

Financial Statements Together with
Report of Independent Certified Public Accountants

UPWARDLY GLOBAL

December 31, 2017 and 2016

UPWARDLY GLOBAL

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors of:
Upwardly Global:

We have audited the accompanying financial statements of Upwardly Global (the “Organization”), which comprise the statements of financial position as of December 31, 2017 and 2016, 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 Organization’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 Organization’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 Upwardly Global as of December 31, 2017 and 2016, 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.

Grant Thornton LLP

New York, New York
September 7, 2018

UPWARDLY GLOBAL
Statements of Financial Position
As of December 31, 2017 and 2016

| | <u>2017</u> | <u>2016</u> |
|---------------------------------------|---------------------|---------------------|
| ASSETS | | |
| Cash | \$ 1,017,114 | \$ 654,321 |
| Receivables | 2,040,903 | 1,817,463 |
| Prepaid expenses | 68,961 | 31,500 |
| Property and equipment, net (Note 3) | 82,866 | 99,452 |
| Security deposits | <u>82,876</u> | <u>76,160</u> |
| Total assets | <u>\$ 3,292,720</u> | <u>\$ 2,678,896</u> |
| LIABILITIES AND NET ASSETS | | |
| LIABILITIES | | |
| Accounts payable and accrued expenses | \$ 167,899 | \$ 31,722 |
| Accrued vacation and sabbatical leave | 89,744 | 188,483 |
| Deferred revenue | <u>67,500</u> | <u>-</u> |
| Total liabilities | <u>325,143</u> | <u>220,205</u> |
| Commitments (Note 6) | | |
| NET ASSETS | | |
| Unrestricted | 740,753 | 630,510 |
| Temporarily restricted (Note 5) | <u>2,226,824</u> | <u>1,828,181</u> |
| Total net assets | <u>2,967,577</u> | <u>2,458,691</u> |
| Total liabilities and net assets | <u>\$ 3,292,720</u> | <u>\$ 2,678,896</u> |

The accompanying notes are an integral part of these financial statements.

UPWARDLY GLOBAL
Statements of Activities
For the years ended December 31, 2017 and 2016

| | 2017 | | | 2016 | | |
|--|-------------------|------------------------|---------------------|-------------------|------------------------|---------------------|
| | Unrestricted | Temporarily Restricted | Total | Unrestricted | Temporarily Restricted | Total |
| PUBLIC SUPPORT AND REVENUE | | | | | | |
| Public support | | | | | | |
| Foundations and corporate contributions | \$ 476,529 | \$ 3,208,430 | \$ 3,684,959 | \$ 18,077 | \$ 3,640,384 | \$ 3,658,461 |
| Individual contributions | 652,012 | - | 652,012 | 538,050 | - | 538,050 |
| In-kind contributions (Note 2) | 580,821 | - | 580,821 | 464,229 | - | 464,229 |
| Government grants | 648,084 | - | 648,084 | 358,903 | - | 358,903 |
| Special events, net (Note 4) | 600,957 | - | 600,957 | 375,032 | - | 375,032 |
| Net assets released from restrictions (Note 5) | <u>2,809,787</u> | <u>(2,809,787)</u> | <u>-</u> | <u>2,583,067</u> | <u>(2,583,067)</u> | <u>-</u> |
| Total public support | <u>5,768,190</u> | <u>398,643</u> | <u>6,166,833</u> | <u>4,337,358</u> | <u>1,057,317</u> | <u>5,394,675</u> |
| Other revenue | | | | | | |
| Employer partner fees | 186,400 | - | 186,400 | 185,850 | - | 185,850 |
| Interest | 285 | - | 285 | 801 | - | 801 |
| Miscellaneous | <u>5,083</u> | <u>-</u> | <u>5,083</u> | <u>10,476</u> | <u>-</u> | <u>10,476</u> |
| Total other revenue | <u>191,768</u> | <u>-</u> | <u>191,768</u> | <u>197,127</u> | <u>-</u> | <u>197,127</u> |
| Total revenue | <u>5,959,958</u> | <u>398,643</u> | <u>6,358,601</u> | <u>4,534,485</u> | <u>1,057,317</u> | <u>5,591,802</u> |
| EXPENSES | | | | | | |
| Program | 4,602,059 | - | 4,602,059 | 4,364,264 | - | 4,364,264 |
| Management and general | 461,267 | - | 461,267 | 602,443 | - | 602,443 |
| Fundraising | <u>786,389</u> | <u>-</u> | <u>786,389</u> | <u>1,307,585</u> | <u>-</u> | <u>1,307,585</u> |
| Total expenses | <u>5,849,715</u> | <u>-</u> | <u>5,849,715</u> | <u>6,274,292</u> | <u>-</u> | <u>6,274,292</u> |
| Changes in net assets | 110,243 | 398,643 | 508,886 | (1,739,807) | 1,057,317 | (682,490) |
| Net assets, beginning of year | <u>630,510</u> | <u>1,828,181</u> | <u>2,458,691</u> | <u>2,370,317</u> | <u>770,864</u> | <u>3,141,181</u> |
| Net assets, end of year | <u>\$ 740,753</u> | <u>\$ 2,226,824</u> | <u>\$ 2,967,577</u> | <u>\$ 630,510</u> | <u>\$ 1,828,181</u> | <u>\$ 2,458,691</u> |

The accompanying notes are an integral part of these financial statements.

UPWARDLY GLOBAL
Statement of Functional Expenses
For the year ended December 31, 2017

| | Program | | | | | | Total Program | Management and General | Fundraising | Totals |
|--|---------------------|----------------------|-------------------|-------------------|-------------------|-------------------|---------------------|------------------------|-------------------|---------------------|
| | National | Technical Assistance | New York | Eastern | Central | Western | | | | |
| Salaries | \$ 1,071,794 | \$ 78,734 | \$ 344,093 | \$ 260,517 | \$ 353,245 | \$ 481,919 | \$ 2,590,302 | \$ 43,062 | \$ 450,575 | \$ 3,083,939 |
| Employee benefits | 155,179 | 16,446 | 30,613 | 17,262 | 41,497 | 40,998 | 301,995 | 41,180 | 41,760 | 384,935 |
| Payroll taxes | 81,666 | 5,798 | 26,316 | 20,424 | 26,679 | 39,943 | 200,826 | 18,915 | 32,311 | 252,052 |
| Total personnel | 1,308,639 | 100,978 | 401,022 | 298,203 | 421,421 | 562,860 | 3,093,123 | 103,157 | 524,646 | 3,720,926 |
| Contract services | 157,722 | 400 | 1,950 | 13,218 | 33,896 | 175,789 | 382,975 | 250,577 | 126,560 | 760,112 |
| Advertising and promotion | 4,195 | 1,920 | 474 | 430 | 1,989 | 370 | 9,378 | 1,261 | 5,097 | 15,736 |
| Supplies and office expense | 6,456 | - | 8,274 | 389 | 9,556 | 9,702 | 34,377 | 9,390 | 5,641 | 49,408 |
| Occupancy | 117,101 | 3,001 | 111,694 | 34,838 | 27,501 | 68,214 | 362,349 | 20,603 | 72,330 | 455,282 |
| Printing and publications | - | - | - | - | - | - | - | - | - | - |
| Information technology | 254 | - | 39 | 172 | 425 | 39 | 929 | (9,913) | 949 | (8,035) |
| Travel and meals | 20,821 | 12,594 | 605 | 2,795 | 5,881 | 5,614 | 48,310 | 10,477 | 44,306 | 103,093 |
| Depreciation | 84 | - | 169 | 51 | - | - | 304 | 27,991 | 68 | 28,363 |
| Insurance | - | - | - | - | - | - | - | 18,237 | - | 18,237 |
| License and services fees | 27,887 | 3,463 | 7,591 | 6,050 | 26,762 | 7,608 | 79,361 | 29,939 | 1,755 | 111,055 |
| Professional development | 3,395 | 888 | 235 | 227 | 1,278 | 85 | 6,108 | 478 | 4,920 | 11,506 |
| Miscellaneous | 2,504 | 39 | 700 | - | 334 | 447 | 4,024 | (930) | 117 | 3,211 |
| In-kind services - consulting and rent | 572,721 | - | - | - | - | 8,100 | 580,821 | - | - | 580,821 |
| Total expenses | <u>\$ 2,221,779</u> | <u>\$ 123,283</u> | <u>\$ 532,753</u> | <u>\$ 356,373</u> | <u>\$ 529,043</u> | <u>\$ 838,828</u> | <u>\$ 4,602,059</u> | <u>\$ 461,267</u> | <u>\$ 786,389</u> | <u>\$ 5,849,715</u> |

The accompanying notes are an integral part of this financial statement.

UPWARDLY GLOBAL
Statement of Functional Expenses
For the year ended December 31, 2016

| | Program | | | | | Total Program | Management and General | Fundraising | Totals |
|--|-------------------|-------------------|-------------------|-------------------|---------------------|---------------------|---------------------------|---------------------|---------------------|
| | New York | Western | Central | Eastern | National | | | | |
| Salaries | \$ 619,483 | \$ 574,622 | \$ 484,844 | \$ 431,945 | \$ 393,186 | \$ 2,504,080 | \$ 126,086 | \$ 869,079 | \$ 3,499,245 |
| Employee benefits | 77,922 | 72,720 | 60,666 | 55,431 | 50,337 | 317,076 | 17,529 | 108,828 | 443,433 |
| Payroll taxes | 45,701 | 42,396 | 35,731 | 32,014 | 29,086 | 184,928 | 9,476 | 63,997 | 258,401 |
| Total personnel | 743,106 | 689,738 | 581,241 | 519,390 | 472,609 | 3,006,084 | 153,091 | 1,041,904 | 4,201,079 |
| Contract services | 8,799 | 55,669 | 24,507 | 5,159 | 248,760 | 342,894 | 320,536 | 87,679 | 751,109 |
| Advertising and promotion | 1,520 | 1,530 | 1,795 | 345 | 4,489 | 9,679 | - | 20 | 9,699 |
| Supplies and office expense | 5,201 | 3,932 | 3,298 | 373 | 1,005 | 13,809 | 4,012 | 44,534 | 62,355 |
| Occupancy | 45,783 | 41,205 | 27,470 | 27,470 | 105,301 | 247,229 | 13,735 | 54,940 | 315,904 |
| Printing and publications | 7,848 | 4,479 | 5,821 | 380 | 519 | 19,047 | 112 | 11,346 | 30,505 |
| Information technology | 30,898 | 19,207 | 15,396 | 7,029 | 9,276 | 81,806 | 1,787 | 1,685 | 85,278 |
| Travel and meals | 7,050 | 12,951 | 11,452 | 6,210 | 61,995 | 99,658 | 18,910 | 49,465 | 168,033 |
| Depreciation | 4,202 | 3,782 | 2,521 | 2,521 | 9,666 | 22,692 | 1,262 | 5,043 | 28,997 |
| Insurance | 1,044 | 970 | 915 | 353 | 2,090 | 5,372 | - | - | 5,372 |
| License and services fees | - | - | - | - | 26,774 | 26,774 | 20,928 | 1,751 | 49,453 |
| Professional development | 728 | 2,323 | 1,042 | 464 | 10,878 | 15,435 | 975 | 8,668 | 25,078 |
| Miscellaneous | 1,912 | 2,147 | 1,233 | 707 | 3,557 | 9,556 | 67,095 | 550 | 77,201 |
| In-kind services - consulting and rent | - | 8,100 | - | - | 456,129 | 464,229 | - | - | 464,229 |
| Total expenses | <u>\$ 858,091</u> | <u>\$ 846,033</u> | <u>\$ 676,691</u> | <u>\$ 570,401</u> | <u>\$ 1,413,048</u> | <u>\$ 4,364,264</u> | <u>\$ 602,443</u> | <u>\$ 1,307,585</u> | <u>\$ 6,274,292</u> |

The accompanying notes are an integral part of this financial statement.

UPWARDLY GLOBAL
Statements of Cash Flows
For the years ended December 31, 2017 and 2016

| | <u>2017</u> | <u>2016</u> |
|--|---------------------|--------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Changes in net assets | \$ 508,886 | \$ (682,490) |
| Adjustments to reconcile changes in net assets to net cash provided by (used in) operating activities | | |
| Depreciation | 28,363 | 28,997 |
| Loss on disposal of property and equipment | 3,724 | - |
| Changes in assets and liabilities: | | |
| Increase in receivables | (223,440) | (1,374,236) |
| (Increase) decrease in prepaid expenses | (37,461) | 7,376 |
| Increase (decrease) in accounts payable and accrued expenses | 136,177 | (64,721) |
| (Decrease) increase in accrued vacation and sabbatical leave | (98,739) | 12,559 |
| Increase (decrease) in deferred revenue | <u>67,500</u> | <u>(20,000)</u> |
| Net cash provided by (used in) operating activities | <u>385,010</u> | <u>(2,092,515)</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Purchases of property and equipment | (15,501) | (103,085) |
| Increase in security deposits | <u>(6,716)</u> | <u>(50,420)</u> |
| Net cash used in investing activities | <u>(22,217)</u> | <u>(153,505)</u> |
| Net increase (decrease) in cash | 362,793 | (2,246,020) |
| Cash, beginning of year | <u>654,321</u> | <u>2,900,341</u> |
| Cash, end of year | <u>\$ 1,017,114</u> | <u>\$ 654,321</u> |

The accompanying notes are an integral part of these financial statements.

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Notes to Financial Statements
December 31, 2017 and 2016

1. NATURE OF ACTIVITIES

Upwardly Global (the “Organization”) is a California nonprofit public benefit corporation, which was founded in 2000. The Organization provides immigrants, refugees and political asylums the tools and training they need to rebuild their professional careers in the USA. At the same time, the Organization promotes immigrant inclusion in the workplace by providing education, employee engagement and placement to employers.

2. SIGNIFICANT ACCOUNTING POLICIES BASIS OF ACCOUNTING

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (“US GAAP”). The following are the significant accounting policies consistently applied in preparation of the accompanying financial statements.

Basis of Presentation

The Organization’s net assets, revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified and reported as follows:

Unrestricted net assets - consist of resources which have not been specifically restricted by a donor. Unrestricted net assets may be designated for specific purposes by the Organization or may be limited by contractual agreements with outside parties.

Temporarily restricted net assets - include funds whose use by the Organization is limited by donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Organization pursuant to those stipulations.

Permanently restricted net assets - include funds whereby donors have stipulated that the corpus contributed be invested and maintained in perpetuity and accordingly, their use is limited by donor-imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Organization. The Organization had no permanently restricted net assets as of December 31, 2017 and 2016.

Contributions

Contributions, including unconditional promises to give, are recognized as revenues in the period the promise is received. Contributions of assets other than cash are recorded at their estimated fair value at the date of contribution. Contributions to be received after one year are discounted at an appropriate rate commensurate with the risks involved. Amortization of the discount is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any, on the contributions.

Unrestricted contributions are recorded as unrestricted revenue when received. All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. All donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time

UPWARDLY GLOBAL
Notes to Financial Statements
December 31, 2017 and 2016

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.

Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met. During 2016, the Organization was the recipient of a conditional grant award from a related party (see Note 7 for additional details regarding the nature of this related party) that will provide funding up to approximately \$3.1 million over a four-year period to train approximately 9,000 job seekers and to create a new national resource center that will result in additional training of approximately 40,000 job seekers. Under the terms of the grant award, the Organization is entitled to a first installment payment upon execution of the grant agreement, which occurred in December 2016. Accordingly, the Organization recognized contribution revenue and a related contribution receivable of approximately \$985,000 in 2016. The remaining amounts to be received under the grant award, totaling approximately \$2.1 million, are contingent upon the Organization achieving specified performance milestones, as set forth in the grant agreement and accordingly, have not been reflected as a contribution receivable as of December 31, 2017 and 2016. No performance milestones were reached in 2017, and therefore no contribution revenue was recognized in 2017.

Government Grants

Revenue from government grants is recognized as earned, that is, as related costs are incurred under the grant or contract agreement, or it is recognized as revenue in the period in which services are rendered. Any excess or deficiency of cash receipts over expenditures incurred is reported as deferred revenue or grants receivable in the statement of financial position.

Contributed Services

Contributed services are reflected in the financial statements at the fair value of the services received only if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization if not provided by donation. The estimated fair value of contributed services is recorded as in-kind contributions and expenses amongst the functional expense categories benefitted in the period received.

For the years ended December 31, 2017 and 2016, the Organization received the benefit of the following in-kind support:

| | <u>2017</u> | <u>2016</u> |
|----------------------|-------------------|-------------------|
| Strategy development | \$ 572,721 | \$ 456,129 |
| Rent | <u>8,100</u> | <u>8,100</u> |
| Total | <u>\$ 580,821</u> | <u>\$ 464,229</u> |

Receivables

Receivables relate primarily to unconditional promises to give to be received in future periods, government grants and other revenues. Management considers all amounts to be fully collectible within one year unless otherwise stated by the donor. An allowance for uncollectible accounts is provided based on management's judgement, including such factors as aged basis of its receivables, current economic conditions, subsequent

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Notes to Financial Statements
December 31, 2017 and 2016

receipts and historical collection information. Receivables are charged to bad debt expense when they are deemed to be uncollectible based upon a periodic review of the accounts by management. The Organization writes-off any amounts that are no longer considered to be recoverable, and any payments subsequently received on such receivables are recorded as income. As of December 31, 2017 and 2016, no allowance for doubtful accounts was deemed necessary.

Contributions receivable, which is included as part of the receivables balance on the statements of financial position, consists of the following at December 31, 2017 and 2016:

| | <u>2017</u> | <u>2016</u> |
|--|---------------------|---------------------|
| Amounts expected to be collected | | |
| Within one year | \$ 1,611,262 | \$ 1,471,279 |
| In one to two years | <u>190,000</u> | <u>175,000</u> |
| Total | 1,801,262 | 1,646,279 |
| Less: Allowance to discount balance to present value | <u>(3,495)</u> | <u>-</u> |
| Contributions receivable | 1,797,767 | 1,646,279 |
| Other receivables | <u>243,136</u> | <u>171,184</u> |
| Receivables | <u>\$ 2,040,903</u> | <u>\$ 1,817,463</u> |

Property and Equipment

Property and equipment with costs \$1,000 or greater are capitalized and stated at cost. Property and equipment are depreciated over three to five years. Expenditures for maintenance and repairs are charged to expense as incurred.

Fair Value Measurements

The Organization follows the guidance within US GAAP that defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value measurements. This guidance provides a consistent definition of fair value, which focuses on an exit price between market participants in an orderly transaction. The guidance also prioritizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that observable inputs be used when available.

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Notes to Financial Statements
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Observable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from independent sources. Unobservable inputs reflect assumptions that market participants would use in pricing the asset or liability based on the best information available in the circumstances. The hierarchy is categorized into three levels based on the transparency of inputs as follows:

- Level 1 - Quoted prices are available in active markets for identical assets or liabilities as of the report date. A quoted price for an identical asset or liability in an active market provides the most reliable fair value measurement because it is directly observable to the market.
- Level 2 - Pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the report date. The nature of these securities include investments for which quoted prices are available but traded less frequently and investments that are fair valued using other securities, the parameters of which can be directly observed.
- Level 3 - Securities that have little to no pricing observability as of the report date. These securities are measured using management's best estimate of fair value, where the inputs into the determination of fair value are not observable and require significant management judgment or estimation.

The Organization's policy is to recognize transfers in and transfers out of levels at the end of each respective reporting period. As of December 31, 2017 and 2016, the Organization had no assets or liabilities recorded at fair value.

Accrued Sabbatical Leave

Prior to 2017, in addition to regular vacation leave, the Organization granted employees a paid sabbatical leave of 4 weeks after completion of the 5th year of service, to be taken during or after the 6th year of service. Part-time employees are eligible for a pro-rated number of days' leave. Compensated time off under a sabbatical or similar policy was accrued over the requisite service period provided that: (a) the sabbatical requires the completion of a minimum service period to receive the benefit; (b) the benefit does not increase with additional years of service; (c) the individual continues to be a compensated employee during the sabbatical and is not required to perform duties for the entity during the absence; and (d) the other conditions listed above are met.

The Organization eliminated its sabbatical leave benefit effective on January 1, 2017. As of December 31, 2016, the Organization recorded a sabbatical leave liability totaling \$37,635, representing amounts that pertained to employees eligible for paid sabbatical leave. As of December 31, 2017, all sabbatical leave benefits had expired.

Functional Allocation of Expenses

The costs of providing various programs and other activities have been summarized on a functional basis in the accompanying statements of activities and functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

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Notes to Financial Statements
December 31, 2017 and 2016

Concentration of Credit Risk

The Organization maintains its cash in various bank deposit accounts that, at times, may exceed the Federal Deposit Insurance Corporation limits. The risk is managed by maintaining all deposits in high quality financial institutions and management does not anticipate nonperformance by these financial institutions.

Income Taxes

The Organization follows guidance that clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. This guidance provides that the tax effects from an uncertain tax position can only be recognized in the financial statements if the position is “more-likely-than-not” to be sustained if the position were to be challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position, without regard to the likelihood that the tax position may be challenged.

The Internal Revenue Service and the California Franchise Tax Board have determined that the Organization is exempt from federal and state income taxes under Internal Revenue Code Section 501(c)(3) and the California Revenue and Taxation Code Section 23701(d). The Organization has processes presently in place to ensure the maintenance of its tax-exempt status; to identify and report unrelated income; to determine its filing and tax obligations in jurisdictions for which it has nexus; and to identify and evaluate other matters that may be considered tax positions. The Organization has evaluated its current tax positions as of December 31, 2017 and 2016 and is not aware of any significant uncertain tax positions for which a reserve would be required.

Use of Estimates

The preparation of financial statements in conformity with US GAAP 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. Accordingly, actual results could differ from those estimates.

Reclassifications

Certain 2016 financial statement amounts have been reclassified to conform to the 2017 financial statement presentation. Such changes had no effect on total assets, liabilities, or net assets as previously reported.

Subsequent Events

The Organization has evaluated its December 31, 2017 financial statements for subsequent events through September 7, 2018, the date the financial statements were available to be issued. Effective July 1, 2018, the Organization and American Refugee Committee, an Illinois non-profit corporation (“ARC”), entered into an agreement to join operations through shared governance arrangements between the organizations’ Boards of Directors. The Organization also entered into a service agreement for which ARC will provide the Organization with software systems, core back office functions and technical expertise in the following areas: human resources, information technologies, insurance, grants management, payroll, gift processing, PR/communications, accounting, finance and treasury services.

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Notes to Financial Statements
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New Pronouncements

In August 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) No. 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statement of Not-for-Profit Entities. The new guidance improves and simplifies the current net asset classification requirements and information presented in financial statements and notes that is useful in assessing a not-for-profit’s liquidity, financial performance and cash flows. ASU 2016-14 is effective for fiscal years beginning after December 15, 2017, with early adoption permitted. ASU 2016-14 is to be applied retroactively with transition provisions. The Organization is in the process of evaluating the impact this standard will have on the financial statements.

In May 2014, the FASB issued ASU No. 2014-09, *Revenue from Contracts with Customers*, which supersedes most of the current revenue recognition requirements. The underlying principle is that an entity will recognize revenue to depict the transfer of goods or services to customers at an amount that the entity expects to be entitled to in exchange for those goods or services. The guidance provides a five-step analysis of transactions to determine when and how revenue is recognized. Other major provisions include capitalization of certain contract costs, consideration of time value of money in the transaction price, and allowing estimates of variable consideration to be recognized before contingencies are resolved in certain circumstances. The guidance also requires enhanced disclosures regarding the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity’s contracts with customers. In August 2015, the FASB issued ASU No. 2015-14, *Revenue from Contracts with Customers: Deferral of the Effective Date*, which deferred the effective date of ASU 2014-09 by one year. The guidance is effective for interim and annual periods on or after December 15, 2018 (early adoption is permitted only as of annual reporting periods beginning after December 15, 2017, including interim reporting periods within that reporting period). The guidance permits the use of either a retrospective or cumulative effect transition method. The Organization is currently evaluating the new guidance and has not determined the impact this standard may have on its financial statements.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*, which requires organizations that lease assets (lessees) to recognize the assets and related liabilities for the rights and obligations created by the leases on the statements of financial position for leases with terms exceeding 12 months. ASU No. 2016-02 defines a lease as a contract or part of a contract that conveys the right to control the use of identified assets for a period of time in exchange for consideration. The lessee in a lease will be required to initially measure the right-of-use asset and the lease liability at the present value of the remaining lease payments, as well as capitalize initial direct costs as part of the right-of-use asset. ASU No. 2016-02 is effective for the Organization for fiscal year 2021. Early adoption is permitted. The Organization is in the process of evaluating the impact this standard will have on the financial statements.

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Notes to Financial Statements
December 31, 2017 and 2016

3. PROPERTY AND EQUIPMENT, NET

Property and equipment, net, consist of the following at December 31, 2017 and 2016:

| | <u>2017</u> | <u>2016</u> |
|-------------------------------|------------------|------------------|
| Furniture and equipment | \$ 206,503 | \$ 199,181 |
| Leasehold improvements | <u>-</u> | <u>47,525</u> |
| | 206,503 | 246,706 |
| Less accumulated depreciation | <u>(123,637)</u> | <u>(147,254)</u> |
| Total | <u>\$ 82,866</u> | <u>\$ 99,452</u> |

4. SPECIAL EVENTS, NET

The Organization holds a number of special fundraising events during the year. Income from the Organization's special events, net of costs of direct donor benefits, consist of the following for the years ended December 31, 2017 and 2016:

| | <u>2017</u> | <u>2016</u> |
|---|-------------------|-------------------|
| Corporate sponsorships | \$ 307,578 | \$ 348,650 |
| Ticket sales and individual contributions | 469,025 | 203,136 |
| Less: cost of direct donor benefits | <u>(175,646)</u> | <u>(176,754)</u> |
| Total | <u>\$ 600,957</u> | <u>\$ 375,032</u> |

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5. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available as follows as of December 31, 2017 and 2016:

| | <u>2017</u> | <u>2016</u> |
|----------------------------|---------------------|---------------------|
| Program (Western) | \$ 418,057 | \$ 60,000 |
| Program (Central) | 340,417 | 198,334 |
| Program (National) | 890,018 | 993,133 |
| Program (Eastern) | 153,750 | 120,000 |
| Program (New York) | 424,582 | - |
| Time restricted (New York) | - | 381,714 |
| Time restricted (Western) | <u>-</u> | <u>75,000</u> |
| Total | <u>\$ 2,226,824</u> | <u>\$ 1,828,181</u> |

Temporarily restricted net assets were released from donor restriction by incurring expenses satisfying the purposes specified by donors as follows during the years ended December 31, 2017 and 2016:

| | <u>2017</u> | <u>2016</u> |
|----------------------------|---------------------|---------------------|
| Program (New York) | \$ 17,037 | \$ 862,620 |
| Program (Western) | 355,968 | 531,500 |
| Program (Central) | 306,667 | 261,666 |
| Program (Eastern) | 100,000 | 375,000 |
| Program (National) | 1,573,401 | 277,667 |
| Passage of time (New York) | 381,714 | 67,708 |
| Passage of time (Western) | <u>75,000</u> | <u>206,906</u> |
| Total | <u>\$ 2,809,787</u> | <u>\$ 2,583,067</u> |

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6. COMMITMENTS

The Organization is party to leases for office space in San Francisco, San Jose, New York, Maryland, and Chicago which expire at various dates through October 2022. Future minimum operating lease payments due are as follows for the years ending December 31:

| | |
|------|---------------------|
| 2018 | \$ 331,483 |
| 2019 | 332,004 |
| 2020 | 340,619 |
| 2021 | 220,096 |
| 2022 | <u>36,681</u> |
| | <u>\$ 1,260,883</u> |

Rent expense for the years ended December 31, 2017 and 2016 totaled \$403,082 and \$253,593, respectively.

7. RELATED PARTY TRANSACTIONS

During 2017 and 2016, the Organization received strategy development consulting services from an entity affiliated with a member of the Organization's Board of Directors (see Note 2). The Organization believes that the value assigned to such contributed services approximates fair value. In addition, this same entity provided a substantial amount of support to the Organization during 2017 and 2016 totaling approximately \$43,000 and \$1,230,000, respectively.