SPIRIT OF AMERICA WORLDWIDE (A California Nonprofit Public Benefit Corporation)

FINANCIAL STATEMENTS

December 31, 2016



CONTENTS

	<u>Pages</u>
INDEPENDENT AUDITOR'S REPORT	1 – 2
FINANCIAL STATEMENTS	
Statement of Financial Position	3
Statement of Activities	4
Statement of Functional Expenses	5
Statement of Cash Flows	6
Notes to Financial Statements	7 – 14



Gursey | Schneider LLP

CERTIFIED
PUBLIC ACCOUNTANTS
& ADVISORS

Independent Auditor's Report

To the Board of Directors Spirit of America Worldwide Los Angeles, California

We have audited the accompanying financial statements of Spirit of America Worldwide (a California nonprofit public benefit corporation) which comprise the statement of financial position as of December 31, 2016, and the related statements of activities, functional expenses, and cash flows for the year 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

Century City

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the 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.

Encino □ Irvine □

San Diego

San Francisco

Torrance

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Opinion

In our opinion, the financial statements referred to on the previous page present fairly, in all material respects, the financial position of Spirit of America Worldwide as of December 31, 2016, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

August 10, 2017

Los Angeles, California

Gursey | Schneider LLP

(A California Nonprofit Public Benefit Corporation)
Statement of Financial Position
December 31, 2016

ASSETS

CURRENT ASSETS Cash and cash equivalents Grants receivable Investments Prepaid expenses and other current assets	\$ 1,231,896 1,550,000 381,542 54,678
Total Current Assets	3,218,116
OTHER ASSETS Grants receivable, net of current position Property and equipment, net	2,253,631 89,680
Total Other Assets	2,343,311
TOTAL ASSETS	\$ 5,561,427
LIABILITIES AND NET ASSETS	
CURRENT LIABILITIES	
Accounts payable Accrued liabilities	\$ 65,563 65,242
Total Current Liabilities	130,805
NET ASSETS	
Unrestricted	1,357,421
Temporarily restricted	3,973,201
Permanently restricted	 100,000
Total Net Assets	5,430,622
TOTAL LIABILITIES AND NET ASSETS	\$ 5,561,427

(A California Nonprofit Public Benefit Corporation)
Statement of Activities
For the Year Ended December 31, 2016

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
REVENUES				
Contributions	\$ 1,291,090	\$ 4,251,497	\$ -	\$ 5,542,587
Interest and dividends	5,017	-	-	5,017
Net realized and unrealized				
investment gains	7,222	-	-	7,222
Net loss on disposal of fixed assets	(6,682)	-	-	(6,682)
Net assets released from restrictions	1,089,107	(1,089,107)	-	-
Total Revenues	2,385,754	3,162,390		5,548,144
EXPENSES				
Program services	2,043,961	-	-	2,043,961
Management and general	344,611	-	-	344,611
Fundraising	386,840			386,840
Total Expenses	2,775,412			2,775,412
CHANGE IN NET ASSETS	(389,658)	3,162,390	-	2,772,732
NET ASSETS, Beginning of year	1,747,079	810,811	100,000	2,657,890
NET ASSETS, End of year	\$ 1,357,421	\$ 3,973,201	\$ 100,000	\$ 5,430,622

(A California Nonprofit Public Benefit Corporation)
Statement of Functional Expenses
For the Year Ended December 31, 2016

	Program Services	Management and General	Fundraising	Total	
Consulting services	\$ 5,855	\$ 1,611	\$ 48,890	\$ 56,356	
Depreciation	4,169	8,594	10,243	23,006	
Employee benefits	38,765	17,950	5,540	62,255	
Goods distributed	709,954	-	-	709,954	
Information technology	11,837	1,573	17,884	31,294	
Insurance	36,547	2,333	583	39,463	
Legal and accounting services	-	24,171	-	24,171	
Merchant fees	-	10,238	-	10,238	
Office	59,999	17,412	28,792	106,203	
Payroll taxes	53,934	16,617	13,326	83,877	
Program equipment	21,250	-	-	21,250	
Rent	69,540	21,326	1,854	92,720	
Salaries	677,367	221,652	183,808	1,082,827	
Taxes and licenses	-	-	10,249	10,249	
Travel	354,744	1,134	65,671	421,549	
TOTAL FUNCTIONAL EXPENSES	\$ 2,043,961	\$ 344,611	\$ 386,840	\$ 2,775,412	
Percent of Total Expenses	73.6%	12.4%	14.0%	100.0%	

(A California Nonprofit Public Benefit Corporation)
Statement of Cash Flows
For the Year Ended December 31, 2016

CASH FLOWS FROM OPERATING ACTIVITIES	
Change in net assets	\$ 2,772,732
Adjustments to reconcile change in net assets to net	
cash used in operating activities:	
Depreciation	23,006
Receipt of donated securities	(277,944)
Net realized and unrealized investment gains	(7,222)
Net loss on disposal of fixed assets	6,682
Changes in assets and liabilities	
Increase in grants receivable	(2,703,631)
Increase in prepaid expenses and other current assets	(12,983)
Decrease in accounts payable and accrued liabilities	31,966
NET CASH USED IN OPERATING ACTIVITIES	 (165,468)
CASH FLOWS FROM INVESTING ACTIVITIES	
Proceeds from sale of investments	4E 0E2
Proceeds from sale of fixed assets	45,853
Purchases of fixed assets	3,098 (94,752)
Fulcilases of lixed assets	(94,732)
NET CASH USED IN INVESTING ACTIVITIES	 (45,801)
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NET DECREASE IN CASH	(211,269)
CASH AND CASH EQUIVALENTS, Beginning of Year	 1,443,165
CASH AND CASH EQUIVALENTS, End of Year	\$ 1,231,896

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 1 — NATURE OF ORGANIZATION

Spirit of America ("SOA" or the "Organization") is a privately-funded nonprofit organization located in Los Angeles, California that provides humanitarian, civic, and economic assistance in direct response to needs identified by American military and civilian personnel. SOA adds the agility, innovativeness, and resources of the American private sector to the capabilities of the U.S. government and military in support of U.S. missions abroad. This support makes U.S. troops and diplomats safer and more successful in their missions and helps local people often not reached by large-scale aid programs. Spirit of America also provides the American people a way to understand, connect with, and support the vital work of U.S. personnel serving abroad.

SOA makes a promise that 100% of a donation is used for the purpose specified by the donor, and, if it is not needed for the specified purpose the donor will be offered a refund. For example, those who donate to projects featured on SOA's web site are assured that all of their funds will be used to purchase needed goods. Other SOA expenses (for example, salaries and administrative expenses) are funded by donors who make unrestricted gifts. The accompanying financial statements reflect Spirit of America's "100% Promise."

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Financial Presentation – The accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America ("GAAP"). SOA recognizes contributions, including unconditional promises to give, as revenue in the period in which they are received. Revenues, gains, expenses and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the SOA and changes therein are classified and reported as follows:

- Unrestricted net assets Net assets are not subject to donor-imposed stipulations. Unrestricted net assets may be designated for specific purposes by actions of the board of directors, or may otherwise be limited by contractual agreements with outside parties. At December 31, 2016, SOA had unrestricted net assets of \$1,357,421.
- Temporarily restricted net assets Net assets subject to donor-imposed stipulations that
 may or will be met either by actions of SOA and / or the passage of time. As restrictions
 are satisfied, temporarilyrestricted net assets are reclassified to unrestricted net assets
 and reported in the accompanying statements of activities as net assets released from
 restrictions. At December 31, 2016, SOA had temporarily restricted net assets of
 \$3,973,201.
- Permanently restricted net assets Net assets subject to donor-imposed stipulations that
 resources be maintained in perpetuity by SOA. Investment income generated from these
 funds is available for general support of SOA unless otherwise stipulated by the donor. At
 December 31, 2016, SOA had permanently restricted net assets of \$100,000 consisting
 of one endowed gift.

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses.

Cash Equivalents — For purposes of the statements of cash flows, the SOA considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – (CONTINUED)

Investments — Investments represent marketable securities that are stated at fair value. Purchases and sales of investments are recorded on the trade date. Dividend income is recorded based on the record date. Interest income is recorded as earned on an accrual basis. Realized gains and losses are recorded upon disposition of securities. Investment income and realized and unrealized gains and losses are recognized as unrestricted net assets, unless their use is temporarily or permanently restricted by donors to a specified purpose or future period.

Unrealized gains and losses on investments resulting from fair value fluctuations are recorded in the statement of activities in the period that such fluctuations occur.

Inventory — Inventory is valued based on donor's estimate of fair value for each item received.

Property and Equipment — Property and equipment are stated at cost. Repairs and maintenance are charged to operations as incurred. When property and equipment are retired or otherwise disposed of, the cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is included in the results of operations for the respective period.

Depreciation expense for property and equipment is calculated on straight-line method over the asset's estimated useful lives ranging from 3 to 5 years. Depreciation on software and website development costs are calculated over a useful life of 5 years. Depreciation for leasehold improvements is calculated over the lesser of asset's useful life or lease term; currently 5 years.

Impairment of Long-Lived Assets – Long-lived assets to be held are reviewed for events or changes in circumstances, which indicate that their carrying value may not be recoverable. Further, long-lived assets held for sale are to be stated at the lower of cost or fair market value less costs to sell. SOA has determined that no events occurred during the year ended December 31, 2016 that would give rise to impairment of its long-lived assets.

Grants Receivable — Grants receivables are recorded when awarded and are stated at the amount management expects to collect. Management provides an allowance for uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual receivables. SOA has determined that no allowance against the grants receivable is required as of December 31, 2016.

Grants receivable are anticipated to be received as follows:

Within one year One to five years	\$ 1,550,000 2,350,000
·	
Subtotal	3,900,000
Discount to reflect at present value	 (96,369)
	\$ 3,803,631

Management has applied a discount at 1.47% risk free rate to reflect net present value of the long-term grants.

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – (CONTINUED)

Contributed Goods — Occasionally, the Organization receives contributed goods from corporations and individuals. Donated goods are recorded as unrestricted or temporarily restricted contributions when they are received. Donated goods are valued at management's estimate of fair value at the time they are received. Upon distribution, the goods are recorded as a decrease in either unrestricted or temporarily restricted net assets. During the year ended December 31, 2016, contributed goods in the value of \$219,296 were received and included as part of contributions on the statement of activities.

Contributed Services — Contributed services are recognized if the services received (a) increase or enhance long-lived assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

Grant Expenditures — Grant expenditures are recognized in the period the grant is approved provided the grant is not subject to future contingencies.

Functional Allocation of Expenses — Expenses that can be identified with a specific program or supporting service are charged directly to the related program or supporting service. Expenses that are associated with more than one program or supporting service are allocated based on estimates determined by management. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Concentrations of Risk — The Organization maintains its cash in bank deposit accounts. Accounts are guaranteed by the Federal Deposit Insurance Corporation up to \$250,000. At December 31, 2016, SOA did not maintain any balances in excess of FDIC insured limits.

One donor accounted for approximately 54% of contributions revenue and 77% of contributions receivable (undiscounted) as of and for the year ended December 31, 2016.

Fair Value Measurements — ASC Topic 820, *Fair Value Measurements*, establishes a fair value hierarchy that is based on observability of the inputs to valuation techniques used to measure fair value, sorted into three levels (Level 1, 2, and 3) with the most observable input being Level 1. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements).

The three levels of the fair value hierarchy under ASC Topic 820 are described below:

- Level 1 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;
- Level 2 Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;
- Level 3 Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – (CONTINUED)

Effect of Recently Issued Accounting Standards — In February 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-02, "Leases" (Topic 842). This ASU requires a lessee to recognize a right-of-use asset and a lease liability under most operating leases in its balance sheet. For non-public entities, the standard is effective for fiscal years beginning after December 15, 2019 and interim periods beginning the following year. Early adoption is permitted. The new standard must be adopted using a modified retrospective transition, and provides for certain practical expedients during the period of adoption. Transition will require application of the new guidance at the beginning of the earliest comparative period presented. Management is currently evaluating the impact this change in accounting standards will have on the Organization's financial statements and related disclosures.

On August 18, 2016, FASB issued new rules for nonprofit organizations under ASU 2016-14 "Not-for-Profit Entities (Topic 958), Presentation of Financial Statements of Not-for-Profit Entities" ("NFP"). This ASU changes the financial reporting format for nonprofit organization financial statements to simplify the way in which NFPs quantify and qualify their financial performance, their liquidity and cash flows, and their classification of net assets.

Five changes included in ASU 2016-14 are:

- (1) The existing three-class system of classifying net assets as unrestricted, temporarily restricted and permanently restricted, will be replaced with a simpler two-class structure. Going forward, NFPs will differentiate net assets solely between those net assets with donor restriction and net assets without donor restrictions. NFPs will still be required to disclose the nature and amounts of donor-imposed restrictions.
- (2) The presentation of required disclosure of underwater endowment funds will change. When the fair market value of a donor-restricted endowment is less than the original gift amount or the amount the NFP is required to maintain by the donor or by law, NFPs will be required to also report the amount of the deficiency and their governing boards' policies or decisions to reduce or spend from these funds.
- (3) NFPs will be required to disclose in financial statement notes qualitative information regarding how they will manage available liquid resources to meet cash needs for general expenses for the year following the balance sheet date. In addition, NFPs will be required to provide on the face of financial statements or in disclosure notes detailed quantitative information regarding their availability of financial assets at the balance sheet date to meet cash needs for the next year.
- (4) Expenses by both their natural classification and their functional classification will be presented either on the face of the statement of activities, as a separate statement or in the notes to the financial statements. In addition to this change in the presentation of expenses, the method used to allocate costs among program and supporting activities functions is required to be disclosed.
- (5) Finally, NFP's may continue to present the statement of cash flows using either the direct or indirect method of reporting. However, under the new reporting standard, NFPs employing the direct method to report cash flow will no longer be required to provide a reconciliation of net income to the cash amounts presented under the indirect method.

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - (CONTINUED)

The effective date of ASU 2016-14 will be for annual financial statements issued for fiscal years beginning after December 15, 2017, and for interim periods within fiscal years beginning after December 15, 2018. Application to interim financial statements is permitted but not required in the initial year of application. Early application of the amendments in this ASU is permitted. Management is currently evaluating the impact this change in accounting standards will have on the Organization's financial statements and related disclosures.

Subsequent Events —Management has reviewed subsequent events through August 10, 2017, the date the financial statements were available to be issued.

NOTE 3 — PROPERTY AND EQUIPMENT

Property and equipment as of December 31, 2016 consisted of the following:

Field operations equipment	\$ 12,669
Furniture and equipment	27,153
Leasehold improvements	9,650
Software and website development	75,352
	124,824
Less accumulated depreciation	(35,144)
Property and equipment, net	\$ 89,680

Depreciation expense for the year ended December 31, 2016 was \$23,006.

NOTE 4 — INVESTMENTS

At December 31, 2016, SOA's investments consisted of:

	Fair Value		Cost
Equity securities Certificates of deposit Mutual funds	\$	4,043 351,526 25,973	\$ 4,000 351,526 27,000
Total	\$	381,542	\$ 382,526

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 4 — INVESTMENTS – (CONTINUED)

At December 31, 2016, SOA's investments were classified by level within the valuation hierarchy as follows:

	Fair Value Designation						
	L	evel 1	Le	evel 2	Le	evel 3	Total
Equity securities Mutual funds	\$	4,043 25,973	\$	-	\$	-	\$ 4,043 25,973
Total	\$	30,016	\$	-	\$	-	\$ 30,016
Certificates of deposit, 0.04	% to 0	.65%, due 2	2017, at	carrying v	alue		351,526
	Total	Investment	s				\$ 381,542

The equity securities and mutual funds are invested as a portion of the endowment fund; see Note 7 below.

NOTE 5 — TAXES

The Organization is a public charity exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code. Accordingly, no provision has been made for federal and state income taxes in the accompanying financial statements.

The Organization evaluates tax positions and recognizes a liability for any positions that would not be considered "more likely than not" to be upheld under a tax authority examination. If such issues exist, the Organization's policy will be to recognize any tax liability so recorded, including applicable interest and penalties, as a component of income tax expense.

The Organization's federal income tax and informational returns for tax years 2013 and subsequent remain subject to examination by the Internal Revenue Service. The returns for California, the Organization's most significant jurisdiction, remain subject to examination by the California Franchise Tax Board for years 2012 and subsequent.

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 6 — TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted contributions consist of contributions earmarked by donors for specific project funds and long-term grants that are allocated to multiple years of operations. Project funds are temporarily restricted for the direct expenses of the project selected by the donor. Category / country funds are temporarily restricted for the direct expenses of various projects in the funding category or country. When projects are overfunded, SOA's policy is to offer the donor a refund or to reallocate their donation to another project. No such refunds have been requested but rather, donors will request their funds to be reallocated to other specific area or areas of greatest need.

At December 31, 2016, SOA had temporarily restricted net assets available for the following specific requested project funds or category / country funds or time restrictions:

Time Restricted	\$ 3,913,914
Centcom Regional Projects	36,353
Rapid Response Fund	21,195
All Other Projects < \$10,000	1,739
Purpose Restricted	59,287
	\$ 3,973,201

During the year ended December 31, 2016, temporarily restricted contributions and temporarily restricted net assets from the prior year were released from donor restrictions by satisfying the following:

Release from Time Restrictions	\$ 400,000
Africom Regional Projects	58,930
Centcom Regional Projects	391,103
Eucom Regional Projects	173,716
Pacom Regional Projects	38,206
Southcom Regional Projects	27,152
Purpose Restrictions Satisfied	689,107
•	\$ 1,089,107

(A California Nonprofit Public Benefit Corporation)
Notes to Financial Statements
December 31, 2016

NOTE 7 - PERMANENTLY RESTRICTED NET ASSETS

During 2015, SOA received one donor-restricted endowment fund which is held in an investment account and is classified as permanently restricted. Investment income and gains from these investments are available to be appropriated for general operational use. The donor has requested the nominal value of the gift be retained in perpetuity to support SOA's activities. SOA's policy will be to appropriate earnings from this endowment to support its program purpose activities.

At December 31, 2016, endowment assets were invested in the following:

Cash and cash equivalents	\$ 71,798
Equity securities	4,043
Mutual funds	 25,973
	\$ 101,814

For the year ended December 31, 2016, SOA's permanently restricted endowment net assets changed as follows:

	Permanently Restricted		
Net assets, beginning of year	\$	100,000	
Net investment income (dividends and interest) Appropriated endowment assets for expenditure		1,881 (1,881)	
Net assets, end of year	\$	100,000	

NOTE 8 - COMMITMENTS AND CONTINGENCIES

The Organization leases office space in Los Angeles under a non-cancelable operating lease that expires on August 31, 2017. In September 2016, the Organization leased new office space in Arlington, Virginia under a lease through October 2019 and intends to relocate substantially all Los Angeles operations to the Arlington, Virginia offices. The following is a summary of minimum rental payments due under the office leases for each of the successive years:

Year Ending December 31,	Los Angeles, CA		Arlington, VA		Total	
2017	\$	56,108	\$	58,176	\$	114,284
2018		-		60,503		60,503
2019		-		44,129		44,129
	\$	56,108	\$	162,808	\$	218,916

Rent expense for the year ended December 31, 2016 was \$92,720, which includes minimum rent payments, parking, and storage rent.