OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION - NOT-FOR-PROFIT)

FINANCIAL STATEMENTS FOR THE FOR THE YEAR ENDED DECEMBER 31, 2008

(Together with Independent Auditor's Report)

OPERATION STAND DOWN NASHVILLE, INC.

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the accompanying statement of financial position of Operation Stand Down Nashville, Inc. (a Tennessee Corporation - Not For Profit) as of December 31, 2008 and the related statements of activities and changes in net assets, functional expenses, and statement of cash flows for the year then ended. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Governmental Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly in all material respects, the financial position of Operation Stand Down Nashville, Inc. as of December 31, 2008, and the results of its operations and changes in net assets and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, I have also issued a report dated January 22, 2009, on my consideration of Operation Stand Down Nashville, Inc.'s internal control over financial reporting and my tests of its compliance with certain provisions of laws, regulations, contacts and grants.

My audit was conducted for the purpose of forming an opinion on the financial statements referred to above taken as a whole. The schedule of support and revenue is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

January 22, 2009

DAVID P. GUENTHER

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2008

ASSETS

Current assets:		
Cash on hand and in banks	\$	117,416
Grant funds receivable		38,068
Prepaid expenses		1,650
Total current assets	\$	157,134
Fixed assets:		
Land	\$	75,650
Buildings and improvements		907,867
Equipment & furniture		92,259
Vehicles		62,760
	\$	1,138,536
Less: Accumulated depreciation	_	320,969
Total fixed assets	\$_	817,567
Total assets	\$_	974,701

LIABILITIES AND NET ASSETS

\$	382,295
	5,124
	6,916
\$_	394,335
\$	62,231
\$_	62,231
\$	502,130
	16,005
\$_	518,135
\$_	974,701
	\$ \$ \$. \$

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEAR ENDED DECEMBER 31, 2008

	Total			Unrestricted	
Public support and revenue:					
Public support:					
Contributions	\$	217,574	\$	143,110	
Federal grants		808,635		808,635	
United Way		11,973	_	11,973	
Total public support	\$	1,038,182	\$_	963,718	
Revenue:					
Contract income	\$	12,188	\$	12,188	
Annual event		30,169		30,169	
Client fees		50,769		50,769	
Total revenues	\$	93,126	\$	93,126	
Total public support and revenue	\$	1,131,308	\$_	1,056,844	
Net assets released from restriction	\$	-	\$	137,549	
Expenses:					
Program services	\$	1,085,000	\$	1,085,000	
Management & general		40,095		40,095	
Fund raising		97,326		97,326	
Total expenses	\$_	1,222,421	\$	1,222,421	
Decrease in net assets	\$	(91,113)	\$	(28,028)	
Net assets, December 31, 2007		609,248	_	530,158	
Net assets, December 31, 2008	\$_	518,135	\$	502,130	

Temporarily Restricted

\$ 74,464 -

\$ 74,464

\$ -

-

\$ -

\$ 74,464

\$ (137,549)

\$ -

-

\$ -

\$ (63,085)

79,090

\$_____16,005

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) SCHEDULE OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2008

		PROGRAM SERVICES	NAGEMENT GENERAL		FUND RAISING		TOTAL ALL PROGRAMS
Compensation expense:							
Salaries	\$	558,714	\$ 27,420	\$	52,286	\$	638,420
Employee benefits		12,028					12,028
Payroll taxes		41,880	2,119		4,072		48,071
Total compensation expense	\$_	612,622	\$ 29,539	\$_	56,358	\$_	698,519
Other expenses:							
Assistance to clients	\$	96,256	\$	\$	-	\$	96,256
Dues & subscriptions		865	20		-		885
Depreciation		66,424	405		502		67,331
Event expense		57,177					57,177
Insurance		22,145	1,696		1,034		24,875
Interest		27,776	2,351				30,127
Miscellaneous		7,472	479				7,951
Occupancy expense		113,104	96		96		113,296
Professional fees		4,000	1,495		35,353		40,848
Staff training		10,291	1,317				11,608
Supplies and general		39,784	1,564		2,999		44,347
Telephone		11,786	984		984		13,754
Travel		15,298	149				15,447
Total other expenses	\$_	472,378	\$ 10,556	\$_	40,968	\$_	523,902
Total expenses	\$_	1,085,000	\$ 40,095	\$_	97,326	\$_	1,222,421

The accompanying notes to financial statements are an integral part of this statement.

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION FOR NOT PROFIT) STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2008

Cash flows from operating activities:

Change in net assets	\$	(91,113)
Adjustments to reconcile change in net assets to net cash used by operating activities:		
Depreciation		67,331
Decrease in accounts receivable		19,400
Increase in grant funds receivable		(905)
Decrease in prepaid expenses		7,850
Decrease in accounts payable		(822)
Decrease in accrued compensation	_	(13,631)
Net cash used by operating activities	\$_	(11,890)
Cash flows from financing activities:		
Repayment of line of credit	\$	(11,872)
Repayment of loans from banks	_	(15,790)
Net cash used by financing activities	\$_	(27,662)
Cash flows from investing activities:		
Purchase of property and equipment	\$_	(11,943)
Net cash used by investing activities	\$_	(11,943)
Net decrease in cash	\$	(E4 40E)
Cash, beginning of period	Þ	(51,495) 168,911
oash, beginning or period		100,311
Cash, end of period	\$_	117,416
Supplemental information:		
Cash paid for interest expense	\$_	30,127

The accompanying notes to financial statements are an integral part of this statement.

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) SCHEDULE OF SUPPORT AND REVENUE FOR THE YEAR ENDED DECEMBER 31, 2008

U.S. Department of Veterans Affairs	\$	446,024
U.S. Department of Labor		295,500
U.S. Department of Housing and Urban Development		55,000
United Way		11,973
Federal Emergency Management Agency		12,111
Metropolitan Nashville Development and Housing Agency		12,188
Contributions and assessments from:		
Designated account		74,464
Annual OSDN event		30,169
Client fees		50,769
Other monetary contributions		84,774
Other nonmonetary contributions		58,336
	\$ <u>1</u>	,131,308

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2008

(1) ACCOUNTING POLICIES:

<u>Standards of Accounting and Financial Reporting</u> – The Agency follows the standards of accounting and financial reporting as reflected in the AICPA Audit and Accounting Guide *Not-for-Profit Organizations*.

In accordance with these standards, all expenses are allocated into functional categories, dependent upon the ultimate purpose of the expenditure.

<u>Fixed Assets</u> – Land, buildings, and equipment are stated at cost. Depreciation of fixed assets is calculated by the straight-line method over the estimated useful lives of the assets. Donated fixed assets are recorded at their fair market value at the date of donation.

<u>Estimates</u> – The preparation of financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

(2) ORGANIZATION & GENERAL:

Operation Stand Down Nashville, Inc., (The Agency) was formed to assist military veterans in need of employment, medical treatment, legal assistance, sleeping quarters and other services from community and social service agencies.

(3) TAX STATUS:

The Agency is a nonprofit organization, exempt from income tax under Section 501 (c) 3 of the U.S. Internal Revenue Code. Contributions to the Agency qualify for the 50 percent charitable contributions limitation.

(4) NOTES PAYABLE:

Notes payable as of December 31, 2008 were as follows:

	Current Portion	-	Non- Current Portion
Line of credit payable to Regions Bank, interest at prime (6% at December 31, 2008) secured by a second mortgage on real estate, subject to a maximum availability of \$50,000.	\$ 6,852	\$	-
Note payable to Regions Bank, 6.30%, due in monthly installments of \$3,157.88, including interest, through August, 2009, with a balloon payment of \$363,298 due September, 2009, secured by substantially all the agency's real estate	373,322		-
Note payable to Regions Bank, \$7,405 due in monthly installments of \$567.22 through September, 2010, with a balloon payment of \$60,548 due October, 2010, secured by real estate.	2,121		62,231_
	\$382,295	\$	62,231
Future maturities of notes payable are as follows:			
Year ended December 31,			
2009 \$	382,295		
2010	62,231		
2011	-		
2012	-		
2013 Thereafter	-		

The Regions Bank note due in September, 2009, is scheduled to renew for another 5 year period at the prevailing interest rate at that time.

(5) <u>SIGNIFICANT FUNDING SOURCES</u>:

Operation Stand Down Nashville, Inc., receives a major portion of its funds from Federal grants and contracts from independent agencies for the conduct of its programs. A major reduction of funds from one of the grantor agencies, should this occur, would have a material effect on the programs and the financial position of the Agency.

(6) <u>LEASES</u>:

The agency occupies office facilities under an agreement with Metropolitan Development and Housing Agency at a rate substantially less than the fair market rental value of the facilities. The amount of \$24,000 has been included in contribution income to represent the amount for which rents paid were less than the fair rental value of the property. This lease agreement expires April 30, 2009.

Subsequent to December 31, 2008, the Agency entered into a lease agreement for a new facility.

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REPORT ON COMPLIANCE AND ON INTERNAL CONTROL OVER FINANCIAL REPORTING BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the financial statements of Operation Stand Down Nashville, Inc. as of and for the year ended December 31, 2008, and have issued my report thereon dated January 22, 2009. I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Compliance

As part of obtaining reasonable assurance about whether Operation Stand Down Nashville, Inc. financial statements are free of material misstatement, I performed tests of its compliance with certain provisions of laws, regulations, contracts and grants, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of my audit and, accordingly, I do not express such an opinion. The results of my tests disclosed no instances of noncompliance that are required to be reported under Government Auditing Standards.

Internal Control Over Financial Reporting

In planning and performing my audit, I considered Operation Stand Down Nashville, Inc.'s internal control over financial reporting in order to determine my auditing procedures for the purpose of expressing my opinion on the financial statements and not to provide assurance on the internal control over financial reporting. My consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control over financial reporting

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that might be material weaknesses. A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements in amount that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. I noted no matters involving the internal control over financial reporting and its operation that I consider to be material weaknesses.

This report is intended for the information of the Board of Directors, management and federal awarding agencies. However, this report is a matter of public record and its distribution is not limited.

January 22, 2009

DAVID P. GUENTHER