FAITH FAMILY MEDICAL CLINIC, INC. Financial Statements December 31, 2010 and 2009

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Independent Auditors' Report

To the Board of Directors of Faith Family Medical Clinic, Inc.

We have audited the accompanying statements of financial position of Faith Family Medical Clinic, Inc. (a nonprofit organization) as of December 31, 2010 and 2009, and the related statements of activities, functional expenses and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. 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 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. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Faith Family Medical Clinic, Inc. as of December 31, 2010 and 2009, 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.

March 18, 2011

PANKER, PANKER & ASSOCIATES

FAITH FAMILY MEDICAL CLINIC, INC. Statements of Financial Position December 31, 2010 and 2009

	2010	(Restated) 2009
Assets		
Current Assets		
Cash	\$ 565,524	\$ 398,874
Investments	1,526,203	1,366,435
Grants Receivable	123,773	162,332
Contributions Receivable	75,564	43,080
Accounts Receivable	4,220	1,333
Prepaid Expenses	26,287	17,014
Total Current Assets	2,321,571	1,989,068
Property & Equipment		
Computer Equipment	63,590	40,677
Medical Equipment	11,070	11,070
Office Equipment	35,353	25,353
Building Improvements	140,354	108,850
Construction in Progress	, -	120,042
J	250,367	305,992
Less: Accumulated Depreciation	(95,181)	(139,422)
Total Property & Equipment	155,186	166,570
Other Assets Security Deposits	995	995
Total Assets	\$ 2,477,752	\$ 2,156,633
Liabilities and Net Assets		
Current Liabilities		
Accounts Payable	\$ 49,820	\$ 18,879
Payable to State of Tennessee		44,725
Earned Time Off	58,533	37,533
Total Current Liabilities	108,353	101,137
Long Term Liabilities		
Note Payable	171,000	
Total Long Term Liabilities	171,000	
Net Assets		
Unrestricted	2,121,415	2,023,039
Temporarily Restricted	76,984	32,457
Total Net Assets	2,198,399	2,055,496
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Total Liabilities and Net Assets	\$ 2,477,752	\$ 2,156,633

FAITH FAMILY MEDICAL CLINIC, INC.
Statements of Activities
For the Years Ended December 31, 2010 and 2009

		2010			(Restated) 2009		
		Temporarily			Temporarily		
	Unrestricted	Restricted	Total	Unrestricted	Restricted	Total	a
Revenue and Support							
Medical Services, Net	\$ 264,845	ا ج	\$ 264,845	\$ 222,719	, \$	\$ 27	222,719
Contributions	559,298	110	559,408	557,869	•	52	557,869
Grants	406,235	113,105	519,340	394,443	53,913	4	448,356
Investment Income (Loss), Net	160,980	•	160,980	282,981	ı	28	282,981
Donated Professional Services	79,681	ı	79,681	87,923		~	87,923
Donated Rent	61,200	•	61,200	61,200	,	•	61,200
Donated Equipment and Supplies	25,576	ŧ	25,576	7,748	•		7,748
Interest and Other Income	25,952	•	25,952	16,940	ı	•	16,940
Net Assets Released from Restrictions	68,688	(68,688)	1	32,279	(32,279)		-
Total Revenue and Support	1,652,455	44,527	1,696,982	1,664,102	21,634	1,68	1,685,736
Expenses							
Program Expenses	1,315,168	1	1,315,168	1,130,834	*	1,13	1,130,834
Supporting Services Management and General Expenses	152 707	,	152 797	79 874	1	,	79.874
Fundraising Expenses	86.114	ı	86.114	80,454	1	٠ ٠	80,454
Total Supporting Services	238,911	1	238,911	160,328	•		160,328
Total Expenses	1,554,079	1	1,554,079	1,291,162	# T	1,28	1,291,162
Change in Net Assets	98,376	44,527	142,903	372,940	21,634	Ř	394,574
Net Assets - Beginning of Year	2,023,039	32,457	2,055,496	1,650,099	10,823	1,66	1,660,922
Net Assets - End of Year	\$ 2,121,415	\$ 76,984	\$ 2,198,399	\$ 2,023,039	\$ 32,457	\$ 2,06	2,055,496

FAITH FAMILY MEDICAL CLINIC, INC.
Statements of Functional Expenses
For the Years Ended December 31, 2010 and 2009

			20	2010						(Restated) 12/31/2009	(pe.	:	
			Supporting Services	g Servi	ses				Supp	Supporting Services	ervices		
	Program Services	Man	Management and General	Fund	Fundraising	-	Total	Program Services	Management and General		Fundraising	 	Total
Advertising	\$ 1.256	8	,	S		8	1.256	\$ 200	69	1		8	200
Bad Debt		٠	926	٠		•	1,514		•	.035	•		1,358
Building Repairs and Maintenance	15,844		•		1		15,844	6,691		ı	1		6,691
Compensation and Benefits	941,498		í				941,498	779,355		ı	1		779,355
Contract Labor	21,383		•		1		21,383	41,039			ı		41,039
Donated Services and Supplies	78,501		1		•		78,501	94,470		,	•		94,470
Dues and Subscriptions	i		6,678				6,678	•	ť.	3,768	1		3,768
Equipment Repairs and Maintenance	14,590		,				14,590	10,565		,	•		10,565
Fees and Licenses	2,689						2,689	2,167			ŧ		2,167
Fundraising	1		1		86,114		86,114	1			80,454		80,454
Insurance	19,520		5,103		•		24,623	17,453	5,	5,294	1		22,747
Lab Services	49,403		•				49,403	47,373			,		47,373
Loss on Disposal of Fixed Assets	t		21,110		ı		21,110	,	τ-	1,578	1		1,578
Meals and Entertainment			2,382				2,382	1	2,	2,839	•		2,839
Medical Subscription Fees	7,500		ı		,		7,500	•		1	,		1
Miscellaneous	1,671		14,323		ı		15,994	1,180	ნ	089'6	•		10,860
Postage and Handling	i		4,238				4,238	1	<u>ښ</u>	3,826	1		3,826
Professional Fees	31,858		29,293		1		61,150	33,804	17,	17,845	1		51,649
Rent - Building	73,141		1				73,141	61,202			•		61,202
Rent - Equipment	2,502		ı		ı		2,502	3,411			•		3,411
Supplies - Medical	24,075		t				24,075	23,019		•	1		23,019
Supplies - Office	ī		20,877				20,877	ı	12,	12,627	1		12,627
Utilities	12,764		ı				12,764	8,582		,	1		8,582
Wellness	16,388		1				16,388				1		,
Total Before Depreciation	1,315,168		104,933		86,114	-	1,506,215	1,130,834	58,	58,492	80,454	₹	1,269,780
Depreciation	ı		47,864		1	:	47,864	F	21,	21,382	1		21,382
Total Expenses	\$ 1,315,168	ક	152,797	€	86,114	\$ 1	1,554,079	\$ 1,130,834	\$ 79,	79,874 \$	80,454	49	1,291,162

FAITH FAMILY MEDICAL CLINIC, INC. Statements of Cash Flows For the Years Ended December 31, 2010 and 2009

	 2010	(F	Restated) 2009
Cash Flows from Operating Activities			
Increase in Net Assets	 142,903		394,574
Adjustments to Reconcile Increase in Net Assets to Net			
Cash Provided by Operating Activities:			
Depreciation	47,864		21,382
Loss on Disposal of Fixed Assets	21,110		1,578
Donated Property and Equipment	(23,706)		(1,200)
Donated Investments	(9,298)		(1,631)
Loss on Sale of Investments	27,462		4,427
Unrealized Gain on Investments	(155,742)		(254,117)
(Increase) Decrease in Grants Receivable	38,559		(24,307)
(Increase) Decrease in Contributions Receivable	(32,484)		35,046
Increase in Accounts Receivable	(2,887)		(874)
Increase in Prepaid Expenses	(9,273)		(2,032)
Increase in Security Deposits	-		(995)
Increase (Decrease) in Accounts Payable	30,941		(10,308)
Decrease in Payable to State of Tennessee	(44,725)		(69,950)
Increase in Earned Time Off	21,000		2,267
Decrease in Deferred Revenue	-		(30)
Total Adjustments	 (91,179)		(300,744)
Net Cash Provided by Operating Activities	 51,724		93,830
Cash Flows from Investing Activities			
Proceeds from the Sale of Investments	264,066		206,579
Payments for the Purchase of Property and Equipment	(33,884)		(127,780)
Payments for the Purchase of Investments	(255,203)		(183, 250)
Dividends (Re-Invested)	 (31,053)		(27,659)
Net Cash Used by Investing Activities	 (56,074)		(132,110)
Cash Flows from Financing Activities			
Proceeds from issuance of Note Payable	 171,000		_
Net Cash Provided by Financing Activities	 171,000		
Net Increase (Decrease) in Cash	166,650		(38,280)
Cash - Beginning of Year	 398,874		437,154
Cash - End of Year	\$ 565,524	\$	398,874

Note 1. Summary of Significant Accounting Policies

A. Organization and Nature of Activities

Faith Family Medical Clinic ("the Clinic") is organized under the laws of the State of TN to provide primary medical care and related healthcare services to working uninsured individuals and their families in the greater Nashville area. Faith Family is a 501(c)(3) organization and is not subject to federal income taxes. Faith Family funds its operations from patient fees, contributions, grants and investment income.

B. Basis of Accounting

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

C. Financial Statement Presentation

Financial statement presentation is reported in accordance with the FASB Accounting Standards Codification for *Presentation of Financial Statements, Not-For-Profit Entities.* Under those provisions, net assets and revenues, gains, and losses are classified based on the absence or existence and nature of donor-imposed restrictions as follows:

Unrestricted net assets - Net assets that are not subject to donor-imposed stipulations.

<u>Temporarily restricted net assets</u> - Net assets subject to donor-imposed stipulations that can be fulfilled by actions of the Clinic pursuant to those stipulations or that expire by the passage of time.

<u>Permanently restricted net assets</u> - Net assets subject to donor-imposed stipulations that may be maintained permanently by the Clinic. Generally, the donors of such assets permit the Clinic to use all or part of the income earned on the assets.

D. 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.

E. Cash and Cash Equivalents

For purposes of the statement of cash flows, cash includes cash on hand, demand deposits, money market, and investments with initial maturities of three months or less. There are no cash equivalents at December 31, 2010 and 2009.

F. Contributions Receivable

Contributions receivable are recorded at fair value for all unconditional promises to give. Management has evaluated the collectability of contributions receivable based on historical data and collections subsequent to year end and has determined that an allowance for uncollectible contributions is not necessary.

G. Accounts Receivable

Accounts receivable consists of amounts due from patients for services provided by the Clinic. An allowance for doubtful accounts is established based on review of collection history. Receivables are written off when a balance is determined to be uncollectible, generally when it is past due for more than one year. Management has determined that an allowance for uncollectible accounts is not necessary.

H. Property and Equipment

It is the Clinic's policy to capitalize property and equipment over \$1,000. Purchased property and equipment are recorded at cost if purchased or fair market value if donated. Depreciation is provided using the double-declining balance and straight-line methods over the estimated useful lives of the assets ranging from 3 to 10 years. Repairs and maintenance are expensed as incurred. Total depreciation expense for the years ended December 31, 2010 and 2009 is \$47,864 and \$21,382.

Note 1. Summary of Significant Accounting Policies - Continued

I. Fair Market Value

Management has adopted the Fair Value Measurements and Disclosures topic of the FASB Accounting Standards Codification for determining fair value of financial assets and liabilities that are required to be carried at such amounts. Fair value is required to be evaluated and adjusted according to the following valuation techniques:

<u>Level 1</u>: Fair value is determined using quoted market prices in active markets for identical assets and liabilities.

<u>Level 2</u>: Fair value is determined using quoted market prices in active markets for similar assets and liabilities.

<u>Level 3</u>: Fair value is determined using unobservable market prices in a market that is typically inactive.

J. Earned Time Off

Effective January 1, 2010 the Clinic implemented a new earned time off system that replaced all existing vacation, sick time, holiday time and personal days that had been allotted under prior policies. Under this new system, employees earn leave beginning with the pay period they are hired. Eligible part-time employees earn leave on a pro-rata basis based on the number of hours worked. Full-time employees earn leave as follows:

Employees hired December 31, 2009 and prior:	Days per Year
Up to five years consecutive service	30
Five to ten years consecutive service	35
Ten years of consecutive service and subsequent	40
Employees hired January 1, 2010 and subsequent:	Days per Year
Up to five years consecutive service	25
Five to ten years consecutive service	30
Ten years of consecutive service and subsequent	35

No more than one and one-half the amount of annual leave hours earned may accrue at any one time. At December 31, 2010 and 2009, earned time off is \$58,533 and \$37,533.

K. Income Taxes

The Clinic is a nonprofit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code.

L. Medical Services Revenue

Medical services revenue is recorded at the Clinic's established rates with charity allowances deducted to arrive at net medical services revenue.

M. Contributions

Contributions are received and recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. Contributions received and unconditional promises to give are measured at their fair values and are reported as an increase in net assets. The Clinic reports restricted gifts of cash and other assets as support for future periods. When a donor 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 statement of activities as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support.

Note 1. Summary of Significant Accounting Policies - Continued

M. Contributions - Continued

Contributed goods and assets are recorded at fair market value at the date of donation. If donors stipulate how long the assets must be used, the contributions are recorded as restricted support. In the absence of such stipulations, contributions of property and equipment are recorded as unrestricted support.

Contributed services are reflected in the financial statements at the fair value of the services received only when those services either (a) create or enhance nonfinancial assets, or (b) require specialized skills that are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation.

N. Functional Expenses

Expenses are charged directly to program, management and general, or fundraising based on a combination of specific identification and allocation by management.

O. Advertising Costs

Advertising costs are charged to operations when incurred. Advertising expense is \$1,256 and \$200 for the years ended December 31, 2010 and 2009.

P. Reclassifications

Certain reclassifications have been made to the 2009 financial statements to conform to the 2010 presentation.

Note 2. Investments

Investments at December 31, 2010 and 2009 are as follows:

2010	 Cost	F	air Market Value	 ımulative nrealized Loss
Equity Securities	\$ 907,924	\$	901,505	\$ (6,419)
Corporate Bonds	 626,216		624,698	 (1,518)
	 1,534,140	\$	1,526,203	\$ (7,937)
2009		F	air Market	 ımulative nrealized
	Cost		Value	Loss
	CUSI		vaiu c	LUSS
Equity Securities	\$ 995,270	\$	844,080	\$ (151,190)
Equity Securities Corporate Bonds	\$	\$		\$

Investment income for the years ended December 31, 2010 and 2009 consist of the following:

	2010	2009
Realized Loss, Net	\$ (27,462)	\$ (4,532)
Unrealized Gain, Net	155,742	254,117
Interest and Dividend Income	32,700	33,396
Total Investment Income	\$ 160,980	\$ 282,981

Note 3. Grants and Contributions Receivable and Temporarily Restricted Net Assets

The amounts of grants and contributions receivable as of December 31, 2010 and 2009 are as follows:

	2010	2009
Unrestricted	\$ 122,353	\$ 172,955
Temporarily Restricted for Program Services	76,984	32,457
	199,337	205,412
Less:		
Discounts for the Time Value of Money	-	-
Grants and Contributions Receivable, Net	\$ 199,337	\$ 205,412

Future collections of grants and contributions as of December 31, 2010 and 2009 are as follows:

	2010	2009
Grants Receivable in Less than One Year	\$ 123,773	\$ 162,332
Contributions Receivable in Less than One Year	75,564	43,080
Receivable in Less than One Year	\$ 199,337	\$ 205,412

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Note 4. Fair Value Measurements

The following assets carried at fair value are reviewed and adjusted on a recurring basis:

Asset	Fair Value December 31, 2010	in Active Markets for Identical Assts (Level 1)
Investments	\$ 1,526,203	\$ 1,526,203
Asset	Fair Value December 31, 2009	Quoted Prices in Active Markets for Identical Assts (Level 1)
Investments	\$ 1,366,435	\$ 1.366.435

Note 5. Conditional Promise to Give

The Clinic has been awarded Health Care Safety Net Primary Care Service grants totaling \$273,300 and \$271,500 from the State of Tennessee, Department of Health for the years ended December 31, 2010 and 2009. Under these grants, the Clinic must provide an estimated 10,932 primary care medical encounters during the period from July 1, 2010 to June 30, 2011 and 10,860 primary care medical encounters during the period from July 1, 2009 to June 30, 2010 to uninsured adult Tennesseans nineteen through sixty-four years of age. As of December 31, 2010 and 2009, \$58,850 and \$124,875 of these grants have been earned and recorded as a receivable.

The Clinic has been awarded a Nutrition and Wellness, Project Diabetes reimbursement grant from the State of Tennessee, Department of Health for the year ended December 31, 2010. Under this grant, the Clinic must provide services of \$328,000 during the period from October 1, 2010 to June 30, 2011 to combat the proliferation of Type 2 diabetes and obesity within the State of Tennessee to receive \$181,000 in grant proceeds. As of December 31, 2010, \$32,206 of this grant has been earned and recorded as a receivable.

Note 6. Donated Property, Equipment and Services

Donated property, equipment and services are used in the ongoing operations of the Clinic. The value of donated property, equipment and services included in the financial statements and the corresponding expenditure or asset capitalization for the years ended December 31, 2010 and 2009 are as follows:

Revenues		2010		2009
Donated Professional Services	\$	79,681	\$	87,923
Donated Equipment and Supplies		25,576		7,748
Donated Rent		61,200		61,200
	\$	166,458	\$	156,870
	-			
Expenses and Assets		2010		2009
Donated Professional Services	\$	79,681	\$	87,923
Donated Property and Equipment		23,706		1,200
Donated Supplies		1,870		6,548
Donated Rent		61,200		61,200
		166,458	•	156,870

The Clinic receives donated pharmaceutical samples from various sources. These samples are dispensed at the Clinic to patients. The value of these donated samples has not been determined or recorded in the financial statements.

Note 7. Long-Term Debt

The Clinic has a promissory note payable with the Joe C. Davis Foundation established in conjunction with the purchase of an electronic medical records system. Principal payments of \$57,000 are due annually beginning on December 31, 2012. The note bears interest at 7.5% only when principal payments are not made timely. Future principal payments are as follows:

Year Ending December 31,	Amount		
December 51,	Amount		
2012	\$	57,000	
2013		57,000	
2014		57,000	
	\$	171,000	

Note 8. Pension Plan

The Clinic has a simplified employee pension plan (SEP) for the benefit of its employees who have attained the age of eighteen and been employed with the Clinic for one year. The plan provides for discretionary contributions by the Clinic determined annually by the Board. Contributions to the plan are made in accordance with the Internal Revenue Service limits. For the years ended December 31, 2010 and 2009, the Clinic funded 6% of compensation for eligible employees for a total of \$38,680 and \$33,020.

Note 9. Operating Leases

The Clinic leases a medical office building from Baptist Hospital. The building is located at 326 21st Avenue North in Nashville, Tennessee. The building consists of 3,400 square feet. The Clinic has negotiated a five year lease expiring on December 31, 2012 for \$1 per year. The fair market retail value for the years ended December 31, 2010 and 2009 of the building is \$18 per square foot or \$61,200 per year.

In December 2009, the Clinic negotiated a lease on an apartment that will serve as additional office space. The lease commenced January 2010 and expires in December 2012. Rent expense for the year ended December 31, 2010 is \$995 per month and increases incrementally each year thereafter.

Note 9. Operating Leases - Continued

The following is a schedule of future year's minimum rental payments required under operating leases that have initial or remaining noncancelable base terms in excess of one year as of December 31, 2010:

Year Ending		
December 31	Amount	
2011	\$	12,541
2012		13,141
Total	\$	25,682

Rental expense for all operating leases for the years ended December 31, 2010 and 2009 is \$73,141 and \$61,202.

Note 10. Concentration of Risk

The Clinic holds cash with one financial institution in Nashville, Tennessee. Accounts at the institution are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At December 31, 2010 and 2009, the Clinic's cash accounts exceeded the insurance coverage by \$247,160 and \$102,421. The Clinic believes it is not exposed to any significant credit risk on cash and equivalents.

The Clinic has a concentration of risk related to revenue. Revenue earned from one source during the years ended December 31, 2010 and 2009 was 18% and 15% of total revenue.

Note 11. Related Party

The Clinic uses a board member's insurance agency to obtain health insurance. The total insurance expense paid for the year ended December 31, 2010 and 2009 was \$59,052 and \$51,164.

During the year ended December 31, 2009, a company managed by a board member of the Clinic donated patient assessment services valued at \$27,285.

Note 12. Correction of an Error

During the year ended December 31, 2010, an error was discovered affecting grant revenue. Net assets at January 1, 2009 were decreased \$44,725 and the change in net assets for the year ended December 31, 2009 decreased \$44,725.

During the year ended December 31, 2009, an error was discovered affecting grant revenue. Net assets at January 1, 2008 were decreased \$114,675 and the change in net assets for the year ended December 31, 2008 decreased \$44,925.

Note 13. Subsequent Events

The Clinic has evaluated events and transactions for subsequent events that would impact the financial statements for the year ended December 31, 2010 through March 18, 2011, the date the financial statements were available to be issued. There were no subsequent events that require recognition or disclosure in the financial statements.