OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION - NOT-FOR-PROFIT)

FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2011

(Together with Independent Auditor's Report)

OPERATION STAND DOWN NASHVILLE, INC.

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CERTIFIED PUBLIC ACCOUNTANT
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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the accompanying statement of financial position of Operation Stand Down Nashville, Inc. (a Tennessee Corporation - Not For Profit) as of December 31, 2011 and the related statements of activities and changes in net assets, functional expenses, and statement of cash flows for the year then ended. These financial statements are the responsibility of the Company's management. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Governmental Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that I 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. I believe that my audit provides a reasonable basis for my opinion.

In my opinion, the financial statements referred to above present fairly in all material respects, the financial position of Operation Stand Down Nashville, Inc. as of December 31, 2011, and the results of its operations and changes in net assets and cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, I have also issued a report dated January 27, 2012, on my consideration of Operation Stand Down Nashville, Inc.'s internal control over financial reporting and my tests of its compliance with certain provisions of laws, regulations, contacts and grants.

My audit was conducted for the purpose of forming an opinion on the financial statements referred to above taken as a whole. The schedule of support and revenue is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

January 27, 2012

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2011

ASSETS

Current assets:	*	
Cash on hand and in banks	\$	164,495
Grant funds receivable		56,782
Accounts receivable		32
Prepaid expenses		49,105
Total current assets	\$_	270,414
Fixed assets:		
Land	\$	75,650
Buildings and improvements		1,259,410
Equipment & furniture		308,639
Vehicles		73,360
	\$	1,717,059
Less: Accumulated depreciation	_	737,259
Total fixed assets	\$_	979,800
Total assets	\$_	1,250,214

LIABILITIES AND NET ASSETS

Current liabilities:		
Note payable-current portion	\$	20,425
Accounts payable - trade		21,262
Accrued compensation		46,124
Total current liabilities	\$_	87,811
Other liabilities:		
Note payable, net of current portion shown above	\$	608,115
Total other liabilities	\$_	608,115
Net assets:		
Unrestricted	\$	477,919
Temporarily restricted		76,369
Total net assets	\$_	554,288
Total liabilities and net assets	\$_	1,250,214

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEAR ENDED DECEMBER 31, 2011

Public support and revenue:	-	Total	<u>.</u>	Unrestricted	-	Temporarily Restricted
Public support:						
Contributions	\$	360,931	\$	229,202	\$	131,729
Federal grants	т.	1,554,963	т.	1,554,963	Τ.	-
United Way		10,969		10,969		_
Total public support	\$_	1,926,863	\$_	1,795,134	\$	131,729
Revenue:						
Contract income	\$	37,145	\$	37,145	\$	-
Interest income		442		442		
Annual event		59,607		59,607		-
Fund raising event		28,748		28,748		
Client fees		30,173		30,173		-
Sales to the public		23,291		23,291		
Total revenues	\$_	179,406	\$	179,406	\$	
Total public support and revenue	\$_	2,106,269	\$_	1,974,540	\$	131,729
Net assets released from restriction	\$	-	\$	287,131	\$	(287,131)
Expenses:						
Program services	\$	2,091,341	\$	2,091,341	\$	-
Management & general		200,372		200,372		-
Fund raising		22,889		22,889		-
Total expenses	\$_	2,314,602	\$_	2,314,602	\$	==
Increase (decrease) in net assets	\$	(208,333)	\$	(52,931)	\$	(155,402)
Net assets, December 31, 2010		762,621	_	530,850	-	231,771
Net assets, December 31, 2011	\$_	554,288	\$_	477,919	\$	76,369

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

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) SCHEDULE OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2011

		PROGRAM SERVICES	ANAGEMENT GENERAL		FUND RAISING		TOTAL ALL PROGRAMS
Compensation expense:							
Salaries	\$	893,110	\$ 112,556	\$	7,848	\$	1,013,514
Employee benefits		12,787	-		-		12,787
Payroll taxes		79,848	10,189		681		90,718
Total compensation expense	\$_	985,745	\$ 122,745	\$_	8,529	\$_	1,117,019
Other expenses:							
Assistance to clients	\$	316,123	\$ -	\$	-	\$	316,123
Dues & subscriptions		1,300	370		-		1,670
Depreciation		92,116	56,506		-		148,622
Event expense		52,434	•		-		52,434
Fund raising event		-	-		13,939		13,939
Insurance		36,971	156		-		37,127
Interest		34,006	631		-		34,637
Miscellaneous		1,219	1,118		-		2,337
Occupancy expense		222,977	13,277		-		236,254
Professional fees		151,086	•		2		151,088
Staff training		4,654	-		-		4,654
Supplies and general		151,567	4,664		419		156,650
Telephone		14,338	905		-		15,243
Travel		26,805	•		-		26,805
Total other expenses	\$_	1,105,596	\$ 77,627	\$_	14,360	\$	1,197,583
Total expenses	\$_	2,091,341	\$ 200,372	\$_	22,889	\$_	2,314,602

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION FOR NOT PROFIT) STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2011

Cash flows from operating activities: Change in net assets	\$	(208,333)
Adjustments to reconcile change in net assets to net cash used by operating activities:		
Depreciation		148,622
Donated fixed assets		(15,250)
Decrease in accounts receivable		50,000
Increase in grant funds receivable		(6,158)
Increase in prepaid expenses		(10,134)
Decrease in accounts payable		(48,247)
Increase in accrued compensation		6,706
Net cash used by operating activities	\$	(82,794)
Cash flows from financing activities:		
Repayment of loans from banks	\$	(18,939)
	4 005-201	
Net cash used by financing activities	\$	(18,939)
Cash flows from investing activities:		
Purchase of property and equipment	\$	(33,625)
r dichase of property and equipment	Ψ	(33,023)
Net cash used by investing activities	\$	(33,625)
	Christ Hone	
Net decrease in cash	\$	(135,358)
Cash, beginning of period	-	299,853
Cash, end of period	\$	164,495
Oasii, elia di perioa	Ψ <u></u>	104,433
Supplemental information:		
Cash paid for interest expense	\$	34,637
	tonominanos tonominanos	

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

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION-NOT FOR PROFIT) SCHEDULE OF SUPPORT AND REVENUE FOR THE YEAR ENDED DECEMBER 31, 2011

U.S. Department of Veterans Affairs	\$	671,463
U.S. Department of Labor		823,500
U.S. Department of Housing and Urban Development		60,000
United Way		10,969
Metropolitan Nashville Development and Housing Agency		37,145
Contributions and assessments from:		
Annual OSDN event		59,607
Client fees		30,173
Interest income		442
Fund raising event		28,748
Sales to the public		23,291
Other monetary contributions		227,464
Other nonmonetary contributions	_	133,467
	\$	2,106,269

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2011

(1) ACCOUNTING POLICIES:

<u>Standards of Accounting and Financial Reporting</u> – The Agency follows the standards of accounting and financial reporting as reflected in the AICPA Audit and Accounting Guide *Not-for-Profit Organizations*.

In accordance with these standards, all expenses are allocated into functional categories, dependent upon the ultimate purpose of the expenditure.

<u>Fixed Assets</u> – Land, buildings, and equipment are stated at cost. Depreciation of fixed assets is calculated by the straight-line method over the estimated useful lives of the assets. Donated fixed assets are recorded at their fair market value at the date of donation.

<u>Estimates</u> – The preparation of financial statements in conformity with the generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

(2) ORGANIZATION & GENERAL:

Operation Stand Down Nashville, Inc., (The Agency) was formed to assist military veterans in need of employment, medical treatment, legal assistance, sleeping quarters and other services from community and social service agencies.

(3) TAX STATUS:

The Agency is a nonprofit organization, exempt from income tax under Section 501 (c) 3 of the U.S. Internal Revenue Code. Contributions to the Agency qualify for the 50 percent charitable contributions limitation. The Agency's tax returns for the years 2008, 2009 and 2010 are subject to routine audit by the Internal Revenue Service.

(4) NOTES PAYABLE:

Notes payable as of December 31, 2011 were as follows:

			Current Portion		Non- Current Portion
Line of credit payable to Renasant Bank, intesecured by furniture, equipment and vehicles, maximum availability of \$50,000.		\$	-	\$	-
Note payable to Renasant Bank, 5.25%, due installments of \$4,411.44, including interest, the September, 2015, with a balloon payment of \$0ctober, 2015, secured by substantially all the	hrough 544,086 due				
real estate.	agency 5		20,425		608,115
		<u>\$</u>	20,425	:	<u>\$ 608,115</u>
Future maturities of notes payable are as follo	ows:				
Year ended December 3	81,				
20	12 \$	20,4	25		
20	13	21,5			
20		22,6			
20		563,9	09		
20		-			
Thereaft	er	-			

(5) SIGNIFICANT FUNDING SOURCES:

Operation Stand Down Nashville, Inc., receives a major portion of its funds from Federal grants and contracts from independent agencies for the conduct of its programs. A major reduction of funds from one of the grantor agencies, should this occur, would have a material effect on the programs and the financial position of the Agency.

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(6) <u>LEASES</u>:

The agency currently operates from a facility leased under an agreement expiring in April, 2014. Rents paid under this lease amounted to \$69,333 in 2011.

Future minimum lease commitments are as follows:

2012 \$ 71,413 2013 73,556 2014 31,025

(7) <u>SUBSEQUENT EVENTS</u>:

The Agency has evaluated subsequent events through January 27, 2012, the date which the financial statements were available to be issued. No events have occurred which would have a material effect on the financial statements of the Agency as of that date.

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REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the financial statements of Operation Stand Down Nashville, Inc. as of and for the year ended December 31, 2011, and have issued my report thereon dated January 27, 2012. I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing my audit, I considered Operation Stand Down Nashville's internal control over financial reporting as a basis for designing my auditing procedures for the purpose of expressing my opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Operation Stand Down Nashville's internal control over financial reporting. Accordingly, I do not express an opinion on the effectiveness of the Company's internal control over financial reporting.

A control deficiency exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect misstatements on a timely basis. A significant deficiency is a control deficiency, or combination of control deficiencies, that adversely affects the company's ability to initiate, authorize, record, process, or report financial data reliably in accordance with generally accepted accounting principles, such that there is more than a remote likelihood that a misstatement of the company's financial statements that is more than inconsequential will not be prevented or detected by the company's internal control.

A material weakness is a significant deficiency, or combination of significant deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected by the company's internal control.

My consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses. I did not identify any deficiencies in internal control over financial reporting that I consider to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Operation Stand Down Nashville's financial statements are free of material misstatement, I performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of my audit, and accordingly, I do not express such an opinion. The results of my tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of management, the Veterans Administration and the U. S. Departments of Labor and Housing & Urban Departments. However, this report is a matter of public record, and its distribution is not limited.

January 27, 2012

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REPORT ON COMPLIANCE WITH REQUIREMENTS APPLICABLE TO EACH MAJOR PROGRAM AND INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH OMB CIRCULAR A-133

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the compliance of Operation Stand Down Nashville, Inc., with the types of compliance requirements described in the U.S. Office of Management and Budget (OMB) Circular A-133 Compliance Supplement that is applicable to its major federal program for the year ended December 31, 2011. Operation Stand Down Nashville, Inc.'s major federal program is identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts and grants applicable to its major federal program is the responsibility of Operation Stand Down Nashville, Inc. management. My responsibility is to express an opinion on Operation Stand Down Nashville, Inc.'s compliance based on my audit.

I conducted my audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States; OMB Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations. Those standards and OMB Circular A-133 require that I plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about Operation Stand Down Nashville, Inc., compliance with those requirements and performing such other procedures, as I considered necessary in the circumstances. I believe that my audit provides a reasonable basis for my opinion. My audit does not provide a legal determination on Operation Stand Down Nashville, Inc.'s compliance with those requirements.

In my opinion, Operation Stand Down Nashville, Inc. complied, in all material respects, with the requirements referred to above that are applicable to its major federal programs for the year ended December 31, 2011.

Internal Control Over Compliance

The management of Operation Stand Down Nashville, Inc. is responsible for establishing and maintaining effective internal control over compliance with requirements of laws, regulations, contracts and grants applicable to federal programs. In planning and performing my audit, I considered Operation Stand Down Nashville, Inc. internal control over compliance with requirements that could have a direct and material effect on a major federal program in order to determine my auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133.

My consideration of the internal control over compliance would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that noncompliance with applicable requirements of laws, regulations, contracts and grants that would be material in relation to a major federal program being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. I noted no matters involving the internal control over compliance and its operation that I consider to be material weaknesses.

This report is intended for the information of The Board of Directors, management and federal awarding agencies. However, this report is a matter of public record and its distribution is not limited.

January 27, 2012

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INDEPENDENT AUDITOR'S REPORT ON SCHEDULE OF FEDERAL AWARDS

To the Board of Directors Operation Stand Down Nashville, Inc. Nashville, Tennessee

I have audited the financial statements of Operation Stand Down Nashville, Inc., (a Tennessee Corporation – Not For Profit) for the year ended December 31, 2011 and have issued my report thereon dated January 27, 2012. These financial statements are the responsibility of the management of Operation Stand Down Nashville, Inc. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that I 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 general-purpose financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. I believe that my audit provides a reasonable basis for my opinion.

My audit was made for the purpose of forming an opinion on the financial statement of Operation Stand Down Nashville, Inc., taken as a whole. The accompanying Schedule of Federal Awards is presented for purposes of additional analysis as required by the U.S. Office of Management and Budget Circular A-133, Audits of States, Local Governments and Non-Profit Organizations, and is not a required part of the basic financial statements. Such information had been subjected to the auditing procedures applied in the audit of the basic financial statements and, in my opinion, is fairly stated, in all material respects, in-relation to the basic financial statements taken as a whole.

January 27, 2012

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION FOR NOT PROFIT) SCHEDULE OF FEDERAL AWARDS FOR THE YEAR ENDED DECEMBER 31, 2011

CFDA NUMBER	PROGRAM		SALANCE EC. 31, 201	·	CASH RECEIPTS		TRANSFERS IN
	FEDERAL						
	TYPE A PROGRAMS						
97.024	Veterans Administration						
	01-004-SVC	\$	(9,516)	\$	135,807	\$	-
	Veterans Administration						
	01-004-TN		(30,428)		400,678		-
	Veterans Administration						
	05-6-TN	-	(10,680)		128,820		
	Total 97.024	\$	(50,624)	\$	665,305	\$	-
17.804	Department of Labor	-				•	
	HV-19160-HVO	\$		\$	143,500	\$	-
	HV-19160-HVO MOD1	·	-	•	143,000	•	-
	VW-20702-10-60-5-47		_		290,000		-
	VW-20702-10-60-5-47 MOD1		-		247,000		
	Total 17.804	\$		\$	823,500	\$	
	Total Type A Programs	\$_	(50,624)	\$	1,488,805	. \$	<u>-</u>
	TYPE B PROGRAMS						
14.231	Department of Housing & Urban Develo	nmei	nt				
14.231	TN0057B4J041003	9111C. \$	_	\$	30,000	\$	_
	TN57B4J040802	Ψ	_	Ψ	30,000	Ψ	_
	Total 14.231	\$	_	\$	60,000	\$	
	Total Type B Programs	\$ _		\$	60,000	\$	-
	Total Federal Funds	\$_	(50,624)	\$	1,548,805	\$	
	Total Grant Funds	\$_	(50,624)	\$	1,548,805	\$	-

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

	OTHER ODITIONS	() -	<u>EXPENDITURES</u>		PAID TO SRANTOR	T	RANSFERS OUT	<u>D</u> 1	OTHER EDUCTIONS		BALANCE EC. 31, 2011
\$	-	\$	135,926	\$	-	\$	-	\$	-	\$	(9,635)
	-		406,116		-				-		(33,368)
-	_		129,421				-	_		-	(11,281)
\$_	-	\$	671,463	\$_	-	\$	-	\$_	-	\$_	(56,782)
\$	-	\$	143,500 143,000 290,000	\$	- -	\$		\$		\$	
\$ _	-	\$	247,000 823,500	\$_		\$	-	\$_		\$]	
\$_	-	\$	1,494,963	\$_	-	\$		\$_	-	\$.	(56,782)
\$	-	\$	30,000 30,000	\$	-	\$	-	\$	-	\$	-
\$_	-	\$		\$_	-	\$	=	\$		\$	
\$_	-	\$	60,000	\$_	-	\$	-	\$_		\$.	M.
\$_	-	\$	1,554,963	\$_	-	\$	-	\$_		\$.	(56,782)
\$_	-	\$	1,554,963	\$ _	•	\$	-	\$_		\$.	(56,782)

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO SCHEDULE OF FEDERAL AWARDS FOR THE YEAR ENDED DECEMBER 31, 2011

(1) ACCOUNTING POLICIES:

The books and records supporting the Schedule of Federal Awards are maintained on the accrual basis of accounting, whereby revenues are recorded as earned, and expenses are recorded as incurred.

OPERATION STAND DOWN NASHVILLE, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) SCHEDULE OF FINDINGS AND QUESTIONED COSTS FOR THE YEAR ENDED DECEMBER 31, 2011

- 1) Summary of the auditor's results:
 - i) Type of independent auditor's report issued unqualified.
 - ii) Reportable conditions in internal control none noted in the course of the audit.
 - iii) Evidence of material noncompliance none noted in the course of the audit.
 - iv) Reportable conditions in internal control over major programs none.
 - v) Type of report issued on compliance for major programs unqualified.
 - vi) Audit findings which are required to be reported under OMB Circular A-133, Sect. 510(a) none.
 - vii) Type A programs identified:

CFDA#	Grantor Agency	Grant Number
97.024	Veterans Administration	01-004-TN
97.024	Veterans Administration	05-6-TN
97.024	Veterans Administration	01-004-SVC
17.804	Department of Labor	HV 19160-HVO
17.804	Department of Labor	HV 19160-HVO MOD1
17.804	Department of Labor	VW 20702-10-60-5-47
17.804	Department of Labor	VW 20702-10-60-5-47 MOD1

- viii) Dollar threshold used to distinguish between Type A and Type B programs: \$300,000.
- ix) The auditee qualifies as a low-risk auditee under OMB Circular A-133, Sect. 530.
- 2) Findings relating to the financial statement, which are required to be reported under Generally Accepted Governmental Auditing Standards none.

3)	Findings and questioned costs for Federal awards including audit findings as defined under OMB Circular A-133, Sect. 510 – none.