Financial Statements
(With Supplementary Information)
and Independent Auditor's Report

June 30, 2018 and 2017



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Independent Auditor's Report

To the Board of Directors W.E.A.V.E. Incorporated

Report on the Financial Statements

We have audited the accompanying financial statements of W.E.A.V.E. Incorporated, (a nonprofit organization) which comprise the statements of financial position as of June 30, 2018 and 2017, and the related statements of activities and changes in net assets, 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 W.E.A.V.E. Incorporated as of June 30, 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.



Other Matters

Other Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying Schedule of Expenditures of Federal Awards on page 21 is presented for purposes of additional analysis as required by Title 2 U.S. Code of Federal Regulations ("CFR") Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards, and is not a required part of the financial statements. The accompanying Schedule of Expenditures for the California Emergency Management Agency (Criminal Justice Programs) ("CalEMA") for the year ended June 30, 2018 on page 30, is presented for purposes of additional analysis as required by CalEMA, and is also not a required part of the 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 financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 19, 2018, on our consideration of W.E.A.V.E. Incorporated's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of W.E.A.V.E. Incorporated's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering W.E.A.V.E. Incorporated's internal control over financial reporting and compliance.

Sacramento, California December 19, 2018

CohnReynickLLF

Statements of Financial Position June 30, 2018 and 2017

<u>Assets</u>

	2018	2017
Current assets Cash and cash equivalents Accounts receivable Inventories Prepaid expenses	\$ 629,182 666,166 195,932 61,201	\$ 220,303 714,267 169,611 48,650
Total current assets	 1,552,481	 1,152,831
Noncurrent assets Investments Property and equipment, net Deposits Charitable remainder trust assets	816,025 4,644,342 12,840 396,430	832,877 4,809,307 12,907 585,338
Total noncurrent assets	 5,869,637	 6,240,429
Total assets	\$ 7,422,118	\$ 7,393,260
<u>Liabilities and Net Assets</u>		
Current liabilities Accounts payable Accrued liabilities Current portion of long-term debt Total current liabilities	\$ 90,673 269,647 87,203	\$ 122,347 261,829 83,296
Noncurrent liabilities Long-term debt, net of current portion Deferred interest payable Total liabilities	4,129,274 596,226 5,173,023	4,216,542 506,226 5,190,240
Net assets Unrestricted Temporarily restricted	1,722,781 526,314	1,388,209 814,811
Total net assets	2,249,095	 2,203,020
Total liabilities and net assets	\$ 7,422,118	\$ 7,393,260

Statements of Activities and Changes in Net Assets Year Ended June 30, 2018

	nrestricted let Assets	F	emporarily Restricted et Assets	 Total
Revenues				
Government grants	\$ 3,834,228	\$	-	\$ 3,834,228
Contributions Thrift store income including in-kind contributions,	1,982,079		304,702	2,286,781
net of cost of sales	816,370		_	816,370
Interest and investment income	57,103		_	57,103
Service fees	371,580		-	371,580
Other income	1,351		-	1,351
Change in value of charitable remainder trust assets	-		(188,908)	(188,908)
Net assets released from restriction			(404,291)	 (404,291)
Total revenues	7,062,711		(288,497)	 6,774,214
Expenses				
Intervention programs				
Domestic violence services	1,124,699		-	1,124,699
Sexual assault services	1,118,787		-	1,118,787
Legal services	509,984		-	509,984
Victims of trafficking services Residential services	718,865 1,210,427		-	718,865 1,210,427
Other programs	1,210,421		-	1,210,421
Prevention services	379,786		-	379,786
Community education	9,127			9,127
Total program services	5,071,675			5,071,675
	2,011,010		-	 2,011,010
Supporting services				
Thrift stores	605,300		-	605,300
Fund development Management and general	703,446 347,718		-	703,446
Management and general	 347,710			 347,718
Total expenses	6,728,139			 6,728,139
Increase (decrease) in net assets	334,572		(288,497)	46,075
Net assets, beginning of year	1,388,209		814,811	 2,203,020
Net assets, end of year	\$ 1,722,781	\$	526,314	\$ 2,249,095

Statements of Activities and Changes in Net Assets Year Ended June 30, 2017

	nrestricted let Assets	R	mporarily estricted et Assets	Total
Revenues Government grants Contributions Theift store income including in kind contributions	\$ 3,321,939 1,622,088	\$	- 314,533	\$ 3,321,939 1,936,621
Thrift store income including in-kind contributions, net of cost of sales Interest and investment income Service fees	716,313 76,463 298,861		- - -	716,313 76,463 298,861
Other income Change in value of charitable remainder trust assets Net assets released from restriction	 10,600 - -		(54,492) (346,878)	 10,600 (54,492) (346,878)
Total revenues	6,046,264		(86,837)	5,959,427
Expenses				
Intervention programs Domestic violence services	948,085		-	948,085
Sexual assault services	1,001,991		-	1,001,991
Legal services	587,565		-	587,565
Victims of trafficking services Residential services	699,279		-	699,279
Other programs	1,319,094		-	1,319,094
Prevention services	373,140		_	373,140
Community education	 6,347		-	 6,347
Total program services	4,935,501			4,935,501
Supporting services				
Thrift stores	549,794		-	549,794
Fund development	710,797		-	710,797
Management and general	187,138			 187,138
Total expenses	 6,383,230			 6,383,230
Increase (decrease) in net assets	(336,966)		(86,837)	(423,803)
Net assets, beginning of year	1,725,175		901,648	 2,626,823
Net assets, end of year	\$ 1,388,209	\$	814,811	\$ 2,203,020

Statements of Functional Expenses Year Ended June 30, 2018

			In	terver	ntion Progran	ns				Other Programs Supporting Services												
	٧	omestic /iolence Services	 ual Assault Services		al Services	V T	ictims of rafficking Services		Residential Services		revention Services	Con	nmunity ucation	Th	Thrift Stores		Thrift Stores		Fund velopment	nagement d General		Total
Personnel	\$	942,139	\$ 864,348	\$	411,070	\$	344,088	\$	640,805	\$	299,447	\$	-	\$	412,817	\$	307,231	\$ 276,531	\$	4,498,476		
Cost of sales		-	-		· -		-		, <u> </u>		-		-		790,235		-	-		790,235		
Occupancy		32,274	20,165		8,462		9,500		150,144		11,957		-		88,058		5,138	11,862		337,560		
Professional services		27,903	39,440		32,916		8,526		22,601		9,996		-		3,551		77,125	15,739		237,797		
Depreciation		13,099	10,076		5,039		2,519		198,531		5,039		-		16,655		-	7,053		258,011		
Interest expense		20,370	11,653		5,827		13		90,040		8,727		-		-		2,900	8,737		148,267		
Telecommunications		28,318	23,655		8,169		4,024		28,687		12,415		-		8,743		5,731	11,555		131,297		
Business insurance and taxes		3,920	2,859		5,348		771		12,124		1,551		-		5,345		849	2,692		35,459		
Supplies and materials		19,867	49,151		9,485		122,224		19,229		3,215		1,544		7,792		39,851	3,677		276,035		
Printing and photocopying		7,630	5,368		5,608		1,227		5,209		5,610		108		106		5,844	1,028		37,738		
Furniture and equipment		147	16,667		221		2,075		10,280		193		-		6,124		37,762	222		73,691		
Travel		5,409	9,804		4,051		12,609		4,778		6,541		446		1,334		2,618	1,032		48,622		
Public relations		23	17		9		4		13		109		2,687		270		8,163	12		11,307		
Computer hardware/software		9,931	8,111		2,478		2,539		6,447		2,476		-		3,460		6,232	579		42,253		
Merchant credit card fees		1,261	970		485		288		727		485		-		17,529		17,563	722		40,030		
Meetings and events		1,046	5,341		444		345		1,037		553		26		894		28,943	551		39,180		
Postage and delivery		380	487		1,550		53		160		191		167		8		5,365	1,373		9,734		
Volunteer and employee appreciation		1,743	1,308		654		327		981		756		-		402		-	916		7,087		
Client emergency expenses		867	30,608		300		200,106		11,646		300		-		26,002		-	420		270,249		
Membership dues and subscriptions		1,492	1,411		2,267		578		938		588		3,915		674		9,515	570		21,948		
Seminar fees and related travel		2,103	14,493		4,323		6,310		4,134		8,184		234		1,428		1,369	659		43,237		
Board expense		756	581		291		145		436		291		-		113		-	407		3,020		
Outreach		77	359		30		115		44		205		-		3,995		141,247	41		146,113		
Recruitment		2,519	1,915		957		479		1,436		957		-		-		-	1,340		9,603		
Bad debt expense		1,425	 -		-			_	-						-		-	 -		1,425		
Total functional expenses		1,124,699	1,118,787		509,984		718,865		1,210,427		379,786		9,127		1,395,535		703,446	347,718		7,518,374		
Less cost of sales offset against thrift store income on the statement of activities and changes in net															(700 225)					(700 225)		
assets			 -					_			-			_	(790,235)			 	_	(790,235)		
Total expenses on the statement																						
of activities	\$	1,124,699	\$ 1,118,787	\$	509,984	\$	718,865	\$	1,210,427	\$	379,786	\$	9,127	\$	605,300	\$	703,446	\$ 347,718	\$	6,728,139		

Statements of Functional Expenses Year Ended June 30, 2017

			In	terver	ntion Progran	ns				Other Programs Supporti					rting Services						
	\	Oomestic /iolence Services	 ual Assault Services	Leg	al Services	Т	rafficking Services		Residential Services		revention Services	Com	munity cation	Thrift Stores		De	Fund velopment		nagement d General		Total
Personnel	\$	754,442	\$ 834,981	\$	476,897	\$	331,694	\$	719,970	\$	297,103	\$	-	\$	404,334	\$	327,812	\$	115,975	\$	4,263,208
Cost of sales							-		-				-		679,621						679,621
Occupancy		57,003	31,067		10,590		13,113		130,021		8,103		-		74,846		13,741		10,334		348,818
Professional services		31,995	31,080		29,349		12,500		31,200		11,632		450		1,558		85,269		18,872		253,905
Depreciation		12,759	6,870		6,870		4,907		202,193		2,454		-		16,348		-		7,852		260,253
Interest expense		14,922	11,170		6,848		6,832		90,061		5,577		-		-		9,261		7,472		152,143
Telecommunications		22,814	19,252		8,399		10,427		27,180		7,359		-		7,796		11,152		8,403		122,782
Business insurance and taxes		3,758	2,165		4,332		1,463		11,328		836		-		4,851		1,440		2,172		32,345
Supplies and materials		9,891	10,832		11,841		187,483		27,295		15,214		600		7,815		30,300		4,684		305,955
Printing and photocopying		10,217	10,255		6,474		9,893		6,245		3,775		206		1,946		4,350		1,866		55,227
Furniture and equipment		2,075	9,722		490		4,208		8,140		2,553		-		1,127		27,143		508		55,966
Travel		3,568	8,069		4,980		12,889		5,562		4,945		356		731		2,433		525		44,058
Public relations		111	60		60		11,192		80		71		578		1,164		8,896		68		22,280
Computer hardware/software		9,993	9,131		3,816		2,148		2,332		781		-		174		13,382		771		42,528
Merchant credit card fees		1,950	995		781		558		961		279		-		15,400		12,815		893		34,632
Meetings and events		1,068	3,233		689		680		30,346		1,326		233		1,521		15,111		643		54,850
Postage and delivery		906	644		1,618		274		560		250		-		97		4,463		419		9,231
Volunteer and employee appreciation		3,763	2,015		1,972		1,408		2,134		783		65		-		114		2,253		14,507
Client emergency expenses		35	161		113		67,648		14,030		-		-		9,696		-		-		91,683
Membership dues and subscriptions		1,182	1,673		4,743		703		630		257		3,241		-		10,857		590		23,876
Seminar fees and related travel		1,678	4,514		4,988		8,195		6,989		8,021		588		-		2,166		878		38,017
Board expense		652	351		351		251		376		125		-		90		-		401		2,597
Outreach		350	2,207		-		9,839		-		1,209		30		300		130,092		-		144,027
Recruitment		2,533	1,364		1,364		974		1,461		487		-		-		-		1,559		9,742
Bad debt expense		420	 180					_					-								600
Total functional expenses		948,085	1,001,991		587,565		699,279		1,319,094		373,140		6,347		1,229,415		710,797		187,138		7,062,851
Less cost of sales offset against thrift store income on the statement of activities and changes in net assets		-	-		_		-		-		-		_		(679,621)		-		-		(679,621)
•																		-			
Total expenses on the statement of activities	\$	948,085	\$ 1,001,991	\$	587,565	\$	699,279	\$	1,319,094	\$	373,140	\$	6,347	\$	549,794	\$	710,797	\$	187,138	\$	6,383,230

Statements of Cash Flows Years Ended June 30, 2018 and 2017

		2018		2017
Cash flows from operating activities		_		
Change in net assets	\$	46,075	\$	(423,803)
Reconciliation of change in net assets to net cash provided by				
(used in) operating activities		(40.054)		(00.400)
Net realized and unrealized gain on investments		(43,851)		(60,488)
Depreciation		258,011		260,253
Changes in Accounts receivable		48,101		(332,462)
Inventories		(26,321)		(32,402)
Prepaid expenses		(12,551)		(19,020)
Deposits		67		(4,425)
Charitable remainder trust assets		188,908		54,492
Accounts payable		(31,674)		9,657
Accrued liabilities		7,818		(27,942)
Accrued interest		90,000		90,000
Net cash provided by (used in) operating activities		524,583		(486,154)
Cook flows from investing activities				
Cash flows from investing activities Purchases of investments		(282,617)		(83,630)
Proceeds from sale of investments		343,320		443,724
Purchases of property and equipment		(93,046)		(37,063)
r dionases of property and equipment		(55,040)		(07,000)
Net cash (used in) provided by investing activities		(32,343)		323,031
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Cash flows from financing activities				
Principal payments on long-term debt		(83,361)		(79,623)
No. 1 1. Company of the		(00.004)		(70,000)
Net cash used in financing activities		(83,361)		(79,623)
Net increase (decrease) in cash and cash equivalents		408,879		(242,746)
THE INCIDENCE (GOODEN) IN OUR HAND GOOD EQUITATIONS		100,070		(212,710)
Cash and cash equivalents, beginning of year		220,303		463,049
Cash and cash equivalents, end of year	\$	629,182	\$	220,303
Supplemental cash flow information	œ	E0 004	Ф	60 111
Cash paid for interest	\$	58,001	\$	62,144

Notes to Financial Statements June 30, 2018 and 2017

Note 1 - Organization and nature of operations

W.E.A.V.E. Incorporated ("W.E.A.V.E.") is a nonprofit corporation established in 1978 to bring an end to domestic violence and sexual assault in partnership with the community. W.E.A.V.E.'s programs and services include the following:

24-hour Support and Information Line

W.E.A.V.E. operates a 24-hour Support and Information Line to provide support and referrals to victims of domestic violence, sexual assault and their families/friends as well as screen victims for entry into the Safehouse program. During the fiscal year ended 2018, W.E.A.V.E. answered 13,410 calls on the 24-hour Support and Information Line.

Domestic violence services

W.E.A.V.E. provides crisis intervention, therapeutic counseling, advocacy, and supportive services to domestic violence victims through its 24-hour Support and Information Line and counseling programs. 998 domestic violence victims received individual counseling and 568 survivors received group counseling. 3,913 individuals received referrals and information during the fiscal year ended 2018.

Residential services

W.E.A.V.E. operates a 12,000 square foot, 24-hour, 80 bed safe and confidential shelter for adult and child victims of domestic violence. In fiscal year 2018, W.E.A.V.E.'s Safehouse provided 17,177 bed nights of safe shelter to 154 adults and 122 children. The Safehouse campus expanded in 2013 with the addition of four transitional housing cottages capable of housing up to sixteen victims who graduate from the Safehouse program and still require safe and confidential housing. In the fall of 2015, W.E.A.V.E. received an Office of Violence Against Women ("OVW") transitional housing grant, which funds the cottages and partially funds a new 8 unit apartment complex for emergency transitional housing.

Sexual assault services

W.E.A.V.E. offers therapeutic counseling services to sexual assault victims and operates a 24-hour Sexual Assault Response Team ("SART"). The SART team dispatches a trained advocate to the hospital to provide support to every sexual assault victim undergoing an evidentiary examination. During the fiscal year ended June 30, 2018, W.E.A.V.E.'s SART team responded to 293 victims and W.E.A.V.E.'s counseling program provided individual counseling to 288 sexual assault victims.

Youth prevention education services

W.E.A.V.E. works with youth to provide a range of educational programs designed to challenge attitudes of gender, masculinity/femininity, and to help youth understand healthy relationships and indicators of abusive relationships. During the fiscal year ended June 30, 2018, W.E.A.V.E. impacted more than 5,123 youth through 133 presentations and implemented a yearlong immersion program with three local schools.

Legal services

W.E.A.V.E. Legal offers affordable and accessible legal services by leveraging a Staff Attorney to supervise pro bono attorneys and law students to provide victims with the legal advocacy, information, and limited scope representation. During the fiscal year ended June 30, 2018, W.E.A.V.E. Legal provided legal assistance to 989 domestic violence victims, including assistance with protection orders and referrals to outside agencies.

Notes to Financial Statements June 30, 2018 and 2017

Community education

W.E.A.V.E. builds awareness through community outreach, presentations, and proactive media engagement to inform the community of the impact of domestic violence and sexual assault. During the fiscal year ended June 30, 2018, W.E.A.V.E. reached more than 16,217 adults through 247 educational presentations and 73 informational fairs.

Victims of trafficking services

W.E.A.V.E. provides community outreach activities to raise awareness regarding human trafficking in the region and in April 2017 received a grant to run a Human Trafficking Victim Assistance Program. Since the beginning of the program, W.E.A.V.E. has provided temporary safe shelter via our partner agency run facility, Lotus House and Wind Youth Shelter to 189 adult and youth victims of domestic sex trafficking. Additionally, W.E.A.V.E. provides supportive services to Commercially Sexually Exploited Children ("CSEC") that includes crisis intervention and stabilization, case management and advocacy. W.E.A.V.E. has provided services to 136 CSEC clients between July 1, 2016 and June 30, 2018.

As a result of this additional funding, W.E.A.V.E. now operates the only 24/7 Anti-Trafficking Response Team ("ART") supporting child and adult victims of sex trafficking in Sacramento County.

Note 2 - Summary of significant accounting policies

Basis of presentation

The financial statements are presented in conformity with Accounting Standards Codification ("ASC") 958-205, *Not-for-Profit Entities - Presentation of Financial Statements*. Under ASC 958-205, W.E.A.V.E. reports information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. W.E.A.V.E. does not have any permanently restricted net assets.

Cash and cash equivalents

For financial statement purposes, W.E.A.V.E. considers all investments with a maturity at purchase of three months or less to be cash equivalents.

Accounts receivable

Accounts receivable are reported net of an allowance for doubtful accounts. Management's estimate of the allowance is based on historical collection experience and a review of the current status of accounts receivable. It is reasonably possible that management's estimate of the allowance will change. As of June 30, 2018 and 2017, there is no allowance for doubtful accounts.

Inventories

Inventories consist primarily of donated thrift store goods and are stated at estimated market value at time of donation.

Charitable remainder trust

The charitable remainder interests receivable from third parties are calculated at the present value of future cash flows and are based on little or no market data and require management to develop their own assumptions.

Investments

Investments are stated at fair value based on quoted market prices or set interest rates. Investments are intended to be held long-term.

Notes to Financial Statements June 30, 2018 and 2017

Property and equipment

Property and equipment are stated at cost or, if donated, at fair market value as of the date of donation and depreciated using the straight-line method over estimated useful lives of five to 30 years. W.E.A.V.E. capitalizes all expenditures of property and equipment in excess of \$5,000.

Impairment of long-lived assets

W.E.A.V.E. reviews its property and equipment for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. If the fair value is less than the carrying amount of the asset, an impairment loss is recognized for the difference. No impairment losses have been recognized during the years ended June 30, 2018 and 2017.

Revenue recognition

Contributions, including fundraiser proceeds and private foundation grants, are recognized in full when received or unconditionally promised, in accordance with ASC 958-605, *Not-for-Profit Entities - Revenue Recognition*. Donated goods and services, including thrift store contributions, are recorded at their estimated fair market value.

Contributions accompanied by donor restrictions are initially reported as increases in temporarily restricted net assets. When a restriction expires (generally, as payments are made to fulfill the donor-imposed purpose of the contribution), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

Grants received from governments are recognized as revenue when the qualifying costs are incurred.

Income taxes

W.E.A.V.E. has applied for and received a determination letter from the Internal Revenue Service ("IRS") to be treated as a tax exempt entity pursuant to Section 501(c)(3) of the Internal Revenue Code and did not have any unrelated business income for the years ended June 30, 2018 and 2017. Due to its tax exempt status, W.E.A.V.E. is not subject to income taxes. W.E.A.V.E is required to file tax returns with the IRS and other taxing authorities. Accordingly, these financial statements do not reflect a provision for income taxes and the organization has no other tax positions which must be considered for disclosure. W.E.A.V.E is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Management believes it is no longer subject to income tax examinations for years prior to 2015.

Functional allocation of expenses

Expenses have been summarized on a functional basis in the statements of functional expenses. Accordingly, certain costs have been allocated between the functional areas based on management estimates of employees' time incurred and on resource usage.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America require management to make estimates and assumptions that affect certain 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 revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Notes to Financial Statements June 30, 2018 and 2017

Note 3 - Accounts receivable

Accounts receivable consist of the following at June 30:

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		2018	2017
Government grants Other services	\$	657,518 8,648	\$ 685,312 28,955
Total	\$	666,166	\$ 714,267
Note 4 - Investments			
Investments recorded at fair value consist of the following	ng at Jur	ne 30:	
		2018	2017

	 2018	 2017
Sacramento Region Community Foundation Corporate bonds Equity securities	\$ 7,880 297,148 510,997	\$ 7,298 125,180 700,399
Total	\$ 816,025	\$ 832,877

Interest and net investment income consist of the following at June 30:

	 2018	2017
Interest and dividends Net realized and unrealized gains	\$ 13,252 43,851	\$ 15,975 60,488
Total	\$ 57,103	\$ 76,463

Note 5 - Property and equipment, net

Property and equipment consist of the following as of June 30:

	 2018	2017
Land Buildings and improvements Furniture and equipment Vehicles	\$ 435,000 6,462,406 252,407 90,978	\$ 435,000 6,414,649 252,407 45,691
Less accumulated depreciation	7,240,791 (2,596,449)	 7,147,747 (2,338,440)
Property and equipment, net	\$ 4,644,342	\$ 4,809,307

Notes to Financial Statements June 30, 2018 and 2017

Note 6 - Charitable remainder trust assets

Charitable remainder trust assets reflect the estimated fair value of two irrevocable charitable trusts, held by third-party trustees, for which W.E.A.V.E. is a remainder beneficiary. The trust agreements provide payments to designated lead beneficiaries equaling the lesser of 5% of trust net assets or total trust net income, with catch-up provisions. After each trust's specified term, W.E.A.V.E.'s share of the remainder of trust net assets will be distributed. The net present value of these assets was determined using an investment return consistent with the composition of the asset portfolio, life expectancies of the lead beneficiaries, and a discount rate of 3.4% and 2.4% at June 30, 2018 and 2017, respectively. The donors did not impose any purpose restrictions on W.E.A.V.E.'s use of the funds when eventually received. The trusts and their significant terms are as follows as of June 30:

	2018			2017	 ifference
Hansen CRT-10% remainder interest in a unitrust established in 2000; term is the lesser of 20 years from establishment (2020) or the lives of both lead beneficiaries; term is assumed to be 20 years, based on actuarial estimates.	\$	396,430	\$	420,233	\$ 23,803
Harvey CRT-100% remainder interest in a unitrust, of which W.E.A.V.E. was named beneficiary in 2000; term was the lives of both lead beneficiaries, assumed to be five years from 2018 based on actuarial estimates. The Harvey trust was disbursed during the year ended June 30, 2018.		<u>-</u>		165,105	165,105
Total	\$	396,430	\$	585,338	\$ 188,908

Note 7 - Fair value measurements and disclosures

W.E.A.V.E. measures the fair value of its investments and charitable remainder trust assets on a recurring basis in the financial statements. The following summarizes the three levels of inputs and hierarchy of fair value W.E.A.V.E. uses when measuring fair value:

- Level 1 inputs utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that W.E.A.V.E. has the ability to access;
- Level 2 inputs may include quoted prices for similar assets and liabilities in active markets, as well as interest rates and yield curves that are observable at commonly quoted intervals; and
- Level 3 inputs are unobservable inputs for the asset or liability that are typically based on an entity's own assumptions as there is little, if any, related market activity.

Notes to Financial Statements June 30, 2018 and 2017

In instances where the determination of the fair value measurement is based on inputs from different levels of the fair value hierarchy, the fair value measurement will fall within the lowest level input that is significant to the fair value measurement in its entirety.

W.E.A.V.E.'s assets subject to fair value measurements and disclosures are classified as follows:

	June 30, 2018										
	Level 1			Level 2	Level 3						
Investments* Corporate bonds Charitable remainder interests		5 518,877 -		- 297,148	\$	-					
from third parties	-					396,430					
Total	\$ 518,877		\$	297,148		396,430					
		June 30, 2017									
		Level 1		Level 2	Level 3						
Investments* Corporate bonds Charitable remainder interests	\$	707,697 -	\$	- 125,180	\$	- -					
from third parties		-		-		585,338					
Total	\$	707,697	\$	125,180	\$	585,338					

^{*}Investments include stocks and mutual funds.

W.E.A.V.E.'s charitable remainder interests receivable from third parties are classified within Level 3 of the hierarchy because determination of the present value of future cash flows is based on little or no market data and requires management to develop their own assumptions.

Changes in the Level 3 charitable remainder interest for the fiscal year end consist of the following:

	2018	2017
July 1 Unrealized increase (decrease) in fair value Receipt of disbursed funds	\$ 585,338 (38,015) (150,893)	\$ 639,830 (54,492)
June 30	\$ 396,430	\$ 585,338

Notes to Financial Statements June 30, 2018 and 2017

Note 8 - Long-term debt

Long-term debt consists of the following at June 30:

	2018	2017		
Fixed-rate mortgage payable, secured by the 1900 K Street building, payable in \$11,980 monthly installments including interest at 4.78% per annum, maturing June 18, 2029. For the years ended June 30, 2018 and 2017, interest expense was \$58,001 and \$61,739, respectively.	\$ 1,217,152	\$ 1,300,513		
Mortgage note payable to Department of Housing and Community Development Emergency Housing and Assistance Program ("EHAP"), secured by the Safehouse, with simple interest of 3% per annum. No monthly payments through maturity in July 2019, at which time all outstanding principal and accrued interest will be forgiven provided that W.E.A.V.E. continues to operate the Safehouse as an emergency shelter, a transitional housing facility, or a safe haven throughout the term. For each of the years ended June 30, 2018 and 2017, interest expense totaled \$30,000. Accrued interest as of June 30, 2018 and 2017 is \$267,500 and \$237,500, respectively.	1,000,000	1,000,000		
Mortgage note payable to EHAP, secured by the Open House Emergency Shelter, with simple interest of 3% per annum. No monthly payments through maturity in October 2023, at which time all outstanding principal and accrued interest will be forgiven provided that W.E.A.V.E. continues to operate the Open House Emergency Shelter as an emergency shelter, a transitional housing facility, or a safe haven throughout the term. For each of the years ended June 30, 2018 and 2017, interest expense totaled \$30,000. Accrued interest as of June 30, 2018 and 2017 is \$142,500 and \$112,500, respectively.	1,000,000	1,000,000		

Notes to Financial Statements June 30, 2018 and 2017

	2018	2017
Mortgage note payable in the amount of \$1,000,000 to EHAP, secured by the transitional housing cottages, with simple interest of 3% per annum. No monthly payments through maturity in May 2021, at which time all outstanding principal and accrued interest will be forgiven provided that W.E.A.V.E. continues to operate the Cottages as an emergency shelter, a transitional housing facility, or a safe haven throughout the term. For each of the years ended June 30, 2018 and 2017, interest expense totaled \$30,000. Accrued interest as of June 30, 2018 and 2017 is \$186,226 and \$156,226, respectively.	999,325	999,325
Subtotal Less current portion	4,216,477 (87,203)	4,299,838 (83,296)
Long-term debt, net	\$ 4,129,274	\$ 4,216,542

Future annual maturities of long-term debt over each of the next five years and thereafter subsequent to June 30, 2018 are as follows:

2019	\$ 87,203
2020	1,091,157
2021	1,094,895
2022	100,053
2023	1,104,748
Thereafter	 738,421
	\$ 4,216,477

For the years ended June 30, 2018 and 2017, interest expense was \$148,267 and \$152,143, respectively.

Note 9 - Temporarily restricted net assets

Temporarily restricted net assets consist of the following at June 30:

	 2018	 2017
Charitable remainder trust assets, unconditionally promised but not received (time restriction only) Other time restricted contributions	\$ 396,430 129,884	\$ 585,338 229,473
Total	\$ 526,314	\$ 814,811

Notes to Financial Statements June 30, 2018 and 2017

Note 10 - Operating lease obligations

W.E.A.V.E. leases its thrift store building and some office equipment under non-cancelable operating lease agreements expiring in 2018 through 2020.

Rental expenses for the years ended June 30, 2018 and 2017 are \$157,369 and \$170,546, respectively.

Future minimum lease payments for each of the next five years subsequent to June 30, 2018 are as follows:

2019	\$ 132,453
2020	84,697
2021	53,631
2022	51,703
2023	 44,237
	\$ 366,721

Note 11 - Contributed goods and services

W.E.A.V.E. receives donated clothing and household items for resale or for use in the shelter. As of June 30, 2018 and 2017, corresponding estimated values of \$790,235 and \$679,621, respectively, are recognized as contributions and once sold is recorded as thrift store income in the financial statements.

Volunteers donated approximately 19,637 hours during the fiscal year to W.E.A.V.E. to assist in administration, fundraising, and program activities. The value of this donated time is not recognized in the accompanying financial statements because it does not meet the criteria for recognition under ASC 958-605.

Note 12 - Retirement plan

W.E.A.V.E. sponsors an employee retirement plan under IRC §401(k). All employees of at least 21 years of age, who have completed at least one year of service, including at least 1,000 hours, are eligible to participate. Employer contributions are discretionary and vest at 20% per year beginning with completion of one year of service. Employee contributions are subject to limits by the IRC. Total plan costs were \$1,875 and \$1,755 for 2018 and 2017, respectively. Employer contributions to the employee retirement plan for 2018 and 2017 were \$21,928 and \$18,449, respectively.

Notes to Financial Statements June 30, 2018 and 2017

Note 13 - Overhead percentage

W.E.A.V.E. measures the ratio of its supporting service expenses to its total revenues, exclusive of thrift store activities, as of June 30, 2018 and 2017 are as follows:

	 20	18	2017			
	Amounts	% of Total Revenues		Amounts	% of Total Revenues	
Supporting service expenses Fund development Management and general	\$ 703,446 347,718	11.4% 5.7%	\$	710,797 187,138	13.4% 3.5%	
Total supporting services, net	\$ 1,051,164	17.1%	\$	897,935	16.9%	
Total revenues Total unrestricted revenues Temporarily restricted contributions Less releases temporarily restricted contributions Less net thrift store income	\$ 7,062,711 304,702 (404,291) (816,370)		\$	6,046,264 314,533 (346,878) (716,313)		
Total revenues, net	\$ 6,146,752		\$	5,297,606		

Note 14 - Concentration of credit risk

W.E.A.V.E. maintains its cash balances in bank deposit accounts. At times, these balances may exceed the federal insurance limits; however, W.E.A.V.E. has not experienced any losses with respect to its bank balances in excess of government provided insurance. Management believes that no significant concentration of credit risk exists with respect to these cash balances at June 30, 2018.

Note 15 - Contingency

W.E.A.V.E.'s government funding is subject to audit by granting agencies. Although such audits could generate expense disallowances under terms of the grants, management believes that any required reimbursements would not be material to W.E.A.V.E.'s financial statements as a whole.

Note 16 - Subsequent events

Events that occur after the statement of financial position date but before the financial statements were available to be issued must be evaluated for recognition or disclosure. The effects of subsequent events that provide evidence about conditions that existed at the statement of financial position date are recognized in the accompanying statement of financial position. Subsequent events which provide evidence about conditions that existed after the balance sheet date, require disclosure in the accompanying notes. Management evaluated the activity of the W.E.A.V.E. through December 19, 2018, the date the financial statements were available to be issued, and concluded that no subsequent events have occurred that would require recognition in the financial statements or disclosure in the notes to financial statements.



Schedule of Expenditures of Federal Awards Year ended June 30, 2018

Federal Grantor/ (Pass-through Grantor)/ Program Title	Federal CFDA Number	Agency or Pass-through Number	Federal Expenditures			
U.S. Department of Health and Human Services						
Passed through from the California Department of Public Health Prevention and Control Research (IPV/SA) Prevention and Control Research (IPV/SA)	93.136 93.136	14-10673 14-10673	\$ 46,102 23,703			
Total CFDA 93.136			69,805			
Passed through: International Rescue Committee Look Beneath the Surface Regional Anti- Trafficking Program	93.598	HHS-2017-ACF- IOAS-OTIP-ZV-	14,302			
Total U.S. Department of Health and Human Services			\$ 84,107			
U.S. Department of Homeland Security Passed through from the Sacramento Regional Emergency Food and Shelter Board Emergency Food and Shelter Program ("EFSP")	97.024	32-0824-00-023	\$ 31,370			
Total U.S. Department of Homeland Security U.S. Department of Justice Passed through from the California Emergency Management Agency			\$ 31,370			
Federal Victims of Crime Act	16.575 16.575 16.575 16.575 16.575 16.575 16.575 16.575 16.575	* DV 16 31 1196 * DV 17 32 1196 * RC 16 29 1196 * RC 17 30 1196 * XV 15 01 1196 * XS 16 01 1196 * XL 16 01 1196 * KU 16 01 1196 * KU 17 01 1196 * KA 17 01 1196	\$ 21,546 249,369 126,614 352,021 206,222 103,313 198,419 91,681 153,137 94,647			
Total CFDA 16.575			1,596,969			
Passed through from Office of Violence Against Women OVW Transitional Housing OVW Training OVW Legal	16.736 16.529 16.524	2015-WH-AX-0065 2017-FW-AX-K007 2015-WL-AX-0022	137,255 65,699 226,409 429,363			

Schedule of Expenditures of Federal Awards Year ended June 30, 2018

Federal Grantor/ (Pass-through Grantor)/ Program Title	Federal CFDA Number	Agency or Pass-through Number	Federal Expenditures			
Passed through from the City of Elk Grove Protection Orders Program	16.590	C-13-473	61,784			
Total U.S. Department of Justice			\$ 2,088,116			
Total federal expenditures			\$ 2,203,593			

^{*} Tested as a major program

Notes to Schedule of Expenditures of Federal Awards June 30, 2018

Note 1 - Basis of presentation

The accompanying schedule of expenditures of federal awards ("Schedule") includes the federal grant activity of W.E.A.V.E. Incorporated ("W.E.A.V.E.") and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. code of Federal Regulations (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards ("Uniform Guidance"). Because the Schedule presents only a selected portion of the operations of W.E.A.V.E., the amounts presented in this Schedule may differ from the amounts presented in, or used in the preparation of, the basic financial statements of W.E.A.V.E.

Note 2 - Summary of significant accounting policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the costs principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement. W.E.A.V.E. has elected to use the 10-percent de minimis cost rate allowed under the Uniform Guidance when applicable.



Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

To the Board of Directors W.E.A.V.E. Incorporated

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of W.E.A.V.E. Incorporated ("W.E.A.V.E."), which comprise the statement of financial position as of June 30, 2018, and the related statements of activities and changes in net assets, functional expenses and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated December 19, 2018.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered W.E.A.V.E.'s internal control over financial reporting ("internal control") to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of W.E.A.V.E.'s internal control. Accordingly, we do not express an opinion on the effectiveness of W.E.A.V.E.'s internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control, that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether W.E.A.V.E.'s financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.



Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Sacramento, California

CohnReynickZZF

December 19, 2018



Independent Auditor's Report on Compliance for the Major Federal Program and on Internal Control over Compliance Required by the Uniform Guidance

To the Board of Directors W.E.A.V.E. Incorporated

Report on Compliance for the Major Federal Program

We have audited W.E.A.V.E. Incorporated's ("W.E.A.V.E.") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on W.E.A.V.E.'s major federal program for the year ended June 30, 2018. W.E.A.V.E.'s major federal program is identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for W.E.A.V.E.'s major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance"). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about W.E.A.V.E.'s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of W.E.A.V.E.'s compliance.

Opinion on the Major Federal Program

In our opinion, W.E.A.V.E. complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended June 30, 2018.



Report on Internal Control over Compliance

Management of W.E.A.V.E. is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered W.E.A.V.E.'s internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of W.E.A.V.E.'s internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of our testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Sacramento, California December 19, 2018

CohnReynickZZF

Schedule of Findings and Questioned Costs June 30, 2018

A. Summary of Auditor's Results

Financial Statements

1.	. Type of report the auditor issued on whether the financial statements audited were prepared in accordance with generally accepted accounting principles: Unmodified											
2.	Internal control over financial reporting:											
		Material weakness dentified?	s(es)		Yes	Χ	No					
		Significant deficier dentified?	ncy(ies)		Yes	X	None reported					
3.		pliance material to nts noted?	o financial		Yes	X	No					
Federa	al Awards											
4.	Internal	control over majo	r federal progra	ams:								
		Material weakness dentified?	s(es)		Yes	X	No					
		Significant deficier dentified?	ncy(ies)		Yes	X	None reported					
5.		auditor's report is: programs:	sued on compl	liance for	major	Unn	nodified					
6.	6. Any audit findings disclosed that are required to be reported in accordance with 2 CFR Section 200.516(a)? Yes X No											
7.	Identifica	ation of major fede	eral programs:									
	CFDA Numbers(s) Name of Federal Program or Cluster											
16.575)		Federal Victim	ns of Crim	e Act							
8.	Dollar threshold used to distinguish between Type A and Type B programs: \$750,000											
9.	Auditee o	qualified as low-ri	sk auditee	X	Yes		No					

Schedule of Findings and Questioned Costs June 30, 2018

B. Findings - Financial Statements Audit

NONE

C. Findings and Questioned Costs - Major Federal Award Programs Audit

NONE

Schedule of Expenditures California Emergency Management Agency (Criminal Justice Programs) Year Ended June 30, 2018

Grant Number	Grant Period	ersonnel Services	'	perating xpenses	Cash Total		Less State Portion		Federal Portion		Match Portion		Total Cash + Match	
DV 16 31 1196	7/1/2017 - 9/30/2017	\$ 32,480	\$	5,124	\$	37,604	\$	(16,058)	\$	21,546	\$	-	\$	37,604
DV 17 32 1196	10/1/2017-9/30/2018	315,398		99,640		415,038		(165,669)		249,369		10,552		425,590
RC 16 29 1196	9/1/2016-9/30/2017	114,550		26,934		141,484		(14,870)		126,614		1,201		142,685
RC 17 30 1196	10/1/2017-9/30/2018	287,496		65,833		353,329		(1,308)		352,021		21,134		374,463
XV 15 01 1196	4/1/2016 - 3/31/2018	158,353		47,869		206,222		-		206,222		40,870		247,092
XS 16 01 1196	7/1/2016 - 6/30/2018	53,925		49,388		103,313		-		103,313		14,068		117,381
XL 16 01 1196	7/1/2016 - 12/31/2019	157,386		41,033		198,419		-		198,419		79,543		277,962
KU 16 01 1196	4/1/2017 - 8/31/2018	65,214		26,467		91,681		-		91,681		21,672		113,353
KD 17 01 1196	10/1/2017-12/31/2019	79,298		73,839		153,137		-		153,137		34,673		187,810
KA 17 01 1196	10/1/2017-9/30/2019	69,417		25,230		94,647				94,647		8,409		103,056
		\$ 1,333,517	\$	461,357	\$	1,794,874	\$	(197,905)	\$	1,596,969	\$	232,122	\$	2,026,996



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