

**MISSION ROAD MINISTRIES
AND AFFILIATES**

**COMBINED FINANCIAL STATEMENTS WITH
SUPPLEMENTARY INFORMATION**

YEAR ENDED JUNE 30, 2018

**MISSION ROAD MINISTRIES
AND AFFILIATES**
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SUPPLEMENTARY INFORMATION**

Year Ended June 30, 2018

Table of Contents

| | <u>Page No.</u> |
|---|-----------------|
| Independent auditor's report | 1 |
| Financial statements | |
| Combined statement of financial position | 3 |
| Combined statement of activities | 4 |
| Combined statement of functional expenses..... | 5 |
| Combined statement of cash flows | 6 |
| Notes to combined financial statements | 7 |
| Supplementary information | |
| Combining statement of financial position | 22 |
| Combining statement of activities | 23 |

Independent Auditor's Report



To the Board of Directors
Mission Road Ministries and affiliates

We have audited the accompanying combined financial statements of Mission Road Ministries (a nonprofit organization) and affiliates, which comprise the combined statements of financial position as of June 30, 2018 and 2017, and the related combined statements of activities and functional expenses for the year ended June 30, 2018 and cash flows for the years ended June 30, 2018 and 2017, and the related notes to the combined financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 combined financial statements based on our audit. We did not audit the financial statements of 200 Oblate, Incorporated d/b/a Murray Manor; Independence Square, Inc.; or Meadow Brook Apartments, which statements together reflect total assets of \$1,981,065 as of June 30, 2018, and total revenues of \$617,988 for the year then ended. Those statements were audited by other auditors, whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for 200 Oblate, Incorporated d/b/a Murray Manor; Independence Square, Inc.; and Meadow Brook Apartments, is based solely on the reports of the other auditors. 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 combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the combined 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 combined 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 combined 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, based on our audits and the reports of other auditors, the combined financial statements referred to above present fairly, in all material respects, the financial position of Mission Road Ministries and affiliates as of June 30, 2018 and 2017, the changes in their net assets for the year ended June 30, 2018, and their cash flows for the years ended June 30, 2018 and 2017 in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Mission Road Ministries and affiliates' 2017 combined financial statements, and our report dated November 7, 2017, expressed an unmodified opinion on those combined financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2017, is consistent, in all material respects, with the audited combined financial statements from which it has been derived.

Lincoln Center

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Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The combining schedules of financial position and activities on pages 22 and 23 are presented for purposes of additional analysis and are 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 on pages 22 and 23, which insofar as it relates to 200 Oblate, Incorporated d/b/a Murray Manor; Independence Square, Inc.; and Meadow Brook Apartments is based on the reports of other auditors, is fairly stated in all material respects in relation to the combined financial statements as a whole.

Sagebiel, Ravenberg & Schuh, P.C.

San Antonio, Texas

November 6, 2018

MISSION ROAD MINISTRIES AND AFFILIATES
COMBINED STATEMENT OF FINANCIAL POSITION

June 30, 2018 and 2017

| ASSETS | <u>2018</u> | <u>2017</u> |
|--|-----------------------------|-----------------------------|
| Current assets: | | |
| Cash and cash equivalents | \$ 3,154,671 | \$ 4,444,969 |
| Restricted cash - client trust funds | 158,165 | 157,295 |
| Accounts receivable: | | |
| Program fees, tuition, and expense reimbursements, net | 1,237,133 | 1,133,400 |
| Other | 7,726 | 3,838 |
| Unconditional promises to give, net | 300,820 | 73,995 |
| Prepaid expenses and other assets | 27,047 | 28,664 |
| Total current assets | <u>4,885,562</u> | <u>5,842,161</u> |
| Investments | 9,177,296 | 8,800,134 |
| Property and equipment, net | 15,948,648 | 14,099,585 |
| Other assets: | | |
| Restricted cash - HUD apartments | <u>114,261</u> | <u>131,575</u> |
| Total assets | <u><u>\$ 30,125,767</u></u> | <u><u>\$ 28,873,455</u></u> |
| LIABILITIES AND NET ASSETS | | |
| Current liabilities: | | |
| Accounts payable - trade | \$ 596,857 | \$ 486,699 |
| Accrued retirement plan contribution | 80,000 | 75,919 |
| Accrued salary and related expenses | 614,834 | 581,469 |
| Client trust funds | 158,165 | 157,295 |
| Deferred revenue | 31,000 | 23,456 |
| Current portion of long-term debt | 22,059 | 20,117 |
| Other current liabilities | 39,017 | 457,029 |
| Total current liabilities | <u>1,541,932</u> | <u>1,801,984</u> |
| Long-term debt | <u>1,091,594</u> | <u>1,113,656</u> |
| Total liabilities | <u><u>2,633,526</u></u> | <u><u>2,915,640</u></u> |
| Net assets: | | |
| Unrestricted - operations | 10,194,545 | 7,620,553 |
| Unrestricted - board-designated | - | 3,287,271 |
| Unrestricted - property and equipment | 14,042,753 | 12,280,855 |
| | <u>24,237,298</u> | <u>23,188,679</u> |
| Temporarily restricted | 2,763,448 | 2,284,810 |
| Permanently restricted | 491,495 | 484,326 |
| Total net assets | <u><u>27,492,241</u></u> | <u><u>25,957,815</u></u> |
| Total liabilities and net assets | <u><u>\$ 30,125,767</u></u> | <u><u>\$ 28,873,455</u></u> |

The accompanying notes are an integral part
of the financial statements.

MISSION ROAD MINISTRIES AND AFFILIATES

COMBINED STATEMENT OF ACTIVITIES

Year Ended June 30, 2018

(With Comparative Totals For Year Ended June 30, 2017)

| | <u>Unrestricted</u> | <u>Temporarily Restricted</u> | <u>Permanently Restricted</u> | <u>Total</u> | |
|--|----------------------|-----------------------------------|-----------------------------------|----------------------|----------------------|
| | | | | <u>2018</u> | <u>2017</u> |
| Support and revenue: | | | | | |
| Special events: | | | | | |
| Gross revenue | \$ 702,085 | \$ 181,025 | \$ - | \$ 883,110 | \$ 879,896 |
| Less direct expenses | (86,939) | - | - | (86,939) | (90,011) |
| Net special events support | <u>615,146</u> | <u>181,025</u> | <u>-</u> | <u>796,171</u> | <u>789,885</u> |
| Contributions: | | | | | |
| Individuals | 66,117 | 2,026 | - | 68,143 | 98,126 |
| Corporations | 59,095 | 34,630 | - | 93,725 | 55,442 |
| Foundations | 530,789 | 676,015 | - | 1,206,804 | 1,319,808 |
| United Way allocation | 749,281 | - | - | 749,281 | 798,416 |
| Governmental support: | | | | | |
| Nutrition program | 31,998 | - | - | 31,998 | 31,433 |
| Program service fees and tuition | 11,061,367 | - | - | 11,061,367 | 10,872,633 |
| Private program service fees and tuition | 3,395,558 | - | - | 3,395,558 | 3,147,494 |
| Rental revenue, net of vacancies of \$2,572 for 2018 and \$24,819 for 2017 | 558,392 | - | - | 558,392 | 538,029 |
| Interest and dividends, net of fees | 253,366 | 38,476 | - | 291,842 | 205,060 |
| Realized gains (losses) on investments, net | 297,649 | 58,623 | - | 356,272 | (54,322) |
| Gain (loss) on disposal of property and equipment | 449,341 | - | - | 449,341 | (8,415) |
| In-kind contribution of property and equipment | - | - | - | - | 172,039 |
| Loss due to capture of residual receipts | (24,578) | - | - | (24,578) | - |
| Miscellaneous | 54,321 | - | - | 54,321 | 53,320 |
| | <u>18,097,842</u> | <u>990,795</u> | <u>-</u> | <u>19,088,637</u> | <u>18,018,948</u> |
| Net assets released from restrictions | 472,300 | (472,300) | - | - | - |
| Total support and revenue | <u>18,570,142</u> | <u>518,495</u> | <u>-</u> | <u>19,088,637</u> | <u>18,018,948</u> |
| Expenses: | | | | | |
| Program services: | | | | | |
| Habilitation and care | 15,890,192 | - | - | 15,890,192 | 15,640,102 |
| Supporting services: | | | | | |
| Administrative and general | 1,152,903 | - | - | 1,152,903 | 1,154,403 |
| Fundraising | 313,319 | - | - | 313,319 | 321,522 |
| Total expenses | <u>17,356,414</u> | <u>-</u> | <u>-</u> | <u>17,356,414</u> | <u>17,116,027</u> |
| Change in net assets before unrealized gains (losses) and reclassifications | 1,213,728 | 518,495 | - | 1,732,223 | 902,921 |
| Reclassifications | (7,169) | - | 7,169 | - | - |
| Unrealized gains (losses) on investments | <u>(157,940)</u> | <u>(39,857)</u> | <u>-</u> | <u>(197,797)</u> | <u>720,419</u> |
| Change in net assets | 1,048,619 | 478,638 | 7,169 | 1,534,426 | 1,623,340 |
| Net assets at beginning of year | <u>23,188,679</u> | <u>2,284,810</u> | <u>484,326</u> | <u>25,957,815</u> | <u>24,334,475</u> |
| Net assets at end of year | <u>\$ 24,237,298</u> | <u>\$ 2,763,448</u> | <u>\$ 491,495</u> | <u>\$ 27,492,241</u> | <u>\$ 25,957,815</u> |

The accompanying notes are an integral part
of the financial statements.

MISSION ROAD MINISTRIES AND AFFILIATES

COMBINED STATEMENT OF FUNCTIONAL EXPENSES

Year Ended June 30, 2018

(With Comparative Totals For Year Ended June 30, 2017)

| | Program Services | Supporting Services | | Total | |
|--|----------------------------------|---------------------------------------|--------------------|----------------------|----------------------|
| | <u>Habilitation and Care</u> | <u>Administrative and General</u> | <u>Fundraising</u> | <u>2018</u> | <u>2017</u> |
| Salaries | \$ 8,255,276 | \$ 867,283 | \$ 224,209 | \$ 9,346,768 | \$ 9,337,260 |
| Employee health and welfare | 543,074 | 52,435 | 18,784 | 614,293 | 619,466 |
| Employee retirement | 177,287 | 25,329 | 8,429 | 211,045 | 175,196 |
| Payroll taxes | 643,344 | 63,821 | 16,276 | 723,441 | 750,794 |
| Workers' compensation insurance | 78,920 | 1,497 | 419 | 80,836 | 91,487 |
| Total salary and related expenses | <u>9,697,901</u> | <u>1,010,365</u> | <u>268,117</u> | <u>10,976,383</u> | <u>10,974,203</u> |
| Employee screening | 24,467 | 4,203 | 132 | 28,802 | 37,910 |
| Professional fees - accounting, legal, and other | 113,265 | 55,555 | - | 168,820 | 153,557 |
| Professional fees - program | 2,049,972 | - | - | 2,049,972 | 1,835,086 |
| IT support services | 204,235 | 14,950 | 12,066 | 231,251 | 245,716 |
| Training - client | 409,700 | - | - | 409,700 | 423,739 |
| Supplies | 789,201 | 11,280 | 1,967 | 802,448 | 841,456 |
| Telephone | 121,394 | 4,034 | 1,592 | 127,020 | 114,427 |
| Postage and shipping | 6,364 | 5,081 | 1,830 | 13,275 | 13,443 |
| Printing and publications | 4,354 | 1,249 | 1,795 | 7,398 | 9,075 |
| Advertising - employee recruitment | 11,575 | 819 | - | 12,394 | 17,245 |
| Occupancy | 418,622 | 5,615 | 40 | 424,277 | 477,496 |
| Utilities | 424,226 | 11,234 | - | 435,460 | 395,998 |
| Equipment maintenance | 8,297 | 213 | - | 8,510 | 12,699 |
| Equipment rental | 6,958 | - | - | 6,958 | 5,833 |
| Corporate insurance | 181,354 | 13,585 | 89 | 195,028 | 172,312 |
| Transportation | 196,559 | 489 | 593 | 197,641 | 200,611 |
| Meetings and conferences | 9,411 | 4,169 | 1,061 | 14,641 | 13,098 |
| Specific assistance to individuals | 228,660 | - | - | 228,660 | 211,707 |
| Membership dues | 8,862 | 805 | - | 9,667 | 9,349 |
| Miscellaneous | 9,985 | 57 | 225 | 10,267 | 3,850 |
| Bad debt | 24,757 | - | 975 | 25,732 | 4,834 |
| Public relations and charitable contributions | 1,672 | 197 | 554 | 2,423 | 2,088 |
| Special events - indirect expense | - | - | 21,093 | 21,093 | 29,231 |
| Interest expense | 23,569 | - | - | 23,569 | 25,356 |
| Bank and credit card fees | 1,758 | - | 1,190 | 2,948 | 2,310 |
| Total expenses before depreciation | <u>14,977,118</u> | <u>1,143,900</u> | <u>313,319</u> | <u>16,434,337</u> | <u>16,232,629</u> |
| Depreciation | 913,074 | 9,003 | - | 922,077 | 883,398 |
| Total expenses | <u>\$ 15,890,192</u> | <u>\$ 1,152,903</u> | <u>\$ 313,319</u> | <u>\$ 17,356,414</u> | <u>\$ 17,116,027</u> |

The accompanying notes are an integral part
of the financial statements.

MISSION ROAD MINISTRIES AND AFFILIATES

COMBINED STATEMENT OF CASH FLOWS

Years Ended June 30, 2018 and 2017

| | <u>2018</u> | <u>2017</u> |
|---|---------------------|---------------------|
| Cash flows from operating activities: | | |
| Change in net assets | \$ 1,534,426 | \$ 1,623,340 |
| Adjustments to reconcile change in net assets to net cash provided by operating activities: | | |
| Depreciation expense | 922,077 | 883,398 |
| Bad debt expense | 25,732 | 4,834 |
| (Gains) losses on disposal of property and equipment | (449,341) | 8,415 |
| Contributions restricted for purchase of property and equipment | (635,305) | (636,012) |
| Realized and unrealized (gains) and losses, net | (158,475) | (666,097) |
| Change in: | | |
| Accounts receivable | (133,353) | 14,307 |
| Promises to give receivable | (226,825) | 13,932 |
| Prepaid expenses and other assets | 1,617 | 64,083 |
| Accounts payable | 110,158 | 256,957 |
| Accrued retirement plan contribution | 4,081 | 919 |
| Accrued salary expenses | 33,365 | 70,615 |
| Client trust funds | 870 | 34,650 |
| Deferred revenues | 7,544 | (26,394) |
| Other current liabilities | (418,012) | 456,856 |
| Net cash provided by operating activities | <u>618,559</u> | <u>2,103,803</u> |
| Cash flows from investing activities: | | |
| Change in restricted cash - HUD apartments | 17,314 | (21,355) |
| Insurance proceeds from damage to property and equipment | 631,449 | - |
| Purchases of property and equipment | (2,953,248) | (1,419,930) |
| Proceeds from sales and maturities of investments | 5,879,273 | 920,137 |
| Purchases of investments | (6,097,960) | (1,187,599) |
| Net cash used by investing activities | <u>(2,523,172)</u> | <u>(1,708,747)</u> |
| Cash flows from financing activities: | | |
| Proceeds from contributions restricted for purchase of property and equipment | 635,305 | 636,012 |
| Principal payments on long-term debt | (20,120) | (18,345) |
| Net cash provided by financing activities | <u>615,185</u> | <u>617,667</u> |
| Net increase (decrease) in cash, cash equivalents, and restricted cash | (1,289,428) | 1,012,723 |
| Cash, cash equivalents, and restricted cash at beginning of year | <u>4,602,264</u> | <u>3,589,541</u> |
| Cash, cash equivalents, and restricted cash at end of year | <u>\$ 3,312,836</u> | <u>\$ 4,602,264</u> |
| Schedule of supplemental cash flow information: | | |
| Interest paid | <u>\$ 23,569</u> | <u>\$ 25,356</u> |

The accompanying notes are an integral part of the financial statements.

MISSION ROAD MINISTRIES AND AFFILIATES

NOTES TO COMBINED FINANCIAL STATEMENTS

1 NATURE OF ORGANIZATION

In 2000, Mission Road Ministries (MRM), a 501(c)(3) nonprofit organization, was formed for governance and oversight of other 501(c)(3) nonprofit agencies. The combined financial statements include the accounts of MRM, all the affiliated agencies mentioned below, and the Bledsoe Foundation. The agencies currently overseen by MRM are Mission Road Developmental Center, Inc. (MRDC), Unicorn Centers, Inc. (Unicorn), and three U.S. Department of Housing and Urban Development (HUD)-subsidized apartments: 200 Oblate, Incorporated d/b/a Murray Manor (200 Oblate), Independence Square, Inc. (Independence Square), and Meadow Brook Apartments (Meadow Brook) (together, the Affiliates). These nonprofit agencies provide a continuum of care for persons with intellectual and other developmental disabilities. The combined group is referred to as the Organization. The Organization's mission is to provide quality care and training for this special population so that each individual may achieve their potential for independence, productivity, self-reliance, and integration into the community. This is accomplished by coordinating complementary services provided by the five (5) affiliate operating agencies (see Note 18). The Organization is also affiliated with the Clifford Craig Bledsoe Memorial Foundation (the Bledsoe Foundation), which was created in a trust indenture on July 3, 1967 for the sole purpose of providing financial support to MRDC.

Founded in 1947 in San Antonio, Texas, MRDC provides a continuum of care for children and adults with intellectual and other developmental disabilities (IDD) in residential and nonresidential settings. Services are provided in the person's residence (in-home services), at the MRDC Day Services facilities, in residential programs consisting of six (6) campus cottages located on its 20-acre campus, and in twenty (20) community group homes in various locations within San Antonio. MRDC provides quality care and training where persons are given the opportunity to achieve their individual potential for independence, productivity, and integration into the community.

Under a contribution agreement effective August 1, 2016, MRDC received certain assets of HandsOn, a 501(c)(3) organization that provided residential and nonresidential services for persons who are deaf-blind with multiple disabilities. This event is discussed in Note 16.

Unicorn provides a variety of services to persons with intellectual and other developmental disabilities. These services are all directed toward helping them develop job skills, life skills, and access to community services and activities. These services currently include job and life skills training, supported employment and job coaching and day activity services and are provided at its central location situated in northwest San Antonio, Texas, and through employers in the community.

200 Oblate, Independence Square, and Meadow Brook are three HUD-subsidized apartment projects designed to provide affordable supervised semi-independent living for persons with intellectual and other developmental disabilities. With minimal support provided, these individuals work and live as independently as possible.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Combination

The combined financial statements include MRM, MRDC, Unicorn, 200 Oblate, Independence Square, Meadow Brook, and the Bledsoe Foundation (the Organization). These entities share some common directors and management. All significant inter-organizational accounts and transactions have been eliminated in combination.

Basis of Accounting

The financial statements of the Organization have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES

NOTES TO COMBINED FINANCIAL STATEMENTS

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of Presentation

The Organization reports information regarding its financial position and activities according to three classes of net assets, as follows:

- Unrestricted - Resources that are expendable at the discretion of the Board of Directors for conducting the operations of the Organization. Unrestricted net assets may be designated by the Board of Directors for a specific purpose.
- Temporarily Restricted - Resources that are limited by donor-imposed restrictions that either expire by the passage of time or can be fulfilled and otherwise removed by actions of the Organization pursuant to those restrictions.
- Permanently Restricted - Portion of the net assets resulting from contributions and other inflows of assets whose use by the Organization is limited by donor-imposed restrictions that neither expire by the passage of time, nor can be fulfilled or otherwise removed by actions of the Organization.

Comparative Financial Information

The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Organization's financial statements for the year ended June 30, 2017, from which the summarized information was derived.

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the Organization considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents, unless the investments are held for meeting restrictions for purchase of property and equipment, payment of long-term debt, or endowment.

Promises to Give

Promises receivable consist of promises to give from individuals, corporations, foundations, and other agencies. Unconditional promises to give are recognized as revenues in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises then become unconditional.

All promises to give are due in less than one year; therefore, no discount has been applied and management believes they are presented at their net realizable value.

Accounts Receivable

Accounts receivable primarily consist of tuition reimbursements from various individuals, organizations, and governmental agencies for program services provided by the Organization. Accounts receivable are stated at the amount management expects to collect from outstanding balances. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to an allowance for doubtful accounts based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the allowance for doubtful accounts and a credit to accounts receivable. Changes in the allowance for doubtful accounts have not been material to the financial statements.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investments

Investments in marketable securities with readily determinable fair values are stated at fair value.

Property and Equipment

Effective July 1, 2017, the Organization capitalizes all expenditures for property and equipment that cost \$5,000 or more. Prior to July 1, 2017, the Organization capitalized all expenditures for property and equipment that cost \$1,000 or more. Purchased property and equipment are carried at cost. Donated property and equipment are carried at fair value at the date of donation. Depreciation is provided over the estimated useful life of each class of depreciable assets and is computed using the straight-line method.

Depreciation is based on the following estimated useful lives:

| | <u>Years</u> |
|----------------------------|--------------|
| Buildings and improvements | 5 - 50 |
| Equipment | 3 - 25 |
| Furniture | 5 - 15 |
| Vehicles | 3 - 7 |
| Website | 3 |

Program Revenue and Revenue Recognition

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Program revenue is considered earned as services are provided to clients.

Income Tax Status

MRM and its affiliates are all exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. In addition, MRM and its affiliates qualify for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization other than a private foundation under Section 509(a)(2).

During fiscal year 2013, MRM, MRDC, and Unicorn voluntarily elected to file with the IRS Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization to Make Expenditures to Influence Legislation*. This Board-approved action was made to take advantage of IRS rules that set out spending limits for lobbying purposes with various levels of penalties, before loss of the 501(c)(3) status. Without the election, the only sanction for lobbying violations was loss of the 501(c)(3) status. The election begins for the fiscal year in which the election was made, and is in force until revoked by MRM, MRDC, and/or Unicorn. There are no immediate plans for lobbying activities, but if there are in the future, they must be approved by affirmative Board action. This election provides a level of protection to the 501(c)(3) status not otherwise available.

Functional Expenses

The cost of providing the various programs and activities has been summarized on a functional basis in the statements of activities and in the statement of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Functional Expenses (Continued)

Professional administrative and fundraising expenses are centralized under MRM to eliminate some redundancy at the affiliate level. MRM charges MRDC and Unicorn a management fee to perform these functions. The total annual management fee expenditure has been allocated to various MRDC and Unicorn expense accounts based on the actual administrative and fundraising expense account activities of MRM. Management fee revenues and expenses are eliminated in combination.

Estimates

Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. On an ongoing basis, management evaluates the estimates and assumptions based on new information. Management believes that the estimates and assumptions are reasonable in the circumstances; however, actual results could differ from those estimates.

Advertising Expenses

Advertising and similar expenses are expensed as incurred, and are not capitalized.

Accounting Pronouncements Issued but Not Yet Adopted

Revenue from Contracts with Customers (Topic 606)

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which is a comprehensive new revenue recognition standard that will supersede existing revenue recognition guidance. The core principle of the guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customer in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

FASB issued ASU 2015-14 that deferred the effective date until annual periods beginning after December 15, 2018. Earlier adoption is permitted subject to certain limitations. The amendments in this update are required to be applied retrospectively to each prior reporting period presented or with the cumulative effect being recognized at the date of initial application. Management is currently evaluating the impact of this ASU on its financial statements. This may affect the Organization in fiscal year 2020.

Leases (Topic 842)

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*, to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the statement of financial position and disclosing key information about leasing arrangements for lessees and lessors. The new standard applies a right-of-use (ROU) model that requires, for all leases with a lease term of more than 12 months, an asset representing its right to use the underlying asset for the lease term and a liability to make lease payments to be recorded.

The ASU is effective for the Organization's fiscal years beginning after December 15, 2019 with early adoption permitted. Management is currently evaluating the impact of this ASU on its financial statements. This may affect the Organization in fiscal year 2021.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Pronouncements Issued but Not Yet Adopted (Continued)

Not-for-Profit Entities (Topic 958) - Presentation of Financial Statements of Not-for-Profit Entities

In August 2016, the FASB issued ASU 2016-14, *Not-for-Profit Entities (Topic 958) - Presentation of Financial Statements for Not-for-Profit Entities*. The ASU amends the current reporting model for nonprofit organizations and enhances their required disclosures. The major changes include; (a) requiring the presentation of only two classes of net assets now entitled "net assets without donor restrictions" and "net assets with donor restrictions", (b) modifying the presentation of underwater endowment funds and related disclosures, (c) requiring the use of the placed in service approach to recognize the expirations of restrictions on gifts used to acquire or construct long-lived assets absent explicit donor stipulations otherwise, (d) requiring that all nonprofits present an analysis of expenses by function and nature in either the statement of activities, a separate statement, or in the notes and disclose a summary of the allocation methods used to allocate costs, (e) requiring the disclosure of quantitative and qualitative information regarding liquidity and availability of resources, (f) presenting investment return net of external and direct expenses, and (g) modifying other financial statement reporting requirements and disclosures intended to increase the usefulness of nonprofit financial statements.

The ASU is effective for the Organization's financial statements for fiscal years beginning after December 15, 2017. Early adoption is permitted. The provisions of the ASU must be applied on a retrospective basis for all years presented although certain optional practical expedients are available for periods prior to adoption. Management is currently evaluating the impact of this ASU on their financial statements. This may affect the Organization in fiscal year 2019.

Subsequent Events

The Organization has evaluated subsequent events through November 6, 2018, the date which the financial statements were available for issue. Subsequent events relating to the Unicorn merger into MRDC effective July 1, 2018, are discussed in Note 22.

3 CONCENTRATION OF CREDIT RISK

The Organization maintains its cash and cash equivalent balances in three financial institutions. At June 30, 2018, the Organization's cash and cash equivalents exceeded federally insured limits by \$2,717,128 in two financial institutions.

4 PROGRAM FEES, TUITION, AND EXPENSE REIMBURSEMENTS RECEIVABLE

Receivables result primarily from government agencies, individual families, and organizations other than affiliates who utilize services provided by the Organization. Program fees, tuition, and expense reimbursement receivables consisted of the following at June 30:

| | <u>2018</u> | <u>2017</u> |
|--|----------------------------|----------------------------|
| Government agency fees | \$ 851,221 | \$ 814,981 |
| Program fees and tuition | 136,266 | 121,126 |
| Tuition and job coaching | 198,008 | 165,855 |
| Workshop contracts | 65,175 | 40,623 |
| Program fees, tuition and expense reimbursements receivable, gross | <u>1,250,670</u> | <u>1,142,585</u> |
| Allowance for doubtful accounts | <u>(13,537)</u> | <u>(9,185)</u> |
| Program fees, tuition and expense reimbursements receivable, net | <u><u>\$ 1,237,133</u></u> | <u><u>\$ 1,133,400</u></u> |

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

5 UNCONDITIONAL PROMISES TO GIVE

Unconditional promises to give are as follows:

| | <u>2018</u> | <u>2017</u> |
|---|-------------------|------------------|
| Restricted for purchase of property and equipment | \$ 250,000 | \$ - |
| Restricted for use in future periods | 50,820 | 73,995 |
| | <u>\$ 300,820</u> | <u>\$ 73,995</u> |

| | <u>2018</u> | <u>2017</u> |
|---|-------------------|------------------|
| Pledges due in one year or less | \$ 300,820 | \$ 73,995 |
| Less: estimated allowance for uncollectible pledges | - | - |
| Unconditional promises to give, net | <u>\$ 300,820</u> | <u>\$ 73,995</u> |

6 INVESTMENTS

Investments consisted of the following at June 30, 2018 and 2017:

| | <u>2018</u> | <u>2017</u> |
|---------------------------|---------------------|---------------------|
| Money market funds | \$ 174,352 | \$ 214,698 |
| Mutual funds: | | |
| Bond funds | 3,272,785 | 2,723,245 |
| Foreign large blend funds | 407,775 | 462,657 |
| Large blend funds | 639,127 | 682,480 |
| Large value funds | 750,797 | 784,923 |
| Long-short equity funds | 977,474 | 912,162 |
| Multi-alternative funds | 569,688 | 550,018 |
| Small blend funds | 236,509 | 249,703 |
| World allocation funds | 2,148,789 | 2,220,248 |
| | <u>\$ 9,177,296</u> | <u>\$ 8,800,134</u> |

Investment return is summarized as follows:

| | <u>2018</u> | <u>2017</u> |
|--------------------------------|-------------------|-------------------|
| Interest and dividend income | \$ 323,314 | \$ 234,664 |
| Investment management fees | (31,472) | (29,604) |
| Investment income, net of fees | 291,842 | 205,060 |
| Realized gains and losses | 356,272 | (54,322) |
| Unrealized gains and losses | (197,797) | 720,419 |
| Total investment return | <u>\$ 450,317</u> | <u>\$ 871,157</u> |

Generally accepted accounting principles provide a framework for measuring fair value. That framework establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). At June 30, 2018 and 2017, the Organization's investments were reported at fair value using a Level 1 measure.

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

7 PROPERTY AND EQUIPMENT

At June 30, the carrying values of property and equipment were as follows:

| | <u>2018</u> | <u>2017</u> |
|-------------------------------|----------------------|----------------------|
| Land and land improvements | \$ 1,447,641 | \$ 726,252 |
| Buildings and improvements | 19,814,278 | 18,296,013 |
| Equipment | 1,462,646 | 1,279,452 |
| Furniture and fixtures | 131,703 | 130,622 |
| Vehicles | 1,283,122 | 1,107,721 |
| Website | 17,241 | 17,241 |
| Construction in progress | 921,366 | 1,047,614 |
| Property and equipment, gross | <u>25,077,997</u> | <u>22,604,915</u> |
| Accumulated depreciation | <u>(9,129,349)</u> | <u>(8,505,330)</u> |
| Property and equipment, net | <u>\$ 15,948,648</u> | <u>\$ 14,099,585</u> |

Hail Damage to Property and Equipment

Buildings owned by MRDC and the Apartments received hail damage from the April 2016 hail storm that hit San Antonio, Texas. An insurance claim was filed shortly thereafter. As of June 30, 2017, work had not yet begun and MRDC had received \$317,152 of insurance proceeds, which is included in other current liabilities. On July 31, 2017, management approved finalization of the claim and received additional payments of \$234,007. During the year ended June 30, 2018, an additional \$63,383 for recoverable depreciation was received after completion of the roof replacements, making the total paid claim \$614,542 for this event with \$112,238 for the Apartments and \$502,304 for MRDC (\$500,427 plus \$1,877 not applied to specific roof impairments). Roof replacements were completed at a total cost of \$630,657 (\$120,799 for the Apartments and \$509,858 for MRDC).

Original asset costs were impaired for the roof portion of the properties, reducing the net book value by \$177,828 (\$38,660 for the Apartments and \$139,168 for MRDC properties). This resulted in a gain on disposal of assets of \$434,837 (\$73,578 for the Apartments and \$361,259 for MRDC). Not related to this event, MRDC and Unicorn had other net gains and losses on disposals of assets totaling \$14,504, making the Organization's total fiscal year 2018 net gains on disposal of assets \$449,341.

8 RESTRICTED CASH – HUD APARTMENT PROJECTS

Under the terms of the HUD Regulatory Agreement, projects are required to set aside specified amounts for the replacement of property and other project expenditures as approved by HUD. Restricted funds totaling \$84,586 and \$101,902 at June 30, 2018 and 2017, respectively, were held in separate accounts and generally not available for operating purposes.

The projects are also required to fund a residual receipts account based upon HUD's calculation of surplus cash. Restricted funds totaling \$29,675 and \$29,673 at June 30, 2018 and 2017, respectively, were held in a separate account and generally not available for operating purposes unless approved by HUD. As of June 30, 2018, Meadow Brook Apartments held \$24,528 in excess of the allowed balance. Management is currently seeking HUD approval to retain the residual receipts for authorized uses.

Restricted cash - HUD apartments is comprised of the restricted funds mentioned in the preceding two paragraphs, which totaled \$114,261 and \$131,575 at June 30, 2018 and 2017, respectively.

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

9 CLIENT TRUST FUNDS

MRDC and the Apartments administer cash trust accounts for their clients. These funds totaled \$158,165 and \$157,295 at June 30, 2018 and 2017, respectively. A corresponding liability is recorded in current liabilities in the statement of financial position.

10 LONG-TERM DEBT

Long-term debt as of June 30 consisted of the following:

| | <u>2018</u> | <u>2017</u> |
|---|---------------------|---------------------|
| Independence Square mortgage note payable to HUD, secured by land and building, payable in monthly installments of \$3,654 including interest at 9.25% through May 2026. | \$ 245,453 | \$ 265,573 |
| 200 Oblate mortgage note payable to HUD, interest at 7.0% should the mortgagor default on the note. Interest will accrue from the funding date of the note until the entire note is paid off. If there is no default on the loan by September 4, 2036, the entire note and accrued interest will be forgiven. As it is management's intention to adhere to the requirements of the note, interest has not been accrued. | <u>868,200</u> | <u>868,200</u> |
| | 1,113,653 | 1,133,773 |
| Less current portion | <u>(22,059)</u> | <u>(20,117)</u> |
| | <u>\$ 1,091,594</u> | <u>\$ 1,113,656</u> |

Future principal maturities of long-term debt are as follows:

| <u>Year Ending June 30,</u> | <u>Amount</u> |
|-----------------------------|---------------------|
| 2019 | \$ 22,059 |
| 2020 | 24,188 |
| 2021 | 26,523 |
| 2022 | 29,083 |
| 2023 | 31,890 |
| Thereafter | <u>979,910</u> |
| | <u>\$ 1,113,653</u> |

Total interest expense on long-term debt during the years ended June 30, 2018 and 2017 was \$23,569 and \$25,356, respectively.

11 SUPPORT AND REVENUE CONCENTRATIONS

The Organization received \$11,093,365, and \$10,904,066 of revenue from governmental agencies for the years ended June 30, 2018 and 2017, respectively. This equates to 58.1% and 60.5%, respectively, of total support and revenue for those years.

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

12 RESTRICTED NET ASSETS

Temporarily Restricted

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

| | <u>2018</u> | <u>2017</u> |
|---|---------------------|---------------------|
| Endowment earnings | \$ 345,348 | \$ 301,997 |
| Unicorn expansion project | - | 87,665 |
| Other property and equipment additions and improvements | 514,642 | 16,116 |
| Future program expenses | 149,264 | 192,667 |
| Meadow Brook HUD capital advance | 1,399,000 | 1,399,000 |
| Bledsoe Foundation assets for benefit of MRDC | 355,194 | 287,365 |
| Temporarily restricted net assets | <u>\$ 2,763,448</u> | <u>\$ 2,284,810</u> |

Permanently Restricted

Permanently restricted net assets consisted of the following at June 30:

| | <u>2018</u> | <u>2017</u> |
|---|-------------------|-------------------|
| Endowment to provide operating income | \$ 403,101 | \$ 395,932 |
| Mockingbird Property (included in fixed assets) | 88,394 | 88,394 |
| Permanently restricted net assets | <u>\$ 491,495</u> | <u>\$ 484,326</u> |

13 NET ASSETS RELEASED FROM RESTRICTIONS

Net assets were released from temporary donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors as follows:

| | <u>2018</u> | <u>2017</u> |
|--------------------------------------|-------------------|---------------------|
| Purpose restriction accomplished: | | |
| Camps and SOAR | \$ 204,157 | \$ 195,673 |
| Unicorn Center expansion project | 87,665 | 334,480 |
| Property and equipment purchases | 136,779 | 567,849 |
| Other program services | 43,699 | 211,930 |
| Net assets released from restriction | <u>\$ 472,300</u> | <u>\$ 1,309,932</u> |

14 ENDOWMENT

General Information

MRM maintains an endowment fund established for a variety of purposes. These endowments include both donor-restricted endowment contributions and funds designated by the Board to function as endowments. The donor-restricted endowment funds fall under the provisions of the Uniform Prudent Management of Institutional Funds Act of 2006 (UPMIFA), which was adopted by the state of Texas with an effective date of September 1, 2007. This policy defines MRM's interpretation of the provisions of this law as they relate to the prudent management of its endowment fund.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

14 ENDOWMENT (Continued)

Background

In July, 2006, the Uniform Law Commission (ULC) approved UPMIFA as a modernized version of the Uniform Management of Institutional Funds Act of 1972 (UMIFA), which governed the investment and management of donor-restricted endowment funds by not-for-profit organizations. The major change of the new law is that UPMIFA prescribes new guidelines for expenditure of a donor-restricted endowment fund when there are no explicit donor stipulations. These guidelines require MRM to determine what constitutes prudent spending based upon consideration of the donor's intent that the endowment fund continues permanently, the purpose of the fund, and relevant economic factors. UPMIFA emphasizes the perpetuation of the purchasing power of the fund, not just the original dollars contributed to the fund. Although UPMIFA does not require that a specified amount be set aside as principal, it does assume that an organization will preserve "principal" by maintaining the purchasing power of amounts contributed, and will spend "income" by making distributions using a reasonable spending rate.

Endowment "Principal" Interpretation

MRM has interpreted UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, MRM classifies as permanently restricted net assets the original value of gifts donated to the permanent endowment (the "Principal"). The remaining portion of the donor-restricted endowment fund that is not classified as permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by MRM in a manner consistent with the standard of prudence prescribed by UPMIFA.

Endowment Investment Objectives

Endowment investments are managed by professional money managers under the direction of the Investment and Endowment Committee of the Board of MRM. Funds are invested in a manner that seeks to produce results that meet or exceed the performance of generally recognized market indices, while assuming a moderate level of investment risk. To satisfy this performance objective, MRM relies on an absolute return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). MRM targets a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

Endowment "Income" Appropriation (Spending Policy)

It was unanimously approved by the Board at the May 16, 2018 regularly scheduled meeting, to replace the spending policy that was approved by the Board on December 9, 2004. The 2004 spending policy authorized to spend up to 80% of the annual income from the endowment, excluding capital gains, not to exceed 4% of assets of the endowment in any one calendar year.

The new policy utilizes a rolling 3-year average asset value as of December 31 of each year. The 3-year average is intended to smooth out any fluctuations due to market volatility. The average is calculated using all accounts except the MRM Endowment Account and the Bledsoe Investment Account. The spending rate allows for not more than 5% applied to the rolling 3-year average and applies to the next fiscal year beginning July 1.

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES

NOTES TO COMBINED FINANCIAL STATEMENTS

14 ENDOWMENT (Continued)

All earnings are reinvested until appropriated for expenditure. In accordance with UPMIFA, in all its endowment spending activity, MRM considers the following factors in making a determination to appropriate (spend) or accumulate donor-restricted endowment funds:

1. The duration and preservation of the fund
2. The purpose of MRM and the donor-restricted endowment fund
3. General economic and investment market conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of MRM, and
7. The investment policies of MRM

Endowment net asset composition by type of fund as of June 30, 2018 and 2017 is as follows:

| | 2018 | | | |
|----------------------------------|---------------------|-------------------------------|-------------------------------|---------------------|
| | <u>Unrestricted</u> | <u>Temporarily Restricted</u> | <u>Permanently Restricted</u> | <u>Total</u> |
| Donor-restricted endowment funds | \$ - | \$ 345,348 | \$ 403,101 | \$ 748,449 |
| Board-designated endowment funds | - | - | - | - |
| | <u>\$ -</u> | <u>\$ 345,348</u> | <u>\$ 403,101</u> | <u>\$ 748,449</u> |
| | 2017 | | | |
| | <u>Unrestricted</u> | <u>Temporarily Restricted</u> | <u>Permanently Restricted</u> | <u>Total</u> |
| Donor-restricted endowment funds | \$ - | \$ 301,997 | \$ 395,932 | \$ 697,929 |
| Board-designated endowment funds | 3,287,271 | - | - | 3,287,271 |
| | <u>\$ 3,287,271</u> | <u>\$ 301,997</u> | <u>\$ 395,932</u> | <u>\$ 3,985,200</u> |

Changes in endowment net assets for the years ended June 30, 2018 and 2017 were as follows:

| | 2018 | | | |
|---|---------------------|-------------------------------|-------------------------------|-------------------|
| | <u>Unrestricted</u> | <u>Temporarily Restricted</u> | <u>Permanently Restricted</u> | <u>Total</u> |
| Endowment net assets, beginning of year | \$ 3,287,271 | \$ 301,997 | \$ 395,932 | \$ 3,985,200 |
| Interest and dividends | - | 30,220 | - | 30,220 |
| Investment management fees | - | (3,152) | - | (3,152) |
| Investment income, net | - | 27,068 | - | 27,068 |
| Realized gains (losses) | - | 58,255 | - | 58,255 |
| Unrealized gains (losses) | - | (41,972) | - | (41,972) |
| Reclassifications | (3,287,271) | - | 7,169 | (3,280,102) |
| Contributions | - | - | - | - |
| Endowment net assets, end of year | <u>\$ -</u> | <u>\$ 345,348</u> | <u>\$ 403,101</u> | <u>\$ 748,449</u> |

(Continued)

MISSION ROAD MINISTRIES AND AFFILIATES

NOTES TO COMBINED FINANCIAL STATEMENTS

14 ENDOWMENT (Continued)

| | 2017 | | | Total |
|---|---------------------|------------------------|------------------------|---------------------|
| | Unrestricted | Temporarily Restricted | Permanently Restricted | |
| Endowment net assets, beginning of year | \$ 2,961,571 | \$ 232,847 | \$ 395,932 | \$ 3,590,350 |
| Interest and dividends | 87,684 | 18,616 | - | 106,300 |
| Investment management fees | (11,126) | (2,362) | - | (13,488) |
| Investment income, net | 76,558 | 16,254 | - | 92,812 |
| Realized gains (losses) | (23,250) | (4,936) | - | (28,186) |
| Unrealized gains (losses) | 272,392 | 57,832 | - | 330,224 |
| Contributions | - | - | - | - |
| Endowment net assets, end of year | <u>\$ 3,287,271</u> | <u>\$ 301,997</u> | <u>\$ 395,932</u> | <u>\$ 3,985,200</u> |

15 SPECIAL EVENTS

MRM holds one special event, Shindig, each year to support programs of MRDC and Unicorn. Net proceeds after deducting direct and indirect event costs are distributed to MRDC and Unicorn as approved by the MRM board of directors. Unicorn holds a special event, Supported Employment Luncheon, to recognize clients and their community employers. The net proceeds from the luncheon were used to fund job coaches.

Revenues and expenses related to these two events for the years ended June 30, 2018 and 2017 are summarized as follows:

| | 2018 | | |
|--|-------------------|-------------------|-------------------|
| | MRM Shindig | Unicorn Luncheon | Total |
| Special events gross revenue, unrestricted | \$ 543,307 | \$ 158,778 | \$ 702,085 |
| Special events gross revenue, temporarily restricted | 181,025 | - | 181,025 |
| Special events revenue, gross | 724,332 | 158,778 | 883,110 |
| Special events direct expenses | (72,250) | (14,689) | (86,939) |
| Special events indirect expenses (included in fundraising expense) | (15,836) | (5,257) | (21,093) |
| Special events revenue and expenses, net | <u>\$ 636,246</u> | <u>\$ 138,832</u> | <u>\$ 775,078</u> |
| | 2017 | | |
| | MRM Shindig | Unicorn Luncheon | Total |
| Special events gross revenue, unrestricted | \$ 501,134 | \$ 158,137 | \$ 659,271 |
| Special events gross revenue, temporarily restricted | 220,625 | - | 220,625 |
| Special events revenue, gross | 721,759 | 158,137 | 879,896 |
| Special events direct expenses | (72,178) | (17,833) | (90,011) |
| Special events indirect expenses (included in fundraising expense) | (23,687) | (5,544) | (29,231) |
| Special events revenue and expenses, net | <u>\$ 625,894</u> | <u>\$ 134,760</u> | <u>\$ 760,654</u> |

MISSION ROAD MINISTRIES AND AFFILIATES
NOTES TO COMBINED FINANCIAL STATEMENTS

16 IN-KIND CONTRIBUTIONS

Under a contribution agreement effective August 1, 2016, MRDC received certain assets of HandsOn, a 501(c)(3) organization that provided residential and nonresidential services for persons who are deaf-blind with multiple disabilities (DBMD). Contribution revenue of \$172,039 has been recognized in the year ended June 30, 2017 for the value of the assets received from HandsOn. The assets received included the community residential home and furnishings at 6706 Country Breeze, which was recognized at estimated fair value based on a review of comparable property listings at August 1, 2016. MRDC also received three passenger vans providing transportation for DBMD clients; those vans were recognized at estimated fair value based on estimates provided by a local dealership. MRDC did not assume any liabilities from HandsOn, other than those related to the three property leases for the group homes operated by HandsOn. MRDC also agreed to hire certain eligible employees of HandsOn. MRDC had eleven months of HandsOn program activity during the year ended June 30, 2017, and twelve months of activity during the year ended June 30, 2018.

17 LEASES

The Organization has several noncancelable operating leases for office equipment, storage space, and three rental homes for client residential care, which expire at various dates through June 2021. Rental expenses under these leases consisted of \$51,856 and \$53,006, for the years ended June 30, 2018 and 2017, respectively.

Future minimum lease payments under these leases are:

| <u>Year Ending June 30,</u> | <u>Amount</u> |
|-----------------------------|------------------|
| 2019 | \$ 17,478 |
| 2020 | 1,417 |
| 2021 | 1,417 |
| | <u>\$ 20,312</u> |

18 AFFILIATE ORGANIZATIONS AND RELATED PARTY INFORMATION

MRM provides centralized administrative support and ongoing coordinated oversight of the other affiliates. As part of the support MRM and affiliates share pooled corporate insurance policies. The annual premium for these insurance policies are paid proportionately by MRM and its affiliates creating cost benefits as a result of common management. MRM charges its affiliates a management fee for the support and oversight that it provides. MRM charged management fees of \$1,264,371 and \$1,259,491 to its affiliates in 2018 and 2017, respectively. MRM also contributes to its affiliates in support of their missions. MRM contributed \$636,245 and \$625,895 to affiliates to support program activities in 2018 and 2017, respectively. MRM also contributed \$120,000 and \$0- to MRDC for the capital expansion project in 2018 and 2017, respectively. MRM contributions to affiliates totaled \$756,245 and \$625,895 for 2018 and 2017, respectively. These management fees and contributions and all related receivables and payables are eliminated upon combination.

Intercompany Transfers

In 2018, the boards of MRM and its affiliates reevaluated the boards' current and past intent of the allocation and possession of the organizations' investments and MRM's endowment investments. The board elected to transfer \$2,000,000 from MRM investments to MRDC investments based on the original donor intent. Secondly, the MRM board elected to segregate the MRM endowment funds from other MRM investments. In doing this, MRM endowment principal and associated restricted earnings are now in their own brokerage account and a new account was opened for other MRM investments. To accomplish these changes, in the last week in June 2018, MRM sold securities and transferred funds to the appropriate MRM and MRDC accounts. These funds were then reinvested before June 30, 2018.

Due to these sales of securities and reinvestment, MRM and MRDC had a one-time event affecting investments, realized and unrealized gains as well as proceeds from sales of investments and purchases of investments.

MISSION ROAD MINISTRIES AND AFFILIATES

NOTES TO COMBINED FINANCIAL STATEMENTS

19 EMPLOYEE BENEFIT PLAN

The Organization has a defined contribution employee benefit plan. This plan covers all MRM, MRDC and Unicorn full-time and non-excluded class employees who are active employees on December 31, have attained age 21, and have completed three months of service. Retirement plan contributions for the years ended June 30, 2018 and 2017 were \$168,519 and \$153,373, respectively.

20 HUD APARTMENTS MANAGED BY THIRD-PARTY MANAGEMENT COMPANY

200 Oblate has contracted with Suzanne Smith Management Company (the Management Company) to provide management services. The charges for these services are based on a management agreement. The charges are 7.8% of collected rental income not to exceed \$35.33 per unit, per month. For the years ended June 30, 2018 and 2017, management fees charged amounted to \$9,216 each year. All payroll and related activities (payroll taxes, workers' compensation insurance, employee benefits, and other) of 200 Oblate are transacted through the Management Company, and totaled \$78,721 and \$95,027 for the years ended 2018 and 2017, respectively.

Independence Square has contracted with the Management Company to provide management services. The charges for these services are based upon a management agreement. The charges are 7.5% of collected rental income. For the years ended June 30, 2018 and 2017, management fees charged amounted to \$14,383 and \$13,380, respectively. All payroll and related activities (payroll taxes, workers' compensation insurance, employee benefits, and other) of Independence Square are transacted through the Management Company, and totaled \$46,192 and \$61,477 for the years ended 2018 and 2017, respectively.

Meadow Brook has contracted with the Management Company to provide management services. The charges for these services are based upon a management agreement. The charges are \$35.33 per unit, per month. For the years ended June 30, 2018 and 2017, management fees charged amounted to \$7,437 each year. All payroll and related activities (payroll taxes, workers' compensation insurance, employee benefits, and other) of Meadow Brook are transacted through the Management Company, and totaled \$62,769 and \$71,806 for the years ended 2018 and 2017, respectively.

21 CONTINGENCIES

MRDC was contacted in July 2017 by the Office of Inspector General, U.S. Department of Health & Human Services (OIG) to undergo a review of MRDC's residential HCS program. In October 2017, the OIG began their review and in February 2018 provided their findings that MRDC had billed \$4,031 for services without proper documentation. The OIG extrapolated its sample-based findings to the entirety of the program based on the program's annual revenue, and initially assessed that they would recover \$87,283 from MRDC. Management has since provided documentation to the OIG to support the contested billings. Furthermore, management has engaged legal counsel to challenge the OIG's decision to extrapolate the amount to be recovered, as management believes such extrapolation would be inconsistent with the rules and regulations applicable to the HCS program. Management believes that a loss of up to \$87,283 is possible, but that the probable final amount will be considerably less than that.

22 SUBSEQUENT EVENTS

Effective July 1, 2018 Unicorn Centers, Inc. merged its operations into MRDC. MRDC received Unicorn's assets and liabilities based on values as of June 30, 2018. Employees of Unicorn became employees of MRDC, and MRDC obtained the necessary licenses for the Unicorn programs, such that Unicorn will be operated as a program under MRDC. Upon filing the final IRS 990 for Unicorn's fiscal year ending June 30, 2018, Unicorn Centers, Inc. will be dissolved as a separate entity. As both Unicorn and MRDC are included in the combined financial statements of MRM and affiliates, this will have no net impact on the assets or net assets of MRM and affiliates.

SUPPLEMENTARY INFORMATION

MISSION ROAD MINISTRIES AND AFFILIATES
COMBINING STATEMENT OF FINANCIAL POSITION
June 30, 2018

| | Mission Road Ministries | Mission Road Developmental Center, Inc. | Unicorn Centers, Inc. | 200 Oblate, Inc. | Independence Square, Inc. | Meadow Brook Apartments | Clifford Craig Bledsoe Memorial Foundation | Eliminations | Total |
|---|----------------------------|---|--------------------------|---------------------|------------------------------|----------------------------|---|--------------------|----------------------|
| ASSETS | | | | | | | | | |
| Current assets: | | | | | | | | | |
| Cash and cash equivalents | \$ 137,068 | \$ 2,002,073 | \$ 981,893 | \$ 25,053 | \$ 6,303 | \$ 2,281 | \$ - | \$ - | \$ 3,154,671 |
| Restricted cash - client trust funds | - | 145,407 | - | 5,333 | 3,078 | 4,347 | - | - | 158,165 |
| Accounts receivable: | | | | | | | | | |
| Program fees, tuition, and expense reimbursements, net | - | 952,411 | 284,722 | - | - | - | - | - | 1,237,133 |
| Affiliate | 81,956 | 15,236 | - | - | - | - | - | (97,192) | - |
| Other | - | 2,624 | 2,194 | 2,678 | 218 | 12 | - | - | 7,726 |
| Unconditional promises to give, net | 45,850 | 252,500 | 2,470 | - | - | - | - | - | 300,820 |
| Prepaid expenses and other assets | 61 | 19,508 | 7,478 | - | - | - | - | - | 27,047 |
| Total current assets | <u>264,935</u> | <u>3,389,759</u> | <u>1,278,757</u> | <u>33,064</u> | <u>9,599</u> | <u>6,640</u> | <u>-</u> | <u>(97,192)</u> | <u>4,885,562</u> |
| Investments | 3,376,024 | 4,289,071 | 1,157,007 | - | - | - | 355,194 | - | 9,177,296 |
| Property and equipment, net | 20,187 | 10,537,131 | 3,573,829 | 593,246 | 261,392 | 962,863 | - | - | 15,948,648 |
| Other assets: | | | | | | | | | |
| Restricted cash - HUD apartments | - | - | - | 25,050 | 36,994 | 52,217 | - | - | 114,261 |
| Total assets | <u>\$ 3,661,146</u> | <u>\$ 18,215,961</u> | <u>\$ 6,009,593</u> | <u>\$ 651,360</u> | <u>\$ 307,985</u> | <u>\$ 1,021,720</u> | <u>\$ 355,194</u> | <u>\$ (97,192)</u> | <u>\$ 30,125,767</u> |
| LIABILITIES AND NET ASSETS | | | | | | | | | |
| Current liabilities: | | | | | | | | | |
| Accounts payable: | | | | | | | | | |
| Trade | \$ 22,375 | \$ 395,374 | \$ 134,472 | \$ 20,704 | \$ 21,017 | \$ 2,915 | \$ - | \$ - | \$ 596,857 |
| Affiliate | - | 32,662 | 64,530 | - | - | - | - | (97,192) | - |
| Accrued retirement plan contribution | 12,060 | 58,440 | 9,500 | - | - | - | - | - | 80,000 |
| Accrued salary and related expenses | 177,340 | 375,474 | 62,020 | - | - | - | - | - | 614,834 |
| Client trust funds | - | 145,407 | - | 5,333 | 3,078 | 4,347 | - | - | 158,165 |
| Deferred revenue | 27,678 | - | - | 2,713 | 24 | 585 | - | - | 31,000 |
| Current portion of long-term debt | - | - | - | - | 22,059 | - | - | - | 22,059 |
| Other current liabilities | - | 13,015 | - | - | 1,889 | 24,113 | - | - | 39,017 |
| Total current liabilities | <u>239,453</u> | <u>1,020,372</u> | <u>270,522</u> | <u>28,750</u> | <u>48,067</u> | <u>31,960</u> | <u>-</u> | <u>(97,192)</u> | <u>1,541,932</u> |
| Long-term debt | - | - | - | 868,200 | 223,394 | - | - | - | 1,091,594 |
| Total liabilities | <u>239,453</u> | <u>1,020,372</u> | <u>270,522</u> | <u>896,950</u> | <u>271,461</u> | <u>31,960</u> | <u>-</u> | <u>(97,192)</u> | <u>2,633,526</u> |
| Net assets: | | | | | | | | | |
| Unrestricted - operations | 2,653,057 | 6,003,913 | 2,155,881 | (245,590) | 36,524 | (409,240) | - | - | 10,194,545 |
| Unrestricted - board-designated | - | - | - | - | - | - | - | - | - |
| Unrestricted - property and equipment | 20,187 | 10,448,737 | 3,573,829 | - | - | - | - | - | 14,042,753 |
| Total unrestricted | <u>2,673,244</u> | <u>16,452,650</u> | <u>5,729,710</u> | <u>(245,590)</u> | <u>36,524</u> | <u>(409,240)</u> | <u>-</u> | <u>-</u> | <u>24,237,298</u> |
| Temporarily restricted | 345,348 | 654,545 | 9,361 | - | - | 1,399,000 | 355,194 | - | 2,763,448 |
| Permanently restricted | 403,101 | 88,394 | - | - | - | - | - | - | 491,495 |
| Total net assets | <u>3,421,693</u> | <u>17,195,589</u> | <u>5,739,071</u> | <u>(245,590)</u> | <u>36,524</u> | <u>989,760</u> | <u>355,194</u> | <u>-</u> | <u>27,492,241</u> |
| Total liabilities and net assets | <u>\$ 3,661,146</u> | <u>\$ 18,215,961</u> | <u>\$ 6,009,593</u> | <u>\$ 651,360</u> | <u>\$ 307,985</u> | <u>\$ 1,021,720</u> | <u>\$ 355,194</u> | <u>\$ (97,192)</u> | <u>\$ 30,125,767</u> |

MISSION ROAD MINISTRIES AND AFFILIATES

COMBINING STATEMENT OF ACTIVITIES

Year Ended June 30, 2018

| | Unrestricted | | | | | | | | |
|--|----------------------------|---|--------------------------|---------------------|------------------------------|-------------------------------|---|--------------|-----------------|
| | Mission Road Ministries | Mission Road Developmental Center, Inc. | Unicorn Centers, Inc. | 200 Oblate, Inc. | Independence Square, Inc. | Meadow Brook Apartments | Clifford Craig Bledsoe Memorial Foundation | Eliminations | Subtotal |
| Support and revenue: | | | | | | | | | |
| Special events: | | | | | | | | | |
| Gross revenue | \$ 543,307 | \$ - | \$ 158,778 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 702,085 |
| Less direct expenses | (72,250) | - | (14,689) | - | - | - | - | - | (86,939) |
| Net special events support | 471,057 | - | 144,089 | - | - | - | - | - | 615,146 |
| Contributions: | | | | | | | | | |
| Individuals | 36,226 | 26,639 | 3,252 | - | - | - | - | - | 66,117 |
| Corporations | 20,226 | 25,346 | 13,523 | - | - | - | - | - | 59,095 |
| Foundations | 49,081 | 389,970 | 91,738 | - | - | - | - | - | 530,789 |
| Affiliates | - | 454,321 | 5,000 | - | - | - | - | (459,321) | - |
| United Way allocation | 2,030 | 695,189 | 52,062 | - | - | - | - | - | 749,281 |
| Allocations from MRM Shindig | - | - | - | - | - | - | - | - | - |
| Governmental support: | | | | | | | | | |
| Nutrition program | - | 31,998 | - | - | - | - | - | - | 31,998 |
| Program service fees and tuition | - | 10,881,876 | 179,491 | - | - | - | - | - | 11,061,367 |
| Private program service fees and tuition | - | 1,768,822 | 1,626,736 | - | - | - | - | - | 3,395,558 |
| Rental revenue, net | - | - | - | 188,484 | 216,102 | 153,806 | - | - | 558,392 |
| Loss due to capture of residual receipts | - | - | - | - | - | (24,578) | - | - | (24,578) |
| Management fees | 1,264,371 | - | - | - | - | - | - | (1,264,371) | - |
| Interest and dividends, net of fees | 138,309 | 72,736 | 42,321 | - | - | - | - | - | 253,366 |
| Realized gains and (losses) on investments, net | 297,665 | (16) | - | - | - | - | - | - | 297,649 |
| Gain (loss) on disposal of property and equipment | - | 376,127 | (364) | 25,661 | 29,900 | 18,017 | - | - | 449,341 |
| Miscellaneous | - | 37,784 | 5,941 | 1,066 | 8,715 | 815 | - | - | 54,321 |
| Related agency revenue - affiliate | 16,450 | 110,930 | 220,976 | - | - | - | - | (348,356) | - |
| | 2,295,415 | 14,871,722 | 2,384,765 | 215,211 | 254,717 | 148,060 | - | (2,072,048) | 18,097,842 |
| Net assets released from restrictions | 181,025 | 483,172 | 96,926 | - | - | - | 12,202 | (301,025) | 472,300 |
| Total support and revenue | 2,476,440 | 15,354,894 | 2,481,691 | 215,211 | 254,717 | 148,060 | 12,202 | (2,373,073) | 18,570,142 |
| Expenses: | | | | | | | | | |
| Program services: | | | | | | | | | |
| Habilitation and care | - | 13,556,787 | 1,819,068 | 174,809 | 159,793 | 171,634 | 8,101 | - | 15,890,192 |
| Affiliate expenses | 756,245 | 237,426 | 110,930 | - | - | - | 4,101 | (1,108,702) | - |
| Supporting services: | | | | | | | | | |
| Administrative and general | 1,289,126 | 845,973 | 241,905 | 12,287 | 17,465 | 10,518 | - | (1,264,371) | 1,152,903 |
| Fundraising | 131,569 | 138,444 | 43,306 | - | - | - | - | - | 313,319 |
| Total expenses | 2,176,940 | 14,778,630 | 2,215,209 | 187,096 | 177,258 | 182,152 | 12,202 | (2,373,073) | 17,356,414 |
| Change in net assets before intercompany transfers, reclassifications, and unrealized gains (losses) | 299,500 | 576,264 | 266,482 | 28,115 | 77,459 | (34,092) | - | - | 1,213,728 |
| Intercompany transfers | (2,000,000) | 2,000,000 | - | - | - | - | - | - | - |
| Reclassifications | (7,169) | - | - | - | - | - | - | - | (7,169) |
| Unrealized gains (losses) on investments | (214,466) | 39,254 | 17,272 | - | - | - | - | - | (157,940) |
| Change in net assets | (1,922,135) | 2,615,518 | 283,754 | 28,115 | 77,459 | (34,092) | - | - | 1,048,619 |
| Net assets at beginning of year | 4,595,379 | 13,837,132 | 5,445,956 | (273,705) | (40,935) | (375,148) | - | - | 23,188,679 |
| Net assets at end of year | \$ 2,673,244 | \$ 16,452,650 | \$ 5,729,710 | \$ (245,590) | \$ 36,524 | \$ (409,240) | \$ - | \$ - | \$ 24,237,298 |

| Temporarily Restricted | | | | | | | Permanently Restricted | | | | |
|-------------------------|---|-----------------------|-------------------------|--|--------------|--------------|-------------------------|---|------------|---------------|--|
| Mission Road Ministries | Mission Road Developmental Center, Inc. | Unicorn Centers, Inc. | Meadow Brook Apartments | Clifford Craig Bledsoe Memorial Foundation | Eliminations | Subtotal | Mission Road Ministries | Mission Road Developmental Center, Inc. | Subtotal | Total | |
| \$ 181,025 | \$ - | \$ - | \$ - | \$ - | \$ - | \$ 181,025 | \$ - | \$ - | \$ - | \$ 883,110 | |
| - | - | - | - | - | - | - | - | - | - | (86,939) | |
| 181,025 | - | - | - | - | - | 181,025 | - | - | - | 796,171 | |
| - | 2,026 | - | - | - | - | 2,026 | - | - | - | 68,143 | |
| - | 34,630 | - | - | - | - | 34,630 | - | - | - | 93,725 | |
| - | 600,514 | 9,361 | - | 66,140 | - | 676,015 | - | - | - | 1,206,804 | |
| - | 120,000 | - | - | - | (120,000) | - | - | - | - | - | |
| - | - | - | - | - | - | - | - | - | - | 749,281 | |
| - | 181,025 | - | - | - | (181,025) | - | - | - | - | - | |
| - | - | - | - | - | - | - | - | - | - | 31,998 | |
| - | - | - | - | - | - | - | - | - | - | 11,061,367 | |
| - | - | - | - | - | - | - | - | - | - | 3,395,558 | |
| - | - | - | - | - | - | - | - | - | - | 558,392 | |
| - | - | - | - | - | - | - | - | - | - | (24,578) | |
| - | - | - | - | - | - | - | - | - | - | - | |
| 27,068 | - | - | - | 11,408 | - | 38,476 | - | - | - | 291,842 | |
| 58,255 | - | - | - | 368 | - | 58,623 | - | - | - | 356,272 | |
| - | - | - | - | - | - | - | - | - | - | 449,341 | |
| - | - | - | - | - | - | - | - | - | - | 54,321 | |
| - | - | - | - | - | - | - | - | - | - | - | |
| 266,348 | 938,195 | 9,361 | - | 77,916 | (301,025) | 990,795 | - | - | - | 19,088,637 | |
| (181,025) | (483,172) | (96,926) | - | (12,202) | 301,025 | (472,300) | - | - | - | - | |
| 85,323 | 455,023 | (87,565) | - | 65,714 | - | 518,495 | - | - | - | 19,088,637 | |
| - | - | - | - | - | - | - | - | - | - | 15,890,192 | |
| - | - | - | - | - | - | - | - | - | - | - | |
| - | - | - | - | - | - | - | - | - | - | 1,152,903 | |
| - | - | - | - | - | - | - | - | - | - | 313,319 | |
| - | - | - | - | - | - | - | - | - | - | 17,356,414 | |
| 85,323 | 455,023 | (87,565) | - | 65,714 | - | 518,495 | - | - | - | 1,732,223 | |
| - | - | - | - | - | - | - | - | - | - | - | |
| - | - | - | - | - | - | - | 7,169 | - | 7,169 | - | |
| (41,972) | - | - | - | 2,115 | - | (39,857) | - | - | - | (197,797) | |
| 43,351 | 455,023 | (87,565) | - | 67,829 | - | 478,638 | 7,169 | - | 7,169 | 1,534,426 | |
| 301,997 | 199,522 | 96,926 | 1,399,000 | 287,365 | - | 2,284,810 | 395,932 | 88,394 | 484,326 | 25,957,815 | |
| \$ 345,348 | \$ 654,545 | \$ 9,361 | \$ 1,399,000 | \$ 355,194 | \$ - | \$ 2,763,448 | \$ 403,101 | \$ 88,394 | \$ 491,495 | \$ 27,492,241 | |