

Financial Statements

Years Ended June 30, 2014 and 2013



Financial Statements

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Escondido Children's Museum, Inc. dba San Diego Children's Discovery Museum

Report on the Financial Statements

We have audited the accompanying financial statements of Escondido Children's Museum, Inc. dba San Diego Children's Discovery Museum (a nonprofit organization), which comprise the statements of financial position as of June 30, 2014 and 2013, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' 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 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 Escondido Children's Museum, Inc. dba San Diego Children's Discovery Museum as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

AKT LLP

Carlsbad, California November 19, 2014

Statements of Financial Position

June 30, 2014 and 2013

	 2014	. <u>—</u>	2013
ASSETS			
Cash and cash equivalents	\$ 152,266	\$	119,824
Pledges receivable	208,887		5,136
Pledge receivable - building lease	202,381		291,456
Grants receivable	21,100		17,292
Inventory	5,945		4,575
Prepaid expenses	8,725		4,463
Property and equipment, net of accumulated depreciation	694,780		624,930
Deposits	 13,998	. —	14,098
Total Assets	\$ 1,308,082	\$	1,081,774
LIABILITIES AND NET ASSETS			
Liabilities:			
Accounts payable	\$ 5,222	\$	5,298
Payroll taxes payable	3,691		3,184
Accrued vacation	15,768		12,725
Accrued expenses - LRDF	75,443		55,342
Accrued expenses - other	16,262		12,071
Line of credit	86,000		-
Advances payable - LRDF	 600,000	. —	650,000
Total Liabilities	802,386		738,620
Net Assets:			
Unrestricted	147,310		(18,807)
Temporarily restricted	 358,386		361,961
Total Net Assets	 505,696	_	343,154
Total Liabilities and Net Assets	\$ 1,308,082	\$	1,081,774

Statement of Activities

	_	Unrestricted	emporarily Restricted		Total
Revenue and Support:					
Contributions - general	\$	113,217	\$ 19,006	\$	132,223
Contributions - capital campaign		422,600	117,000		539,600
Contributions - gifts in kind		18,862	-		18,862
Grants		84,310	148,850		233,160
Fundraising events		50,057	-		50,057
Earned revenues		125,887	20,084		145,971
Membership dues		48,632	-		48,632
Net assets released from restrictions,			(000 = 4 =)		
satisfaction of program restrictions	_	308,515	 (308,515)		
Total Revenue and Support		1,172,080	(3,575)		1,168,505
Expenses:					
Program services		698,031	-		698,031
Supporting services:					
Management and general		153,069	-		153,069
Fundraising	_	154,863	 -	_	154,863
Total Expenses	_	1,005,963	 -		1,005,963
Change in Net Assets		166,117	(3,575)		162,542
Net Assets, beginning	_	(18,807)	 361,961	_	343,154
Net Assets, ending	\$_	147,310	\$ 358,386	\$_	505,696

Statement of Activities

	_	Unrestricted	Temporarily Restricted	Total
Revenue and Support:				
Contributions - general	\$	113,605 \$	-	\$ 113,605
Contributions - capital campaign		27,286	5,000	32,286
Contributions - gifts in kind		17,874	-	17,874
Grants		104,075	113,000	217,075
Fundraising events		34,114	5,700	39,814
Earned revenues		127,722	14,585	142,307
Membership dues		37,225	-	37,225
Net assets released from restrictions,				
satisfaction of program restrictions	_	256,524	(256,524)	-
Total Revenue and Support		718,425	(118,239)	600,186
Expenses:				
Program services		591,440	-	591,440
Supporting services:				
Management and general		150,305	-	150,305
Fundraising		138,039	-	138,039
Total Expenses		879,784	-	879,784
Change in Net Assets		(161,359)	(118,239)	(279,598)
Net Assets, beginning		142,552	480,200	622,752
Net Assets, ending	\$_	(18,807) \$	361,961	\$ 343,154

Statement of Functional Expenses

				Supporting	g S	ervices		
		Program Services		Management and General		Fundraising		Total
Compensation and Related Expenses:	_		_		_			
Compensation	\$	254,158	\$	78,267	\$	58,191 \$;	390,616
Payroll tax expense		26,699		5,400		4,977		37,076
Employee benefits		13,988		1,735		1,718		17,441
Workers' compensation insurance		4,967		878		1,469		7,314
Service fees	_	-		1,632		-		1,632
Total		299,812		87,912		66,355		454,079
Advertising and marketing		10,166		768		6,101		17,035
Bank and credit card charges		6,023		-		76		6,099
Computer service		19,517		2,275		2,850		24,642
Conference and training		7,339		196		743		8,278
Contract services		66,446		8,303		18,159		92,908
Cost of goods sold		10,806		-		-		10,806
Depreciation		34,649		1,806		451		36,906
Exhibits and maintenance		38,945		34		-		38,979
Fundraising		2,809		7,948		52,052		62,809
Interest		-		12,612		-		12,612
Insurance		7,778		2,981		2,204		12,963
Meetings and meals		310		215		1,973		2,498
Occupancy		140,321		12,779		490		153,590
Office		7,105		7,420		1,868		16,393
Outreach and special programs		14,593		(600)		22		14,015
Supplies		7,445		5,365		221		13,031
Staff development		266		1,580		1,298		3,144
Taxes:						·		
Property tax		20,100		-		-		20,100
Other		-		1,435		-		1,435
Transportation		2,237		-		-		2,237
Volunteer program	_	1,364		40				1,404
Total Expenses	\$_	698,031	\$	153,069	\$_	154,863 \$		1,005,963

Statement of Functional Expenses

				Supportin	g S	ervices		
		Program Services		Management and General		Fundraising		Total
Compensation and Related Expenses:	Φ.	040 445	Φ.	44.000	Φ.	40.040	Φ.	000 700
Compensation	\$	240,445	\$	44,082	\$	49,242	\$	333,769
Payroll tax expense		23,290		1,495		4,177		28,962
Employee benefits		8,769		3,152		2,396		14,317
Workers' compensation insurance		5,624		990		1,122		7,736
Service fees	_	1,099		194		219		1,512
Total		279,227		49,913		57,156		386,296
Advertising and marketing		10,343		2,920		10,995		24,258
Bank and credit card charges		5,562		322		41		5,925
Computer service		894		6,956		1,350		9,200
Conference and training		356		3,218		2		3,576
Contract services		-		39,269		13,170		52,439
Cost of goods sold		6,971		-		-		6,971
Depreciation		23,300		3,330		2,022		28,652
Exhibits and maintenance		85,837		-		-		85,837
Fundraising		-		-		34,548		34,548
Interest		692		6,350		-		7,042
Insurance		6,799		1,434		1,930		10,163
Meetings and meals		383		235		1,723		2,341
Occupancy		117,887		23,395		7,488		148,770
Office		8,796		6,064		3,725		18,585
Outreach and special programs		14,447		160		151		14,758
Supplies		6,080		1,504		2,217		9,801
Staff development		17		813		21		851
Taxes:								
Property tax		22,082		4,141		1,380		27,603
Other		47		186		-		233
Transportation		1,393		-		-		1,393
Volunteer program	_	327		95		120		542
Total Expenses	\$_	591,440	\$	150,305	\$	138,039	\$	879,784

Statements of Cash Flows

Years Ended June 30, 2014 and 2013

		2014	. <u> </u>	2013
Cash Flows from Operating Activities:				
Change in net assets	\$	162,542	\$	(279,598)
Adjustments to reconcile change in net assets to net cash		,		, , ,
used by operating activities:				
Depreciation		36,906		28,652
Forgiveness of advances payable		(150,000)		-
Changes in operating assets and liabilities:				
Pledges receivable		(203,751)		16,068
Pledge receivable - building lease		89,075		86,445
Grants receivable		(3,808)		(14,669)
Inventory		(1,370)		(2,957)
Prepaid expenses		(4,262)		1,133
Deposits		100		2,689
Accounts payable		(76)		(4,376)
Payroll taxes payable		507		(4,171)
Accrued vacation		3,043		1,467
Accrued expenses - LRDF		20,101		26,868
Accrued expenses - other		4,191	_	(1,978)
Net Cash Used by Operating Activities		(46,802)		(144,427)
Cash Flows Used by Investing Activities:				
Purchases of property and equipment		(106,756)		(52,219)
Cash Flows from Financing Activities:				
Proceeds from advances		100,000		150,000
Change on line of credit		86,000		(35,337)
.				(,,
Net Cash Provided by Financing Activities		186,000		114,663
Net Increase (Decrease) in Cash and Cash Equivalents		32,442	. <u>-</u>	(81,983)
Cash and cash equivalents, beginning	_	119,824		201,807
Cash and cash equivalents, ending	\$_	152,266	\$	119,824

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 1 - Organization and Summary of Significant Accounting Policies

Nature of Activities

The Escondido Children's Museum, Inc. dba San Diego Children's Discovery Museum (the Museum) was incorporated as a non-profit corporation in January 2000. The mission of the Museum is to inspire children to learn about our world through exploration, imagination, and experimentation. The Museum fills a community need by offering a wholesome, educational, and appealing gathering place for families, schools, and other groups that serve children. Programs and exhibits cultivate lifelong learning and develop diverse understandings of the world.

Financial Statement Presentation

The Museum reports information regarding its financial position and activities according to the three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

- Unrestricted net assets represent expendable funds available for operations, which are not otherwise limited by donor restrictions.
- Temporarily restricted net assets consist of contributed funds subject to donor-imposed restrictions contingent upon specific performance of a future event or a specific passage of time before the Museum may spend the funds.
- Permanently restricted net assets are subject to irrevocable donor restrictions requiring that the assets be maintained in perpetuity usually for the purpose of generating investment income to fund current operations.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

The Museum considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents. The carrying amount of the Museum's cash and cash equivalents approximates fair value due to the short maturity of these investments.

Pledges and Grants Receivable

Pledges and grants receivable consist of unconditional promises to give. All pledges and grants receivable are recorded in the year promised at the present value of expected cash flows. Pledges receivable are from individuals, corporations, foundations, and governmental agencies.

Management determines the allowance for doubtful accounts based on historical losses and current economic conditions. On a continuing basis, management analyzes delinquent receivables and once these receivables are determined to be uncollectible, they are written-off through a charge against an existing allowance account or against earnings. Management has determined that no allowance for doubtful accounts is deemed necessary at June 30, 2014 and 2013.

<u>Inventory</u>

Inventory consists primarily of items for resale in the gift shop and is valued at the lower of cost (first-in, first-out method) or market.

Property and Equipment

Property and equipment owned by the Museum is stated at cost less accumulated depreciation and consists of office furniture, equipment, exhibits, and leasehold improvements. Equipment and improvements are recorded at cost or at estimated fair value at date of gift, if donated. Donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose. All acquisitions of property and equipment plus all expenditures for repairs, maintenance, renewals, and betterments that materially prolong the useful life of the asset are capitalized. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets of five to 39 years.

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 1 - Organization and Summary of Significant Accounting Policies, continued

Contributions

The Museum periodically receives contributions in a form other than cash or investments. Contributions of noncash assets are recorded at their fair values in the period received. If donors stipulate restrictions in the usage of donated goods and services, the contributions are recorded as restricted support. In the absence of such stipulations, contributions of goods and services are recorded as unrestricted support.

In addition, many individuals volunteer their time and perform a variety of tasks that assist the Museum with various programs. The services do not meet the criteria for recognition as a contribution, and are not reflected in the financial statements. The fair market value of contributed professional services is reported as support and expense in the period in which the services are performed.

Revenue and Support

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction.

When a 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 statements of activities as net assets released from restrictions. Contributions received with donor-imposed restrictions that are satisfied within the same reporting period are reported as unrestricted support in that period.

Advertisina

The Museum follows the policy of charging the costs of advertising to expense as incurred.

Income Tax Status

The Organization is a qualified nonprofit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and Section 23701(d) of the California Revenue and Taxation Code. However, the Organization remains subject to taxes on any net income which is derived from a trade or business regularly carried on and unrelated to its exempt purpose. In the opinion of management, there is no unrelated business income for the years ended June 30, 2014 and 2013.

The Organization follows accounting standards generally accepted in the United States of America related to the recognition of uncertain tax positions. The Organization recognizes accrued interest and penalties associated with uncertain tax positions as part of the statement of activities, when applicable. Management has determined that the Organization has no uncertain tax positions at June 30, 2014 and 2013 and therefore no amounts have been accrued.

The Organization files informational and income tax returns in the United States, California, and in local jurisdictions. With few exceptions, the Organization's federal income tax returns for the years prior to 2012 are closed. State and local jurisdictions have statutes of limitations that generally range from three to five years.

Fair Value Measurements

The Museum defines fair value as the exchange price that would be received for an asset or paid for a liability in the principal or most advantageous market. The Museum applies fair value measurements to assets and liabilities that are required to be recorded at fair value under generally accepted accounting principles. Fair value measurement techniques maximize the use of observable inputs and minimize the use of unobservable inputs, and are categorized in a fair value hierarchy based on the transparency of inputs. In addition, the Museum reports certain investments using the net asset value per share as determined by investment managers, allowing the net asset value per share to represent fair value for reporting purposes when the criteria for using this method are met.

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 1 - Organization and Summary of Significant Accounting Policies, continued

The three levels are defined as follows:

Level 1 - Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 - Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the same term of the financial instrument.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The carrying value of cash, receivables, other current assets, and payables approximate fair values as of June 30, 2014 and 2013, due to the relative short maturities of these instruments.

Concentrations

The Museum has financial instruments, namely cash and cash equivalents, which potentially subject it to a concentration of credit risk. The Museum places its cash with high credit-quality financial institutions.

The Museum relies on contributions and grants and is subject to the economic risks that affect donors' and grantors' abilities to support the Museum. For the year ended June 30, 2014, four entities accounted for approximately 79% of total pledges receivable. There was not a significant concentration of pledges receivable for the year ended June 30, 2013. For the year ended June 30, 2014, two entities accounted for approximately 31% of total support and revenue and for the year ended June 30, 2013, three entities accounted for 42% of total support and revenue, respectively.

Inventory

Inventory consists primarily of items for resale in the gift shop and is valued at the lower of cost (first-in, first-out method) or market.

Subsequent Events

The Museum has evaluated subsequent events through November 19, 2014, which is the date the financial statements were available to be issued.

Note 2 - Property and Equipment

Property and equipment consists of the following as of June 30, 2014 and 2013:

	2014		2013
Building and improvements	\$	582,089	\$ 523,165
Furniture and equipment		90,029	79,872
Exhibits		108,113	68,359
Construction in progress		-	2,079
		780,231	 673,475
Less accumulated depreciation		(85,451)	(48,545)
	\$	694,780	\$ 624,930

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 3 - In-Kind Contributions

During the years ended June 30, 2014 and 2013, the Museum recorded the following donations as revenue and expenses in the accompanying statement of activities:

	 2014	_	2013
Interest Expense Professional Services Interest Income - Building Rent	\$ 11,336 - 7,526	\$	5,219 2,500 10,155
	\$ 18,862	\$_	17,874

Note 4 – Restrictions on Temporarily Restricted Net Assets

Temporarily restricted net assets are available for the following purposes:

	_	2014	_	2013
Rent Exhibits and Building Programs Management	\$	202,381 120,596 32,255 3,154	\$	291,456 49,637 16,207 4,661
	\$	358,386	\$	361,961

Temporarily restricted net assets were released from restrictions during the years ended June 30, 2014 and 2013 and in satisfaction of the following purposes:

	 2014	_	2013
Rent	\$ 89,075	\$	86,445
Exhibits and Building Programs	120,254 46,526		102,074 42,168
Management	 52,660	_	25,837
	\$ 308,515	\$_	256,524

Note 5 - Line of Credit

The Museum has a \$100,000 line of credit with AmericanWest Bank with an annual interest rate of prime plus 2.5%. The outstanding balance as of June 30, 2014 is \$86,000. There was no outstanding balance as of June 30, 2013. Interest expense on the line of credit for the years ended June 30, 2014 and 2013 was \$1,276 and \$1,823, respectively.

The line of credit was renewed on December 10, 2013 with a maturity date of November 30, 2014.

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 6 - Accrued Expenses - LRDF

Accrued expenses payable to the Linden Root Dickinson Foundation (LRDF) consist of the following as of June 30, 2014 and 2013:

	 2014	_	2013
Building Rent and Deposit Real Estate Taxes Building Purchase Option	\$ 14,000 60,443 1,000	\$	14,000 40,342 1,000
	\$ 75,443	\$	55,342

Note 7 - Advances Payable - LRDF

As of June 30, 2014, LRDF had provided the Museum non-interest bearing cash advances totaling \$750,000 which were used to fund leasehold improvements and operating expenses. In an agreement dated November 1, 2013, LRDF provided loan forgiveness in the amount of \$150,000, leaving a principal balance due of \$600,000 at June 30, 2014. The Advance Agreement was dated July 19, 2011.

There have been four amendments to the Advance Agreement as additional advances were made to the Museum:

- First Amendment Dated March 1, 2012
- Second Amendment Dated September 26, 2012
- Third Amendment Dated June 11, 2013
- Fourth Amendment Dated September 24, 2013

The advances are payable as follows:

- \$150,000 on July 19, 2015
- \$450,000 on January 19, 2016

Contributed interest of \$11,336 and \$5,219 for the years ended June 30, 2014 and 2013, was calculated using the AFR mid-term quarterly rates.

Note 8 - Pledges Receivable

Pledges receivable consist of the following:

	 2014	 2013
Due in one year or less Due after one year through five years	\$ 118,887 90,000	\$ 5,136 -
	\$ 208,887	\$ 5,136

No allowance was considered necessary at June 30, 2014 and 2013 because management believes that all amounts are collectible. No discount was imputed because management determined the amounts to be insignificant.

Notes to Financial Statements

Years Ended June 30, 2014 and 2013

Note 9 - Pledge Receivable - Building Lease

The Museum entered into a lease agreement with Children's Discovery Museum Holdings, LLC on July 19, 2011, for the premises located at 320 North Broadway in Escondido, California. The Children's Discovery Museum Holdings, LLC is a wholly owned subsidiary of LRDF. The terms of the lease are for Basic rent of \$1.00 per year. The reduced rent is a charitable grant in support of the educational and charitable programs of the Museum. The fair market value of the rent for the premises is \$8,050 per month. The net present value of the in-kind rent donation of \$377,901 was recorded in the year ended June 30, 2012 using a discount rate of 3%. In-kind rent expense of \$89,074 and \$86,445 and in-kind interest income of \$7,526 and \$10,155 was recorded during the years ended June 30, 2014 and 2013, respectively.

The pledge receivable from the building lease consists of the following:

	 2014	 2013
Due in one year or less Due after one year through five years	\$ 96,600 112,700	\$ 96,600 209,300
	209,300	305,900
Less Discount to Present Value - 3%	 (6,919)	(14,444)
	\$ 202,381	\$ 291,456

The lease agreement includes an Option to Purchase Agreement for acquisition of the premises. The Option Agreement term commenced on July 19, 2011 and expires on August 31, 2016. Under the Agreement, the purchase price for the property would include a \$1,000,000 credit in favor of the Museum. The purchase option is subject to certain conditions being met in 2015 and 2016 by the Museum; therefore, no amounts have been recorded in these financial statements related to the Option Agreement.

Note 10 - Concentration of Credit Risk

The Museum maintains its cash in bank deposit accounts that are insured by the Federal Deposit Insurance Corporation (FDIC) up to a limit of \$250,000 per financial institution. The Museum maintains cash balances at several banks which, at times, exceed the federal insurable limit. As of June 30, 2014 and 2013, no losses have occurred in the bank deposit accounts and management does not believe that the Museum is exposed to any significant credit risk on cash.

Note 11 – Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statements of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.