Audited Financial Statements

HISPANICS IN PHILANTHROPY

December 31, 2013

TCA Partners, LLP Certified Public Accountants

Audited Financial Statements

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Independent Auditor's Report on Financial Statements

To the Board of Directors Hispanics in Philanthropy Oakland, California

Report on the Financial Statements

We have audited the accompanying statements of financial position of Hispanics in Philanthropy (HIP) as of December 31, 2013 and 2012, and the related statements of activities and changes in net assets and cash flows for the years then ended.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the 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 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 audits to obtain reasonable assurance about whether the financial statements are free of 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 HIP at December 31, 2013 and 2012, and the results of its operations and its cash flows for the years then ended, in conformity with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the basic financial statements as a whole. The supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has not been subjected to the auditing procedures applied in the audit of the basic financial statements, and accordingly, we do not express an opinion or provide any assurance on it.

TCA Partners, LLP

Fresno, California February 13, 2014

Statements of Financial Position

| | December 31, | | | | | | |
|---|--------------|-----------|------|-----------|--|--|--|
| Assets | | | 2012 | | | | |
| Cash and cash equivalents | \$ | 2,960,039 | \$ | 2,860,950 | | | |
| Investments | | 1,981,065 | | 1,430,799 | | | |
| Contributions and grants receivable | | 1,230,200 | | 93,750 | | | |
| Assets limited as to use | | 2,966,206 | | 3,769,957 | | | |
| Furniture and equipment, net | | 37,783 | | 59,105 | | | |
| Other assets | | 12,181 | | 11,531 | | | |
| Total assets | \$ | 9,187,474 | \$ | 8,226,092 | | | |
| Liabilities and net assets | | | | | | | |
| Accounts payable and accrued expenses | \$ | 38,648 | \$ | 28,738 | | | |
| Accrued payroll and other related liabilities | | 161,895 | | 108,084 | | | |
| Grants payable | | 70,000 | | 70,000 | | | |
| Deferred revenue | | 778,020 | | 940,125 | | | |
| Total liabilities | | 1,048,563 | | 1,146,947 | | | |
| Net assets: | | | | | | | |
| Unrestricted | | 5,178,655 | | 3,309,188 | | | |
| Temporarily restricted | | 2,960,256 | | 3,769,957 | | | |
| Total net assets | | 8,138,911 | | 7,079,145 | | | |
| Total liabilities and net assets | \$ | 9,187,474 | \$ | 8,226,092 | | | |

Statements of Activities and Changes in Net Assets

For the year ended December 31,

| | | | | 2013 | or the year ender | | , | | 2012 | |
|--|----------|-------------|----|-------------|-------------------|----|-------------|----|-------------|-----------------|
| | | | Т | emporarily | | | | Te | emporarily | _ |
| | <u>U</u> | nrestricted |] | Restricted | <u>Total</u> | U | nrestricted | | Restricted | <u>Total</u> |
| Revenue | | | | | | | | | | |
| Contributions and grant revenue | \$ | 3,559,328 | \$ | 1,814,039 | \$ 5,373,367 | \$ | 1,724,024 | \$ | 1,355,762 | \$ 3,079,786 |
| In-kind donations | | 39,428 | | - | 39,428 | | 11,900 | | - | 11,900 |
| Investment income and unrealized loss, net | | (46,054) | | - | (46,054) | | 184,653 | | - | 184,653 |
| Net assets released from restriction | | 2,623,740 | | (2,623,740) | - | | 1,537,583 | | (1,537,583) | - |
| Total revenue | | 6,176,442 | | (809,701) | 5,366,741 | | 3,458,160 | | (181,821) | 3,276,339 |
| Expenses | | | | | | | | | | |
| Program services: | | | | | | | | | | |
| Grants awarded | | 2,054,593 | | - | 2,054,593 | | 1,519,829 | | - | 1,519,829 |
| Other program expenses | | 988,966 | | - | 988,966 | | 942,693 | | - | 942,693 |
| Supporting services: | | | | | | | | | | |
| General and administrative | | 506,010 | | - | 506,010 | | 445,838 | | - | 445,838 |
| Fundraising and development | | 757,406 | | - | 757,406 | | 568,290 | | - | 568,290 |
| Total expenses | | 4,306,975 | | - | 4,306,975 | | 3,476,650 | | | 3,476,650 |
| Changes in net assets | | 1,869,467 | | (809,701) | 1,059,766 | | (18,490) | | (181,821) | (200,311) |
| Net assets at beginning of year | | 3,309,188 | | 3,769,957 | 7,079,145 | | 3,327,678 | | 3,951,778 | 7,279,456 |
| Net assets at end of year | \$ | 5,178,655 | \$ | 2,960,256 | \$ 8,138,911 | \$ | 3,309,188 | \$ | 3,769,957 | \$ 7,079,145 |

Statements of Cash Flows

| | For the year ended December 31, | | | | |
|---|---------------------------------|-------------|------------------|-----------|--|
| | | 2013 | 2012 | | |
| Cash flows from operating activities: | | _ | | _ | |
| Change in net assets | \$ | 1,059,766 | \$ | (200,311) | |
| Adjustments to reconcile changes in net assets | | | | | |
| to net cash used in operating activities: | | | | | |
| Depreciation | | 29,197 | | 13,482 | |
| Change in operating assets and liabilities: | | | | | |
| Contributions receivable | | (1,161,450) | | 503,058 | |
| Prepaid expenses and deposits | | (650) | $) \qquad (5,6)$ | | |
| Accounts payable and accrued expenses | 10,561 | | | (18,414) | |
| Accrued payroll | | 19,864 | | 22,708 | |
| Grants payable | | - | | (82,320) | |
| Deferred revenue | | (162,105) | | 442,965 | |
| Net cash provided by (used in) operating activities | | (204,817) | 204,817) | | |
| Cash flows from investing activities: | | | | | |
| Net change in investments | | (497,920) | | (117,321) | |
| Net change in assets whose use is limited | 809,701 | | | 181,821 | |
| Purchases of furniture and equipment | (7,875) | | | (48,567) | |
| Net cash provided by investing activities | 303,906 | | | 15,933 | |
| Net increase in cash and cash equivalents | | 99,089 | | 691,470 | |
| Cash and cash equivalents, beginning of year | | 2,860,950 | | 2,169,480 | |
| Cash and cash equivalents, end of year | \$ | 2,960,039 | \$ | 2,860,950 | |

Audited Financial Statements

December 31, 2013

Note 1 – Summary of Significant Accounting Policies

Hispanics in Philanthropy (HIP) was founded in 1983 to promote stronger partnerships between organized philanthropy and Latino communities. HIP has developed into a transnational network of grant-makers committed to strengthening Latino communities across the Americas. HIP's mission is to strengthen Latino communities by increasing resources for the Latino and Latin American civil sector; by increasing Latino participation and leadership throughout the field of philanthropy; and to foster policy change to enhance equity and inclusiveness.

Through its grant making activities, HIP channels philanthropic resources from multiple sources to organizations operating at the local level throughout the Americas.

Basis of Presentation – The financial statements are presented on the basis of unrestricted, temporarily restricted and permanently restricted net assets pursuant to Statement of Financial Accounting Standards (SFAS) No. 117, Financial Statements of Not-for-Profit Organizations.

Basis of Accounting – The financial statements are prepared using the accrual basis of accounting. Accordingly, revenue is recognized when earned, and expenses are recognized when incurred.

Cash and Cash Equivalents – For purposes of the Statement of Cash Flows, HIP considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Fixed Assets – Fixed assets with an estimated useful life in excess of one year are capitalized at cost; donated assets are capitalized at the fair market value at date of receipt. Depreciation is computed using the straight-line method with estimated useful lives varying between three and ten years. HIP capitalizes fixed assets in excess of \$2,500.

Investments – HIP carries investments in marketable securities with readily determinable fair values and all investments in debt securities at their fair values in the statement of financial position. Unrealized gains and losses are included in the change in net assets in the accompanying statement of activities and represent the change in the fair value of investments from one year to another.

Subsequent Events – Subsequent events have been evaluated through the date the financial statements were available to be issued.

Functional Allocation of Expenses – Expenses are charged to programs and supporting services on the basis of periodic time and expense studies and management estimates. General and administrative expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of HIP.

Assets limited as to use – Assets limited as to use include assets under certain restrictions imposed by grantor agencies and donors and not available for use in support of general operations. These assets are required to be used as specified by the grantor or donor.

Audited Financial Statements

December 31, 2013

Note 1 – Summary of Significant Accounting Policies (continued)

Contributions – HIP reports contributions as restricted support if the support is 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. However, if a restriction is fulfilled in the same period in which the contribution is received, HIP reports the support as unrestricted. Donated assets are recorded at their estimated fair market values at the date of receipt.

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 disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. Significant estimates include estimated useful lives and allowances for doubtful accounts.

Net Assets – HIP classifies its net assets into three categories: unrestricted, temporarily restricted and permanently restricted. All contributions and grants are considered to be unrestricted unless specifically restricted by the donor. Temporarily restricted net assets become unrestricted when the funds are used for their restricted purpose, at which time they are reported in the statement of activities as net assets released from restriction. HIP currently has no permanently restricted net assets.

Contributed Services – Contributed services are recognized in accordance with SFAS No. 116, *Accounting for Contributions Received and Contributions Made*, if the services (a) create or enhance non-financial assets, or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by HIP.

Note 2 – Fixed Assets

Fixed assets at December 31, 2013 and 2012 consisted of the following:

| | 2013 | 2012 |
|--------------------------|--------------|---------------|
| Furniture and equipment | \$ 81,825 | \$ 137,482 |
| Accumulated depreciation | (44,042) | (78,377) |
| Fixed assets, net | \$ 37,783 | \$ 59,105 |
| | | |

Depreciation expense was \$29,196 and \$13,482 for the years ended December 31, 2013 and 2012, respectively.

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Note 3 – Investments

Investments are stated at fair market value and consisted of government and agency bonds and corporate bonds at December 31, 2013 and 2012 as follows:

| | 2013 | | | _ | 2 | 012 | 2 | |
|-----------------------------|-----------------|----|-----------|---|-----------------|-----|------|-----------|
| | Cost | F | air Value | - | Cost | | Fa | ir Value |
| Cash savings account | \$ 28,327 | \$ | 28,327 | | \$ 79,038 | | \$ | 79,047 |
| Government and agency bonds | 2,432,303 | | 2,468,278 | | 2,448,781 | | 2 | 2,572,894 |
| Corporate bonds | 2,334,558 | | 2,384,844 | | 2,348,217 | | 2 | 2,515,799 |
| Total | \$ 4,795,188 | \$ | 4,881,449 | | \$ 4,876,036 | | \$ 5 | 5,167,740 |

The following schedule summarizes investment return and its classification in the statements of activities for the years ended December 31, 2013 and 2012:

| | 2013 | 2012 |
|--|-------------|---------------|
| Unrestricted: | | |
| Interest and dividend income | \$ 222,179 | \$ 221,931 |
| Net appreciation/(depreciation) in investments | (268,233) | (37,278) |
| Total | \$ (46,054) | \$ 184,653 |

Note 4 – Fair Value of Financial Instruments

ASC 820 defines fair value, establishes a framework for measuring fair value under generally accepted accounting principles and enhances disclosures about fair value measurements. Fair value is defined under ASC 820 as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Valuation techniques used to measure fair value under ASC 820 must maximize the use of observable inputs and minimize the use of unobservable inputs. The standard describes a fair value hierarchy based on three levels of inputs that may be used to measure fair value, of which the first two are considered observable and the last unobservable as:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

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Note 4 – Fair Value of Financial Instruments (continued)

Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

In accordance with ASC 820, the following table represents HIP's fair value hierarchy for its financial assets measured at fair value on a recurring basis at December 31, 2013 and 2012:

| | 2013 | | | | | |
|--------------------------------|-------------|---------|---------|--------------|--|--|
| | Level 1 | Level 2 | Level 3 | <u>Total</u> | | |
| Government and corporate bonds | \$4,881,449 | \$ - | \$ - | \$4,881,449 | | |
| Total | \$4,881,449 | \$ - | \$ - | \$4,881,449 | | |
| | | | | | | |
| | | 20 | 12 | | | |
| | Level 1 | Level 2 | Level 3 | <u>Total</u> | | |
| Government and corporate bonds | \$5,167,740 | \$ - | \$ - | \$5,167,740 | | |
| Total | \$5,167,740 | \$ - | \$ - | \$5,167,740 | | |
| | | | | | | |

Note 5 – Grants Payable

Grants payable represent unconditional promises to give primarily to the Funders' Collaborative program. Such grants are to be substantially disbursed over the next two years.

| | 2013 | 2012 |
|----------------|--------------|--------------|
| Grants payable | \$ 70,000 | \$ 70,000 |

Note 6 - Donated Goods and Services

Donated goods and services that would otherwise have been purchased are shown as in-kind donations in the accompanying statements of activities. Such donated goods and services for the years ended December 31, 2013 and 2012 consisted of the following:

| - | 2013 | | 2012 |
|----|----------|-----------|--------|
| \$ | 39,428 | \$ | 11,900 |
| \$ | 39,428 | \$ | 11,900 |
| | \$ \$ | \$ 39,428 | |

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Note 7 – Temporarily Restricted Net Assets

Temporarily restricted net assets at December 31, 2013 and 2012 were restricted for the following purposes:

| 2013 | 2012 |
|--------------|--------------|
| \$ 1,360,417 | \$ 1,114,840 |
| 1,599,839 | 2,655,117 |
| \$ 2,960,256 | \$ 3,769,957 |
| | 1,599,839 |

Note 8 – Net Assets Released From Restriction

Net assets were released from restriction during the years ended December 31, 2013 and 2012 by incurring expenses that satisfied the restricted purpose as follows:

| | 2013 | 2012 |
|------------------------|--------------|--------------|
| Special Projects | \$ 956,028 | \$ 653,767 |
| Funder's Collaborative | 1,667,712 | 883,816 |
| Total | \$ 2,623,740 | \$ 1,537,583 |

Note 9 - Assets Limited as to Use

Assets limited as to use include assets under certain restrictions imposed by grantor agencies and donors and not available for use in support of general operations. These assets are required to be used as specified by the grantor or donor. Assets limited as to use consisted of the following at December 31, 2013 and 2012.

| | 2013 | 2012 |
|--------------------------|--------------------|--------------|
| Donor restricted funds: | | |
| Investments | \$ 2,843,506 | \$ 3,744,957 |
| Contributions receivable | 122,700 | 25,000 |
| | Total \$ 2,966,206 | \$ 3,769,957 |
| | | |

Audited Financial Statements

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Note 10 – Commitments and Contingencies

HIP leases office space in Oakland under a lease agreement expiring on October 31, 2017. Rent expense was \$100,662 for the year ended December 31, 2013. Future obligations under this lease agreement as of December 31, 2013 are 60,747 in 2014; \$60,747 in 2015; \$60,747 in 2016; \$40,499 in 2017.

HIP leases a copier under a non-cancelable operating lease arrangement. HIP's total future minimum lease payments under this non-cancelable operating lease as of December 31, 2013 are \$2,687 in 2014; \$2,687 in 2015; \$2,687 in 2016 and \$2,015 in 2017.

In the ordinary course of conducting its business, HIP may be subjected to loss contingencies arising from general business matters or lawsuits. Management believes that the outcome of such matters, if any, will not have a material impact on HIP's financial position or results of future operations.

Note 11 – Post Retirement Benefits

HIP has a 401(k) savings plan for all eligible employees with at least three months of service during the plan year and employed by HIP as of the last day of the plan year. At its discretion, HIP may make a contribution, to be determined annually. There were employer contributions during the years ended December 31, 2013 and 2012 of \$30,275 and \$22,868 respectively.

In December of 2011, HIP introduced a 457(b) plan for deferred compensation offered to certain employees. There were no employer contributions during fiscal year 2013 and 2012.

Note 12 – Income Taxes

HIP is a not-for-profit organization, exempt from federal income tax under Section 501 (c)(3) of the U.S. Internal Revenue Code (the Code), and contributions to it are tax deductible as described by the Code. HIP has been classified as an organization that is not a private foundation under Section 509(a)(1) and has been designated as a "publicly supported" organization under Section 170(b)(1)(A)(vi) of the Code. The tax years of 2009 through 2013 remain open and subject to examination by the appropriate government agencies in the United States and California.

In June 2006, FASB issued Interpretation No. 48, Accounting for Uncertainty in Income Taxes, an interpretation of FASB Statement No. 109 (FIN 48). FIN 48 addresses the accounting for uncertainties in income taxes recognized in an enterprise's financial statements and prescribes a threshold of more-likely-than-not for recognition and de- recognition of tax positions taken or expected to be taken in a tax return. FIN 48 also provides related guidance on measurement, classification, interest and penalties, and disclosure. There was no material impact to HIP's financial statements as a result of the adoption of FIN 48.

Statements of Functional Expenses

| For t | he year | ended | Decembe | er 31, |
|-------|---------|-------|---------|--------|
|-------|---------|-------|---------|--------|

| | 2013 | | | | | 2012 | | | |
|----------------------------------|---------------------|--|--------------------------------|--------------|---------------------|--------------------------------------|--------------------------------|--------------|--|
| | Program Services | General Operation and Administrative | Fundraising and Development | Total | Program Services | General Operation and Administrative | Fundraising and Development | Total | |
| Personnel expenses: | | | | | | | | | |
| Salaries | \$ 466,156 | \$ 210,065 | \$ 449,683 | \$ 1,125,904 | \$ 468,324 | \$ 170,659 | \$ 315,604 | \$ 954,587 | |
| Fringe benefits | 85,630 | 38,175 | 66,007 | 189,812 | 97,465 | 35,440 | 25,931 | 158,836 | |
| Total personnel expenses | 551,786 | 248,240 | 515,690 | 1,315,716 | 565,789 | 206,099 | 341,535 | 1,113,423 | |
| Operating expenses: | | | | | | | | | |
| Grants awarded | 2,054,593 | - | - | 2,054,593 | 1,519,829 | - | - | 1,519,829 | |
| Evaluation | 35,011 | - | - | 35,011 | 15,048 | - | - | 15,048 | |
| Consultants | 215,691 | 66,119 | 84,494 | 366,304 | 188,862 | 105,826 | 54,921 | 349,609 | |
| Training | 5,969 | - | - | 5,969 | 2,049 | - | 20 | 2,069 | |
| Conference and meetings | 4,072 | 4,399 | 1,801 | 10,272 | 8,212 | 4,726 | 10,801 | 23,739 | |
| Travel | 32,003 | 34,204 | 50,350 | 116,557 | 64,314 | 14,599 | 52,312 | 131,225 | |
| Information technology | 12,118 | 8,988 | 8,044 | 29,150 | 21,019 | 7,581 | 21,640 | 50,240 | |
| Occupancy | 39,142 | 26,121 | 42,373 | 107,636 | 44,792 | 12,227 | 22,182 | 79,201 | |
| Insurance | 6,894 | 2,743 | 4,577 | 14,214 | - | 13,971 | - | 13,971 | |
| Equipment rental and maintenance | 769 | 1,106 | 1,669 | 3,544 | 937 | 780 | 1,409 | 3,126 | |
| Supplies | 5,248 | 3,925 | 4,763 | 13,936 | 5,543 | 2,551 | 13,852 | 21,946 | |
| Postage and shipping | 2,529 | 1,671 | 1,826 | 6,026 | 2,174 | 767 | 2,526 | 5,467 | |
| Printing and publication | 3,949 | 1,750 | 4,365 | 10,064 | 5,305 | 1,979 | 18,962 | 26,246 | |
| Communication and publications | 8,976 | 3,572 | 8,719 | 21,267 | 9,902 | 2,702 | 6,921 | 19,525 | |
| Events | - | - | 17,683 | 17,683 | 150 | 669 | 2,054 | 2,873 | |
| Fees | - | 53,969 | - | 53,969 | 85 | 45,188 | 3,417 | 48,690 | |
| Depreciation | 14,160 | 5,635 | 9,401 | 29,196 | 7,077 | 2,318 | 4,087 | 13,482 | |
| Bad debts | - | 28,000 | - | 28,000 | - | - | _ | - | |
| In-Kind donations | 39,428 | - | - | 39,428 | 1,100 | 6,800 | 4,000 | 11,900 | |
| Other expenses | 11,221 | 15,568 | 1,651 | 28,440 | 335 | 17,055 | 7,651 | 25,041 | |
| Total operating expenses | 2,491,773 | 257,770 | 241,716 | 2,991,259 | 1,896,733 | 239,739 | 226,755 | 2,363,227 | |
| Total expenses | \$ 3,043,559 | \$ 506,010 | \$ 757,406 | \$ 4,306,975 | \$ 2,462,522 | \$ 445,838 | \$ 568,290 | \$ 3,476,650 | |