EL SEGUNDO EDUCATION FOUNDATION FINANCIAL STATEMENTS FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors EL SEGUNDO EDUCATION FOUNDATION

We have audited the accompanying financial statements of El Segundo Education Foundation (a nonprofit organization), which comprise the statements of financial position as of June 30, 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.

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 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 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 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 El Segundo Education Foundation as of June 30, 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.

El Segundo, California

January 9, 2018

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EDUCATION FOUNDATION 2017 AUDIT\
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STATEMENTS OF FINANCIAL POSITION

JUNE 30, 2017 AND 2016

ASSETS				
	2	017		2016
Current Assets Cash and cash equivalents Other current receivable	\$	604,499	\$	462,856 18,500
Prepaid expenses Funds held in trust		3,985 26,728		2,223 23,870
Total current assets		635,212		507,449
Endowment	2	,802,788		2,563,506
Total assets	<u>\$ 3</u>	<u>,438,000</u>	<u>\$</u>	3,070,955
LIABILITIES AND NET AS	SETS			
Current Liabilities Deferred revenue Funds held in trust	\$ 	294,142 26,728	\$	265,159 23,870
Total current liabilities	A SALAN SALA	320,870		289,029
Unrestricted net assets	3	,117,130		2,781,926
Total liabilities and net assets	<u>\$``~~3</u>	438,000	\$	3,070,955

STATEMENTS OF ACTIVITIES

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

2				·
		2017		2016
Revenues			•	
Contributions	\$	1,160,294	\$	900,029
Program income		294,894		301,529
Fundraising event income		430,780		411,766
Donated goods and services		50,105		48,105
Investment earnings (losses)		260,904		(21,029)
Other income	_			2,290
Wasting to the second of the s				
Total revenues		2,196,977		1,642,690
Expenses				
Program services		1,728,590		1,500,449
Management and general		48,891		93,857
Fundraising		84,292		80,708
Total expenses	_	1,861,773		1,675,014
Increase (decrease) in net assets		335,204		(32,324)
Unrestricted net assets, beginning of year		2,781,926		2,814,250
	3 m 4 m			
Unrestricted net assets, end of year	<u> </u>	3,117,130	\$	2,781,926
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STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2017

		Total			1,300,000	67,850	381,831	21,429	1,891	1,731	3,408	222	7,011	50,105	26.295		1.861.773
		ı			€9										ı		69
		Fundraising	1		1	40,866	33,518	·	189	343	443	86	651	4,696	3,497		84,292
		Fu			69												S
	Management	and General			1	t	15,516	8,572	í	173	ı	t	456	24,174	J.		48,891
	, ~	'''			69											illige Nation	~ ≪:
	Total	Program	ı		1,300,000	26,984	332,797	12,857	1,702	1,215	2,965	133	5,904	21,235	22,798		\$ 1,728,590
					69					S	a Kalana Majo	2.0			ı		
vices	Seaside	Strings			•	1,233	24,224			173	.89	1	406	1,273	385		27.762
Ser					69	4		N*0	in the second						ļ		S
Program Services	Summer	Academy	ş ^{yl}	e de la companya de l		7,215	200,254	, e ^{re}	ι	347	1,193	44	2,742	4,789	7.897		224,481
		, 		3 g	6/3										1		∽
	ESUSD	Support	Ž.		\$ 1,300,000	18,536	108,319	12,857	1,702	695	1,704	68	2,756	15,173	14,516		\$ 1,476,347
				Grants made to ESUSD and its	schools	Direct expenses	Salaries and related costs	Consultants	Advertising and promotion	Office expenses	Information technology	Travel and meetings	Insurance	Donated goods and services	Credit card fees		

See accompanying notes to financial statements.

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2016

		Total			\$ 1,100,000	72,051	386,911	19,950	2,590	2,896	3,409	384	11,943	48,105	23.775	\$ 1.675.014	
		Fundraising	ı		•	45,589	31,540	1		ł	425	192	1	1	2.962	80.708	· · · · · · · · · · · · · · · · · · ·
					₩										١	649	1
	Management	and General			'	•	20,497	9,975	389	2,948	*	•	11,943	48,105	e e	93.857	
	, <u>2</u>	a			↔									N.	10g	ેં્. બ	H
	Total	Program	ı		1,100,000	26,462	334,874	9,975	2,201	2,948	2,984	192		No. of	20,813	\$ 1.500,449	· · · · · · · · · · · · · · · · · · ·
		١			€9					City.	ger Gerale Ger	Sec.			ı		
ices	Seaside	Strings	ı		•	1,094	16,893	ا در المراجع المراجع المراجع			65	1	•	•	455	18.507	
Serv	01				69	Ŋ	ghta Land	's' 's''s 4', 6'	d ^A						-	69	
Program Services	Summer	Academy	3 ³³			6,658	183,642	<i>s</i> ^g ■	1	•	1,269	•	ī	•	8,853	200.422	==: 1000
		¥.		jaja ^s Kr	€9											€.	
	ESUSD	Support			\$ 1,100,000	18,710	134,339	9,975	2,201	2,948	1,650	192	•	•	11.505	\$ 1.281.520	
				Grants made to ESUSD and its	schools	Direct expenses	Salaries and related costs	Consultants	Advertising and promotion	Office expenses	Information technology	Travel and meetings	Insurance	Donated goods and services	Credit card fees		

See accompanying notes to financial statements.

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

		2017	 2016
Cash Flows from Operating Activities			
Change in net assets	\$	335,204	\$ (32,324)
Adjustments to reconcile change in net assets to net cash			
provided by operating activities:			
Gains (losses) on investments in endowment		(186,472)	101,609
Contributed stock		(17,680)	(3,652)
Other current receivable		18,500	(18,500)
Prepaid expenses		(1,762)	642
Funds held in trust		(2,858)	(23,870)
Increase (decrease) in operating liabilities:			
Deferred revenue		28,983	13
Funds held in trust		2,858	 <u>23,870</u>
Net cash provided by operating activities		176,773	 47,788
Cash Flows from Investing Activities			
Purchase of investments in endowment		(671,279)	(577,146)
Proceeds from sale of investments in endowment		636,149	270,826
Proceeds from certificate of deposit		_	 105,143
Net cash used in investing activities		(35,130)	 (201,177)
Net increase (decrease) in cash and cash equivalents	` >	141,643	(153,389)
Cash and Cash Equivalents, beginning of year		462,856	 616,245
Cash and Cash Equivalents, end of year	\$	604,499	\$ 462,856

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 1 - NATURE OF OPERATIONS

El Segundo Education Foundation (the "Foundation") was formed as a nonprofit public benefit corporation in the State of California in February 1983. The Foundation's purpose is to support the educational mission of the El Segundo Unified School District ("ESUSD"). The Foundation is supported primarily through donations from the public.

The Foundation, also known as Ed! or ESEF, was founded by concerned parents and community leaders of the South Bay. The Foundation's sole purpose is to narrow the widening gap between the state funds required to maintain excellence in El Segundo schools and the state funds received.

The Foundation's goal is to unite businesses, corporations and residents throughout the community to provide sustainable and consistent funding directly to the public schools of the El Segundo Unified School District.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accounts of the Foundation are maintained on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Financial Statement Presentation

The Foundation reports information regarding its financial position and activities 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:

Unrestricted net assets – Net assets that are not subject to any donor-imposed stipulations.

Temporarily restricted net assets – Net assets subject to donor-imposed restrictions on their use that may be met either by actions of the Foundation or the passage of time.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial Statement Presentation (Continued)

Permanently restricted net assets – Net assets subject to donor-imposed or other legal restrictions requiring that the principal be maintained permanently by the Foundation. Generally, the donors permit the Foundation to use all or part of the income earned for either general or donor-specified purposes.

There were no temporarily or permanently restricted net assets as of June 30, 2017 and 2016.

Use of Estimates

The preparation of financial statements in conformity with U.S. 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 revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Cash Equivalents

The Foundation considers all highly liquid investments with an initial maturity of three months or less at the date of purchase to be cash equivalents.

Cash Reserve Policy

The Foundation's goal is to maintain cash reserves, exclusive of the endowment and other restricted funds, at the end of each fiscal year, equal to at least twelve (12) months of operating expenses. The Foundation increases cash reserves by a minimum of \$30,000 each year until the desired level is reached. According to management, the Foundation is meeting their cash reserve levels.

Funds Held in Trust

The Foundation has received unsolicited funds from donors during the years ended June 30, 2017 and 2016., who have specifically designated the funds for scholarships to graduating El Segundo High School students. The Foundation is required to maintain a separate bank account, and will act solely as custodian. The funds will be dispersed as determined by The Alumni Association, and as such the funds are reflected as an asset with a corresponding liability on the financial statements.

NOTES TO FINANCIAL STATEMENTS



NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Funds Held in Trust (Continued)

During the year ended June 30, 2017, the Foundation received unsolicited funds from a donor organization, who has specifically designated the funds for band teacher salaries. There is an agreement in which the Foundation funds monthly payroll for band teachers and subsequently requests reimbursement from the donor organization for related payroll expenses. The funds received by the Foundation are kept in a separate bank account and transferred to the operating account from which payroll is withdrawn.

Endowment

The Endowment reported on the statements of financial position consists of the Foundation's investments in marketable securities which are reported at fair value. Investment transactions are recorded on the trade date and investment income is recognized as revenue in the period earned. Realized and unrealized gains and losses are recognized as changes in net assets in the period in which they occur.

Revenue Recognition

All contributions and grant support are considered available for the Foundation's general programs unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor are reported as temporarily or permanently restricted support and increase those respective net asset classes. 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 restriction. Restricted support with restrictions that are met in the same reporting period are recorded as unrestricted support.

Contributions are also recognized when a donor makes a promise to give that is in substance unconditional. Conditional promises to give are recorded when the condition set by the donor is met. During the year ended June 30, 2017, the Foundation received a conditional grant of \$1,000,000 to be paid in five installments of \$200,000 beginning in the year ended June 30, 2017. The grant requires the Foundation to raise a minimum of \$200,000 each year from the El Segundo community in order to receive the installment. The grant condition was met during the year ended June 30, 2017 and the Foundation received a \$200,000 contribution from the donor.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenue Recognition (Continued)

Deferred revenue arises when potential revenue does not meet the criteria for recognition in the current period and when resources are received by the Foundation prior to the incurrence of qualifying expenditures. In subsequent periods, when both revenue recognition criteria are met or when the Foundation has a legal claim to the resources, the liability for deferred revenue is removed from the statement of financial position and revenue is recognized.

Contributed Services and Equipment

Contributed services and equipment are reported in the financial statements at fair value on the date of the voluntary donation when those services or equipment (1) create or enhance non-financial assets or (2) require specialized skills provided by individuals possessing those skills and are services which would typically be purchased if not provided by donation.

During the years ended June 30, 2017 and 2016, many volunteers donated time and services in an effort to advance the programs and objectives of the Foundation. These volunteer services have not been recorded in the financial statements as they do not meet the criteria required by U.S. GAAP.

Functional Expenses

The costs of providing services have been summarized on a functional basis in the statements of activities and detailed in the statements of functional expenses. Certain costs and expenditures have been allocated between program and supporting services by management.

Income Taxes

The Foundation is a not-for-profit corporation that is exempt from the payment of income taxes under Internal Revenue Code ("IRC") Section 501(c)(3) and the California Revenue and Taxation Code Section 23701(d). Accordingly, no provision has been made for income taxes.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes (Continued)

The Foundation evaluates uncertain tax positions whereby the effect of the uncertainty would be recorded if the tax positions were more likely than not to be sustained upon examination. The Foundation has evaluated its tax positions and management believes there are no uncertain positions required to be recorded or disclosed for the years ended June 30, 2017 and 2016.

By statute, the Foundation's federal and state income tax returns generally remain subject to examination by taxing authorities for three and four years, respectively, from the date the return is filed.

Concentrations of Risk

The Foundation's cash and cash equivalents, and investment balances held at financial institutions generally exceed federally insured limits or exceed amounts insured by Securities Investor Protection Corporation ("SIPC"). The Foundation's total investment balances are covered due to additional insurance carried at the financial institutions holding the Foundation's funds. The Foundation has not experienced and does not anticipate any losses as a result of the nonperformance of custodians and investment managers of its cash and cash equivalents, or investments.

Investments in marketable securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investments in marketable securities, it is reasonably possible that changes in the value of investments could materially change and that such change could materially affect the amounts reported in the statements of financial position. The Foundation has not experienced any loss in such accounts and management believes it is not exposed to any significant risk on these accounts.

For the years ended June 30, 2017 and 2016, the Foundation received grants from one donor that constituted approximately 10% and 13% of total revenues, respectively.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 3 - ENDOWMENT

Board Designated Endowment

The Foundation maintains a general endowment consisting of board designated investments to support the mission of the Foundation. Since that amount resulted from an internal designation and is not donor-restricted, it is classified and reported as unrestricted net assets.

The Foundation's annual appropriation, on a fiscal year basis, is determined by the growth in principal, amount of donations, earnings performance and the endowment's value as of March 31 of each year (end of the 3rd quarter). Once approved, the annual appropriation is funded into the Foundation's account at the end of the next subsequent fiscal year. The amount of the annual appropriation made from the endowment should not exceed 5% of the net value of the endowment as established at the end of the 3rd quarter of the fiscal year; nor, should the annual appropriation equal or exceed the growth of the endowment from all sources in the same time frame. This is consistent with the Foundation's objective to increase the principal balance of the endowment, after all costs are paid and appropriations are made.

Investment Policy

To achieve the endowment objectives, the Foundation has adopted an investment policy that attempts to provide for the preservation and safety of the endowment's principal and to provide for a steady stream of interest and/or dividend income to fund the annual appropriation to the Foundation. The Foundation's investment policy objectives also are targeted to create new programs aimed at enhancing alternative methods of giving to the fund by its constituents and to grow the endowment.

According to the investment policy, endowment assets are invested in a balanced, conservative growth and income investment strategy of equity, fixed income, alternative, and cash investments, in a mix which is conducive to the endowment's participation in rising markets while providing adequate protection from falling markets, while growing the endowment's assets if possible. Accordingly, the Foundation expects its endowment assets, over time, to produce a net real rate of return equal or greater than 2% above the consumer price index compounded annually for the aggregate of all investment funds over a full investment cycle (three-year period). Actual returns in any given year may vary from this amount. On a risk-adjusted basis, the endowment's total return is expected to have less risk than the Standard & Poor's 500 benchmark. Risk and volatility will be measured by standard deviation. An investment restriction policy is in place and is designed to minimize interference with the Investment Committee's efforts to attain the overall fund objectives.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 3 - ENDOWMENT (CONTINUED)

Fair Value Measurements

The framework for measuring fair value 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 three levels of the fair value hierarchy under Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820 are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted

prices for identical assets or liabilities in active markets that

the Foundation has the ability to access.

Level 2 Inputs to the valuation methodology include: quoted prices

for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; inputs that are derived principally from or corroborated by observable market data by correlation or

other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full

term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and

significant to the fair value measurement.

The 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 at June 30, 2017 and 2016.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 3 - ENDOWMENT (CONTINUED)

Fair Value Measurements (Continued)

The following tables set forth by level, within the fair value hierarchy, the Foundation's endowment assets at fair value as of June 30, 2017 and 2016:

Endowment Assets at Fair Value as of June 30, 2017

	<u>Leve</u>	<u>:l 1</u>	Level 2	Level 3		<u>Total</u>
Cash and cash equivalen	nts \$ 99	9,292 \$	-	\$	- (99,292
Equities	Caracter April	3,243	-		-	1,453,243
Fixed income	93.5	5,765	-		-	935,765
Alternative investments	314	<u>.488</u>	_			314,488
Total	<u>\$ 2,802</u>	2 <u>.788</u> <u>\$</u>		\$	_	2,802,788

Endowment Assets at Fair Value as of June 30, 2016

	Level 1	Level 3	<u>Total</u>
Cash and cash equivalents	\$ 144,248	\$ -	\$ 144,248
Equities	1,314,968	- ()	1,314,968
Fixed income	834,977	- 1	834,977
Alternative investments	269,313		269,313
Total	\$ 2,563,506	<u>\$ -</u> \$ -	<u>\$ 2,563,506</u>

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 3 - ENDOWMENT (CONTINUED)

Endowment Activity

The composition of and changes in endowment net assets by net asset classification for the years ended June 30, 2016 and 2017, were as follows:

	_ <u>U</u>	nrestricted
Board designated endowment net assets at July 1, 2015	\$	2,355,143
Contributions		253,652
Appropriations ()		(3,634)
Dividends and interest		79,904
Administration expenses		(19,950)
Net gains (losses) and appreciation (depreciation) of investments		(101,609)
Board designated endowment net assets at June 30, 2016		2,563,506
Contributions		17,680
Appropriations		(17,680)
Dividends and interest		74,239
Administration expenses		(21,429)
Net gains (losses) and appreciation (depreciation) of investments		186,472
Board designated endowment net assets at June 30, 2017	\$	2,802,788

NOTE 4 - DONATED SERVICES AND EQUIPMENT

The value of donated services and equipment included as contributions in the financial statements and the corresponding expenses for the years ended June 30, 2017 and 2016, are as follows:

	 <u> 2017 </u>	2016
Facilities	\$ 28,105	28,105
Professional fees	 22,000	20,000
	\$ 50,105	48,105

Additionally, the Foundation received \$217,376 and \$206,603 of donated goods related to special events for the years ended June 30, 2017 and 2016, which have been excluded from the presentation of fundraising event income, and expense, in the financial statements.

NOTES TO FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2017 AND 2016

NOTE 5 - RELATED PARTIES

Related parties exist as a result of Board member connections. Several Board members have made significant contributions to the Foundation, either individually or via their corporate affiliations. Contributions received from Board members or their affiliates totaled \$447,970 and \$389,826 for the years ended June 30, 2017 and 2016, respectively. In addition, one Board member is employed by a banking institution where the Foundation maintains an account.

NOTE 6 - SUBSEQUENT EVENTS

The Foundation evaluated subsequent events through January 9, 2018, the date at which the financial statements were available to be issued. The Foundation is not aware of any significant events that occurred subsequent to the statement of financial position date, but prior to January 9, 2018, that would have a material impact on its financial statements.