DISMAS, INC.
FINANCIAL STATEMENTS,
SUPPLEMENTAL INFORMATION
AND
INDEPENDENT AUDITORS' REPORT
YEARS ENDED JUNE 30, 2018 AND 2017

DISMAS, INC. FINANCIAL STATEMENTS, SUPPLEMENTAL INFORMATION AND INDEPENDENT AUDITORS' REPORT YEARS ENDED JUNE 30, 2018 AND 2017

TABLE OF CONTENTS

	PAGE
INDEPENDENT AUDITORS' REPORT	1 - 2
FINANCIAL STATEMENTS:	
Statements of Financial Position	. 3
Statements of Activities	4
Statements of Functional Expenses	5
Statements of Cash Flows	6
Notes to Financial Statements	7 – 13
SUPPLEMENTAL INFORMATION:	w
Schedules of Operating Activities	14 – 15



INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Dismas, Inc.

We have audited the accompanying financial statements of Dismas, Inc., which comprise the statements of financial position as of June 30, 2018 and 2017, and the related statements of activities, 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 audits to obtain reasonable assurance about whether the financial statements are free of 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.

INDEPENDENT AUDITORS' REPORT (CONTINUED)

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Dismas, Inc., as of June 30, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of operating activities on pages 13 and 14 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Betyler & Dame, Phila

December 28, 2018

DISMAS, INC. STATEMENTS OF FINANCIAL POSITION JUNE 30, 2018 AND 2017

ASSETS

AGGETG		
	2018	(Restated) 2017
CURRENT ASSETS Cash Pledges receivable, net allowance of \$3,803 in 2018 Prepaid expenses	\$ 835,315 34,232 12,944	\$ 872,473 25,175 3,044
Total current assets	882,491	900,692
PROPERTY AND EQUIPMENT, net	1,804,961	1,499,516_
TOTAL ASSETS	\$ 2,687,452	\$ 2,400,208
LIABILITIES AND NET ASS	SETS	
CURRENT LIABILITIES Accounts payable and accrued liabilities Line of credit	\$ 142,002 	\$ 99,051 50,255
Total liabilities	142,002	149,306
NET ASSETS Unrestricted net assets: Designated by the Board Undesignated	252,131 2,050,892	513,195 1,698,299
Total unrestricted net assets	2,303,023	2,211,494
Temporarily restricted net assets	242,427	39,408
Total net assets	2,545,450	2,250,902
TOTAL LIABILITIES AND NET ASSETS	\$ 2,687,452	\$ 2,400,208

The accompanying notes are an integral part of these financial statements.

DISMAS, INC. STATEMENTS OF ACTIVITIES YEARS ENDED JUNE 30, 2018 AND 2017

		2018			(Restated) 2017	
		Temporarily			Temporarily	
	Unrestricted	Restricted	Total	Unrestricted	_Restricted_	Total
Revenues and other support:				*		
Contributions	\$ 308,966	\$ 573,877	\$ 882,843	\$ 261,180	\$ 250,000	\$ 511,180
Fundraising events	279,754		279,754	240,252	<u>~</u> 17	240,252
State grants	103,500		103,500	103,500	-	103,500
Program service fees	66,285	3	66,285	40,193	-9	40,193
Miscellaneous income	7,922	a₩	7,922	5,739	=0	5,739
Gain on sale of property		1-	-	1,686,890	- At	1,686,890
Net assets released from restrictions	370,858	(370,858)		210,592	(210,592)	
Total revenues and other support	1,137,285	203,019	1,340,304	2,548,346	39,408	2,587,754
Expenses:						
Program services	588,174		588,174	377,639		377,639
Management and general	129,273	:₩	129,273	97,542	-	97,542
Fundraising	194,231		194,231_	207,815		207,815
Total functional expenses	911,678	=	911,678	682,996	•	682,996
Grant to other organization	134,078		134,078			
Total expenses	1,045,756		1,045,756	682,996	-	682,996_
E						
Increase in net assets	91,529	203,019	294,548	1,865,350	39,408	1,904,758
	04					
NET ASSETS, BEGINNING OF THE YEAR (RESTATED)	2,211,494	39,408	2,250,902	346,144		346,144
5		X				
NET ASSETS, END OF THE YEAR	\$2,303,023	\$ 242,427	\$2,545,450	\$2,211,494	\$ 39,408	\$2,250,902

DISMAS, INC.
STATEMENTS OF FUNCTIONAL EXPENSES
YEARS ENDED JUNE 30, 2018 AND 2017

			2018	8			0	(Restated) 2017	()	
	Program	Mar	Management			Program	Management			
	Services	and	and General	Fundraising	Total	Services	and General		Fundraising	Total
Salaries and benefits	\$ 237,506	B	46,387	\$ 80,954	\$ 364,847	\$ 196,077	\$ 49,019	19 \$	81,699	\$ 326,795
Rent		es.	12,170	1	121,697	ĩ			Ü	ľ
Advertising	46,592			31,232	77,824	î		ī	21,191	21,191
Professional fees	43,766		27,699	(1	71,465	16,514	20,642	42	4,128	41,284
Fundraising events				70,890	70,890	ī		ī	92,728	92,728
Payroll taxes	17,488		3,415	5,961	26,864	13,544	3,3	3,386	5,644	22,574
Taxes, licenses and fees	20,991		5,248	9	26,239	ī	9	809	ï	809
Insurance	20,490		5,196	1	25,686	23,908	5,977	177	1	29,885
Utilities	18,104		2,011	(1)	20,115	17,630	1,0	1,959	1	19,589
Residential support	19,309		1	1	19,309	28,046		1	1	28,046
Office supplies	5,186		12,102	9	17,288	4,317	10,073	73	ı	14,390
Groceries	14,337		(0 6)	1	14,337	15,880			į	15,880
Telephone and cable	9,272		1,030	1	10,302	8,532	0)	948		9,480
Dues and subscriptions	1,003		4,515	4,515	10,033	468	2,1	2,104	2,104	4,676
Maintenance	9,929			1	9,929	26,933		1	1	26,933
Miscellaneous	4,884		4,885	1	692'6	1		1	Ĭ	ı
Depreciation	2,992		333	•	3,325	8,844	0,	983	1	9,827
Credit card processing and bank fees	t		3,284	a.	3,284	4,299		1	1	4,299
Transportation	2,827		314	10 00	3,141	5,582	w.	620	1	6,202
Interest expense	2,371		264	û:	2,635	4,847	47	538	1	5,385
Postage	849		170	629	1,698	401		80	321	802
Staff training	751		250	1	1,001	1,817		605		2,422
	9	6	420.072	404 224	011678	¢ 377 630	4 20	07 542	\$ 207.815	\$ 682 996
	\$ 286,174	٦	129,213	\$ 194,231	- 11	800'L 0 0		11	20,00	200,200

The accompanying notes are an integral part of these financial statements.

DISMAS, INC. STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2018 AND 2017

	2018	(Restated) 2017
CASH FLOWS FROM OPERATING ACTIVITIES: Increase in net assets Adjustments to reconcile increase in net assets to net cash	\$ 294,548	\$ 1,904,758
provided by operating activities: Depreciation Gain on sale of property and equipment Loss on property gifted to other organization Increase in accounts receivable Decrease in deposits (Increase) decrease in prepaid expenses Increase (decrease) in accounts payable and accrued liabilities	3,325 - 26,361 (9,057) - (9,900) 42,951	9,827 (1,686,890) - (7,507) 30,000 56 81,800
NET CASH PROVIDED BY OPERATING ACTIVITIES	348,228	332,044
CASH FLOWS FROM INVESTING ACTIVITIES: Proceeds from sale of property and equipment, net of settlement fees Purchases of property and equipment NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	(335,131)	1,741,515 (1,468,454) 273,061
CASH FLOWS FROM FINANCING ACTIVITIES: Proceeds from loan Principal payments on loan Payments on line of credit, net	- - (50,255)	1,342,716 (1,342,716) (131,949)
NET CASH USED IN FINANCING ACTIVITIES	(50,255)	(131,949)
NET INCREASE (DECREASE) IN CASH	(37,158)	473,156
CASH, BEGINNING OF THE YEAR	872,473	399,317
CASH, END OF THE YEAR	\$ 835,315	\$ 872,473
SUPPLEMENTAL DISCLOSURES		
CASH PAID DURING THE YEAR FOR INTEREST	\$ 2,635	\$ 5,385

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The summary of the Organization's significant accounting policies is presented to assist in understanding the financial statements. The financial statements and notes are a representation of the Organization's management, who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

Nature of Activities

Dismas, Inc. is an affiliated group of half-way houses that offer a supportive community for men and women newly released from prison who have no family or who fear that a return to their former surroundings might lead to their return to lawbreaking. Dismas, Inc. also serves, on a limited basis, as a supervised residence for offenders participating in program alternatives to incarceration. Another program provides participants with interviewing evaluation and job training to help develop necessary employment skills within the community. Dismas, Inc. also serves as a residence for university students.

Basis of Accounting and Financial Statement Presentation

The Organization's financial statements have been prepared on the accrual basis of accounting, and in accordance with the American Institute of Certified Public Accountants' Audit and Accounting Guide, *Audits of Not-for-Profit Organizations*.

The financial statements are prepared in conformity with the standards promulgated by the Financial Accounting Standards Board in FASB ASC 958-605, Accounting for Contributions Received and Contributions Made, and FASB ASC 958-225, Financial Statements of Not-for-Profit Organizations.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the Organization considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. Cash and cash equivalents during the year may exceed Federal Deposit Insurance Corporation ("FDIC") limits.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Receivables

Pledges receivable are stated at the amount the Organization expects to collect from outstanding balances. The Organization provides for estimated uncollectible receivables through bad debt expense and a credit to an allowance based on its assessment of the current status of individual accounts and historical write-off experience. Balances that are still outstanding after the Organization has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to pledges receivable.

Property and Equipment

Property and equipment are reported at cost and include improvements that significantly add to utility or extend useful lives and exceed \$1,000. Costs of maintenance and repairs are charged to expense as incurred. Assets are depreciated using a straight-line basis to allocate cost over their estimated useful lives of 5-7 years for vehicles, furniture and equipment and over 15 - 27.5 years for buildings and improvements. When depreciable assets are disposed of, the cost and related accumulated depreciation are removed from the accounts, and any gain (except on trade-in) or loss is included in income for the period. A gain on trade-in is applied to reduce the cost of the new acquisition.

Net Assets

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

Unrestricted

Unrestricted net assets represent resources over which the Board of Directors has unlimited discretionary control to carry out activities in accordance with the Organization's Articles of Incorporation and By-laws.

Temporarily Restricted

Temporarily restricted net assets represent resources whose use is limited by donor-imposed restrictions that will be met either by the Organization's actions or by the passage of time.

Permanently Restricted

Permanently restricted net assets represent resources whose use is limited by donor-imposed restrictions that require the net assets to be maintained permanently. The Organization currently has no permanently restricted net assets as of June 30, 2018.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Long-Lived Assets

The Organization periodically reviews the values assigned to long-lived assets to determine if any impairments are other than temporary. Management believes that the long-lived assets in the statements of financial position are appropriately valued.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions. The Organization follows the policy of reporting donor-imposed restricted contributions whose restrictions are met in the same year as revenues in the unrestricted net asset class.

Donated Material and Services

Contributions of donated material that are useable for program services, fundraising, and support of management and general functions are recorded at their estimated fair values in the period received. Contributions of donated services requiring specialized skills and which would typically need to be purchased if not donated, are recorded at their estimated fair values in the period received.

Donations of property and equipment are recorded as support at their estimated fair value. Such donations are reported as unrestricted support unless the donor has restricted the donated asset for a specific purpose. As of June 30, 2018, the Organization has no donated property or equipment which is restricted.

Grants

Grant revenues are recognized when earned. Grants receivable represent the difference between amounts earned and amounts received.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes

The Organization is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and files an IRS Form 990. Accordingly, no provision for income taxes is included in the accompanying financial statements.

The Organization has adopted ASC Topic 740-10, *Accounting for Uncertainty in Income Taxes*, which prescribes a recognition threshold and measurement attribute for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return, including the position that the Organization continues to qualify to be treated as a tax-exempt entity for both federal and state income tax purposes. For those benefits to be recognized, a tax position must be more–likely-than-not to be sustained upon examination by taxing authorities. For the year ended June 30, 2018, the Organization has no material uncertain tax positions to be accounted for in the financial statements under these rules. The Organization has exempt organization tax fillings open to Internal Revenue Service audit, generally, for three years after they are filed.

Functional Allocation

Allocation of costs on a functional basis is dependent upon management's estimate of the percentage of staff time incurred in conjunction with each activity and the nature of the expense.

Advertising Costs

The Organization expenses all advertising costs as incurred. Total advertising expense amounted to \$89,356 and \$21,191 in 2018 and 2017, respectively.

Prior Year Financial Statements

Certain reclassifications have been made to the prior year financial statements in order to conform to the current year presentation.

Events Occurring After Reporting Date

The Organization has evaluated events and transactions that occurred after June 30, 2018, through the date of the issued financial statements. During this time, the Organization received a construction loan to build a new facility. See *Note 5 Commitments and Contingencies* for further details.

NOTE 2 - PROPERTY AND EQUIPMENT

Property and equipment consist of the following at June 30:

	2018	2017
Land	\$ 1,257,862	\$ 1,265,062
Buildings and improvements	-	119,966
Construction in process	545,723	210,592
Furniture and equipment	33,160	38,572
Vehicles		<u>8,935</u>
	1,836,745	1,643,127
Less accumulated depreciation	(31,784)	(143,611)
Net property and equipment	\$ 1,804,961	\$ 1,499,516

Depreciation expense was \$3,325 and \$9,827 for the years ended June 30, 2018 and 2017, respectively.

NOTE 3 - LINE OF CREDIT

The Organization has a \$200,000 line of credit secured by the reserve cash account of the Organization that has a variable interest rate that equals the prime rate plus .50%. As of June 30, 2018, the rate was 4.25%. The maturity date of this line of credit is April 2020. There was no balance outstanding at June 30, 2018. The outstanding balance was \$50,255 at June 30, 2017.

NOTE 4 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets as of June 30 were restricted for the following purposes:

	2018	2017
Contributions to be used for construction		
of new facility	\$ 242,427	\$ 39,408

NOTE 5 - COMMITMENTS AND CONTINGENCIES

Commitments

In 2017, the Organization entered into an agreement with a vendor for the construction of a new building. The total contracted price is \$667,050. Costs incurred were \$344,123 and \$167,190 at June 30, 2018 and 2017, respectively.

Contingencies

The Organization has been awarded grants totaling \$1,500,000 for construction of a new facility. No amounts have been recognized at June 30, 2018 on the financial statements related to these grants, and all amounts are contingent on the construction of a new facility.

NOTE 5 - COMMITMENTS AND CONTINGENCIES (CONTINUED)

Contingencies (continued)

The Organization receives a substantial amount of its support and revenues from government agencies. A significant reduction in the level of this support, if this were to occur, may have an effect on the Organization's programs and activities. In addition, the funding received by the Organization from governmental agencies is subject to audit and retroactive adjustment.

NOTE 6 - EMPLOYEE BENEFIT PLAN

The Organization sponsors a "Savings Incentive Match Plan for Employees" (SIMPLE) IRA plan, which covers substantially all full-time employees of the Organization. The Organization is obligated to contribute up to a 3% match limited to the respective participating employees' salary deferral amounts in each fiscal year. The Organization contributed \$251 and \$2,889 in 2018 and 2017, respectively, in accordance with the terms of the plan.

NOTE 7 - DONATED SERVICES

Donated services ("in-kind" contributions) included in the statements of activities are as follows:

	2	2018	2017
Contributions in-kind Groceries Resident materials Resident clothing	\$	7,805 883 185	\$ 8,422 985 800
Total contributions in-kind	\$	8,873	 10,207
Expenses Functional expenses: Programs	\$	8,873	\$ 10,207
Increase in net assets	\$		\$ -

NOTE 8 - GIFT TO OTHER ORGANIZATION

As of June 30, 2018, the Organization ceased its operations of the house located in South Bend, Indiana. The property was sold to a separate organization, Dismas House of Indiana, Inc. The sales price was \$42,625 of which \$40,650 was deposited in the Organization's bank account after the deduction of direct selling expenses at an approximate loss on sale of \$26,361. The Organization then issued a grant to Dismas House of Indiana, Inc. of \$134,078 which included the funds from the sale of the property and funds remaining in a bank account operated by the Organization for the former house.

NOTE 9 - RESTATEMENT OF FINANCIAL STATEMENTS

The 2017 audited financial statements have been restated due to improper recording of an accrued liability. The Statement of Financial Position has been restated to show an increase in accounts payable and accrued liabilities of \$21,300, and a decrease in unrestricted net assets of \$21,300. The Statement of Activities has been restated to show an increase of \$12,780 in program services expense, an increase of \$3,195 in management and general expense, and an increase of \$5,325 in fundraising expense, a decrease of \$21,300 in unrestricted net assets and total net assets at the end of the year. The Statement of Functional Expenses has been restated to show an increase of \$21,300 in salaries and benefits and in total expenses as presented in the Statement of Activities. The Statement of Cash Flows has been restated to show a decrease of \$21,300 in the change in net assets, and an increase of \$21,300 in the change of accounts payable and accrued liabilities.

NOTE 10 - SUBSEQUENT EVENT

The Organization opened a construction loan in November 2018 for \$5,000,000 to help finance construction of a new half-way house. The construction loan is collateralized by the Organization's land and facilities. The loan accrues interest at a fixed rate of 5.79%. The Organization will make interest only payments until June 2020. Beginning in June 2020, the Organization will make principal and interest payments in monthly installments through April 2023 with a balloon payment due in May 2023.

SUPPLEMENTAL INFORMATION

DISMAS, INC. SCHEDULE OF OPERATING ACTIVITIES - NASHVILLE YEARS ENDED JUNE 30, 2018 AND 2017

			(F	Restated)
	2	2018		2017
REVENUES AND OTHER SUPPORT Contributions	\$	726,186	\$	434,705
Fundraising events		185,522		156,168
State grant		103,500		103,500
Program fees		25,100		21,810
Miscellaneous		1,005		5,254
Gain on sale of property				1,686,890
Total revenues and other support		1,041,313		2,408,327
EXPENSES				
Salaries and benefits		297,416		233,276
Rent		121,697		
Advertising		77,824		21,191
Fundraising events		51,119		71,523
Professional fees		39,849		23,616
Taxes, licenses and fees		25,908		608
Insurance		24,031		28,348
Payroll taxes		21,890		16,311
Resident support		16,434		24,890
Miscellaneous		9,769		-
Utilities		9,512		8,724
Maintenance		8,984		14,307
Office supplies		8,372		9,415
Groceries		7,805		8,422
Telephone and cable		7,595		6,955
Dues and subscriptions		5,115		3,438
Depreciation		3,325		9,827
Credit card processing and bank fees		3,155		3,800
Interest expense		2,635		5,385
Transportation		2,579		3,990
Postage		992		442
Staff training		662		857
Total expenses		746,668		495,325
Increase in net assets from operations	\$	294,645	\$	1,913,002

DISMAS, INC. SCHEDULE OF OPERATING ACTIVITIES - SOUTH BEND YEARS ENDED JUNE 30, 2018 AND 2017

TEARS ENDED JUNE 30, 2010	AND ZOTT	022 E 2 24
	2018	(Restated) 2017
REVENUES AND OTHER SUPPORT		
Contributions	\$ 156,657	\$ 76,475
Fundraising events	94,232	. B
Program fees	41,185	18,383
Miscellaneous	6,917	
Total revenues and other support	298,991	179,427
EXPENSES		
Salaries and benefits	67,431	93,519
Professional fees	31,616	
Fundraising events	19,771	
Utilities	10,603	
Office supplies	8,916	
Groceries	6,532	
Payroll taxes	4,974	
Dues and subscriptions	4,918	
Resident support	2,875	
Telephone and cable	2,707	
Insurance	1,655	
Maintenance	945	
Postage	706	
Transportation	562	3
Staff training	339	10 Annual 2 Annual 2
Taxes, licenses and fees	331	
Credit card processing and bank fees	129	499
Total expenses	165,010	187,671
Increase (decrease) in net assets from operations	\$ 133,981	\$ (8,244)