# MARINE CORPS – LAW ENFORCEMENT FOUNDATION, INC.



# Financial Statements (Together with Independent Auditors' Report)

December 31, 2018 and 2017



ACCOUNTANTS & ADVISORS

### MARINE CORPS - LAW ENFORCEMENT FOUNDATION, INC.

### FINANCIAL STATEMENTS (Together with Independent Auditors' Report)

### YEARS ENDED DECEMBER 31, 2018 AND 2017

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#### INDEPENDENT AUDITORS' REPORT

To The Board of Directors

Marine Corps – Law Enforcement Foundation, Inc.

We have audited the accompanying financial statements of Marine Corps – Law Enforcement Foundation, Inc. (The "Foundation"), which comprise the statements of financial position as of December 31, 2018 and 2017, 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.

#### Auditors' 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 of 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 auditors' 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 auditors consider 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 Marine Corps – Law Enforcement Foundation, Inc. as of December 31, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.



#### **Emphasis of Matter**

As discussed in Note 2 to the financial statements, during the year ended December 31, 2018, the Foundation adopted Accounting Standards Update 2016-14, "Not-for-Profit Entities." Our opinion is not modified with respect to this matter.

Purchase, New York

June 18, 2019



### MARINE CORPS - LAW ENFORCEMENT FOUNDATION, INC. STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2018 AND 2017

400570		2018		2017
ASSETS CURRENT ASSETS				
Cash and cash equivalents	\$	906 104	Φ.	004 440
Restricted cash - held for others	Φ	806,124	\$	231,116
Promises to give receivable		400.074		372,150
Investments		198,371		167,302
Prepaid rent		14,139,605		14,417,584
TOTAL CURRENT ASSETS	_	14,500		20,925
TOTAL CORRENT ASSETS		15,158,600		15,209,077
OTHER ASSETS				
Security deposit	-	750		750
TOTAL ASSETS	\$	15,159,350	\$	15,209,827
LIABILITIES CURRENT LIABILITIES Accrued expenses Deferred revenue Amounts held for others	\$	3,678 34,000	\$	3,381 25,000 372,150
TOTAL CURRENT LIABILITIES		37,678		400,531
COMMITMENTS AND CONTINGENCIES (Note 8)				
NET ASSETS				
Without donor restrictions	9	15,121,672		14,809,296
TOTAL NET ASSETS	1)}	15,121,672		14,809,296
TOTAL LIABILITIES AND NET ASSETS	\$	15,159,350	\$	15,209,827

### MARINE CORPS - LAW ENFORCEMENT FOUNDATION, INC. STATEMENTS OF ACTIVITIES YEARS ENDED DECEMBER 31, 2018 AND 2017

NET ASSETS WITHOUT DONOR RESTRICTIONS:	2018	2017
OPERATING REVENUE AND SUPPORT:		
Contributions Special events (net of direct benefit costs of	\$ 1,291,795	\$ 2,617,012
of \$820,469 in 2018 and \$849,747 in 2017) Investment (loss) income, net	1,900,504 (35,583)	1,562,439 1,102,606
	3,156,716	5,282,057
Net Assets Released From Restrictions:	-	100,000
TOTAL REVENUE AND SUPPORT	3,156,716	5,382,057
OPERATING EXPENSES: Program services:		
Grants and scholarships Supporting services	2,664,067	2,800,542
Management and general	125,004	133,946
Other fundraising	55,269	49,667
TOTAL EXPENSES	2,844,340	2,984,155
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS	312,376	2,397,902
NET ASSETS WITH DONOR RESTRICTIONS:		
Net assets released from restrictions	21	(100,000)
CHANGE IN NET ASSETS WITH DONOR RESTRICTIONS:		(100,000)
TOTAL CHANGE IN NET ASSETS	312,376	2,297,902
NET ASSETS, BEGINNING	14,809,296	12,511,394
NET ASSETS, ENDING	\$ 15,121,672	\$ 14,809,296

### MARINE CORPS - LAW ENFORCEMENT FOUNDATION, INC. STATEMENTS OF FUNCTIONAL EXPENSES YEARS ENDED DECEMBER 31, 2018 AND 2017

#### Year Ended December 31, 2018

	Program Services		nagement I General	Other ndraising	Total
Scholarships	\$ 2,397,508	\$		\$ -	\$ 2,397,508
Humanitarian Aid	132,652		-	-	132,652
Medical Aid	75,415		-	_	75,415
General and Administrative	-		13,683	9	13,683
Office Rent & Expenses	6,173		8,344	-	14,517
Salaries	42,500		42,500		85,000
Printing & Reproduction		¥:	-	30,306	30,306
Professional Fees	-		45,291	-	45,291
Postage & Delivery	2,119		2,119	4,661	8,899
Information Technology	4,395		8,791	-	13,186
Meeting & Conferences	-			5,856	5,856
Educational & Promotional			-	14,446	14,446
Payroll Tax Expense	3,305		3,306	-	6,611
Other Fundraising Expenses	-			-	
Other Operating Expenses			970	-	970
Total	\$ 2,664,067	\$	125,004	\$ 55,269	\$ 2,844,340

#### Year Ended December 31, 2017

, 2011	Program Services	Management and General	Other Fundraising	Total
Scholarships	\$ 2,552,865	\$	\$ -	\$ 2,552,865
Humanitarian Aid	197,942		-	197,942
General and administrative	6,601	19,422	-	26,023
Office Rent & Expenses	-	9,901		9,901
Salaries	40,000	40,000	-	80,000
Professional Fees	-	43,725	-	43,725
Printing & Reproduction		-	45,888	45,888
Postage & Delivery	-	1,204		1,204
Information Technology		7,661	-	7,661
Payroll Tax Expense	3,134	3,130	22	6,264
Other Fundraising Expenses	-	-	3,779	3,779
Other Operating Expenses	-	6,635		6,635
Miscellaneous Fees		2,268		2,268
Total	\$ 2,800,542	\$ 133,946	\$ 49,667	\$ 2,984,155

# MARINE CORPS - LAW ENFORCEMENT FOUNDATION, INC. STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2018 AND 2017

	 2018	_	2017
CASH FLOWS FROM OPERATING ACTIVITIES			
Change in net assets	\$ 312,376	\$	2,297,902
Adjustments to reconcile change in net assets			
to net cash provided by operating activities:			
Realized and unrealized loss (gain) on investments	266,559		(845,160)
Donated investments	(72,321)		(608,065)
Changes in Operating assets and liabilities			Homen Course
Promises to give	(31,069)		(52,759)
Prepaid rent	6,425		68,228
Accrued expenses	297		401
Deferred revenue	 9,000		25,000
Total Adjustments to Net Assets	 178,891		(1,412,355)
Net Cash Provided by Operating Activities	 491,267		885,547
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from sale of investments	24,829,358		10,356,502
Purchase of investments	 (24,745,617)	-	(12,413,493)
Net Cash Provided by (Used in) Investing Activities	 83,741		(2,056,991)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	575,008		(1,171,444)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	 231,116		1,402,560
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 806,124	\$	231,116

#### **NOTE 1 - FOUNDATION AND NATURE OF ACTIVITIES**

The Marine Corps - Law Enforcement Foundation, Inc. (the "Foundation") is a voluntary health and welfare organization incorporated in the State of New Jersey on February 16, 1996 pursuant to the provisions of Title 15A of the New Jersey Non-Profit Act. The Foundation's revenues and support are derived from special events and contributions from the general public.

The Foundation was organized to provide scholarships and humanitarian aid to the children of active, reserve and former United States Marines, as well as children of persons associated with federal, state or local law enforcement, particularly those killed or injured in the line of duty. It is not a membership organization and no compensation is paid to its trustees, officers, directors or other private persons.

During 2003, the Foundation also provided scholarships to children of those killed in active duty serving with coalition forces in both Afghanistan and Iraq regardless of their nationality.

#### NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting - The financial statements of the Foundation have been prepared in accordance with accounting principles generally accepted in the United States of America ("GAAP"). This basis of accounting includes the application of accrual accounting; consequently, revenues and gains are recognized when earned, and expenses and losses are recognized when incurred.

#### B. Basis of Presentation - Net Assets

The Foundation's financial statements are presented in accordance with Financial Accounting Standards Board ("FASB") guidance on reporting information regarding its financial position and activities for not-for-profit organizations. Under that guidance, the Foundation is required to report information regarding its net assets and revenues, gains, and losses based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Foundation and changes therein are classified and reported as follows:

- Without donor restrictions Net assets that are not subject to donor-imposed stipulations, including board designated funds functioning as endowment.
- With donor restrictions Net assets subject to donor-imposed stipulations, including stipulations
  that will be met either by actions of the Foundation or the passage of time, stipulations that they
  be maintained permanently by the Foundation, and net assets from endowments not yet
  appropriated for spending. When time and purpose restrictions expire, net assets with donor
  restrictions are reclassified to net assets without donor restrictions.

Expenses are reported as decreases in net assets without donor restrictions. Gains and losses on investments and other assets or liabilities are reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulation or by law. Expirations of restrictions on net assets (i.e., the donor stipulated purpose has been fulfilled, the stipulated time period has elapsed, or endowment earnings are appropriated) are reported as net assets released from restrictions.

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

- C. Cash and Cash Equivalents Cash equivalents includes all cash balances and highly liquid debt instruments with a maturity of three months or less when acquired.
- D. Investments And Fair Value Measurements Investments with readily determinable fair values are measured at fair value in the accompanying statements of financial position. Unrealized gains and losses are recognized as changes in net assets in the period in which they occur, and investment income is recognized as revenue in the period earned. Fair value measurements are based on the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. In order to increase consistency and comparability in fair value measurements, a fair value hierarchy prioritizes observable and unobservable inputs used to measure fair value into three levels as described in Note 5.

Realized and unrealized gains and losses on investments are included in the statements of activities, net of direct investment expenses as net assets without restrictions unless the income or loss is restricted by donor or law.

Investments in marketable securities that were donated are recorded at fair value at the date of receipt.

The Foundation's investments include a variety of investment securities. The fair values reported in the statements of financial position are subject to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in fair value of investment securities, it is reasonably possible that the amounts reported in the accompanying statements of financial position could change materially in the near term.

- **E. Promise to Give -** Unconditional promises to give cash and other assets to the Foundation are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the gift is received.
- F. Contributions All contributions are recognized as support without donor restrictions unless their use is specifically restricted by the donor. When a donor restriction expires, the stipulated time restriction ends or the purpose of the restriction is accomplished, net assets are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions. Amounts received that are designated for future periods or restricted by the donor for specific purposes are recognized as support with donor restrictions that increase those net asset classes.
- G. Donated Services The Foundation records donated services in the accompanying financial statements when such services require specialized skills, are susceptible to objective measurement or valuation and the services would normally have been paid for had they not been donated.

Donated services have not been recorded in the accompanying financial statements since no objective basis is available to measure the value of such services. Nevertheless, a substantial number of volunteers have donated significant amounts of their time in the Foundation's fund-raising campaign.

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

H. Functional Allocation of Expenses – The costs of program and supporting services activities have been summarized on a functional basis in the statements of activities. The statements of functional expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that are consistently applied. The expenses that are allocated include occupancy, which are allocated on a square footage basis, as well as salaries and wages, employee benefits and payroll taxes, which are based on time and effort within each functional area. Postage and shipping, and bank charges are based on expenses tracked by account across functions. Supplies, office and computer expenses and telephone are based on staff usage.

I. Income Taxes – An exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code was granted. The Foundation has been classified as a publicly supported organization described in Section 509(c)(1) and 170(b)(1)(A)(VI) of the Internal Revenue Code and qualifies for the 50% charitable contribution deduction for individual donors.

The Foundation follows FASB Accounting Standards Codification ("ASC") Topic 740, which provides standards for establishing and classifying any tax provisions for uncertain tax positions.

J. Recent Accounting Pronouncements – FASB Accounting Standards Update ("ASU") 2016-14, "Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements of Not-for-Profit Entities" and ASU 2016-18 "Statement of Cash Flows". ASU 2016-14 provides for a number of changes including the presentation of two classes of net assets and enhanced disclosure of liquid resources and expense allocation.

ASU 2016-18 requires that restricted cash be included with cash and cash equivalents on the accompanying statements of cash flows. The Foundation is currently evaluating the impact of ASU 2016-18 but does not believe the impact will be material. The ASU is required to be adopted for the year ended December 31, 2019.

The FASB has issued standards that the Foundation must consider for adoption over the next two years. Those standards include the following: 1) Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made effective for the year ended December 31, 2019; which aims to assist entities in evaluating whether contributions should be accounted for as contributions or exchange transactions and determination as to whether a contribution is conditional, and 2) Leases, effective for the year ended December 31, 2020, which aims 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. The Foundation is currently evaluating the impact of the adoption of these standards on its financial statements.

#### NOTE 3 - LIQUIDITY AND AVAILABILITY OF RESOURCES FOR GENERAL EXPENDITURES

The Foundation regularly monitors liquidity required to meet its operating needs, while also striving to maximize the investment of its available funds. The Foundation has various sources of liquidity at its disposal, including cash and cash equivalents and marketable debt and equity securities. For purposes of analyzing resources available to meet general expenditures over a 12-month period, the Foundation considers all expenditures related to its ongoing activities as well as services undertaken to support those activities to be general expenditures.

In addition to financial assets available to meet general expenditures over the next 12 months, the Foundation anticipates collecting sufficient revenue through its annual gala event, delegation participation fees, and other contributions to cover general expenditures not covered by donor-restricted resources. Refer to the statements of cash flows, which identifies the sources and uses of the Foundation's cash and shows positive cash generated by operations for the year ended December 31, 2018.

As of December 31, 2018, the Foundation's financial assets available for general expenditure, and are available to the Foundation over the next twelve months that is, without donor or other restrictions that limit their use, within one year of the statement of financial position date, comprise the following:

Cash and cash equivalents	\$ 806,124
Promises to Give	198,371
Investments	14,139,605
	\$15,144,100

#### **NOTE 4 - INVESTMENTS**

The following table represents the carrying value of investments as of December 31, 2018 and 2017:

	2018	<u>2017</u>
Total investments	\$ 14,139,605	\$14,417,584

Investment income is comprised of the following for the years ended December 31,

	<u>2018</u>	<u>2017</u>
Interest and dividend income Realized and unrealized gain (loss) on investments	\$ 233,114 (266,559)	\$ 258,968
Investment fees	(2,138)	845,160 (1,522)
	\$ (35,583)	\$1,102,606

#### NOTE 5 - FAIR VALUE MEASUREMENTS

FASB guidance provides the framework for measuring fair value. That framework provides 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 levels of the fair value hierarchy under the codification are described as follows:

Level 1 – Inputs are unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.

Level 2 – Inputs are adjusted quoted prices for similar assets and liabilities in markets that are not active, inputs other than quoted prices that are observable, and inputs derived from or corroborated by observable market data. Digital assets that are valued using pricing obtained from online exchanges that comply with federal and state licensing requirements and publish all transaction prices and volume publicly.

Level 3 – Inputs are significant unobservable inputs which reflect the reporting entity's own estimates on assumptions market participants would use in pricing the asset or liability based on the best available information.

Any asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. There have been no changes in the methodologies used to value the assets for periods presented in these financial statements.

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

#### NOTE 5 - FAIR VALUE MEASUREMENTS (CONTINUED)

Financial assets carried at fair value as of December 31, 2018 are classified in the table as follows:

		Level 1	1	Level 2	Le	vel 3	Total
ASSETS CARRIED AT FAIR VAL	.UE						
Investments:							
Treasury notes	\$	7,666,787	\$		\$	-	\$ 7,666,787
Mortgage-backed securities		83,337		9		-	83,337
Marketable equity securities		4,022,372		7.5		-	4,022,372
Mutual funds		2,138,491		÷		-	2,138,491
Corporate bonds		-		102,333		-	102,333
Real assets		-		126,285		-	126,285
	\$	13,910,987	\$	228,618	\$	-	\$ 14,139,605

Financial assets carried at fair value as of December 31, 2017 are classified as follows:

		Level 1	Le	vel 2	Le	vel 3	Total
ASSETS CARRIED AT FAIR VA Investments:	LUE		-				
Treasury notes	\$	6,130,650	\$	-	\$	-	\$ 6,130,650
Mortgage-backed securities		97,440		-		1-	97,440
Marketable equity securities		4,428,816		2		2	4,428,816
Mutual funds		3,654,616				-	3,654,616
Corporate bonds		-	1	106,062		-	106,062
	\$	14,311,522	\$1	106,062	\$	-	\$ 14,417,584

The investment classes listed above are included in investments on the statements of financial position and reconcile to total investments at December 31, 2018 and 2017. The following is a description of the valuation methodologies used for assets measured at fair value.

U.S. Government debt including FICO, mortgage-backed securities and marketable equity securities: Valued at the closing price reported on the active market on which the individual security is traded.

Mutual funds: Valued at the guoted market prices.

Real assets: Investment in real assets consist of cryptocurrency and are reported at fair value as determined by digital asset market exchanges.

Corporate bonds and corporate debentures: Valued using quoted market prices for similar securities with similar terms in actively traded markets.

At December 31, 2018 and 2017 the Foundation did not have any assets whose fair value was measured using Level 3 inputs. There were no transfers between Level 1 and Level 2 during 2018 and 2017. In addition, transfers, if any, would be recognized at the end of the reporting period.

#### NOTE 6 - SCHOLARSHIPS AND HUMANITARIAN AID

Cash grants were made to other organizations, which ran or sponsored youth oriented programs that were sponsored by or had affiliations with the Marine Corps or law enforcement organizations. Humanitarian aid is provided by both direct payments to the recipient or directly to the provider of the services rendered.

#### NOTE 7 - AMOUNTS HELD FOR OTHERS

The Foundation raised money in the amount of \$372,150 at December 31, 2017, to pay off the mortgage of a former Navy Seal, Senior Chief Petty Officer, to aid his wife.

#### **NOTE 8 – OPERATING LEASE**

The Foundation entered into an office lease expiring in March 2024.

Future minimum rental payments under the lease for years subsequent to December 31, 2018 is summarized as follows:

2019	\$ 9,600
2020	10,050
2021	10,200
2022	10,650
2023	10,800
Thereafter	2,700
	\$ 54,000

The total rental expense was \$9,000 for the years ended December 31, 2018 and 2017, respectively, and is included in general and administrative expenses and benefit costs on the statements of functional expenses.

#### NOTE 9 - CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Foundation to a concentration of credit risk include cash accounts with banks that may exceed the Federal Deposit Insurance Corporation ("FDIC") insurance limit amount of \$250,000 per depositor.

The Foundation maintains a portion of its cash balances totaling approximately \$402,000 and \$58,000 at December 31, 2018 and 2017, respectively, at financial institutions that are not covered by the FIDC.

The Foundation had one event representing 44% and 39% of total revenue and support for 2018 and 2017, respectively.

#### NOTE 10 - SUBSEQUENT EVENTS

Management has evaluated, for potential recognition and disclosure, events and transactions that occurred subsequent to the date of the statement of financial position through June 18, 2019, the date the financial statements were available to be issued.