NATIVE AMERICAN HERITAGE ASSOCIATION Financial Statements For the Years Ended August 31, 2017 and 2016

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BULLOCK & ASSOCIATES, P.C.

CERTIFIED PUBLIC ACCOUNTANTS, CONSULTANTS AND CERTIFIED VALUATION ANALYST

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INDEPENDENT AUDITOR'S REPORT

The Board of Directors of NATIVE AMERICAN HERITAGE ASSOCIATION

We have audited the accompanying financial statements of Native American Heritage Association (a nonprofit organization), which comprise the statements of financial position as of August 31, 2017 and 2016, 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.

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 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 Native American Heritage Association as of August 31, 2017 and 2016, 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.

Bullock & associates, P.C.

BULLOCK & ASSOCIATES, P.C. Leesburg, Virginia
December 20, 2017

NATIVE AMERICAN HERITAGE ASSOCIATION Statements of Financial Position August 31, 2017 and 2016

ASSETS				
		<u>2017</u>		<u>2016</u>
Current assets:				
Cash and cash equivalents	\$	1,735,167	\$	818,264
Accounts receivable		908,971		1,165,747
Inventory (Note 1)		7,496,080		7,425,087
Prepaid expenses		2,199,022		3,119,032
Total current assets		12,339,240		12,528,130
Property and equipment, at cost net of				
accumulated depreciation (Note 3)		1,546,491		1,661,675
Other assets:				
Marketable securities (Note 6)		6,408,973		6,375,127
Unemployment & refundable deposits		10,341		14,654
Total other assets		6,419,314		6,389,781
Total assets	\$	20,305,045	<u>.\$</u>	20,579,586
LIABILITIES AND NET ASSETS			7 6 Au.	
Current liabilities:				
Accounts payable	\$	8,273	\$	42,783
Accrued expenses		27,516		16,036
Accrued salaries and benefits		23,810		23,733
Margin Ioan (Note 5)		2,523,699	3	2,884,448
Deferred revenue	2003 <u>-31</u>	4,598,357) \ <u> </u>	4,454,898
Total current liabilities		7,181,655		7,421,897
Net assets:				
Unrestricted		13,123,390		13,157,688
Total liabilities and net assets	\$	20,305,045	<u>\$</u>	20,579,586

Statements of Activities

For the years ended August 31, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Unrestricted net assets:		
Support and revenue:		
Contributions - Cash	\$ 2,087,026	\$ 2,579,316
Contributions - Food	6,732,579	6,316,877
Contributions - Clothing	2,767,816	2,809,420
Contributions - Gifts in Kind	37,711,430	44,084,395
Sales, net of costs	(110,639)	104,672
Special events, less related expenses of		
\$5,165,051 and \$5,083,271, respectively	521,462	681,755
Grants	5,768	6,898
Gain (loss) on asset disposal		(81,503)
Interest and dividends	295,267	353,690
Realized gain (loss) on investments	(183,804)	(75,596)
Unrealized gain (loss) on investments	664,880	376,247
Total unrestricted support and revenue	50,491,785	57,156,171
Expenses:		
Functional expenses:		
Program	49,007,274	54,466,657
Management and general	629,235	575,890
Fundraising	<u>889,574</u>	948,897
Total functional expenses	50,526,083	55,991,444
Increase (decrease) in unrestricted net assets	(34,298)	1,164,727
Net assets at beginning of year	. 13,157,688	11,992,961
Net assets at end of year	\$13,123,390	<u>\$ 13,157,688.</u>

Statement of Functional Expenses > For the Year Ended August 31, 2017

	Program Services	Management and General	Fundraising	<u>Total</u>
Accounting	\$ 7	\$ 84,806	\$	\$ 84,806
Advertising		264	150	414
Bank and credit card charges		750	12,570	13,320
Computer maintenance		421		421
Custodial		573		573
Delivery expense	103,277			103,277
Depreciation	79,490	44,668	130	124,288
Donated goods-clothing	2,767,816			2,767,816
Donations-cash	119,852			119,852
Donations-Gifts in Kind	37,640,437			37,640,437
Donations-food	6,732,579			6,732,579
Drug testing	48			48
Dues & fees	1,006	16,246	2,448	19,700
Employee benefits-child care	4,598	4,598	4,597	13,793
Employee benefits-insurance	63,137	50,141	6,408	119,686
Employee benefits-pension	60,670	17,352	17,352	95,374
Employee relations		85		85
Envelopes, printing & production		296	247,679	247,975
Equipment lease		.948	9,553	10,501
Food distribution expense	184,790			184,790
Gifts in Kind fee expense	846,758			846,758
Insurance	5,179	39,605		44,784
Interest expense		84,881	<i>压</i> 含的激素	84,881
Legal fees	84	4,839		4,923
Meetings & travel	12,093	4,569		16,662
Office expense	563	8,680	829	10,072
Payroll taxes	16,557	15,003	3,301	34,861
Payroll process fee	351	176	176	703
Postage		13,276	354,334	367,610
Promotional fees			130	130
Property taxes		3,073		3,073
Prospect list			176,644	176,644
Real estate and other taxes		3,587		3,587
Repairs and maintenance	8,549	1,577	1,078	11,204
Salaries	225,469	205,239	52,195	482,903
Security	646	420		1,066
State registrations		10,435		10,435
Supplies	1,691			1,691
Telephone	5,696	3,943		9,639
Utilities	15,304	5,193		20,497
Vehicle expense	110,634	3,591		114,225
Total expenses	\$49,007,274	\$629,235	\$889,574	\$50,526,083
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Statement of Functional Expenses For the Year Ended August 31, 2016

	Program	rogram Management			
	Services	and General	Fundraising	<u>Total</u>	
Accounting	\$ \$ - \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	\$ 84,039	\$ -	\$ 84,039	
Advertising		482	150	632	
Bank and credit card charges		767	11,217	11,984	
Computer maintenance	80	3,571		3,651	
Consulting fees		3,173	7,700	10,873	
Delivery expense	135,205	2,511		137,716	
Depreciation	113,259	40,514	525	154,298	
Donated goods-clothing	2,809,420			2,809,420	
Donations-cash	116,003			116,003	
Donations-Gifts in Kind	42,796,711			42,796,711	
Donations-food	6,316,877			6,316,877	
Drug testing	96			96	
Dues & fees	1,004	13,202	5,408	19,614	
Employee benefits-child care	4,369	5,660	4,369	14,398	
Employee benefits-insurance	65,969	49,716	3,740	119,425	
Employee benefits-pension	60,332	30,376	15,800	106,508	
Employee relations		,111,		, 111	
Envelopes, printing & production		208	280,918	281,126	
Equipment lease		301	1,650	1,951	
Food distribution expense	343,902			343,902	
Gifts in Kind fee expense	1,293,741			1,293,741	
Insurance	25,110	17,270		42,380	
Interest expense		95,077		95,077	
Legal fees		3,965		3,965	
Meetings & travel	3,886	4,578		8,464	
Office expense	948	9,600	2,648	13,196	
Payroll taxes	16,773	11,762	3,147	31,682	
Payroll process fee	353	184	184	721	
Postage		6,061	372,483	378,544	
Promotional fees			897	897	
Property taxes	136	3,006		3,142	
Prospect list			186,563	186,563	
Real estate and other taxes		3,656		3,656	
Repairs and maintenance	9,265	1,301		10,566	
Salaries	229,624	162,926	51,498	444,048	
Security	1,103	420	크리 하시 시간	1,523	
State registrations		11,288		11,288	
Supplies	2,866			2,866	
Telephone	7,113	2,889	生物系统基础	10,002	
Utilities	16,658	5,118		21,776	
Vehicle expense	95,854	2,158		98,012	
Total expenses	\$54,466,657	\$575,890	\$948,897	\$55,991,444	

Statements of Cash Flows

For the Years Ended August 31, 2017 and 2016

	2017	2016
Cash flows from operating activities:		
Increase/(decrease) in net assets	\$ (34,298)	\$ 1,164,727
Adjustments to reconcile net income to net cash		
provided by operating activities:		
Depreciation and amortization	124,288	154,298
Loss on asset disposal		81,503
Realized loss on investments	183,804	75,596
Unrealized gain on investments	(664,880)	(376,247)
(Increase)/decrease in accounts receivable	256,776	(54,344)
Increase in inventories	(70,993)	(1,287,684)
(Increase)/decrease in prepaid expenses	920,010	(189,878)
Decrease in deposits	4,313	1,590
Increase/(decrease) in accounts payable	(34,509)	11,240
Increase in accrued salaries and benefits	77	1,267
Increase/(decrease) in deferred revenue	143,459	(37,505)
Increase/(decrease) in accrued expenses	11,480	(83,357)
Total adjustments	873,825	(1,703,521)
Net cash provided (used) by operating activities	839,527	(538,794)
Cash flows from investing activities:		
Cash payments for the purchase of property	(9,104)	(29,705)
Cash proceeds from the sale of property		325,100
Investments, net of realized and unrealized gain/(loss)	447,229	613,492
Net cash provided by investing activities	438,125	908,887
Cash flows from financing activities:		
Cash proceeds/(repayments) on margin loan	(360,749)	(519,961)
Net cash used by financing activities	(360,749)	(519,961)
Net increase/(decrease) in cash and equivalents	916,903	(149,868)
Cash and equivalents - beginning of year	818,264	968,132
Cash and equivalents - end of year	\$ 1,735,167	\$818,264
Supplemental disclosures of cash flow information: Cash paid during the year for:		
Interest expense	84,881	95,077

Notes to Financial Statements August 31, 2017 and 2016

1. Summary of significant accounting policies:

A summary of the Organization's significant accounting policies is presented below to assist the reader in evaluating the organization's financial statements.

Nature of business: Native American Heritage Association is a not-for-profit corporation dedicated to helping Native Americans living on and off the tribal reservations in South Dakota and Wyoming. The Organization is headquartered in Rapid City, South Dakota, with certain administrative and fundraising activities carried out at a branch office in Front Royal, Virginia. Virtually all revenue of the Organization is obtained by soliciting monetary and clothing contributions from the general public through direct mail, as well as from food donations by Feeding America and donated goods from Good 360, BluSource, NAEIR, and Feed The Children.

The Organization's primary program is to assist Native Americans on tribal reservations through the distribution of donated food, clothing, and other items.

Cash and cash equivalents: For financial statement purposes, the Organization considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. Cash is held in bank deposit accounts, which, at times, exceeds federally insured limits. At August 31, 2017 and 2016, there existed cash deposits of approximately \$1,542,820 and \$555,000 in excess of federally insured limits, respectively. The Organization has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash.

Contributed Inventory: The Organization receives contributed perishable and nonperishable food items from Feeding America. The Organization pays an administrative fee to cover the costs of handling the food; however, the product itself is considered to be donated and is recorded as inventory and contribution revenue at the time of shipment. The food is distributed on the tribal reservations shortly after receipt, The value of the food inventory for the years ended August 31, 2017 and 2016 was \$0 and \$0, respectively. Distribution expense is recorded at the time the food is distributed. For the years ended August 31, 2017 and 2016, the fair value of the donated food was recorded at \$1.52 and \$1.67 per pound, respectively. This value was derived from a study performed by the independent auditors of Feeding America that determined the average wholesale value of one pound of donated product. Wholesale value is considered to approximate fair market value due to the large quantities of donated food received.

Notes to Financial Statements (continued)

1. Summary of significant accounting policies (continued):

The Organization receives contributed clothing from the general public. The clothing is distributed on the tribal reservations shortly after receipt. The value of the clothing inventory for the years ended August 31, 2017 and 2016 was \$0 and \$0, respectively. For the years ended August 31, 2017 and 2016, the Organization recorded the fair market value of the clothing as contribution revenue and distribution expense at an estimated \$14.72 and \$14.42 per pound, respectively.

The Organization receives other contributed items from Good 360, BluSource, NAEIR, and Feed The Children, such as clothing, personal care/cosmetics, household items, and furniture. The Organization pays an administrative fee to cover the cost of handling, however the products are considered donated and are recorded as inventory and contribution revenue at the time of shipment. The items are distributed on the tribal reservations shortly after receipt. The value of the inventory items for the years ended August 31, 2017 and 2016 was \$7,496,080 and \$7,425,087 respectively. Distribution expense is recorded at the time the items are distributed. The fair value of the donated items is determined by the donor organization to Good 360, BluSource, NAEIR, and Feed The Children, who then pass the donation to the Organization.

Use of 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 amounts and disclosures reported in the financial statements. Actual results could differ from those estimates.

Property and depreciation: Property and equipment are recorded at cost or, if donated, at the approximate fair value at the date of donation. All assets over \$1,000 with an estimated useful life exceeding one year are capitalized. Depreciation is calculated using the straight-line method over the estimated useful lives of the respective assets. Maintenance and repairs are charged to expense as incurred; major renewals and betterments are capitalized. When items of property or equipment are sold or retired, the related cost and accumulated depreciation are removed from the accounts and any gain or loss is included in income.

Recognition of revenue and expenses: The financial statements of the Organization are presented on the accrual basis of accounting.

Functional expenses: The cost of providing program and other activities has been summarized on a functional basis in the Statements of Activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited. The Organization conducts no joint activities.

Notes to Financial Statements (continued)

1. Summary of significant accounting policies (continued):

Advertising costs: The Organization expenses all advertising costs as they are incurred.

Contributions: The Organization records contributions in accordance with FASB Codification 958-605-25. Accordingly, contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. As all material used in soliciting contributions gives the Organization variance power to use the contribution "for the most critical need at the time received," all contribution revenue is considered to be unrestricted.

Income taxes: The Organization implemented the accounting guidance for uncertainty in income taxes using the provisions of financial Accounting Standards Board (FASB) ASC 740, Income Taxes. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the position will be sustained upon examination by tax authorities. As of August 31, 2017 and 2016, the Organization had no uncertain tax positions that qualify for either recognition or disclosure in the financial statements. The Organization is subject to income tax on any unrelated business net income. At August 31, 2017 and 2016 the Organization had an outstanding liability for securities purchased on margin. Therefore, the Organization incurred unrelated debt-financed income which is subject to income tax. The Organization incurred \$0 and \$0 in unrelated business income tax for the years ended August 31, 2017 and 2016, respectively. The federal income tax returns of the Organization for 2017, 2016, 2015, and 2014 are subject to examination by the IRS, generally for three years after they were filed.

Concentrations: The Organization receives a significant portion of its contributions from Feeding America and Good 360, the loss of which could have an impact on the Organization.

2. Restrictions on assets:

In accordance with FASB Codification 958, Not-for-Profit Entities, the Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. No temporarily or permanently restricted net assets exist at August 31, 2017 and 2016.

3. Property and equipment:

Major classifications of property and equipment and their respective depreciable lives at August 31, 2017 and 2016, are summarized below:

Notes to Financial Statements (continued)

3. Property and equipment (continued):

	<u>2017</u>	<u>2016</u>
Buildings and leasehold improvements (27-35 Years)	\$1,683,015	\$1,683,015
Furniture and equipment (3-10 Years)	356,269	347,165
Vehicles (5 Years)	758,309	758,309
Website development (5 Years)	24,755	24,755
Land	80,305	80,305
	2,902,653	2,893,549
Less: accumulated depreciation	1,356,162	1,231,874
Net property and equipment	<u>\$1,546,491</u>	<u>\$1,661,675</u>

4. Pension Plan:

Effective January 1, 2002, the Organization adopted a SEP IRA pension plan, whereby full-time employees with a minimum employment period of two years, and who have attained the age of 21 are eligible for the plan. Effective for 2007, the Organization contributes 25% of each eligible employee's wages to the plan. For the years ended August 31, 2017 and 2016, the Organization contributed \$95,374 and \$106,508, respectively. The plan follows the calendar year.

5. Margin Loan:

In 2012, the Organization opened a margin account with Wells Fargo Advisors to purchase securities. The securities purchased on margin are considered collateral for the margin loan. The fair value of securities held in margin were \$5,961,094 and \$6,117,202 as of August 31, 2017 and 2016, respectively.

The amount of the loan changes daily when securities are purchased and sold. The rate of interest charged is calculated monthly, based on the average daily debit balance in the margin account. The interest rates at August 31, 2017 and 2016 were 3.75% and 3.00%, respectively. Management, based on income information from Wells Fargo Advisors, has calculated the return/(losses) on investments for the years ended August 31, 2017 and 2016, to be approximately 12% and 10%, respectively.

6. Marketable Securities:

The Organization holds marketable securities at August 31, 2017 and 2016. A summary of these holdings is as follows:

Notes to Financial Statements (continued)

6. Marketable Securities (continued):

	August 31, 2017			
	Cost <u>Basis</u>	Cumulative Unrealized Gain(Loss)	Fair <u>Value</u>	
Held-to-maturity - Debt securities	<u>\$1,606,167</u>	<u>\$ 91,570</u>	<u>\$1,697,737</u>	
Available-for-sale – Equity securities	<u>\$2,755,557</u>	<u>\$1,388,449</u>	<u>\$4,144,006</u>	
Mutual Funds	<u>\$ 568,642</u>	<u>\$ (23,222)</u>	<u>\$ 545,420</u>	
		August 31, 201	6	
	Cost <u>Basis</u>	Cumulative Unrealized Gain(Loss)	Fair <u>Value</u>	
Held-to-maturity – Debt securities	<u>\$1,391,956</u>	<u>\$ 68,773</u>	<u>\$1,460,729</u>	
Available-for-sale – Equity securities	<u>\$3,194,250</u>	<u>\$ 911,867</u>	<u>\$4,106,117</u>	
Mutual Funds	<u>\$ 981,074</u>	<u>\$(195,147)</u>	<u>\$ 785,927</u>	

The Organization holds \$21,810 and \$22,354 in cash and cash equivalents in their investment account at August 31, 2017 and 2016, respectively. The unrealized gains and losses on marketable securities for the current year are included as a separate component of other revenue in the accompanying statement of activities.

The Fair Value Measurements Topic of the FASB Accounting Standards Codification establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are briefly described below:

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Level 1	the second second	Inputs to	the valuation	methodology	are unadiliste	d anoted	nrices
	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	inputs to	ine randation	memodelogy .	are amagnisie	u quotou	bilicos:
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Level 2 Inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the assets or liability, either directly or indirectly, for substantially the full term of the financial instrument.

Notes to Financial Statements (continued)

6. Marketable Securities (continued):

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

The fair values of all of the marketable securities as of August 31, 2017 and 2016 are based on unadjusted, quoted prices in active markets as of the measurement date (often referred to as Level 1 inputs).

7. Lease and Related Party:

On June 12, 2017, the Organization entered into a short-term lease for living space in Front Royal, Virginia from July 1, 2017 through November 15, 2017. The lease stipulates monthly rent will be \$900 per month. This lease is to provide housing for a Board Member, who is also an employee of the Organization. The monthly rent amount is reimbursed to the Organization by an after-tax deduction from the employee's wages. As of August 31, 2017, the amount due from the employee is \$1,665.

The following is a schedule of future minimum lease payments required under this lease.

Fiscal year ended August 31,

2018 \$ 2,700

8. Commitments:

As of August 31, 2017, the Organization has entered into the following agreements for costs associated with a fundraising cruise occurring February 15, 2018:

- Cruise ship guest accommodations with Royal Caribbean Cruises, Ltd. for \$1,786,087; of this \$714,432 was paid as of August 31, 2017.
- Talent buyer services with American Artist Corporation for 10% of the total of all artist guarantees. As of August 31, 2017, total artist guarantees were \$1,544,200, and \$50,000 has been paid for the 10% fee.
- Marketing/registration services and operational management/onsite implementation with Sea Planners Group for \$125,000; of this \$94,200 was paid as of August 31, 2017.
- Production services with Light Action Productions for \$605,528; of this \$299,997 was paid as of August 31, 2017.

Notes to Financial Statements (continued)

8. Commitments (continued):

As of August 31, 2017, the Organization has entered into the following agreements for costs associated with a fundraising cruise occurring February 14, 2019:

- Cruise ship guest accommodations with Royal Caribbean Cruises, Ltd. for \$1,838,000; of this \$50,000 was paid as of August 31, 2017.
- Marketing/registration services and operational management/onsite implementation with Sea Planners Group for \$125,000; of this \$30,000 was paid as of August 31, 2017.

9. Subsequent Events:

The lease agreement for living space was modified in November 2017 to a month-to-month basis.

Subsequent events have been evaluated through December 20, 2017, as this is the date the financial statements were available to be issued.