The Homer Foundation

Reviewed Financial Statements Year Ended June 30, 2015

(with Comparative Audited Financial Statements for Year Ended June 30, 2014)

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Foster and Company, LLC

Karen M. Foster, CPA Michael C. Foster, CPA

Independent Accountant's Review Report

Board of Trustees The Homer Foundation Homer, Alaska

We have reviewed the accompanying financial statements of The Homer Foundation (a nonprofit organization), which comprise the statement of financial position as of June 30, 2015, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

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.

Accountant's Responsibility

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountant's Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Prior Period Financial Statements

The 2014 financial statements were audited by us and we expressed an unqualified opinion on them in our report dated November 11, 2014, but we have not performed any auditing procedures since that date.

Foster and Company, LLC

Wasilla, Alaska

October 26, 2015

Foster and Company, LLC

STATEMENTS OF FINANCIAL POSITION JUNE 30, 2015 and 2014

<u>ASSETS</u>	2015	2014
CURRENT ASSETS Unrestricted Cash and Cash Equivalents Accounts Receivable Inventory Cash Surrender Value of Life Insurance TOTAL CURRENT ASSETS	\$ 213,156 40,400 - 4,868 258,424	\$ 75,308 51,000 1,175 5,232 132,715
INVESTMENTS Investments, at Fair Value Cash and Cash Equivalents Kachemak Capitalization Partnership Marketable Equity Securities Mortgage Notes Receivable, Net of Discounts Total Investments	440,547 - 1,406,226 25,357 1,872,130	285,865 50,000 1,999,864 108,277 2,444,006
PROPERTY AND EQUIPMENT Equipment LESS ACCUMULATED DEPRECIATION PROPERTY AND EQUIPMENT - NET TOTAL ASSETS	14,815 (14,815) 	14,815 (14,815)
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES Grants Payable Accounts Payable Payroll Taxes Payable Funds Managed For Others	\$ 22,662 42,150 1,401 288,025	\$ 17,154 28,894 1,452 347,673
TOTAL LIABILITIES	354,238	395,173
NET ASSETS Unrestricted Temporarily Restricted Permanently Restricted TOTAL NET ASSETS TOTAL LIABILITIES AND NET ASSETS	1,630,410 52,322 93,584 1,776,316 \$ 2,130,554	1,994,360 73,049 114,139 2,181,548 \$ 2,576,721

STATEMENTS OF ACTIVITY - PAGE 1 of 2 YEARS ENDED JUNE 30, 2015 and 2014

	2015		2014
CHANGES IN UNRESTRICTED NET ASSETS			
From Cash Operating Activities			
Support (including \$120,122 and \$99,705 in assets release	ased from		
temporary restrictions in FY15 and FY14. See Note 8)			
Individual and Corporation \$	185,139	\$	211,277
Foundation	15,091		37,964
Government	24,000		98,364
SUBTOTAL - SUPPORT	224,230		347,605
	,		,
Revenue			
Interest Income	22,810		26,965
Investment Revenue and Dividends	45,433		141,130
Fundraising Event	37,028		2,916
Other Income, net of direct costs		_	8,036
SUBTOTAL - REVENUE	105,271		179,047
TOTAL REVENUE AND SUPPORT	329,501		526,652
Expense			
Distributions and Grants	193,619		210,254
Personnel Costs	52,519		60,710
Other Operating Expenses	43,149		29,153
TOTAL EXPENSE	289,287		300,117
Increase (Decrease) in Net Assets from Cash Operating Ac	tivities		
excluding depreciation and in-kind expenses \$	40,214	\$	226,535

STATEMENTS OF ACTIVITY - PAGE 2 of 2 YEARS ENDED JUNE 30, 2015 and 2014

	2015	_	2014
CHANGES IN UNRESTRICTED NET ASSETS			
From Non-Cash Activities	Ф	ф	(532)
Depreciation Allowance for Managed Funds	\$ - 66,592	\$	(532) (60,317)
In-Kind Goods and Services	33,358		32,889
In-Kind Donations - Facility Rental	(17,333)		(14,000)
In-Kind Donations - Professional Services	(16,025)	_	(18,889)
SUBTOTAL NON-CASH ACTIVITIES	66,592	_	(60,849)
From Non-Operating Activities			
Investment Revenue, Gain (Loss) on Sale	(259,118)		(233,058)
Investment Revenue, Unrealized Gain (Loss)	(211,638)	_	499,082
SUBTOTAL NON-OPERATING ACTIVITIES	(470,756)		266,024
	, , ,		
Increase (Decrease) in Unrestricted Not Assets from			
Increase (Decrease) in Unrestricted Net Assets from Non-Operating and Non-Cash Activities	(404,164)		205,175
Non-Operating and Non Cash Notivities	(404,104)	_	200,170
Increase (Decrease) in Unrestricted Net Assets	(363,950)	_	431,710
CHANGES IN TEMPORARILY RESTRICTED NET ASSE	TQ		
Contributions	99,395		74,512
Net assets released from restrictions	(120,122)		(99,705)
Increase (Decrease) in Temporarily Restricted		_	
Net Assets	(20,727)	_	(25,193)
CHANGES IN PERMANENTLY RESTRICTED NET ASSE	=TS		
Contributions	1,200		11,200
Investment Revenue, Unrealized Gain (Loss)	(21,755)		12,610
Increase (Decrease) in Permanently Restricted		_	
Net Assets	(20,555)	-	23,810
INCREASE (DECREASE) IN NET ASSETS	(405,232)		430,327
NET ASSETS, beginning of year	2,181,548	-	1,751,221
NET ASSETS, end of year	\$1,776,316	\$_	2,181,548

STATEMENTS OF CASH FLOW YEARS ENDED JUNE 30, 2015 and 2014

	2015		2014
CASH FLOWS FROM OPERATING ACTIVITIES			
Increase (Decrease) in Net Assets Adjustments to Reconcile Increase (Decrease) in Net to Net Cash Provided by Operating Activities:	, , ,	\$	430,327
Net Realized (Gains) Losses on Investments	(13,281)		7,476
Net Unrealized Losses on Investments Amortization of Discount	232,213		(511,319)
on Mortgage Notes Receivable	(13,854)		(2,784)
Depreciation	-		532
(Increase) Decrease in Operating Assets			
Accounts Receivable	10,600		(50,888)
Inventory	1,175		747
Increase (Degraces) in Operating Lightlities			
Increase (Decrease) in Operating Liabilities Accounts Payable	13,256		26,062
Grants Payable	5,508		2,254
Payroll Taxes Payable	(51)		1,194
Funds Managed For Others	(59,648)	_	60,317
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	(229,314)		(36,082)
		-	
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds From Sale of Investments	1,578,173		1,638,119
Purchases of Investments	(1,203,103)		(1,391,665)
Payments Received on Mortgage Notes Receivable	96,774		32,878
Investment in Kachemak Capitalization Partnership	50,000	_	50,000
NET CASH PROVIDED (USED)			
BY INVESTING ACTIVITIES	521,844	_	329,332
NET INCREASE (DECREASE)			
IN CASH AND CASH EQUIVALENTS	292,530	_	293,250
BEGINNING CASH AND CASH EQUIVALENTS	361,173		67,923
ENDING CASH AND CASH EQUIVALENTS \$	653,703	\$_	361,173

1. Summary of Significant Accounting Policies

Nature of Activities

The Homer Foundation (the "Foundation") is a community foundation established in 1991 to increase charitable resources in the southern Kenai Peninsula of Alaska. The Foundation receives contributions from individuals, businesses and other non-profit organizations most of whom live or work in the area benefitted by the Foundation's activities. These funds are held in trust and pooled together for investment purposes. The income earned on these funds is distributed annually in the form of grants to nonprofit agencies enhancing the quality of life for area citizens.

Tax Status

The Foundation is recognized as exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code (the Code) and has been determined not to be a private foundation as defined under Section 509(a)(1). The Foundation is exempt from State income taxes under the Alaska Nonprofit Corporation Act. Therefore, the accompanying statements do not reflect a provision for income taxes. Although The Foundation is exempt from federal income taxes, any income derived from unrelated business activities is subject to the requirement of filing Federal Income Tax Form 990-T and a tax liability may be determined on these activities. The Foundation believes that it has appropriate support for any tax positions taken, and as such does not have any uncertain tax positions that are material to the financial statements.

Financial Statement Presentation

The financial statements of the Foundation have been prepared on the accrual basis in conformity with generally accepted accounting principles. The Foundation has adopted FASB ASC 958-205 Not-for-Profit Entities: Presentation of Financial Statements. Under FASB ASC 958-205, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Classification of Revenue, Support and Net Assets

Contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support, depending on the existence and nature of donor restrictions. All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Contributions that are restricted by the donor for specific purposes or for future periods are reported as an increase in temporarily restricted or permanently restricted support. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

1. Summary of Significant Accounting Policies, continued

Classification of Revenue, Support and Net Assets, continued

FASB ASC Topic 958-605, *Not-for-Profit Entities: Revenue Recognition*, and its subsequent interpretations, provides that if the governing body of an organization has the ability to remove a donor restriction (i.e., variance power), the contribution should be classified as an unrestricted net asset. Accordingly, such assets are classified in the accompanying financial statements as unrestricted net assets absent donor-imposed restrictions to maintain the assets permanently. This classification does not alter the longstanding policy of the foundation to distribute assets entrusted to the Foundation in accordance with the original fund agreements and to manage the assets of the component funds in a manner similar to an endowment with only a portion of each component fund distributed annually, unless directed otherwise by the fund advisor.

Fund Groups

The Foundation maintains donated assets in individual component funds established primarily by donors. This framework classifies the Foundation's resources into funds established in accordance with the Foundation's objectives and ensures the observance of donor intentions. Grants charged to the individual funds are directed to purposes identified by the donors and by the Foundation's Distributions Committee.

Component Fund Investments and Spending Policy

Investments in equity securities with readily determinable fair values and all debt securities are measured at fair value in the statement of financial position. The Foundation allocates realized and unrealized gains and losses on investments to the individual component funds based on the average balance for each fund measured on a monthly basis.

The Foundation's component funds are managed in such a way as to balance the generation of income for the distribution process with the preservation and growth of principal to equal or exceed inflation. The Foundation uses an income approach to determine how much will be available for annual distributions. Under this income approach interest and dividends realized from the investment portfolio, pass-through grants, matching grants and appropriations from unrestricted net assets may be awarded by the Board of Trustees. Growth from realized and unrealized gains and losses is thus available to maintain or increase the real value of the component funds.

Cash and Cash Equivalents

The Foundation considers all highly liquid investments purchased with initial maturities of three months or less to be cash equivalents. Cash and cash equivalents for purposes of the statement of cash flows excludes cash and cash equivalents of the Foundation that are held for investment. Cash and cash equivalents that are held for investment are in accounts that are not insured by the FDIC.

Conditional Promises and Indications of Intentions to Give

Pursuant with the Foundation's policy and in conformity with FASB ASC Topic 958-605, the Foundation does not recognize conditional promises as revenue until the condition is met. A donor's indication of an intention to give at a future date is not recognized as revenue until the intention is communicated as an unconditional promise to give.

1. Summary of Significant Accounting Policies, continued

Inventory

Inventory consists of books for resale and is stated at cost using the first in, first out method.

Furniture and Equipment

Purchases of furniture and equipment are made from operating funds and recorded at cost. Donated furniture is reported at fair value at the date of gift. It is the Foundation's policy to capitalize property and equipment purchases over \$1,000. Depreciation is computed by the straight-line method over the estimated useful lives of the assets, which is generally five years.

Contributed Services and Facilities

Contributions in-kind are recognized in accordance with the provisions of FASB ASC Topic 958-605. Donated facilities are recorded at estimated fair value. Contributed services that require a specialized skill and that the Foundation would have paid for if not donated are recorded at the estimated fair value at the time the services are rendered. The Foundation also receives donated services that do not require specialized skills but which are nonetheless central to the Foundation's operations. These contributed services are not reflected in the financial statements.

Credit Risk

Financial instruments which potentially subject the Foundation to a concentration of credit risk consist principally of cash and investments. The Foundation has significant amounts of cash equivalents that are not federally insured, however, the Foundation places cash and temporary investments with high credit quality financial institutions.

The Foundation's investments are managed by an Investment Manager in accordance with asset allocation guidelines adopted by the Board of Trustees. An Investment Committee, consisting of members of the Board of Trustees and outside members, provides oversight of the Investment Manager and reports at least quarterly to the Board of Trustees. The Investment Manager is also a member of the Board of Trustees and does not receive compensation for his services.

Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and disclosure of contingent assets and liabilities for the reported periods. Actual results could differ from those estimates and assumptions.

2. Investments and Fair Value Measurements

The fair value of an asset is the amount at which the asset could be bought or sold in a current transaction between willing parties, that is, other than in a forced or liquidation sale. The Foundation's financial assets carried at fair value have been classified, for disclosure purposes, based on a hierarchy defined by generally accepted accounting principles. The hierarchy gives the highest ranking to fair values determined using unadjusted quoted prices in active markets for identical assets (Level 1) and the lowest ranking to fair values determined using methodologies and models with unobservable inputs (Level 3). An asset's classification is based on the lowest level input that is significant to its measurement. For example, a level 3 fair value measurement may include inputs that are both observable (Levels 1 and 2) and unobservable (Level 3). The levels of the fair value hierarchy are as follows:

Level 1 – Values are unadjusted quoted prices for identical assets in active markets accessible at the measurement date.

Level 2 – Inputs include quoted prices for similar assets in active markets, quoted prices from those willing to trade in markets that are not active, or other inputs that are observable or can be corroborated by market data for the term of the instrument. Such inputs include market interest rates and volatilities, spread and yield curves.

Level 3 – Certain inputs are unobservable (supported by little of no market activity) and significant to the fair value measurement. Unobservable inputs reflect the Foundation's estimate of what hypothetical market participants would use to determine a transaction price for the asset at the reporting date.

Managed Investments – Level 1

Publicly traded managed investments are stated on the basis of quoted market prices. Funds managed by the Foundation are subject to its investment policy, which is to maintain a well-diversified portfolio comprised of common stocks, and fixed income securities. Policy goals are prioritized to maintain safety of principal, provide sufficient liquidity to meet cash flow requirements, and diversify risk.

Other Investments - Level 3

Mortgage notes receivable consist of first mortgage deeds of trust, secured by real estate and are carried at the amounts contractually due net of allowances for uncollectible amounts and discounts, if any. The Foundation typically purchases the notes at a discount to the face value of the note and the discount is amortized to interest income over the life of the note. The Foundation periodically reviews the balances of mortgage notes receivable and provides an allowance for uncollectible amounts when it believes collection of all or some portion of the balance is doubtful. No allowance for uncollectible notes was considered necessary at June 30, 2015 and 2014.

2. Investments and Fair Value Measurements, continued

Fair values of assets measured on a recurring basis at June 30, 2015 are as follows:

	Fair Value	Prices in Active Markets for Identical Assets (Level 1)	Obs	cant Other ervable (Level 2)	Significant Unobservable Inputs (Level 3)	
Marketable Equity Securities	\$ 2,412,517	\$ 2,412,517	\$	-	\$	-
Mortgage Notes Receivable	 25,357					25,357
	\$ 2,437,874	\$ 2,412,517	\$	-	\$	25,357

Fair values of assets measured on a recurring basis at June 30, 2014 are as follows:

		Fair Value	Prices in Active Markets for Identical Assets (Level 1)	Markets for Significant Oth entical Assets Observable			Unobservable	
Marketable Equity Securities	\$	1,999,864	\$ 1,999,864	\$	_	\$		
Gecunies	Ψ	1,999,004	Ψ 1,999,004	Ψ	_	Ψ	-	
Investment in Kachemak	•	50,000					50.000	
Capitalization Partnership	\$	50,000	-		-		50,000	
Mortgage Notes								
Receivable		108,277	-		-		108,277	
=	\$	2,158,141	\$ 1,999,864	\$	-	\$	158,277	

Earnings from investments for the years ended June 30, 2015 and 2014 is summarized as follows:

		2015		2014
Interest and Dividends	\$	33,662	\$	45,761
Net Realized Gains (Losses)		(224,537)		(110,725)
Change in Unrealized Gains (Losses)		(232,193)		511,692
	\$_	(423,068)	\$_	446,728

2. Investments and Fair Value Measurements, continued

Cost, market value and unrealized appreciation for marketable equity securities and contractual amount due, carrying amount and unamortized discount for mortgage notes receivable at June 30, 2015 and 2014 are summarized as follows:

2015		Cost and Contractual Amount Due	_	Carrying Amount	· -	Unrealized Appreciation & (Unamortized Discount)
Cash and Cash Equivalents	\$	440,547	\$	440,547	\$	-
Marketable Equity Securities	·	1,807,568		1,406,226	•	(401,342)
Mortgage Notes Receivables		27,393	-	25,357		(2,036)
	\$	2,275,508	\$_	1,872,130	\$_	(403,378)
2014		Cost and Contractual Amount Due	_	Carrying Amount	_	Unrealized Appreciation & (Unamortized Discount)
Cash and Cash Equivalents	\$	285,865	\$	285,865	\$	<u>-</u>
Marketable Equity Securities	•	2,412,517	•	1,999,864		(412,653)
Mortgage Notes Receivables		124,158		108,277		(15,881)
Investment in Kachemak Capitalization Partnership		50,000		50,000		
	\$	2,872,540	\$	2,444,006	\$_	(428,534)

3. Office Furniture & Equipment

Office furniture and equipment at June 30, 2015 and 2014 consisted of the following:

	 2014		2014
Office Furniture and Equipment Less: Accumulated Depreciation	\$ 14,815 (14,815)	\$	14,815 (14,815)
	\$ -	\$ <u> </u>	-

4. Grants Payable

At June 30, 2015 and 2014, respectively, the Foundation has committed to award grants totaling \$22,662 and \$17,154.

5. Funds Managed for Others

FASB ASC Topic 958-605 identifies certain situations when an organization does not record contribution revenue when it receives funds. Instead, the recipient organization records an asset and a liability. These situations include transactions where the organization receives funds as an agent, trustee or intermediary.

The Foundation has agreements in which it invests resources for the sole benefit of donor organizations. These situations are created when the donor organization creates a component fund and specifies itself or an affiliate as the beneficiary. At June 30, 2015 and 2014, the amount invested by the Foundation for others was \$288,025 and \$347,673, respectively. The investment return earned on behalf of these organizations is not included in the Foundation's statement of activities.

6. Unrestricted Net Assets

Unrestricted net assets at June 30, 2015 and 2014 consisted of the following:

	 2015		2014
Administrative Funds	\$ 168,596	\$	244,386
Board Designated Funds	33,570		52,721
Repair and Replacement Funds	87,212		106,666
Other Designated Funds	48,594		57,118
Field of Interest Funds	540,762		623,683
Donor Advised Funds	 751,676	-	909,786
	\$ 1,630,410	\$ _	1,994,360

7. Subsequent Events

Management has evaluated subsequent events through October 26, 2015, that date which the financial statements were available for issue. No events were identified that would require disclosure according to generally acceptable accounting principles.

8. Temporarily Restricted and Permanently Restricted Net Assets

Temporarily restricted net assets consisted entirely of funds whose use by the Foundation has been restricted by specified time or purpose limitations by the donor.

Permanently restricted net assets consisted of an endowment that must be maintained in perpetuity by the Foundation. In accordance with donor instructions the Foundation may use the investment income from this endowment to support operations.

		Tempo	rarily Restric	ted Grants & S	Unrestricted Grants & Support				
Type of Donor		lance at 30/14	Grants Received in FY15	Grants Released to Unrestricted in FY15	Balance at 06/30/15	Temporarily Restricted Grants Released in FY15	Unrestricted Grants & Support Received in FY15	Total Unrestricted Grants & Support for FY15	
Foundations Individuals &	\$	885	-	750	135	135	14,956	\$ 15,091	
Corporations Government		5,164 7,000	85,395 14,000	100,372 19,000	50,187 2,000	50,187 	134,952 22,000	185,139 24,000	
Total	\$ 7	3,049	99,395	120,122	52,322	52,322	171,908	\$ 224,230	

	Temporarily Restricted Grants & Support				Unrestricted Grants & Support		
Type of Donor	Balance at 06/30/13	Grants Received in FY14	Grants Released to Unrestricted in FY14	Balance at 06/30/14	Temporarily Restricted Grants Released in FY14	Unrestricted Grants & Support Received in FY14	Total Unrestricted Grants & Support for FY14
Foundations Individuals &	\$ 2,500	-	1,615	885	1,615	36,349	\$ 37,964
Corporations	85,742	43,332	63,910	65,164	63,910	147,367	211,277
Government	10,000	31,180	34,180	7,000	34,180	64,184	98,364
Total	\$ 98,242	74,512	99,705	73,049	99,705	247,900	\$ 347,605

9. Related Party Transactions

During 2013, the Foundation invested \$100,000 in the Kachemak Capitalization Partnership (the Partnership), of which the Foundation's Board of Director's chair is the general partner. The function of the Partnership is to provide funds for the City of Kachemak (the City), of which another Board member was the Mayor, to install and supply natural gas to the residents of the City. The Partnership is loaning funds to the City at market interest rates. Subsequent to June 30, 2014, the financial statement date, on July 3, 2014, \$50,000 of this investment was cashed out by the partnership. During FY15, the remaining \$50,000 was cashed out by the partnership.

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