AAPD FOUNDATION FINANCIAL STATEMENTS YEARS ENDED JUNE 30, 2019 AND 2018

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INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees of AAPD Foundation

We have audited the accompanying financial statements of AAPD Foundation (a nonprofit organization), which comprise the statements of financial position as of June 30, 2019 and 2018, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of AAPD Foundation as of June 30, 2019 and 2018, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Itasca, Illinois

September 23, 2019

Martin & Martin Cottful Hubbie Accountants, Hot

STATEMENTS OF FINANCIAL POSITION

JUNE 30, 2019 AND 2018

<u>ASSETS</u>	_	2019	_	2018
Cash and Equivalents Unconditional Promises To Give, Less	\$	565,094	\$	515,480
Allowance of \$158,900 in 2019 and \$56,375 in 2018		1,008,696		1,362,070
Interest & Dividend Receivable		26,769		25,287
Due From Affiliate		42,636		71,793
Prepaid Expenses		213,220		338,292
Investments		16,732,534		15,599,752
TOTAL ASSETS	\$	18,588,949	\$	17,912,674
<u>LIABILITIES</u>				
Accounts Payable	\$	6,171	\$	16,047
Due To Affiliate		108,382		86,600
Deferred Revenue		2,289		52,289
TOTAL LIABILITIES	\$	116,842	\$	154,936
NET ASSETS				
Without Donor Restrictions	\$	16,809,318	\$	15,741,575
With Donor Restrictions	·	1,662,789	·	2,016,163
TOTAL NET ASSETS	\$	18,472,107	\$	17,757,738
TOTAL LIABILITIES AND NET ASSETS	\$	18,588,949	\$	17,912,674

STATEMENTS OF ACTIVITIES

JUNE 30, 2019 AND 2018

WITHOUT DONOR RESTRICTIONS NET ASSETS		2019		2018
Without Donor Restrictions Revenues: Contributions Major Gifts and Circle Pledges Affiliate Support Fee-for-Service Net Investment Income	\$	371,333 233,159 266,266 50,000 1,592,186	\$	273,282 36,138 404,000 50,000 1,618,131
Total Without Donor Restrictions Revenues	\$	2,512,944	\$	2,381,551
Net Assets Released from Restrictions		793,253		328,955
Total Without Donor Restrictions Revenues and Releases From Restrictions	\$	3,306,197	\$_	2,710,506
Expenses: Program Services Grants and Awards Grant Making Costs	\$	926,163 212,868	\$	587,483 194,038
Support Services Marketing Fundraising - Contributions Management and General	_	209,262 549,418 340,743	_	177,908 427,453 366,033
Total Expenses	\$	2,238,454	\$_	1,752,915
Change in Without Donor Restrictions Net Assets	\$	1,067,743	\$	957,591
Without Donor Restrictions Net Assets at Beginning of Year		15,741,575		14,783,984
TOTAL WITHOUT DONOR RESTRICTIONS NET ASSETS AT END OF YEAR	\$	16,809,318	\$_	15,741,575
WITH DONOR RESTRICTIONS NET ASSETS				
Contributions Major Gifts and Circle Pledges Net Assets Released from Restrictions	\$	8,979 430,900 (793,253)	\$ _	67,811 629,317 (328,955)
Increase (Decrease) in With Donor Restrictions Net Assets	\$	(353,374)	\$	368,173
With Donor Restrictions Net Assets at Beginning of Year		2,016,163		1,647,990
TOTAL WITH DONOR RESTRICTIONS NET ASSETS AT END OF YEAR	\$	1,662,789	\$_	2,016,163
TOTAL NET ASSETS	\$	18,472,107	\$	17,757,738

STATEMENTS OF FUNCTIONAL EXPENSES

JUNE 30, 2019 AND 2018

		2019						
		Programs	Α	dministrative	F	und-Raising		Total
FUNCTIONAL EXPENSES:								
Personnel	\$	153,525	\$	118,852	\$	166,514	\$	438,891
Services		13,710		131,600		346,013		491,323
Grants		854,814		-		-		854,814
Travel		23,063		62,057		86,944		172,064
Supplies		2,953		2,529		27,873		33,355
Occupancy		20,878		16,163		22,645		59,686
Other Operating Expenses	_	70,088	_	9,542	_	108,691	_	188,321
TOTAL EXPENSES	\$_	1,139,031	\$_	340,743	\$_	758,680	\$_	2,238,454

		2018						
		Programs	Α	Administrative		Fund-Raising		Total
FUNCTIONAL EXPENSES:					_			
Personnel	\$	154,642	\$	119,717	\$	182,311	\$	456,670
Services		21,094		140,244		314,378		475,716
Grants		460,665		-		-		460,665
Travel		6,640		68,163		69,478		144,281
Supplies		1,913		5,007		9,154		16,074
Occupancy		21,085		16,323		22,869		60,277
Other Operating Expenses	_	115,482	_	16,579	_	7,171	_	139,232
TOTAL EXPENSES	\$_	781,521	\$_	366,033	\$	605,361	\$_	1,752,915

STATEMENTS OF CASH FLOWS

JUNE 30, 2019 AND 2018

CASH FLOWS FROM OPERATING ACTIVITIES		2019		2018
Change in Without Donor Restrictions Net Assets	\$	1,067,743	\$	957,591
Change in With Donor Restrictions Net Assets		353,374)		368,173
Change in Net Assets	\$	714,369	\$	1,325,764
Adjustments to Reconcile Change in Net Assets to				
Net Cash Provided by (Used in) Operating Activities				
Bad Debt Expense		102,525	(101,625)
Realized (Gain) Loss on Sale of Investments	(288,822)	(786,514)
Unrealized (Appreciation) of Investments	(1,131,836)	(685,809)
(Increase) Decrease				
Unconditional Promises to Give		250,849	(299,219)
Interest and Dividend Receivable	(1,482)	(2,724)
Prepaid Expenses		125,072	(54,679)
Due from Affiliate		29,157	(7,675)
Increase (Decrease)			,	·
Accounts Payable	(9,877)	(2,668)
Due to Affiliate		21,782	(126,077)
Deferred Revenue	(50,000)	į	50,000)
		<u> </u>		<u> </u>
Net Cash Provided by (Used in) Operating Activities	\$ <u>(</u>	238,263)	\$ <u>(</u>	791,226)
CASH FLOWS FROM INVESTING ACTIVITIES				
Proceeds from Sale of Investments	\$	7,239,607	\$	8,957,893
Purchase of Investments		6,951,730)	(8,102,572)
Net Oach Devided by (Head in) by resting Astistics	c	007.077	Φ	055 004
Net Cash Provided by (Used in) Investing Activities	\$	287,877	\$	855,321
NET INCREASE (DECREASE) IN CASH AND EQUIVALENTS	\$	49,614	\$	64,095
Cash and Equivalents at Beginning of Year		515,480		451,385
CASH AND EQUIVALENTS AT END OF YEAR	\$	565,094	\$	515,480

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

NATURE OF ORGANIZATION

AAPD Foundation (the Foundation) is a not-for-profit charitable corporation organized to advance the oral health of infants and children, through adolescence, including those with special health care needs. To achieve this the Foundation, through a variety of fund raising mechanisms, shall raise and disburse funds to support service, education, research and related initiatives utilizing the expertise of pediatric dentists.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

The financial statements of the Foundation have been prepared in accordance with U.S. generally accepted accounting principles ("US GAAP"), which require the Foundation to report information regarding its financial position and activities according to the following net asset classifications:

Net Assets Without Donor Restrictions: Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the organization. These net assets may be used at the discretion of the Foundation's management and board of directors.

Net Assets With Donor Restrictions: Net assets subject to stipulations imposed by donors, and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by the Foundation or the passage of time. Other donor restrictions are perpetual in nature, where by the donor has stipulated the funds be maintained in perpetuity.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the statement of activities.

Contributions are recognized when the donor makes a promise to give to the Foundation that is, in substance, unconditional. All contributions are considered available for unrestricted use unless specifically restricted by the donor. Contributions that are restricted by the donor are reported as increases in with donor restrictions net assets if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in with donor restrictions net assets. When a restriction expires, with donor restrictions net assets are released to without donor restrictions net assets. Receipts and expenditures relating to the silent auction and continuing education courses are reported in the period the event takes place. Expenses are recorded when incurred.

The Foundation uses the allowance method to account for uncollectible unconditional promises to give. The allowance is based on prior years' experience and management's analysis of specific promises.

The carrying amounts for cash and equivalents in the statement of financial position approximate fair value because of the short maturities of those investments. For purposes of the statement of cash flows, cash equivalents include all temporary investments purchased with a maturity of three months or less.

New accounting pronouncement – On August 18, 2016, FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The Foundation has adjusted the presentation of these statements accordingly. The ASU has been applied retrospectively to all periods presented.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

The Foundation maintains their cash and equivalents either in a local financial institution or in nationally known mutual fund money market. The balances in the financial institutions are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. The FDIC does not cover the balances in the mutual fund money markets.

The investments of the Foundation are reported at fair value. The fair value of a financial instrument is the amount that would be received to sell that asset (or paid to transfer a liability) in an orderly transaction between market participants at the measurement date (the exit price).

Purchases and sales of the investments are reflected on a trade-date basis.

Dividend income is recorded on the ex-dividend date. Interest income is recorded on an accrual basis.

The Foundation receives corporate sponsorships in which revenue is recognized when earned.

Fee-for-service revenue consists of tuition for the Advanced Leadership Institute deemed to be in exchange for the benefits of the services provided by the Foundation and is recorded as revenue in the period the services are provided. Tuition fees received in advance of the period of services provided are recorded as deferred revenue.

Deferred revenue consists primarily of funds provided from the Academy in advance of services performed related to a grant agreement. The Foundation also receives fees from individuals prior to attendance at Advanced Leadership Institute sessions. Such amounts are recorded as revenues when the related services are performed.

The presentation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Functional allocation of expenses – The costs of providing programs and other activities have been summarized on a functional basis in the statement of functional expenses. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated and consistently applied include personnel, services, travel, supplies, occupancy and other expenses, which are allocated based on employee hours for specific individuals. The remaining expenses are direct costs of the program and other activities.

The Foundation follows the practice of capitalizing, at cost, all expenditure for property and equipment. Depreciation is computed on a straight-line method over the useful life of the asset. At June 30, 2019, the Foundation has \$52,000 of fully depreciated software.

Certain accounts in the 2018 financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements.

SUBSEQUENT EVENTS

Subsequent events were evaluated through September 23, 2019, which is the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

FEDERAL INCOME TAX

The Foundation is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and is not a private foundation but is an organization described in Section 509(a)(1) and Section 170(b)(1)(A)(vi). During the years ended June 30, 2019 and 2018, the Foundation did not have any unrelated business income or any uncertain tax positions that are material to the financial statements. The Foundation files Form 990, *Return of Organizations Exempt from Tax*, with the Internal Revenue Service (IRS). The Foundation's returns are subject to examination until the applicable statute of limitations expires.

UNCONDITIONAL PROMISES TO GIVE

Unconditional promises to give consist of the following:

	2019		2018
Unconditional Promises to Give Less: Allowance for Doubtful Accounts Unamortized Discount	\$ 1,213,8 (158,9 (46,2	000) (1,465,402 56,375) 46,957)
Total Unconditional Promises to Give	\$1,008,6	<u>96</u> \$_	1,362,070
Amounts due in: Less than One Year One to Five Years	642,7 571,1		819,764 645,638
Total Unrestricted Promises to Give	\$1,213,8	<u>69</u> \$_	1,465,402

Discount rates ranged from 1.01 percent to 2.74 percent for 2019 and 2018.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

INVESTMENTS

Investments are stated at fair value and are comprised of the following:

June 30, 2019	_	Cost	_	Fair Value	_	Cumulative Unrealized Appreciation (Depreciation)
Fixed Income Securities Equity Securities	\$ _	3,410,874 8,550,935	\$ _	3,473,142 13,259,392	\$_	62,268 4,708,457
Total	\$_	11,961,809	\$_	16,732,534	\$_	4,770,725
June 30, 2018						
Fixed Income Securities Equity Securities	\$ 	3,798,028 8,133,453	\$ 	3,705,292 11,894,460	\$ (92,736)
Total	\$_	11,931,481	\$_	15,599,752	\$_	3,668,271

The following schedule summarizes the investment return and its classification in the statement of activities for the years ended June 30, 2019 and 2018, respectively:

		Without Donor Restrictions			
	_	2019		2018	
Investment Income	\$	275,256	\$	224,674	
Realized Gain on Sale of Investments		288,822		786,514	
Unrealized Gain on Investments		1,131,836		685,809	
Investment Expenses		103,728)		78,866)	
Net Investment Income	\$	1,592,186	\$	1,618,131	

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

WITH DONOR RESTRICTIONS NET ASSETS

With donor restrictions net assets at June 30, 2019 and 2018 are as follows:

	 2019	_	2018
Time Restricted	\$ 1,008,697	\$	1,362,071
Purpose Restricted:			
Head Start Program	174,238		174,238
Advanced Leadership	 479,854		479,854
Total With Donor Restrictions Net Assets	\$ 1,662,789	\$_	2,016,163

During the year ended June 30, 2019, \$793,253 of with donor restrictions net assets was released from restriction of which \$793,253 was time restricted. During the year ended June 30, 2018, \$328,955 of with donor restrictions net assets was released from restriction of which \$32,672 was purpose restricted and \$296,283 was time restricted.

RELATED PARTY TRANSACTIONS

The American Academy of Pediatric Dentistry (the "Academy") and the AAPD Foundation (the "Foundation") is related through common management. The Academy provided in-kind office space and staff to the Foundation for the year ended June 30, 2019 of \$266,266 and \$404,000 in 2018. Employees of the Academy make contributions to the Foundation.

AVAILABILITY AND LIQUIDITY

Liquidity expected to be available to meet cash needs for general expenditures within one year, without contractual or donor restrictions consists of the following:

Financial Assets at Year End:	2019	2018
Cash and Equivalents	\$ 565,094	\$ 515,480
Unconditional Promises to Give, Net	1,008,696	1,362,070
Interest and Dividends Receivable	26,769	25,287
Investments	16,732,534	15,599,752
Total Financial Assets	18,333,093	17,502,589
Less Amounts Not Available to be Used Within One Year:		
Donor Advised Investments	3,245,300	2,545,297
Unconditional Promises Collected Not Within One Year	571,103	645,638
Total Not Available to be Used Within One Year	3,816,403	3,190,935
Financial Assets Available to Meet General Expenditures Over the Next Twelve Months	\$ 14,516,690	\$ 14,311,654

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

FAIR VALUE MEASUREMENTS

The Fair Value Measurements and Disclosures Topic of the FASB Accounting Standards Codification established 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). The three levels of the fair value hierarchy are described below:

Basis of Fair Value Measurement

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

The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Foundation believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level within the fair value hierarchy the Foundation's investment assets at fair value as of June 30, 2019 and 2018. As required, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Foundation had no investment assets at fair value classified within Level 3 at June 30, 2019 and 2018.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

			Fair Value Measurements at 6/30/19 Using						
		Total	Quoted Prices In Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)		
Mutual Funds									
Equity Funds	\$	2,606,651	\$ 2,606,651	\$	-	\$	-		
Exchange Traded Funds		308,446	308,446		-		-		
Fixed Income		1,541,753	1,541,753		-		-		
Total Mutual Funds	•	4,456,850	4,456,850		-		-		
Common Stock		10,344,296	10,344,296		-		-		
Real Estate Investment Trust		71,668	71,668		-		-		
U.S. Government Obligation		1,027,485	1,027,485		-		-		
Corporate Fixed Income		832,235	-		832,235		_		
Total	\$	16,732,534	\$ 15,900,299	\$	832,235	\$	-		

			Fair Value Measurements at 6/30/18 Using						
	Total	-	Quoted Prices In Active Markets for Identical Assets (Level 1)		Significant Other Observable Inputs (Level 2)		Significant Unobservable Inputs (Level 3)		
Mutual Funds									
Equity Funds	\$ 1,693,060	\$	1,693,060	\$	-	\$	-		
Exchange Traded Funds	291,927		291,927		-		-		
Fixed Income	2,042,162		2,042,162		-		-		
Total Mutual Funds	4,027,149		4,027,149		-		-		
Common Stock	9,878,522		9,878,522		-		-		
Real Estate Investment Trust	30,951		30,951		-		-		
U.S. Government Obligation	626,737		626,737		-		-		
Corporate Fixed Income	1,036,393	_	_		1,036,393				
Total	\$ 15,599,752	\$	14,563,359	\$	1,036,393	\$	-		

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2019 AND 2018

FAIR VALUE MEASUREMENTS (CONTINUED)

Level 1 Measurements

Common stock and most U.S. Government obligations are traded in active markets on national and international securities exchanges and are valued at closing prices on the last business day of each period presented.

The fair value of the mutual funds is determined by reference to the funds' underlying assets, which are principally marketable equity and fixed income securities. Shares held in mutual funds are traded on national securities exchanges and are valued at the net asset value as of the last business day of each year.

Level 2 Measurements

Corporate fixed income securities are generally valued by benchmarking model-derived prices to quoted market prices and trade data for identical or comparable securities. To the extent that quoted prices are not available, fair value is determined based on a valuation model that includes inputs such as interest rate yield curves and credit spreads. Securities traded in markets that are not considered active are valued based on quoted market prices, broker or dealer quotations, or alternative pricing sources with reasonable levels of price transparency. Securities that trade infrequently and therefore have little or no price transparency are valued using the investment manager's best estimates.

The fair value of the Organization's investments in corporate fixed income bonds was \$832,235 and \$1,036,393 at June 30, 2019 and 2018, respectively. For the years ended June 30, 2019 and 2018, these bonds had a weighted-average coupon rate of 3.141% and 2.996% and weighted-average maturity of 2.15 and 3.62, years, respectively.

COMMITMENTS

The Foundation has entered into contracts for services and accommodations for future seminars. These contracts may include penalty clauses which would require the payment of certain amounts if events were to be canceled or guarantees for room blocks are not fulfilled.

The Foundation enters into agreements with organizations to help children receive the proper dental care they need. These agreements are conditional on completion of future events and requirements, and represents future disbursements. The Foundation is committed to the following disbursements provided future conditions are met:

Year ending June 30, 2020

\$ 600,000