TOWER PLACE, SUITE 2600 3340 PEACHTREE ROAD, NE ATLANTA, GEORGIA 30326

404 264 1700 FAX 404 264 9968

WWW METCALF-DAVIS COM



Certified Public Accountants

Report of Independent Certified Public Accountants

Board of Directors Arthritis Foundation, Inc. Tennessee Chapter

We have audited the accompanying statement of financial position of the Arthritis Foundation, Inc. Tennessee Chapter (the "Chapter") (a nonprofit organization) as of December 31, 2008, and the related statements of activities, functional expenses, and cash flows for the year then ended. These financial statements are the responsibility of the Chapter's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year summarized comparative information has been derived from the Chapter's 2007 financial statements and, in our report dated May 15, 2008, we expressed an unqualified opinion on those financial statements.

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 of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Chapter's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the **Arthritis Foundation**, **Inc. Tennessee Chapter** as of December 31, 2008, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Metcalf Dowin

Atlanta, Georgia

April 15, 2009

ARTHRITIS FOUNDATION, INC. TENNESSEE CHAPTER

Statement of Financial Position

December 31, 2008 with Summarized Financial Information for December 31, 2007

			Te	mporarily		Tot	als	
<u>Assets</u>	U	nrestricted_	R	estricted		2008		2007
	_		_			4 007 004	•	007.400
Cash and cash equivalents	\$	868,845	\$	168,436	\$	1,037,281	\$	697,160
Investments		28,912		-		28,912		59,501
Due from national office		41,707		-		41,707		89,868
Accounts receivable		12,649		→		12,649		40,810
Contributions receivable (net of		83,481		213,048		296,529		447,569
allowance for doubtful accounts and								
net present value discount of								
\$84,657 and \$3,081 respectively)								
Prepaid expenses and other assets		7,800		-		7,800		13,271
Property and equipment, net		220		-		220		1,614
11			-					
Total assets	\$	1,043,614	\$	381,484	\$	1,425,098	\$_	1,349, 793
Liabilities and Net Assets								
Accounts payable	\$	32,456	\$	_	\$	32,456	\$	6,667
Accrued expenses and other liabilities	•	17,136		-		17,136		9,248
Due to national office		31 3,378		-		31 3,378		305, 199
Total liabilities		362,970		_		362,970		321,114
Net assets		680,644		381,484		1,062,128		1,028,67 9
					~			
Total liabilities and net assets	_\$	1,043,614	\$	381,484	\$	1,425,098	\$	1,349, 793

Statement of Activities

Year Ended December 31, 2008 with Summarized Financial Information for the Year Ended December 31, 2007

			Ten	nporarily		Tot	als	
Revenues, Gains and Public Support	Uni	restricted		stricted		2008		2007
Revenues, Gains and Fublic Gupport						40,000	6	
Personal major gifts	\$	30,000	\$	10,000	\$	92,226	Φ	163,599
Personal annual gifts		41,997		50,229		361,622		487,718
Commerce and industry		345,272		16,350				186,549
Foundations		31,049		43,536		74,585		
Memorials		8,659		-		8,659		6,702
Clubs and organizations		-		-		-		290 695
Direct mail		415		-		415		
Membership/direct response marketing		237,179		-		237,179		271,896
Donated vehicles								1,643
Total contributions		694,571		120,115		814,686		1,119,092
Special events - gross income		798,900		-		798,900		745,016
Less direct donor benefit costs		(150,436)		-		(150,436)		(152,043)
Bequests/planned giving		94,921		75,000		169,921		236, 397
Total direct public support		1,437,956		195,115		1,633,071		1,948, 462
Federated campaigns		29,974		-		29,974		21,130
United Way		88,242		~		88,242		84,053
Total indirect public support		118,216				118,21 6		105, 183
Total indirect public support								
Contributed goods and services		5,979		-		5,979		5,970
Total public support		1,562,151		195,115		1,757,266		2,059, 61 5
Total public support						61,316		65,444
Government grants		61,316		-				18,402
Investment and royalty income		17,025		-		17,025		(3,315)
Unrealized gains (losses) on investments		-		-		611		1,923
Realized gains (losses) on investments		611		-				11,281
Sales and service fees		2,956		2,500		5,456		275
Miscellaneous revenue and (losses)		7,572		(29,445)	_	(21,873		
Total other revenue		89,480	_	(26 <u>,</u> 945)		62,535		94,010
		164,696		(164,696)				-
Net assets released from restrictions		1,816,327		3,474_		1,819,801		2,153,625
Total revenues, gains and public support		1,010,321		0,474	_	1,010,00		
Expenses								
O comple		242,408		-		242,408	3	309,516
Research		462,477				462,47	7	477,319
Public health education		262,447		_		262,44		299,185
Professional education & training		342,912		_		342,912		340,377
Patient & community services						312,86		262,047
Fundraising		312,863		-		163,24		164,841
Management & general		163,245	_		_	1,786,35		1,853,285
Total program and supporting services expenses		1,786,352			-	1,700,00	=-	110001000
Change in not goods		29,975		3,474		33,44	9	300,340
Change in net assets		650,669		378,010		1,028,67	9	728,339_
Net assets, beginning of year	S		\$	381,484	-	\$ 1,062,12		\$ 1,028,679
Net assets, end of year		000,044	<u>Ψ</u>	001,107	=	, .,	_	

ARTHRITIS FOUNDATION, INC.
TENNESSEE CHAPTER
Sullement of Functional Expenses
Year Ended December 31, 2008 with Summanzed Financial Information for the Year Ended December 31, 2007

Expenses	Research	<u> </u>	Public Health Education	PROGRAM SERVICES Professional Education & Training	Paueni & Community Services	Total Program Services	1	·	·	SUPPORTING SERVICES Fund Management Raising & General	SUPPORTING SERVICES Total Fund Management Supporting Raising & General Services 20
Expenses									•	•	,
Other awards and grants	\$ 5,000	8 2	,		\$ 150 854	40	5,000	5,000 \$ - 	120.972	\$ 120 972 43.721 ·	\$ 120 972 43.721 ·
Salanes	3,001	3 5	100,010	10 210	11 419		36 180			8.652 3,127	8,652 3,127 11,779
Payroll taxes	3,885	3 6	18 555	15 808	17.630		55,858	55,858 13,357	13,357	13,357 4,828	13,357 4,828 16,185
Employee penellis	3.428	28	16.458	14.022	15,637		49,545		11,848	11,848 4,282	11,848 4,282 16,130
Lecturolity less	1002	3 1	4.809	4.097	4,569		14,477		3,462	3,462 1,251	3,462 1,251
Darlaggional feet and contract services	7.	782	3,753	3,198	3,566		11,299		2.702	2.702	2,702 976 3,678
Professional sanvices - contributed								150		;	100
Concluse Solvices - Contributor	7.	789	3,789	3,228	3,600		11,406	11.406 2.727		2,727 985	2,727 985 3,712
Supplies and materials - contributed	1			•					5,628	5,828	5,828
Printing, publications, and artwork		803	3,854	3,283	3,001		7.726			1 778 642	1 778 642 2.420
Materials expenses (including purchases from nat)	U	515	2,470	. 19			46.250	45.250 24.904	24,904	24,904	24.904
Membership/direct response markeurg			32 830	•			32,830				
Arthrus Loday cost recovery	7	770	3 503	2 984	3,328		10,545		2,521	2,521	2,521 811 3,432
Telephone	1,055	ST I	5,064	4 314	4,811		15,244			3,645 1,316	3,645 1,316 4,961
- diepirone	4.008	& i	19.241	16,393	18,282		57,924		13,851	13,851 5,006	13,851 5,006 18,857
Occupancy	. 1	<u> </u>	197	168	187		593		142	142 50	142 50 192
BXB3 BIND RCB1369	681	= :	3,267	2,783	3,104		9,835	9,835 2,352		2,352 850	2,352 850 3,202
Conf. Ironal	2.527	27	12 130	10.334	11,525		36,516		8,732	8,732 3,154	8,732 3,154 11,886
Voluntage Iraual	2	283	1,359	1,158	1,291		4,091		978	978 354	978 354 1,332
Meeting and conferences	1,059	59	5,084	4,332	4,831		15,306		3,660	3,660	3,660 1,322
Equipment lease and maintenance	6	634	3,042	2,591	2,890		207			200 700	2,180 700 2,200
Membership dues and subscriptions	2	243	1,184	892	1,106		15.071	15.071	. 6	. 00	. 00
Specific assistance to individuals	, ,	20	2 432	2 235	2.493		7,897	7,897 1,889		1,889	1,889 683 2,572
Advertising	1,385	386	6.654	5,669	6,322		20,031		4,790 1,7	4,790 1,731	4,790 1,731 6,521 2
Depreciation and amortization		73	340	298	332		1,052		251	251	251 91 342
Total operating expenses	66,957	57	376,510	253,398	297,666		984,531	984,531 244,884		244,994	244,884 77,376 322,370 1,
Share expense	175,451	51	85,867	9,049	45 246		315,713	315,713 67,868		67,869 85,869	67,869 85,869 153,738
Total expenses	807 CPC 3	2 3	4A2 477	2 2 2 4 4 7 4 4 4 4 4 4 4 4 4 4 4 4 4 4	* 3/2 012	,		•	\$ 312,863 \$	1,310,244 \$ 312,863 \$ 163,245 \$ 476,108	2 340 EBS 4 183 345 E

ARTHRITIS FOUNDATION, INC. TENNESSEE CHAPTER

Statement of Cash Flows

For the years ended December 31, 2008 and 2007

		2008	2007		
Cash flows from operating activities:					
Change in net assels	\$	33,449	\$	300,340	
Adjustments to reconcile change in net assets to					
nel cash provided by (used in) operating activities:					
Depreciation and amortization		1,394		2,538	
Donated investments		-		(126,912)	
Net realized and unrealized (gains) losses on investments		(611)		1,392	
Changes in asset and liabilities:					
(Increase) decrease in due from national office		48,161		(70,274)	
(Increase) decrease in accounts and notes receivable		28,161		69,940	
(Increase) decrease in contributions receivable		151,040		(21,239)	
(Increase) decrease in prepaid expenses and other assets		5,472		(93)	
Increase (decrease) in accounts payable		25,789		(1,603)	
Increase (decrease) in due lo national office		8,179		10,015	
Increase (decrease) in accrued expenses and other liabilities		7,888		7,582	
Net cash provided by (used in) operating activities	_	308,922		<u> 171,686</u>	
Cash flows from investing activities.					
Proceeds from sale of investments		31,199		220,089	
Net cash provided by (used in) investing activities		31,199		220,089	
Net increase (decrease) in cash and cash equivalents	<u></u>	340,121		391,775	
Cash and cash equivalents at beginning of year		697,160		305,385	
Cash and cash equivalents at end of year	\$	1,037,281	_\$	697,160	

Notes To Financial Statements

as of and for the Year Ended December 31, 2008 with comparative amounts for 2007

1 DESCRIPTION OF ORGANIZATION

7227222

Arthritis Foundation, Inc. Tennessee Chapter (the "Chapter") is a not-for-profit voluntary health agency by charter of the Arthritis Foundation, Inc. seeking to improve lives through leadership in the prevention, control land cure of arthritis and arthritis related diseases. Major funding sources are from direct public contributions and bequests. The Chapter provides public health education and community service programs along with supporting arthritis-related research and influencing public policy regarding research funding and access to car.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies consistently applied in the preparation of the accompanying financial statements follows:

Accrual Basis of Accounting - The financial statements of the Arthritis Foundation, Inc. Tennessee Chapter have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Basis of Presentation - The Chapter classifies its net assets and revenues, expenses, gains and losses based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Chapter and changes therein are classified and reported as follows:

Unrestricted net assets - Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets - Net assets subject to donor-imposed stipulations that may or will be met either by actions of the Chapter and/or the passage of time.

Permanently restricted net assets - Net assets subject to donor-imposed stipulations that the Chapter maintains them permanently. Generally, the donors of these assets permit the Chapter to use all or part of the income earned on related investments for general or specific purposes.

Revenues are reported as increases in unrestricted net assets unless the use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Expirations of temporary restrictions on net assets (i.e. the donor stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as reclassifications between the applicable classes of net assets.

Income Taxes - The Chapter is exempt from federal income taxes under Section 501 (c)(3) of the Internal Revenue Code (the "Code") as a charitable organization whereby only unrelated business income, as defined by Section 512 (a) (1) of the code, is subject to federal income tax. The Chapter currently has no unrelated business income. Accordingly, no provision for income taxes has been recorded.

Fair Value of Financial Instruments - The carrying value of cash and cash equivalents, accrued interest receivable, and contributions receivable approximates fair vale because of the short maturity of these financial instruments. The fair value of investments and funds held in trust by others is disclosed in other notes and is based upon values provided by external investment managers or quoted market values. The carrying value of indebtedness approximates the fair value because these financial instruments bear interest rates which approximate current market rates for debt with similar terms.

ARTHRITIS FOUNDATION, INC. TENNESSEE CHAPTER

Notes To Financial Statements

as of and for the Year Ended December 31, 2008 with comparative amounts for 2007

Cash and Cash Equivalents - Cash accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000 for interest bearing accounts and to an unlimited amount for certain non-interest bearing business accounts. At December 31, 2008 the Chapter's uninsured cash balance was \$692,583. The Chapter has not experienced any losses losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents. Cash equivalents are highly liquid investments with an original maturity of three months or less at the date of purchase.

Investments - Investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair value. The cost assigned to investments received by gift is the fair value at the date the gift is received. Purchase and sales of securities are reflected on a trade-date basis. Gains and losses on sales of securities are based on average historical value (cost of securities if purchased or the fair market value at the date of gift if received by donation). Dividend and interest income is recorded on the accrual basis. In accordance with the policy of stating investments at fair value, the net change in unrealized appreciation or depreciation for the year is reflected in the statement of activities.

The various investments in stocks, securities, mutual funds, and other investments are exposed to a variety of uncertainties, including interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is possible that changes in the values of these instruments could occur in the near term. Such changes could materially affect the amounts reported in the financial statements of the organization.

Accounts Receivable - Accounts receivable consist of exchange transactions primarily related to government grants and sales and service fees and are stated at unpaid balances, less an allowance for doubtful accounts when deemed necessary.

Allowance for Doubtful Accounts - Allowance for doubtful accounts on outstanding accounts receivable balances is recorded when deemed necessary based upon historical trends, current market risk assessments and specific donor considerations.

Property and Equipment - Property and equipment are recorded at cost. Donated assets are capitalized at the estimated fair market value at date of receipt. Depreciation is provided on the straight-line method over the estimated useful lives of the assets. The cost of maintenance and repairs is recorded as expense as incurred; significant renewals and betterments are capitalized. The Chapter's policy is to capitalize property and equipment acquisitions in excess of \$1,000.

Contributed Goods and Services - Contributed goods and services are reflected as both contribution revenue and expenses if they meet the criteria defined in Statement of Financial Accounting Standards No. 116 "Accounting for Contributions." in the accompanying statement of activities at their estimated fair value at date of receipt. The contributions of services are recognized if the services received (a) create or enhance nonfinancial assets or (b) require specialized skills that are nonfinancial assets or (b) require specialized skills that are provided by individuals possessing those skills and would typically need to be purchased if not provided. Generally such services include set-up and printing.

In addition, many individuals volunteer their time and perform a variety of tasks that assist the Chapter, but do not meet the criteria for recognition as contributed services.

Contributions - Contributions, including unconditional promises to give, are recorded at the date of pledge. Bequests are recorded as revenue at the time an unassailable right to the gift has been established and the proceeds are measurable in amount.

Awards and Grants - Awards and grants are recorded as expense in the year for which the grants are designated. The terms of research awards and grants are from one to three years with continuation of grants subject to certain performance requirements.

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

Notes To Financial Statements

as of and for the Year Ended December 31, 2008 with comparative amounts for 2007

Reclassifications - Certain reclassifications have been made to the 2007 balances to conform with the 2008 presentation.

Use of Estimates - Management of the Chapter has made a number of estimates and assumptions relating to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare the financial statements in conformity with accounting principles generally accepted in the United States of America ("generally accepted accounting principles"). Actual results could differ from these estimates.

Comparative Data - The financial statements include certain prior-year summarized financial information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such financial information should be read in conjunction with the Chapter's financial statements for the year ended December 31, 2007 from which the summarized financial information was derived.

3 RELATED PARTY TRANSACTIONS

The Chapter is required to share 27%, 35% or 45% of unrestricted public support and bequests (less certain allowances) to the Arthritis Foundation, Inc., National Office (the "National Office"). For the years ended December 31, 2008 and 2007 share expense was \$469,451 and \$552,591 respectively. The Chapter is also allocated a portion of certain contributions received by the National Office which for the years ended December, 2008 and 2007 was \$323,373 and \$350,293 respectively. The Chapter reimburses the National Office for a portion of costs associated with *Arthritis Today*, the organization's magazine, it's direct mail program, computer system support, financial services and educational and promotional materials which totaled \$206,544 and \$219,379 in 2008 and 2007 respectively.

4 INVESTMENTS

Investments at December 31, 2008 and 2007 were as follows:

4628110110 Bt D00011101 0 1) = 1	2008	2007
Certificates of deposit	\$ 28,912	\$ 58,251 1,250
Common stocks	\$ 28,912	\$ 59,501

5 CONTRIBUTIONS RECEIVABLE

The Chapter had the following contributions receivable at December 31, 2008 and 2007:

The Chapter had the following contributions receivable at December 51, 2555		2008		2007
to local box one year	\$	304,377	\$	397,798
In less than one year In one to five years		76,390		108,065
In more than five years		3,500		
Gross contributions receivable		384,267		505,863
Allowance for doubtful accounts		(84,657)		(50,006)
Unamortized present value discount		(3,081)		(8,288) 447,569
Net contributions receivable	<u>\$</u>	296,529	==	447,500

Contributions receivable are net of unamortized present value discount calculated using a risk free interest rate of 2.7 % and 4.5% which approximates the 30 year daily U.S. Treasury yield curve rate at December 31, 2008 and 2007 respectively.

Notes To Financial Statements

as of and for the Year Ended December 31, 2008 with comparative amounts for 2007

6 PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at December 31, 2008 and 2007:

	estimated useful life	2008	2007
Leasehold improvements	(3-10 years)	\$ 7,767	\$ 7,767
Furniture and other equipment	(3-5 years)	76,494	76,494
	•	 84,261	 84,261
Accumulated depreciation		(84,041)	(82,647)
Net property and equipment		\$ 220	\$ 1,614

Depreciation and amortization expense was \$1,394 and \$2,538 for the years ended December 31, 2008 and 2007 respectively.

7 ACCRUED EXPENSES AND OTHER LIABILITIES

Accrued expenses and other liabilities consisted of the following at December 31, 2008 and 2007.

	2	800	2007
Wages	\$	8,044	\$ 3,221
Payroll taxes and other related liabilities		9,092	2,099
Olher		-	 3,928_
Total accrued expenses and other liabilities	\$	17,136	\$ 9,248

8 JOINT COSTS

In 2008 and 2007 the Chapter incurred joint costs of \$71,154 and \$76,057 for informational materials and activities that included fund-raising appeals, such as the Chapter's direct mail. Joint costs for the years ended December 31, 2008 and 2007 were allocated as follows:

	2008	2007
Public health education	\$ 46,250	\$ 49,437
Fundraising	24,904	 26,620
, and along	\$ 71,154	\$ 76,057

9 NET ASSETS

Temporarily restricted net assets at December 31, 2008 and 2007 were available for the following purposes:

	2008	2007
Chapter programs, scholarships, training and projects	\$ 71,245	\$ 49,828
Research	99,791	53,100
Use in future periods	210,448	 275,082
Total temporarily restricted net assets	\$ 381,484	\$ 378,010

Temporarily restricted net assets released from restrictions consisted of the following in the years ended December 31, 2008 and 2007:

	2000	200.
Programs	\$ 93,662	\$ 5,526
Time releases	71,034	58,981
Total net assets released from restriction	\$ 164,696	\$ 64,507

2007

Notes To Financial Statements

as of and for the Year Ended December 31, 2008 with comparative amounts for 2007

10 OPERATING LEASES

Rental expense for Chapter office space was \$73,108 and \$68,402 for the years ended December 31, 2008 and 2007 respectively. Lease agreements having an original term of more than one year expire on various dates through 2011.

Future minimum annual lease payments as of December 31, 2008 are as follows:

2009	\$ 46,089
	48,677
2010	4.074
2011	
Total future minimum lease payments	 98,840

11 EMPLOYEE BENEFIT PLAN

Defined Contribution Plan

The Chapter sponsors a defined contribution retirement plan ("the Plan") covering substantially all employees of the Chapter The Chapter contributes 6% of each eligible employee's compensation as specified in the Plan agreement. Total contributions to the Plan for the years ended December 31, 2008 and 2007 were \$15,467 and \$10,241 respectively.