TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT)

FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

(Together with Independent Auditor's Report)

TENNESSEE LIONS CHARITIES, INC.

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Tennessee Lions Charities, Inc. Nashville, Tennessee

I have audited the accompanying financial statements of Tennessee Lions Charities, Inc., (the organization), a nonprofit organization which comprise the statements of financial position as of June 30, 2015 and 2014, and the related statements of activities 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

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audits in accordance with the auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audits 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, I express no such opinion. An audit also includes 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Tennessee Lions Charities, Inc. as of June 30, 2015 and 2014, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Goodlettsville, Tennessee

August 20, 2015

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FINANCIAL POSITION JUNE 30, 2015 AND 2014

<u>2015</u>

	Temporarily					
	T	Inrestricted		Restricted		Total
<u>A</u>	SSET	<u>S</u>				
Current assets:						
Cash	\$	513,247	\$	504	\$	513,751
Certificates of deposit		-		5,753		5,753
Investments		439,357		89,052		528,409
Prepaid expenses		2,667	_	-		2,667
Total current assets	\$_	955,271	\$_	95,309	\$	1,050,580
Property held for sale	\$_	-	\$_	-	\$_	ing .
Property, building, and equipment, net of						
accumulated depreciation of \$575,228	\$_	642,374	_\$_	-	\$_	642,374
Total assets	\$_	1,597,645	\$ _	95,309	\$ _	1,692,954
LIABILITIES	AND	NET ASSET	<u>'S</u>			
Current liabilities:						
Accounts payable	\$	2,878	\$	-	\$	2,878
Accrued property tax		4,483		-		4,483
Total current liabilities	\$	7,361	\$_	-	\$_	7,361
Total liabilities	\$	7,361	\$_	<u>-</u>	\$_	7,361
Net assets:						
Unrestricted	\$	1,590,284	\$	-	\$	1,590,284
Temporarily restricted		-		95,309	_	95,309
Total net assets	\$	1,590,284	\$_	95,309	\$_ _	1,685,593
Total liabilities and net assets	\$	1,597,645	\$_	95,309	\$_	1,692,954

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

<u>2014</u>

	Temporarily					
	Unrestricted Restricted					Total
<u>A</u>	SSET	<u>S</u>				
Current assets:						
Cash	\$	508,369	\$	248	\$	508,617
Certificates of deposit		-		6,237		6,237
Investments		347,676		181,554		529,230
Prepaid expenses		2,598	_	-		2,598
Total current assets	\$	858,643	\$_	188,039	\$_	1,046,682
Property held for sale	\$	5,500	_\$_		\$_	5,500
Property, building, and equipment, net of						
accumulated depreciation of \$544,893	\$_	672,709	_\$_	-	\$_	672,709
Total assets	\$_	1,536,852	_\$_	188,039	\$ _	1,724,891
LIABILITIES	AND	NET ASSET	<u> </u>			
Current liabilities:						
Accounts payable	\$	2,116	\$	_	\$	2,116
Accrued property tax		4,483		-		4,483
Total current liabilities	\$_	6,599	\$	-	\$_	6,599
Total liabilities	\$_	6,599	. \$ _	<u></u>	\$_	6,599
Net assets:						
Unrestricted	\$	1,530,253	\$	-	\$	1,530,253
Temporarily restricted			_	188,039		188,039
Total net assets	\$	1,530,253	\$_	188,039	\$	1,718,292
Total liabilities and net assets	\$	1,536,852	\$_	188,039	\$_	1,724,891

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

<u>2015</u>

	L	Inrestricted		Temporarily Restricted		Total
Revenues, gains, and other support:						
Contributions	\$	42,812	\$	9,287	\$	52,099
Grant income		-		24,465		24,465
Rental income		75,713		-		75,713
Investment income		46,964		2,203		49,167
Net assets released from restrictions:						
Satisfaction of program restrictions		114,566		(114,566)		-
Total revenues, gains, and other					_	
support	\$_	280,055	\$	(78,611)	\$_	201,444
Expenses:						
Program services	\$	108,036	\$	-	\$	108,036
Management and general		61,455		-		61,455
Fund raising expenses		28,455		-		28,455
Total expenses	\$	197,946	\$	6 0	\$_	197,946
Excess (deficit) of revenue and support over expense	\$	82,109	\$	(78,611)	\$	3,498
Transfer of net assets to the Community						
Foundation (Note 8)		-		(11,875)		(11,875)
Loss on sale of assets		(5,000)		-		(5,000)
Unrealized (loss) gain on investments		(17,078)		(2,244)		(19,322)
Increase (Decrease) in net assets	\$	60,031	\$	(92,730)	\$	(32,699)
Net assets at beginning of year	_	1,530,253	-	188,039	_	1,718,292
Net assets at end of year	\$	1,590,284	\$	95,309	\$_	1,685,593

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

	<u>_ u</u>	Inrestricted	_	Temporarily Restricted		Total
Revenues, gains, and other support:						
Contributions	\$	40,701	\$	4,904	\$	45,605
Grant income		-		117,650		117,650
Rental income		71,842		-		71,842
Investment income		59,631		2,250		61,881
Net assets released from restrictions:						,
Satisfaction of program restrictions		116,953		(116,953)		
Total revenues, gains, and other	······		- '		_	
support	\$_	289,127	\$	7,851		296,978
Expenses:						
Program services	\$	115,252	\$	-	\$	115,252
Management and general		66,634		-		66,634
Fund raising expenses		25,477		_		25,477
Total expenses	\$	207,363	\$		\$	207,363
Excess (deficit) of revenue and support over expense	\$	81,764	\$	7,851	\$	89,615
Transfer of net assets to the Community						
Foundation (Note 8)		-		(1,600)		(1,600)
Loss on sale of assets		-		-		-
Unrealized (loss) gain on investments		29,574		877		30,451
Increase (Decrease) in net assets	\$	111,338	\$	7,128	\$	118,466
Net assets at beginning of year		1,418,915		180,911	_	1,599,826
Net assets at end of year	\$	1,530,253	\$	188,039	\$_	1,718,292

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

<u>2015</u>

			N	Management	t		
		Program Services		and General		Fund Raising	Total
Salaries	\$	48,654	\$	14,000	\$	26,406 \$	89,060
Screening expenses		11,469		-		-	11,469
Building utilities and expenses		22,861		6,327		-	29,188
Accounting		-		5,150		-	5,150
Property taxes		-		8,995		-	8,995
Telephone		5,491		1,373		-	6,864
Payroll taxes		3,723		1,071		2,019	6,813
Supplies		991		833		_	1,824
Investment fees		-		6,187		_	6,187
Meetings		1,227		307		•	1,534
Taxes and licenses		-		467		-	467
Freight and postage		24		6		-	30
Misceellaneous		-		•		30	30
Total expenses before depreciation	\$	94,440	\$	44,716	\$	28,455 \$	167,611
Depreciation	-	13,596		16,739			30,335
	\$	108,036	\$_	61,455	.\$ _.	28,455_\$	197,946
		55%		31%		14%	100%

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

<u>2014</u>

			ľ	Managemen	t			
		Program		and		Fund		
		Services		General		Raising		Total
Salaries	\$	45,339	\$	19,334	\$	23,667	\$	88,340
Screening expenses	Ψ	20,411	Ψ	-	Ψ		Ψ	20,411
-		•		6,579		-		30,554
Building utilities and expenses		23,975		•		-		•
Accounting		-		6,044		-		6,044
Property taxes		-		8,768		-		8,768
Telephone		5,509		1,377				6,886
Payroll taxes		3,468		1,480		1,810		6,758
Supplies		1,344		437		-		1,781
Investment fees		-		5,019		-		5,019
Meetings		1,406		352		-		1,758
Taxes and licenses		-		515		-		515
Freight and postage		204		51		-		255
Miscellaneous			_	•••		-		-
Total expenses before depreciation	\$	101,656	\$	49,956	\$	25,477	\$	177,089
Depreciation		13,596		16,678		-		30,274
	\$	115,252	<u> </u> \$_	66,634	\$	25,477	.\$ ₌	207,363
		56%		32%		12%		100%

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF CASH FLOWS FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

		2015	2014
Operating activities:	-		
Increase (decrease) in net assets	\$	(32,699) \$	118,466
Adjustments to reconcile increase (decrease) in net assets to			
net cash provided by (used for) operating activities:			
Depreciation		30,335	30,274
Unrealized (gain) loss on investments		19,322	(30,451)
Loss of property held for sale		5,000	-
Changes in operating assets and liabilities:		r	
(Increase) decrease in prepaid expenses		(69)	(218)
Increase (decrease) in accounts payable and accrued expe	nses_	762	167
Net cash provided by (used for) operating activities	\$_	22,651 \$	118,238
Investing activities:			
(Purchase) sale of investments, net		(18,001)	(33,722)
Increase (decrease) in certificates of deposit		484	(18)
Purchase of furniture, fixtures, and equipment	_		(2,510)
Net cash provided by (used for) investing activities	\$_	(17,517) \$	(36,250)
Increase (decrease) in cash	\$	5,134 \$	81,988
Cash at beginning of year	_	508,617	426,629
Cash at end of year	\$_	513,751 \$	508,617

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2015 AND 2014

(1) SIGNIFICANT ACCOUNTING POLICIES:

Organization - Tennessee Lions Charities, Inc. (the Organization) was formed on October 1, 1995 to provide financial support and volunteer involvement in health care programs; primarily for preventable and curable eyesight difficulties with a special emphasis on pediatric vision problems in very young children. The Organization is affiliated with Lions Clubs Volunteer Services, Inc., Lions Clubs International, Lions Clubs International Foundation, as well as other Lions Clubs organizations and chapters throughout Tennessee. The Organization was involved in one program of service, the Operation KidSight Campaign, which was a project to raise money to fund the Tennessee Lions Eye Center (Eye Center) at Vanderbilt Children's Hospital in Nashville, Tennessee. During the year ended June 30, 2004, the Organization met its \$4,000,000 goal that established the Eye Center and, therefore, ended the Operation KidSight Campaign. Currently, the Organization is involved in one program of service, KidSight Outreach, which is a project to raise money to fund the outreach activities of the Eye Center. As of June 30, 2015, volunteers using the latest specially designed vision screening equipment designed for preschool children have screened approximately 499,253 children. The Organization plans to continue to fulfill its mission by continuing to raise support for the KidSight Outreach Vision Screening Program and creating new programs in the future.

Accrual Basis — The financial statements of the Organization are prepared using the accrual basis of accounting, under which income is recognized when earned rather than when collected and expenses are recognized when incurred rather than when disbursed.

Basis of Presentation – Financial statement presentation follows the recommendation of the Financial Accounting Standards Board in its Accounting Standards Codification ASC 958-225 (formerly SFAS No. 117). Under ASC 958-225, the Organization is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. A description of the three net asset categories follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions. Unrestricted net assets may be designated for specific purposes by action of the Board of Directors.

Temporarily Restricted – Net assets whose use by the Organization is subject to donor-imposed restrictions that can be fulfilled by actions of the Organization pursuant to those restrictions or that expire by the passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Activities and Changes in Net Assets as net assets released from restrictions.

Permanently Restricted – Net assets subject to donor-imposed restrictions that they be maintained permanently by the Organization. Generally, the donors of these assets permit the Organization to use all or part of the income earned on any related investments for general or specific purposes. At June 30, 2015 and 2014, there were no permanently restricted net assets.

<u>Use of Estimates</u> – Management of the Organization has made a number of estimates and assumptions relating to the reporting of assets and liabilities and disclosure of contingent assets and liabilities to prepare these financial statements in conformity with accounting principles generally accepted in the United States of America. Actual results could differ from these estimates.

<u>Cash Equivalents</u> – For purposes of the Statements of Cash Flows, cash equivalents include any liquid investments with an original maturity of three months or less. At June 30, 2015 and 2014, there were no cash equivalents.

Accounts Receivable – An allowance for doubtful accounts is established through a provision for receivable losses charged to expense. Receivables are charged against the allowance when management believes the collectability of the receivable is unlikely. Management's estimate of doubtful accounts is based on historical collection experience and a review of the current status of accounts receivable. It is reasonably possible that management's estimate of the allowance for doubtful accounts could change. There was no bad debt expense recognized in 2015 and 2014 related to accounts receivable.

Accounts receivable are considered delinquent after sixty days. Late fees and interest are not assessed on delinquent accounts. It is not the policy of the Organization to place a club or vendor on non-accrual status. As of June 30, 2015 and 2014, there were no outstanding receivables.

Investments - Investments consist of marketable securities

Investments in equity securities with readily determinable fair values and all debt securities are carried at fair value with gains and losses included as unrestricted on the Statements of Activities and Changes in Net Assets. Other investments (such as real property) are carried at the lower of cost or fair value.

<u>Promises to Give</u> – Contributions are recognized when the donor makes a promise to give to the Organization that is, in substance, unconditional.

The Organization uses the allowance method to determine uncollectible unconditional promises to give. The allowance is based on prior years' experience and management's analysis of specific promises made. It is reasonably possible that management's estimate of the allowance for doubtful promises to give could change.

Promises to give are not considered delinquent until the program is completed. It is not the Organization's policy to place a club on non-accrual status. There were no promises to give and no bad debt expense for the years ended June 30, 2015 and 2014.

<u>Property, Building and Equipment</u> – Property, building and equipment are stated at cost or, if donated, at fair market value at the date of gift. Upon retirement or disposition, costs and accumulated depreciation are removed from the accounts, and the resulting profit or loss is reflected in income. Maintenance and repairs and items under \$600 are charged to expense as incurred. Property, building and equipment are depreciated using the straight-line method over the estimated useful lives of the assets, which range from three to thirty years.

<u>Contributions</u> — Contributions received are recorded as increases in unrestricted, temporarily restricted, or permanently restricted net assets, depending on the existence and/or nature of any donor restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Statements of Activities and Changes in Net Assets as net assets released from restrictions.

<u>Income Taxes</u> – The Internal Revenue Service granted the Organization exempt status under Code Section 501(c)(3) as a charitable organization, and has classified it as other than a private foundation as defined in Code Section 590(a). Tax returns for the years ended June 30, 2015, 2014 and 2013 are subject to routine audit by federal authorities.

<u>Contributed Services</u> – A substantial number of unpaid volunteers have made significant contributions of their time to develop the Organization's programs, particularly in the areas of program service and fund raising. No amounts have been recognized in the accompanying financial statements because the criteria for recognition of such volunteer effort under ASC 958-605 (formerly SFAS No. 116, *Accounting for Contributions Received and Contributions Made*), have not been satisfied.

(2) RELATED PARTY TRANSACTIONS:

The Organization received donated services and use of office equipment from Lions Clubs Volunteer Services, Inc. (LCVS), an affiliated organization. No expense or revenue has been recorded on the books for the years ended June 30, 2015 and 2014 due to the immateriality of the amount involved.

(3) **INVESTMENTS**:

Investments are stated at fair value and are summarized at June 30 as follows:

		2	015			2	014	
	_	Market		Cost		Market		Cost
Cash and cash equivalents Mutual funds - Equity Mutual funds - Fixed income	\$	227,349 301,060	\$	227,349 279,656 -	\$	11,034 518,196	\$	11,034 477,470
	\$_	528,409	\$_	507,005	\$_	529,230	\$_	488,504
		_	_					
				2015	_	2014		
Market value			\$	528,409		529,230		
Cost			_	507,005	_	488,504		
Unrealized gain (loss)			\$_	21,404	\$_	40,726		
Investment income			\$	25,772	\$	25,402		
Investment fees			_	(6,187)	_	(5,019)		
			\$_	19,585	\$_	20,383		

(4) FAIR VALUE MEASUREMENTS:

The Fair Value Measurements and Disclosures topic of the FASB Accounting Standards Codification establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs have the lowest priority. The Organization uses appropriate valuation techniques based on the available inputs to measure the fair value of its investments. When available, the Organization measures fair value using Level 1 inputs because they generally provide the most reliable evidence of fair value. Level 3 inputs would be used only when Level 1 or Level 2 inputs were not available.

The Organization's investments are reported at fair value in the accompanying statement of financial position as of June 30, 2015 and 2014, respectively:

Fair Value Measurements at June 30, 2015

			Quoted Market Prices
		Fair Value	(Level 1)
Financial Assets:	•		
Investments, at fair value			
Cash and cash equivalents	\$	227,349	\$ 227,349
Mutual funds - Equity		301,060	301,060
Mutual funds - Fixed income			_
	\$	528,409	\$ 528,409

Fair Value Measurements at June 30, 2014

	_	Fair Value	_	Quoted Market Prices (Level 1)
Financial Assets:			_	
Investments, at fair value				
Cash and cash equivalents	\$	11,034	\$	11,034
Mutual funds - Equity		518,196		518,196
Mutual funds - Fixed income		-		-
	\$ [529,230	\$	529,230

The following methods and assumptions were used to estimate the fair value for each class of financial investment measured at fair value:

Cash and Cash Equivalents

Investments in certain cash and cash equivalents represent investments in money market accounts. These investments are classified as Level 1 as they are traded in an active market for which daily closing prices, measured primarily on a net asset value basis, are available.

Equity

Investments in domestic equities represent investments in commingled funds that invest primarily in equity securities of companies based in the United States. These investments are classified as Level 1 as they are traded in an active market for which daily closing prices, measured primarily on a net asset value basis, are available.

Fixed Income

Investments in certain fixed income securities represent investments in debt securities. These investments are classified as Level 1 as they are traded in an active market for which daily closing prices are available.

(5) PROPERTY, BUILDING AND EQUIPMENT:

Property, building and equipment consist of the following at June 30, 2015 and 2014:

		2015		2014
Land	\$	240,000	\$	240,000
Building and improvements		870,495		870,495
Furniture, fixtures + equipment		107,107		107,107
	\$	1,217,602	\$	1,217,602
Less: Accumulated depreciation		(575,228)		(544,893)
	\$ _	642,374	\$	672,709

(6) **LEASING ARRANGEMENTS:**

The Organization leases office space and land to unrelated third parties under operating leases expiring October, 2019 and September, 2015, respectively. Minimum future rentals to be received for years ending June 30 under the leases are as follows:

2016	\$ 61,664
2017	61,664
2018	61,664
Thereafter	20,555
	\$ 205,547

(7) TEMPORARILY RESTRICTED NET ASSETS:

Temporary restricted net assets are available for the following purposes:

	<u></u>	2015		2014
KidSight Outreach	\$	60,323	\$	143,029
Screening equipment		-		226
Endowment transfer		70		3,414
Leadership recognition		34,916		41,370
	\$	95,309	\$	188,039

Net assets were released from donor restrictions by incurring expenses satisfying the purpose restrictions specified by donors as follows:

	 2015		2014
KidSight Outreach	\$ 114,566	\$	116,953
Screening equipment	 -		
	\$ 114,566	\$_	116,953

(8) <u>CONCENTRATIONS OF CREDIT RISK:</u>

The majority of the Organization's revenue is derived from individuals, corporations, and Lions Clubs organizations located in Tennessee. The following sources contributed more than 10% of total revenues, gains, and other support:

	2015	2014
Grant A	0%	33%

This grant was not renewed subsequent to June 30, 2014.

Substantially all of the Organization's cash is deposited in accounts in three financial institutions. In the course of the Organization's operating cycle, balances on deposit occasionally exceed that which is covered by FDIC insurance. The organization would potentially be at risk for the loss of these funds should any financial institution become insolvent. Management considers this risk to be minimal.

(9) ENDOWMENT FUND:

Prior to June 30, 2008, the Organization received donations of \$375,000 designated for the establishment of an endowment fund. During the year ended June 30, 2010, the Organization established an endowment fund with The Community Foundation of Middle Tennessee (the "Foundation"). The Foundation is responsible for the investment and management of this fund. Net income from this fund will be forwarded to the Organization and may be used for its general operations. Income recovered during the years ended June 30, 2015 and 2014 amounted to \$24,000 and \$22,700.

During the years ended June 30, 2015 and 2014, \$11,875 and \$1,600 were transferred to this fund. Additional designated donations of \$8,700 and \$5,110 (net of donor recognition expenses of \$168 and \$293) were also received.

(10) SUBSEQUENT EVENTS:

The Organization has evaluated subsequent events through August 20, 2015, the date which the financial statements were available to be issued. No events have occurred which would have material effect on the financial statements of the Organization as of that date.