

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE  
AND NORTH MISSISSIPPI)**

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**CONSOLIDATED FINANCIAL STATEMENTS  
YEAR ENDED JUNE 30, 2019**

## **CONSOLIDATED FINANCIAL STATEMENTS**

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## **INDEPENDENT AUDITOR'S REPORT**

The Board of Directors  
Planned Parenthood Greater Memphis Region  
(dba Planned Parenthood of Tennessee and North Mississippi)  
Memphis, Tennessee

We have audited the accompanying consolidated financial statements of Planned Parenthood Greater Memphis Region (dba Planned Parenthood of Tennessee and North Mississippi) ("PPTNM") (a nonprofit organization) which comprise the consolidated statements of financial position as of June 30, 2019, and the related consolidated statements of activities, functional expenses and of cash flows for the year then ended, and the related notes to the consolidated financial statements.

### ***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditor's Responsibility***

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of PPTNM as of June 30, 2019, 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.

### ***Change in Accounting Principle***

As discussed in Note 12 to the consolidated financial statements, management of PPTNM has adopted the provisions of Accounting Standards Update ("ASU") 2016-14 - *Not-For-Profit entities (Topic 958): Presentation of Financial Statements of Not-For-Profit Entities*. Our opinion is not modified for this matter.

*Whitehorn Tankersley & Davis, PLLC*

November 16, 2019  
Memphis, Tennessee

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION  
JUNE 30, 2019**

***ASSETS***

**CURRENT ASSETS**

Cash and cash equivalents .....	\$ 8,614,126
Investments - certificates of deposit .....	273,428
Investments .....	127,068
Grants receivable .....	46,677
Trade accounts and other receivables .....	675,031
Inventory .....	295,247
Prepaid expenses and other .....	67,955
<b>TOTAL CURRENT ASSETS .....</b>	<b><u>10,099,532</u></b>

<b>PROPERTY AND EQUIPMENT, net .....</b>	<b><u>11,452,520</u></b>
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**OTHER ASSETS**

Beneficial interest in assets held by the Community	
Foundation of Greater Memphis .....	4,891,129
Cash surrender value of donor life insurance .....	39,777
Deposits .....	3,000
	<u>4,933,906</u>

<b>TOTAL ASSETS .....</b>	<b><u>\$ 26,485,958</u></b>
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***LIABILITIES AND NET ASSETS***

**CURRENT LIABILITIES**

Accounts payable .....	\$ 242,886
Accrued and withheld liabilities .....	309,668
Deferred grant revenue .....	615,006
<b>TOTAL CURRENT LIABILITIES .....</b>	<b><u>1,167,560</u></b>

**NET ASSETS**

Without donor restrictions	
Undesignated .....	19,356,034
Undesignated - TAPP .....	53,874
Board-designated endowment .....	4,891,129
With donor restrictions .....	1,017,361
<b>TOTAL NET ASSETS .....</b>	<b><u>25,318,398</u></b>

<b>TOTAL LIABILITIES AND NET ASSETS .....</b>	<b><u>\$ 26,485,958</u></b>
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See notes to consolidated financial statements

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
CONSOLIDATED STATEMENTS OF ACTIVITIES  
YEAR ENDED JUNE 30, 2019**

**NET ASSETS - WITHOUT DONOR RESTRICTIONS**

**Support and Revenue**

Private gifts and grants .....	\$ 5,091,300
Contributions - TAPP .....	169,384
Patient fees .....	6,974,393
Special events .....	(9,118)
Income from beneficial interest in assets held by the Community Foundation of Greater Memphis .....	118,718
Change in value of beneficial interest in assets held by the Community Foundation of Greater Memphis .....	16,554
Interest and dividend income .....	4,418
Rental income .....	625,731
Unrealized gain (loss) .....	7,043
Change in cash surrender value life insurance .....	(381)
<b>Total support and revenue .....</b>	<b><u>12,998,042</u></b>

**Reclassifications**

Net assets released from restrictions - satisfaction of time and/or purpose restrictions .....	<u>2,307,663</u>
<b>Total support and revenue and reclassifications .....</b>	<b><u>15,305,705</u></b>

**Expenses**

Patient services .....	7,592,788
Education .....	647,955
Advocacy .....	429,830
TAPP .....	306,088
<b>Total program services .....</b>	<b><u>8,976,661</u></b>
Development and fundraising .....	790,296
General and administrative .....	845,145
<b>Total support services .....</b>	<b><u>1,635,441</u></b>
<b>Total expenses .....</b>	<b><u>10,612,102</u></b>

<b>CHANGE IN NET ASSETS - WITHOUT DONOR RESTRICTIONS .....</b>	<b><u>4,693,603</u></b>
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See notes to consolidated financial statements



**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
CONSOLIDATED STATEMENTS OF ACTIVITIES - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NET ASSETS - WITH DONOR RESTRICTIONS**

**Support and Revenue**

Contributions .....	\$ 1,017,361
<b>Total support and revenue .....</b>	<b><u>1,017,361</u></b>

**Reclassifications**

Net assets released from restrictions .....	(2,307,663)
<b>Total support and revenue and reclassifications .....</b>	<b><u>(1,290,302)</u></b>

**CHANGE IN NET ASSETS - WITH DONOR RESTRICTIONS .....** (1,290,302)

**INCREASE IN NET ASSETS .....** 3,403,301

**NET ASSETS**

Beginning of year as previously stated .....	21,784,519
Adjustment of beginning of year for consolidation of TAPP net assets .....	<u>130,578</u>
Beginning of year net assets, as restated .....	<u>21,915,097</u>
 End of year .....	 <u><u>\$ 25,318,398</u></u>

See notes to consolidated financial statements



**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES  
YEAR ENDED JUNE 30, 2019**

	<u>PATIENT SERVICES</u>	<u>EDUCATION</u>	<u>PATIENT ADVOCACY</u>	<u>TAPP</u>	<u>DEVELOPMENT AND FUND- RAISING</u>	<u>GENERAL AND ADMINISTRATION</u>	<u>TOTAL</u>
<b>Expenses</b>							
Salaries .....	\$ 2,581,783	\$ 292,077	\$ 295,739	\$ 105,742	\$ 447,041	\$ 191,235	\$ 3,913,617
Fringe benefits .....	434,210	53,603	46,100	-	74,338	35,418	643,669
Total salaries and fringe benefits .....	3,015,993	345,680	341,839	105,742	521,379	226,653	4,557,286
Advertising .....	10,050	44,918	2,670	24,700	37,909	-	120,247
Advocacy / Community affairs .....	-	-	6,481	-	-	2,300	8,781
Bad debt .....	128,849	-	-	-	-	-	128,849
Bank charges and credit card fees .....	69,912	-	-	177	-	390	70,479
Computer and internet expense .....	-	-	-	275	-	-	275
Dues, subscriptions and licenses .....	32,384	720	3,870	827	11,646	5,637	55,084
Equipment rental and maintenance .....	158,946	19,338	18,200	-	45,241	52,543	294,268
Events and conferences .....	-	-	-	2,842	-	-	2,842
General insurance .....	-	-	-	1,405	-	160	1,565
Interest .....	994	-	-	-	-	34,566	35,560
Lab, drug, medical and birth control supplies .....	2,117,356	-	-	-	-	-	2,117,356
Meals .....	-	-	-	2,415	-	-	2,415
Miscellaneous .....	29,257	776	6,466	-	2,838	1,966	41,303
Occupancy .....	196,416	-	-	-	45,299	29,068	270,783
Office supplies .....	119,538	95,181	27,540	8,371	-	8,596	259,226
Outside lab and medical services .....	205,828	-	-	-	-	-	205,828
PAC electoral expense .....	-	-	-	16,725	-	-	16,725
Patient liability insurance .....	210,165	-	-	-	-	-	210,165
Personnel recruitment .....	9,009	62	660	-	591	271	10,593
Postage and delivery .....	5,864	664	456	10,529	21,012	327	38,852
Printing and pamphlets .....	6,622	2,563	2,310	1,331	51,661	157	64,644
Professional fees .....	774,928	111,147	1,110	86,757	2,221	12,238	988,401
Rent .....	-	-	-	11,593	-	-	11,593
Repairs .....	-	-	-	2,519	-	-	2,519
Telephone .....	49,733	7,291	-	4,899	7,748	11,162	80,833
Travel and mileage .....	118,102	19,615	18,228	24,981	42,751	3,059	226,736
842 Rental building management .....	-	-	-	-	-	363,771	363,771
PPMET acquisition expenses .....	-	-	-	-	-	10,839	10,839
Total functional expenses before depreciation .....	7,259,946	647,955	429,830	306,088	790,296	763,703	10,197,818
Depreciation .....	332,842	-	-	-	-	45,861	378,703
842 Rental building depreciation .....	-	-	-	-	-	35,581	35,581
	332,842	-	-	-	-	81,442	414,284
<b>Total expenses</b> .....	<u>\$ 7,592,788</u>	<u>\$ 647,955</u>	<u>\$ 429,830</u>	<u>\$ 306,088</u>	<u>\$ 790,296</u>	<u>\$ 845,145</u>	<u>\$ 10,612,102</u>

See notes to consolidated financial statements

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
CONSOLIDATED STATEMENT OF CASH FLOWS  
YEAR ENDED JUNE 30, 2019**

**CASH FLOWS FROM OPERATING ACTIVITIES**

Increase in net assets .....	\$ 3,403,301
Depreciation .....	414,284
Change in value of beneficial interest in assets held by the Community Foundation of Greater Memphis .....	(135,272)
Change in cash surrender value donor insurance .....	381
Non-cash stock contribution .....	(1,232,362)
Unrealized (gain) loss in investments .....	(7,043)
Bad debt provision .....	128,849
Changes in assets and liabilities:	
Grants receivable .....	(25,393)
Trade accounts receivable .....	(26,242)
Promises to give .....	1,168,450
Inventory .....	91,751
Prepaid expenses and other .....	(13,642)
Accounts payable .....	65,753
Accrued and withheld liabilities .....	15,674
Deferred grant revenue .....	(395,131)
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES .....</b>	<b><u>3,453,358</u></b>

**CASH FLOWS FROM INVESTING ACTIVITIES**

Payments for purchase of property and equipment .....	(1,604,403)
Payment for purchases of investments .....	(273,428)
Proceeds from maturities of investments .....	272,070
Proceeds from beneficial interest .....	118,718
Payment on long-term debt .....	(774,968)
<b>NET CASH (USED) BY INVESTING ACTIVITIES .....</b>	<b><u>(2,262,011)</u></b>

**CHANGE IN CASH AND CASH EQUIVALENTS .....** 1,191,347

**CASH AND CASH EQUIVALENTS AT BEGINNING  
OF YEAR .....**

7,422,779

**CASH AND CASH EQUIVALENTS AT END OF YEAR .....** \$ 8,614,126

**SUPPLEMENTAL SCHEDULE OF NON-CASH  
FINANCING AND INVESTING ACTIVITIES - NONE**

**AMOUNTS PAID FOR INTEREST .....** \$ 34,566

See notes to consolidated financial statements

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS  
YEAR ENDED JUNE 30, 2019**

**NOTE 1 - DESCRIPTION OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

*PURPOSE* - Planned Parenthood Greater Memphis Region (dba Planned Parenthood of Tennessee and North Mississippi) ("PPTNM"), which is affiliated with Planned Parenthood Federation of America, is a not-for-profit corporation engaged in providing education and medical treatment options to individuals concerning reproductive and health related decisions in forty-two counties surrounding the Memphis, Tennessee region. Public funding comes from state and local governments. During 2017, PPTNM created a single member limited liability company ("LLC") to effectuate the purchase of a building property. In addition, PPTNM has an economic and controlling financial interest in Tennessee Advocates for Planned Parenthood ("TAPP") due to its ability to exercise control over those elected to and/or serving on the board of directors of TAPP, an advocacy nonprofit entity. The accompanying consolidated financial statements include the activities of the LLC, TAPP and PPTNM and any intercompany transactions have been eliminated in these consolidated financial statements.

*USE OF ESTIMATES* - The preparation of consolidated 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 consolidated financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

*BASIS OF PRESENTATION* - PPTNM follows Financial Accounting Standards Board Accounting Standards Codification ("FASB ASC") 958-205 - *Not-for-Profit Organizations - Presentation of Financial Statements*, as amended and updated by Accounting Standards Update 2016-14 for the presentation of its consolidated financial statements. PPTNM reports information regarding its financial position and activities according to two classes of net assets: without donor restriction and with donor restriction. Donor restricted net assets at each year end are generally available for use during the next fiscal year.

*FUNCTIONAL ALLOCATION* - The costs of providing various programs and other activities have been summarized on a functional basis in the Consolidated Statements of Activities and in the Consolidated Statements of Functional Expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefitted using various methods of allocation on a reasonable basis that is consistently applied. Such methods include allocations based upon estimates of time and effort, square footage usage and/or other reasonable methods. These allocations represent estimates by management and it is at least reasonably possible that a change in the estimates will occur in the near term.

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 1 - DESCRIPTION OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

*TRADE ACCOUNTS RECEIVABLE* - Trade accounts receivable are recorded as the services are rendered and are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts, if any, through a charge to operating expense and a credit to the allowance for doubtful accounts based upon its assessment of the current status of individual accounts. PPTNM does not assess finance charges on past-due amounts. Past-due amounts are determined based upon the original invoice date. The allowance for uncollectible trade accounts receivable is based upon a review of fees receivable, past experience, current economic conditions and other pertinent factors which form a basis for determining the adequacy of the allowance. The allowance represents an estimate by management based upon these and other factors and it is at least reasonably possible that a change in the estimate will occur in the near term. There was no allowance for trade accounts receivable as of June 30, 2019.

*PROMISES TO GIVE* - Unconditional promises to give are recognized as revenue or gains in the period received as assets, decreases of liabilities or expenses depending upon the form of benefits received. Conditional promises to give are recognized when the conditions upon which they depend are substantially met. An allowance for uncollectible promises to give is determined based upon management's review of promises receivable, past experience, current economic conditions and other pertinent factors which form a basis for determining the adequacy of the allowance. There was no allowance for uncollectible promises to give as of June 30, 2019.

*INVENTORIES* - Inventories represent contraceptive, medical and lab supplies and are valued at the lower of cost or net realizable value using the average cost method.

*INVESTMENTS* - Investments consist of various bank certificates of deposit which have initial maturity dates ranging from six to twelve months, and marketable securities. Investments in certificates of deposit are reported at cost, which approximates fair value. Investments in marketable securities with readily determinable fair values are reported at their fair values in the consolidated statements of financial position. Unrealized gains and losses are included in the change in net assets. Investment income and gains restricted by a donor are reported as increases in unrestricted net assets if the restrictions are met (either by passage of time or by use) in the reporting period in which the income and gains are recognized.

*ENDOWMENTS* - PPTNM's Endowment Fund was established to support PPTNM and its mission over the long-term. PPTNM follows the Uniform Prudent Management of Institutional Funds Act of 1972 ("UPMIFA") and its own governing documents. UPMIFA requires the historical dollar amount of a donor-restricted endowment fund to be preserved. In the absence of donor restrictions, the net appreciation on a donor-restricted endowment fund is spendable under UPMIFA. PPTNM's donors have not placed restrictions on the use of either the original contributions or the investment income and net appreciation resulting from endowment funds.



**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 1 - DESCRIPTION OF ACTIVITIES AND SUMMARY OF SIGNIFICANT  
ACCOUNTING POLICIES - CONTINUED**

*ENDOWMENTS - CONTINUED*

Certain contributions may be received subject to gift instruments or other specific agreements. The Board of Directors has the ability to distribute so much of the original principal of any trust or separate gift, devise, bequest, or fund as the Board in its sole discretion shall determine, assuming no other restriction. As a result of the ability to distribute the original principal, all contributions not classified as temporarily restricted or permanently restricted are classified as unrestricted net assets for financial statement purposes.

PPTNM has adopted investment and spending policies, approved by the Board of Directors (or Endowment Fund Committee), for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of these endowment assets over the long-term. All endowment assets have been previously transferred to the Community Foundation of Greater Memphis (the "Community Foundation") under the policies and procedures and investment practices of the Community Foundation. PPTNM's spending and investment policies work together to achieve this objective.

The spending policy calculates the amount of money annually distributed from PPTNM's endowment fund for operations. The current spending policy is to allow distributions of 5% of the value of the endowment assets. Accordingly, over the long-term, PPTNM expects its current spending policy to allow its endowment assets to grow. This is consistent with the PPTNM's objective to maintain the purchasing power of endowment assets as well as to provide additional real growth through investment return.

All endowment assets are considered unrestricted board-designated and are presented as beneficial interest in assets held by the Community Foundation with earnings on such accounts presented as "change in value of beneficial interest." It is PPTNM's policy to annually designate the fair value of the endowment assets held by the Community Foundation as board-designated.

*PROPERTY AND EQUIPMENT* - Property and equipment acquired by PPTNM is considered to be owned by the organization. However, governmental granting agencies may maintain a reversionary interest in the property purchased with grant monies. Such property shall not be disposed of without written approval from these agencies.

Property and equipment are recorded at cost, plus the cost of those additions and improvements which materially increase the useful lives of the assets. Donated property and equipment are recorded at their estimated fair value at the date of gift. Repair and maintenance costs are expensed as incurred.

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 1 - DESCRIPTION OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

*PROPERTY AND EQUIPMENT - CONTINUED*

Depreciation is computed on the straight-line method over the following estimated useful lives:

Building .....	30 years
Furniture and equipment .....	5 - 10 years
Leasehold improvements .....	5 years

*DEFERRED REVENUE* - Revenues collected in advance of the period earned are recorded as deferred revenue and recognized as revenue in the period to which they relate. Deferred revenue included on the statement of financial position includes revenues collected in advance of performance of required services/functions under grant agreements with PPFA and others.

*REVENUE RECOGNITION* - Support received or receivable is recorded as donor restricted or without donor restrictions, depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in net assets without donor restriction if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in net assets - with donor restrictions, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated restriction ends or purpose restriction is accomplished), net assets - with donor restrictions are reclassified to net assets without donor restrictions and reported in the Consolidated Statement of Activities as net assets released from restrictions. All contributions are considered to be available for unrestricted use unless specifically restricted by the donor.

*SPECIAL EVENT EXPENSES* - Special event expenses are incurred in connection with PPTNM's activities to solicit contributions for program needs as well as for certain specific future needs and for special events. Special event activities are a peripheral or incidental activity of PPTNM, and thus expenses are netted with the related special events revenues in the accompanying Consolidated Statements of Activities and totaled \$111,716 during 2019.

*ADVERTISING/COMMUNITY AFFAIRS* - PPTNM expenses advertising costs as incurred. Such costs totaled \$120,247 during 2019. In addition, PPTNM expenses advocacy and community affairs costs as incurred. Such costs totaled \$8,781 during 2019.

*IN-KIND DONATIONS* - In-kind donations of goods or assets are recorded at their estimated fair market value at date of contribution.

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 1 - DESCRIPTION OF ACTIVITIES AND SUMMARY OF SIGNIFICANT  
ACCOUNTING POLICIES - CONTINUED**

*IN-KIND DONATIONS - CONTINUED*

Donated services are recognized as contributions if the services create or enhance nonfinancial assets or require specialized skills, are performed by people with those skills and would otherwise be purchased by the organization. There were no such donated services in 2019. In addition, a number of volunteers have donated significant amounts of their time to PPTNM. These services do not meet the requirements for recording in the consolidated financial statements.

*CASH AND CASH EQUIVALENTS* - For purposes of the statement of cash flows, cash and cash equivalents consist of cash on hand and in checking and interest bearing accounts. PPTNM's policy is to consider all highly liquid debt securities purchased with initial maturities of three months or less to be cash equivalents.

*FEDERAL TAX STATUS* - The Internal Revenue Service has classified PPTNM as exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. It has been classified as an organization that is not a private foundation under Section 509(a)(2) of the Internal Revenue Code.

PPTNM follows the provisions of FASB ASC 740-10, *Accounting for Uncertainty in Income Taxes*. This pronouncement requires that computations of current and deferred income tax assets and liabilities only consider tax positions that are more likely than not (defined as a greater than 50% chance) to be sustained if the taxing authority examined the positions. There are no significant unrecognized tax positions at June 30, 2019. PPTNM is subject to U.S. federal tax examinations by taxing authorities for years ending after June 30, 2015.

*CONCENTRATIONS* - PPTNM maintains its cash in bank deposit accounts which, at times, may exceed federally insured limits. PPTNM has not experienced any losses in such accounts nor does management of the organization believe there is any significant credit risk on cash and cash equivalents.

*SUBSEQUENT EVENTS* - PPTNM's management has evaluated subsequent events through November 16, 2019, which is the date the consolidated financial statements were available for issuance.

*RECLASSIFICATIONS* - For comparability, certain prior year amounts have been reclassified where appropriate to conform with the consolidated financial statement presentation in the current year.



**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 2 - PROMISES TO GIVE**

Unconditional promises to give are expected to be realized in one year or less and are classified as temporarily restricted net assets in the consolidated statement of activities. There were no unconditional promises to give at June 30, 2019.

PPTNM is a partial beneficiary of a portion of two separate trusts under the will of a deceased contributor. Approximately \$225,000 has been received in prior years under this trust agreement. Additionally, one half of the remaining estate will be received upon the death of the contributor's daughter. Due to the conditional nature of this gift, no amount has been recorded in the accompanying consolidated financial statements.

**NOTE 3 - INVESTMENTS**

Investments at June 30, 2019 comprised the following:

	<u><b>Fair Value</b></u>
Stocks .....	\$ 127,068
Certificates of deposit .....	<u>273,428</u>
	<u><b>\$ 400,496</b></u>

**Endowment Funds**

Endowment fund net assets as of June 30, 2019 aggregated \$4,891,129 and represented board-designated unrestricted funds only.

Changes in endowment fund net assets at June 30, 2019 are as follows:

<b>Endowment net assets at beginning of year</b> .....	\$ 3,674,575
Net change in value of beneficial interest .....	135,272
Amounts appropriated for expenditure .....	(118,718)
Contributions .....	<u>1,200,000</u>
<b>Endowment net assets at end of year</b> .....	<u><b>\$ 4,891,129</b></u>

**PLANNED PARENTHOOD GREATER MEMPHIS REGION  
(DBA PLANNED PARENTHOOD OF TENNESSEE AND NORTH MISSISSIPPI)  
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS - CONTINUED  
YEAR ENDED JUNE 30, 2019**

**NOTE 4 - FAIR VALUE MEASUREMENTS**

FASB ASC 820-10, *Fair Value Measurements*, 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 are based on unadjusted quoted market prices within active markets. Level 2 inputs are based on quoted prices for similar assets in active or inactive markets. Level 3 inputs are all other financial instruments without an active or inactive market and for which no significant observable inputs are available.

Fair values of assets measured on a recurring basis at June 30, 2019 are as follows:

		<u>Fair Value Measurements at Reporting Date Using</u>		
		<u>Quoted Prices</u>		
		<u>In Active</u>	<u>Significant</u>	<u>Significant</u>
		<u>Markets for</u>	<u>Other</u>	<u>Unobservable</u>
		<u>Identical</u>	<u>Observable</u>	<u>Inputs</u>
		<u>Assets</u>	<u>Inputs</u>	<u>Inputs</u>
		<u>(Level 1)</u>	<u>(Level 2)</u>	<u>(Level 3)</u>
	<u>Fair Value</u>			
Stocks .....	\$ 127,068	\$ 127,068	\$ -	\$ -
Beneficial interest ....	<u>4,891,129</u>	<u>-</u>	<u>-</u>	<u>4,891,129</u>
<b>Total</b> .....	<u>\$ 5,018,197</u>	<u>\$ 127,068</u>	<u>\$ -</u>	<u>\$ 4,891,129</u>

PPTNM recognizes transfers of assets into and out of levels as of the date an event or change in circumstances causes the transfer. There were no transfers between levels in the year ended June 30, 2019.

Securities (Level 1) are reported at fair value on a recurring basis determined by reference to quoted market prices and other relevant information generated by market transactions. The fair value of the beneficial interests (Level 3), as determined by the Community Foundation of Greater Memphis, was based primarily at the Organization's proportional share of the market value of the underlying investments of the investment pools in which PPTNM has its investments. PPTNM has no Level 2 assets.

All assets above have been valued using a market value approach and there have been no changes in valuation techniques and related inputs.

The table below presents information about recurring fair value measurements that use significant unobservable inputs (Level 3 measurements):

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**NOTE 4 - FAIR VALUE MEASUREMENTS - CONTINUED**

	<u>Beneficial Interests</u>
<b>June 30, 2018</b> .....	\$ 3,674,575
Contributions and collections (net) .....	1,200,000
Change in value of beneficial interest .....	135,272
Payments from beneficial interest .....	<u>(118,718)</u>
<b>June 30, 2019</b> .....	<u>\$ 4,891,129</u>

**NOTE 5 - PROPERTY AND EQUIPMENT**

Property and equipment at June 30, 2019 consist of the following:

Land .....	\$ 1,720,995
Buildings and improvements .....	10,176,737
Clinic furniture .....	144,824
Medical instruments .....	137,047
Computer equipment and software .....	220,448
Furniture and fixtures .....	<u>649,317</u>
	13,049,368
Less accumulated depreciation .....	<u>(1,596,848)</u>
	<u>\$ 11,452,520</u>

Depreciation expense totaled \$414,284 for the year ended June 30, 2019.

At year end, PPTNM had initiated plans to donate its building located at 832 Virginia Run Cove in Memphis, Tennessee to another nonprofit entity. The net book value of this building approximated \$200,000 at June 30, 2019. The donation will result in a charge to expense and a decrease to property and equipment of \$200,000 in fiscal year 2020.

**NOTE 6 - BENEFICIAL INTEREST IN ASSETS**

In prior years, PPTNM transferred funds, without variance power, to the Community Foundation, to establish the Memphis Planned Parenthood Endowment Fund of the Community Foundation for the benefit of PPTNM. The fund, which is valued at fair value, consists of pooled investments with

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**NOTE 6 - BENEFICIAL INTEREST IN ASSETS - CONTINUED**

the Community Foundation, five percent of which are distributed annually to PPTNM. With the approval of the entire Endowment Fund Committee and seventy-five percent of the Board of Directors, PPTNM may request advances from the Community Foundation. During the year ended June 30, 2019 an additional \$1,200,000 was transferred to the Community Foundation.

**NOTE 7 - RETIREMENT PLAN**

PPTNM maintains a 401(k) retirement plan covering substantially all employees. Employees can voluntarily contribute to the plan. Effective January 1, 2005, the Plan was amended to allow a discretionary matching contribution as determined by PPTNM in December of each year. For the year ended June 30, 2019, matching contributions were equal to the voluntary employee contributions and limited to 5% of the qualified employee compensation or a maximum of \$5,000. Employer contributions expense totaled \$51,810 for the year ended June 30, 2019.

**NOTE 8 - RESTRICTIONS ON NET ASSETS**

Net assets with donor restrictions at June 30, 2019 are available for the following purposes or periods:

Subject to expenditure for specified purposes:	
Knox MD Fly .....	\$ 192,572
Knox AB Expansion .....	227,000
PPFA .....	528,277
PPFA MIP .....	36,772
Other (CAPS) .....	<u>32,740</u>
	<u>\$ 1,017,361</u>

Net assets were released from donor restrictions during the year by incurring expenses or purchase of assets in accordance with the restricted purposes as specified by the donors and comprised the following amounts:

Purpose restrictions satisfied:	
Time restriction .....	\$ 1,153,950
Building renovation .....	1,106,175
Other (CAPS) .....	<u>47,538</u>
	<u>\$ 2,307,663</u>

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**NOTE 8 - RESTRICTIONS ON NET ASSETS - CONTINUED**

Board-designated unrestricted net assets without donor restriction consist of funds raised for the purpose of creating an endowment to provide future income for PPTNM activities.

**NOTE 9 - LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS**

The following reflects PPTNM's financial assets as of June 30, 2019, reduced by amounts not available for general use because of either contractual or donor-imposed restrictions within one year of the balance sheet date. All donor restricted amounts are available for use only for the indicated purposes as presented in Note 8.

Financial assets, at year end .....	\$ 14,667,236
Less those unavailable for general expenditures within one year due to:	
Contractual or donor-imposed restrictions:	
Restricted by donor with time or purpose restrictions .....	(1,017,361)
Board designations:	
Beneficial interest - board designated endowment .....	<u>(4,891,129)</u>
Financial assets available to meet cash needs for general expenditures within one year .....	<u>\$ 8,758,746</u>

PPTNM is supported not only through fees for services and related other sales, and various special events, but also substantially by contributions received from others. Management and the board manage resources to best utilize its financial assets in order to meet donor restrictions and meet general expenditure obligations.

The beneficial interest in assets, while board designated as an endowment to be used for long-term purposes, can be withdrawn for current operating needs if needed although there is no current intent to do so.

**NOTE 10 - LEASE INCOME AND LEASE COMMITMENTS**

In connection with the acquisition of an office building in fiscal 2017, PPTNM assumed the position of landlord for this building with a tenant with a lease agreement in place through May 2020. The tenant exercised their right to terminate the lease early with an effective termination date of December 2, 2019. Rental revenue from this lease to total \$603,759 in fiscal 2019.

Future minimum rentals to be received under this lease are \$241,923 in fiscal year 2020.



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**NOTE 10 - LEASE INCOME AND LEASE COMMITMENTS - CONTINUED**

In addition, PPTNM has a billboard leased with rental revenue of \$21,972 during 2019 with a like amount expected in 2020.

In connection with the acquisition of Planned Parenthood of Middle and East Tennessee, Inc. ("PPMET") effective May 31, 2018, PPTNM assumed a lease agreement for the Nashville office space and another lease agreement for various office copiers. The office lease was extended during 2019 until August 31, 2021 for approximately \$3,450 per month while the copier leases are approximately \$2,570 per month and expire in fiscal year 2021. Following are the minimum lease commitments under these leases:

<u>Year Ending June 30</u>	<u>Amount</u>
2020 .....	\$ 70,707
2021 .....	53,906
2022 .....	<u>6,876</u>
	<u>\$ 131,489</u>

Lease expense under the above leases approximated \$73,000 during 2019.

**NOTE 11 - RELATED PARTY TRANSACTIONS**

As an accredited affiliate of Planned Parenthood Federation of America ("PPFA"), PPTNM pays dues which entitles them to receive liability insurance at a lower cost and provides PPTNM selected professional and business consulting services at no additional cost. Each affiliate must follow established policies, procedures and protocols for the clinic set forth by the Federation as well as follow financial guidelines in the form of ratios. Each affiliate is reviewed by PPFA periodically, at least every four years, for accreditation purposes. Dues paid to PPFA were suspended for 2019.

During fiscal year 2015, PPTNM entered into a Master Grant Agreement with PPFA. Funds disbursed by PPFA under this Master Agreement are to be used by PPTNM in furtherance of PPFA's Commitment to the Southern Access Project ("SAP"). The SAP transactions are exchange transactions whereby PPTNM is required to perform various services/functions under these agreements. Total amounts received from PPFA under the SAP agreements totaled \$95,481 during the year ended June 30, 2019. Included in unrestricted revenue and support in the consolidated statements of activities for the year ended June 30, 2019 is \$431,867. Amounts included in deferred grant revenue in the consolidated statements of financial position totaled \$615,006 at June 30, 2019.

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**NOTE 11 - RELATED PARTY TRANSACTIONS - CONTINUED**

Other grant funds received from PPFA and included in unrestricted support and donor restricted support in the consolidated statement of activities totaled \$95,992 and \$984,621, respectively for the year ended June 30, 2019.

**NOTE 12 - ACCOUNTING STANDARD CHANGE**

Effective for the fiscal year ended June 30, 2019, PPTNM has adopted the provision of FASB ASU 2016-14, *Not-for-Profit Entities (Topic 958) - Presentation of Financial Statements of Not-for-Profit Entities* and has adjusted the presentation of its financial statements accordingly, applying the changes retrospectively to the comparative period presented. The new standard changes the following aspects of PPTNM's financial statements:

- The temporarily restricted net asset class has been renamed net assets with donor restrictions
- The unrestricted net asset class has been renamed net assets without restrictions.
- The financial statements include new disclosures about liquidity and availability of resources (Note 9) and restrictions on net assets (Note 8).

There were no net effects on net assets as a result of implementation of this new pronouncement.

Certain amounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.