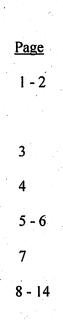
NATIVE AMERICAN HERITAGE ASSOCIATION Financial Statements For the Years Ended August 31, 2018 and 2017

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BULLOCK & ASSOCIATES, P.C. Certified Public Accountants, Consultants and Certified Valuation Analyst

831A South King Street, Leesburg, VA 20175 Phone (703) 771-1234 Fax (703) 771-9114 www.bullockcpas.com Joseph A. Bullock, CPA, CVA Michelle D. Cook Jo P. Anderson, CPA Lisa M. Baker, CPA

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, 2018 and 2017, 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, 2018 and 2017, 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 November 9, 2018

NATIVE AMERICAN HERITAGE ASSOCIATION Statements of Financial Position August 31, 2018 and 2017

ASSETS

A35E15	<u>2018</u>		2017	
Current assets:				
Cash and cash equivalents	\$	1,881,256	\$	1,735,167
Accounts receivable		1,145,087		908,971
Inventory (Note 1)		8,273,219		7,496,080
Prepaid expenses		2,256,979		2,199,022
Total current assets		13,556,541		12,339,240
Property and equipment, at cost net of				
accumulated depreciation (Note 3)		1,473,198		1,546,491
Other assets:				
Marketable securities (Note 6)		6,217,599		6,408,973
Unemployment & refundable deposits		13,024		10,341
Total other assets		6,230,623		6,419,314
Total assets	<u> </u>	21,260,362	<u>.</u>	20,305,045
LIABILITIES AND NET ASSETS				
Current liabilities:				
Accounts payable	\$	8,749	\$	8,273
Accrued expenses		19,203		27,516
Accrued salaries and benefits		23,098		23,810
Margin loan (Note 5)		1,682,520		2,523,699
Deferred revenue		5,309,416		4,598,357
Total current liabilities		7,042,986		7,181,656
Net assets:				
Unrestricted		14,217,376		13,123,390
Total liabilities and net assets	<u> </u>	21,260,362	<u> </u>	20,305,045

See independent auditor's report and accompanying notes to financial statements.

NATIVE AMERICAN HERITAGE ASSOCIATION Statements of Activities For the years ended August 31, 2018 and 2017

	<u>2018</u>	<u>2017</u>
Unrestricted net assets:		
Support and revenue:		
Contributions - Cash	\$ 2,384,893	\$ 2,087,026
Contributions - Food	7,741,884	6,732,579
Contributions - Clothing	2,467,234	2,767,816
Contributions - Gifts in Kind	42,891,915	37,711,430
Sales, net of costs	169,040	(110,639)
Special events, less related expenses of		
\$4,993,904 and \$5,165,051, respectively	535,996	521,462
Grants	16,282	5,768
Loss on asset disposal	(13,727)	-
Interest and dividends	259,837	295,267
Realized gain (loss) on investments	90,269	(183,804)
Unrealized gain on investments	633,963	664,880
Total unrestricted support and revenue	57,177,586	50,491,785
Expenses:		
Functional expenses:		
Program	54,619,461	49,007,274
Management and general	585,597	629,235
Fundraising	878,542	889,574
Total functional expenses	56,083,600	50,526,083
Increase (decrease) in unrestricted net assets	1,093,986	(34,298)
Net assets at beginning of year	13,123,390	13,157,688
Net assets at end of year	<u>\$14,217,376</u>	<u>\$ 13,123,390</u>

See independent auditor's report and accompanying notes to financial statements.

NATIVE AMERICAN HERITAGE ASSOCIATION

Statement of Functional Expenses For the Year Ended August 31, 2018

	Program <u>Services</u>	Management and General	Fundraising	Total
Accounting	\$-	\$ 85,500	\$-	\$ 85,500
Advertising	5,000	305	17,850	23,155
Bank and credit card charges	-	2,069	9,586	11,655
Computer maintenance	60	587	-	647
Custodial	-	2,500	-	2,500
Delivery expense	167,373	-	-	167,373
Depreciation	78,775	39,022	130	117,927
Donated goods-clothing	2,467,234	-	-	2,467,234
Donations-cash	116,928	-	-	116,928
Donations-Gifts in Kind	42,114,777	-	-	42,114,777
Donations-food	7,779,544	-	-	7,779,544
Dues & fees	446	13,082	2,448	15,976
Employee benefits-child care	3,914	3,914	3,914	11,742
Employee benefits-insurance	71,884	39,626	7,369	118,879
Employee benefits-pension	73,738	18,367	18,367	110,472
Envelopes, printing & production	-	.185	233,555	233,740
Equipment lease	_	· _	15,108	15,108
Food distribution expense	164,612	-	-	164,612
Gifts in Kind fee expense	1,100,615	-	-	1,100,615
Insurance	15,418	27,689	4,320	47,427
Interest expense	-	74,831	-	74,831
Legal fees	5,179	· _	-	5,179
Meetings & travel	9,228	8,333	1,192	18,753
Office expense	1,323	3,618	776	5,717
Payroll taxes	21,008	13,526	3,477	38,011
Payroll process fee	332	167	166	665
Postage	-	39,021	333,869	372,890
Property taxes	-	3,901	889	4,790
Prospect list	-	-	171,546	171,546
Real estate and other taxes	-	3,458	-	3,458
Repairs and maintenance	13,490	2,123	675	16,288
Salaries	283,321	181,909	53,305	518,535
Security	551	420	-	971
State registrations	-	9,942	· _	9,942
Supplies	1,623	59	-	1,682
Telephone	5,825	4,802	-	10,627
Utilities	15,633	5,221	-	20,854
Vehicle expense	101,630	1,420	-	103,050
Total expenses	\$54,619,461	\$585,597	\$878,542	\$56,083,600

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See independent auditor's report and accompanying notes to financial statements.

NATIVE AMERICAN HERITAGE ASSOCIATION

Statement of Functional Expenses

For the Year Ended August 31, 2017

	Program <u>Services</u>	Management and General	Fundraising	Total
Accounting	\$-	\$ 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	-	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

See independent auditor's report and accompanying notes to financial statements.

NATIVE AMERICAN HERITAGE ASSOCIATION Statements of Cash Flows For the Years Ended August 31, 2018 and 2017

	2018	2017
Cash flows from operating activities:		
Increase/(decrease) in net assets	\$ 1,093,986	\$ (34,298)
Adjustments to reconcile net income to net cash	<u><u><u></u></u> <u></u> <u></u></u>	ψ (54,270)
provided by operating activities:		
Depreciation and amortization	117,927	124,288
Loss on asset disposal	13,727	-
Realized (gain)/loss on investments	(90,269)	183,804
Unrealized gain on investments	(633,963)	(664,880)
(Increase)/decrease in accounts receivable	(236,116)	256,776
Increase in inventories	(777,139)	(70,993)
(Increase)/decrease in prepaid expenses	(57,957)	920,010
(Increase)/decrease in deposits	(2,683)	4,313
Increase/(decrease) in accounts payable	476	(34,509)
Increase/(decrease) in accrued salaries and benefits	. (712)	77
Increase in deferred revenue	711,059	143,459
Increase/(decrease) in accrued expenses	(8,313)	11,480
Total adjustments	(963,963)	873,825
Net cash provided by operating activities	130,023	839,527
Cash flows from investing activities:		
Cash payments for the purchase of property	(75,860)	(9,104)
Cash proceeds from the sale of property	17,500	(),104)
Investments, net of realized and unrealized gain/(loss)	915,605	447,229
Net cash provided by investing activities	857,245	438,125
Net cash provided by investing activities		
Cash flows from financing activities:		
Cash repayments on margin loan	(841,179)	(360,749)
Net cash used by financing activities	(841,179)	(360,749)
Net increase in cash and equivalents	146,089	916,903
Cash and equivalents - beginning of year	1,735,167	818,264
Cash and equivalents - end of year	\$ 1,881,256	\$1,735,167
Supplemental disclosures of cash flow information:		
Cash paid during the year for:		
Interest expense	74,831	84,881
Interest expense		

See independent auditor's report and accompanying notes to financial statements.

NATIVE AMERICAN HERITAGE ASSOCIATION Notes to Financial Statements August 31, 2018 and 2017

1. <u>Summary of significant accounting policies:</u>

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 Orphan Grain Train 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, 2018 and 2017, there existed cash deposits of approximately \$1,771,086 and \$1,542,820 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, 2018 and 2017 was \$0 and \$0, respectively. Distribution expense is recorded at the time the food is distributed. For the years ended August 31, 2018 and 2017 was recorded at \$1.57 and \$1.52 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.

1. <u>Summary of significant accounting policies (continued):</u>

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, 2018 and 2017 was \$0 and \$0, respectively. For the years ended August 31, 2018 and 2017, the Organization recorded the fair market value of the clothing as contribution revenue and distribution expense at an estimated \$14.72 and \$14.72 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, 2018 and 2017 was \$8,273,219 and \$7,496,080 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.

1. <u>Summary of significant accounting policies (continued):</u>

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, 2018 and 2017, 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, 2018 and 2017 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, 2018 and 2017, respectively. The federal income tax returns of the Organization for 2018, 2017, 2016, and 2015 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. <u>Restrictions on assets:</u>

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, 2018 and 2017.

3. <u>Property and equipment:</u>

Major classifications of property and equipment and their respective depreciable lives at August 31, 2018 and 2017, are summarized below:

3. <u>Property and equipment (continued):</u>

•	2010	2017
Buildings and leasehold improvements (27-35 Years)	\$1,683,015	\$1,683,015
Furniture and equipment (3-10 Years)	356,269	356,269
Vehicles (5 Years)	791,632	758,309
Website development (5 Years)	24,755	24,755
Land	80,305	80,305
	2,935,976	2,902,653
Less: accumulated depreciation	1,462,778	1,356,162
Net property and equipment	<u>\$1,473,198</u>	<u>\$1,546,491</u>

2018

2017

4. <u>Pension Plan:</u>

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, 2018 and 2017, the Organization contributed \$110,472 and \$95,374, 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 \$5,091,266 and \$5,961,094 as of August 31, 2018 and 2017, 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, 2018 and 2017 were 4.50% and 3.75%, respectively. Management, based on income information from Wells Fargo Advisors, has calculated the return/(losses) on investments for the years ended August 31, 2018 and 2017, to be approximately 16% and 12%, respectively.

6. <u>Marketable Securities:</u>

The Organization holds marketable securities at August 31, 2018 and 2017. A summary of these holdings is as follows:

6. <u>Marketable Securities (continued):</u>

	August 31, 2018		
	Cost <u>Basis</u>	Cumulative Unrealized <u>Gain(Loss)</u>	Fair <u>Value</u>
Held-to-maturity – Debt securities	<u>\$1,676,805</u>	<u>\$ (47,189)</u>	<u>\$1,629,616</u>
Available-for-sale – Equity securities	<u>\$2,035,737</u>	<u>\$2,161,817</u>	<u>\$4,197,554</u>
Mutual Funds	<u>\$_390,021</u>	<u>\$ (16,822)</u>	<u>\$_373,199</u>

		August 31, 2017	7
	Cost <u>Basis</u>	Cumulative Unrealized <u>Gain(Loss)</u>	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 Mutual Funds	<u>\$2,755,557</u>	<u>\$1,388,449</u>	<u>\$4,144,006</u>
	<u>\$ 568,642</u>	<u>\$ (23,222)</u>	<u>\$ 545,420</u>

The Organization holds \$17,230 and \$21,810 in cash and cash equivalents in their investment account at August 31, 2018 and 2017, 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:

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

6. <u>Marketable Securities (continued):</u>

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, 2018 and 2017 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 and was then modified to a month-to-month basis. 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, 2018 and 2017 the amount due from the employee is \$0 and \$1,665, accordingly.

The employee moved out of this living space in July 2018, and there are no future minimum lease payments required under this lease. As of August 31, 2018, this person is no longer employed by the Organization nor an active member of the Board.

On January 10, 2018, the Organization entered into a short-term lease for living space in Fort Lauderdale, Florida from January 25, 2018 through January 24, 2019. The lease stipulates annual rent is \$42,000, which was due as of the date the lease began. This lease is to provide lodging for employees of the Organization when they travel to Florida to conduct business on behalf of the Organization. As of August 31, 2018, \$15,750 of this rent was prepaid expense.

8. <u>Commitments:</u>

As of August 31, 2018, 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 \$785,200 was paid as of August 31, 2018.
- Marketing/registration services and operational management/onsite implementation with Sea Planners Group for \$125,000; of this \$90,000 was paid as of August 31, 2018.

8. <u>Commitments (continued):</u>

- Talent buyer services with American Artist Corporation for 10% of the total of all artist guarantees. As of August 31, 2018, total artist guarantees were \$1,485,000, and \$50,000 has been paid for the 10% fee.
- Production services with Light Action Productions for \$605,528; of this \$151,382 was paid as of August 31, 2018.

As of August 31, 2018, the Organization has entered into the following agreements for costs associated with a fundraising cruise occurring February 27, 2020:

- Cruise ship guest accommodations with Royal Caribbean Cruises, Ltd. for \$1,871,621; of this \$187,162 was paid as of August 31, 2018.
- 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, 2018.

9. <u>Subsequent Events:</u>

Subsequent events have been evaluated through November 9, 2018, as this is the date the financial statements were available to be issued.