



Report of Independent Auditors and  
Consolidated Financial Statements with  
Supplementary Information

## Tides Organizations

December 31, 2014 and 2013

**MOSS-ADAMS<sub>LLP</sub>**

Certified Public Accountants | Business Consultants

## CONTENTS

	<b>PAGE</b>
<b>REPORT OF INDEPENDENT AUDITORS</b> .....	<b>1</b>
 <b>CONSOLIDATED FINANCIAL STATEMENTS</b>	
Statements of financial position.....	3
Statements of activities and changes in net assets.....	4
Statements of cash flows .....	5
Notes to financial statements.....	6
 <b>SUPPLEMENTARY INFORMATION</b>	
Consolidating statement of financial position .....	17
Consolidating statement of activities and changes in net assets .....	18
Consolidating statement of cash flows.....	19

## REPORT OF INDEPENDENT AUDITORS

The Board of Directors  
Tides Organizations

### **Report on Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of Tides Network, Tides Center, Tides Foundation, Tides, Inc., and Tides Two Rivers Fund (collectively, Tides Organizations), which comprise the consolidated statement of financial position as of December 31, 2014, and the related consolidated statements of activities and changes in net assets, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

### ***Management's Responsibility for the Consolidated Financial Statements***

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audit. We conducted our audit 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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of Tides Organizations as of December 31, 2014, and the changes in their net assets and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

***Other Matters***

***Supplementary Information***

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplementary information is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

***Prior Period Consolidated Financial Statements***

The consolidated financial statements of Tides Organizations as of and for the year ended December 31, 2013, were audited by other auditors whose report thereon dated June 9, 2014, expressed an unmodified opinion.

*Mass Adams LLP*

San Francisco, California  
June 18, 2015

**CONSOLIDATED FINANCIAL STATEMENTS**

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**TIDES ORGANIZATIONS**  
**CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**December 31, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 30,829,508	\$ 20,743,543
Receivables:		
Grants and contributions, net	34,132,555	34,631,878
Other	655,912	1,348,366
Investments	171,401,154	157,474,905
Mission related:		
Investments	4,418,309	4,408,721
Notes receivable	527,165	740,276
Property and equipment, net	21,471,725	22,620,413
Prepaid expenses and other assets	1,866,741	2,212,805
Total assets	<u>\$ 265,303,069</u>	<u>\$ 244,180,907</u>
<b>LIABILITIES AND NET ASSETS</b>		
<b>LIABILITIES</b>		
Accounts payable and accrued expenses	\$ 7,957,276	\$ 7,063,873
Grants payable, net	18,820,565	7,585,441
Grant advances	682,709	853,943
Bonds payable, net	18,135,312	18,355,000
Other liabilities	1,238,925	1,361,685
Total liabilities	<u>46,834,787</u>	<u>35,219,942</u>
<b>NET ASSETS</b>		
Unrestricted		
Designated for projects	29,867,963	29,910,224
Designated for donor advised funds	142,561,343	133,530,074
Undesignated	10,680,941	7,057,905
Total unrestricted	183,110,247	170,498,203
Temporarily restricted	35,358,035	38,462,762
Total net assets	<u>218,468,282</u>	<u>208,960,965</u>
Total liabilities and net assets	<u>\$ 265,303,069</u>	<u>\$ 244,180,907</u>

*See accompanying notes.*

**TIDES ORGANIZATIONS**  
**CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS**  
**Years Ended December 31, 2014 and 2013**

	<b>2014</b>			<b>2013</b>		
	<b>Unrestricted</b>	<b>Temporarily Restricted</b>	<b>Total</b>	<b>Unrestricted</b>	<b>Temporarily Restricted</b>	<b>Total</b>
<b>REVENUE AND SUPPORT</b>						
Grants and contributions	\$ 174,749,203	\$ 43,167,355	\$ 217,916,558	\$ 133,010,573	\$ 44,257,983	\$ 177,268,556
Program revenues	16,703,316	-	16,703,316	15,827,296	-	15,827,296
Interest and dividend income	2,941,402	-	2,941,402	2,335,139	-	2,335,139
Net gain on investments	2,156,226	-	2,156,226	10,486,913	-	10,486,913
Other revenue	473,388	-	473,388	331,668	-	331,668
Net assets released from restrictions	46,272,082	(46,272,082)	-	39,115,792	(39,115,792)	-
Total revenue and support	<u>243,295,617</u>	<u>(3,104,727)</u>	<u>240,190,890</u>	<u>201,107,381</u>	<u>5,142,191</u>	<u>206,249,572</u>
<b>EXPENSES</b>						
Program						
Services	68,865,429	-	68,865,429	65,906,551	-	65,906,551
Grants and awards	131,559,774	-	131,559,774	94,681,963	-	94,681,963
Grantmaking program expense	9,245,656	-	9,245,656	14,333,398	-	14,333,398
General and administrative	13,071,323	-	13,071,323	17,125,952	-	17,125,952
Fundraising	7,941,391	-	7,941,391	6,228,050	-	6,228,050
Total expenses	<u>230,683,573</u>	<u>-</u>	<u>230,683,573</u>	<u>198,275,914</u>	<u>-</u>	<u>198,275,914</u>
<b>CHANGE IN NET ASSETS</b>	<u>12,612,044</u>	<u>(3,104,727)</u>	<u>9,507,317</u>	<u>2,831,467</u>	<u>5,142,191</u>	<u>7,973,658</u>
<b>NET ASSETS</b> , beginning of year	<u>170,498,203</u>	<u>38,462,762</u>	<u>208,960,965</u>	<u>167,666,736</u>	<u>33,320,571</u>	<u>200,987,307</u>
<b>NET ASSETS</b> , end of year	<u>\$ 183,110,247</u>	<u>\$ 35,358,035</u>	<u>\$ 218,468,282</u>	<u>\$ 170,498,203</u>	<u>\$ 38,462,762</u>	<u>\$ 208,960,965</u>

*See accompanying notes.*

**TIDES ORGANIZATIONS**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**Years Ended December 31, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Changes in net assets	\$ 9,507,317	\$ 7,973,658
Adjustments to reconcile changes in net assets to net cash (used) provided by operating activities		
Depreciation and amortization	1,097,158	1,200,946
Discount on grants and contributions receivable	(1,370)	17,935
Discount on grants payable	22,624	4,801
Loss (gain) on disposal of property and equipment	3,587	(416,687)
Net gain on investments	(2,156,226)	(10,486,913)
Dividend reinvestment	(47,454)	(1,871,429)
Property and equipment granted out	364,200	422,130
Changes in operating assets and liabilities:		
Grants and contributions receivable	1,406,260	(8,048,322)
Bond reserve funds	-	1,216,089
Prepaid expenses and other assets	346,063	286,617
Accounts payable and accrued expenses	1,192,958	(860,213)
Grants payable	10,912,944	3,267,661
Grant advances	(171,234)	153,960
Other liabilities	(109,261)	(134,625)
Net cash provided by (used in) operating activities	<u>22,367,566</u>	<u>(7,274,392)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchases of investments	(47,248,082)	(54,683,899)
Proceeds from sales of investments	36,144,633	60,790,374
Purchases of property and equipment	(316,254)	(487,303)
Net cash (used in) provided by investing activities	<u>(11,419,703)</u>	<u>5,619,172</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from bond issuance and lines of credit	-	18,971,761
Payments on notes and bonds payable	(861,898)	(20,367,017)
Net cash (used in) financing activities	<u>(861,898)</u>	<u>(1,395,256)</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	10,085,965	(3,050,476)
<b>CASH AND CASH EQUIVALENTS, beginning of year</b>	<u>20,743,543</u>	<u>23,794,019</u>
<b>CASH AND CASH EQUIVALENTS, end of year</b>	<u>\$ 30,829,508</u>	<u>\$ 20,743,543</u>
<b>SUPPLEMENTAL INFORMATION</b>		
Cash paid for interest	\$ 677,071	\$ 1,293,000

*See accompanying notes.*



**NOTE 1 - DESCRIPTION OF ORGANIZATION**

Tides Network, Tides Center, Tides Foundation, Tides, Inc. and Tides Two Rivers Fund are aligned independent 501(c) (3) public benefit corporations (collectively Tides Organizations) that are consolidated for primary financial reporting purposes. All significant intercompany accounts and transactions have been eliminated.

**Tides Network**

Effective on January 1, 2012, Tides Network (the "Network") began operations as a shared service provider to the other Tides Organizations (Tides Center, Tides Foundation, Tides, Inc. and Tides Two Rivers Fund). Tides Network supports the operating Organizations and appoints board members for Tides Foundation, Tides Center, Tides Two Rivers Fund and Tides, Inc. Tides Network sets the direction and policy orientation for and has economic interest in all of Tides organizations. All direct and indirect costs including management salaries and supporting services of Tides' central office are incurred within Tides Network.

The activities of the Network include executive leadership and administrative services for related Tides Organizations and other nonprofit organizations. These activities include setting mission and strategy, financial leadership, risk management, communications, administration of human resources, office administration, telephone and telecommunication, and administration of information technology systems and services.

**Tides Center**

Tides Center (the Center) is organized and operated to support emerging charitable and educational activities. The Center provides fiscal sponsorship and essential backbone services, including, financial and personnel services to projects promoting shared prosperity and social justice. The Center operates hundreds of projects and activities, all of which seek funding from the grant making community and donors throughout the world.

**Tides Foundation**

Tides Foundation (the Foundation) is committed to building a world of shared prosperity and social justice. Tides Organizations accelerated the pace of social change, working with innovative partners to solve the world's toughest problems.

The Foundation receives funds through grants and donations from individuals, foundations, and corporations. Distribution of funds for philanthropic purposes is made primarily through the direct operation of a grant making program. Grants are made in the areas of shared prosperity and social justice, domestically and internationally, including equality and human rights, sustainable environment, health and education. The Foundation also provides grant making support and related assistance to other mission-aligned foundations.

***Grant Making Program***

Grants are awarded to eligible domestic nonprofit and qualified foreign charitable organizations through advised funds and direct grant making initiatives. All grants are taken under consideration by the staff of the Foundation and approved by the Board of Directors. Grant making activities are tracked within discrete funds administered by the Foundation.

***Supporting Organizations***

The Foundation also works with supporting organizations operated in connection with the Foundation to increase their ability to provide financial and programmatic support in areas consistent with the Foundation's vision, mission, and approach. The Foundation has positions on the Board of Directors of the supporting organizations to assist in decision-making activities and to act as advisors. With the exception of Harding Rock Fund, the supporting organizations are not considered to be part of the Foundation's reporting entity because the Foundation does not have both control and an economic interest in them. Control is construed to mean majority control of the Board of Directors. Economic interest is generally indicated by either residual interest in the supporting organization or some type of material financial support. The supporting organizations as of December 31, 2014 are listed below:

Beauchamp Charities	One Pacific Coast Foundation
Rouhana Family Foundation	Underdog Foundation
Harding Rock Fund	Weithorn and Ehrmann Families Foundation
JK Irwin Foundation	

## TIDES ORGANIZATIONS

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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During the year ended December 31, 2014, the Foundation and JK Irwin Foundation determined it was in their mutual best interests to discontinue JK Irwin's status as a supporting organization and convert to a private foundation to best achieve their respective charitable, educational and philanthropic goals.

#### **Tides, Inc.**

Tides, Inc. (TINC) operates and manages the Tides' Thoreau Center for Sustainability (the "Facility") in San Francisco providing supportive office space to other charitable and/or mission aligned organizations.

#### **Tides Two Rivers Fund**

Tides Two Rivers Fund (TTRF) operates and manages the Tides' Thoreau Center for Sustainability in New York City, providing office space to other charitable and/or mission aligned organizations.

### **NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**Basis of presentation** – The consolidated financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America applicable to not-for-profit organizations. Accordingly, Tides Organizations present information regarding net assets and activities according to three classes of net assets:

***Unrestricted net assets*** – Unrestricted net assets represent resources that are not subject to donor-imposed restrictions and are available to support all activities of Tides Organizations.

The Foundation has unrestricted net assets that represent total donor advised and other client funds held by the Foundation with variance power. The Foundation board has designated approximately \$521,000 of unrestricted net assets as reserves for specific programmatic or operational purposes.

The Center accounts for unrestricted funds as designated for projects when funds raised by projects are for general support funding for furtherance of the Center's mission in programming areas within projects' normal operations.

***Temporarily restricted net assets*** – Temporarily restricted net assets are resources whose use by Tides Organizations is limited by donor-imposed stipulations that either expire by passage of time or fulfillment of programmatic purpose.

For the Center, temporarily restricted net assets primarily relate to the various projects of the Center and are restricted for specific programs of the projects. If the net asset restriction will be fulfilled during the fiscal year (usually by passage of time), the grant is treated as unrestricted-designated for projects upon receipt.

***Permanently restricted net assets*** – Permanently restricted net assets are resources that are restricted by the donor to endowment purposes and only the income generated by these assets may be used. There were no permanently restricted net assets as of December 31, 2014 or 2013.

**Cash and cash equivalents** – Include cash and all highly liquid investments with maturities of three months or less at date of acquisition, except those that are held for investment purposes.

**Investments** – Generally, investments are stated at estimated fair value, using quoted market prices. Net realized and unrealized gains and losses are included in the accompanying consolidated statement of activities and changes in net assets. Investments received by donation are recorded at estimated fair value at date of donation. Interest and dividend income are recorded when earned, and reinvested in the investment pool.

Valuation of investments in pooled investments which are pooled income funds are based on net asset value per share of the pooled income funds.

Non-publicly traded investments are in the form of shares in limited partnerships or limited liability corporations. These represent investments in private companies and investment trust funds. Because no readily ascertainable market value exists for these investments, the values are based on the latest available valuations which may be determined by the general partner or fund manager. Due to the uncertainty of valuations, however, these amounts may differ materially from values that would be determined if the investments were publicly traded.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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**Fair value measurements** – Tides Organizations carry certain assets and liabilities at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Tides Organizations classify their financial assets and liabilities according to three levels, and maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

*Level 1* – Quoted market prices (unadjusted) in active markets for identical assets or liabilities that the entity has the ability to access at the measurement date.

*Level 2* – Observable inputs other than quoted prices included within Level 1 such as quoted prices for similar securities or quoted prices in inactive markets.

*Level 3* – Unobservable inputs for the asset or liability that are not directly corroborated by market data.

**Fair value of financial instruments** – As of December 31, 2014 and 2013, the estimated fair value of Tides Organizations' financial instruments not measured at fair value on a recurring basis (including receivables, notes receivable, accounts payable, grants payable, and advances) approximates their carrying values due to their short duration to maturity.

**Receivables** – Receivables represent grants and contributions unconditionally promised or for which constructive delivery has been made, but which have not been received prior to year-end. Management determines the allowance for doubtful accounts by evaluating individual balances and assessing the likelihood of collections. No allowance for doubtful accounts is considered necessary at December 31, 2014 or 2013. Grants which have not been received prior to year-end are subject to discounting based on Tides Organizations' internal discount rate of 0.46% for grants receivable in two years and 0.89% for grants receivable in three to five years.

**Mission related investments and notes receivable** – Mission related investments are investments that would not be made were it not for the relationship of the investment to the Foundation's programmatic mission. Although the underlying investments may or may not have a profit motive, that is not the primary focus of the investment by the Foundation. Mission related investments must be consistent with the Foundation's mission. These investments usually are recommended by donor advisors or fund managers from the funds with which they are associated. Sometimes they may also be a result of a gift by a donor. These investments are held at cost basis unless impaired.

Mission related notes receivable consist of loans to organizations which support the Foundation's mission. The organizations may be commercial companies or non-profit organizations.

The Foundation records mission related investments and notes receivable at cost if purchased or market value on the date of donation. These investments are evaluated for impairment annually and written down when appropriate.

**Property and equipment** – Property and equipment are stated at cost, or if donated, at estimated fair market value at the date of donation. Depreciation and amortization are calculated on the straight-line method over the estimated useful lives of the assets. Estimated useful lives are as follows: furniture and equipment, 3 to 5 years; leasehold improvements are depreciated over the shorter of the term of the lease or the estimated useful life.

**Interest rate swap agreement** – The fair value of the interest rate swap is accrued as market rates change. The change in fair value of the derivative during the year, if material, is recognized within other expense or income in the consolidated statement of activities and changes in net assets.

**Grants advance** – Grants received in advance of effective date from various government agencies are recorded as a liability.

**Revenue recognition** – Contributions and grants are recognized at fair value, as revenue when received or unconditionally promised and collection is deemed to be reasonably certain.

Tides Organizations report contributions and grants as temporarily restricted support if such gifts are received with donor stipulations that limit the use of the donated assets, unless there are written agreements which supersede those stipulations. For the Foundation, most written agreements with donors (donor advised funds and other client funds) stipulate that contributions are within the exclusive control of the Foundation, and the Foundation is not bound by recommendations by the donors, thus creating variance power. When a donor restriction exists with no variance power, the Foundation accounts for the grants as temporarily restricted net assets. When the restriction expires, that is, when a stipulated time restriction ends or a purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported as net assets released from restrictions. Temporarily restricted contributions whose restrictions are met in the same year they are received are reported as unrestricted contributions.

## TIDES ORGANIZATIONS

### NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

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Tides Organizations do not recognize conditional contributions until the conditions are met. As of December 31, 2014 and 2013, the Foundation and Center are the recipients of conditional contributions totaling approximately \$1,314,000 and \$1,980,000 and \$17,326,000 and \$6,207,000, respectively. These conditional contributions are contingent on donors' continued discretionary approval.

Program revenues, which include both fees earned and rental income are recognized as earned. Rental revenue is recorded on a straight line basis over the lease terms.

**Grants** – Grants expense and payable represent amounts committed by the Foundation and approved by the Board of Directors to be distributed to various nonprofit organizations for their charitable activities. Grant refunds, rejections, and cancellations are recorded as a reduction of grants and awards expense at the time the grant is refunded or cancelled. Grants with payment terms in excess of one year are subject to discounting based on the Foundation's internal discount rate of 0.46% for grants payable in two years, 0.89% for grants payable in three years, and 1.27% for grants payable in four years.

**Income taxes** – Tides Organizations are tax exempt under the provisions of the Internal Revenue Service Code, Section 501(c)(3). Accordingly, no provision for income taxes has been reflected in these consolidated financial statements. Tides Foundation, Tides Center, Tides Network, Tides Two Rivers Fund and Tides, Inc. are not considered private foundations under the Internal Revenue Service Code and could be subject to tax on unrelated business activities, if any, generated by certain investments and activities.

Management evaluated Tides Organizations' tax positions and concluded that they had maintained their tax exempt status and had taken no uncertain tax positions that require adjustment to the consolidated financial statements. Therefore, no provision or liability for income taxes has been included in the consolidated financial statements. With few exceptions, the related Organizations are no longer subject to income tax examinations by the Internal Revenue Service for the tax years ended before 2011, and by the California Franchise Tax Board for the tax years ended before 2010.

**Functional expense allocations** – Expenses are allocated among program services, general and administrative and fundraising based on management's estimate. For the Center, direct expenses of the various projects are allocated to program.

**Use of estimates** – The preparation of consolidated financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

**Subsequent events** – Subsequent events are events or transactions that occur after the financial statement date but before the financial statements are issued. Tides Organizations recognizes in the consolidated financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the consolidated statement of activities and changes in net assets, including the estimates inherent in the process of preparing the consolidated financial statements.

Tides Organizations have evaluated subsequent events through June 18, 2015, which is the date the consolidated financial statements were available to be issued.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 3 – INVESTMENTS AND FAIR VALUE MEASUREMENTS**

The table below presents the balances of investments measured at fair value on a recurring basis at December 31, 2014 and 2013:

	2014			
	Total	Level 1	Level 2	Level 3
<b>Cash and cash equivalents:</b>	\$ 9,534,085	\$ 9,534,085	\$ -	\$ -
<b>Equities:</b>				
Consumer durables	577,389	577,389	-	-
Consumer non-durables	7,831,024	7,831,024	-	-
Consumer services	5,100,475	5,100,475	-	-
Business products & services	6,552,912	6,552,912	-	-
Capital goods	7,422,683	7,422,683	-	-
Energy	831,882	831,882	-	-
Basic industries	1,287,352	1,287,352	-	-
Transportation	1,391,723	1,391,723	-	-
Financial	7,983,201	7,983,201	-	-
Foreign assets	7,490,432	7,490,432	-	-
Mutual funds - domestic	509,221	509,221	-	-
Mutual funds - international	7,797,225	7,797,225	-	-
<b>Fixed income:</b>				
U.S. Government agency, state, and municipal	87,701,490	-	87,701,490	-
Corporate debt	15,342,394	-	15,342,394	-
<b>Nonpublicly traded investments:</b>				
Telecommunications	1,273,699	-	-	1,273,699
Real estate	2,653,967	-	-	2,653,967
Fund of funds	120,000	-	-	120,000
Total assets measured at fair value	<u>\$ 171,401,154</u>	<u>\$ 64,309,604</u>	<u>\$ 103,043,884</u>	<u>\$ 4,047,666</u>
	2013			
	Total	Level 1	Level 2	Level 3
<b>Cash and cash equivalents:</b>	\$ 19,093,123	\$ 19,093,123	\$ -	\$ -
<b>Equities:</b>				
Utilities	47,566	47,566	-	-
Financial	8,341,186	8,341,186	-	-
Consumer products	9,528,453	9,528,453	-	-
Consumer services	4,113,137	4,113,137	-	-
Industrials	8,109,961	8,109,961	-	-
Capital goods	10,728,053	10,728,053	-	-
Energy	1,833,860	1,833,860	-	-
Basic industries	1,942,657	1,942,657	-	-
Transportation	1,016,507	1,016,507	-	-
Foreign assets	7,206,470	7,206,470	-	-
Other assets	63,893	63,893	-	-
<b>International mutual fund:</b>	2,757,440	2,757,440	-	-
<b>Fixed income:</b>				
U.S. Government agency, state, and municipal	69,539,324	-	69,539,324	-
Corporate debt	11,749,516	-	11,749,516	-
<b>Nonpublicly traded investments:</b>				
Telecommunications	1,403,759	-	-	1,403,759
Total assets measured at fair value	<u>\$ 157,474,905</u>	<u>\$ 74,782,306</u>	<u>\$ 81,288,840</u>	<u>\$ 1,403,759</u>

The Foundation has two investment pools available to donors for investment of gifted assets. Donor funds with a longer time horizon are typically pooled in an actively managed balanced fund of equity and fixed income securities with an emphasis on growth and preservation of capital. Donor funds with a shorter time horizon typically are invested in fixed income securities that provide liquidity for cash flow needs. The Foundation's separate investments approximate \$131 Million, the substantial portion of which is allocated to grantmaking funds. Social goals and screens are applied to the management of the investments when practical.

Net realized and unrealized gain/(loss) for 2014 and 2013 were \$6,758,536 and (\$4,602,310) and \$5,440,801 and \$5,046,112, respectively.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

A description of the valuation techniques and inputs applied to Tides Organizations' classes of investments, which are not listed or quoted on a securities exchange or other regulated markets measured at fair value is described in Note 2 above.

The changes in nonpublicly traded investments classified as Level 3 are as follows for the years ended December 31, 2014 and 2013:

	<b>2014</b>			
	<b>Venture Capital Fund</b>	<b>Telecom</b>	<b>Real Estate</b>	<b>Total</b>
<b>Balance, January 1, 2014</b>	\$ -	\$ 1,403,759	\$ -	\$ 1,403,759
Contributions	120,000	-	2,653,967	2,773,967
Income	-	85,989	-	85,989
Unrealized loss	-	(216,049)	-	(216,049)
<b>Balance, December 31, 2014</b>	<b>\$ 120,000</b>	<b>\$ 1,273,699</b>	<b>\$ 2,653,967</b>	<b>\$ 4,047,666</b>

  

	<b>2013</b>			
	<b>Venture Capital Fund</b>	<b>Telecom</b>	<b>Real Estate</b>	<b>Total</b>
<b>Balance, January 1, 2013</b>	\$ 687,500	\$ 1,229,091	\$ 3,098	\$ 1,919,689
Distributions	-	(20,457)	(4,056)	(24,513)
Income	-	(24,516)	958	(23,558)
Unrealized (loss) / gain	(687,500)	219,641	-	(467,859)
<b>Balance, December 31, 2013</b>	<b>\$ -</b>	<b>\$ 1,403,759</b>	<b>\$ -</b>	<b>\$ 1,403,759</b>

**NOTE 4 - GRANTS AND CONTRIBUTIONS**

Grants receivable as of December 31, 2014 and 2013 are due as follows:

	<b>2014</b>	<b>2013</b>
Less than one year	\$ 27,911,114	\$ 26,928,067
One to five years, net of discount	6,221,441	7,703,811
	<b>\$ 34,132,555</b>	<b>\$ 34,631,878</b>

Discounts applied to grants receivable as of December 31, 2014 and 2013 were \$31,206 and \$32,576, respectively.

**NOTE 5 - PROGRAMMATIC INVESTMENTS**

**Mission related investments** – Are made primarily for desirable social outcomes consistent with Tides Foundation's mission, with less emphasis on economic returns. Mission related investments are comprised of the following at December 31, 2014 and 2013:

	<b>2014</b>	<b>2013</b>
Land and nonprofit community real estate	\$ 553,171	\$ 553,171
Community development investments - certificates of deposit	3,016,662	3,063,700
Other	848,476	791,850
	<b>\$ 4,418,309</b>	<b>\$ 4,408,721</b>

Mission related investments are valued at original cost unless impaired. Overall, the Foundation reduced the value of these investments by \$599,500 and \$7,298,699 in 2014 and 2013, respectively.

**Notes receivable - mission related** – Notes receivable of \$527,165 is comprised of nine loans to companies and organizations ranging from \$13,127 to \$100,000 at interest rates from zero to eight percent. The notes are due at various dates ranging between 2015 and 2017.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 6 – PROPERTY AND EQUIPMENT**

Property and equipment consist of the following at December 31, 2014 and 2013:

	<b>2014</b>	<b>2013</b>
Land	\$ 1,710,828	\$ 1,710,828
National AIDS Memorial Grove	1,168,130	1,168,130
Structures	22,106,159	22,106,159
Leashold improvements	3,019,701	3,768,005
Furniture and equipment	1,618,522	1,723,521
Other	206,853	233,355
	29,830,193	30,709,998
Accumulated depreciation and amortization	(8,358,468)	(8,089,585)
	\$ 21,471,725	\$ 22,620,413

Depreciation and amortization expense for the years ended December 31, 2014 and 2013 were \$1,097,158 and \$1,200,946, respectively.

The National Aids Memorial Grove is not depreciated because it is to be maintained in perpetuity.

Land and structures include the fourth floor and lower floor of an office condominium that is collateral for certain bonds see Note 9.

**NOTE 7 – GRANTS PAYABLE**

Multi-year grants as of December 31, 2014, are scheduled to be paid as follows:

<b><u>Year Ending December 31,</u></b>	
2015	\$ 13,810,544
2016	4,255,034
2017	490,347
2018	264,640
	\$ 18,820,565

Conditional grants are not recognized until the conditions are met. As of December 31, 2014, conditional grants totaling approximately \$674,000 have been approved. Payment of these grants is contingent on the grantees fulfilling specific requirements.

Discounts applied to grants payable as of December 31, 2014 and 2013 were \$27,425 and \$4,801, respectively.

**NOTE 8 – REVOLVING CREDIT AGREEMENTS**

Tides Foundation has a \$4,000,000, unsecured, revolving bank line of credit with Wells Fargo Bank that expires on August 31, 2015. Advances under the line of credit bear interest at the bank's prime rate or LIBOR plus 2.5%. There were no borrowings under the line of credit at December 31, 2014 or 2013.

Tides Foundation has a \$1,500,000, unsecured line of credit with Annie E. Casey Foundation, Inc. that expires in August, 2017. Advances under the line of credit bear interest at a fixed rate of 2% per annum. There was \$100,000 drawn on the line of credit at December 31, 2013 which was paid off on December 21, 2014. There was no outstanding balance at December 31, 2014.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 9 – BONDS PAYABLE**

In December 2003, the ABAG Finance Authority for Nonprofit Corporations (ABAG) issued “Series 2003A – Insured Mortgage Revenue bonds (Tides, Inc.) and Series 2003B – Taxable Insured Mortgage Revenue Bonds (Tides, Inc.)” with a discount of \$207,088 which had been accreted to their redemption value over the bond term. TINC used the proceeds to purchase the leasehold improvements related to the Facility. The bonds bore interest at fixed rates from 2.25-6.4% per annum.

In June 2007, the New York City Industrial Development Agency (NYIDA) issued “Civic Facility Revenue Bonds (2007 Tides Two Rivers Fund Project)” totaling \$9,950,000. TTRF used the proceeds to refinance debt incurred from the purchase of the Facility. The interest rate on the bonds was 5.65%. The Bonds were secured by the fourth floor of the office condominium.

The ABAG bonds were retired through a loan refunding transaction in December, 2013 and replaced by Public Finance Authority (PFA) issued Series 2013A tax exempt and Series 2013B taxable refunding Mortgage Revenue Bonds secured by existing and future lease agreements; the NYIDA bonds were retired through a loan refunding transaction in December, 2013 and replaced by PFA issued Series 2013 refunding Revenue Bonds secured by real property comprising the fourth floor and lower floor of the office condominium. The tax exempt bonds bear interest at 70% of 30 day libor plus 1.225. The taxable bonds bear interest at 30 day libor plus 1.75. The 30 day libor rate at December 31, 2014 was 0.15%.

**Interest rate swap - bonds payable** – On December 24, 2013, Tides Organization entered into an International Swaps and Derivatives Association Master Agreement with Wells Fargo Bank, National Association and swap transactions occurred for each of the 2013 bond issuances at amounts equal to the original notional amounts of the bonds payable. The result of these swap agreements is to effectively fix the rate on the bonds from 2.975% to 3.59%. Payments are due on the 1st of each month commencing January 2, 2014 through and including the maturity date, December 2, 2023.

The agreements related to the tax exempt bonds are cancellable during the period from December 1, 2018 to November 1, 2023, their maturity date. The agreements related to the taxable bonds expire December 1, 2018.

The swap agreements have a fair value totaling \$628,709 and \$343,770, as of December 31, 2014 and 2013, which was a derivative liability.

These obligations as of December 31, consisted of the following:

	<b>2014</b>			
	<b>Interest Rate with Swap</b>	<b>Final Maturity Date of Bonds</b>	<b>Original Issue Amount</b>	<b>Amount Outstanding</b>
TINC:				
Series 2013A tax exempt	3.59%	12/01/2023	\$ 7,935,000	\$ 7,935,000
Series 2013B taxable	2.975%	12/01/2018	2,515,000	2,403,003
TTRF:				
Series 2013 tax exempt	3.46%	12/01/2023	7,905,000	7,797,309
Total bonds payable			<u>\$ 18,355,000</u>	<u>\$ 18,135,312</u>
	<b>2013</b>			
	<b>Interest Rate with Swap</b>	<b>Final Maturity Date of Bonds</b>	<b>Original Issue Amount</b>	<b>Amount Outstanding</b>
TINC:				
Series 2013A tax exempt	3.59%	12/01/2023	\$ 7,935,000	\$ 7,935,000
Series 2013B taxable	2.975%	12/01/2018	2,515,000	2,515,000
TTRF:				
Series 2013 tax exempt	3.46%	12/01/2023	7,905,000	7,905,000
Total bonds payable			<u>\$ 18,355,000</u>	<u>\$ 18,355,000</u>

The Series 2013 Bonds contain various restrictive covenants related to reporting, finance, and additional debt. The Bonds are guaranteed by Tides Foundation.



**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

Maturities on bonds payable are as follows:

**Year Ending December 31.**

2015	\$	835,699
2016		861,759
2017		891,770
2018		921,157
2019		952,880
Thereafter		13,043,338
		13,043,338
	\$	17,506,603

Interest expense on bonds payable for the years ended December 31, 2014 and 2013, were \$680,856 and \$1,284,575, respectively.

**NOTE 10 – TEMPORARILY RESTRICTED NET ASSETS**

Temporarily restricted net assets released from restriction in 2014 and 2013 because of satisfying time and purpose restrictions are:

	<b>2014</b>	<b>2013</b>
Time restrictions	\$ 15,137,602	\$ 10,904,394
Program/purpose restrictions	31,149,480	28,211,398
	\$ 46,287,082	\$ 39,115,792

Temporarily restricted net assets as of December 31, 2014 and 2013, are restricted for:

	<b>2014</b>	<b>2013</b>
Time restrictions	\$ 4,563,629	\$ 7,843,482
Program/purpose restrictions	30,794,406	30,619,280
	\$ 35,358,035	\$ 38,462,762

**NOTE 11 – RETIREMENT PLANS**

An IRS qualified defined contribution plan 403(b) is provided to Tides Organizations' employees including those working on projects. The employer contribution is a percentage of compensation, ranging from 2% to 5%, based upon years of service. Contributions made by Tides Organizations approximated \$1,032,000 and \$883,000, in 2014 and 2013, respectively.

**NOTE 12 – PROJECTS**

The Center provides fiscal sponsorship and organization services to approximately 165 projects. From time to time, projects will obtain their own 501(c)(3) status and are "spun-off" as separate organizations. During 2014 and 2013, net assets of \$3,242,000 and \$946,773, respectively were distributed to spun-off projects. These amounts are recorded as grant expense.

**NOTE 13 – COMMITMENTS AND CONTINGENCIES**

**Commitments** – Tides Organizations have lease arrangements as both a Lessee and Lessor.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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*As Lessee*

TINC leases a complex of twelve historic buildings, the Facility, within the Presidio, which was a United States Army base from 1848-1994. In 1994, the Presidio was transferred to the Golden Gate National Recreation Area and came under the administration of the National Park Service of the United States Department of the Interior (the "Park Service").

The Facility is currently under the administration of the Presidio Trust (the "Trust"), a government corporation, which serves as Master Lessor on two long term ground leases (the "Ground Leases").

Pursuant to documents dated December 23, 2003, and with the approval of the Trust, TINC assumed the Master Lessee function on the Ground Leases and purchased the leasehold improvements related to the Facility in order to operate a center for nonprofit organizations in the Facility.

The first Ground Lease ("Phase I") was entered into in 1995, and the second ("Phase II") was entered into in 1997. Both Ground Leases expire on September 10, 2050. The minimum annual rental through September 10, 2020 is as follows:

	<u>Phase I</u>	<u>Phase II</u>	<u>Total</u>
September 11, 2010-September 10, 2015	\$ 65,000	\$ 65,000	\$ 130,000
September 11, 2015-September 10, 2020	\$ 80,000	\$ 80,000	\$ 160,000

Beginning September 11, 2020, the minimum rent is subject to appraisal adjustments and consumer price index ("CPI") adjustments.

The Trust and Tides, Inc. amended the Ground Leases, effective January 1, 2007. The amendment provides for the payment of percentage rent, increasing from 5% to 10%, through September 2020 including at a minimum the rent schedule detailed above.

For the years ended December 31, 2014 and 2013, TINC has made the required minimum rent payments to the Trust amounting to \$130,000.

Tides Organizations have minimum lease commitments under real property, equipment, and operating leases for projects which as of December 31, are:

<b><u>Year Ending December 31,</u></b>	
2015	\$ 1,277,000
2016	749,000
2017	533,000
2018	437,000
2019	94,000
Thereafter	<u>16,000</u>
	<u>\$ 3,106,000</u>

Rent expense was approximately \$2,931,000 and \$2,355,000, for 2014 and 2013, respectively.

**TIDES ORGANIZATIONS**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**

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***As Lessor***

Tides Organizations have long-term operating leases for various periods to 2026. Future minimum rents receivable under noncancelable leases with remaining terms in excess of one year are:

<b><u>Year Ending December 31,</u></b>	
2015	\$ 4,648,811
2016	2,904,755
2017	2,527,776
2018	1,927,989
2019	1,185,483
Thereafter	<u>3,176,842</u>
	<u><u>\$ 16,371,656</u></u>

***Contingencies***

Certain grants and contracts that the Center administers and receives reimbursement for are subject to audit and final acceptance by the federal and state granting agencies. Current and prior year revenues of such grants are subject to adjustment upon audit.

Tides Organizations are parties to various legal actions in the ordinary course of business. In the opinion of management, the outcome of these matters would not have a material effect on its consolidated financial statements.

**SUPPLEMENTARY INFORMATION**



**TIDES ORGANIZATIONS**  
**CONSOLIDATING STATEMENT OF FINANCIAL POSITION**  
**Year ended December 31, 2014**

	<b>Tides Network</b>	<b>Tides Center</b>	<b>Tides Foundation</b>	<b>Tides Inc.</b>	<b>Tides Two Rivers Fund</b>	<b>Subtotal</b>	<b>Eliminations</b>	<b>Consolidated Total</b>
<b>ASSETS</b>								
Cash and cash equivalents	\$ 615,121	\$ 10,953,092	\$ 17,456,057	\$ 1,406,786	\$ 398,452	\$ 30,829,508	\$ -	\$ 30,829,508
Receivables:								
Grants and contributions, net	-	21,102,750	13,029,805	-	-	34,132,555	-	34,132,555
Related parties	1,998,455	18	634,173	227,350	-	2,859,996	(2,859,996)	-
Other	100,356	216,957	224,366	102,578	11,655	655,912	-	655,912
Investments	-	40,507,745	130,893,409	-	-	171,401,154	-	171,401,154
Mission related:								
Investments	-	-	4,418,309	-	-	4,418,309	-	4,418,309
Notes receivable	-	-	527,165	-	-	527,165	-	527,165
Notes receivable, related party	-	-	7,573,341	1,962,623	-	9,535,964	(9,535,964)	-
Property and equipment, net	133,822	1,611,191	52,233	7,983,995	11,690,484	21,471,725	-	21,471,725
Prepaid expenses and other assets	55,171	686,617	300	193,538	931,115	1,866,741	-	1,866,741
<b>Total assets</b>	<b>\$ 2,902,925</b>	<b>\$ 75,078,370</b>	<b>\$ 174,809,158</b>	<b>\$ 11,876,870</b>	<b>\$ 13,031,706</b>	<b>\$ 277,699,029</b>	<b>\$ (12,395,960)</b>	<b>\$ 265,303,069</b>
<b>LIABILITIES AND NET ASSETS</b>								
<b>LIABILITIES</b>								
Accounts payable and accrued expenses	\$ 1,210,388	\$ 5,744,930	\$ 478,333	\$ 495,335	\$ 28,290	\$ 7,957,276	\$ -	\$ 7,957,276
Payable - related parties	740,811	1,325,182	466,635	2,770	324,598	2,859,996	(2,859,996)	-
Grants payable, net	-	1,250,008	17,570,557	-	-	18,820,565	-	18,820,565
Grant advances	-	682,709	-	-	-	682,709	-	682,709
Bonds payable, net	-	-	-	10,338,003	7,797,309	18,135,312	-	18,135,312
Notes payable to related party	-	-	-	-	9,535,964	9,535,964	(9,535,964)	-
Other liabilities	32,544	127,794	444,575	371,929	262,083	1,238,925	-	1,238,925
<b>Total liabilities</b>	<b>1,983,743</b>	<b>9,130,623</b>	<b>18,960,100</b>	<b>11,208,037</b>	<b>17,948,244</b>	<b>59,230,747</b>	<b>(12,395,960)</b>	<b>46,834,787</b>
<b>NET ASSETS</b>								
Unrestricted:								
Designated for projects	-	29,867,963	-	-	-	29,867,963	-	29,867,963
Designated for donor advised funds	-	-	142,561,343	-	-	142,561,343	-	142,561,343
Undesignated	919,182	725,616	13,283,848	668,833	(4,916,538)	10,680,941	-	10,680,941
<b>Total unrestricted</b>	<b>919,182</b>	<b>30,593,579</b>	<b>155,845,191</b>	<b>668,833</b>	<b>(4,916,538)</b>	<b>183,110,247</b>	<b>-</b>	<b>183,110,247</b>
Temporarily restricted	-	35,354,168	3,867	-	-	35,358,035	-	35,358,035
<b>Total net assets</b>	<b>919,182</b>	<b>65,947,747</b>	<b>155,849,058</b>	<b>668,833</b>	<b>(4,916,538)</b>	<b>218,468,282</b>	<b>-</b>	<b>218,468,282</b>
<b>Total liabilities and net assets</b>	<b>\$ 2,902,925</b>	<b>\$ 75,078,370</b>	<b>\$ 174,809,158</b>	<b>\$ 11,876,870</b>	<b>\$ 13,031,706</b>	<b>\$ 277,699,029</b>	<b>\$ (12,395,960)</b>	<b>\$ 265,303,069</b>

**TIDES ORGANIZATIONS**  
**CONSOLIDATING STATEMENT OF ACTIVITY AND CHANGES IN NET ASSETS**  
**Year ended December 31, 2014**

	Tides Network	Tides Center	Tides Foundation	Tides Inc.	Tides Two Rivers Fund	Subtotal	Eliminations	Consolidated		Total
								Unrestricted	Temporarily Restricted	
<b>REVENUE AND SUPPORT</b>										
Grants and contributions	\$ 189,057	\$ 81,274,795	\$ 136,452,706	\$ -	\$ -	\$ 217,916,558	\$ -	\$ 174,749,203	\$ 43,167,355	\$ 217,916,558
Grants and contributions - related parties	45,750	2,385,616	9,402,470	-	-	11,833,836	(11,833,836)	-	-	-
Program revenues	11,543,249	12,116,554	476,088	3,524,102	1,288,660	28,948,653	(12,245,337)	16,703,316	-	16,703,316
Interest and dividend income	-	393,178	2,830,234	-	-	3,223,412	(282,010)	2,941,402	-	2,941,402
Net gain / (loss) on investments	-	78,404	2,706,531	(358,880)	(269,829)	2,156,226	-	2,156,226	-	2,156,226
Other revenue	136,139	-	255,857	42,424	38,968	473,388	-	473,388	-	473,388
Net assets released from restrictions	-	-	-	-	-	-	-	46,272,082	(46,272,082)	-
Total revenue and support	<u>11,914,195</u>	<u>96,248,547</u>	<u>152,123,886</u>	<u>3,207,646</u>	<u>1,057,799</u>	<u>264,552,073</u>	<u>(24,361,183)</u>	<u>243,295,617</u>	<u>(3,104,727)</u>	<u>240,190,890</u>
<b>EXPENSES</b>										
Program										
Services	-	65,097,598	-	2,678,808	1,428,162	69,204,568	(339,139)	68,865,429	-	68,865,429
Grants and awards - related parties	-	9,402,470	2,431,366	-	-	11,833,836	(11,833,836)	-	-	-
Grants and awards	-	7,054,486	124,505,288	-	-	131,559,774	-	131,559,774	-	131,559,774
Grantmaking program expense	-	-	9,362,344	-	-	9,362,344	(116,688)	9,245,656	-	9,245,656
General and administrative	10,541,679	10,824,686	3,270,808	291,721	213,949	25,142,843	(12,071,520)	13,071,323	-	13,071,323
Fundraising	1,372,516	6,143,020	425,855	-	-	7,941,391	-	7,941,391	-	7,941,391
Total expenses	<u>11,914,195</u>	<u>98,522,260</u>	<u>139,995,661</u>	<u>2,970,529</u>	<u>1,642,111</u>	<u>255,044,756</u>	<u>(24,361,183)</u>	<u>230,683,573</u>	<u>-</u>	<u>230,683,573</u>
<b>CHANGE IN NET ASSETS</b>	-	(2,273,713)	12,128,225	237,117	(584,312)	9,507,317	-	12,612,044	(3,104,727)	9,507,317
<b>NET ASSETS - beginning of year</b>	919,182	68,221,460	143,720,833	431,716	(4,332,226)	208,960,965	-	170,498,203	38,462,762	208,960,965
<b>NET ASSETS - end of year</b>	<u>\$ 919,182</u>	<u>\$ 65,947,747</u>	<u>\$ 155,849,058</u>	<u>\$ 668,833</u>	<u>\$ (4,916,538)</u>	<u>\$ 218,468,282</u>	<u>\$ -</u>	<u>\$ 183,110,247</u>	<u>\$ 35,358,035</u>	<u>\$ 218,468,282</u>

**TIDES ORGANIZATIONS**  
**CONSOLIDATING STATEMENT OF CASH FLOW**  
**Year ended December 31, 2014**

	Tides Network	Tides Center	Tides Foundation	Tides Inc.	Tides Two Rivers Fund	Subtotal	Eliminations	Consolidated Total
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>								
Change in net assets	\$ -	\$ (2,273,713)	\$ 12,128,225	\$ 237,117	\$ (584,312)	\$ 9,507,317	\$ -	\$ 9,507,317
Adjustments to reconcile changes in net assets to net cash (used) provided by operating activities:								
Depreciation and amortization	58,858	351,519	2,488	323,438	360,855	1,097,158	-	1,097,158
Discount on grants and contributions receivable	-	1,478	(2,848)	-	-	(1,370)	-	(1,370)
Discount on grants payable	-	-	22,624	-	-	22,624	-	22,624
Gain on disposal of property and equipment	-	3,587	-	-	-	3,587	-	3,587
Net (gain) loss on investments	-	(78,404)	(2,706,531)	358,880	269,829	(2,156,226)	-	(2,156,226)
Dividend reinvestment	-	-	(47,454)	-	-	(47,454)	-	(47,454)
Property and equipment granted out	-	364,200	-	-	-	364,200	-	364,200
Changes in operating assets and liabilities:								
Grants and contributions receivable	(745,210)	4,287,378	(3,102,436)	(266,095)	15,368	189,005	1,217,255	1,406,260
Bond reserve funds	-	-	-	-	-	-	-	-
Prepaid expenses and other assets	11,939	222,383	-	99,418	16,094	349,834	(3,771)	346,063
Accounts payable and accrued expenses	424,527	736,679	725,258	158,852	86,255	2,131,571	(938,613)	1,192,958
Grants payable	-	950,452	9,962,492	-	-	10,912,944	-	10,912,944
Grant advances	-	(171,234)	-	-	-	(171,234)	-	(171,234)
Other liabilities	(8,865)	(153,270)	26,280	(822)	27,416	(109,261)	-	(109,261)
Net cash (used in) provided by operating activities	<u>(258,751)</u>	<u>4,241,055</u>	<u>17,008,098</u>	<u>910,788</u>	<u>191,505</u>	<u>22,092,695</u>	<u>274,871</u>	<u>22,367,566</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>								
Purchases of investments	-	(6,512,047)	(40,736,035)	-	-	(47,248,082)	-	(47,248,082)
Proceeds from sales of investments	-	752,675	35,391,958	-	-	36,144,633	-	36,144,633
Purchases of property and equipment	(45,750)	(238,208)	-	(10,394)	(21,902)	(316,254)	-	(316,254)
Net cash (used in) investing activities	<u>(45,750)</u>	<u>(5,997,580)</u>	<u>(5,344,077)</u>	<u>(10,394)</u>	<u>(21,902)</u>	<u>(11,419,703)</u>	<u>-</u>	<u>(11,419,703)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>								
Proceeds from bond issuances and lines of credit	-	-	-	-	274,871	274,871	(274,871)	-
Payments on notes and bonds payable	(13,501)	-	-	(470,877)	(377,520)	(861,898)	-	(861,898)
Net cash (used in) financing activities	<u>(13,501)</u>	<u>-</u>	<u>-</u>	<u>(470,877)</u>	<u>(102,649)</u>	<u>(587,027)</u>	<u>(274,871)</u>	<u>(861,898)</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	<u>(318,002)</u>	<u>(1,756,525)</u>	<u>11,664,021</u>	<u>429,517</u>	<u>66,954</u>	<u>10,085,965</u>	<u>-</u>	<u>10,085,965</u>
<b>CASH AND CASH EQUIVALENTS - beginning of year</b>	<u>933,123</u>	<u>12,709,617</u>	<u>5,792,036</u>	<u>977,269</u>	<u>331,498</u>	<u>20,743,543</u>	<u>-</u>	<u>20,743,543</u>
<b>CASH AND CASH EQUIVALENTS - end of year</b>	<u>\$ 615,121</u>	<u>\$ 10,953,092</u>	<u>\$ 17,456,057</u>	<u>\$ 1,406,786</u>	<u>\$ 398,452</u>	<u>\$ 30,829,508</u>	<u>\$ -</u>	<u>\$ 30,829,508</u>