816	(319,757)
Cash and cash equivalents, beginning of year	52,905	372,662
Cash and cash equivalents, end of year	$ 82,721	$ 52,905
Supplemental disclosures of cash flow information:		
Cash paid during the year for interest	$ 17,903	$ 18,950

See accompanying notes to the consolidated financial statements.

(1) Summary of Significant Accounting Policies

Organization and Basis of Presentation: The American National Red Cross (the Organization) was established by an Act of the United States Congress on January 5, 1905 for the primary purposes of furnishing volunteer aid to the sick and wounded of the Armed Forces in time of war and to carry on a system of national and international relief in time of peace to mitigate the suffering caused by fire, famine, floods and other great natural calamities. The mission of the Organization has expanded since that time to help people prevent, prepare for, and respond to emergencies.

The accompanying consolidated financial statements present the consolidated financial position and changes in net assets, functional expenses and cash flows of the Organization. The Organization has national and international programs that are conducted by its headquarters, biomedical services, and chartered local chapters. Also included in the consolidated financial statements are the net assets and operations of Boardman Indemnity Ltd., a 100% owned captive insurance subsidiary, and ARC Receivables Company, LLC, a wholly owned bankruptcy-remote special purpose entity. All significant intra-organizational accounts and transactions have been eliminated.

Program activities include services to the Armed Forces, biomedical services, community services, disaster services, health and safety services, and international services. Biomedical services includes activities associated with the collection, processing, testing, and distribution of whole blood and components at 36 local blood services region operations, five national testing laboratories, a biomedical research facility, and related national support functions.

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

Unrestricted net assets – Net assets that are not subject to any donor-imposed stipulations.

Temporarily restricted net assets – Net assets subject to donor-imposed restrictions on their use that may be met either by actions of the Organization or the passage of time.

Permanently restricted net assets – Net assets subject to donor-imposed or other legal restrictions requiring that the principal be maintained permanently by the Organization. Generally, the donors permit the Organization to use all or part of the income earned for either general or donor-specified purposes.

The consolidated financial statements are presented with certain prior year summarized comparative information. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Organization’s consolidated financial statements for the year ended June 30, 2012 from which the summarized information was derived.

Use of Estimates: The preparation of the consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities in the financial statements. Estimates and assumptions may also affect disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses. Actual results could differ from management's estimates.

Cash Equivalents: The Organization considers all highly liquid investments purchased with an original maturities of three months or less to be cash equivalents. Cash equivalents consist of money market mutual funds and overnight investments of approximately $66 million and $17 million as of June 30, 2013 and 2012, respectively.

Investments: Investments are reported at fair value except for certain commingled funds and alternative funds that, as a practical expedient, and in accordance with Accounting Standard Codification (ASC) 820-10-35-59, are reported at estimated fair value utilizing net asset values. Net asset value, in many instances may not equal the fair value that would be calculated pursuant to ASC 820. The Organization does not intend to sell any of the funds at an amount different from net asset value per share at June 30, 2013. The Organization reviews and evaluates the net asset values provided by the general partners and fund managers and agrees with the valuation methods and assumptions used in determining net asset values of these funds. The separately managed endowment fund accumulates realized gains and losses on security transactions, which are available to meet current expenses to the extent approved by the Board of Governors. Amounts annually available for expenditure are based on the Board of Governors' approved spending rate using the total-return method.

Investment income classified as operating revenue consists of interest and dividend income on investments and any gains approved for use in operations (note 8). All other realized and unrealized gains or losses are classified as nonoperating activity and are available to support operations in future years and to offset potential market declines.

Investments classified as current are available for operations in the next fiscal year.

Derivative Financial Instruments: The Organization makes use of derivative financial instruments in order to mitigate certain risks. Derivative financial instruments are recorded at fair value.

Endowment Fund: The Organization has maintained a national endowment fund since 1905. Since 1910, as stated in the bylaws of the Organization and because of public declarations as to their intended use, gifts to The American National Red Cross national headquarters under wills, trusts, and similar instruments which do not direct some other use of such funds are recorded as permanently restricted endowment funds to be kept and invested in perpetuity. Based upon the manner in which the Organization has solicited and continues to solicit such gifts, it has been determined by independent legal counsel that such gifts must be placed in the endowment fund and, accordingly, reported as permanently restricted net assets.

Inventories: Inventories of supplies purchased for use in program and supporting services are valued using the average cost method. Whole blood and its components are valued at the lower of average cost or market.

Land, Buildings, and Other Property: Purchases of land, buildings, and other property having a unit cost per established guidelines and a useful life of three or more years are capitalized at cost. Donated assets are capitalized at the estimated fair value at date of receipt. Interest expense incurred during a period of construction, less related interest income earned on proceeds of tax-exempt borrowings, is capitalized.

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Property under capital leases is amortized over the lease term. Any gain or loss on the sale of land, buildings and other property is reported as other revenues on the consolidated statement of activities.

Application development costs incurred to develop internal-use software are capitalized and amortized over the expected useful life of the software application. Activities that are considered application development include design of software configuration and interfaces, coding, installation of hardware, and testing. All other expenses incurred to develop internal-use software are expensed as incurred.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets as follows:

Class of property	Useful life in years
Buildings	45
Building improvements	10
Equipment and software	3 – 15

Long-Lived Assets: Long-lived assets, such as land, building and other property, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. If circumstances require a long-lived asset be tested for possible impairment, the Organization first compares undiscounted cash flows expected to be generated by an asset to the carrying value of the asset. If the carrying value of the long-lived asset is not recoverable on an undiscounted cash flow basis, an impairment loss is recognized to the extent that the carrying value exceeds its fair value. Fair value is determined through various valuation techniques including discounted cash flow models, quoted market values and third-party independent appraisals, as considered necessary.

Property and Casualty Insurance: The Organization maintains various insurance policies under which it assumes a portion of each insured loss. Assumed losses are retained by the Organization through its wholly owned insurance subsidiary, Boardman Indemnity, Ltd. (Boardman). The Organization also purchases insurance to supplement the coverage by Boardman. The liabilities for outstanding losses and incurred but not reported claims have been determined based on actuarial studies and are reported as other liabilities in the consolidated statement of financial position, and were approximately $104 million and $113 million as of June 30, 2013 and 2012, respectively.

Revenue Recognition: Contributions, which include unconditional promises to give (pledges), are recognized as revenues in the period received or promised. Contributions receivable due beyond one year are stated at net present value of the estimated cash flows using a risk-adjusted rate. Conditional contributions are recorded when the conditions have been substantially met. Contributions are considered to be unrestricted unless specifically restricted by the donor.

The Organization reports contributions in the temporarily or permanently restricted net asset class if they are received with donor stipulations as to their use. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are released and reclassified to unrestricted net assets in the consolidated statement of activities.

(Continued)

Donor-restricted contributions are initially reported in the temporarily restricted net asset class, even if it is anticipated such restrictions will be met in the current reporting period.

Products and services revenue, which arises principally from sales of whole blood and components and health and safety course fees, is generally recognized upon shipment of the product or delivery of the services to the customer.

Revenues from federal agencies are generally reported as unrestricted contract revenue and are recognized as qualifying expenses are incurred under the agreement.

Gains and losses on investments and other assets and liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law.

Contributed Services and Materials: Contributed services are reported at fair value in the financial statements for voluntary donations of services when those services (1) create or enhance nonfinancial assets or (2) require specialized skills provided by individuals possessing those skills and are services which would be typically purchased if not provided by donation. The Organization recorded contributed services revenue and related expense for the years ended June 30, 2013 and 2012 of approximately $13 million and $8 million, respectively, mostly in support of the disaster services program.

Donated materials are recorded at their fair value at the date of the gift. Gifts of long-lived assets are recorded as restricted support. This restriction is released ratably over the useful life of the asset.

Income Taxes: The American National Red Cross is a not-for-profit organization incorporated by the U.S. Congress through the issuance of a federal charter. The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, except on net income derived from unrelated business activities. At June 30, 2013 and 2012, the Organization has determined that no income taxes are due for its activities. Accordingly, no provision for income taxes has been recorded in the accompanying financial statements. Management annually reviews its tax positions and has determined that there are no material uncertain tax positions that require recognition in the consolidated financial statements.

Accounts Receivable Securitization: The Organization has an accounts receivable securitization program that is accounted under Accounting Standards Update (ASU) No. 2009-16, *Transfers and Servicing (Topic 860): Accounting for Transfers of Financial Assets* (note 11).

(2) Contributions Receivable

The Organization anticipates collection of outstanding contributions receivable as follows at June 30, 2013 and 2012 (in thousands):

		2013	2012
Amounts receivable within one year	$	82,390	71,778
Amounts receivable in 1 to 5 years (net of discount of $601 and $843 for 2013 and 2012, respectively)		12,205	16,030
Total contributions receivable before allowance for uncollectible amounts		94,595	87,808
Less allowance for uncollectible amounts		(2,087)	(1,767)
Contributions receivable, net		92,508	86,041
Less current portion		80,303	70,011
Contributions receivable, net, noncurrent	$	12,205	16,030

Amounts presented above have been discounted to present value using various discount rates ranging between 0.13% and 5.53%.

(3) Land, Buildings, and Other Property

The cost and accumulated depreciation of land, buildings, and other property were as follows at June 30, 2013 and 2012 (in thousands):

		2013	2012
Land	$	118,199	119,391
Buildings and improvements		1,152,054	1,157,229
Equipment and software		712,042	583,705
Buildings and equipment under capital lease		1,787	3,762
Total cost of assets placed in service		1,984,082	1,864,087
Less accumulated depreciation and amortization		(985,284)	(949,336)
Construction-in-progress		19,656	136,042
Land, buildings, and other property, net	$	1,018,454	1,050,793

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(4) Debt

Debt consists of the following at June 30, 2013 and 2012 (in thousands):

		2013	2012
Fixed rate debt:			
Bearing interest rates ranging from 1.3% to 5.85%, due 2013 through 2036	$	459,505	291,342
Variable rate debt:			
Bearing interest rates ranging from 0.06% to 0.92%, due 2013 through 2034:			
Variable rate debt with demand repayment rights		194,295	201,741
Variable rate debt without demand repayment rights		60,000	60,000
Total bonds and notes payable		713,800	553,083
Obligations under capital leases (note 5)		191	275
Total debt		713,991	553,358
Less current portion		18,236	14,400
Debt, noncurrent portion	$	695,755	538,958

The Organization's debt is generally backed only by the full faith and credit of The American National Red Cross. Certain bonds are subject to redemption prior to the maturity at the option of the Organization. The repayment terms of the variable rate debt generally require monthly payments of interest and annual principal reduction. The registered owners of the bonds and notes with demand repayment rights may demand repurchase of the bonds and notes for an amount equal to the principal plus accrued interest. Letters of credit or standby credit facilities have been established with multiple banks in the aggregate amount of $217 million and $220 million for fiscal years 2013 and 2012, respectively, to provide liquidity in the event other funding is not available for repurchasing. As of June 30, 2013, the maturity dates for these liquidity facilities are from 2014 through 2016. Approximately $94 million of the debt with demand repayment rights bears interest at flexible rates with flexible rate periods of any duration up to 270 days. The remaining debt with demand repayment rights is remarketed on a weekly basis bearing interest rates that are reset weekly.

Scheduled maturities and sinking fund requirements of the debt and credit agreements as of June 30, 2013 are as follows (in thousands):

2014	$	18,236
2015		18,533
2016		17,180
2017		31,666
2018		42,173
Thereafter		586,203
Total	$	713,991

The carrying value estimated fair value of the Organization's noncurrent debt as of June 30, 2013 and 2012 are summarized as follows (in thousands):

	2013		2012	
	Carrying amount	**Fair value Level 2**	**Carrying amount**	**Fair value Level 2**
Noncurrent debt	$ 695,755	723,795	538,958	596,275

The fair value estimate is based on quoted prices for bond issues with similar maturities and credit quality (level 2). See note 8 for definitions of Level 1, 2 and 3. The market prices utilized reflect the rate the Organization would have to pay a credit worthy third party to assume its obligation and do not reflect an additional liability to the Organization.

Interest expense was approximately $25 million and $26 million for the years ended June 30, 2013 and 2012, respectively, which is included in contractual services on the statement of functional expenses.

Bank Lines of Credit: The Organization maintained several committed and uncommitted lines of credit with various banks for its working capital requirements. As of June 30, 2013 and 2012, there were no borrowings outstanding under lines of credit. The Organization had unused lines of credit outstanding of approximately $215 million and $315 million at June 30, 2013 and 2012, respectively. The amounts available to be borrowed on the lines of credit are subject to the limitations of the Organization's debt covenants.

Interest Rate Swap Agreements: The Organization held variable rate debt of approximately $254 million and $262 million at June 30, 2013 and 2012, respectively. Interest rate swap agreements are used by the Organization to mitigate the risk of changes in interest rates associated with variable interest rate indebtedness. Under such arrangements, a portion of variable rate indebtedness is converted to fixed rates based on a notional principal amount. The interest rate swap agreements are derivative instruments that are recognized at fair value and recorded on the statement of financial position. At June 30, 2013, the aggregate notional principal amount under the interest rate swap agreements, with maturity dates ranging from 2013 through 2021, totaled $118 million. At June 30, 2012, the aggregate notional principal amount

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under the interest rate swap agreements, with maturity dates ranging from 2013 through 2022, totaled $121 million. The estimated fair value of the interest rate swap agreements was a liability of approximately $8 million and $12 million, respectively, and is included in other liabilities in the accompanying consolidated statement of financial position as of June 30, 2013 and 2012.

The change in fair value on these interest rate swap agreements was a gain of approximately $4 million and a loss of approximately $7 million for the years ended June 30, 2013 and 2012, respectively, and is included in nonoperating gains/(losses) in the consolidated statements of activities.

The following table represents the interest rate swap liabilities that are measured at fair value on a recurring basis at June 30, 2013 and 2012 (in thousands):

		Fair value measurements		
		Level 1	**Level 2**	**Level 3**
Interest rate swap liabilities at June 30, 2013	$	—	7,852	—
Interest rate swap liabilities at June 30, 2012		—	11,852	—

For the valuation of the interest rate swap at June 30, 2013 and 2012, the Organization used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves and measures of interest rate volatility. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Organization. See note 8 for definitions of Levels 1, 2 and 3.

Letters of Credit: The Organization had unused letters of credit outstanding of approximately $60 million and $59 million at June 30, 2013 and 2012, respectively.

(5) Leases

The Organization leases certain buildings and equipment for use in its operations. The following summarizes minimum future rental payments under capital and operating leases for the fiscal years ending June 30 (in thousands):

	Operating	Capital
2014	$ 21,426	98
2015	16,531	98
2016	13,370	1
2017	11,163	1
2018	7,365	1
Thereafter	16,457	9
Total minimum lease payments	$ 86,312	208
Less amounts representing interest		(17)
Present value of net minimum lease payments (note 4)		$ 191

Total rent expense was approximately $48 million and $52 million for the years ended June 30, 2013 and 2012, respectively and is included in contractual services on the consolidated statement of functional expenses.

Future minimum rental payments to be received by the Organization for office space leased at the National Headquarters building as of June 30, 2013, are as follows (in thousands):

2014	$ 13,496
2015	13,658
2016	13,826
2017	13,998
2018	14,175
Thereafter	28,903
Total minimum lease payments to be received	$ 98,056

Total rental income was approximately $13 million and $12 million for the years ended June 30, 2013 and 2012, respectively, and is included in other revenues on the consolidated statement of activities.

(6) Net Assets

Temporarily restricted net assets are available for the following purposes or periods at June 30, 2013 and 2012 (in thousands):

	2013	2012
Disaster services	$ 169,197	49,490
Biomedical services	541	554
Health and safety services	1,215	1,259
International relief and development services	259,651	304,569
Community services	3,318	4,826
Buildings and equipment	8,412	9,481
Endowment inflation adjustment reserve	187,200	176,500
Endowment assets available for future appropriation	142,277	108,968
Other specific purposes	27,868	21,471
Time restricted	61,926	80,395
Total temporarily restricted net assets	$ 861,605	757,513

Permanently restricted net assets at June 30, 2013 and 2012 consist primarily of endowed contributions, the income from which is available principally to fund general operations. Other permanently restricted net assets consist of beneficial interests in perpetual trusts and other split interest agreements (note 9).

(7) Endowments

Effective January 23, 2008, the District of Columbia enacted the Uniform Prudent Management of Institutional Funds Act (UPMIFA), the provisions of which apply to endowment funds existing on or established after that date. Based on its interpretation of the provisions of UPMIFA, the Organization is required to act prudently when making decisions to spend or accumulate donor restricted endowment assets and in doing so to consider a number of factors including the duration and preservation of its donor restricted endowment funds. The Organization classifies as permanently restricted net assets the original value of gifts donated to be held in perpetuity. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

The Organization has adopted and the Governing Board has approved the Statement of Investment Policies and Objectives for the endowment fund. This policy has identified an appropriate risk posture for the fund, stated expectations and objectives for the fund, provides asset allocation guidelines and establishes criteria to monitor and evaluate the performance results of the fund’s managers. The Organization expects the endowment fund to provide an average real rate of return of 5% annually subject to annual review and adjustment as may be appropriate and prudent under the circumstances at the time.

To satisfy its long term rate of return objectives, the Organization relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

(Continued)

The Organization makes distributions from income earned on the endowment fund for current operations using the total return method. In establishing this method, the Organization considered the long-term expected return on its funds. To the extent that distributions exceed net investment income, they are made from accumulated gains. The Board of Governors approves the spending rate, calculated as a percentage of the five-year calendar trailing average fair value of the endowment fund at the beginning of each fiscal year.

A spending rate of approximately 3.8% for both 2013 and 2012 of the trailing five-year market value was applied to each unit of the endowment fund and resulted in total distributions of approximately $31 million for each of the years ended June 30, 2013 and 2012, respectively. Approximately $26 million and $22 million of the amounts represent utilization of accumulated realized gains, for the years ended June 30, 2013 and 2012, respectively. A spending rate of approximately 3.9% of the trailing five-year market value has been approved for 2014.

Net asset classification by type of endowment as of June 30, 2013, is as follows (in thousands):

	Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	$ —	329,477	561,835	891,312

Changes in endowment net assets for the year ended June 30, 2013 (in thousands):

	Unrestricted	Temporarily restricted	Permanently restricted	Total
Endowment net assets, beginning of year	$ —	285,468	542,602	828,070
Investment return:				
Investment income	—	31,343	—	31,343
Net appreciation (net realized and unrealized gains/losses)	—	44,009	—	44,009
Total investment return	—	75,352	—	75,352
Contributions	—	—	19,233	19,233
Appropriation of endowment assets for expenditure	—	(31,343)	—	(31,343)
Endowment net assets, end of year	$ —	329,477	561,835	891,312

Net asset classification by type of endowment as of June 30, 2012 (in thousands):

		Unrestricted	Temporarily restricted	Permanently restricted	Total
Donor-restricted endowment funds	$	—	285,468	542,602	828,070

Changes in endowment net assets for the year ended June 30, 2012 (in thousands):

		Unrestricted	Temporarily restricted	Permanently restricted	Total
Endowment net assets, beginning of year	$	—	309,872	520,542	830,414
Investment return:					
Investment income		—	30,459	—	30,459
Net depreciation (net realized and unrealized losses)		—	(24,285)	—	(24,285)
Total investment return		—	6,174	—	6,174
Contributions		—	—	22,060	22,060
Appropriation of endowment assets for expenditure		—	(30,578)	—	(30,578)
Endowment net assets, end of year	$	—	285,468	542,602	828,070

(8) Investments and Fair Value Measurements

The Organization applies the provisions of ASC 820, *Fair Value Measurements and Disclosures*, for fair value measurements of investments that are recognized and disclosed at fair value in the financial statements on a recurring basis. ASC 820 defines fair value 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 on the measurement date. ASC 820 also establishes a fair value hierarchy that requires the Organization to maximize the use of observable inputs when measuring fair value. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Organization's market assumptions. The three levels of the fair value hierarchy are as follows:

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

- Level 2 – Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability; or market – corroborated inputs.
- 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.

In certain cases, the inputs to measure fair value may result in an asset or liability falling into more than one level of the fair value hierarchy. In such cases, the determination of the classification of an asset or liability within the fair value hierarchy is based on the least determinate input that is significant to the fair value measurement. Investments measured using net asset value are classified as Level 2 if they are redeemable at or near year-end otherwise they are considered Level 3.

Transfers between levels may occur when there is a change in the observability of significant inputs. A transfer between Level l and Level 2 generally occurs when the availability of quoted prices changes or when market activity of an investment significantly changes to active or inactive. A transfer between Level 2 and Level 3 generally occurs when the underlying inputs become, or can no longer be, corroborated with market observable data. Transfers between levels are recognized on the date they occur. For the years ended June 30, 2013 and 2012, there were no transfers in or out of Level 1, 2 or 3.

The Organization's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

The following table represents investments that are measured at fair value on a recurring basis at June 30, 2013 and 2012 (in thousands):

	June 30, 2013	Level 1	Level 2	Level 3
U.S. government securities	$ 203,755	12,889	190,866	—
Corporate and foreign sovereign bonds and notes	194,849	28,190	166,659	—
Common and preferred stocks	359,441	299,285	60,156	—
Mortgage-backed assets	9,656	—	9,656	—
Other asset-backed assets	400	—	—	400
Fund of hedge funds	42,092	—	—	42,092
Global macro hedge funds	32,434	—	—	32,434
Hedged equity funds	203,224	—	—	203,224
Multistrategy and other hedge funds	115,400	—	—	115,400
Buyout and growth equity funds	124,279	—	—	124,279
Distressed debt and turnaround funds	34,336	—	—	34,336
Private real estate funds	38,605	—	—	38,605
Venture capital funds	12,673	—	—	12,673
Commodity sensitive private equity and infrastructure funds	33,793	—	—	33,793
Commodities	4,209	—	4,209	—
Derivative contracts	(595)	—	(595)	—
Money market and other	676,350	5,336	671,014	—
Total investments	$ 2,084,901	345,700	1,101,965	637,236

	June 30, 2012	Level 1	Level 2	Level 3
U.S. government securities	$ 238,547	12,337	226,210	—
Corporate and foreign sovereign bonds and notes	202,660	21,143	181,517	—
Common and preferred stocks	314,646	230,230	84,416	—
Mortgage-backed assets	20,048	—	20,048	—
Other asset-backed assets	916	—	562	354
Fund of hedge funds	58,095	—	—	58,095
Global macro hedge funds	30,227	—	—	30,227
Hedged equity funds	166,766	—	—	166,766
Multistrategy and other hedge funds	64,584	—	—	64,584
Buyout and growth equity funds	117,128	—	—	117,128
Distressed debt and turnaround funds	45,497	—	—	45,497
Private real estate funds	33,438	—	—	33,438
Venture capital funds	15,124	—	—	15,124
Commodity sensitive private equity and infrastructure funds	28,281	—	—	28,281
Commodities	4,429	—	4,429	—
Swap contracts	(416)	—	(416)	—
Money market and other	643,753	320	643,433	—
Total investments	$ 1,983,723	264,030	1,160,199	559,494

For the valuation of certain government, corporate and foreign sovereign bonds and notes, common and preferred stocks, and money market and other at June 30, 2013 and 2012, the Organization used quoted prices in principal active markets for identical assets as of the valuation date (Level 1).

For the valuation of certain government, corporate and foreign sovereign bonds and notes, which includes commingled funds, common and preferred stocks, mortgage and other asset-backed securities, commodities, and money market and other at June 30, 2013 and 2012, the Organization used significant other observable inputs, particularly dealer market prices for comparable investments as of the valuation date (Level 2). Commingled funds are classified as Level 2 as they are redeemable at net asset value at or near year-end.

The valuation of hedge funds, buyout and growth equity funds, distressed debt and turnaround funds, private real estate funds, venture capital funds, commodity sensitive private equity and infrastructure funds at June 30, 2013 and 2012, are reported at estimated fair value utilizing the net asset values provided by fund managers as a practical expedient. While these funds' net asset values utilize significant unobservable inputs (Level 3), management reviews and evaluates the values provided by the fund managers and general partners and agrees with the valuation methods and assumptions used in determining the fair value of the alternative investments.

The following table presents the Organization's activity for investments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) as defined in ASC 820 for the years ended June 30, 2013 and 2012 (in thousands):

	Balance at June 30, 2012	Purchases	Settlements	Realized gains (losses)	Change in unrealized gains (losses)	Balance at June 30, 2013
Other asset backed securities	$ 354	—	—	—	46	400
Fund of hedge funds	58,095	—	(22,641)	—	6,638	42,092
Global macro hedge funds	30,227	—	(544)	9	2,742	32,434
Hedged equity funds	166,766	1,829	(4,692)	1,023	38,298	203,224
Multistrategy and other hedge funds	64,584	48,870	(6,579)	852	7,673	115,400
Buyout and growth equity funds	117,128	18,680	(20,715)	9,425	(239)	124,279
Distressed debt and turnaround funds	45,497	4,586	(22,201)	1,039	5,415	34,336
Private real estate funds	33,438	6,673	(3,177)	379	1,292	38,605
Venture capital funds	15,124	692	(3,180)	2,701	(2,664)	12,673
Commodity sensitive private equity and infrastructure funds	28,281	8,654	(3,481)	1,549	(1,210)	33,793
	$ 559,494	89,984	(87,210)	16,977	57,991	637,236

	Balance at June 30, 2011	Purchases	Settlements	Realized gains (losses)	Change in unrealized gains (losses)	Balance at June 30, 2012
Other asset backed securities	$ 353	—	—	—	1	354
Fund of hedge funds	74,419	—	(14,926)	—	(1,398)	58,095
Global macro hedge funds	29,168	—	(310)	—	1,369	30,227
Hedged equity funds	159,470	3,000	(7,810)	5,650	6,456	166,766
Multistrategy and other hedge funds	64,135	4,000	(1,284)	(9)	(2,258)	64,584
Buyout and growth equity funds	99,985	23,443	(15,317)	8,901	116	117,128
Distressed debt and turnaround funds	44,190	3,979	(2,765)	126	(33)	45,497
Private real estate funds	26,943	4,814	(1,646)	581	2,746	33,438
Venture capital funds	15,634	1,017	(3,135)	2,440	(832)	15,124
Commodity sensitive private equity and infrastructure funds	27,280	4,822	(4,086)	1,243	(978)	28,281
	$ 541,577	45,075	(51,279)	18,932	5,189	559,494

The following summarizes the nature and risk of those investments that are reported at estimated fair value utilizing net asset value as of June 30, 2013 (in thousands):

		Fair value	Unfunded commitments	Redemption frequency	Redemption notice period
Fund of hedge funds (a)	$	42,092	—	annually	100 days
Global macro hedge funds (b)		32,434	—	monthly, quarterly, annually	5-90 days
Hedged equity funds (c)		203,224	—	quarterly, annually	45-90 days
Multistrategy and other hedge funds (d)		115,400	—	monthly, quarterly, annually, bi-annually, tri-annually	10-90 days
Buyout and growth equity funds (e)		124,279	49,366	None	—
Distressed debt and turnaround funds (f)		34,336	16,801	None	—
Private real estate funds (g)		38,605	19,316	None	—
Venture capital funds (h)		12,673	5,627	None	—
Commodity sensitive private equity and infrastructure funds (i)		33,793	13,229	None	—
Public equity commingled funds (j)		60,156	—	weekly, monthly	1-30 days
Fixed income commingled funds (k)		211,040	—	weekly, monthly	1-30 days
Total	$	908,032	104,339		

(a) The strategies of the underlying hedge funds in this category primarily include hedged equity, multistrategy, relative value, event driven and arbitrage strategies.

(b) The funds in this category invest primarily in liquid instruments such as fixed income, currency, commodities, equities, and derivatives. The funds include long and short positions and may use leverage. Two funds have legacy investments that have been segregated into illiquid vehicles – the value of these vehicles make up a minimal amount of the value of the investments in this category. The time at which these segregated investments will be liquidated is unknown.

(c) This category is invested in hedge funds that invest primarily in U.S. and international equities as well as derivatives. The funds include long and short positions and may use leverage. Some funds may invest in illiquid investments, which are typically segregated into “side pockets” (a separate share class) and are not available for redemption until the investment is liquidated by the manager. The time at which the investments in side pockets will be liquidated is unknown.

(d) The strategies of the funds in this category include relative value, event driven, and arbitrage strategies. Underlying investments are typically the same as the types invested in both the public equity, fixed income commingled, bank debt, convertible bonds and derivatives. The funds include long and short positions and may use leverage. Some funds may invest in illiquid investments which are typically segregated into “side pockets” (a separate share class) and are not available for redemption until the investment is liquidated by the manager. The time at which the investments in side pockets will be liquidated is unknown.

(e) This category is invested in both US and international private equity funds and funds of funds whose mandates include leveraged buyouts and growth equity investments in companies.

(f) This category is invested in funds which primarily invest in distressed situations. Investments include marketable securities such as debt obligations and asset backed securities as well as nonmarketable investments such as nonperforming and sub performing real estate loans, consumer loans, and distressed debt. Some funds include short positions.

(g) This category includes funds and funds of funds which invest in private real estate internationally and in the U.S. Property types are primarily office, industrial, residential and retail.

(h) This category is invested in venture capital funds and funds of venture capital funds. Underlying investments are primarily private investments in early stage companies.

(i) This category is invested in funds and a fund of funds which make investments primarily in private oil and gas partnerships, timber, mineral and mining companies, and infrastructure such as ports, toll roads, airports and utilities.

(j) This category primarily includes investments in publicly traded equity securities and instruments.

(k) This category is invested primarily in publicly traded fixed income securities and instruments including debt obligations of the U.S. government and agencies, non U.S. sovereign debt, corporate bonds, mortgage and asset backed securities.

(e), (f), (g), (h), (i) These nonmarketable funds do not permit redemptions. The timing of the return of capital is at the manager’s discretion, subject to provisions documented in limited partnership agreements. In general, capital and realized gains are distributed to investors when an investment is liquidated. Interim distributions of interest, operating income and dividends are made by some funds. Some funds are able to recall distributions. It is estimated that the majority of underlying assets of the funds will be liquidated over the next ten years. The fair values of the investments in this category have been estimated using the net asset value of the Organization’s ownership interest in the partners’ capital.

(b), (c), (d) Certain investments in these categories have gate provisions, which allow a manager to limit redemptions despite the normal liquidity provisions if they receive redemptions in excess of the gate (a level stated in their governing documents).

(j), (k) Certain investments in these categories include gate provisions that do not exceed more than one year after the initial redemption request period, with the fund manager having ultimate discretion which may allow for halting all redemptions for an extended period.

The Organization transacts in a variety of derivative instruments and contracts including both swaps and options for investment and hedging purposes in order to create or mitigate certain exposures. Each instrument's primary underlying exposure is equities or commodities. Such contracts involve, to varying degrees, risks of loss from the possible inability of counterparties to meet the terms of their contracts. Use of swaps partially mitigates counterparty risk. The Organization's derivatives are all transacted over-the-counter.

Commodity swap agreements are derivatives instruments used by the Organization to gain exposure to various underlying commodity futures. The commodity swaps are recognized at fair value on a recurring basis.

The Organization uses an equity swap agreement to invest in a number of mostly Asian exchange-traded funds. The Organization also uses equity collars to provide protection against market decline in the Organization's equity portfolio. Both the equity swap and equity collar agreements are recognized at fair value on a recurring basis.

The following table lists the notional/contractual amount of derivatives by contract type included in investments at June 30, 2013 and 2012 (in thousands):

Derivative type	**2013**	**2012**
Commodity contracts	$ 21,500	21,500
Equity contracts	30,000	9,000

The following table lists fair value of derivatives by contract type included in investments as of June 30, 2013 and 2012 (in thousands):

	Asset derivatives		**Liability derivatives**	
Derivative type	**2013**	**2012**	**2013**	**2012**
Commodity contracts	$ 165	112	97	431
Equity contracts	—	—	663	96
Fair value of derivaties included in investments	$ 165	112	760	527

The following table lists gains and losses on derivatives by contract type included in investment income as of June 30, 2013 and 2012 (in thousands):

		Realized gains/(losses)		Change in unrealized gains/(losses)	
Derivative type		**2013**	**2012**	**2013**	**2012**
Commodity contracts	$	(224)	1,725	386	(482)
Equity contracts		265	(1,366)	(567)	24
	$	41	359	(181)	(458)

For the valuation of the Organization's derivative contracts at June 30, 2013, the Organization used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves, measures of interest rate volatility and various market indices. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Organization. See note 8 for definitions of Levels 1, 2 and 3.

Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of uncertainty related to changes in interest rates, market volatility and credit risks, it is at least reasonably possible that changes in these risks could materially affect the estimated fair value of investments reported in the consolidated statement of financial position as of June 30, 2013. However, the diversification of the Organization's invested assets among these various asset classes is management's strategy to mitigate the impact of any dramatic change on any one asset class.

The following schedule summarizes the composition of investment return for the years ended June 30, 2013 and 2012 (in thousands):

		2013			
		Unrestricted	**Temporarily restricted**	**Permanently restricted**	**Total**
Dividends and interest	$	13,060	31,874	—	44,934
Net operating investment gains		3,721	42	—	3,763
Investment income available for operations		16,781	31,916	—	48,697
Net nonoperating investment gains		42,670	45,537	3,974	92,181
Total return on investments	$	59,451	77,453	3,974	140,878

	2012			
	Unrestricted	**Temporarily restricted**	**Permanently restricted**	**Total**
Dividends and interest	$ 15,428	30,942	—	46,370
Net operating investment gains	11,670	60	—	11,730
Investment income available for operations	27,098	31,002	—	58,100
Net nonoperating investment gains (losses)	(18,424)	(21,597)	3,507	(36,514)
Total return on investments	$ 8,674	9,405	3,507	21,586

(9) Split Interest Agreements

The Organization is a beneficiary of split interest agreements in the form of charitable gift annuities, perpetual trusts held by third parties, charitable remainder trusts and pooled income funds. The value of split interest agreements is measured as the Organization's share of fair value of the assets. Of the $244 million and $233 million in assets under these agreements as of June 30, 2013 and 2012, respectively, which are included in other assets on the consolidated statement of financial position, $41 million and $41 million, respectively, are charitable gift annuities and the remainder are assets for which the Organization is not the trustee. Liabilities associated with these agreements are $22 million and $24 million as of June 30, 2013 and 2012, respectively, of which $4 million and $3 million is included with other current liabilities and $18 million and $21 million is included with other noncurrent liabilities on the consolidated statement of financial position, respectively.

(10) Benefit Plans

The Retirement System of the American National Red Cross: Before July 1, 2009, employees of the American Red Cross, including the employees of participating local chapters, were covered by the Retirement System of the American National Red Cross (the Plan) after one year of employment and completion of 1,000 hours of service during any consecutive 12 month period. Effective July 1, 2009, the Plan was closed to employees hired after June 30, 2009.

Subject to provisions contained in collective bargaining agreements where applicable, the Retirement System was ‘frozen’ on December 31, 2012 (the freeze date). Employees who were participating in the Retirement System as of that date will keep their vested benefits earned, but will stop earning additional pension benefits.

Prior to the freeze date, the benefit formula was based on years of service and the employees’ final average compensation. Final average compensation was calculated using the highest consecutive 48 months of the last 120 months of service before the earlier of retirement or the freeze date.

The Red Cross offered a lump sum special election window from April 19 through May 31, 2013. This option was made available to former employees who terminated their employment prior to July 1, 2012, were vested in the Plan and were not receiving monthly payments. The special election window provided the terminated vested participants with the option to either cash out their retirement benefit or take an immediate annuity, which was actuarially reduced for early commencement. Special election window payments were made upon submission of election forms starting in June 2013.

For funding purposes under the Plan, normal pension costs are determined by the projected unit credit method and are funded currently. The Plan provides a defined benefit pension, funded entirely by the employer. Prior to July 1, 2005, voluntary after tax contributions could be made by active members to fund an optional annuity benefit. The Organization’s funding policy is set to comply with the funding requirements established under the Pension Protection Act of 2006 and to meet the requirements of ERISA. During fiscal years 2013 and 2012, the Organization contributed 24.4% and 9.7% of covered payroll to the Plan, respectively.

The American Red Cross Life and Health Benefits Plan: The Organization also provides medical and dental benefits to eligible retirees and their eligible dependents. Generally, retirees and the Organization each pay a portion of the premium costs. The medical and dental plans pay a stated percentage of expenses reduced by deductibles and other coverages. The Organization has the right to modify cost-sharing provisions at any time. In addition, life insurance benefits of $5,000 are provided with no contributions required from the retirees.

The Organization’s postretirement benefit plans are unfunded. However, the Board of Governors has designated $101 million of unrestricted net assets to fund a portion of premiums for retirees’ postretirement medical benefits.

Effective January 1, 2009, the Organization eliminated plan coverage (retiree medical and life benefits) for all future retirees that did not meet certain eligibility conditions as of that date. In addition, the plan was amended to transition Medicare eligible retirees to a private fee-for-service plan and to change the premium supplement tables and indexing effective July 1, 2009. Beginning in calendar year 2011, most Medicare eligible retirees were offered a Healthcare Reimbursement Account to utilize in purchasing individual coverage through an external exchange program CMS approved Medicare, Part D Prescription Drug and Medicare Supplement offering.

The following table presents the changes in benefit obligations, changes in Plan assets, and the composition of accrued benefit costs in the consolidated statements of financial position for the years ended June 30, 2013 and 2012 (in thousands):

		Pension benefits		Postretirement benefits	
		2013	2012	2013	2012
Changes in benefit obligations:					
Benefit obligations at beginning of year	$	2,835,677	2,436,222	85,104	79,488
Service cost		27,531	62,446	615	675
Interest cost		129,174	137,269	3,699	4,066
Actuarial (gain) loss		(153,011)	285,344	(19,960)	3,963
Benefits paid		(257,617)	(85,604)	(3,210)	(3,088)
Curtailments		(175,895)	—	—	—
Settlements		42,596	—	—	—
Benefit obligations at end of year		2,448,455	2,835,677	66,248	85,104
Changes in plan assets:					
Fair value of plan assets at beginning of year		1,915,154	1,843,576	—	—
Actual return on plan assets		53,746	61,787	—	—
Employer contributions		245,041	95,395	—	—
Benefits paid		(95,842)	(85,604)	—	—
Settlements		(161,775)	—	—	—
Fair value of plan assets at end of year		1,956,324	1,915,154	—	—
Funded status/accruesd benefit costs	$	(492,131)	(920,523)	(66,248)	(85,104)

Pension-related changes other than net periodic benefit cost for 2013:

		Pension benefits	Postretirement benefits	Total
Prior service cost	$	—	(33,379)	(33,379)
Amortized net loss		13,190	—	13,190
Net actuarial gain		247,524	19,960	267,484
	$	260,714	(13,419)	247,295

Pension-related changes other than net periodic benefit cost for 2012:

		Pension benefits	Postretirement benefits	Total
Prior service credit (cost)	$	373	(33,379)	(33,006)
Amortized net loss		22,920	—	22,920
Net actuarial loss		(371,521)	(3,963)	(375,484)
	$	(348,228)	(37,342)	(385,570)

Items not yet recognized as a component of net periodic benefit cost for 2013:

		Pension benefits	Postretirement benefits	Total
Unrecognized prior service credit	$	—	(21,900)	(21,900)
Unrecognized net actuarial loss (gains)		621,971	(16,654)	605,317
	$	621,971	(38,554)	583,417

Items not yet recognized as a component of net periodic benefit cost for 2012:

		Pension benefits	Postretirement benefits	Total
Unrecognized prior service credit	$	—	(55,279)	(55,279)
Unrecognized net actuarial loss		882,685	3,306	885,991
	$	882,685	(51,973)	830,712

(Continued)

Estimated amounts to be amortized into net periodic benefit cost over the next fiscal year are as follows:

	Pension benefits	Postretirement benefits	Total
Prior service cost	$ —	(21,128)	(21,128)
Net actuarial loss (gain)	11,859	(1,986)	9,873
	$ 11,859	(23,114)	(11,255)

The accumulated benefit obligation for the pension plan was approximately $2.4 billion and $2.6 billion as of June 30, 2013 and 2012, respectively.

The weighted average assumptions used to determine benefit obligations for 2013 and 2012 were as follows:

	Pension benefits		Postretirement benefits	
	2013	2012	2013	2012
Discount rate	5.44%	4.96%	4.86%	4.45%
Rate of compensation increase	—	5.00	—	—

The weighted average assumptions used to determine net benefit cost for 2013 and 2012 were as follows:

	Pension benefits		Postretirement benefits	
	2013	2012	2013	2012
Discount rate	4.96%	5.75%	4.45%	5.25%
Expected return on plan assets	6.75	7.50	—	—
Rate of compensation increase	5.00	5.00	—	—

The expected rate of return assumption on Plan assets was determined by considering current economic and market conditions and by reviewing asset class allocations, historical return analysis and forward looking capital market expectations. Asset class allocations were established by considering each class' risk premium commensurate for the level of risk, duration that matches the Plan's liabilities, and incremental diversification benefits. Historical returns and forward looking capital market expectations were gathered from, and compared among the Plan's investment managers, and a sampling of the consultant community.

For measurement purposes, approximately an 8.5% annual rate of increase in the per capita cost of covered health care benefits was assumed for fiscal year 2013. The rate was assumed to decrease gradually to 5% for 2021 and remain at that level thereafter. An 8.5% annual rate of increase in the per capita cost of covered health care benefits was assumed for fiscal year 2012. The rate was assumed to decrease gradually to 5% for 2019 and remain at that level thereafter.

The components of net periodic benefit cost (credit) for the years ended June 30, 2013 and 2012 were as follows (in thousands):

	Pension benefits		Postretirement benefits	
	2013	**2012**	**2013**	**2012**
Service cost	$ 27,531	62,446	615	675
Interest cost	129,174	137,269	3,699	4,066
Expected return on plan assets	(133,629)	(147,965)	—	—
Amortization of prior service cost (credit)	—	373	(33,379)	(33,379)
Net amortization loss	13,190	22,920	—	—
Net periodic benefit cost	$ 36,266	75,043	(29,065)	(28,638)

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A one-percentage point change in assumed health care cost trend rates would have the following effects (in thousands):

	Point increase	**Point decrease**
Effect on total of service and interest cost components	$ 9	(12)
Effect on postretirement benefit obligation	183	(246)

The Organization expects to contribute approximately $46.8 million to its pension plan and $3.7 million to its postretirement benefit plan during the year ending June 30, 2014.

The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid, as of June 30, (in thousands):

		Pension benefits	Postretirement benefits
2014	$	158,808	3,734
2015		127,719	3,942
2016		135,969	4,138
2017		143,322	4,329
2018		149,858	4,502
2019 – 2023		811,637	23,280
	$	1,527,313	43,925

The Organization has investment guidelines for Plan assets. The overall objective of the guidelines is to ensure the Plan assets provide capital growth over an extended period of time, while also considering market risks and ensuring that the portfolio income and liquidity are appropriate to meet the Plan benefit payments and other expenses. The Plan investments are required to be diversified by asset class and within each asset class, in order to ensure that no single investment will have a disproportionate impact on the total portfolio. The Plan asset allocation is reviewed each year with current market assumptions to ensure the asset mix will achieve the long-term goals of the Plan. See note 8 for descriptions of the methodologies used to value plan assets.

The Plan assets were invested in the following categories at June 30, 2013 and 2012:

	Pension assets	
	2013	2012
Cash and short-term investments	12%	9%
Domestic equity	4	5
International equity	12	12
Fixed income	32	34
Commodities	1	1
Marketable and nonmarketable alternative funds	39	39
	100%	100%

The Plan assets were within authorized asset allocation ranges at June 30, 2013 and 2012.

The following tables represent pension plan assets that are measured at fair value on a recurring basis at June 30, 2013 and 2012 (in thousands):

	Fair value measurements at June 30, 2013			
	Level 1	**Level 2**	**Level 3**	**Total**
U.S. government securities	$ 116,293	43,677	—	159,970
Corporate and foreign sovereign bonds and notes	28,142	328,674	—	356,816
Common and preferred stocks	270,891	45,794	—	316,685
Fund of hedge funds	—	—	53,124	53,124
Global macro hedge funds	—	—	46,757	46,757
Hedged equity funds	—	—	145,939	145,939
Multistrategy and other hedge funds	—	—	181,661	181,661
Buyout and growth equity funds	—	—	148,879	148,879
Distressed debt and turnaround funds	—	—	40,385	40,385
Private real estate funds	—	—	65,175	65,175
Venture capital funds	—	—	22,268	22,268
Commodity sensitive private equity and infrastructure funds	—	—	113,548	113,548
Commodities	—	8,900	—	8,900
Derivative contracts	—	(52,008)	—	(52,008)
Money market and other	7,074	232,748	—	239,822
Equity interest in par annuity	—	—	65,173	65,173
Guaranteed accumulation fund	—	—	43,230	43,230
Total	$ 422,400	607,785	926,139	1,956,324

(Continued)

	Fair value measurements at June 30, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
U.S. government securities	$ 144,747	68,502	—	213,249
Corporate and foreign sovereign bonds and notes	28,519	316,304	—	344,823
Common and preferred stocks	238,771	95,937	—	334,708
Fund of hedge funds	—	—	62,761	62,761
Global macro hedge funds	—	—	34,862	34,862
Hedged equity funds	—	—	151,372	151,372
Multistrategy and other hedge funds	—	—	80,576	80,576
Buyout and growth equity funds	—	—	139,142	139,142
Distressed debt and turnaround funds	—	—	51,140	51,140
Private real estate funds	—	—	61,807	61,807
Venture capital funds	—	—	24,432	24,432
Commodity sensitive private equity and infrastructure funds	—	—	107,503	107,503
Commodities	—	9,765	—	9,765
Derivative contracts	—	27,936	—	27,936
Money market and other	26,939	144,859	—	171,798
Equity interest in par annuity	—	—	48,804	48,804
Guaranteed accumulation fund	—	—	50,476	50,476
Total	$ 438,976	663,303	812,875	1,915,154

The following tables presents the activity of the assets of the Organization's defined benefit plan for assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the years ended June 30, 2013 and 2012 (in thousands):

	Balance at June 30, 2012	Purchases	Sales	Realized gains	Change in unrealized gains (losses)	Balance at June 30, 2013
Fund of hedge funds	$ 62,761	—	(16,698)	—	7,061	53,124
Global macro hedge funds	34,862	10,000	(398)	—	2,293	46,757
Hedged equity funds	151,372	—	(14,215)	9,122	(340)	145,939
Multistrategy and other hedge funds	80,576	161,461	(84,863)	1,047	23,440	181,661
Buyout and growth equity funds	139,142	23,604	(25,151)	11,145	139	148,879
Distressed debt and turnaround funds	51,140	6,258	(24,765)	950	6,802	40,385
Private real estate funds	61,807	8,260	(9,360)	2,838	1,630	65,175
Venture capital funds	24,432	1,580	(4,879)	3,820	(2,685)	22,268
Commodity sensitive private equity and infrastructure funds	107,503	17,775	(15,863)	2,712	1,421	113,548
Equity interests in par annuity	48,804	—	—	—	16,369	65,173
Guaranteed accumulation fund	50,476	—	—	—	(7,246)	43,230
	$ 812,875	228,938	(196,192)	31,634	48,884	926,139

	Balance at June 30, 2011	Purchases	Sales	Realized gains	Change in unrealized gains (losses)	Balance at June 30, 2012
Fund of hedge funds	$ 46,872	15,000	—	—	889	62,761
Global macro hedge funds	33,244	—	(125)	—	1,743	34,862
Hedged equity funds	128,077	17,500	(5,207)	—	11,002	151,372
Multistrategy and other hedge funds	66,053	13,454	(372)	4,168	(2,727)	80,576
Buyout and growth equity funds	122,855	21,844	(7,351)	9,486	(7,692)	139,142
Distressed debt and turnaround funds	48,673	4,917	(2,465)	343	(328)	51,140
Private real estate funds	49,979	8,876	(1,841)	1,906	2,887	61,807
Venture capital funds	22,913	2,117	(924)	2,762	(2,436)	24,432
Commodity sensitive private equity and infrastructure funds	106,561	8,598	(6,515)	2,731	(3,872)	107,503
Equity interests in par annuity	44,360	—	—	—	4,444	48,804
Guaranteed accumulation fund	54,750	—	—	—	(4,274)	50,476
	$ 724,337	92,306	(24,800)	21,396	(364)	812,875

The Plan transacts in a variety of derivative instruments and contracts including both swaps and options for investment and hedging purposes in order to create or mitigate certain exposures. Each instrument's primary underlying exposure is interest rates, equities, commodities, or currencies. Such contracts involve, to varying degrees, risks of loss from the possible inability of counterparties to meet the terms of their contracts. Use of swaps partially mitigates counterparty risk. The Plan's derivatives are all transacted over-the-counter.

The Plan uses interest rate swaps and swaptions to hedge interest rate exposure for a portion of its liabilities. The liabilities are valued via a "discount rate" of investment grade corporate bonds. Uncertainty of future discount rates adds variability to Plan valuations and future cash flows. Interest rate swap and swaption agreements are derivative instruments used by the Plan to mitigate these uncertainties. The interest rate swap and swaption agreements are required to be marked to fair value on a recurring basis. The Plan held U.S. Treasury and Agency securities to fully collateralize the swap and swaption positions as of June 30, 2013 and 2012.

Commodity swap agreements are derivatives instruments used by the Plan to gain exposure to various underlying commodity futures. The commodity swaps are required to be marked to fair value on a recurring basis.

The Plan uses an equity swap agreement to invest in a number of mostly Asian exchange-traded funds. The Plan also uses three equity collars to provide protection against market decline in the Plan's equity portfolio. Both the equity swap and equity collar agreements are required to be marked to fair value on a recurring basis.

The Plan uses a foreign exchange option to reduce the impact of certain low probability extreme events (tail risk) on the Plan's assets or liabilities. The purchase price of the exchange option at inception was $7.5 million. The Plan's maximum potential loss is the initial investment cost (option premium). Subsequent to inception, the option is required to be marked to fair value on a recurring basis.

The following table lists the notional/contractual amount of derivatives by contract type included in pension plan asset at June 30, 2013 and 2012 (in thousands):

Derivative type	**2013**	**2012**
Interest rate contracts	$ 1,645,000	640,000
Commodity contracts	52,000	52,000
Equity contracts	75,000	190,000
Tail risk contracts	320,000	374,950

The following table lists fair value of derivatives by contract type included in pension plan assets as of June 30, 2013 and 2012 (in thousands):

Derivative type		Asset derivatives 2013	Asset derivatives 2012	Liability derivatives 2013	Liability derivatives 2012
Interest rate contracts	$	67,190	68,006	116,858	44,276
Commodity contracts		400	1,109	239	199
Equity contracts		—	513	2,726	1,659
Tail risk contracts		386	5,471	—	—
Fair value of derivatives included in pension plan assets	$	67,976	75,099	119,823	46,134

The following table lists gains and losses on derivatives by contract type included in actual return on plan assets available for plan benefits as of June 30, 2013 and 2012 (in thousands):

Derivative type		Realized gains/(losses) 2013	Realized gains/(losses) 2012	Change in unrealized gains/(losses) 2013	Change in unrealized gains/(losses) 2012
Interest rate contracts	$	(6,113)	22,031	(74,982)	15,491
Commodity contracts		(786)	4,001	(749)	(242)
Equity contracts		(6,786)	(3,565)	(1,461)	(1,290)
Tail risk contracts		(4,500)	—	(85)	(7,661)
	$	(18,185)	22,467	(77,277)	6,298

For the valuation of the Plan's derivative contracts at June 30, 2013, the Plan used significant other observable inputs as of the valuation date (Level 2), including prices of instruments with similar maturities and characteristics, interest rate yield curves, measures of interest rate volatility and various market indices. The value was determined and adjusted to reflect nonperformance risk of both the counterparty and the Plan. See note 8 for definitions of Levels 1, 2 and 3.

American National Red Cross Savings Plan – 401(k) Plan: The Organization sponsors the American National Red Cross Savings Plan (the Savings Plan 401(k)), a defined contribution plan. Employees are eligible to participate upon hire and vest on a 3 year cliff schedule. There were $42.1 million and $17 million in contributions to the Savings Plan in 2013 and 2012, respectively.

For employees impacted by the freeze of the Retirement System, the Red Cross will make an annual Points-Based Employer Contribution (PBEC) to the Savings Plan 401(k) based on a participants' age and years of service as of June 30 each year. To be eligible to receive the PBEC, an eligible employee must be paid for at least 1,000 hours of employment during the fiscal year and be actively employed on June 30. The first annual PBEC of $15 million was made on September 4, 2013 which covered the period January 1 through June 30, 2013.

Employees not eligible to participate in the Retirement System continue to receive the Annual Red Cross Contribution (ARCC), provided they have been paid for at least 1,000 hours during the prior fiscal year. The fourth annual ARCC of $6 million was made on September 4, 2013 which covered the period July 1, 2012 through June 30, 2013.

For the 2013 calendar year, contribution limits were based on a maximum annual compensation of $255,000. As of June 30, 2013, there were 20 investment options that an employee could choose from and a self-managed brokerage account option.

(11) Receivables Securitization Program

The Organization has an asset securitization program. The program is structured to sell the eligible biomedical hospital account receivables, without legal recourse, to a third party investor, through a wholly owned bankruptcy-remote special purpose entity that is consolidated for financial reporting purposes. The Organization continues servicing the sold receivables. Proceeds received under the securitization program are treated as secured borrowings. The maximum amount of the agreement is $150 million and the total cost of the program approximates the 30 day Libor plus 1.35%. At June 30, 2013 and 2012, the amount of outstanding borrowings under the securitization program was $134 million and $141 million, respectively, and are included in other liabilities on the statement of financial position.

(12) Commitments and Contingencies

Litigation: The Organization is a defendant in a number of lawsuits incidental to its operations. In the opinion of management, the outcome of such lawsuits will not have a materially adverse effect on the Organization's financial position.

Consent Decree: In April 2003, The American National Red Cross signed an amended consent decree (the Decree) with the United States Food and Drug Administration (FDA) affecting Biomedical Services and its blood services regional operations. The Decree requires compliance with specific standards on how the Organization will manage and monitor its Biomedical Services' operations and formalized management of compliance related issues and provides timelines for their resolution. The Decree subjects the Organization to potential monetary penalties if it fails to meet the compliance standards. The compliance penalty provisions cover two general areas: (1) penalties for violations of the Decree, including violation of the Food Drug and Cosmetic Act and FDA regulations; and (2) penalties for the release of unsuitable blood products. Potential penalty amounts are limited to one percent of gross annual revenues generated by Biomedical Services for products and services in the first year (April 15, 2003 through April 14, 2004) of the Decree. The limit is increased to two percent in the second year, three percent in the third year, and four percent starting in the fourth year and annually thereafter. It is the opinion of management that the consolidated financial statements reflect adequate accrual for potential penalties resulting from noncompliance with the requirements of the Decree.

Government Grants: Costs charged to the federal government under cost-reimbursement grants and contracts are subject to government audit. Therefore, all such costs are subject to adjustment. Management believes that adjustments, if any, would not have a significant effect on the consolidated financial statements.

(13) Subsequent Events

The Organization has evaluated subsequent events through the date the consolidated financial statements were issued, October 23, 2013.