

MUSICIANS ON CALL, INC.

**FINANCIAL STATEMENTS
AND AUDITOR'S REPORT**

DECEMBER 31, 2013

MUSICIANS ON CALL, INC.

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Independent Auditor's Report

**Board of Directors
Musicians on Call, Inc.**

Report on the Financial Statements

We have audited the accompanying financial statements of Musicians on Call, Inc. which comprise the balance sheet as of December 31, 2013, and the related statements of activities, functional expenses and cash flows for the year 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 errors.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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, we express no such opinion. An audit also includes evaluating 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Musicians on Call, Inc. as of December 31, 2013, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Musicians on Call, Inc.'s December 31, 2012 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated June 25, 2013. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2012 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Loeb & Troper LLP

August 4, 2014

MUSICIANS ON CALL, INC.

BALANCE SHEET

DECEMBER 31, 2013

(With Summarized Financial Information for December 31, 2012)

	2013	2012
ASSETS		
Cash	\$ 373,509	\$ 564,787
Investments (Note 3)	390,378	353,785
Certificates of deposit	100,488	100,027
Contributions receivable (Note 4)	229,669	73,448
Security deposits	12,550	12,550
Prepaid expenses and other receivables	2,514	6,672
Inventory	20,467	17,272
Trademark (net of accumulated amortization of \$316)	29	52
Fixed assets - net (Note 5)	46,170	61,338
	<u>1,175,774</u>	<u>1,189,931</u>
Total assets	\$ 1,175,774	\$ 1,189,931
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 227,599	\$ 38,626
Deferred revenue	36,583	21,750
	<u>264,182</u>	<u>60,376</u>
Total liabilities	264,182	60,376
Net assets (Exhibit B)		
Unrestricted		
Operating	644,395	862,144
Board designated	167,197	167,128
	<u>811,592</u>	<u>1,029,272</u>
Total unrestricted net assets	811,592	1,029,272
Temporarily restricted (Note 6)		283
Permanently restricted (Note 6)	100,000	100,000
	<u>911,592</u>	<u>1,129,555</u>
Total net assets	911,592	1,129,555
Total liabilities and net assets	\$ 1,175,774	\$ 1,189,931

See independent auditor's report.

The accompanying notes are an integral part of these statements.

MUSICIANS ON CALL, INC.

EXHIBIT B

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2013
(With Summarized Financial Information
for the Year Ended December 31, 2012)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
				2013 2012
Revenues and other support				
Contributions	\$ 483,360		\$	\$ 483,360 \$ 915,489
In-kind contributions (Notes 2 and 9)	349,565			349,565 350,228
Grants	33,167			33,167 18,349
Special events				
Less direct expenses of special events (Exhibit C)	\$ 771,438			
Management fee	(225,950)			
Investment income (Note 3)	545,488			545,488 353,724
Miscellaneous	43,500			43,500 41,000
Net assets released from restriction (Note 6)	29,554			29,554 25,262
	848			848 1,024
	283	\$ (283)		
Total revenues and other support	1,485,765	(283)		1,485,482 1,705,076
Expenses (Exhibit C)				
Program service - Facility Bedside Performances	1,069,028			1,069,028 860,339
Supporting services				
Management and general	319,086			319,086 224,773
Fund raising	315,331			315,331 343,582
Total expenses	1,703,445			1,703,445 1,428,694
Change in net assets (Exhibit D)	(217,680)	(283)		(217,963) 276,382
Net assets - beginning of year	1,029,272	283	\$ 100,000	1,129,555 853,173
Net assets - end of year (Exhibit A) (Note 6)	\$ 811,592	\$ -	\$ 100,000	\$ 911,592 \$ 1,129,555

See independent auditor's report.

The accompanying notes are an integral part of these statements.

STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2013

(With Summarized Financial Information
for the Year Ended December 31, 2012)

	Program Service	Supporting Services			Direct Cost of Special Events	Total	
	Facility Bedside Performances	Management and General	Fund Raising	Total		2013	2012
Salaries	\$ 495,604	\$ 169,441	\$ 118,808	\$ 288,249		\$ 783,853	\$ 560,352
Payroll taxes	29,790	8,253	10,461	18,714		48,504	49,092
Employee benefits	31,568	11,286	8,472	19,758		51,326	41,419
Music pharmacy	3,786					3,786	8,898
Donated professional services (Notes 2 and 9)	342,876					342,876	338,773
Professional fees	59,676	65,470	97,050	162,520		222,196	84,755
Marketing	5,064		515	515		5,579	2,983
Occupancy	33,663	7,065	9,464	16,529		50,192	49,568
Office supplies	15,821	1,771	2,559	4,330		20,151	28,912
Postage and delivery	1,571		2,125	2,125		3,696	3,655
Insurance		8,316		8,316		8,316	9,820
Printing and reproduction	1,384					1,384	1,681
Dues and subscriptions	1,076	144	215	359		1,435	4,377
Telephone	14,149	1,994	2,654	4,648		18,797	11,230
Depreciation and amortization		18,131		18,131		18,131	17,410
Space rental, catering, and set-up					\$ 225,950	225,950	89,234
Travel and entertainment	23,416	2,417	4,110	6,527		29,943	33,972
Tickets and processing fees		10,436	58,179	68,615		68,615	154,988
Investment fees		1,040		1,040		1,040	2,691
Miscellaneous	9,584	14,362	719	15,081		24,665	26,809
Total expenses	1,069,028	320,126	315,331	635,457	225,950	1,930,435	1,520,619
Less expenses deducted directly from revenues on the statement of activities							
Investment fees		(1,040)		(1,040)		(1,040)	(2,691)
Special events					(225,950)	(225,950)	(89,234)
Total expenses reported by function on statement of activities (Exhibit B)	\$ 1,069,028	\$ 319,086	\$ 315,331	\$ 634,417	\$ -	\$ 1,703,445	\$ 1,428,694

See independent auditor's report.

The accompanying notes are an integral part of these statements.

MUSICIANS ON CALL, INC.

STATEMENT OF CASH FLOWS

YEAR ENDED DECEMBER 31, 2013

Cash flows from operating activities	
Change in net assets (Exhibit B)	\$ (217,963)
Adjustments to reconcile change in net assets to net cash used by operating activities	
Depreciation and amortization	18,131
Net unrealized gain on investments	(21,357)
Decrease (increase) in assets	
Contributions receivable	(156,221)
Prepaid expenses and other receivables	4,158
Inventory	(3,195)
Increase in liabilities	
Accounts payable and accrued expenses	188,973
Deferred revenue	<u>14,833</u>
Net cash used by operating activities	<u>(172,641)</u>
Cash flows from investing activities	
Purchase of investments	(15,697)
Purchase of fixed assets	<u>(2,940)</u>
Net cash used by investing activities	<u>(18,637)</u>
Net change in cash	(191,278)
Cash - beginning of year	<u>564,787</u>
Cash - end of year	<u>\$ 373,509</u>

See independent auditor's report.

The accompanying notes are an integral part of these statements.

MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 1 - NATURE OF ENTITY

Musicians on Call, Inc. (the Organization) was founded in May 1999 with the mission of using music to promote and complement the healing process in health care facilities. The program activities consist of bedside performances by volunteer musicians and CD pharmacies (libraries) donated to facilities. The Organization is supported primarily by contributions and special events. The Organization currently conducts activities in New York, Pennsylvania, Florida, California, Maryland, Massachusetts, Washington, D.C., North Carolina, Illinois, and Tennessee.

The Organization is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting - The financial statements are prepared on the accrual basis of accounting.

Use of estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Investments - Investments are recorded at fair value. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term, based on the markets' fluctuations, and that such changes could materially affect the amounts reported in the financial statements.

Certificates of deposit - Certificates of deposit have maturity dates of more than three months and are considered investments for purposes of cash flow reporting.

Contributions receivable - Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-adjusted interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Allowance for doubtful accounts - Receivables are charged to bad debt expense when they are determined to be uncollectible based on periodic review of the accounts by management. Factors used to determine whether an allowance should be recorded include the age of the receivable and a review of payments subsequent to year end, and other factors. Interest is not accrued or recorded on outstanding receivables. Management has determined that no allowance for uncollectible accounts for contributions receivable is necessary as of December 31, 2013.

Inventory - Inventory consists of contributed compact discs (CDs) and digital versatile/video discs (DVDs) and is stated at fair value at the time of the donation and is recorded on the last-in, first-out basis.

Trademark - Trademark is stated at cost and is amortized on the straight-line method over 15 years.

Fixed assets - Fixed asset purchases are recorded at cost. Items with a cost in excess of \$500 and an estimated useful life of greater than one year are capitalized. Fixed assets are depreciated on the straight-line method over their estimated useful lives of 5 to 15 years for furniture and equipment.

Unrestricted net assets - Unrestricted net assets include funds having no restriction as to use or purpose imposed by a donor. Board-designated funds represent unrestricted funds designated by Board action for future program growth and funding of deficits.

Temporarily and permanently restricted net assets - Temporarily restricted net assets are those whose use has been restricted by donors to a specific time period or purpose. Permanently restricted net assets have been restricted by donors to be maintained in perpetuity.

Contributions - Unconditional contributions, including promises to give cash and other assets, are reported at fair value at the date the contribution is received. The gifts are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Contributed professional services - Contributed professional services are recorded at the estimated fair value of services donated by musicians and guides.

Contributed materials - Contributed materials are stated at fair value at the date of donation. The donated materials are CDs and DVDs of music used in the programs.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Management fee - This fee is recorded when earned based on services provided to an unrelated not-for-profit organization.

Music pharmacy - Music pharmacy represents compact discs of music distributed to patients at nursing homes and other health care facilities.

Advertising - It is the policy of the Organization to expense advertising costs as incurred.

Functional expenses - The costs of providing the Organization's services have been summarized on a functional basis. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Operating lease - Operating lease expense has been recorded on the straight-line basis over the life of the lease. Deferred rent is recorded where there are material differences between the fixed payment and the rent expense.

Summarized financial information for 2012 - The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Organization's financial statements for the year ended December 31, 2012, from which the summarized information was derived.

Fair Value Measurements

Fair Value Measurements establishes a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below. Level 1 inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Organization has the ability to access. Level 2 inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair Value Measurements (continued)

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability. Level 3 inputs to the valuation methodology are unobservable and significant to the fair value measurement. The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2013 as compared to those used at December 31, 2012.

Money market - Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual funds - Valued at the net asset value (NAV) of shares held at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Organization believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Uncertainty in income taxes - The Organization has determined that there are no material uncertain tax positions that require recognition or disclosure in the financial statements. Periods ending December 31, 2010 and subsequent remain subject to examination by applicable taxing authorities.

Subsequent events - Subsequent events have been evaluated through August 4, 2014, which is the date the financial statements were available to be issued.

Reclassification - The 2012 direct expenses of special events was increased by \$33,116 and fund-raising expenses were decreased by the same amount to conform to the current year's presentation.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 3 - INVESTMENTS

The following table sets forth by level, within the fair value hierarchy, the assets at fair value at December 31, 2013:

	<u>Level 1</u>
Money market	\$ <u>183,039</u>
Mutual funds	
World Allocation	19,596
Large cap	94,269
Mid cap	22,521
Corporate bond	41,609
Nontraditional bond	14,275
Multi-sector bond	<u>15,069</u>
Total mutual funds	<u>207,339</u>
Total investments	\$ <u><u>390,378</u></u>

Investment income is as follows:

Interest and dividends	\$ 9,237
Unrealized gain	<u>21,357</u>
	30,594
Investment fees	<u>(1,040)</u>
	\$ <u><u>29,554</u></u>

NOTE 4 - CONTRIBUTIONS RECEIVABLE

The Organization received promises to give which are due as follows:

2014 \$ 229,669

Four pledges in the amount of \$149,899 represent a significant portion of total contributions receivable balance as of December 31, 2013.

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MUSICIANS ON CALL, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2013

NOTE 5 - FIXED ASSETS

		<u>Estimated Useful Lives</u>
Website	\$ 77,062	5 years
Furniture and equipment	<u>58,825</u>	5-15 years
	135,887	
Accumulated depreciation and amortization	<u>(89,717)</u>	
	<u>\$ 46,170</u>	

NOTE 6 - NET ASSETS

Temporarily restricted net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes of:

Website \$ 283

Permanently restricted net assets

The Organization's permanently restricted net assets consist of individual endowment funds, permanently restricted by donors, established to support activities of the organization.

Interpretation of Relevant Law

The Board of Directors of the Organization has adopted the New York Prudent Management of Institutional Funds Act (NYPMIFA). NYPMIFA moves away from the "historic dollar value" standard, and permits charities to apply a spending policy to endowments based on certain specified standards of prudence. The Institute is now governed by the NYPMIFA spending policy, which establishes a standard maximum prudent spending limit of 7%. As a result of this interpretation, the Institute classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standards of prudence prescribed by NYPMIFA.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 6 - NET ASSETS (continued)

Return Objectives, Strategies Employed and Spending Policy

The objective of the Organization is to protect the principal endowment funds at the original amount designated by the donor while generating income for the activities of the Organization. The investment policy to achieve this objective is to invest in certificates of deposit. Investment income in relation to the endowment funds is recorded as unrestricted, since it is spent in the year that it is earned.

Funds with Deficiencies

The Organization does not have any funds with deficiencies.

Endowment Net Asset Composition by Type of Fund

As of December 31, 2013, the endowment net asset composition of \$100,000 consists of permanently donor-restricted funds.

Changes in Endowment Net Assets for the Year Ended December 31, 2013

	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning of year		\$ 100,000	\$ 100,000
Interest and dividends	\$ 488		488
Appropriation of endowment assets for expenditure	<u>(488)</u>	<u></u>	<u>(488)</u>
Endowment net assets, end of year	<u>\$ -</u>	<u>\$ 100,000</u>	<u>\$ 100,000</u>

NOTE 7 - LEASED SPACE

The Organization leases office space for the New York and Nashville offices, which expire in July 2016 and December 2014, respectively. The Nashville lease, which commenced on January 1, 2013, expires on December 31, 2014, and has a two-year renewal option (through December 31, 2016). The Organization also entered into a sublease to rent a portion of the New York office space to an unrelated entity, which is netted against rent expense. The sublease for the New York office expires on July 31, 2014. The rent expense for the year was \$55,530 (including electricity and taxes). The Organization received rental income of \$8,705 from the sublease, which was netted against expense.

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MUSICIANS ON CALL, INC.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2013

NOTE 7 - LEASED SPACE (continued)

The Organization's future minimum lease payments are as follows:

2014	\$ 54,340
2015	49,791
2016	<u>29,547</u>
	<u>\$ 133,678</u>

The Organization's future minimum lease receipts are as follows:

2014	<u>\$ 4,684</u>
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NOTE 8 - CONCENTRATIONS

From time to time, financial instruments which potentially subject the Organization to a concentration of credit risk are cash accounts with financial institutions in excess of FDIC insurance limits.

NOTE 9 - IN-KIND CONTRIBUTIONS

The Organization receives in-kind contributions for space rental, music inventory of CDs and DVDs and professional services. During 2013, in-kind contributions were received as follows:

Professional services	\$ 342,876
Music inventory of CDs and DVDs	<u>6,689</u>
	<u>\$ 349,565</u>

In-kind professional services consist of professional musicians and trained guides who perform services for the Organization's consumers. The amounts recorded are based on prevailing rates obtained from industry professionals at the estimated fair value of their services.