AUTISM FOUNDATION OF TENNESSEE, INC.

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Independent Auditor's Report

The Board of Directors Autism Foundation of Tennessee, Inc. Nashville, Tennessee

We have audited the accompanying financial statements of the Autism Foundation of Tennessee (a Tennessee not-for-profit corporation), which comprise the balance sheets as of December 31, 2012 and 2011, and the related statements of operations and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

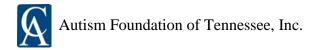
Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and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

Auditor's Responsibility

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

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

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



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Autism Foundation of Tennessee, Inc. as of December 31, 2012 and 2011, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

July 15, 2013

Nashville, Tennessee

Crosslin + Associates, P.C.

AUTISM FOUNDATION OF TENNESSEE, INC. BALANCE SHEETS

ASSETS

	December 31,	
	2012	2011
Cash Accounts receivable (net of allowance of \$-0- and \$18,000	\$ 14,628	\$ 5,319
at 2012 and 2011, respectively)	59,793	102,242
Prepaid expenses and other assets	2,450	2,450
Property and equipment, net	104,339	113,328
Undeposited funds	<u>1,962</u>	
Total assets	<u>\$183,172</u>	<u>\$223,339</u>
LIABILITIES AND NET ASSI	ETS	
Accounts payable and accrued expenses	\$ 21,135	\$ 20,649
Notes payable	237,731	221,933
Payroll liabilities	21,198	1,641
Total liabilities	280,064	244,223
Net assets (deficit):		
Unrestricted	(96,892)	(20,884)
Total liabilities and net assets (deficit)	<u>\$ 183,172</u>	\$ 223,339

AUTISM FOUNDATION OF TENNESSEE, INC. STATEMENTS OF OPERATIONS AND CHANGES IN NET ASSETS YEARS ENDED DECEMBER 31, 2012 AND 2011

	2012	2011
Support:		
Individual/Corporate contributions	<u>\$ 26,581</u>	<u>\$ 14,759</u>
Special Events Income:		
Golf	19,293	15,908
Other events	-	916
Less expenses	_(5,826)	(6,369)
Total special events, net	13,467	10,455
Total support	40,048	25,214
Program Income:		
ABA therapy	579,779	716,243
Speech therapy	93,640	31,616
Occupational therapy	52,421	27,921
Social skills group	3,350	7,897
Summer camp	19,040	13,210
Assessment	1,167	
Total program income	749,397	796,887
Total revenue	789,445	822,101
Expenses:		
Programs	754,833	817,269
General and administrative	88,620	96,250
Fundraising	22,000	22,000
Total expenses	865,453	935,519
Decrease in net assets	(76,008)	(113,418)
Net (deficit) assets at beginning of year	_(20,884)	92,534
Net deficit at end of year	<u>\$(96,892)</u>	<u>\$(20,884</u>)

AUTISM FOUNDATION OF TENNESSEE, INC. STATEMENTS OF FUNCTIONAL EXPENSES

	Year Ended December 31, 2012			
		General and		
	<u>Program</u>	<u>Administrative</u>	Fundraising	<u>Total</u>
Payroll and benefits	\$542,504	\$70,000	\$20,000	\$632,504
•		. ,		
Payroll taxes	56,530	5,300	1,500	63,330
Accounting	-	8,020	-	8,020
Facilities and equipment	72,722	-	-	72,722
Office expenses	10,095	-	-	10,095
Bad debts	7,299	-	-	7,299
Insurance	25,864	-	500	26,364
Interest	-	5,300	-	5,300
Depreciation	8,989	-	-	8,989
Other	30,830			30,830
	<u>\$754,833</u>	<u>\$88,620</u>	<u>\$22,000</u>	<u>\$865,453</u>

	Year Ended December 31, 2011			
		General and		
	<u>Program</u>	<u>Administrative</u>	Fundraising	<u>Total</u>
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Payroll and benefits	\$600,491	\$70,000	\$20,000	\$690,491
Payroll taxes	62,505	5,300	1,500	69,305
Accounting	-	17,116	-	17,116
Facilities and equipment	67,113	-	-	67,113
Office expenses	22,168	-	-	22,168
Bad debts	18,000	-	-	18,000
Insurance	5,397	-	500	5,897
Interest	-	3,834	-	3,834
Depreciation	4,725	-	-	4,725
Other	36,870			36,870
	<u>\$817,269</u>	<u>\$96,250</u>	<u>\$22,000</u>	<u>\$935,519</u>

See accompanying notes to financial statements.

AUTISM FOUNDATION OF TENNESSEE, INC. STATEMENTS OF CASH FLOWS

	Year Ended December 31,	
	2012	2011
Cash flows from operating activities:		
Decrease in net assets	\$(76,008)	\$(113,418)
Adjustments to reconcile decrease in net assets to net	φ(70,000)	φ(113,110)
cash used in operating activities:		
Items not requiring cash:		
Depreciation	8,989	4,725
Bad debts	7,299	18,000
Changes in:	,	,
Receivables	35,150	(16,019)
Prepaid expenses and other assets	(1,962)	-
Accounts payable and accrued expenses	486	20,103
Payroll liabilities	19,557	(32,653)
Net cash used in operating activities	(6,489)	(119,262)
Cash flows from investing activities:		
Purchases of property and equipment		(114,260)
Cash flows from financing activities:		
Proceeds from notes payable	15,798	206,246
Increase (decrease) in cash	9,309	(27,276)
Cash at beginning of year	5,319	32,595
Cash at end of year	<u>\$ 14,628</u>	<u>\$ 5,319</u>

A. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and General

The Autism Foundation of Tennessee, Inc., (AFT or the Foundation) is a 501(c)3 organization that was organized by Steven and Karen Blake in 2008. The Blakes developed the foundation in response to the needs for low cost therapy and services for children with autism.

The Foundation helps provide speech and occupational therapy as well as ABA therapy for autistic children. In addition, AFT provides a daytime summer program when school is not in session, providing "an informal environment to help foster learning and exploring in a group setting" and aiding autistic children in developing social skills and making friends.

Financial Statement Presentation

The financial statements of the Foundation have been prepared using the accrual basis of accounting.

The Foundation classifies its support, revenue and expenses into one class of net assets based on the lack of existence of donor-imposed restrictions; unrestricted net assets.

The amount for this class of net assets is presented in the balance sheets and the amount of change in net assets is displayed in the statements of operations and changes in net assets. There were no permanently or temporarily restricted net assets during the years ended December 31, 2012 and 2011.

Contributions

To the extent that the Foundation receives contributions in the future that contain restrictions, the Foundation will report such gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or the purpose of the restriction is accomplished, temporarily restricted net assets will be reclassified to unrestricted net assets and reported in the statement of operations and changes in net assets as net assets released from restrictions.

Accounts Receivable and Revenue

Accounts receivable are recorded at their estimated fair value, which reflects an allowance for possible uncollectable accounts. Management evaluates accounts for collectability on an ongoing basis and uses the direct write-off method based on specific issues identified by management as well as an estimate based on historical contractual third-party adjustments.

A. <u>ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES</u> - Continued

The majority of patient revenues are received from TennCare and TriCare and to a lesser extent from third-party insurers and private pay. Amounts recorded as revenue at time of service are based on management's best estimate of reimbursements from the providers, but are subject to periodic review and adjustment. Adjustments are recorded in the period of determination.

Property and Equipment

Property and equipment are carried at cost if acquired and at estimated fair value at the date of the gift if donated. Repairs and maintenance are charged to expense as incurred. Depreciation is computed using the straight-line method over the estimated useful lives of the assets.

Donated Services and Materials

A substantial number of unpaid volunteers have made significant contributions of their time to develop the Foundation's programs, principally in fund-raising activities. The value of this contributed time is not reflected in these financial statements since it is not susceptible to objective measurement or valuation. Donated materials are recorded at fair value at the date of the gift.

Tax Status

The Foundation is exempt from income tax under Section 501(c)(3) of the U.S. Internal Revenue Code; and accordingly, no provision for income tax is included in the accompanying financial statements.

The Foundation accounts for the effect of any uncertain tax positions based on a *more likely than not* threshold to the recognition of the tax positions being sustained based on the technical merits of the position under examination by the applicable taxing authority. If a tax position or positions are deemed to result in uncertainties of those positions, the unrecognized tax benefit is estimated based on a *cumulative probability assessment* that aggregates the estimated tax liability for all uncertain tax positions. Tax positions for the Foundation include, but are not limited to, the tax-exempt status and determination of whether income is subject to unrelated business income tax; however, the Foundation has determined that such tax positions do not result in an uncertainty requiring recognition.

A. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

Use of Estimates in the Preparation of Financial Statements

Judgment and estimation are exercised by management in certain areas of the preparation of financial statements. The most significant estimates include the recovery period for property and equipment and the collectibility of receivables. Management believes that such estimates have been based on reasonable assumptions and that such estimates are appropriate. Actual results could differ from those estimates.

B. PROPERTY AND EQUIPMENT

Property and equipment at December 31, 2012 and 2011, consisted of the following:

	2012	2011
Leasehold improvements Furniture, fixtures and equipment Total property and equipment	\$ 109,660 <u>8,393</u> 118,053	\$ 109,660 <u>8,393</u> 118,053
Less accumulated depreciation	(13,714)	(4,725)
	<u>\$ 104,339</u>	<u>\$ 113,328</u>

During 2011, the Foundation received in-kind contributions of leasehold improvements valued at \$12,240 from a related party who is an officer of AFT.

C. NOTES PAYABLE

Notes payable at December 31, 2012 and 2011, consisted of the following:

	2012	2011
Related parties Fifth-Third Bank (\$60,000 line-of-credit)	\$178,731 59,000	\$162,933 59,000
	<u>\$237,731</u>	<u>\$221,933</u>

Borrowings from related parties represent amounts advanced to the Foundation by the Blakes and will be repaid as funds become available from revenues and collection of accounts receivable.

The \$60,000 line-of-credit matures on September 1, 2013, and is collateralized by an assignment certificate of deposit of the Blakes.

D. <u>OPERATING LEASES</u>

The Foundation leases two offices under noncancelable operating leases. Total rent expense was \$59,260 and \$63,199 for 2012 and 2011, respectively. One of the leases is from a related party who is an officer of AFT. Rental payments are \$2,020 monthly for five years beginning June 1, 2011.

A summary of the future minimum rental payments under these operating leases is as follows:

Year Ending December 31,	<u>Amount</u>
2013 2014 2015 2016	\$ 55,440 34,640 24,240 12,120
	\$126,440

E. <u>CONCENTRATION OF CREDIT RISK</u>

The Foundation maintains its cash and cash equivalents in financial institutions at balances which, at times, may be uninsured or may exceed federally insured limits. The Foundation has not experienced any losses in such accounts. The Foundation believes it is not exposed to any significant risk of loss on cash and cash equivalents. Credit risk also extends to receivables which are uncollateralized.

F. SUBSEQUENT EVENTS

The Foundation evaluated subsequent events through July 15, 2013, the date the financial statements were available for issuance, and has determined that there are no subsequent events that require disclosure.