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

### FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

(Together with Independent Auditor's Report)

David P. Guenther

CERTIFIED PUBLIC ACCOUNTANT

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#### 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, 2018 and 2017, 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, 2018 and 2017, 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

October 1, 2018

# TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FINANCIAL POSITION JUNE 30, 2018 AND 2017

#### <u>2018</u>

	Temporarily					
	Unrestricted Restricted					Total
AS	SET	<u>S</u>				
Current assets:						
Cash	\$	83,170	\$	318	\$	83,488
Certificates of deposit		-		5,545		5,545
Investments		1,049,546		40,705		1,090,251
Prepaid expenses		2,124		-		2,124
Total current assets	\$	1,134,840	\$	46,568	\$_	1,181,408
Property, building, and equipment, net of						
accumulated depreciation of \$686,439	<b>\$</b> _	593,413	. \$ _		. \$_	593,413
Total assets	<b>\$</b>	1,728,253	. <b>S</b> _	46,568	<b>.</b> \$_	1,774,821
LIABILITIES A	ND	NET ASSET	<u>'S</u>			
Current liabilities:						
Accounts payable	\$	2,059	\$	-	\$	2,059
Accrued property tax		4,411		<b>-</b> ,		4,411
Total current liabilities	\$_	6,470	\$		\$_	6,470
Total liabilities	<b>s</b> _	6,470	\$_	-	.\$_	6,470
Net assets:						
Unrestricted	\$	1,721,783	\$	-	\$	1,721,783
Temporarily restricted	_	<del>=</del>		46,568		46,568
Total net assets	\$_	1,721,783	\$	46,568	<b>.</b> \$_	1,768,351
Total liabilities and net assets	\$_	1,728,253	\$_	46,568	\$_	1,774,821

<u>2017</u>

	<u>T</u>	<b>Inrestricted</b>		Temporarily Restricted		Total
<u>AS:</u>	SET	<u>'S</u>				
Current assets:						
Cash	\$	111,379	\$	216	\$	111,595
Certificates of deposit		-		5,807		5,807
Investments		1,023,060		39,619		1,062,679
Prepaid expenses		2,151		<del>-</del>		2,151
Total current assets	\$_	1,136,590	\$	45,642	\$_	1,182,232
Property, building, and equipment, net of						
accumulated depreciation of \$644,413	\$_	635,439	. \$	-	\$_	635,439
Total assets	<b>\$</b> _	1,772,029	\$	45,642	<b>\$</b> _	1,817,671
LIABILITIES A	ND	NET ASSET	<u>'S</u>			
Current liabilities:						
Accounts payable	\$	2,769	\$	-	\$	2,769
Accrued property tax		4,483		-		4,483
Total current liabilities	<b>\$</b> _	7,252	\$	-	\$_	7,252
Total liabilities	<b>\$</b> _	7,252	\$	*	\$_	7,252
Net assets:						
Unrestricted	\$	1,764,777	\$	· -	\$	1,764,777
Temporarily restricted	_	<del>-</del>	_	45,642	_	45,642
Total net assets	\$_	1,764,777	\$	45,642	<b>s</b> _	1,810,419
Total liabilities and net assets	<b>\$</b> _	1,772,029	\$	45,642	\$_	1,817,671

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

## TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

#### <u>2018</u>

	U	nrestricted		Temporarily Restricted		Total
Revenues, gains, and other support:						
Contributions	\$	27,792	\$	6,789	\$	34,581
Grant income		-		40,013		40,013
Rental income		73,305		-		73,305
Investment income		48,234		2,378		50,612
Net assets released from restrictions:						
Satisfaction of program restrictions		37,713	_	(37,713)		
Total revenues, gains, and other						
support	\$	187,044	\$	11,467	\$_	198,511
Expenses:						
Program services	\$	124,195	\$	_	\$	124,195
Management and general		70,811		-		70,811
Fund raising expenses		28,814		-		28,814
Total expenses	\$	223,820	\$	-	. \$ _	223,820
Excess (deficit) of revenue and support over expense	\$	(36,776)	\$	11,467	\$	(25,309)
Transfer of net assets to the Community		•				
Foundation (Note 8)		-		(9,250)		(9,250)
Unrealized (loss) gain on investments		(6,218)	_	(1,291)	_	(7,509)
Increase (Decrease) in net assets	\$	(42,994)	\$	926	\$	(42,068)
Net assets at beginning of year		1,764,777		45,642		1,810,419
Net assets at end of year	\$	1,721,783	\$	46,568	\$_	1,768,351

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

	¥1			Temporarily		785 - A - E
		nrestricted		Restricted	-	<u>Total</u>
Revenues, gains, and other support:						
Contributions	\$	43,980	\$	10,410	\$	54,390
Grant income		-		108,061		108,061
Rental income		77,916		-		77,916
Investment income		59,769		2,397		62,166
Net assets released from restrictions:						
Satisfaction of program restrictions		108,734		(108,734)		_
Total revenues, gains, and other						
support	<b>\$</b> _	290,399	. \$	12,134	. \$ _	302,533
Expenses:						
Program services	\$	123,483	\$	-	\$	123,483
Management and general		70,974		-		70,974
Fund raising expenses		29,115		-		29,115
Total expenses	\$	223,572	\$		. \$ _	223,572
Excess (deficit) of revenue and support over expense	\$	66,827	\$	12,134	\$	78,961
Transfer of net assets to the Community						
Foundation (Note 8)		<u></u>		(11,250)		(11,250)
Unrealized (loss) gain on investments		24,384		1,428		25,812
Increase (Decrease) in net assets	\$	91,211	\$	2,312	\$	93,523
Net assets at beginning of year	•****	1,673,566	_	43,330		1,716,896
Net assets at end of year	<b>\$</b>	1,764,777	\$	45,642	. \$ _	1,810,419

## TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

#### <u>2018</u>

	Management							
		Program Services		and General		Fund Raising	<b>.</b>	Total
Salaries	\$	51,912	\$	14,000	\$	26,768	\$	92,680
Screening expenses		8,414		-		, =		8,414
Building utilities and expenses		26,893		6,723		-		33,616
Accounting		-		5,280		-		5,280
Property taxes		-		8,751		-		8,751
Telephone		6,044		1,511		-		7,555
Payroll taxes		3,973		1,071		2,046		7,090
Supplies		1,009		1,045		-		2,054
Investment fees		-		15,464		-		15,464
Meetings		269		67		-		-336
Taxes and licenses		***		440		-		440
Freight and postage		92		23		-		115
Misceellaneous		_		<b>1</b>		-		-
Total expenses before depreciation	\$	98,606	\$	54,375	\$	28,814	\$	181,795
Depreciation		25,589		16,436		-		42,025
	\$	124,195	_\$_	70,811	\$	28,814	\$_	223,820
		55%		32%		13%		100%

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

<u>2017</u>

		Program		and	Fund	
		Services		General	Raising	<u>Total</u>
Salaries	\$	51,912	\$	14,000 \$	26,768 \$	92,680
Screening expenses		11,610		•	<del>-</del>	11,610
Building utilities and expenses		26,223		8,627	-	34,850
Accounting		<u>-</u>		5,245	_	5,245
Property taxes		-		8,967	-	8,967
Telephone		5,832		1,458	45	7,335
Payroll taxes		3,973		1,071	2,046	7,090
Supplies		1,083		1,222	_	2,305
Investment fees		-		13,454	_	13,454
Meetings		323		81	256	660
Taxes and licenses		<b></b>		400	-	400
Freight and postage		50		13	-	63
Miscellaneous				-	-	-
Total expenses before depreciation	\$	101,006	\$	54,538 \$	29,115 \$	184,659
Depreciation	-	22,477		16,436	-	38,913
	\$	123,483	\$_	70,974_\$	29,115 \$	223,572
		57%		30%	13%	100%

### TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF CASH FLOWS FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

		2018	2017
Operating activities:			
Increase (decrease) in net assets	\$	(42,068) \$	93,523
Adjustments to reconcile increase (decrease) in net assets to			
net cash provided by (used for) operating activities:			
Depreciation		42,025	38,913
Unrealized (gain) loss on investments		7,509	(25,812)
Changes in operating assets and liabilities:		,	, , ,
(Increase) decrease in prepaid expenses		27	597
Increase (decrease) in accounts payable and accrued expe	nses_	(782)	(740)
Net cash provided by (used for) operating activities	\$_	6,711 \$	106,481
Investing activities:			
(Purchase) sale of investments, net		(35,080)	(48,632)
(Increase) decrease in certificates of deposit		262	(26)
Purchase of furniture, fixtures, and equipment			(62,250)
Net cash provided by (used for) investing activities	\$_	(34,818) \$	(110,908)
Increase (decrease) in cash	\$	(28,107) \$	(4,427)
Cash at beginning of year		111,595	116,022
Cash at end of year	\$_	83,488 \$	111,595

#### TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2018 AND 2017

#### (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, 2018, volunteers using the latest specially designed vision screening equipment designed for preschool children have screened approximately 584,696 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.

<u>Accrual Basis</u> – 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, 2018 and 2017, 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, 2018 and 2017, 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 2018 and 2017 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, 2018 and 2017, 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, 2018 and 2017.

<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, 2018, 2017 and 2016 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) **INVESTMENTS**:

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

		2	2018			2	017	
		Market	_	Cost	_	Market		Cost
Cash and cash equivalents Mutual funds - Equity Mutual funds - Fixed income	\$	58,362 186,651 845,238	\$	58,362 187,640 800,843	\$_	44,985 191,460 826,234	\$	44,985 187,038 779,741
	\$_	1,090,251	\$_	1,046,845	\$_	1,062,679	<b>\$</b> _	1,011,764
			_	2018	_	2017		
Market value			\$	1,090,251		1,062,679		
Cost				1,046,845		1,011,764		
Unrealized gain (loss)			\$_	43,406	\$_	50,915		
Investment income			\$	48,629	\$	36,690		
Investment fees				(15,464)	_	(13,454)		
			\$_	33,165	\$_	23,236		

#### (3) 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, 2018 and 2017, respectively:

#### Fair Value Measurements at June 30, 2018

		Fair Value		Quoted Market Prices (Level 1)
Financial Assets:	-	-	-	
Investments, at fair value				
Cash and cash equivalents	\$	58,362	\$	58,362
Mutual funds - Equity		186,651		186,651
Mutual funds - Fixed income		845,238		845,238
•	\$	1,090,251	\$	1,090,251

#### Fair Value Measurements at June 30, 2017

		Fair Value_	Quoted Market Prices (Level 1)
Financial Assets:	_		
Investments, at fair value			
Cash and cash equivalents	\$	44,985	\$ 44,985
Mutual funds - Equity		191,460	191,460
Mutual funds - Fixed income		826,234	826,234
	\$	1,062,679	\$ 1,062,679

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.

#### (4) PROPERTY, BUILDING AND EQUIPMENT:

Property, building and equipment consist of the following at June 30, 2018 and 2017:

		2018		2017
Land	\$	240,000	\$	240,000
Building and improvements		870,495		870,495
Furniture, fixtures + equipment		169,357		169,357
	\$	1,279,852	\$	1,279,852
Less: Accumulated depreciation		(686,439)		(644,413)
·	s <u> </u>	593,413	\$_	635,439

#### (5) **LEASING ARRANGEMENTS:**

The Organization leases office space to an unrelated third party under an operating lease expiring August, 2027. Minimum future rentals to be received for the 5 years ending June 30 under this lease is as follows:

2019	\$	52,208
2020		52,208
2021		52,208
2022		52,208
2023	_	52,208
	\$_	261,040

#### (6) TEMPORARILY RESTRICTED NET ASSETS:

Temporary restricted net assets are available for the following purposes:

		2018	2017
KidSight Outreach	<u> </u>	-	\$ 853
Screening equipment		-	-
Endowment transfer		1,000	3
Leadership recognition		45,568	44,786
-	\$ <u></u>	46,568	\$ 45,642

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

	_	2018	2017
KidSight Outreach	\$	37,713	\$ 46,484
Screening equipment	_	-	62,250
	\$_	37,713	\$ 108,734

#### (7) **CONCENTRATIONS OF CREDIT RISK:**

The majority of the Organization's revenue is derived from individuals, corporations, and Lions Clubs organizations located in Tennessee. During the year ended June 30, 2017, the Organization received a one-time grant from the Lions Clubs International Foundation in the amount of \$68,250 and amounted to approximately 23% of the Organization's total revenues for the year. The principal use of these funds was to produce new screening equipment. No single source contributed more than 10% of total revenues, gains, and other support for the year ended June 30, 2018.

#### (8) 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, 2018 and 2017 amounted to \$29,600 and \$26,900.

During the years ended June 30, 2018 and 2017, \$9,250 and \$11,250 were transferred to this fund. Additional designated donations of \$10,500 and \$11,250 (net of donor recognition expenses of \$179 and \$590) were also received.

#### (9) SUBSEQUENT EVENTS:

The Organization has evaluated subsequent events through October 1, 2018, 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.