MISSION STATEMENT   The Mystic Art Association, Inc., operating under the trade name Mystic Arts Center, is an educational non-profit, non-stock corporation under the laws of the state of Connecticut. THE mission of the Mystic Arts Center is to foster the creation and to promote the understanding, appreciation, and enjoyment of the arts for the broad public. TO fulfill this mission we will: OPERATE and maintain galleries and studios to support exhibitions and broad-based arts education programs; PROMOTE and be a venue for sales of works of art for elected artist members and exhibiting artists; MAINTAIN a permanent collection of works by important regional artists; PROVIDE an understanding of the role of the arts in the enrichment of community life and cultural heritage; BE dedicated to standards of excellence.
A LETTER TO OUR MEMBERSHIP

Dear Members and Supporters,

Ninety-nine years ago, a small group of artists formed what is now known as the Mystic Arts Center (MAC). That was in 1913, and we are still here today in our beautiful gallery along the Mystic River. 2011 was a year filled with economic challenges for many, but as you will read in this report, MAC was successful in laying the groundwork for its future despite these challenges. There are many reasons for us to be optimistic!

With next year’s centennial in mind, the staff, Board of Directors and volunteers have been planning exciting ways to commemorate this amazing milestone. The completion of a major facility plan was one of our biggest accomplishments. After two years of surveys, focus groups, and consultants, the Strategic Planning Committee has completed preparations for MAC’s future physical and programmatic needs. Moving forward, we will hire an architect and begin creating a newly renovated MAC; we look forward to celebrating these changes with all of you.

We are hopeful that the changes we’ve made to the parking lot will help us manage this important asset. The parking lot has become a serious responsibility and after several years of studying the issue, the board felt it necessary to transition to an automated system. There have been some challenges, but we will continue to work with local merchants as well as the public to improve the system and make it more user-friendly.

Please read some of this year’s highlights and remember that it has taken all of you, with your enthusiasm and passion, to keep this organization going. The Mystic Arts Center’s upcoming centennial is a testament to your hard work and support. Thank you.

Warmest regards,

Karen Barthelson
Executive Director

On the cover: A Day In Noank, Katherine Forest, Wood block print, 1933, Jay Constantine Fund purchase
When I first started visiting Mystic on a regular basis 25 years ago, I wondered about that white clapboard building along the Mystic River. What is it? What goes on there? I was curious. Of course, there were good things going on in there for artists of the region, but I came to believe that the Mystic Arts Center was hiding its light under a bushel basket.

Over the last ten years, MAC has been transforming itself into a truly regional arts center that is a cultural hub for our region. We have increased MAC’s visibility in the community through creative and more aggressive marketing, expanded education outreach, innovative studio education and arts events, outdoor sculpture and much more. The installation of our new parking lot management system brought new awareness of MAC’s role and image in the community. We take this role very seriously and work hard to meet the needs of all who are affected by the changes we’ve implemented.

An important part of MAC’s growth is the evaluation of the facility itself. In 2011, we undertook an extensive study that analyzed the appearance and capacity of MAC’s building and grounds to support our vision of a vibrant, multi-faceted arts center. The results of this study and the positive response to it from our supporters and the community will be critical to MAC’s future as a vital cultural hub connecting community, creative expression and artistic heritage.

The arts bring a vitality to our community that contributes greatly to the quality of life of all who live and work here. Even as we celebrate our 100th anniversary next year, we must continue to dedicate ourselves to the future of MAC as an organization whose light shines brightly for all to see and enjoy.

Thank you.

Christine Grady
President
In 2011, over 900 artists showed their work in the twelve exhibitions gracing MAC’s galleries, not including the more than 1,000 young artists who participated in our annual Young At Art exhibition.

The theme of "fantasy" wove together featured artists such as Laura McCarty, whose invitational sculpture exhibition, Artifact, combined unusual materials and found objects with childhood themes. Jennifer Wheeler’s bright, large-scale paintings taunted viewers with unsettling worlds of childhood fantasy and placed first in the Regional Show. Artists from as far away as Alabama and California participated in Form & Fantasy, a diverse selection of contemporary art made with traditional, natural fiber and man-made materials.

The contributions of such talented artists encourages MAC to find new ways to display creativity and shine a light on those intimate moments artists share with the canvas.

2011 EXHIBITIONS

Juried Exhibitions

Precious Water  Co-Chairs: Del-Bourree Bach / Dennis Sirrine
Art Alfresco  Chair: David Madacsi
Connecticut Academy of Fine Arts 100th Annual Juried Exhibition
The 55th Regional  Co-Chairs: Maggi Ryan / Karin Forde Whittemore
Photo Show 33  Co-Chairs: Gae Melford / Karin Forde Whittemore
Form & Fantasy – Fiber  Chair: Gwen Basilica

Non-juried Exhibitions:

Young At Art  Chair: Amanda Oakes
Members Exhibition at MAC  Co-Chairs: Alison C. Ives / Sarah S. Lucas
The Elected Artists  Co-Chairs: Del-Bourree Bach / Dennis Sirrine
Holiday Fine Art & Gift Salon  Co-Chairs: Rita Dawley / Gretchen Higgins
Selections from the Permanent Collection
Invitational Exhibitions

Artifact, a solo exhibition by Laura C. McCarty

Jennifer Wheeler: Solo Exhibition (1st place winner of 54th Regional Show)

Artisan Guild Sale

Exhibition Committee

Chair: David Madacsi, Del-Bourree Bach, Gwen Basilica, Rita Dawley, Pamela Pike Gordinier, Gretchen G. Higgins, Alison C. Ives, Sarah Stifler Lucas, Dennis Sirrine, Karin Forde Whittemore

Sponsors


Jurors

Mary-Anne Hall, Curator of Education, Slater Memorial Museum (Young At Art)

Ihrie Means, Artist and Professor of Art, Quinnipiac University (Precious Water)

Don Woodford, Artist and retired Professor of Art, California State University, San Bernardino (Regional Show)

Miriam Scherer, Fiber artist and lecturer in MFA program at Columbia College in Chicago (Form & Fantasy)

Michael Melford, Photographer for National Geographic Traveler Magazine (Photo 33)

Elected Artists

We congratulate the following artists who attained the distinction of Elected Artist Member in 2011:

William V. Abrt, Mystic, CT; Teri Banas, Mystic, CT; Jean Dalton, Glastonbury, CT; Mark Dixon, Old Lyme, CT; Elin Dolle, Deep River, CT; Ted Genard, Uncasville, CT; Judith Flora, Mystic, CT; S. Chandler Kissell, Mystic, CT; Linda Lancz, Norwich, CT; Maggie McDonough, West Hartford, CT; Jeanette Morse, Mystic, CT; Julia Pavone, Old Lyme, CT; Jerry Reed, Essex, CT; Norman Smith, Groton, CT; Beth Sullivan, Stonington, CT; Linda Talerico, Stonington, CT
Permanent Collection

The Mystic Arts Center's permanent collection—consisting of over 250 works of art—keeps us connected to our historic beginnings, which began in 1913 when MAC was only a small settlement of artists who were inspired by Mystic's beautiful landscape and a passion to create.

Selections of these works are exhibited year-round in the Schuster Gallery. It is our privilege to steward this historic collection and the rich breadth of work added to it by our current artists. In 2011, we continued to catalogue MAC's archives with a data base created just for the Permanent Collection. We thank our dedicated archive volunteers: Lois Constantine; Barbara Nelson; Alison Ives and Dorothy Eames for their diligence and time.

We were also fortunate to add eighteen new acquisitions to our archival collections. Thank you to the donors below who have entrusted the care of such works of art to us.

Portfolio of sketches by Gladys Bates donated by Bruce Blye

Lorinda Dudley paintings (7) donated by John Sanquedolce:
Four oils on linen:
Rocks in Front of MAC Gallery Yard, New London Road, Still Life with Vase,
Trees on Pequot Avenue, Mystic, CT
Three watercolors:
Flowers with Shed on New London Road; Mystic River with Pilings; Italian Coast

Otto E. Liebig watercolors (2) donated by Marco Liebig and family:
Amado Arizona, 1998; Port of De Spain, Trinidad, 1942; Universal Soldier,
Del-Bourree Bach, acrylic, 2001, donated by the artist; Swans at Quiambaug,
Julian Joseph, watercolor, donated by Margorie D. and Andrew J. Ciminera

Peter A. Juley Photos (7) of the MAA galleries c. 1935 donated by Steven Olmstead

Two pieces were purchased for the collection with money from the Jay Constantine Permanent Collection fund:
New Yorker Cover, August, 11, 1951, with Garrett Price image of The MAA
Hanging Crew; A Day in Noank, Katherine Forest, wood block print, 1933
“The artist is not a special kind of person, rather each person is a special kind of artist.” ~ Ananda Coomaraswamy

Inside all of us is an artist waiting to be discovered, nurtured, and connected with a wider community of creative types. In 2011, our education programs continued to serve a range of people, from those who were comfortable facing a blank canvas to those self-proclaimed “non-artists” who were anxious just holding a paint brush.

In all, 788 children and adults enrolled in studio art classes. Studio Art Education, our longest running program, saw improvements to the facility, changes in curriculum, and guest appearances from master-level teachers. For the first time in our curriculum, we were able to offer classes in print-making, the newest drawing craze “Zentangle,” and expressive art for healing. In the fall, we introduced a series targeting teens that assisted them with portfolio preparation, as well as a new toddler class, Art Start.

Five thousand nine hundred twenty-nine people of all ages engaged with the Mystic Arts Center through education programs and events throughout the year. While this represents a drop from the previous year, a 12% increase was seen in Outreach Programs: almost 1600 students and teachers toured the galleries, earned professional development credits, and made art in our studios and their own classrooms. Although tuition was down, grants supporting Outreach increased this year by 28%.

New education staff and teachers joined the team in 2011. Cherie’lin Toporowski took the position of Assistant Educator for Studio Programs, having recently completed her studies for a Masters in Arts Administration. In adult studio instruction, we welcomed Carol Dunn, Adam Nowakowski and Lili Yang. In the Children's and Outreach Programs, we welcomed Diane Gallo, Gretchen Lally and Sally Motycka. Summer Intern, Tracey Young, was essential to activities in the Development Department and a key contributor to the Off the Wall event. We said farewell to Assistant Educator, Sica Nielsen and faculty Audrey Jacob.

MAC’s Education Outreach Programs spanned 12 regional towns. The majority of students came from schools in New London and Groton (34% each of total attendance) where we cultivated existing and new relationships with schools and educational organizations. Our attendance to Field Trips increased in 2011. 706 individuals participated in classroom
Field Trips, discussing artworks in the galleries, making connections to their own experiences and creating original artwork in the studios. 870 participants were involved in our off-site presentation, Art in a Box. To help in the education of homeschooled children, we introduced our monthly Homeschool series.

Last year, our goal of funding summer camps was met for the first time ever by a grant from Pfizer. Scholarship funds increased by 50%. Grants earned for Outreach Programs increased 28% over 2010 grants. The goal for funding public programs with grants was exceeded in 2011.

MAC’s partnership with the Aquarium, the Denison Pequotsepos Nature Center and Kidfilmmakers enlivened Summer Camps with cross-disciplinary lessons. Our partnership with the regional Draw On program extended MAC’s reach across New England audiences. Our partnership with afterschool education programs at New London Youth Affairs, S.T.E.P.S and the new Marine Sciences Magnet School, extended the time a young person could be involved in constructive activity within a safe environment.

MAC’s success stories far outweigh the challenges this year. Based on what we hear the community saying about education programs, it was a great year at MAC!
“Your willingness to open the Mystic Arts Center to the community was the best example of combining Mystic’s finest resources for the good of all. You have a beautiful facility. Thank you all for giving everyone this extraordinary opportunity.” – Melinda Carlisle, Co-Chair “Sail the Morgan”

Mystic Arts Center’s events in 2011 not only diversified its audience, but collaborative activities with other local art groups increased visitation to our galleries. Our efforts to reach the community brought back support from returning sponsors and we firmed up plans for our Centennial Celebration in 2013, which will include a historic monument along the Mystic River.

We added hands-on activities, like bubble blowing and chalk art, to the mix of live art and music at our popular Art After Dark summer series, attracting more families to MAC. Mystic Art in the Evening corralled people to stroll the active art scene in downtown Mystic every month and made our galleries accessible during evening hours. Several artists gave talks and demonstrations. Judy Preston, local artist and Outreach Coordinator for the Long Island Sound Study, spoke about the diverse forms of life that water supports as guests listened in the Precious Water exhibition gallery. Virginia Fitzgerald trained local art teachers in her fiber art processes.

MAC received support from returning exhibition sponsors, such as, Washington Trust, Canning-Bergendahl Group, Chelsea Groton, Smith Insurance, ABC Photo, Steamboat Inn & the Family of Lil Maxwell, Historic Mystic and Waterford Hotel Group. We also welcomed new exhibition sponsors Aquarion Water and Dominion Nuclear.

A new Development Committee formed in February to help MAC achieve its fundraising goals. Members of the committee included: Peter Stuart (Chair); Pamela Avis; Bruce Berlow; Graham Gavert; Sandy Halsey; and David Zuckerbraun. The Annual Appeal was mailed out in September. It raised $24,697, which was $1,590 more than our 2010 Annual Appeal, but less than our goal of $28,334.

MAC received a $5,000 grant from the Connecticut Commission on Culture and Tourism for the Poetry of The Wild project, a two year interactive art exhibit combining poetry, visual art and nature observation,
overseen by artist Ana Flores. She also organized the installation of two poetry boxes at MAC during the outdoor sculpture exhibit in June.

Three hundred people attended our Off The Wall fundraiser in July. Co-chair Susan Adam, owner of Gira! Events & Florals, adorned the galleries with beautiful lemon-yellow flower arrangements. Guests bid on artwork in support of MAC and its programs, raising a total of $31,504. Special thanks to co-chair Ana Schneider and committee member Courtney Moore, along with the many sponsors, donors, volunteers, and of course the hard working staff, for making this event possible. Thank you, also, to the Park family of Stonington (Gray, Howard, Rieta and Rebecca Park Farr), who each donated an original painting for the raffle.

In September, we launched the 2013 Centennial Brick Walkway Fundraiser to raise funds for a paved, 1,000-square foot riverfront walkway along the Mystic River. Personalized clay bricks available for purchase online at MAC’s website will line the monument commemorating MAC’s 100 years in the community.

In 2011, the Marketing Department produced 4 quarterly newsletters, distributing over 5600 to our membership and throughout the community, 1000 facility rental brochures, 2000 summer camp brochures, 2000 spring program postcards, as well as, flyers promoting cultural and studio events at MAC. New materials created in 2011 included a new road sign promoting art classes, 1000 education outreach brochures and 1000 rack cards promoting birthday parties at MAC.
The broad economic backdrop of 2011 presented an exceptionally challenging operating environment for the Mystic Arts Center. Despite these challenges, MAC undertook various initiatives to set itself on firmer footing well into the future and to improve financial performance over the longer term. These initiatives included restructuring staff positions, developing a new, long-term site plan, planning for the upcoming observation of our centennial in 2013, realigning class offerings, undertaking a brick walkway fundraiser and increasing marketing for facility rental.

The Board of Directors and staff managed expenses well in the shorter term and kept overall expenses to a less than 3% increase over the prior year. Some of these expenses were comprised of funding improvements that will continue to pay dividends well into the future, as outlined below. The resulting shortfall of revenues relative to expenses was funded through prior year’s surpluses. Subsequently, cash and cash equivalents declined to $111,578 from $213,349 the prior year which, while significantly lower, still provided for ample liquidity for day to day operating needs.

Last year’s drawbacks were most evident in our operating revenue sources. Rental and other operating income was down 13%, Education was down nearly 17%, Membership was down 12%, Fundraising (largely comprised of events) was down 14% and, perhaps most telling of the economic operating environment, Exhibition income was down 27%. There were however, some bright spots on the revenue side. Parking revenue was up 5%, the Annual Appeal was up by 7% and Contributions and Grants were up 27%.

A look at Total Support and Revenue showed a decline of over 20% for 2011. While the loss in Total Support and Revenue seemed significant, it was largely immaterial to our day to day cash flow. Roughly 2/3 of this number is attributable to modest unrealized losses on investments in 2011 versus significant unrealized gains in the prior year. MAC’s endowment stood at $1,092,850, which was down approximately 2% from the prior year after accounting for withdrawals. Our endowment spending rule was based on an average balance and, due to market volatility, our investment income was down 12%, significantly more than overall annual performance would indicate.

Our most important initiative by far, however, was undertaking a review
and modernization of our parking operations. While this proved to be exceptionally challenging for the Board and staff, as well as for many users of the facility, we believed that, with continued refinement, we would achieve a much more user-friendly operation that will yield significantly improved financial results for years to come.

While 2011 was a challenging year, we believe that we are exceptionally well positioned for the future.

Respectfully Submitted,

Bill Middleton

Treasurer
THE MYSTIC ART ASSOCIATION, INC.
STATEMENT OF FINANCIAL POSITION
FOR THE YEAR ENDED DECEMBER 31, 2011
WITH COMPARATIVE TOTALS FOR 2010

ASSETS

<table>
<thead>
<tr>
<th></th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>CURRENT ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash and cash equivalents</td>
<td>111,578</td>
<td>213,349</td>
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<tr>
<td>Account receivable</td>
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<tr>
<td>Prepaid expenses</td>
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<td>2,953</td>
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<td>Art inventory and sculptures</td>
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<td>29,035</td>
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<td><strong>TOTAL CURRENT ASSETS</strong></td>
<td>142,878</td>
<td>247,079</td>
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<td><strong>PROPERTY AND EQUIPMENT</strong></td>
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<tr>
<td>Land</td>
<td>10,000</td>
<td>10,000</td>
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<tr>
<td>Building and improvements</td>
<td>1,110,473</td>
<td>971,278</td>
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<tr>
<td>Furniture and equipment</td>
<td>83,737</td>
<td>80,057</td>
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<tr>
<td><strong>Less: accumulated depreciation</strong></td>
<td>(481,017)</td>
<td>(439,241)</td>
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<tr>
<td><strong>NET PROPERTY AND EQUIPMENT</strong></td>
<td>723,193</td>
<td>622,094</td>
</tr>
<tr>
<td><strong>OTHER ASSETS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Beneficial interest in assets held by Community Foundation</td>
<td>27,015</td>
<td>28,038</td>
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<tr>
<td>Permanent art collection</td>
<td>487,990</td>
<td>469,600</td>
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<tr>
<td>Investments</td>
<td>1,092,850</td>
<td>1,148,853</td>
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<tr>
<td><strong>TOTAL OTHER ASSETS</strong></td>
<td>1,607,855</td>
<td>1,646,491</td>
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<tr>
<td><strong>TOTAL ASSETS</strong></td>
<td>$2,473,926</td>
<td>$2,515,664</td>
</tr>
</tbody>
</table>

LIABILITIES AND NET ASSETS

|                                |         |          |
| CURRENT LIABILITIES            |         |          |
| Current portion of note payable | 22,439  | $ -      |
| Accounts payable               | 14,915  | 50,874   |
| Deferred revenue               | 3,332   | 11,192   |
| Security deposits              | 10,273  | 6,525    |
| Accrued wages                  | 3,660   | 3,630    |
| **TOTAL CURRENT LIABILITIES**  | 54,621  | 72,221   |

LONG TERM LIABILITIES

|                                |         |          |
| Note payable (net of current portion) | 81,368 | $ - |
| **TOTAL LIABILITIES**           | 135,989 | 72,221   |

NET ASSETS

|                                |         |          |
| Unrestricted                   | 1,471,560| 1,527,103 |
| Temporarily restricted          | 246,430 | 141,813  |
| Permanently restricted          | 619,947 | 774,527  |
| **TOTAL NET ASSETS**           | 2,337,937 | 2,443,443 |

**TOTAL LIABILITIES AND NET ASSETS**

|                                | $2,473,926 | $2,515,664 |

DOHERTY, BEALS & BANKS, P.C.
# THE MYSTIC ART ASSOCIATION, INC.
## STATEMENT OF ACTIVITIES
### FOR THE YEAR ENDED DECEMBER 31, 2011
### WITH COMPARATIVE TOTALS FOR 2010

<table>
<thead>
<tr>
<th>SUPPORT AND REVENUE</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rental and other operating income</td>
<td>$151,415</td>
<td>$89,663</td>
<td>$241,078</td>
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<tr>
<td>Contributions and grants</td>
<td>58,911</td>
<td>28,752</td>
<td>87,663</td>
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<td>Parking revenue</td>
<td>161,576</td>
<td>154,245</td>
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<tr>
<td>Education program tuition and fees</td>
<td>59,349</td>
<td>40,537</td>
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<tr>
<td>Membership dues</td>
<td>35,789</td>
<td>31,849</td>
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<tr>
<td>Annual appeal</td>
<td>24,697</td>
<td>23,107</td>
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<tr>
<td>Fund-raising</td>
<td>47,052</td>
<td>54,551</td>
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</tr>
<tr>
<td>Exhibition income</td>
<td>59,355</td>
<td>81,405</td>
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<tr>
<td>Investment income</td>
<td>12,564</td>
<td>36,033</td>
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<tr>
<td>Unrealized gains (losses) on investments</td>
<td>(28,683)</td>
<td>(28,683)</td>
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<tr>
<td>Realized gains (losses) on investments</td>
<td>(4,533)</td>
<td>3,178</td>
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<tr>
<td>In-kind services</td>
<td>10,102</td>
<td>15,170</td>
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<tr>
<td>In-kind contributions</td>
<td>16,075</td>
<td>13,000</td>
<td></td>
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<tr>
<td>Net assets released from program restrictions</td>
<td>25,224</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL SUPPORT AND REVENUE</strong></td>
<td><strong>628,893</strong></td>
<td><strong>2,000</strong></td>
<td><strong>630,893</strong></td>
</tr>
</tbody>
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<table>
<thead>
<tr>
<th>EXPENSES</th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Salaries</td>
<td>349,495</td>
<td>309,245</td>
<td></td>
</tr>
<tr>
<td>Payroll taxes</td>
<td>28,962</td>
<td>23,781</td>
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</tr>
<tr>
<td>Employee benefits</td>
<td>33,341</td>
<td>24,071</td>
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<tr>
<td>Instructors</td>
<td>30,630</td>
<td>35,275</td>
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<tr>
<td>Professional fees</td>
<td>18,196</td>
<td>19,344</td>
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<tr>
<td>Repairs and maintenance</td>
<td>25,871</td>
<td>28,647</td>
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<tr>
<td>Office supplies</td>
<td>18,313</td>
<td>21,431</td>
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<tr>
<td>Postage</td>
<td>1,548</td>
<td>1,431</td>
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<tr>
<td>Utilities</td>
<td>25,833</td>
<td>27,619</td>
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<tr>
<td>Telephone</td>
<td>3,435</td>
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<tr>
<td>Property management</td>
<td>30,122</td>
<td>54,958</td>
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<tr>
<td>Property and local taxes</td>
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<tr>
<td>Insurance</td>
<td>10,246</td>
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<tr>
<td>Exhibitions costs</td>
<td>42,552</td>
<td>53,977</td>
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<tr>
<td>Bank and payroll fees</td>
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<tr>
<td>Advertising</td>
<td>7,600</td>
<td>19,623</td>
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<tr>
<td>Parking lot automation expenses</td>
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<td>11,696</td>
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<tr>
<td>Miscellaneous</td>
<td>5,355</td>
<td>5,238</td>
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<tr>
<td>Event expense</td>
<td>36,389</td>
<td>35,783</td>
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<tr>
<td>Interest expense</td>
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<td>4,126</td>
<td></td>
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<tr>
<td>Investment fees</td>
<td>10,440</td>
<td>9,999</td>
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<tr>
<td>Transportation</td>
<td>414</td>
<td>854</td>
<td></td>
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<tr>
<td>Depreciation expense</td>
<td>41,776</td>
<td>33,178</td>
<td></td>
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<tr>
<td><strong>TOTAL EXPENSES</strong></td>
<td><strong>759,232</strong></td>
<td><strong>737,614</strong></td>
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<table>
<thead>
<tr>
<th>CHANGE IN NET ASSETS (Restated)</th>
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<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(130,339)</td>
<td>223,597</td>
<td>2,000</td>
<td>(105,506)</td>
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<tr>
<td><strong>NET ASSETS - BEGINNING (Restated)</strong></td>
<td><strong>1,601,899</strong></td>
<td><strong>617,947</strong></td>
<td><strong>2,443,443</strong></td>
</tr>
</tbody>
</table>

| NET ASSETS - ENDING                       | **1,471,560**           | **619,947**             | **2,443,443** |

DOHERTY, BEALS & BANKS, P.C.
THE MYSTIC ART ASSOCIATION, INC.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2011
WITH COMPARATIVE TOTALS FOR 2010

<table>
<thead>
<tr>
<th>CASH FLOWS FROM OPERATING ACTIVITIES</th>
<th>2011</th>
<th>2010</th>
</tr>
</thead>
<tbody>
<tr>
<td>Change in net assets</td>
<td>$(105,506)</td>
<td>$89,095</td>
</tr>
<tr>
<td>Adjustments to reconcile change in net assets to net cash provided (used) by operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Depreciation</td>
<td>41,776</td>
<td>33,178</td>
</tr>
<tr>
<td>Realized (gains) losses on investments</td>
<td>4,533</td>
<td>(3,178)</td>
</tr>
<tr>
<td>Unrealized (gains) losses on investments</td>
<td>28,685</td>
<td>(92,058)</td>
</tr>
<tr>
<td>Non-cash donations</td>
<td>(16,075)</td>
<td>(13,000)</td>
</tr>
<tr>
<td>(Increase) decrease in:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accounts receivable</td>
<td>1,742</td>
<td>(1,742)</td>
</tr>
<tr>
<td>Pledges receivable</td>
<td>-</td>
<td>2,000</td>
</tr>
<tr>
<td>Prepaid expenses</td>
<td>688</td>
<td>(799)</td>
</tr>
<tr>
<td>Art inventory and sculptures</td>
<td>-</td>
<td>1,666</td>
</tr>
<tr>
<td>Increase (decrease) in:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Accounts payable</td>
<td>(35,959)</td>
<td>44,285</td>
</tr>
<tr>
<td>Deferred revenue</td>
<td>(7,860)</td>
<td>11,192</td>
</tr>
<tr>
<td>Security deposits</td>
<td>3,750</td>
<td>(2,615)</td>
</tr>
<tr>
<td>Accrued wages</td>
<td>30</td>
<td>1,778</td>
</tr>
<tr>
<td><strong>NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES</strong></td>
<td>$(84,198)</td>
<td>69,802</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CASH FLOWS FROM INVESTING ACTIVITIES</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Improvements to building</td>
<td>(139,195)</td>
<td>(32,332)</td>
</tr>
<tr>
<td>Purchase of furniture and equipment</td>
<td>(3,680)</td>
<td>(2,810)</td>
</tr>
<tr>
<td>Purchase for permanent art collection</td>
<td>(2,315)</td>
<td>-</td>
</tr>
<tr>
<td>Sale of marketable securities</td>
<td>35,300</td>
<td>467,544</td>
</tr>
<tr>
<td>Purchase of marketable securities</td>
<td>(11,491)</td>
<td>(481,256)</td>
</tr>
<tr>
<td><strong>NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES</strong></td>
<td>$(121,381)</td>
<td>$(48,854)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CASH FLOWS FROM FINANCING ACTIVITIES</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Proceeds from note payable</td>
<td>120,000</td>
<td>-</td>
</tr>
<tr>
<td>Payments on note payable</td>
<td>(16,192)</td>
<td>-</td>
</tr>
<tr>
<td><strong>NET CASH PROVIDED (USED) BY FINANCING ACTIVITIES</strong></td>
<td>103,808</td>
<td>-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CHANGE IN CASH AND CASH EQUIVALENTS</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>(101,771)</td>
<td>20,948</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>CASH AND CASH EQUIVALENTS - BEGINNING</th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>213,349</td>
<td>192,401</td>
<td></td>
</tr>
</tbody>
</table>

| CASH AND CASH EQUIVALENTS - ENDING   | $111,578 | $213,349 |

<table>
<thead>
<tr>
<th>SUPPLEMENTAL DISCLOSURES OF NONCASH INVESTING AND FINANCING ACTIVITIES</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Organization received donations to their permanent art collection valued at</td>
</tr>
<tr>
<td>$13,000 $13,000</td>
</tr>
</tbody>
</table>

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Bianca Terranova
Delphine Thomas
Pam Thompson
Barbara Timken
and Todd O'Donnell
William Topkin
Frances Topping
Peggy and Richard Traskos
Melanie Travers
Alyce Trebra
Roger Tremblay
Irene Trimble
Beth Troeger
Yena Turco
Michele Tycz
Betty Tyalka
Elizabeth Tyler
Gail Tyler
Peter Tytla
Nell Udo
United Way of Southeastern CT
Jeanette and John Upholz
Tanya Vabalas and George Deep
Myra van Den Burg
Lissa van Dyke
Joan Van Tienen
Adelaide S. Van Winkle
Elizabeth and Daniel Van Winkle
Susan C. Van Winkle
Melissa and Daniel Verdier
Susan Vincent
Ashley Vivenzio
Mary Vona
Norma Vyse
Nelson Ward
Melanie Watrous
Carol and Steve Watson
Jennifer L. Welch
Margaret Welsh
Mrs. Royal C. Werner
Sheila Wertheimer
Chet White
Jacqueline White
Margaret B. White
Maryse Wicker
Ann Wildey
Sylvia Williams-Lapides
Karen Willis
Donna Williston – Finer Line Gallery
Cindy Horovitz Wilson
Dottie and Dick Wilson
Gayle and Tom Wilson
Millie Wiskari
Barbara Young
Gardner Young
Pamela Zagarenski and Martha Hug
Carol Zamcheck
Diane Zibell
Donna Zieky
ELECTED ARTIST MEMBERSHIP

We are grateful to the Mystic Arts Center Elected Artists, who provide their support, kinship and inspired artwork. To become an Elected Artist, one is accepted into four juried exhibitions within a twenty-four month period and currently holds an elected artist membership. Congratulations to all for this noteworthy accomplishment.

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<tr>
<th>William Abt *</th>
<th>Kimberly Charles</th>
<th>Harvey Fuller</th>
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<tr>
<td>Bob Adam</td>
<td>Leon Chmielewski</td>
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<td>Denette Dasinger</td>
<td>Eric Hovermale</td>
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<td>Janice DiBattista</td>
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<td>Mary V. Leonard †</td>
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<td>LCDR Donald A. Cameron</td>
<td>Judith Flora *</td>
<td>John Leuba</td>
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<td>Lucien Flotte</td>
<td>Charles P. Liguori</td>
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<td>Amy Foster</td>
<td>Gigi Horr Liverant</td>
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<td>Joanna Case</td>
<td>Gloria Fowler</td>
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<td>Sharyne Cerullo</td>
<td>Jim Friedlander</td>
<td>Sarah Stifler Lucas</td>
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Heather Lusk  
David Madacsi  
Barbara Maiser  
Nell Manolakos  
Donna Martell  
Karen Maynard  
Betty Mazzone  
Michael Mazzone  
Charles McCaughtry  
Bruce A. McDermott  
Maggie McDonough  
Sharon McKain  
Lynda Wesley McLaughlin  
Muriel Miller  
Ariel Mitchell  
Timothy Mockler  
Christina Morse  
Jeannette Morse  
Eileen McCárney Muldoon  
Karen Neff  
Linda Bull Neilan  
Pamela J. Nelson  
Frank T. Novack  
Fran Oat  
John Oat  
Marian O'Connell  
Robert O'Connor  
Trish Elwood O'Day  
Les Olin  
Bjorn Olson  
Dorothy Paige  
Susan Parish  
Mark Patnode  
Julia Pavone  
Eleanor Phillips  
Jacqueline Phillips  
Anne B. Pierson, MD  
M.A. Podolak  
Maryann Read  
Jerry Reed  
Carl S. Richards  
Jean D. Ridall  
Carol Ridgway

Muriel Roberts  
Joan B. Ross  
Dean Rupp  
Kirk Russell  
Howard Russ  
Maggi Ryan  
Susan Pfeifer Scala  
JoAnne G. Scavetta  
Lucy Sceery  
Robert Scutt  
Anne Sergeant  
Janet Shafner  
Hiroko Shikashio  
Gabrielle Simmons  
Dennis Sirrine  
Helen Wade Smith  
Mary Burk Smith  
Norman L. Smith  
Emil Soderberg  
Ken Steinkamp  
Mary Anne Stets  
J. Susan Cole Stone  
Susan Struck  
Mara Beckwith  
Beth Sullivan  
Ruth Sussler  
Linda Talerico  
Paula Fi Thompson  
Peggy Traskos  
Alyce Trebra  
Peter Tytla  
Jean Valentine  
Susan C. Van Winkle  
Rosalie Varisco  
Melissa Verdier  
Mary Vona  
Lynn F. Walker  
Chipp Davis Wells  
Jacqueline White  
Margaret B. White  
Karin Forde Whittemore  
Karen Willis  
Cindy Horovitz Wilson

Honorary Members

Beonne Boronda fibr
James C. Burbank
Marjorie Ciminera
Katherine Tod Johnstone fibr
Willa T. Schuster
Otto E. Liebig fibr
Nancy Horn Soderberg fibr
Paul Lowell White fibr

† Deceased
* New in 2011
Mystic Arts Center would like to acknowledge Honorary Member, Willa T. Schuster, whose dedication to MAC has spanned much of her lifetime. The contributions of Willa and her family helped MAC build the Schuster Gallery, where selections of its permanent collection are displayed and a handicap ramp provides disabled visitors access into the adjoining Liebig Gallery. Schuster, a native of Mystic, Connecticut and a graduate of Connecticut College, served on numerous MAC committees, including: Public Relations; Long Range Planning and Permanent Collection; and Sales & Marketing, before becoming Board President in 1998. Willa’s sharp intellect and reassuring demeanor has taken the MAC through many changes over the years as she has continued to contribute and make an impact on MAC. We are most grateful for her lifelong friendship and support.

Willa T. Schuster (top, center) with the Soderberg family and friends during Mystic Art Association’s “Nursery Rhymes Ball” in 1948