

PARKS & TRAILS NEW YORK, INC.

FINANCIAL STATEMENTS

JUNE 30, 2016 AND 2015

PARKS & TRAILS NEW YORK, INC.

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CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Parks & Trails New York, Inc.
Albany, New York 12207

We have audited the accompanying financial statements of Parks & Trails New York, Inc. (the "Organization") a nonprofit organization which comprise the statements of financial position as of June 30, 2016 and 2015, and the related statements of activities, cash flows and functional and other expenses 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.

Auditor's Responsibility

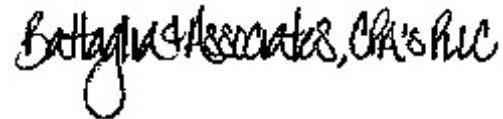
Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about 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 Parks & Trails New York, Inc. as of June 30, 2016 and 2015, and the changes in its net assets and cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

A handwritten signature in black ink that reads "Battaglia & Associates, CPA's PLLC". The signature is written in a cursive, somewhat stylized font.

BATTAGLIA & ASSOCIATES CPA'S PLLC

Halfmoon, New York
December 8, 2016

PARKS & TRAILS NEW YORK, INC.

STATEMENTS OF FINANCIAL POSITION

JUNE 30, 2016 AND 2015

<u>Assets</u>	<u>2016</u>	<u>2015</u>
Current Assets		
Cash and Cash Equivalents	\$ 931,208	\$ 678,496
Restricted Cash	4,387	8,203
Grants and Pledges Receivable	93,130	100,492
Prepaid Expenses	<u>115,372</u>	<u>80,516</u>
Total Current Assets	<u>1,144,097</u>	<u>867,707</u>
Property and Equipment		
Furniture and Equipment	121,659	109,659
Less: Accumulated Depreciation	<u>97,481</u>	<u>91,175</u>
Property and Equipment, Net	<u>24,178</u>	<u>18,484</u>
Investments	<u>327,665</u>	<u>301,679</u>
Total Assets	<u>\$ 1,495,940</u>	<u>\$ 1,187,870</u>

Liabilities and Net Assets

Current Liabilities		
Accounts Payable	\$ 8,433	\$ 12,685
Accrued Expenses	7,188	7,422
Fiduciary Funds	4,387	8,203
Compensated Absences	14,134	16,652
Deferred Revenue	<u>271,827</u>	<u>29,745</u>
Total Current Liabilities	<u>305,969</u>	<u>74,707</u>
Net Assets		
Unrestricted Net Assets	655,805	608,514
Temporarily Restricted	<u>534,166</u>	<u>504,649</u>
Total Net Assets	<u>1,189,971</u>	<u>1,113,163</u>
Total Liabilities and Net Assets	<u>\$ 1,495,940</u>	<u>\$ 1,187,870</u>

PARKS & TRAILS NEW YORK, INC.

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED JUNE 30, 2016

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
Support, Revenue and Reclassifications			
Membership Dues	\$ 57,008	\$ -	\$ 57,008
Individual Contributions	202,066	-	202,066
Grants	452,049	10,000	462,049
Program Revenue	78,138	409,533	487,671
Foundation/Corporate Contributions	119,425	58,000	177,425
Interest	9,193	-	9,193
Realized Loss on Investments	(317)	-	(317)
Unrealized Gain on Investments	7,067	-	7,067
Net Assets Released from Restrictions	<u>448,016</u>	<u>(448,016)</u>	<u>-</u>
Total Support, Revenue and Reclassifications	<u>1,372,645</u>	<u>29,517</u>	<u>1,402,162</u>
Expenses			
Program Services			
Conservation, Technical Assistance & Advocacy	888,526	-	888,526
Public Education	174,731	-	174,731
Membership	98,288	-	98,288
Total Program Services	<u>1,161,545</u>	<u>-</u>	<u>1,161,545</u>
Supporting Services			
Management and General	76,444	-	76,444
Fund Raising	87,365	-	87,365
Total Supporting Services	<u>163,809</u>	<u>-</u>	<u>163,809</u>
Total Expenses	<u>1,325,354</u>	<u>-</u>	<u>1,325,354</u>
Increase in Net Assets	47,291	29,517	76,808
Net Assets, Beginning of Year	<u>608,514</u>	<u>504,649</u>	<u>1,113,163</u>
Net Assets, End of Year	<u>\$ 655,805</u>	<u>\$ 534,166</u>	<u>\$ 1,189,971</u>

PARKS & TRAILS NEW YORK, INC.

STATEMENT OF ACTIVITIES

FOR THE YEAR ENDED JUNE 30, 2015

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Total</u>
Support, Revenue and Reclassifications			
Membership Dues	\$ 56,263	\$ -	\$ 56,263
Individual Contributions	178,641	-	178,641
Grants	267,519	-	267,519
Fund Raising	36,736	-	36,736
Program Revenue	93,002	420,454	513,456
Foundation/Corporate Contributions	170,500	53,500	224,000
Interest	4,044	-	4,044
Unrealized Gain on Investments	667	-	667
Net Assets Released from Restrictions	<u>371,485</u>	<u>(371,485)</u>	<u>-</u>
Total Support, Revenue and Reclassifications	<u>1,178,857</u>	<u>102,469</u>	<u>1,281,326</u>
Expenses			
Program Services			
Conservation, Technical Assistance & Advocacy	782,895	-	782,895
Public Education	175,300	-	175,300
Membership	81,808	-	81,808
Total Program Services	<u>1,040,003</u>	<u>-</u>	<u>1,040,003</u>
Supporting Services			
Management and General	105,179	-	105,179
Fund Raising	70,121	-	70,121
Total Supporting Services	<u>175,300</u>	<u>-</u>	<u>175,300</u>
Total Expenses	<u>1,215,303</u>	<u>-</u>	<u>1,215,303</u>
Increase in Net Assets	(36,446)	102,469	66,023
Net Assets, Beginning of Year, as restated	<u>644,960</u>	<u>402,180</u>	<u>1,047,140</u>
Net Assets, End of Year	<u>\$ 608,514</u>	<u>\$ 504,649</u>	<u>\$ 1,113,163</u>

PARKS & TRAILS NEW YORK, INC.
STATEMENTS OF CASH FLOWS
 FOR THE YEARS ENDED JUNE 30, 2016 AND 2015

	<u>2016</u>	<u>2015</u>
Cash Flows From Operating Activities		
Increase in Net Assets	\$ 76,808	\$ 66,023
Adjustments to Reconcile Increase in Net Assets to Net Cash Provided by Operating Activities:		
Depreciation	6,306	4,149
Realized Loss on Investments	317	-
Unrealized Gain on Investments	(7,067)	-
Loss on Disposal of Fixed Assets	-	1,178
(Increase) Decrease in Assets		
Grants and Accounts Receivable	7,362	(7,295)
Prepaid Expenses	(34,856)	991
Increase (Decrease) in Liabilities		
Accounts Payable	(4,252)	5,459
Accrued Expenses	(234)	2,672
Compensated Absences	(2,518)	3,585
Deferred Revenue	<u>242,082</u>	<u>1,870</u>
Net Cash Provided By Operating Activities	<u>283,948</u>	<u>78,632</u>
Cash Flows Used In Investing Activities		
Purchase of Property and Equipment	(12,000)	(12,519)
Proceeds from Investments Sold	5,831	-
Purchase of Investments	<u>(25,067)</u>	<u>(301,679)</u>
Net Cash Used In Investing Activities	<u>(31,236)</u>	<u>(314,198)</u>
Increase (Decrease) in Cash	252,712	(235,566)
Cash and Cash Equivalents, Beginning of Year	<u>678,496</u>	<u>914,062</u>
Cash and Cash Equivalents, End of Year	<u>\$ 931,208</u>	<u>\$ 678,496</u>

PARKS & TRAILS NEW YORK, INC.

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2016

	<u>Program Services</u>			<u>Supporting Services</u>				
	<u>Conservation Technical Assistance and Advocacy</u>	<u>Public Education</u>	<u>Membership</u>	<u>Total Program Services</u>	<u>Management and General</u>	<u>Fund Raising</u>	<u>Total Supporting Services</u>	<u>Total Expenses</u>
Subrecipient Awards	\$ 233,284	\$ -	\$ -	\$ 233,284	\$ -	\$ -	\$ -	\$ 233,284
Salaries, Taxes and Benefits	347,768	92,738	52,165	492,671	40,573	46,369	86,942	579,613
Special Events	170,084	45,356	25,513	240,953	19,843	22,677	42,520	283,473
Professional, Outside Services	18,764	5,004	2,815	26,583	2,189	2,502	4,691	31,274
Occupancy Expense	13,893	3,705	2,084	19,682	1,621	1,852	3,473	23,155
Printing	21,008	5,602	3,151	29,761	2,451	2,802	5,253	35,014
Travel	7,412	1,977	1,112	10,501	865	988	1,853	12,354
Telephone	6,257	1,668	939	8,864	730	834	1,564	10,428
Postage	23,472	6,259	3,521	33,252	2,738	3,130	5,868	39,120
Depreciation	3,784	1,009	568	5,361	441	504	945	6,306
Repairs and Maintenance	827	220	124	1,171	96	111	207	1,378
Office/Supply Expense	41,973	11,193	6,296	59,462	4,897	5,596	10,493	69,955
	<u>\$ 888,526</u>	<u>\$ 174,731</u>	<u>\$ 98,288</u>	<u>\$ 1,161,545</u>	<u>\$ 76,444</u>	<u>\$ 87,365</u>	<u>\$ 163,809</u>	<u>\$ 1,325,354</u>

PARKS & TRAILS NEW YORK, INC.

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2015

	<u>Program Services</u>				<u>Supporting Services</u>			
	<u>Conservation Technical Assistance and Advocacy</u>	<u>Public Education</u>	<u>Membership</u>	<u>Total Program Services</u>	<u>Management and General</u>	<u>Fund Raising</u>	<u>Total Supporting Services</u>	<u>Total Expenses</u>
Subrecipient Awards	\$ 46,632	\$ -	\$ -	\$ 46,632	\$ -	\$ -	\$ -	\$ 46,632
Salaries, Taxes and Benefits	365,724	87,077	40,636	493,437	52,246	34,831	87,077	580,514
Special Events	190,149	45,274	21,128	256,551	27,164	18,109	45,273	301,824
Professional, Outside Services	47,994	11,427	5,333	64,754	6,856	4,571	11,427	76,181
Occupancy Expense	15,226	3,625	1,692	20,543	2,175	1,451	3,626	24,169
Printing	19,337	4,604	2,149	26,090	2,762	1,841	4,603	30,693
Travel	15,703	3,739	1,745	21,187	2,243	1,496	3,739	24,926
Telephone	10,568	2,516	1,174	14,258	1,510	1,006	2,516	16,774
Postage	21,928	5,221	2,436	29,585	3,133	2,088	5,221	34,806
Depreciation	2,614	622	290	3,526	373	250	623	4,149
Repairs and Maintenance	1,105	263	123	1,491	158	105	263	1,754
Office/Supply Expense	45,915	10,932	5,102	61,949	6,559	4,373	10,932	72,881
	<u>\$ 782,895</u>	<u>\$ 175,300</u>	<u>\$ 81,808</u>	<u>\$ 1,040,003</u>	<u>\$ 105,179</u>	<u>\$ 70,121</u>	<u>\$ 175,300</u>	<u>\$ 1,215,303</u>

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Organization and Purpose

Parks & Trails New York, Inc. (“the Organization”), is a statewide non-profit corporation whose mission is to expand, protect, and promote a network of parks, trails, and open spaces throughout the state for use and enjoyment by all.

Significant Accounting Policies

Reporting

The financial statements of the Organization follow the recommendations of Statement of Financial Accounting Standards (SFAS) No. 117, “Financial Statements of Not-for-Profit Organizations.” Under SFAS No. 117, the Organization is required to report information regarding its financial position and activities according to three classes of net assets, based on the existence of any externally (donor) imposed restrictions.

The net assets of the Organization are classified and reported as follows:

- Unrestricted net assets - Net assets not subject to donor or grantor imposed stipulations.
- Temporarily restricted net assets - Net assets subject to donor or grantor stipulations that may or will be met by actions of the Organization and/or the passage of time.

There are no permanently restricted net assets as of June 30, 2016 and 2015.

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and nature of any donor restrictions. Support that is not restricted by the donor is reported as an increase in unrestricted net assets. All other 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 Statement of Activities as net assets released from restrictions. Restricted contributions whose restrictions are met in the same reporting period are recorded as unrestricted contributions.

Cash Equivalents

The Organization considers highly liquid debt instruments with original maturities of three months or less to be cash equivalents. Cash equivalents consist of money market mutual funds.

Accounts Receivable

The Organization utilizes the allowance method to determine the allowance for doubtful accounts. At June 30, 2016 and 2015 management determined no allowance was necessary based upon their review of the specific receivables and prior history.

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property and Equipment

Property and equipment are recorded at acquisition cost and depreciated on a straight line basis over their estimated useful lives, ranging from five to seven years.

Investments

Investments consist primarily of assets invested in marketable equity and debt securities, and money-market accounts. The Organization accounts for investments in accordance with FASB standard for investments held by not-for-profit organizations (ASC 958-320 and subsections). This standard requires that investments in equity securities with readily determined fair values and all investments in debt securities be measured at fair value in the Statement of Financial Position. Fair value of marketable equity and debt securities is based on quoted market prices. The realized and unrealized gain or loss on investments is reflected in the Statement of Activities.

Investments are exposed to various risks such as significant world events, interest rates, credit, and overall market volatility risks. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the fair value of investments will occur in the near term and that such changes could materially affect the amounts reported in the Statements of Financial Position.

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 certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Contributed Services and Goods

No amounts have been reflected in the financial statements for donated services. The Organization pays for services requiring specific expertise; however many individuals volunteer their time and perform a variety of tasks that assist the Organization with specific program areas, campaign solicitations and fund raising events. The Organization estimates that it receives approximately 3,500 volunteer hours per year.

Fair Value Measurement

The FASB *Fair Value Measurement* standard clarifies the definition of fair value for financial reporting, establishes a framework for measuring fair value, and requires additional disclosure about the use of fair value measurements in effort to make the measurement of fair value more consistent and comparable. The Organization has adopted this standard for its financial assets and liabilities measured on a recurring and nonrecurring basis.

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurement defines fair value as the amount that would be received from the sale of an asset or paid for the transfer of a liability in an orderly transaction between market participants, i.e., an exit price. To estimate an exit price, a three-tier hierarchy is used to prioritize the inputs:

Level 1: Quoted prices in active markets for identical securities.

Common stock and equity traded funds - Valued at the closing market price on the stock exchange where they are traded.

Bank certificates and money market accounts - Composed of bank certificates and money market mutual funds invested in various financial institutions. The money market funds seek to maintain a stable net asset value (“NAV”) of \$1. Funds invested in bank certificates are valued based on value of deposited funds and net interest earnings less withdrawals and fees, if any.

Level 2: Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment spreads, credit risk, etc.)

Community Foundation - The Organization partnered with the Community Foundation to establish an agency reserve fund. This partnership allows the Organization to transfer funds as well as provide options for donors to give donations or legacy gifts. This fund is to be administered by professional managers for the benefit of the Organization and to assist with an investment program. The income available from the fund shall be available to the Organization for the general purposes of promoting and conducting the Organization’s program. Investments held by the Community Foundation are valued at fair value based on the closing price for securities listed on a securities exchange, the closing bid or ask price for over-the-counter securities not listed on a securities exchange, or at cost or obtained from an independent pricing service for securities not listed or traded on any exchange or on the over-the-counter market.

Level 3: Significant unobservable inputs (including the Organization’s own assumptions in determining the fair value of investments).

The Organization currently has no assets or liabilities that are measured using Level 3 inputs.

Accounting for Uncertainty in Income Taxes

In June 2006, the Financial Accounting Standards Board (“FASB”) issued Interpretation No. 48, *Accounting for Uncertainty in Income Taxes - an interpretation of FASB Statement No. 109, Accounting for Income Taxes (“FIN 48”)*. FIN 48, now referred to as FASB ASC 740-10, requires entities to disclose in their financial statements the nature of any uncertainty in their tax position. The Organization implemented this policy in 2008 and its current accounting policy for evaluating uncertain tax positions is in accordance with generally accepted accounting principles. The Organization has not recognized any benefits from uncertain tax positions in 2016 or 2015 and believes it has no uncertain tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly increase or decrease within 12 months of the balance sheet date of June 30, 2016. Generally, federal, state and local authorities may examine the Organization’s tax returns for three years from the date of filing; consequently, income tax returns for years prior to 2013 are no longer subject to examination by tax authorities.

1. ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

Management has evaluated subsequent events or transactions occurring through December 8, 2016, the date the financial statements were available to be issued. No such events or transactions were identified.

2. CONCENTRATION OF CREDIT RISK

The Organization's cash deposits exceeded the Federal Deposit Insurance Corporation limits at various times during the fiscal year ended June 30, 2016 and 2015. The Organization believes it is not exposed to any significant credit risk on its cash balances.

3. PREPAID EXPENSES

Prepaid expenses consist primarily of expenses that relate to two annual bike tours which take place shortly after the Organization's fiscal year-end.

Prepaid expenses consist of the following at June 30:

	<u>2016</u>	<u>2015</u>
Bike Tours		
Consultants	\$ 18,000	\$ 15,000
Printing Expense	2,900	-
Postage Expense	11,321	7,355
Travel	4,307	1,921
Cyclist Direct Expenses	68,507	43,090
Rent	1,440	1,440
Parking	278	-
Website	-	11,000
Software License	5,208	-
Insurance	3,411	590
Consultant	-	120
Total	<u>\$ 115,372</u>	<u>\$ 80,516</u>

PARKS & TRAILS NEW YORK, INC.
 NOTES TO FINANCIAL STATEMENTS (CONTINUED)
 JUNE 30, 2016 AND 2015

4. INVESTMENTS

The Organization's investments at June 30, 2016 and 2015 that are measured at fair value on a recurring basis are as follows:

	2016					
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total Fair Value</u>	<u>Total Cost</u>	<u>Unrealized Gain</u>
Common Stocks and Equity Traded Funds	\$ 209,740	\$ -	\$ -	\$ 209,740	\$ 205,318	\$ 4,422
Corporate Bonds and US Government Obligations	106,030	-	-	106,030	102,607	3,423
Community Foundation Fund	-	11,895	-	11,895	12,214	(319)
Total	<u>\$ 315,770</u>	<u>\$ 11,895</u>	<u>\$ -</u>	<u>\$ 327,665</u>	<u>\$ 320,139</u>	<u>\$ 7,526</u>

	2015					
	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total Fair Value</u>	<u>Total Cost</u>	<u>Unrealized Gain (Loss)</u>
Common Stocks and Equity Traded Funds	\$ 201,765	\$ -	\$ -	\$ 201,765	\$ 201,006	\$ 759
Corporate Bonds and US Government Obligations	99,914	-	-	99,914	100,007	(93)
Total	<u>\$ 301,679</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 301,679</u>	<u>\$ 301,013</u>	<u>\$ 666</u>

6. LINE OF CREDIT

The Organization has a \$50,000 line of credit with a local financial institution, of which \$0 was outstanding at June 30, 2016 and 2015. The note requires interest at prime plus 1.5% (5% at June 30, 2016). The note is collateralized by substantially all the working assets of the Organization.

5. PENSION PLAN

The Organization has a Single Employer, 403(B) Pension Plan covering all eligible employees. The plan is a non-contributory money purchase plan that requires the Association to make contributions equal to 5% of each participant's annual compensation. Pension expense for the years ended June 30, 2016 and 2015 was \$14,076 and \$14,307, respectively.

7. FUNCTIONAL ALLOCATION OF EXPENSES

The cost of providing programs and supporting services has been summarized on a functional basis in the statement of activities for the years ended June 30, 2016 and 2015. Accordingly, certain costs have been allocated among the programs and supporting services benefitted from these expenditures, based on an employee time study updated annually.

8. LEASE COMMITMENTS

The Organization leases office space under an operating lease through August, 2018. Current lease terms include monthly lease payments of \$1,440 plus escalation clauses for operating expenses and utilities.

Future minimum annual obligations under the office lease are as follows:

Year Ended June 30:

2017	\$ 17,570
2018	17,838
2019	2,980

9. INCOME TAX STATUS

The Organization is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. It has been designated as a publicly supported organization which is not a private foundation under Code Section 509(a).

10. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets primarily relate to participant revenue received from the annual bike tours held shortly after the end of the Organization's fiscal year ended June 30, 2016 and 2015. When the event is completed, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as assets released from restrictions.

11. RESTRICTED CASH

The Organization acts as an administrative support agency for certain charities with similar purposes. The cash held in trust for these entities is shown as restricted cash with an offsetting liability on the Statement of Financial Position. Restricted cash balances at June 30, 2016 and 2015 were \$4,387 and \$8,203, respectively.

12. ACCRUED COMPENSATION ABSENCES

ASC 710 - Compensation, requires that, under certain circumstances, compensated absences be accrued in the period of the employee's service to the employer. Vacation for the Organization's employees does vest under certain circumstances and, accordingly, the following amounts have been provided for in the compensated absences line item in these financial statements for the years ended June 30:

	<u>2016</u>	<u>2015</u>
Vacation	<u>\$ 14,134</u>	<u>\$ 16,652</u>

13. CONTINGENCIES

Substantially all grant contractual agreements are subject to financial and compliance audits by the contractor. Disallowances, if any, as a result of these audits may be liabilities of the Organization. Management believes that no material Disallowance will result from audits by the contractor.