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

FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

(Together with Independent Auditor's Report)

David P. Guenther

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GOODLETTSVILLE, TENNESSEE 37072

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, 2019 and 2018, 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, 2019 and 2018, 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

September 23, 2019

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FINANCIAL POSITION JUNE 30, 2019 AND 2018

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		Without Donor Restrictions		With		
				Donor		
				Restrictions		Total
AS	SET	rs				
Current assets:	•	(8 (88	•	4.04	Φ.	<0.554.0
Cash	\$	67,677	3	2,036	\$	69,713
Certificates of deposit		-		5,584		5,584
Investments		1,074,577		43,400		1,117,977
Prepaid expenses	_	2,149	_	-		2,149
Total current assets	\$ _	1,144,403	. \$	51,020	· \$ _	1,195,423
Property, building, and equipment, net of						
accumulated depreciation of \$729,668	\$_	565,171	\$	-	\$_	565,171
Total assets	\$	1,709,574		51,020	S	1,760,594
_ 5000 002500	~=	2,,,,,,,,,	= ~ :		· ¯ =	
<u>LIABILITIES A</u>	ND	NET ASSET	<u>'S</u>			
Current liabilities:						
Accounts payable	\$	2,055	\$	-	\$	2,055
Accrued property tax		4,411		-	_	4,411
Total current liabilities	\$_	6,466	\$		\$_	6,466
Total liabilities	\$	6,466	S	_	\$	6,466
TOWN IMPORTATION	Ψ-	0,100	. ~ .			0,100
Net assets:						
Without donor restrictions	\$	1,703,108	\$	-	\$	1,703,108
With donor restrictions		-		51,020		51,020
Total net assets	\$_	1,703,108	\$	51,020	\$_	1,754,128
Total liabilities and net assets	\$	1,709,574	\$	51,020	\$	1,760,594
	_		: :	, .	_	

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		Without Donor Restrictions	With Donor Restrictions		Total
	ASSET	<u>rs</u>			
Current assets:					
Cash	\$	83,170	\$	318 \$	83,488
Certificates of deposit		-		5,545	5,545
Investments		1,049,546	4	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	\$	593,413	\$	- \$	593,413
•	_			•	
Total assets	\$ _	1,728,253	\$	<u>46,568</u> \$	1,774,821
<u>LIABILITIE</u>	S AND	NET ASSET	<u>s</u>		
Current liabilities:					
Accounts payable	\$	2,059	\$	- \$	2,059
Accrued property tax		4,411		-	4,411
Total current liabilities	s _	6,470	\$	\$	6,470
Total liabilities	\$_	6,470	\$	\$	6,470
Net assets:					
Without donor restrictions	\$	1,721,783	\$	- \$	1,721,783
With donor restrictions		-		16,568	46,568
Total net assets	\$_	1,721,783	\$	\$ \$	1,768,351
Total liabilities and net assets	\$_	1,728,253	\$	16,568 \$	1,774,821

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

2019

		Without Donor Restrictions	-	With Donor Restrictions	_	Total
Revenues, gains, and other support:						
Contributions	\$	30,586	\$,	\$	45,228
Grant income		-		42,144		42,144
Rental income		68,098		-		68,098
Investment income		36,899		2,372		39,271
Net assets released from restrictions:						
Satisfaction of program restrictions	-	48,529	_	(48,529)	_	-
Total revenues, gains, and other						
support	\$.	184,112	\$	10,629	\$_	194,741
Expenses:						
Program services	\$	174,836	\$	-	\$	174,836
Management and general		39,591		-		39,591
Fund raising expenses	_	2,074	_	-		2,074
Total expenses	\$.	216,501	\$	-	\$_	216,501
Excess (deficit) of revenue and support over expense	\$	(32,389)	\$	10,629	\$	(21,760)
Transfer of net assets to the Community						
Foundation (Note 8)		-		(6,500)		(6,500)
Unrealized (loss) gain on investments	_	13,714	-	323		14,037
Increase (Decrease) in net assets	\$	(18,675)	\$	4,452	\$	(14,223)
Net assets at beginning of year	-	1,721,783	_	46,568		1,768,351
Net assets at end of year	\$	1,703,108	\$	51,020	\$_	1,754,128

<u>2018</u>

		Without Donor Restrictions	 With Donor Restrictions		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	\$	175,041	\$ -	\$	175,041
Management and general		46,895	-		46,895
Fund raising expenses		1,884	-		1,884_
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	. <u>.</u>	1,810,419
Net assets at end of year	\$_	1,721,783	\$ 46,568	\$ =	1,768,351

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

2019

	Management						
	•	Program Services		and General	. .	Fund Raising	Total
Salaries	\$	82,776	\$	8,154	\$	1,750 \$	92,680
Screening expenses		11,258		-		-	11,258
Building utilities and expenses		21,925		5,481		-	27,406
Accounting		=		5,180		=	5,180
Property taxes		7,058		1,764		_	8,822
Telephone		6,927		1,732			8,659
Payroll taxes		6,332		624		134	7,090
Supplies		1,034		429		→	1,463
Investment fees		-		9,581		-	9,581
Meetings		340		85		190	615
Taxes and licenses		-		400		-	400
Freight and postage		94		24		-	118
Miscellaneous		-		la e		-	-
Total expenses before depreciation	\$	137,744	\$	33,454	\$	2,074 \$	173,272
Depreciation		37,092		6,137		<u></u>	43,229
	\$	174,836	_\$_	39,591	_\$;	2,074 \$	216,501
		81%		18%		1%	100%

<u>2018</u>

			ľ	Management	t			
		Program		and		Fund		
		Services		General		Raising	_	Total
Salaries	\$	82,776	2	8,154	\$	1,750	\$	92,680
	φ	8,414	T.	0,154	Ψ	1,700	Ψ	8,414
Screening expenses		•		- (722				•
Building utilities and expenses		26,893		6,723		-		33,616
Accounting		-		5,280		-		5,280
Property taxes		7,001		1,750		-		8,751
Telephone		6,044		1,511		-		7,555
Payroll taxes		6,332		624		134		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
Miscellaneous		-				-		
Total expenses before depreciation	\$	138,830	\$	41,081	\$	1,884	\$	181,795
Depreciation		36,211		5,814		-	_	42,025
	\$	175,041	_\$_	46,895	\$	1,884	\$_	223,820
		78%		21%		1%		100%

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION - NOT FOR PROFIT) STATEMENT OF CASH FLOWS FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

		2019	2018
Operating activities:	_		
Increase (decrease) in net assets	\$	(14,223) \$	(42,068)
Adjustments to reconcile increase (decrease) in net assets to			
net cash provided by (used for) operating activities:			
Depreciation		43,229	42,025
Unrealized (gain) loss on investments		(14,032)	7,509
Changes in operating assets and liabilities:		` , ,	,
(Increase) decrease in prepaid expenses		(25)	27
Increase (decrease) in accounts payable and accrued expension	nses_	<u>(4)</u>	(782)
Net cash provided by (used for) operating activities	\$_	14,945 \$	6,711
Investing activities:			
(Purchase) sale of investments, net		(13,694)	(35,080)
(Increase) decrease in certificates of deposit		(39)	262
Purchase of furniture, fixtures, and equipment		(14,987)	_
Net cash provided by (used for) investing activities	\$_	(28,720) \$	(34,818)
Increase (decrease) in cash	\$	(13,775) \$	(28,107)
Cash at beginning of year		83,488	111,595
Cash at end of year	\$_	69,713 \$	83,488

TENNESSEE LIONS CHARITIES, INC. (A TENNESSEE CORPORATION – NOT FOR PROFIT) NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

(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 Eve Center (Eve 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, 2019, volunteers using the latest specially designed vision screening equipment designed for preschool children have screened approximately 613,586 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 958-205-05-4. Under ASC 958-205-05-4, the Organization is required to report information regarding its financial position and activities according to two classes of net assets: without donor restrictions and with donor restrictions. A description of the two net asset categories follows:

Without Donor Restrictions — Net assets that are not subject to donor-imposed restrictions. Net assets without donor restrictions may be designated for specific purposes by action of the Board of Directors.

With Donor Restrictions – 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, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the Statements of Activities and Changes in Net Assets as net assets released from restrictions.

<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, 2019 and 2018, 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 2019 and 2018 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, 2019 and 2018, 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, 2019 and 2018.

<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, 2019, 2018 and 2017 are subject to routine audit by federal authorities.

Contributed Services – 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	2019			2	018	
	_	Market		Cost	_	Market	_	Cost
Cash and cash equivalents Mutual funds - Fixed income Mutual funds - Equity	\$	58,428 219,591 839,958	\$ _	58,428 214,549 808,468	\$	58,362 186,651 845,238	\$	58,362 187,640 800,843
	\$_	1,117,977	\$_	1,081,445	\$_	1,090,251	\$_	1,046,845
				2019		2018		
Market value			\$	1,117,977		1,090,251		
Cost			_	1,081,445	_	1,046,845		
Unrealized gain (loss)			\$ <u></u>	36,532	\$ _	43,406		
Investment income			\$	67,021	\$	48,629		
Investment fees			_	(9,581)		(15,464)		
			\$	57,440	\$_	33,165		

(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, 2019 and 2018, respectively:

Fair Value Measurements at June 30, 2019

		Fair Value	Quoted Market Prices (Level 1)
Financial Assets:	•		
Investments, at fair value			
Cash and cash equivalents	\$	58,428	\$ 58,428
Mutual funds - Fixed income		219,591	219,591
Mutual funds - Equity		839,958	839,958
	\$	1,117,977	\$ 1,117,977

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 - Fixed income		186,651	186,651
Mutual funds - Equity	_	845,238	845,238
	\$]	1,090,251	\$ 1,090,251
Mutual funds - Fixed income	_	186,651 845,238	186,65 845,23

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, 2019 and 2018:

	2019		2018
\$	240,000	\$	240,000
	885,482		870,495
	169,357		169,357
\$	1,294,839	\$	1,279,852
	(729,668)		(686,439)
\$ _	565,171	\$_	593,413
	\$ 	\$ 240,000 885,482 169,357 \$ 1,294,839 (729,668)	\$ 240,000 \$ 885,482 169,357 \$ 1,294,839 \$ (729,668)

(5) **LEASING ARRANGEMENTS:**

The Organization leases office space to an unrelated third party under an operating lease expiring September, 2022. Minimum future rentals to be received for the 5 years ending June 30 under this lease is as follows:

	=	
	\$_	165,325
2023	_	8,701
2022		52,208
2021		52,208
2020	\$	52,208

(6) TEMPORARILY RESTRICTED NET ASSETS:

Temporary restricted net assets are available for the following purposes:

	2019		2018	
KidSight Outreach	\$	_	\$	-
Screening equipment		1,000		-
Endowment transfer		2,000		1,000
Leadership recognition		48,020		45,568
	\$	51,020	\$	46,568

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

	2019		 2018	
KidSight Outreach	\$	42,269	\$ 37,713	
Screening equipment	<u> </u>	6,260	_	
	\$	48,529	\$ 37,713	

(7) CONCENTRATIONS OF CREDIT RISK:

The majority of the Organization's revenue is derived from individuals, corporations, and Lions Clubs organizations located in Tennessee. No single source contributed more than 10% of total revenues, gains, and other support for the years ended June 30, 2019 and 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, 2019 and 2018 amounted to \$25,000 and \$24,600.

During the years ended June 30, 2019 and 2018, \$6,500 and \$9,250 were transferred to this fund. Additional designated donations of \$7,500 and \$10,500 (net of donor recognition expenses of \$368 and \$179) were also received.

(9) SUBSEQUENT EVENTS:

The Organization has evaluated subsequent events through September 23, 2019, 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.