

DIVISION OF CEMETERIES

STATE OF NEW YORK
DEPARTMENT OF STATE
123 WILLIAM STREET
NEW YORK, NY 10038
TELEPHONE: (212) 417-5708
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WWW.DOS.NY.GOV

ANDREW M. CUOMO
GOVERNOR

CEMETERY BOARD

ROSSANA ROSADO
SECRETARY OF STATE
CHAIR

LETITIA JAMES
ATTORNEY GENERAL

DR. HOWARD A. ZUCKER
COMMISSIONER OF HEALTH

TO: New York State Cemetery Board

FROM: Leonard Breen, Investigator

SUBJECT: Poughkeepsie Rural Cemetery, #14-022

RE: Cemetery Renovation – Retort Replacement

DATE: October 1, 2020

Exhibits

- A) Report of Senior Accountant Vincent Gimondo
- B) Retort Purchase Agreement
- C) Amity Construction Installation Proposal

Introduction and Recommendation

Poughkeepsie Rural Cemetery, Dutchess County, has applied for Cemetery Board approval of a cemetery renovation pursuant to 19 NYCRR Section 201.16 for the replacement of a crematory retort. The facility currently operates four retorts, with one of these, installed in 1985, in need of replacement. The cemetery wants to replace this unit with a Matthews Power Pak 1. This new retort would be more efficient and, more importantly, would conform with recently adopted DEC regulations that the current unit cannot be brought into compliance with.

I recommend approval of this application.

The Crematory

The crematory operates within Poughkeepsie Rural Cemetery, a large cemetery in Dutchess County. The crematory performed 1705 cremations in 2019 and has contributed significantly this year by accepting many cases from downstate during the COVID 19 pandemic and renting its own refrigerated trailer for storage of remains. The cemetery management considers this renovation to be in the best interest of the crematory to continue operations in an efficient manner and to keep pace with the demand of the community.

Compliance with 19 NYCRR Section 201.16

Regarding 19 NYCRR Section 201.16, the crematory has provided the following response:

- 1) *Whether the alteration will result in or avoid the destruction, damage to, modification or interference with existing graves and markers, crypts, mausoleums, roadways, and pathways:* The crematory is situated away from any graves, crypts, mausoleums or roadways and therefore this alteration will not pose any interference. The replacement



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of the retort will occur entirely within the crematory and will not be noticeable to lot owners.

- 2) *The location, design and duration of the major alteration:* The new retort will be in the same area as the existing retort. The contractor has proposed to complete the work in one weekend which will not interrupt the crematory's daily operating schedule.
- 3) *The financial impact on the applicant:* Total cost of this project is expected to be \$156,094.40, all of which will come from the cemetery's general fund. The attached report of Senior Accountant Vincent Gimondo provides more in-depth financial analysis.
- 4) *Whether the alteration will interfere with the lots or interests of the lot owners:* As mentioned above, the crematory is situated away from existing graves, therefore no interference is expected.
- 5) *Whether the alteration will be appropriate for cemetery purposes:* The replacement is expected to comply with forthcoming DEC regulations, and the new unit will be more energy efficient and environmentally sound.
- 6) *Whether the alteration will have an adverse impact on the surrounding community:* The cemetery does not anticipate an adverse impact on the community. On the contrary, the installation of a new unit will positively affect the community from an environmental standpoint.
- 7) *Whether the alteration will have the potential to adversely affect the public health and safety, the environment or natural resources:* The cemetery does not anticipate an adverse impact on public health and safety, and the increased efficiency of the new unit will benefit the environment.

Recommendation

Poughkeepsie Rural Cemetery has demonstrated that this renovation is necessary in order to continue to serve the community with the operation of the crematory. The fourth retort cannot be brought into compliance with new DEC standards and has to be replaced if the crematory wants to preserve its current cremation capacity. Also, the increased efficiency of a new unit will benefit the cemetery and community. Therefore, I recommend approval of this application.

Because this is a replacement of a retort with a newer but otherwise similar retort within a cemetery based crematory, which is the only crematory in Dutchess County, the Division has not reviewed any potential impact on other crematories or determined cremation rates and utilization.

EXHIBIT A

DIVISION OF CEMETERIES

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DEPARTMENT OF STATE
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COMMISSIONER OF HEALTH

TO: NEW YORK STATE CEMETERY BOARD

FROM: VINCE GIMONDO, Senior Accountant

SUBJECT: POUGHKEEPSIE RURAL CEMETERY, #14-022

RE: MAJOR ALTERATION-RETORT REPLACEMENT

DATE: SEPTEMBER 23, 2020

Background

Poughkeepsie Rural Cemetery is located in Dutchess County, NY. The cemetery is comprised of 165 acres, of which approximately 140 are sold and 4 are developed and ready for sale. Since 1979, the cemetery has operated a crematory which currently operates 4 retorts averaging 1,750 cremations per year. The current adult cremation fee is \$400. Poughkeepsie Rural is seeking permission to replace one retort that was placed into service in 1985. The Division has reviewed the 2019 annual report, four-year comparison of income and expenses, four-year fund balances. For the four-year period reviewed (2016-2019), the cemetery has averaged almost 300 burials annually for the past 4 years. A single grave costs \$1,809. The cemetery is well-run, current with all Division filings and consistently operates at a surplus. It has a large General Fund of almost \$8,000,000.

Exhibits

1. Schedule A- Income and Expenses and Fund Balances 2016-2019
2. Minutes
3. 2019 Annual Report

Cremations

2016: 1,420

2017: 1,489

2018: 1,757

2019: 1,705

2020: 1,812 as of 9/9/20; projected: 2,450 - this projection was provided by the cemetery in a September 9, 2020 email.

Market Value of Assets as of 12/31/2019

General Fund	\$7,655,603
Permanent Maintenance Fund	\$7,654,441
Total Funds	15,310,044



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Income vs. Expenses Fiscal Year Ending 12/31/2019

Income	\$1,834,036
Expenses	\$1,814,573
Surplus (Deficit)	\$19,463

Project Costs

(as per Brian Berryann on 9/15/20)

Retort	\$93,796.43
Amity Construction	\$67,320.00
Total:	\$161,116.43

Estimate of New Retort Savings

Although a new retort will be more efficient, the cemetery is replacing the retort due to age and changing environmental regulations. Mr. Berryann is more concerned about reliability and being prepared in the event of a second wave of virus than about any potential financial saving. That said, the new retort will likely provide some savings in fuel.

Federal 990 Review

Superintendent Brian Berryann is the only compensated officer/trustee. His base salary before benefits was \$144,784 in 2019. There are 13 total trustees/officers.

Recommendation

The replacement of a retort first placed in service in 1985 seems like a reasonable request. According to the minutes provided, the cemetery's board approved the replacement on April 17, 2018 due to age and changes in environmental laws, but did not receive its permit from DEC until 2/5/2020. Shortly after that, due to the pandemic, Poughkeepsie Rural accepted additional cases from NYC which further stressed the old equipment.

The cemetery represents that the proposed contractor in this transaction is not a related party. The cemetery is current with its Division filings. There are no Permanent Maintenance loans and the cost will be withdrawn from the general fund.

From an accounting perspective, the Division recommends approval of this project.

EXHIBIT 1

EXHIBIT 1



Division of Cemeteries

Department of State
DIVISION OF CEMETERIES
 One Commerce Plaza
 99 Washington Avenue
 Albany, NY 12231-0001
 Telephone: (518) 474-6226
 www.dos.ny.gov

SCHEDULE A – INCOME AND EXPENSES AND FUND BALANCES

For any income or expense category where there is a significant increase or decrease in income or expenses, please provide a brief explanation. Not all cemeteries will have income and expenses in all of these categories

Cemetery Name Poughkeepsie Rural Cemetery		New York State Cemetery Five Digit ID Number 14 – 022			
YEAR ENDING	12/31/19	12/31/18	12/31/17	12/31/16	
SIZE AND INVENTORY					
Acres-Total	165.00	165.00	165.00	165.00	
Acres-Developed and Sold	140.00	140.00	140.00	140.00	
Acres-Developed and Unsold	4.00	4.00	4.00	4.00	
BURIALS AND LOT SALES					
Burials	297.00	281.00	283.00	285.00	
Number of lots (graves, crypts, niches) sold	151.00	118.00	142.00	164.00	
INCOME (RECEIPTS)					
Lots and grave sales	\$ 508,684.00	\$ 352,614.00	\$ 516,712.00	\$ 527,942.00	
Interment fees	\$ 328,980.00	\$ 313,385.00	\$ 324,660.00	\$ 322,544.00	
Foundations	\$ 29,150.00	\$ 28,665.00	\$ 34,550.00	\$ 33,488.00	
Dividends and interest	\$ 53,579.00	\$ 16,315.00	\$ 6,064.00	\$ 3,532.00	
Donations	\$ 13,501.00	\$ 14,533.00	\$ 8,540.00	\$ 460.00	
Other-specify; attach additional sheet(s) as needed	\$ 682,235.00	\$ 677,805.00	\$ 559,790.00	\$ 522,464.00	
Other-specify; Rent attach additional sheet(s) as needed	\$ 8,800.00	\$ 9,600.00	\$ 9,600.00	\$ 9,600.00	
Other-specify; attach additional sheet(s) as needed	\$ 209,107.00	\$ 200,690.00	\$ 218,094.00	\$ 207,118.00	
TOTAL RECEIPTS	\$ 1,834,036.00	\$ 1,613,607.00	\$ 1,678,010.00	\$ 1,627,148.00	

SCHEDULE A – INCOME AND EXPENSES AND FUND BALANCES

Cemetery Name Poughkeepsie Rural Cemetery	New York State Cemetery Five Digit ID Number 14 022
--	--

YEAR ENDING EXPENSES (DISBURSEMENTS)	12/31/19	12/31/18	12/31/17	12/31/16
Employee Wages	\$ 525,027.00	\$ 481,659.00	\$ 480,052.00	\$ 444,911.00
Independent Contractor Grave Openings				
Independent Contractor Maintenance and Mowing				
Salaries of Officers	\$ 144,784.00	\$ 132,783.00	\$ 133,399.00	\$ 204,485.00
Supplies and Repairs	\$ 451,313.00	\$ 329,263.00	\$ 257,656.00	\$ 216,320.00
Equipment				
Insurance – General Liability	\$ 26,320.00	\$ 37,374.00	\$ 26,844.00	\$ 22,289.00
Workers Compensation	\$ 30,355.00	\$ 31,540.00	\$ 30,298.00	\$ 22,698.00
Commercial Crime/ Employee Dishonesty				
Vandalism and Assessment Fee	\$ 15,694.00	\$ 13,494.00	\$ 12,990.00	\$ 11,662.00
Other – specify;				
attach additional sheet as needed				
Other – specify;				
attach additional sheet as needed				
Other – specify;				
attach additional sheet as needed				
	\$ 621,080.00	\$ 538,479.00	\$ 565,043.00	\$ 543,815.00
TOTAL DISBURSEMENTS	\$ 1,814,573.00	\$ 1,564,592.00	\$ 1,506,282.00	\$ 1,466,180.00
OPERATING SURPLUS (LOSS)	\$ 19,463.00	\$ 49,015.00	\$ 171,728.00	\$ 160,968.00
INTER-FUND TRANSFERS				
Transfers To Operating Account	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
From trust funds (retained income from previous years)	\$ 244,957.00	\$ 134,723.00	\$ 182,225.00	\$ 166,284.00
From other funds (i.e., special, bequests, pre-need, etc.)	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
TOTAL TRANSFERS FROM OTHER FUNDS TO OPERATING ACCOUNT	\$ 244,957.00	\$ 134,723.00	\$ 182,225.00	\$ 166,284.00

SCHEDULE A – INCOME AND EXPENSES AND FUND BALANCES

Cemetery Name Poughkeepsie Rural Cemetery	New York State Cemetery Five Digit ID Number 14 022
--	--

	YEAR ENDING 12/31/19	12/31/18	12/31/17	12/31/16
FINANCIAL ASSETS (FUND BALANCES)				
General Fund	\$ 7,655,603.00	\$ 7,478,901.00	\$ 7,365,387.00	\$ 7,063,211.00
Permanent Maintenance Fund	\$ 7,654,441.00	\$ 6,537,197.00	\$ 6,945,119.00	\$ 6,182,952.00
Perpetual Care	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Special Trust	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Other	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
TOTAL FINANCIAL ASSETS	\$ 15,310,044.00	\$ 14,016,098.00	\$ 14,310,506.00	\$ 13,246,163.00

PER ACRE ANALYSIS

Total Income Per Developed Acre	\$ 13,100.26	\$ 11,525.76	\$ 11,985.79	\$ 11,622.49
Total Expense Per Developed Acre	\$ 12,961.24	\$ 11,175.66	\$ 10,759.16	\$ 10,472.71
Net Income (Loss) Per Developed Acre	\$ 139.02	\$ 350.11	\$ 1,226.63	\$ 1,149.77
Funds Per Developed Acre	\$ 109,357.46	\$ 100,114.99	\$ 102,217.90	\$ 94,615.45

Permanent Maintenance Loan

Approved Date	
Original Loan Amount	
Current Balance	

NOTES:

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's current key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's former officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations. See instructions for the order in which to list the persons above.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) Brian Berryann Superintendent	40.00 0.00					X	144,784	0	31,843	
(2) Shirley Adams Trustee	0.25 0.00	X					0	0	0	
(3) Scott Baright Trustee	0.25 0.00	X					0	0	0	
(4) Richard Chazen 1st Vice President	0.25 0.00	X		X			0	0	0	
(5) Thomas DiGovanni Treasurer	0.50 0.00	X		X			0	0	0	
(6) Shirley Emrich Secretary	1.00 0.00	X		X			0	0	0	
(7) John Glusko Trustee	0.50 0.00	X					0	0	0	
(8) Michael Graham President	1.00 0.00	X		X			0	0	0	
(9) David Petrovits 2nd Vice President	0.25 0.00	X		X			0	0	0	
(10) Joseph Tockarszewsky Trustee	0.25 0.00	X					0	0	0	
(11) Mellina Weiss Trustee	0.25 0.00	X					0	0	0	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(12) Heather Whitefield	0.25									
Trustee	0.00	X					0	0	0	
(13) David R. Wise	0.25									
Trustee	0.00	X					0	0	0	
1b Subtotal							144,784		31,843	
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							144,784		31,843	

Client Copy

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶ 1**

	Yes	No
3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **▶ 0**

EXHIBIT 2

EXHIBIT 2

**POUGHKEEPSIE RURAL CEMETERY
BOARD OF TRUSTEES MEETING
HELD: APRIL 17, 2018 AT 4:10 P.M.**

Those in attendance were: Trustees, Shirley Adams, Scott A. Baright, Richard Chazen, Shirley Emrich, John P. Glusko, Michael H. Graham, David E. Petrovits, Joseph B. Tockarszewsky, Mellina Weiss, David R. Wise and Supt. Brian C. Berryann.

Absent were: Thomas DiGovanni and Heather Whitefield.

President, Michael H. Graham, called the meeting to order.

The minutes of the previous Board meeting held on January 30, 2018 were distributed to all board members on April 10, 2018. There were no additions or corrections. It was moved by David R. Wise that the minutes be accepted as distributed, seconded by Richard Chazen, and passed.

Treasurer, Thomas R. DiGovanni, was unable to attend and, on his behalf, President, Michael H. Graham presented the Treasurer's Report. The Balance Sheet together with the Quarterly Report Compared to Budget as of March 31, 2018 was distributed. Copies attached. There was discussion and he stated that we are doing well.

John P. Glusko, Finance/Investment Committee Chairman, reported that investment income is down 2% and we can expect more volatility. There was a Committee Meeting on April 3, 2018. As a result, excess funds will be invested in short-term investments. M & T Bank's short-term CD's to be purchased via an investment "ladder" so that there will always be something available, if needed.

Richard Chazen moved that we 1) increase the percentage from property sales contributed into the Permanent Maintenance Fund from 10% to 15%, 2) close out the Board Designated Fund (approximately \$195,000) and transfer those monies together with the existing Current Maintenance Fund account (approximately \$822,000) to a new short-term investment fund managed by Oppenheimer (also to be designated "The Current Maintenance Fund") and 3) establish "laddered" C/D accounts with M & T Securities of approximately \$600,000 and \$93,000 (for a separate Perpetual Care Fund as required by NYS Cemetery Law). Seconded by Joseph Tockarszewsky and carried.

Brian C. Berryann, Superintendent, reported the Fall Walking Tour is scheduled for Sunday, September 23, 2018 and will focus on the south side of the cemetery. Due to winter storms, trees were uprooted and damaged. Clean up is in progress. Due to a potential change in environmental laws, our oldest retort in the Crematory should be replaced. Richard Chazen motioned to approve the replacement of our oldest unit with a new unit. Seconded by Michael Graham and passed.

Richard Chazen, Buildings and Grounds Chairman, had no report.

**Poughkeepsie Rural Cemetery
Board of Trustees Meeting
Held: April 17, 2018 (Continued)**

Mellina Weiss, President of "Friends of the Poughkeepsie Rural Cemetery" reported a treasury balance of over \$27,000.00 as of April 1, 2018. There are over 340 members, contributing over \$14,000.00. They also received grants, matching grants, donations and memorial gifts. The annual meeting was held April 10, 2018 with over 150 proxies being returned. The solicitation letter and Spring newsletter will be mailed out to members by the end of May.

Joseph B. Tockarszewsky, Personnel Committee Chairman, had no report.

Scott A. Baright, Nominating Committee Chairman, presented a Slate of Officers as follows:

Michael H. Graham	President
Richard Chazen	1st Vice President
David E. Petrovits	2nd Vice President
Thomas R. DiGovanni	Treasurer
Shirley Emrich	Secretary

A motion to accept the Slate was made by John P. Glusko, seconded by Richard Chazen, and carried.

President, Michael H. Graham, appointed committees, members being the same as last year.

There being no further business Joseph Tockarszewsky moved the meeting be adjourned, seconded by Mellina Weiss and carried.

Future Meeting Dates are:

Tuesday, July 17, 2018	at 4:00 P.M.
Tuesday, October 16, 2018	at 4:00 P.M.
Tuesday, January 22, 2019	at 4:00 P.M.

Respectfully Submitted,

**Shirley Emrich,
Secretary**

EXHIBIT 3

EXHIBIT 3



Division of Cemeteries

RECEIVED
DIV. OF CEMETERIES

SEP 16 2020

ALBANY OFFICE
DEPARTMENT OF

Andrew

New York State
Department of State
DIVISION OF CEMETERIES
One Commerce Plaza
99 Washington Avenue
Albany, NY 12231-0001
Telephone: (518) 474-6226
www.dos.ny.gov

ANNUAL FINANCIAL REPORT OF CEMETERY CORPORATION

CEMETERIES THAT FILE CPA REPORTS MUST ALSO COMPLETE THIS REPORT. ATTACH ADDITIONAL PAGES IF NEEDED.

PART ONE - GENERAL INFORMATION

Reporting Year End Date - Report due 90 days after end of fiscal year (March 31 for most cemeteries) December 31, 2019	
Cemetery Name Poughkeepsie Rural Cemetery	Cemetery County Dutchess
New York State - Cemetery Five Digit ID Number 1 4 - 0 2 2	Federal ID Number - Nine Digit ID Number 14-097820
Mailing Address (include name if address is that of an Officer) PO Box 977, South Ave	
City, Town or Village Poughkeepsie	NY Zip Code 12602-0977

PERSON KEEPING FINANCIAL RECORDS

Name and Title Brian C. Berryann, Superintendent	Mailing Address PO Box 977, South Ave, Poughkeepsie, NY 12602-0977
Telephone Number (845) 464-6020 <i>494-6020</i>	E-Mail Address info@poughkeepsieruralcemetery.com

NUMBER OF BURIALS - FOR REPORTING YEAR		CEMETERY LANDS - IN ACRES			
Number of Body Burials	182	Current Lot Price-if multiple prices, write "various"	Various	Sold - To Date	140.00
Number of Cremains Buried from NYS Crematories	81	Adult Interment Fee	\$ 1,325.00	Unsold - Developed	4.00
Number of Cremains Buried from Out-of-State Crematories	34	Cremation Interment Fee	\$ 650.00	Unsold - Undeveloped	21.00
Total Burials for Reporting Year	297	Cremation Fee for Crematory Use only	\$ 400.00	Total Acreage	165.00
Number Cremations Performed	1,705	Estimated Burial Spaces Remaining Including In Ground, Mausoleum Crypts and Columbarium niches			5,250

INSURANCE COVERAGE - Commercial Crime/Employee Dishonesty

\$ 500,000.00	5/25/21
AMOUNT OF COVERAGE	EXPIRATION DATE OF POLICY
Employees & Non-Compensated Officers	Arch Insurance Company
CLASSES OF PERSONS (DIRECTORS, EMPLOYEES, OFFICERS, ETC.) COVERED	NAME OF CARRIER

- Check if the Division has previously granted a reduction, waiver or modification of this requirement.
- Directors and trustees must annually disclose any possible conflicts of interest in a written statement. Check here to confirm that your directors and trustees have done so. Do not attach the statements to your Annual Financial Report.

FINANCIAL STATEMENT CERTIFICATION

The undersigned officials of the Poughkeepsie Rural Cemetery Corporation certify that we have thoroughly reviewed this Annual Financial Report. To the best of our knowledge this Annual Financial Report and the cemetery's operating statement and accounting assets are complete, accurate, free from any misstatements and are not misleading in any respect.

X	<i>[Signature]</i>	DATE	9/8/2020
TRUSTEE SIGNATURE	Michael H. Graham, President		
NAME AND TITLE (PRINT)			
X	<i>[Signature]</i>	DATE	9/8/2020
TRUSTEE SIGNATURE	Mellina Weiss, Trustee		
NAME AND TITLE (PRINT)			

ANNUAL FINANCIAL REPORT OF CEMETERY CORPORATION

PART TWO – OPERATING STATEMENT

CEMETERY NUMBER AND NAME 14022 Poughkeepsie Rural Cemetery	DATE – Reporting Year End 12/31/19
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Other Receipts – Detail Schedule

Cremations	\$ 682,235.00
Rental Revenue	\$ 8,800.00
Miscellaneous Revenue	\$ 15,763.00
Annual Care	\$ 150.00
Other Sales	\$ 22,455.00
Bronze	\$ 137,487.00
Christmas Plants	\$ 33,327.00
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$
	\$

Other Receipts (must equal total on line f on previous page.) \$ 900,217.00

Other Disbursements – Detail Schedule

Payroll Taxes & Emp Benefits	\$ 179,491.00
Advertising	\$ 5,764.00
Bookkeeping & Professional	\$ 29,248.00
Depreciation & Amortization	\$ 295,359.00
Buisness Exp & Conference	\$ 917.00
Credit Card & Other Fees	\$ 23,828.00
Contributions	\$ 15,259.00
Gazebo Garden Columbarium	\$ 4,287.00
Miscellaneous	\$ 7,241.00
Office Expense	\$ 27,902.00
Telephone & Utilities	\$ 27,725.00
Uniforms	\$ 4,059.00
	\$
	\$

Other Disbursements (must equal total on line r on previous page.) \$ 621,080.00

PART THREE – STATEMENT OF OPERATING FUNDS & TRUST FUNDS

GENERAL FUND (GF) – SCHEDULE OF ACCOUNTS and BALANCES

List reporting year end balances of all accounts containing GF. For all investment accounts, also list cost basis. Attach schedule if additional space is required.

Financial Institution	Last 4 Digits of Account #	Type* of Account	Balance-Reporting Year End- at Market	Balance-Reporting Year End- at Cost
1. _____	_____	Cash	\$ 201,355.00	\$ 201,355.00
2. Rhinebeck Savings	0123	Cash	\$ 265,030.00	\$ 265,030.00
3. M&T	N/A	CD's	\$ 615,479.00	\$ 615,479.00
4. Oppenheimer	5212	Bond Fund	\$ 1,507,316.00	\$ 1,503,487.00
5. _____	_____	_____	\$ _____	_____
Total of General Fund Assets at Reporting Year End			\$ 2,589,180.00	\$ 2,585,351.00

*Type = CD, Mutual Fund, Savings Account, Stocks, etc.

ANNUAL FINANCIAL REPORT OF CEMETERY CORPORATION

PART THREE – STATEMENT OF OPERATING FUNDS & TRUST FUNDS

CEMETERY NUMBER AND NAME 14022 Poughkeepsie Rural Cemetery	DATE – Reporting Year End 12/31/19
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PERMANENT MAINTENANCE FUND – SCHEDULE OF ACCOUNTS and BALANCES

Permanent Maintenance (PM) Assets – List reporting year end balances of all accounts containing PM funds. For all investment accounts, also list cost basis. You may attach a schedule or list all on separate sheet if additional space is required, but you must complete Line A, below.

Financial Institution	Last 4 Digits of Account #	Type* of Account	Balance-Reporting Year End- at Market	Balance-Reporting Year End- at Cost
1. <u>Oppenheimer & Co. Inc.</u>	<u>0510</u>	<u>Mutual Fund</u>	<u>\$ 4,160,483.00</u>	<u>\$ 3,871,085.00</u>
2. <u>Wilmington Trust</u>	<u>2487</u>	<u>Mutual Fund</u>	<u>\$ 3,395,109.00</u>	<u>\$ 3,002,343.00</u>
3. <u>Wilmington Trust</u>	<u>2487</u>	<u>Cash Equivalent</u>	<u>\$ 91,685.00</u>	<u>\$ 91,685.00</u>
4. _____	_____	_____	<u>\$ _____</u>	<u>\$ _____</u>
5. _____	_____	_____	<u>\$ _____</u>	<u>\$ _____</u>
A. Total of Permanent Maintenance Assets at Reporting Year End			<u>\$ 7,647,277.00</u>	<u>\$ 6,965,113.00</u>

*Type = CD, Mutual Fund, Savings Account, Stocks, etc.

PERMANENT MAINTENANCE (PM) FUND RECONCILIATION

1. PM Fund Balance – Beginning		\$ 6,537,197.00
ADDITIONS TO PM		
2. Allocations from Lot Sales (at least 10% of gross lot sales)	\$ 80,383.00	
3. Allocations from Interments (\$35 per interment)	\$ 9,765.00	
4. Allocations from Installment Payments (from Part 5A)	\$ _____	
5. Income (Interest and Dividends)	\$ 228,654.00	
6. Realized Capital Gains	\$ 217,058.00	
7. PM Loan Repayments	\$ _____	
8. Other Additions to PM	\$ 836,780.00	
9. SUBTOTAL ADDITIONS (Lines 2 through 8)	+ \$ 1,372,640.00	
WITHDRAWALS/DEDUCTIONS FROM PM		
10. Transfer of Income (Interest and Dividends)	\$ 244,957.00	
11. Realized Capital Losses	\$ _____	
12. PM Loans withdrawn	\$ _____	
13. Deduction of 2/3 of investment advisory fees on PM account	\$ 13,439.00	
14. SUBTOTAL DEDUCTIONS (Lines 10 through 13)	- \$ 258,396.00	
15. Balance at Reporting Year End (Line 1 plus Line 9, minus Line 14)		\$ 7,651,441.00

ANNUAL FINANCIAL REPORT OF CEMETERY CORPORATION

1. Does your cemetery currently, or has it ever, offered perpetual care? YES or NO
Perpetual care is a voluntary contractual arrangement with the cemetery for additional care of a lot, plot, or part thereof.
If you answered YES to this Question, go online to <http://www.dos.ny.gov/cmtty/forms.htm> and download and file Part Four A— Perpetual Care Trust Fund—Schedule of Accounts and Balances, and Perpetual Care Fund Reconciliation.
2. Does your cemetery have a Permanent Maintenance Fund loan outstanding? If you answered YES to this question, go online to <http://www.dos.ny.gov/cmtty/forms.htm> and download and file Part Four B – Permanent Maintenance Loan Balance. YES or NO
3. Does your cemetery sell lots on an installment basis? If you answered YES to this question, go online to <http://www.dos.ny.gov/cmtty/forms.htm> and download and file Part Five A – Supporting Schedules. YES or NO
4. Does your cemetery sell merchandise such as bronze markers or interment services on a pre-need basis? If you answered YES to this question, go online to <http://www.dos.ny.gov/cmtty/forms.htm> and download and file Part Five B – Supporting Schedules. YES or NO
5. Does your cemetery file Form 990 or Form 990-EZ with the IRS? YES or NO
If you answered YES to this question:
Form 990 filers attach Part VII Compensation of Officers, Directors, Trustees.
Form 990-EZ filers attach Part VI.
If your cemetery files Form 990-N – Electronic Notice (e-Postcard), no additional attachments are required.
-

If you answered **NO to ALL** of the above five questions and your cemetery has **less than** \$1,000,000 in total financial assets,* **STOP HERE**.
You **do not** have to fill out any additional schedules.

* Total financial assets means the market value of all general funds, permanent maintenance funds, perpetual care funds, special trust funds and other funds under the control of the cemetery, including both restricted and unrestricted funds, regardless of the form in which they are held. Total financial assets do not include the cemetery's land, buildings, equipment, etc.

ANNUAL FINANCIAL REPORT OF CEMETERY CORPORATION

PART FIVE – B – SUPPORTING SCHEDULES

CEMETERY NUMBER AND NAME	DATE – Reporting Year End
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PRE-NEED SALES CONTRACTS RECEIVED RECONCILIATION INTERMENT AND OTHER SERVICES AND MERCHANDISE

Schedule B

	Interment Services	Merchandise
Balance – Beginning of Reporting Year	\$	\$
Sales:		
Add - Payments Received This Reporting Year	\$	\$
Less – Payments Received on Contracts Cancelled This Reporting Year	\$	\$
Less – Contracts Delivered This Reporting Year	\$	\$
Balance – End of Reporting Year	\$	\$

PRE-NEED TRUST FUNDS – RECONCILIATION (IF THE CEMETERY HAS SUCH TRUST FUNDS)

List cash and investments of Pre-Need Trust Funds – **Include accounts for pre-need sales of merchandise such as bronze markers and services such as interment fees.** For all investment accounts also list cost basis. Attach schedule or list all on separate sheet if additional space is required.

Financial Institution	Last 4 Digits of Account #	Type * of Account	Balance-Reporting Year End-at Market	Balance-Reporting Year End-at Cost
1. _____	_____	_____	\$ _____	\$ _____
2. _____	_____	_____	\$ _____	\$ _____
3. _____	_____	_____	\$ _____	\$ _____
4. _____	_____	_____	\$ _____	\$ _____
5. _____	_____	_____	\$ _____	\$ _____
Total Pre-Need Trust Fund Assets at Reporting Year End			\$ _____	\$ _____

*Type = CD, Mutual Fund, Savings Account, Stocks, etc.

PRE-NEED CONTRACTS DELIVERED RECONCILIATION SERVICES AND MERCHANDISE

Schedule C

	Sale Amount Collected	Reporting Year Delivery Cost	Difference
Delivered Contracts-Reporting Year			
Pre-Need Services	\$	\$	\$
Pre-Need Merchandise	\$27,500.00	\$ 27,500.00	\$ 0.00
Totals	\$ 27,500.00	\$ 27,500.00	\$ 0.00



DAY SECKLER

POUGHKEEPSIE RURAL CEMETERY

**FINANCIAL STATEMENTS
DECEMBER 31, 2019
(WITH COMPARATIVE TOTALS FOR 2018)**

POUGHKEEPSIE RURAL CEMETERY
Financial Statements

December 31, 2019
(with comparative totals for 2018)

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Independent Auditors' Report

To the Board of Directors
Poughkeepsie Rural Cemetery

We have audited the accompanying financial statements of Poughkeepsie Rural Cemetery (a non-profit organization), which comprise the statement of financial position as of December 31, 2019, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements.

Managements' Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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 Poughkeepsie Rural Cemetery as of December 31, 2019 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Poughkeepsie Rural Cemetery's 2018 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated July 23, 2019. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2019, is consistent, in all material respects, with the audited financial statements from which it has been derived.

A handwritten signature in cursive script that reads "Day Seckler LLP".

Fishkill, NY
July 16, 2020

POUGHKEEPSIE RURAL CEMETERY

Statements of Financial Position
December 31,

A S S E T S

	<u>2019</u>	<u>2018</u>
Current Assets		
Cash and Cash Equivalents	\$ 466,635	\$ 463,966
Cash and Cash Equivalents - Permanent Maintenance	91,685	85,794
Investments	2,122,795	1,746,218
Prepaid Expenses	23,313	24,608
Accounts Receivable	1,356	539
Accrued Interest Receivable	7,666	8,889
Other Current Assets	15,646	17,193
Total Current Assets	2,729,096	2,347,207
Assets Designated for Permanent Maintenance		
Investments	7,555,592	6,446,652
Mausoleums , net of accumulated amortization of crypts sold of \$3,801,055 and \$3,694,131, respectively	3,151,804	3,258,728
Property and Equipment , net of accumulated depreciation of \$2,532,118 and \$2,347,098, respectively	1,919,318	2,015,861
Total Assets	<u>\$ 15,355,810</u>	<u>\$ 14,068,448</u>

See notes to financial statements.

POUGHKEEPSIE RURAL CEMETERY

**Statements of Financial Position - Continued
December 31,**

LIABILITIES AND NET ASSETS

	<u>2019</u>	<u>2018</u>
Current Liabilities		
Accounts Payable	\$ 21,569	\$ 28,447
Assessments Payable	15,278	15,694
Accrued Expenses	10,317	7,007
Customer Deposits	1,600	1,200
	<hr/>	<hr/>
Total Current Liabilities	48,764	52,348
Net Assets		
Without Donor Restriction	7,655,605	7,478,903
With Donor Restriction	7,651,441	6,537,197
	<hr/>	<hr/>
Total Net Assets	15,307,046	14,016,100
	<hr/>	<hr/>
Total Liabilities and Net Assets	\$ 15,355,810	\$ 14,068,448
	<hr/> <hr/>	<hr/> <hr/>

See notes to financial statements.

POUGHKEEPSIE RURAL CEMETERY

**Statements of Activities
For the Year Ending December 31, 2019
(with comparative totals for 2018)**

	2019			2018
	Without Donor Restriction	With Donor Restricted	Total	Total
Revenue, support and reclassification				
Sales revenues, net	\$ 1,742,393	\$ 0	\$ 1,742,393	\$ 1,538,512
Contributions	13,501	0	13,501	149,533
Rental revenue	9,600	0	9,600	9,600
Investment income (loss)	51,892	1,262,334	1,314,226	(454,255)
Miscellaneous revenue	15,763	0	15,763	18,692
Net assets released from restriction:				
Permanent maintenance fund				
income to current maintenance fund	244,957	(244,957)	0	0
Management fee	(6,719)	6,719	0	0
Portion of lot sales to permanent maintenance	(90,148)	90,148	0	0
Total revenue, support and reclassification	1,981,239	1,114,244	3,095,483	1,262,082
Operating Expenses				
Program expenses	1,611,909	0	1,611,909	1,368,214
Management and general	192,628	0	192,628	188,278
Total Operating Expenses	1,804,537	0	1,804,537	1,556,492
Change in net assets	176,702	1,114,244	1,290,946	(294,410)
Net Assets, Beginning of Year	7,478,903	6,537,197	14,016,100	14,310,510
Net Assets, End of Year	\$ 7,655,605	\$ 7,651,441	\$ 15,307,046	\$ 14,016,100

See notes to financial statements.

POUGHKEEPSIE RURAL CEMETERY

**Statements of Functional Expenses
For the Year Ending December 31, 2019
(with comparative totals for 2018)**

	2019			2018
	Program	Management and General	Total	Total
<i>Payroll and related expenses:</i>				
Salaries	\$ 593,119	\$ 66,810	\$ 659,929	\$ 607,318
Sales commissions	13,231	0	13,231	9,073
Payroll taxes	73,329	9,999	83,328	79,187
Employee benefits	104,637	13,445	118,082	107,281
Total payroll and related expenses	784,316	90,254	874,570	802,859
<i>Other operating expenses:</i>				
Advertising	5,764	0	5,764	2,680
Assessment	15,278	0	15,278	15,694
Bookkeeping service	0	13,750	13,750	13,406
Building supplies and maintenance	6,277	2,092	8,369	9,091
Business expense and conference	688	229	917	1,302
Credit card and other fees	25,020	0	25,020	16,824
Crematory operating cost	186,363	0	186,363	99,554
Contributions	15,259	0	15,259	13,052
Equipment and vehicle expense	60,417	0	60,417	41,637
Foundations, bronze, and grave liners	22,067	0	22,067	18,919
Gazebo garden columbarium	4,287	0	4,287	7,446
Ground maintenance	88,905	0	88,905	89,553
Insurance	21,716	7,239	28,955	28,304
Lawn crypt expense	21,755	0	21,755	15,508
Mausoleum expense	53,615	0	53,615	37,604
Miscellaneous	1,794	5,162	6,956	4,997
Office expense	20,142	6,714	26,856	25,407
Professional fees	0	15,600	15,600	15,558
Telephone	4,186	1,396	5,582	5,116
Uniforms	3,763	0	3,763	4,502
Utilities	22,047	3,083	25,130	26,453
Depreciation	141,326	47,109	188,435	193,136
Amortization	106,924	0	106,924	67,677
Total other operating expenses	827,593	102,374	929,967	753,633
Total Operating Expenses	\$ 1,611,909	\$ 192,628	\$ 1,804,537	\$ 1,556,492

See notes to financial statements

POUGHKEEPSIE RURAL CEMETERY

**Statements of Cash Flows
For the Year Ending December 31,**

	2019	2018
Cash Flows from Operating Activities:		
Change in Net Assets	\$ 1,290,946	\$ (294,410)
Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Prior Period Adjustment	0	14,091
Depreciation	188,435	193,136
Amortization of crypts sold	106,924	67,677
Unrealized gain (loss) on investments	(841,842)	961,195
Realized gain on investments	(217,057)	(300,890)
Write off of construction project	0	28,721
Changes in Operating Assets and Liabilities:		
Prepaid Expenses	1,295	(13,813)
Accounts Receivable	(817)	(464)
Accrued Interest Receivable	1,223	(5,291)
Other Current Assets	1,547	(13,893)
Accounts Payable	(6,878)	8,444
Assessments Payable	(416)	2,200
Accrued Expenses	3,310	1,985
Customer Deposits	400	1,200
Net Cash Provided by Operating Activities	527,070	649,888
Cash Flows from Investing Activities:		
Purchase of Property and Equipment	(91,892)	(60,521)
Net Purchases of Investments	(516,766)	(2,048,996)
Transfers from Permanent Maintenance Fund	90,148	62,180
Net Cash Used in Investing Activities	(518,510)	(2,047,337)
Cash Flows from Investing Activities:		
Principal Payments on Debt	0	(59,003)
Net Increase (Decrease) in Cash	8,560	(1,456,452)
Cash, January 1	549,760	2,006,212
Cash, December 31	\$ 558,320	\$ 549,760

See notes to financial statements.

POUGHKEEPSIE RURAL CEMETERY

**Statements of Cash Flows - Continued
For the Year Ending December 31,**

Supplemental Disclosure of Cash Flow Information

	<u>2019</u>	<u>2018</u>
Cash Paid For:		
Interest	<u>\$ 0</u>	<u>\$ 213</u>

Supplemental Disclosure of Non-Cash Financing Activity:

During 2019, the Cemetery wrote off assets with an original cost of \$3,415 and book value of \$0.
During 2018, the Cemetery wrote off assets with an original cost of \$157,397 and book value of \$0.

See notes to financial statements.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 1 Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The Poughkeepsie Rural Cemetery (the “Cemetery”) is a non-profit organization operating in Dutchess County, New York, to provide the general public with cemetery related sales and services. These sales and services include traditional burial, entombment in a mausoleum or cremation and inurnment.

Basis of Presentation

The financial statements have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America.

Comparative Financial Information

The accompanying financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America (GAAP). Accordingly, such information should be read in conjunction with our audited financial statements for the year ended December 31, 2018, from which the summarized information was derived.

Cash and Cash Equivalents

The Cemetery considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Investments and Investment Return

Investments are reported at fair value. Unrealized and realized gains and losses are included in the accompanying statement of activities. Investment expense, such as investment advisory fees, are netted against investment income (loss) in the statement of activities.

Property and Equipment

Property and equipment are carried at cost, less accumulated depreciation and amortization. Property and equipment purchases in excess of \$5,000 with estimated useful lives greater than one year are capitalized. Depreciation and amortization are computed on the straight-line basis over the estimated useful life of each asset ranging from three to forty years.

Mausoleums

Mausoleums are stated at cost, less accumulated costs of crypts sold. The Cemetery’s policy is to amortize mausoleums cost on a straight line basis as crypts are sold.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 1 Nature of Activities and Summary of Significant Accounting Policies - Continued

Net Assets

Net assets, revenues, gains and losses are classified based on the existence or absence of donor restrictions.

Net assets without donor restrictions are available for use in general operations.

Net assets with donor restrictions which may be temporary or perpetual restrictions. Some restrictions are temporary in nature, such as those that will be met by the passage of time and other events specified by the donor. Other restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity.

Revenue Recognition

Sales Revenue

The sale of spaces is recorded when contracts are paid in full. Customer deposits on contracts are recorded as a liability until the sale is completed.

Contribution Revenue

The Cemetery recognizes contributions received and made, including unconditional promises to give, as revenue in the period received or made. Contributions received are reported as either revenues without donor restrictions or revenues with donor restrictions. Contributions with donor restrictions that are used for the purpose specified by the donor in the same year as the contribution is received are recognized as revenues with donor restrictions and are reclassified as net assets released from restrictions in the same year. Promises to contribute that stipulate conditions to be met before the contribution is made are not recorded until the conditions are met. There were no conditional promises to give for the years ended December 31, 2019 and 2018.

Expenses

Expenses are recognized by the Cemetery on an accrual basis. Expenses paid in advance and not yet incurred are recorded as prepaid until the applicable period.

Advertising Costs

Advertising costs are expensed as incurred and amounted to \$5,764 and \$2,680 for the years ended December 31, 2019 and 2018, respectively.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 1 Nature of Activities and Summary of Significant Accounting Policies – Continued

Income Taxes

The Cemetery is a non-profit organization exempt from Federal and New York State income taxes under the provisions of Internal Revenue Code Section 501(c)(13) and the New York State tax code except on net income that is derived from unrelated business activity. No income tax provision has been recorded as the net income, if any, from any unrelated trade or business, in the opinion of management, is not material to the financial statements taken as a whole.

The Cemetery is required to recognize, measure, classify and disclose in the financial statements uncertain tax positions taken or expected to be taken in the Cemetery's tax returns. Management has determined that the Cemetery does not have any uncertain tax positions and associated unrecognized benefits that materially impact the financial statements or related disclosures. Since tax matters are subject to some degree of uncertainty, there can be no assurance that the Cemetery's tax returns will not be challenged by the taxing authorities and that the Cemetery will not be subject to additional tax, penalties and interest as a result of such challenge. The Cemetery is no longer subject to examination by U.S. federal taxing authorities for the years before December 31, 2016. For years ended December 31, 2019 and 2018, there were no interest or penalties recorded or included in the Cemetery's financial statements.

Functional Allocation of Expenses

The cost of supporting the programs and other activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses present the natural classification detail of expenses by function. Salaries and related expenses have been allocated based on the actual time spent by employees on various activities. Direct costs are allocated to the function that receives the incurred expense. Accordingly, certain costs have been allocated among program and management and general activities.

Measure of Operations

The measure of operations includes all revenues and expenses relating to providing the public with cemetery related sales and services. Rental revenue, investment income, miscellaneous income and net assets released from restriction are excluded from the measurement of operations.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 1 Nature of Activities and Summary of Significant Accounting Policies – Continued

Use of Estimates

The preparation of financial statements, in conformity with the accrual basis of accounting, 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 financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates

Note 2 Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of December 31, consist of the following:

	2019	2018
Cash and Cash Equivalents	\$ 466,635	\$ 463,966
Investments	2,122,795	1,746,218
Accounts Receivable	1,356	539
Accrued Interest Receivable	7,666	8,889
Total financial assets available to meet cash needs for general expenditures within one year	\$ 2,598,452	\$ 2,219,612

Donor-restricted funds are not available for general expenditures.

The Cemetery manages its liquidity and reserves following three guiding principles: operating within a prudent range of financial stability, maintaining adequate liquid assets to fund near-term operating needs and maintaining sufficient reserves to provide reasonable assurance that long-term obligations will be discharged.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 3 Sales Revenue

The composition of revenue for the years ended December 31, is as follows:

	2019	2018
Plots and internments	\$ 408,644	\$ 449,479
Cremations	682,235	677,805
Crypt and niches	421,095	226,635
Miscellaneous sales	<u>230,419</u>	<u>184,593</u>
 Total Sales Revenue	 <u>\$ 1,742,393</u>	 <u>\$ 1,538,512</u>

Note 4 Investments

Investments, at fair value, consist of the following at December 31:

	2019	2018
Investments:		
Certificates of Deposit	\$ 615,479	\$ 600,170
Mutual Funds	5,218,399	4,397,633
U.S. Corporate Equity Securities	1,091,166	901,437
Bond Funds	2,644,316	2,167,690
REIT Funds	<u>109,027</u>	<u>125,940</u>
 Total	 9,678,387	 8,192,870
Less: Operating Investments	615,479	600,170
Current Maintenance Investments	<u>1,507,316</u>	<u>1,146,048</u>
 Permanent Maintenance Investments	 <u>\$ 7,555,592</u>	 <u>\$ 6,446,652</u>

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 4 Investments- Continued

Net investment gain (loss) consists of the following for the year ended December 31:

			2019	2018
	Without Donor Restriction	With Donor Restriction	Total	Total
Dividend and interest income	\$ 46,938	\$ 228,653	\$ 275,591	\$ 224,279
Realized Gain	0	217,058	217,058	300,890
Unrealized gain (loss)	4,954	836,888	841,842	(961,195)
Investment expenses	0	(20,265)	(20,265)	(18,229)
Total investment income (loss)	\$ 51,892	\$ 1,262,334	\$ 1,314,226	\$ (454,255)

Note 5 Fair Value Measurement

Accounting standards establish a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to quoted prices in active markets for identical assets (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability;
- inputs that are derived principally from or corroborated by observable market data by correlation by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 5 Fair Value Measurement- Continued

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

A summary of investments by input level as of December 31, 2019 is as follows:

<i>Level 1</i>			
	<u>Cost</u>	<u>Unrealized Gain (Loss)</u>	<u>Fair Value</u>
Certificates of Deposit	\$ 615,479	\$0	\$ 615,479
Lord Abbett Bond Fund	\$1,503,487	\$3,829	1,507,316
M&T Investment Group	3,002,343	392,766	3,395,109
American High Income Trust	572,313	(98,576)	473,737
Capital Income Builder	1,123,233	184,645	1,307,878
The Income Fund of America	690,762	227,275	918,037
Fundamental Investors Fund	311,141	110,273	421,414
Growth Fund	65,870	8,940	74,810
Davis Funds	1,107,769	(143,162)	964,607
Total Investments	<u><u>\$ 8,992,397</u></u>	<u><u>\$ 685,990</u></u>	<u><u>\$ 9,678,387</u></u>

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 5 Fair Value Measurement- Continued

A summary of investments by input level as of December 31, 2018 is as follows:

<i>Level 1</i>			
	<u>Cost</u>	<u>Unrealized Gain (Loss)</u>	<u>Fair Value</u>
Certificates of Deposit	\$ 600,170	\$0	\$ 600,170
Lord Abbett Bond Fund	\$1,147,173	(\$1,125)	1,146,048
M&T Investment Group	2,883,297	54,755	2,938,052
American High Income Trust	572,313	(121,605)	450,708
Capital Income Builder	1,073,082	45,026	1,118,108
The Income Fund of America	671,293	126,224	797,517
Fundamental Investors Fund	287,770	47,546	335,316
Growth Fund	61,366	(2,569)	58,797
Davis Funds	1,052,256	(304,102)	748,154
Total Investments	<u>\$ 8,348,720</u>	<u>\$ (155,850)</u>	<u>\$ 8,192,870</u>

The fair market value of a financial instrument is defined in GAAP as “the amount at which the instrument could be exchanged in a current transaction between willing parties.” The carrying amounts reported in the accompanying statement of financial position for accounts receivable, accrued interest receivable and liabilities approximate fair value given the short-term nature of the financial instruments or conversely are based on a non-recurring assessment of fair value.

Note 6 Property and Equipment

Buildings and equipment acquired by the Cemetery prior to February 1, 1980, were appraised for insurance purposes at \$468,229 and have been recorded at that amount. All of these assets are considered to have been fully depreciated. Undeveloped land, with a 1981 tax assessment value of \$484,000 has not been recorded because its historical cost is not considered material as it was purchased in the 1850's.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 6 Property and Equipment- Continued

Property and equipment acquired after February 1, 1980, are recorded at cost or fair market value at acquisition date for donated assets, and consist of the following as of December 31:

	2019	2018
Land and Land Improvements	\$ 1,640,852	\$ 1,630,127
Land Improvements in Progress	81,166	0
Buildings	2,185,226	2,185,226
Furniture and Fixtures	64,409	67,824
Machinery and Equipment	235,396	235,396
Trucks and Auto	244,387	244,387
	<u>4,451,436</u>	<u>4,362,960</u>
Accumulated Depreciation	<u>2,532,118</u>	<u>2,347,099</u>
Total	<u>\$ 1,919,318</u>	<u>\$ 2,015,861</u>

Note 7 Net Assets with Donor Restrictions

Under the laws of the State of New York, Department of State, Division of Cemeteries, the Poughkeepsie Rural Cemetery is required, among other things, to establish and maintain a permanent maintenance fund and a current maintenance fund. At the time of sale of a crypt, lot, plot, or part thereof, the Cemetery deposits ten percent (fifteen percent effective April 2018) of the gross proceeds of the sale into the permanent maintenance fund. An additional fifteen percent of the total gross proceeds are deposited in the current maintenance fund.

Net assets with donor restrictions are restricted for the Permanent Maintenance Fund. The Permanent Maintenance Fund is held by the Cemetery as a trust fund, for the purpose of maintaining and preserving the cemetery, including all crypts, lots, plots, and parts thereof. The principal of such fund shall be invested in such securities as are permitted for the investment of trust funds by section 11-2.2 of the estates, power and trusts law. The principal of such fund shall remain inviolate, except that upon application to the Supreme Court in a district where a portion of the cemetery grounds is located, the court may make an order permitting the principal or part thereof to be used for the purpose of current maintenance and preservation of the cemetery or otherwise. Such application may be made by the cemetery board on notice to the corporation or by the corporation on notice to the cemetery board. Investment income is restricted for the maintenance and preservation of the cemetery grounds and is included in investment income in the unrestricted fund.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 7 Net Assets with Donor Restrictions- Continued

The Current Maintenance Fund is used and applied for the sole purpose of ordinary and necessary expenses of the care and maintenance of the Cemetery and is considered not restricted.

Note 8 401(k) Plan

The Cemetery sponsors a defined contribution plan (the "Plan"), which allows for employee contributions under Section 401(k) of the Internal Revenue Code. The Plan covers all employees who have met eligibility requirements. The Cemetery matches 100% of the employees' 401(k) deferrals up to the first 3% of their compensation, and then 50% of their 401(k) deferrals between 3% and 5% of their compensation. The matching amount contributed by the Cemetery for the years ended December 31, 2019 and 2018 was \$20,198 and \$19,696, respectively. The Cemetery may make discretionary contributions to the Plan; however it did not make any discretionary contributions for the years ended December 31, 2019 and 2018.

Note 9 Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

Cash

The Cemetery maintains its cash and cash equivalents in two financial institutions. At times, cash balances may exceed FDIC insurance limits. Management believes credit risk related to these deposits is minimal. The Cemetery has not experienced any losses in the accounts and management believes they are not exposed to any significant credit risk.

Investments

The Cemetery invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the accompanying statement of financial position.

POUGHKEEPSIE RURAL CEMETERY
Notes to the Financial Statements

December 31, 2019
(with comparative totals for 2018)

Note 10 Commitments

Under an agreement with a local bank, the Cemetery charges customers 11% on retail installment contracts. The banks retention rate is 9%. The 2% difference is credited to the Cemetery. In the event of default, the Cemetery is obligated to repay the outstanding loan balance and then regains title to the space. The Cemetery is contingently liable on the outstanding balances of these loans which was \$6,541 and \$6,932 as of December 31, 2019 and 2018.

Note 11 Subsequent Events

Management has evaluated subsequent events for disclosure and/or recognition in the financial statements through the date that the financial statements were available to be issued.

Subsequent to year-end, the United States and global markets experienced significant declines in value resulting from uncertainty caused by the world-wide coronavirus pandemic. Management is closely monitoring the Cemetery's investment portfolio and its liquidity and are actively working to minimize the impact of these declines. The financial statements do not include adjustments to fair value that have resulted from these declines.

EXHIBIT B

Purchase Agreement

Seller: Matthews Environmental Solutions
2045 Sprint Boulevard
Apopka, Florida 32703

Purchaser: Mr. Brian Berryann
Poughkeepsie Rural Cemetery
342 South Rd.
Poughkeepsie, NY 12601-5126

Project Price*

\$88,774.40, which represents the scope of the project brought forward from the Project Itemization List. The Project Price is subject to change due to modifications to the scope of this original contract.

Downpayment [10% of the Project Price - Minimum]**

Downpayment of \$8,877.44 is payable upon the execution of this agreement and shall be applied to the Project Price.

Project Shipment [85% of the Project Price - Minimum]

Prior to shipment, 85% of the Project Price, \$75,458.24 must be paid three (3) weeks prior to packing and shipping of equipment. Payment not received will delay shipment.

Remaining Balance of Project Price

The final project balance of \$4,438.72 is due and payable 30 days after shipment of equipment (via wire transfer or check) or at the time of start-up, whichever occurs first. *Startup and training will not occur without this final payment.*

Lease Financing requires a \$2,500 deposit.****

Project

Sale to Purchaser of cremation equipment (as described by parts on Attachment I), all in accordance with the Terms and Conditions hereof. All attachments are incorporated herein for all purposes.

Modifications to the Project

The equipment to be sold may be modified from time to time by execution of a "change order" in substantially the same form as this agreement. Such agreement shall be attached hereto and incorporated herein for all proposed. Changes made prior to scheduled shipment may subject Project to additional charges and delays in delivery. Modifications include any additional stacking custom elbow brackets, additional instrumentation required by an environmental agency or any other customization requested by Owner.

Cancellation & Delivery Postponement Policy

If cancellation of an order occurs after Matthews assists in the successful completion of a zoning hearing and/or preparation of an environmental permit, before production of the equipment occurs, there will be a \$2,000 holdback of Purchaser's deposit. An additional cancellation fee, 30% of total project price, will apply if order has entered the production phase. The date of shipment and delivery will be agreed upon and finalized by Seller and Purchaser before production begins. If Purchaser requests a postponement of delivery after equipment has entered the production phase, Purchaser will be subject to a storage fee (per unit) of \$25 per day. Storage fee begins the day after the original agreed upon shipment date and continues until order leaves Seller's facility.

Cost Summary

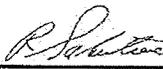
Cremation Equipment	\$88,034.00
Equipment Credit	- \$1,722.00
Government Surcharges	+ \$3,500.00
	Sub Total: \$89,812.00
Loyalty Discount	- \$4,490.60
Shipping & Freight***	+ \$3,453.00
	TOTAL DUE: \$88,774.40
	<small>Plus Applicable State and Local Taxes</small>

Terms

- *The Terms and Price contained herein are valid until October 1, 2018.
- **Downpayment received by Matthews will hold the Terms and Price contained herein for twelve (12) months from the written date of this contract. If equipment is not shipped within that twelve (12) months from the date of this contract, project cost will be subject to prevailing terms and prices.
- *** Freight charges are estimates and subject to change based on prevailing market rates.
- **** Lease Finance requires separate payment terms outlined by the finance agency.

Dated: August 8, 2018

Seller: Matthews Environmental Solutions

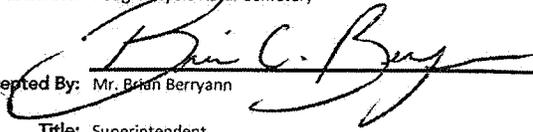


Ron Salvatore

Accepted By: _____
Matthews Environmental Solutions

Date: _____

Purchaser: Poughkeepsie Rural Cemetery



Accepted By: Mr. Brian Berryann

Title: Superintendent

Date: 10/30/18

Attachment I - Project Itemization List

Bill To: Poughkeepsie Rural Cemetery
342 South Rd.
Poughkeepsie, NY 12601-5126

Contact: Mr. Brian Berryann
Phone: (845) 454-6020

Ship To: Poughkeepsie Rural Cemetery
342 South Rd.
Poughkeepsie, NY 12601-5126

Title: Superintendent
Email: brian@poughkeepsieruralcemetery.com

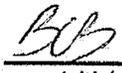
Cremation Equipment	Cost	Quantity	Total
1. Power Pak I with PLC Control System	\$88,034.00	1	\$88,034.00
Deduct: LT-1 Hydraulic Table (deducted)		1	-\$1,722.00

Government Surcharges	Cost	Quantity	Total
1. 1800° F preheat temperature, door or burner interlock and temp recorder(s)	\$3,500.00	1	\$3,500.00

Standard Supplies & Services Included			
1	PLC Control Panel.		
1	Set of Sentry loading door safety latches.		
1	Stainless Steel Stack lined with 3.0 inches of refractory, 8 feet of stack included. Also includes storm collar. <i>Note: Additional Stainless Steel Stack costs an additional fee per foot.</i>		
1	Opacity Monitor.		
1	Set of Clean-Out Tools.		
1	Ashpan for transporting the cremated remains from the collection hopper to the processing area.		
1	Environmental applications forms with the necessary technical data for you to submit to the environmental authorities of your area. <i>Note: Does not include local engineering costs and permitting fees that may be required, local environmental modeling or other site specific costs.</i>		
1	Pre-paid and allowed freight from Apopka, Florida to your location.		
1	Start-up service after arrival and installation of equipment. Services include operator training.		
1	Owner's manual.		
1	Case of (36) TCC-1 temporary cremains containers.		
1	Case of shipping boxes (36) for the containers.		
1	Case of rollers (60) for loading the case to be processed.		
100	Stainless Steel identification discs with the name of your facility, city, state and sequential numbering.		

Delivery & Warranty

The time of delivery will be approximately ten (10) weeks after receipt of the pre-construction checklist & environmental construction permit to proceed. The warranty applicable is one (1) year from date of shipment against defects in material and/or workmanship, F.O.B. Apopka, Florida.


Initial

General

- 1 The Terms and Conditions of Sale are only those stated below and in the Purchase/Lease Agreement, (collectively, the "Agreement"). The parties hereto agree there are no agreements between the parties, oral or written, with respect to the goods sold or the services provided hereunder (including any made or implied from past dealings) except as expressed in the Agreement and/or herein. To the extent there are any inconsistencies and/or conflicts between the terms and/or language of the Agreement and the Terms and Conditions of Sale, the Terms and Conditions of Sale shall govern and control.
- 2 Shipping and performance dates are estimated only and are not guaranteed. Matthews International Corporation (hereinafter referred to as "Seller") will use every effort to make shipments and/or perform services as scheduled and may make partial shipments. However, the completion of the Agreement is subject to acts of God or the public enemy, fires, floods, unusually severe weather, delays caused by governments (including government priorities, preferences or allocations), delays of suppliers in furnishing materials and services, and any other causes beyond Seller's control ("Force Majeure"). In the event of a Force Majeure, Seller shall not be liable to Purchaser for any delays related to the manufacturing, shipping and/or delivery of the items and/or services contemplated and/or specified in the Agreement.
- 3 Prices quoted, unless otherwise stated, are F.O.B. destination and do include sales tax. If taxes are not paid to Seller, Purchaser will pay these items directly if the law permits or will reimburse Seller if Seller is required to pay them. Purchaser will provide tax exemption certificates or evidence of tax payment if requested by Seller.
- 4 Any amount not paid when due can delay shipment where Purchaser can incur fees associated from rescheduling freight logistics. Purchaser shall not be entitled to set off any amount owing under the Agreement at any time to Seller or any of Seller's affiliated entities.
- 5 Purchaser's execution of the Agreement will be deemed a representation that Purchaser is solvent and able to pay for the items ordered. If Purchaser fails to make payments when due or if bankruptcy or insolvency proceedings are instituted by or against Purchaser, or if Purchaser makes an assignment for the benefit of creditors, Purchaser will be deemed in default, and Seller will have the right to terminate its obligations by written notice to Purchaser, but such termination will not affect Purchaser's obligation to pay for items delivered and work in progress.
- 6 No goods may be returned without prior written approval of Seller. Orders placed with and accepted by Seller may not be canceled by Purchaser except upon (a) Seller's written consent prior to shipment and (b) Purchaser's acceptance of Seller's cancellation charges, 30% of total project price if order is in production phase, which shall protect Seller against all costs and losses. Seller reserves the right to cancel any sale (and related services) hereunder without liability to Purchaser (except for refund of monies already paid), if the manufacture or sale of the goods or provision of services is or becomes technically or economically impractical.
- 7 Purchaser is exclusively responsible for the installation of the any and all equipment specified in the Agreement and is also responsible for installing it pursuant to Seller's installation instructions. Accordingly, Purchaser shall be responsible for coordinating facility preparation, including the retention of subcontractors if necessary and may include, but is not limited to, electrical and fuel hookup, crane for off-loading and placement of equipment, stack installation and connection.
- 8 Governing Law: This Agreement shall be governed by the laws of Pennsylvania, excluding the choice of law provisions thereof. Any litigation shall be brought in Allegheny County in the State of Pennsylvania for all issues relating to sale. All disputes arising out of this order shall be resolved by arbitration in accordance with the Commercial Arbitration Rules (as amended and effective on the date of the Demand, the "Arbitration Rules") of the AAA. The hearing and all other proceedings and documents in such arbitration shall be conducted in the English language in Pittsburgh, Pennsylvania. The arbitrator(s) shall, with reasonable diligence, render a final decision with respect to the Dispute as disclosed in the Demand and the answering statement, if any, filed by the other party. The decision shall be rendered within 90 days after the commencement of the hearing, unless the arbitrator(s) find it necessary to extend this period to hear the dispute or reasonably render a decision. Until the award is issued, performance under this order shall continue in the manner and form existing prior to the dispute but subject to adjustment as a result of the award. The provisions of this Section 8 shall be a complete defense to any suit, action or proceeding instituted in any federal, state or local court or before any administrative tribunal with respect to any Dispute arising with regard to this order. In connection with enforcing any arbitration award entered pursuant to this Section 8, or any other action related to this order, Seller hereby consents and submits to jurisdiction of the state and Federal courts seated in Allegheny County, Pennsylvania any action at law, suit in equity or other proceeding that may arise out of this order. Seller also agrees during the periods of performance and warranty to maintain within the Commonwealth of Pennsylvania an agent to accept service of legal process on its behalf. Seller will require such agent to acknowledge such appointment in writing to Purchaser, and such agent will agree in writing to Purchaser that such appointment may not lapse or otherwise terminate without prior written notice to Purchaser at least 180 days prior to such lapse or termination.

Title and Damage of Shipment

- 9 All goods sold hereunder are warranted, when paid for and properly installed. A claim should be immediately filed with the carrier when damages are identified upon delivery. A full report of the damage should be forwarded to Seller so that Seller can arrange for repair or replacement.
- 10 To the extent applicable, title to items contemplated in the Agreement and not subject to leasing terms under the agreement, passes upon tender of delivery by carrier to Purchaser, and if items are damaged, Seller must receive Purchaser's claim for loss or damage in transit within ten (10) days after receipt of shipment, which must be signed by the carrier.

Warranty for Goods and Services

- 11 Seller cremators and collateral equipment sold are warranted free from defects in workmanship and/or materials, under normal use and service, for one (1) year from date of shipment. Seller's obligation under this warranty is limited to the repair or replacement of any parts or part, F.O.B. Apopka, Florida, which may prove defective under normal use and service within one (1) year from date of shipment, and which is found by our inspection to be thus defective. This warranty shall not apply to any cremator and collateral equipment which has been repaired or altered outside our factory in any way so as, in our judgment, to affect its performance, safety, stability and reliability. No other express warranty is given. Written notice of defect must be received by Seller within warranty period. At Purchaser's request, Seller will make reasonable efforts to provide warranty service at the Project premises. If a fault has been caused by improper installation (other than by Seller or third parties under contract to Seller), maintenance or use, or by abnormal conditions of operation, repairs will be billed at normal rates.

If any fault develops, the following steps should be taken:

- A Notify Seller by giving the item model number, serial number and details of the difficulty. On receipt of this information, Purchaser will be given service data or
 - B On receipt of shipping instructions, forward the item prepaid. If the item or the fault is not covered by warranty, an estimate of charges will be furnished before
- 12 Seller warranties, including, without limitation, warranties with respect to the design, materials, workmanship, merchantability, fitness for purpose and performance of its products, shall be limited exclusively to those specifically expressed in writing from time to time by Seller. EXCEPT AS EXPRESSLY PROVIDED HEREIN, SELLER DISCLAIMS ANY AND ALL OTHER WARRANTIES, EXPRESS OR IMPLIED, IN FACT OR BY OPERATION OF LAW OR OTHERWISE, CONTAINED OR DERIVED HEREFROM OR IN ANY OTHER MATERIALS, BROCHURES, PRESENTATIONS OR OTHER DOCUMENTS OR COMMUNICATION WHETHER ORAL OR WRITTEN, INCLUDING, WITHOUT LIMITATION, IMPLIED WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE.

Confidential Information; Patent Indemnity

- 13 Any drawings submitted herewith are to show only the general style, arrangement, and approximate dimensions of the goods offered. No work is to be based on drawings unless the drawings are certified.
- 14 Purchaser agrees that all drawings, prints and other technical material which Seller provides to Purchaser, whether prepared by Seller or by third parties under contract to Seller, contain data which embody trade secrets and confidential know-how of commercial value to Seller or third parties under contract to Seller. Purchaser agrees (a) to keep such information confidential; (b) that it will not disclose such information to any other person, corporate division or entity; (c) that it will not use such information except in connection with the goods supplied hereunder; and (d) that it will not sell, lease, loan or permit any other person, corporate division or entity to use such information for any purpose, without Seller's prior written consent. Nothing herein shall restrict the use of information available to the general public.
- 15 Seller has the right to defend or, at its option, to settle, and Seller agrees, at its own expense, to defend or settle, any claims, suit or proceedings brought again Purchaser based on a claim of infringement of any United States patent by any item supplied to Purchaser under the Agreement.

Limitation of Damages

- 16 IN NO EVENT SHALL SELLER BE LIABLE, IN CONTRACT, TORT, STRICT LIABILITY, LAWS RELATING TO THE PROTECTION OF THE ENVIRONMENT, OR UNDER ANY OTHER LEGAL THEORY, FOR INCIDENTAL, INDIRECT, SPECIAL OR CONSEQUENTIAL DAMAGES, REGARDLESS OF WHETHER SELLER WAS INFORMED ABOUT THE POSSIBILITY OF SUCH DAMAGES, AND IN NO EVENT SHALL SELLER'S LIABILITY EXCEED AN AMOUNT EQUAL TO THE SALES PRICE OF THE GOODS AND/OR SERVICES CONTEMPLATED IN THE AGREEMENT AND SOLD TO PURCHASER THEREUNDER.

Project Provisions

- 17 Under limited circumstances, Purchaser may timely change orders in the work contemplated by the Agreement consisting of additions, deletions or modifications. However, such changes in the work shall be authorized by written change orders signed by Purchaser and approved in writing by Seller (each, a "Change Order"). If Purchaser elects to make any such changes pursuant to a Change Order, the project price and the date of completion of the desired work shall be adjusted accordingly by Seller.
- 18 Purchaser acknowledges that any additional requirements including, but not limited to: environmental testing, field evaluations by independent testing laboratories and/or any modifications to obtain or keep any permits in effect are the responsibility of the purchaser.
- 19 Purchaser shall secure and pay for all building permits, and other permits or licenses necessary for proper execution and completion of the work contemplated under the Agreement.
- 20 Purchaser and Seller acknowledge that time if of the essence hereunder and that the price quoted in the Agreement is based upon the project being as described in the Agreement. If Purchaser, or any party under Purchaser's control, interferes with or delays performance of the work contemplated by the Agreement (whether intentionally or otherwise), Seller shall (a) extend the date for completion of the work to account for the delay caused by such interference and (b) adjust the project price to reflect any cost or expenses incurred by Seller on account of such interference.
- 21 Seller is acting as an independent contractor hereunder and does not undertake in any way to perform any obligation of Purchaser or to assume any liability for Purchaser's business or operations. In addition, the Terms and Conditions specified herein relate solely to the rights and obligations of the Parties with respect to the purposes of the Agreement as set forth therein and shall not extend to any other activities, transactions, relationships, contracts or work, or be deemed to create a general partnership, joint venture, agency or employment relationship among the Parties of any kind whatsoever.
- 22 Indemnification: Purchaser agrees to release, indemnify and hold harmless Seller against any and all losses, damages, claims, liabilities, penalties, expenses (including costs and attorney's fees) directly or indirectly based upon or arising out of any negligent act, omission or the willful misconduct of Purchaser under the Agreement. Purchaser acknowledges that the provisions of this Section and Purchaser's obligations hereunder shall survive the termination of the Agreement.
- 23 Notice: Any notice required to be given pursuant to the Agreement and/or the Terms and Conditions set forth herein shall be in writing and mailed by certified or registered mail, return receipt requested, or delivered by a national overnight express service to the following Seller address:

To Seller:
 Matthews International - Environmental Solutions Division
 2045 Sprint Boulevard
 Apopka, Florida 32703

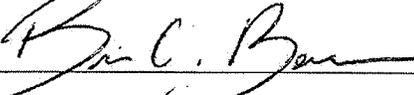
- 24 Waiver. No waiver by either party of any default shall be deemed as a waiver of any prior or subsequent default of the same or other provisions of this agreement.
- 25 Severability. If any provision hereof is held invalid or unenforceable by a court of competent jurisdiction, such invalidity shall not affect the validity or operation of any other provision and such invalid provision shall be deemed to be severed from the Agreement.
- 26 Entire Agreement. The Terms and Conditions of Sale, in conjunction with the Agreement, constitute the entire understanding of the parties relating to the purchase, installation and operation of the products and/or services and revokes and supersedes all prior agreements between the parties relating to the purchase, installation and operation of the products and/or services and is intended as a final expression of their agreement. The Terms and Conditions of Sales shall not be modified or amended except in writing signed by the parties hereto and specifically referring to the Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date indicated below.

Seller: Matthews Environmental Solutions

Purchaser: Poughkeepsie Rural Cemetery

Signed: 
 Ron Salvatore

Signed: 

Dated: August 8, 2018

Print Name: Brian C. Berryman

Title: Supt.

Dated: 10/30/18



Cremation Division

The Standard of Excellence in Cremation Solutions

Contract Change Order

Date: October 25, 2018
Contact: POUGHKEEPSIE RURAL CEMETERY
Customer: BRIAN BERRYANN
Address: 342 SOUTH RD
 POUGHKEEPSIE, NY 12601-5126
Phone: _____
Email: brian@poughkeepsieruralcemetery.com

Thank you for selecting Matthews Cremation as your cremation equipment supplier.

As a follow up to our conversation, we added the following to your cremator order. Please sign below and return to me via email or via fax at 412-315-3003

Quantity	Stock Number	Description	Unit Price	Extended Amount
1		Add LT-1 Back into contract	\$1,722	\$1,722
1		Upgrade above table to LT-1BS	\$3,300	\$3,300
		Battery table with weight scale.		
* Plus any applicable sales taxes			* TOTAL	\$5,022.00

Thank you again for your valued business and we look forward to a long lasting mutually beneficial working relationship with you.

Sincerely,

Ron
 Ron Salvatore
 Matthews Cremation Division

Accepted by: *Brian C. Berry* Date: 10/30/18



EXHIBIT C

AMITY CONSTRUCTION CORP

24 Haviland Road Poughkeepsie, NY 12601
Phone (845) 471-9252 Fax (845) 452-2449
info@amityconstructioncorp.com

May 29, 2020

Poughkeepsie Rural Cemetery
342 South Avenue
Poughkeepsie, NY 12601

PROPOSAL

RE: Cremator Removal & Installation of New Unit

SCOPE OF WORK

Removal of Existing Unit

- Make provisions to remove the existing block wall, passageways etc. to accommodate the unit installation
- Build a temporary construction curtain during the construction process
- Disassemble the existing unit piece by piece by:
 - Disconnecting all electric and gas components
 - Removing all steel components off site
 - Removing stack
 - Removing fire brick and dumping onsite

Note:

Remove existing access door and partition wall and replace in kind after the unit is installed.
Remove a portion of the upper sheetrock soffit and replace when unit is in place.

New Unit Installation

- Follow manufacturers specs on all new installation procedures
- Unload unit outside of building with crane to accept delivery
- Move unit into building by use of steel plates, crane, rollers, dollies etc.
- Set unit in place and make sure unit is level (shim with steel wedges if needed)
- Anchor and lag cremator to the floor
- Hookup the Electric by following Manufacturers Schematics
- Hookup the gas following the gas flow installation schematic installing all valves and regulators etc.

Note:

An allowance of \$2,000 has been included in this bid for the hiring of Royal Crane to install the vent stack. Any adjustments will be made prior to the final payment being received.

AMITY CONSTRUCTION CORP

24 Haviland Road Poughkeepsie, NY 12601
Phone (845) 471-9252 Fax (845) 452-2449
info@amityconstructioncorp.com

May 29, 2020

Poughkeepsie Rural Cemetery
342 South Avenue
Poughkeepsie, NY 12601

NOTES Cont'd

The patching of relaying of new tile due to the difference in the unit size will also be performed on a time and materials basis

The electrical work (John Demichael) will be paid directly by the owner but will be coordinated by Amity Construction Corp

TOTAL CONTRACT PRICE:

\$67,320.00

Payment schedule as follows:

1st Payment \$22,440.00
Down Payment

1st PAID

CK#NO : 7334
AMOUNT: \$22,440.00
DATE: 6/3/2020 JPM 6/3/20

2nd Payment \$22,440.00

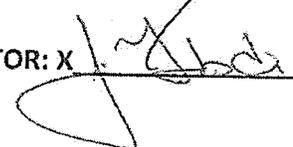
Set Unit in place and install electric and gas to the unit. Install Stack.

3rd Payment \$22,400.00

Install entrance door, complete contract as written.

AUTHORIZATION TO PROCEED:

CUSTOMER: X  Date: 6/1/20

CONTRACTOR: X  Date: 5/29/20

AMITY CONSTRUCTION CORP

24 Haviland Road Poughkeepsie, NY 12601

Phone (845) 471-9252 Fax (845) 452-2449

info@amityconstructioncorp.com

May 29, 2020

Poughkeepsie Rural Cemetery
342 South Avenue
Poughkeepsie, NY 12601

Assemble Stack following Manufacturers Penetration detail

Note:

Flashing around stock using roof tar and flashing (metal) will follow manufacturers specifications as per drawing number 09-006.

Repair or replace roof shingles where needed to match existing roof. Owner will supply shingles to Amity.

- Make all necessary fit ups to include the following:
 - (1) steel lintel or header over the new proposed door
 - Install (1) fire rated door frame and double entrance door with door handles on both sides
 - Install bottom door sash
 - Point up and caulk door jam and block joints
 - Paint block for a clean fresh finish
 - Install finished door hardware
- Clean entire building to eliminate dust and debris

NOTES:

Amity Construction will need the Manufacturer to sign off on all work and provide written documentation to state "All work is completed in compliance with the manufacturers specifications" prior to starting up the unit by a Factory representative. All fire brick will remain onsite and disposed of in a location decided by Brian Berryann. The entrance doors will be primed only. Painting of the doors will be done by others.

This proposal does not include any internet wiring to the unit

Price is based on installing the unit on a Saturday after 12:00 noon and completing the unit on Sunday all day.

All permits, inspections, signoffs, certifications are the sole responsibility of the owner.

Any floor tile damage due to the above-mentioned work will be repaired on a time and material basis as an additional cost to the owner.

AMITY CONSTRUCTION CORP

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info@amityconstructioncorp.com

August 7, 2020

Poughkeepsie Rural Cemetery
342 South Ave
Poughkeepsie, NY 12601

RE: Cremator Removal & Installation of New Unit
Cost Breakdown

The following Unit prices take in effect that a majority of this project will be done after business hours and on weekends. The project is also projected to be in steps which require additional mobilization and de-mobilization. The cost breakdown is as follows:

Cutting in door & installation of garage door	\$	8,500.00
Crane Allowance	\$	2,000.00
Plumbing - Gas Piping	\$	8,600.00
Electric - to be done by others	\$	-
Roofing fit up	\$	5,000.00
Demo of Unit	\$	7,500.00
Wall & facade removal & replacement	\$	3,360.00
Set up Coaster/Dolly rental & Set in place Unit	\$	8,750.00
Anchor & shim unit	\$	2,360.00
Lintel installation & Trim out of Door	\$	2,720.00
Point up Block, caulk & paint	\$	2,360.00
Cleaning of building	\$	1,340.00
Installation of Unit	\$	6,400.00
Demo, cleanup & dumpster	\$	3,360.00
Tile removal & floor leveling of hollow areas	\$	1,000.00
Profit & overhead including Supervision & Subcontractors	\$	<u>4,070.00</u>
	\$	67,320.00

Thank you

John Lombardi
845-249-5412