FINANCIAL STATEMENTS

For the Years Ended December 31, 2017 and 2016

with

INDEPENDENT AUDITORS' REPORT THEREON

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors Jessie Rees Foundation Irvine, California

We have audited the accompanying financial statements of Jessie Rees Foundation (a nonprofit organization), which comprise the statements of financial position as of December 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.

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 Jessie Rees Foundation as of December 31, 2017 and 2016, and the changes in net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Wertz & Company, LLP

WERTZ & COMPANY, LLP

Irvine, California May 14, 2018

STATEMENTS OF FINANCIAL POSITION

December 31, 2017 and 2016

ASSETS	 2017	2016		
Current assets:				
Cash	\$ 880,161	\$	890,927	
Cash restricted to program	-		12,174	
Contributions receivable	18,456		16,541	
Prepaid expenses	9,348		-	
Other current assets	 9,421		54,000	
Total current assets	917,386		973,642	
Property and equipment, net	 238,110		29,561	
Total assets	\$ 1,155,496	\$	1,003,203	
LIABILITIES AND NET ASSETS				
Current liabilities:				
Accounts payable	\$ 24,400	\$	8,820	
Accrued expenses	 54,743		26,205	
Total current liabilities	79,143		35,025	
Net assets:				
Without donor restrictions:				
Designated by the Board for strategic growth initiatives	-		62,713	
Undesignated	1,060,397		886,500	
With donor restrictions	 15,956		18,965	
Total net assets	 1,076,353		968,178	
Total liabilities and net assets	\$ 1,155,496	\$	1,003,203	

STATEMENT OF ACTIVITIES

	Without Donor Restrictions		With Donor Restrictions			Total
Revenues and other support:						
Contributions	\$	3,871,263	\$	18,680	\$	3,889,943
Special events revenue		376,955		-		376,955
Less: costs of direct benefits to donors		(192,679)		-		(192,679)
Interest income		5,464		-		5,464
Net assets released from restrictions		21,689		(21,689)	_	-
Total revenues and other support		4,082,692		(3,009)		4,079,683
Expenses:						
Program services		2,889,475		-		2,889,475
Management and general		580,967		-		580,967
Fundraising		501,066				501,066
Total expenses		3,971,508				3,971,508
Increase (decrease) in net assets		111,184		(3,009)		108,175
Net assets at beginning of year	_	949,213		18,965		968,178
Net assets at end of year	\$	1,060,397	\$	15,956	\$	1,076,353

STATEMENT OF ACTIVITIES

	Without Donor Restrictions		With Donor Restrictions			Total
Revenues and other support:						
Contributions	\$	2,864,213	\$	45,000	\$	2,909,213
Special events revenue		197,888		-		197,888
Less: costs of direct benefits to donors		(123,854)		-		(123,854)
Interest income		3,895		-		3,895
Net assets released from restrictions		85,657		(85,657)	_	<u> </u>
Total revenues and other support		3,027,799		(40,657)		2,987,142
Expenses:						
Program services		1,812,471		-		1,812,471
Management and general		402,834		-		402,834
Fundraising		383,985		<u>-</u>		383,985
Total expenses		2,599,290				2,599,290
Increase (decrease) in net assets		428,509		(40,657)		387,852
Net assets at beginning of year		520,704		59,622		580,326
Net assets at end of year	<u>\$</u>	949,213	\$	18,965	\$	968,178

STATEMENT OF FUNCTIONAL EXPENSES

	 Program Services					
	Incourage	Total Program Services	Management and General	Fundraising	Total Supporting Services	Total Program and Supporting Services
Advertising and promotion	\$ 108,947	\$ 108,947	\$ -	\$ -	\$ -	\$ 108,947
Bad debt expense	-	=	15,750	=	15,750	15,750
Bank and merchant charges	24,444	24,444	1,082	17,734	18,816	43,260
Conferences, conventions, and meetings	585	585	-	182	182	767
Depreciation expense	30,067	30,067	6,751	-	6,751	36,818
Donor relations	-	-	-	37,787	37,787	37,787
Dues and subscriptions	915	915	1,444	-	1,444	2,359
Equipment rental	9,515	9,515	-	-	-	9,515
Gifts	3,500	3,500	-	-	-	3,500
Information technology	98,527	98,527	-	500	500	99,027
Insurance expense	52,560	52,560	14,310	10,581	24,891	77,451
Legal fees	27,553	27,553	322,819	-	322,819	350,372
Licenses and fees	325	325	554	125	679	1,004
Miscellaneous	10,000	10,000	-	2,459	2,459	12,459
Office expense	1,094	1,094	17,338	-	17,338	18,432
Postage and shipping	219,681	219,681	98	-	98	219,779
Printing and copying	14,228	14,228	-	24,083	24,083	38,311
Professional fees	76,498	76,498	53,099	-	53,099	129,597
Program supplies and expenses	1,429,580	1,429,580	-	-	-	1,429,580
Rent	76,734	76,734	32,886	-	32,886	109,620
Repairs and maintenance	-	-	1,139	-	1,139	1,139
Salaries and payroll taxes	561,054	561,054	105,696	204,404	310,100	871,154
Special event expenses	28,177	28,177	-	203,211	203,211	231,388
Telephone and internet	3,988	3,988	8,001	-	8,001	11,989
Travel	 111,503	111,503				111,503
	\$ 2,889,475	\$ 2,889,475	\$ 580,967	\$ 501,066	\$ 1,082,033	\$ 3,971,508

STATEMENT OF FUNCTIONAL EXPENSES

		Program Services						
	————	ncourage	Total Program	Management	Supporting Servic	Total Supporting	Total Program and Supporting	
		s/Families	Services	and General	Fundraising	Services	Services	
Advertising and promotion	\$	18,342	\$ 18,342	\$ -	\$ 3,095	\$ 3,095	\$ 21,437	
Bank and merchant charges	Ψ	17,283	17,283			14,021	31,304	
Depreciation expense		17,203	17,203	11,789	,	11,789	11,789	
Donor relations		_	<u>-</u>		26,472	26,472	26,472	
Dues and subscriptions		_	-	835	75	910	910	
Equipment rental		_	-	9,588		9,588	9,588	
Gifts		11,300	11,300		_	-	11,300	
Information technology		78,117	78,117		1,000	1,000	79,117	
Insurance expense		35,972	35,972		11,612	18,983	54,955	
Legal fees		19,127	19,127	•	·	185,698	204,825	
Licenses and fees		750	750			628	1,378	
Miscellaneous		_	-	. <u>-</u>	2,602	2,602	2,602	
Office expense		1,730	1,730	7,984	,	8,375	10,105	
Postage and shipping		144,723	144,723	•		280	145,003	
Printing and copying		23,659	23,659	-	4,391	4,391	28,050	
Professional fees		29,968	29,968		·	99,973	129,941	
Program supplies and expenses		865,013	865,013	- -	· -	-	865,013	
Rent		76,734	76,734	32,886	-	32,886	109,620	
Salaries and payroll taxes		415,541	415,541	69,210	152,338	221,548	637,089	
Special event expenses		9,901	9,901	-	136,731	136,731	146,632	
Telephone and internet		1,544	1,544	7,537	312	7,849	9,393	
Travel		62,767	62,767	<u>-</u>	<u> </u>		62,767	
	\$	1,812,471	\$ 1,812,471	\$ 402,834	\$ 383,985	\$ 786,819	\$ 2,599,290	

STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2017 and 2016

		2017	2016	
Cash flows from operating activities:				
Change in net assets	\$	108,175	\$	387,852
Adjustments to reconcile change in net assets	Ψ	100,173	Ψ	307,032
to net cash provided by operating activities:				
Depreciation		36,818		11,789
Changes in operating assets and liabilities:		30,010		11,700
Contributions receivable		(1,915)		(32)
Prepaid expenses		(9,348)		14,258
Other current assets		44,579		(51,613)
Account payable		15,580		2,092
Accrued expenses		28,538		(23,455)
1		<u> </u>		
Net cash provided by operating activities		222,427		340,891
Cash flows from investing activities:				
Purchases of property and equipment		(245,367)		(3,465)
Net cash used in investing activities		(245,367)		(3,465)
Net increase (decrease) in cash		(22,940)		337,426
Cash and restricted cash at beginning of year		903,101		565,675
Cash and restricted cash at end of year	\$	880,161	\$	903,101
Supplemental disclosures of cash flow information:				
Cash paid during the year for interest	\$		\$	
Cash paid during the year for income taxes	\$		\$	

NOTE 1 – GENERAL

Organization and Nature of Operations

Jessie Rees Foundation ("Organization") was incorporated in Colorado on April 20, 2011 for the purpose of ensuring every child and family impacted by childhood cancer has the support and encouragement to never ever give up. The Organization fulfills their mission by connecting with courageous families, bringing awareness to their stories, providing them helpful resources and sending them continuous doses of encouragement throughout their journey. The Organization is supported primarily through donor contributions. The Organization supports families in the United States and worldwide from their office in Irvine, California.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The financial statements have been prepared using the accrual basis of accounting whereby revenues are recognized when they are earned, not when cash is received, and expenses are recognized when incurred, not when cash is disbursed.

The Organization classifies its net assets, revenues, gains, expenses, and losses as without donor restrictions or with donor restrictions based on the following criteria:

- Net assets without donor restrictions represent funds available for operations that are not otherwise limited by donor-imposed restrictions.
- Net assets with donor restrictions represent funds subject to specific donor-imposed restrictions. Net assets with donor restrictions are reclassified to net assets without donor restrictions when the donor restrictions are satisfied.

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 reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could materially differ from those estimates.

Fair Value of Financial Instruments

The carrying value of current assets and liabilities approximates their fair value due to the short-term nature of these instruments.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Cash Equivalents

For purposes of the statement of cash flows, the Organization considers all investments with a maturity of three months or less to be cash equivalents.

Cash in Excess of Insured Limits

At December 31, 2017 and 2016, the Organization had \$593,408 and \$621,443, respectively, held in a bank in excess of the Federal Deposit Insurance Corporation's (FDIC) insurance limit.

Contributions Receivable

Contributions receivable consist of unconditional promises to give and are stated at their estimated realizable value. Management monitors outstanding balances and writes off account balances that it considers uncollectible to an allowance account. The allowance for doubtful accounts was \$0 at both December 31, 2017 and 2016.

Property and Equipment

The Organization capitalizes acquisitions of property and equipment over \$500. Lesser amounts are expensed. Purchased property and equipment is capitalized at cost. Donations of property and equipment are recorded as contributions at their estimated fair value. Such donations are reported as unrestricted contributions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as restricted contributions. Absent donor stipulations regarding how long those donated assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired assets are placed in service. The Organization reclassifies net assets with donor restrictions to net assets without donor restrictions at that time. Depreciation is recorded using the straight-line method over the estimated useful lives of the related assets, which range from 3 to 15 years.

Maintenance and repairs are charged to operations when incurred. Betterments and renewals of a major nature are capitalized. Gains or losses are recognized upon sale or disposal of assets.

Contributions

Contributions are recognized when received or unconditionally pledged. All contributions are available for unrestricted use unless specifically restricted by the donor. Donor-restricted contributions are reported as increases in nets asset with donor restrictions, depending on the nature of the restrictions. When the stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

In-Kind Contributions

The Organization records the value of donated supplies when there is an objective basis available to measure their value. Donated supplies are reflected as contributions revenues in the accompanying statements at their estimated values at the date of receipt.

Contributed Services

The organization recognizes the contribution of services when the services received either create or enhance a nonfinancial asset, or require specialized skills which are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation. Such contributed services are recorded at fair value at the date of donation.

In addition, the Organization utilizes the services of many volunteers throughout the year, but these services do not meet the criteria for recognition of contributed services. The organization received approximately 26,000 and 10,000 volunteer hours during the years ended December 31, 2017 and 2016, respectively.

Functional Expense Allocation

The costs of providing various programs and activities have been summarized on a functional basis in the statement of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Expenses that are allocated include rent, which is allocated on a square-footage basis, as well as salaries and benefits, which are allocated on the basis of estimates of time and effort.

Advertising Costs

The Organization expenses advertising costs as incurred. Advertising costs for the years ended December 31, 2017 and 2016 totaled \$108,947 and \$21,437, respectively.

Income Taxes

The Organization is exempt from federal income taxes under Internal Revenue Code Section 501(c)(3) and from California income taxes under Section 23701(d) of the California Bank and Corporation Tax Law. The Organization is not a private foundation.

The Organization is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Management believes the Organization is no longer subject to income tax examinations for years prior to 2014.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, CONTINUED

Recently Issued Accounting Standards

In 2016, the Organization adopted Financial Accounting Standards Board ("FASB") Accounting Standards Update 2016-14 (ASU 2016-14), Presentation of Financial Statements of Not-for-Profit Entities. The amendments in this update change presentation and disclosure requirements for not-for-profit entities, including qualitative and quantitative requirements in the areas of net asset classes, investment return, expenses, and liquidity and availability of resources. There was no material impact on the Organization's results of operations or financial condition upon adoption of the new standard.

In 2017, the Organization adopted Financial Accounting Standards Board ("FASB") Accounting Standards Update 2016-18 (ASU 2016-18), Statement of Cash Flows. The amendments in this update change presentation requirements for the statement of cash flows for not-for-profit entities, including changes in restricted cash as part of the standard statement. There was no material impact on the Organization's results of operations or financial condition upon adoption of the new standard.

Reclassifications

Certain amounts in the 2016 financial statements have been reclassified to conform to the 2017 presentation.

NOTE 3 – LIQUIDITY CONSIDERATIONS

The Organization has \$890,161 of financial assets available within one year of the balance sheet date to meet cash needs for general expenditure, consisting of cash of \$880,161 and contributions receivable that will result in collections of cash of \$10,000. None of these financial assets are subject to donor or other contractual restrictions that make them unavailable for general expenditure within one year of the balance sheet date. The contributions receivable are expected to be collected within one year. The Organization has a policy to structure its financial assets to be available to meet its general expenditures, liabilities, and other obligations as they come due.

NOTE 4 – CASH

On occasion, the Organization receives donations restricted for program use. These restricted monies are held in an account separate from the Organization's other cash accounts. The following is a reconciliation of cash and restricted cash as of December 31, 2017:

	2017			2016		
Cash Restricted cash	\$	880,161	\$	890,927 12,174		
Total cash and restricted cash	<u>\$</u>	880,161	<u>\$</u>	903,101		

NOTE 5 – CONTRIBUTIONS RECEIVABLE

Contributions receivable are as follows at December 31, 2017:

	2017			2016		
Receivable in less than one year Receivable in one to five years Receivable in more than five years	\$	11,840 6,616	\$	16,541 - -		
Total contributions receivable	\$	18,456	\$	16,541		

NOTE 6 – PROPERTY AND EQUIPMENT

Property and equipment consist of the following at December 31:

	2017			2016		
Furniture	\$	5,483	\$	5,483		
Equipment		28,704		22,845		
Vehicles		65,228		28,500		
Leasehold improvements		12,500		12,500		
Software		202,780				
		314,695		69,328		
Less accumulated depreciation		(76,585)		(39,767)		
Net property and equipment	<u>\$</u>	238,110	\$	29,561		

Depreciation expense for the years ended December 31, 2017 and 2016 was \$36,818 and \$11,789, respectively.

NOTE 7 – CONTRIBUTED SERVICES

The organization recognizes contribution revenue for certain services at the fair value of those services. Those services include the following at December 31:

		2017		2016
Program services:				
Legal services Advertising	\$	23,553 76,600	\$	-
Management and general				
Legal services		312,169		199,825
Total contributed services	<u>\$</u>	412,322	<u>\$</u>	199,825

NOTE 8 – COMMITMENTS AND CONTINGENCIES

The Organization leases a facility under an operating lease agreement on a month-to-month basis. The lease calls for monthly rent payments of \$5,000. Additionally, the lessor contributes \$5,000 a month to the Organization, effectively allowing for free use of the facilities by the organization. The total fair value of the use of the facilities for the year ended December 31, 2017 was \$109,620, which is recorded as contribution revenue and rent expense in the statement of activities. The lease terminated in January 2018.

In 2017, the Organization entered into a non-cancelable facility lease commencing in February 2018 and expiring in January 2021. The lease contains provisions for future rent increases.

Estimated future minimum lease payments over the terms of the aforementioned lease is as follows for the years ending December 31:

2018	\$ 95,000
2019	108,000
2020	113,000
2021	9,000
	\$ 225,000

NOTE 9 – SUBSEQUENT EVENTS

In 2018, the Organization adopted a defined contribution 403(b) benefit plan (the "Plan") for all eligible employees. The Plan permits participants to make contributions up to amounts allowed under federal law. The Plan provides a matching provision at the employer's discretion. Employer contributions vest at the rate of 25% per year after the completion of one year of service and 25% annually thereafter.

Management has evaluated subsequent events though May 14, 2018, which is the date the financial statements were available to be issued.