FINANCIAL STATEMENTS

WITH INDEPENDENT AUDITOR'S REPORT THEREON

YEARS ENDED JUNE 30, 2019 AND 2018

TABLE OF CONTENTS

	PAGE
Independent Auditor's Report	1
Financial Statements -	
Statements of Financial Position	2
Statements of Activities	3 - 4
Statements of Functional Expenses	5 - 6
Statements of Cash Flows	7
Notes to Financial Statements	8 - 15

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of STARability Foundation, Inc. Naples, Florida

We have audited the accompanying financial statements of STARability Foundation, Inc. (a not-for-profit corporation), 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 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.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of STARability Foundation, Inc. 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.

Rogus Wood Hill Starman & Dustason, P.G.

ROGERS WOOD HILL STARMAN & GUSTASON, P.A

Certified Public Accountants & Advisors

November 13, 2019

STATEMENTS OF FINANCIAL POSITION JUNE 30, 2019 AND 2018

ASSETS

		2019		2018
Cash and cash equivalents	\$	700,236	\$	603,167
Investments		1,050,628		1,016,269
Grants receivable		90,000		11,250
Other receivables		3,648		2,032
Prepaid expenses		61,940		25,948
Deposits		12,223		1,500
Beneficial interest in assets held by Community Foundation		99,408		94,579
Property and equipment, net		71,758		46,126
Total assets	\$	2,089,841	\$	1,800,871
LIABILITIES AND NET ASSETS	<u>.</u>			
Accounts payable and accrued expenses	\$	13,631	\$	13,032
Deferred revenue		12,665		5,080
Prepaid membership dues		3,610		7,535
Total liabilities		29,906		25,647
Net assets				
Without donor restrictions				
Undesignated		713,135		1,465,607
Board designated operating reserve		900,000		_
Total unrestricted net assets		1,613,135		1,465,607
With donor restrictions				
Purpose restrictions		446,800		309,617
Total restricted net assets		446,800		309,617
Total net assets		2,059,935	P	1,775,224
Total liabilities and net assets	\$	2,089,841	\$	1,800,871

STARability Foundation, Inc. STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2019

	Without Restric		 th Donor strictions		Total
SUPPORT AND REVENUE:					
Contributions	\$ 10	06,514	\$ 148,774	\$	255,288
Special events	76	59,497	-		769,497
Program income	2	27,692	114,370		142,062
Grant income		-	175,000		175,000
Membership fees	2	23,435	_		23,435
Investment return, net		55,695	 -		55,695
Total support and revenue before net					
assets released from restrictions	98	32,833	438,144		1,420,977
Net assets released from restrictions	30	00,961	 (300,961)		-
Total support and revenue	1,28	33,794	 137,183		1,420,977
EXPENSES:					
Program services	61	13,425	-		613,425
Management and general		36,543	-		136,543
STAR Store	1	10,282	_		10,282
Fundraising		76,016	 _		376,016
Total expenses	1,13	36,266	 -		1,136,266
CHANGE IN NET ASSETS	14	17,528	137,183		284,711
NET ASSETS - BEGINNING OF YEAR	1,46	65,607	 309,617		1,775,224
NET ASSETS - END OF YEAR	\$ 1,61	13,135	\$ 446,800	_\$_	2,059,935

STARability Foundation, Inc. STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2018

	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT AND REVENUE:			
Contributions	\$ 171,773	\$ 22,716	\$ 194,489
Special events	515,115	, -	515,115
Program income	21,060	22,993	44,053
Grant income	, -	15,000	15,000
Membership fees	16,910	-	16,910
Investment return, net	28,373	_	28,373
Total support and revenue before net			
assets released from restrictions	753,231	60,709	813,940
Net assets released from restrictions	121,964	(121,964)	
Total support and revenue	875,195	(61,255)	813,940
EXPENSES:			
Program services	457,885	_	457,885
Management and general	108,868	-	108,868
Fundraising	233,082	-	233,082
Total expenses	799,835	-	799,835
CHANGE IN NET ASSETS	75,360	(61,255)	14,105
NET ASSETS - BEGINNING OF YEAR	1,390,247	370,872	1,761,119
NET ASSETS - END OF YEAR	\$ 1,465,607	\$ 309,617	\$ 1,775,224

STARability Foundation, Inc. STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED JUNE 30, 2019

	Progr	ram Services	nagement d General	ST.	AR Store	_Fu	ındraising	 Total
Salaries, benefits and taxes	\$	333,601	\$ 56,270	\$	4,019	\$	8,039	\$ 401,929
Event expenses		-	_		-		256,332	256,332
Office and administration		95,803	31,934		1,774		47,901	177,412
Professional fees		25,991	33,268		_		44,704	103,963
Program expenses		74,628	-		-		1,523	76,151
Occupancy		41,046	5,131		4,489		13,468	64,134
Insurance		22,824	9,940		-		4,049	36,813
Depreciation		19,532	 -		-			 19,532
Total expenses	\$	613,425	\$ 136,543	\$	10,282	\$_	376,016	\$ 1,136,266

STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2018

			Ma	nagement			
	Progr	ram Services	and	d General	Fı	indraising	Total
Salaries, benefits and taxes	\$	255,623	\$	54,320	\$	9,586	\$ 319,529
Event expenses		-		-		172,032	172,032
Office and administration		51,834		22,215		31,736	105,785
Professional fees		36,739		20,993		17,244	74,976
Program expenses		64,373		_		-	64,373
Occupancy		22,975		5,588		2,484	31,047
Insurance		12,222		5,752		-	17,974
Depreciation		14,119		-		-	14,119
Total expenses		457,885	\$	108,868	\$	233,082	\$ 799,835

STARability Foundation, Inc. STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2019 AND 2018

		2019		2018	
CASH FLOWS FROM OPERATING ACTIVITIES:		· .			
Change in net assets	\$	284,711	\$	14,105	
Adjustments to reconcile change in net assets to net cash					
provided by operating activities:					
Depreciation		19,532		14,119	
(Increase)/decrease in:					
Accounts receivable		(80,366)		(2,890)	
Prepaid expenses		(35,992)		(9,277)	
Deposits		(10,723)		-	
Increase/(decrease) in:					
Accounts payable and accrued expenses		599		5,710	
Deferred revenue		7,585		4,950	
Prepaid membership dues		(3,925)		6,600	
Net cash provided by operating activities		181,421		33,317	
CASH FLOWS FROM INVESTING ACTIVITIES:					
Reinvested interest and investment income, net		(39,188)		62,677	
Purchase of property and equipment		(45,164)		-	
Net cash provided/(used) by investing activities	***********	(84,352)		62,677	
NET CHANGE IN CASH AND CASH EQUIVALENTS		97,069		95,994	
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR		603,167		507,173	
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	700,236	\$	603,167	

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

STARability Foundation, Inc. (the "Organization") was organized under the laws of the State of Florida on June 13, 1983 as a non-profit corporation. The Organization's mission is to transform the lives of individuals with disabilities through social, vocational and educational connections to the community, while strengthening awareness and respect for individual abilities.

Basis of Accounting

The accounts of the Organization are maintained, and the accompanying financial statements have been prepared, on the accrual basis of accounting. Accordingly, revenues are recognized when earned and expenses are recorded when incurred.

Financial Statement Presentation

The financial statements and notes are a representation of the Organization's management who is responsible for their integrity and objectivity. The accounting policies conform to the basis of accounting defined above and have been consistently applied in the preparation of the financial statements.

Net Assets

Net assets, revenues, gains and losses are classified based on the existence or absence of donor or grantor imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions - Net assets available for use in general operations and not subject to donor restrictions. The governing board has designated, from net assets without donor restrictions, net assets for an operating reserve and board-designated endowment.

Net Assets With Donor Restrictions - Net assets subject to donor imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulated that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Organization considers all unrestricted bank and similar deposits, demand accounts, money market funds and short-term investments with an original maturity of three months or less to be cash equivalents, except those held for long-term investment. The Organization maintains bank accounts with balances, which, at times may exceed federally insured limits. The Organization believes it is not exposed to any significant credit risk on cash.

Revenue Recognition

All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Contributions received with donor restrictions that limit the use of donated assets are treated as net assets with donor restrictions. When the restriction is met, net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

Promises to Give

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 become unconditional.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Donated Assets and Contributed Services

Donations of investments and non-monetary assets are recorded at fair market value on the date donated. Members of the Organization provide substantial amounts of volunteer time in support of the Organization and its programs. However, the volunteer hours are not reflected in the financial statements since the services do not meet the criteria for recognition.

Investments and Investment Income

The Organization accounts for investments in accordance with the "Investments" topic of the FASB ASC. This standard requires investments in equity and debt securities be reported at fair value. Fair value is based on the quoted market price. Realized and unrealized gains or losses on investments are reflected in the statement of activities.

Investments are carried at fair market value. Both realized and unrealized gains and losses are included in the change in net assets and recorded as investment income. Investment income from donor restricted investments is recorded as unrestricted income if restrictions are met in the same reporting period.

Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is possible that changes in the value of investment securities will occur in the near term, and such changes could materially affect the amounts reported on the statement of financial position.

Fair Value of Financial Instruments

The "Financial Instruments" topic of the FASB ASC clarifies the definition of fair value for financial reporting, establishes a framework for measuring fair value and requires additional disclosure about the use of fair value measurements in an effort to make the measurement of fair value more consistent and comparable.

The Organization's financial instruments consist of cash and cash equivalents, investments, receivables and payables. The Organization estimates that the fair value of all financial instruments at June 30, 2019 and 2018 do not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying statements of financial position.

Property and Equipment

Property and equipment is recorded at cost, or if donated, at fair market value on the date of donation for items with a cost or donated fair value of \$500 or more. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Components of property and equipment of the Organization are estimated to have a useful life of five years.

Support and Revenues

The Organization receives its support primarily from the community, local not-for-profit agencies and grants. Revenues are recorded as support when pledged if the contribution is unconditional and without any donor contingencies.

Deferred Revenue

The collection of dues, receipt of fees for services, and sale of event tickets are recognized in the period in which the income becomes earned.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Functional Expenses

The Organization allocates its expenses on a functional basis among its various program and supporting services. Expenses that can be identified with a specific program service are allocated directly to the program according to their natural expenditure classification. Non-direct expenses are allocated using a reasonable method determined by management.

Income Taxes

The Internal Revenue Service has determined that the Organization is exempt from income taxes under the provisions of Internal Revenue Code Section 501(c)(3). The Internal Revenue Code provides for taxation of unrelated business income under certain circumstances. The Organization reports no unrelated business taxable income; however, such status is subject to final determination upon examination of the related tax returns by the appropriate taxing authorities. Accordingly, no provision for income taxes has been made in these financial statements.

The Organization is in compliance with the income tax standard regarding the recognition and measurement of uncertain tax positions. This guidance clarifies the accounting for uncertainty in income taxes recognized in an organization's financial statements. The tax returns for the fiscal years ending June 30, 2016 through June 30, 2018 are open to examination by the IRS.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

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.

Change in Accounting Principle

On August 18, 2016, FASB issued Accounting Standards Update(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 lack of consistency in the type of information provided about expenses and investment return. The Organization has implemented ASU 2016-14 and has adjusted the presentation in these financial statements accordingly.

NOTE 2 - LIQUIDITY AND AVAILABILITY

The Organization routinely monitors liquidity to meet its operating needs and other contractual commitments. The Organization considers all expenditures related to its ongoing activities. In addition to financial assets available to meet general expenditures, the Organization operates with a balanced operating budget and anticipates collecting sufficient revenue to cover general expenditures not covered by donor-restricted resources.

NOTE 2 - LIQUIDITY AND AVAILABILITY - continued

The Organization's financial assets available within one year of the balance sheet date for general expenditures are as follows:

Cash and cash equivalents	\$ 700,236
Investments	150,628
Grants receivable	90,000
Other receivables	3,648
Beneficial interest in assets held by others	 99,408
	\$ 1,043,920

Although the Organization does not intend to spend funds from the board-designated investments of \$900,000 (other than amounts appropriated for expenditure as approved by the Board of Directors), these amounts could be made available if necessary.

NOTE 3 - INVESTMENTS

Investments, at fair value, without donor restrictions, consist of the following:

		2019					2018			
	Cost		Fair Market Value		Cost		Fair Market Value			
Cash and cash equivalents	\$	46,237	\$	46,287	\$	25,933	\$	25,933		
Equity		511,854		581,792		491,268		550,328		
Fixed income		369,385		367,905		401,417		387,069		
Real estate		52,957		54,644		53,736		52,939		
	\$	980,433	\$	1,050,628	\$	972,354	\$	1,016,269		

Investment return, net, consists of the following:

	 2019		2018
Interest and dividends	\$ 38,855	\$	37,644
Gains and losses	27,718		(337)
Investment management fees	 (10,878)		(8,934)
	\$ 55,695	\$	28,373

NOTE 4 - FAIR VALUE MEASUREMENTS

The Organization measures fair value as set forth in the Statement of Financial Accounting Standard FASB ASC 820, "Fair Value Measurements." FASB ASC 820 applies to reported balances that are required or permitted to be measured at fair value under an existing accounting pronouncement. FASB ASC 820 emphasizes that fair value is a market-based measurement, not an entity-specific measurement. Therefore, a fair value measurement should be determined based on the assumptions that market participants would use in pricing the asset or liability and establishes a fair value hierarchy. The fair value hierarchy consists of three levels of inputs that may be used to measure fair value as follows:

Level 1 - Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that the Organization has the ability to access.

NOTE 4 - FAIR VALUE MEASUREMENTS - continued

- Level 2 Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics or discounted cash flows.
- Level 3 Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

The following are the major categories of assets measured at fair value on a recurring basis during the year ended June 30, 2019 and 2018:

				20	19		
		Level 1	Le	evel 2	I	Level 3	Total
Mutual funds:	***************************************						
Cash and cash equivalents	\$	46,287	\$	-	\$	_	\$ 46,287
Equity		581,792		-		_	581,792
Fixed income		367,905		_		_	367,905
Real estate		54,644		-		-	54,644
Beneficial interest in assets held							
by Community Foundation		-		-		99,408	99,408
	\$	1,050,628	\$		\$	99,408	\$ 1,150,036
				20	18		
		Level 1	Le	evel 2	I	Level 3	Total
Mutual funds:							
Cash and cash equivalents	\$	25,933	\$	-	\$	-	\$ 25,933
Equity		550,328		_		_	550,328
Fixed income		387,069		_		_	387,069
Real estate		52,939		_		-	52,939
Beneficial interest in assets held							
by Community Foundation		-		-		94,579	94,579
	\$	1,016,269	\$	_	\$	94,579	\$ 1,110,848

NOTE 5 - PROPERTY AND EQUIPMENT, NET

Property and equipment, net consists of the following at June 30, 2019 and 2018:

	2019	20)18
Furniture and fixtures	\$ 5	5,687 \$	2,418
Vehicles	112	2,489	70,594
	118	8,176	73,012
Less: accumulated depreciation	(46	6,418)	(26,886)
Total	\$ 71	1,758 \$	46,126

Depreciation expense for the years ended June 30, 2019 and 2018, was \$19,532 and \$14,119, respectively.

NOTE 6 - BENEFICIAL INTEREST IN ASSETS HELD BY COMMUNITY FOUNDATION

The Community Foundation of Collier County (CFCC) maintains an agency endowment (the "STARability Foundation Endowment Fund") for the benefit of the Organization. The Organization has granted CFCC's Board of Directors variance power which gives CFCC the power to modify any condition or restriction on its distributions for any specified charitable purpose or to any specified organization if, in the sole judgement of CFCC's Board of Directors, such restriction or condition becomes unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the community. The invested assets are subject to CFCC investment and spending policies. Invested assets are reported at fair value in the statements of financial position. Changes in the value of assets held by CFCC are reported as investment income in the statements of activities.

Assets held by CFCC for the benefit of the Organization are invested in pooled funds managed by Colonial Consulting. At June 30, 2019, the funds were invested in equity securities (60%) and fixed income securities (40%).

The changes of the Agency Fund for the years ended June 30, 2019 and 2018 are as follows:

	 2019	2018
Community Foundation endowment, beginning balance	\$ 94,579	\$ 5,393
Principal additions	-	88,673
Loss on sale of stocks contributed	-	(2)
Realized gains and losses	(8)	(284)
Unrealized gains and losses	3,107	(382)
Interest and dividends	2,485	1,487
Investment management fees	 (755)	(306)
Community Foundation endowment, ending balance	\$ 99,408	\$ 94,579

NOTE 7 - NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted for the following purposes at June 30, 2019 and 2018:

	 2019		2018	
Trailblazer Academy	\$ 409,277	\$	309,617	
STAR Store	 37,523			
	\$ 446,800	\$	309,617	

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose specified by the donors as follows for the year ended June 30, 2019 and 2018:

	 2019		2018	
Trailblazer Academy expenses	\$ 288,553	\$	121,964	
STAR Store expenses	 12,408			
	\$ 300,961	\$	121,964	

NOTE 8 - SPECIAL EVENTS

Revenues and expenses from the Organization's special events are as follows:

				2019		
	F	Revenue				Excess
Event	Recognized		ized Cost of Event		Revenues	
Gala	_\$	769,497	\$	256,332	\$	513,165
Totals	\$	769,497	\$	256,332	\$	513,165
	2018					
	Revenue					Excess
<u>Event</u>	Re	ecognized	Cos	t of Event	<u>R</u>	evenues
Gala	\$	491,435	\$	159,951	\$	331,484
Golf tournament		23,680		12,081		11,599
Totals	\$	515,115	\$	172,032	\$	343,083

NOTE 9 - COMMITMENTS

Administrative Offices Lease Agreement

In September 2018, the Organization (the "Lessee") entered into a lease agreement for its administrative offices with a three-year term commencing December 1, 2018 and ending November 30, 2021. The Lessee shall have the option to renew the lease for an additional two-year term. The lease requires monthly payments of \$4,333 ("Base Rent") plus applicable sale tax and reimbursement of common area expenses incurred by the lessor. On the first month of the second year and each year thereafter, the base rent shall increase by 3%.

Minimum future annual rental payments are as follows:

Year Ending June 30,	Amount
2020	\$ 53,560
2021	55,167
	\$ 108,727

Thrift Store Lease Agreement

On May 15, 2019, the Organization entered into a lease agreement for its thrift store (STAR Store) with a two-year term ending on May 15, 2021. The lease requires monthly payments of \$1,443 ("Base Rent") for year one and \$1,486 for year two, plus applicable sale tax and reimbursement of common area expenses incurred by the lessor.

Minimum future annual rental payments are as follows:

Year Ending June 30,	A	Amount
2020	\$	17,402
2021		16,346
	\$	33,748

NOTE 10 - RETIREMENT PLAN

The Organization has a 401(k) Profit Sharing Plan for the benefit of its salaried employees. The Organization matches up to 3% of the salaries of the eligible employees. For the years ended June 30, 2019 and 2018, profit sharing expense totaled \$3,310 and \$3,000, respectively.

NOTE 11 - CONCENTRATION OF CREDIT RISK - CASH DEPOSITS IN EXCESS OF INSURED LIMITS

The Organization maintains cash balances at one financial institution. Accounts are insured by the Federal Deposit Insurance Corporation up to \$250,000. At June 30, 2019, the Organization's uninsured cash balances totaled \$403,775.

NOTE 12 - LINE OF CREDIT

On February 25, 2019, the Organization entered into a discretionary demand line of credit agreement with a financial institution in the amount of \$200,000. As of June 30, 2019, there were no amounts outstanding.

NOTE 13 - RELATED PARTY TRANSACTIONS

The Organization received \$89,440 and \$71,275 in contributions from Board members during the years ended June 30, 2019 and 2018, respectively.

NOTE 14 - CONCENTRATION OF REVENUE

During the year ended June 30, 2019 and 2018, 54% and 60% of the Organization's funding was provided by it's annual Gala fundraising event.

NOTE 15 - SUBSEQUENT EVENTS

Subsequent events were evaluated through November 13, 2019, which is the date the financial statements were available to be issued.