

**KIDS' MEALS, INC.**  
**AUDITED FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED**  
**DECEMBER 31, 2014 and 2013**

**KIDS' MEALS, INC.**  
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Reimer, McGuinness & Associates, PC  
C P A s & A d v i s o r s

**INDEPENDENT AUDITORS' REPORT**

To the Board of Directors  
Kids' Meals, Inc.  
Houston, Texas

We have audited the accompanying financial statements of Kids' Meals, Inc., which comprise the statements of financial position as of December 31, 2014 and 2013, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

***Auditor's Responsibility***

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

*Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Kids' Meals, Inc. as of December 31, 2014 and 2013, and the changes in net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

*Reimer, McGuinness & Associates, P.C.*

Houston, Texas  
July 27, 2015

## **FINANCIAL STATEMENTS**

**KIDS' MEALS**  
**STATEMENTS OF FINANCIAL POSITION**  
**DECEMBER 31, 2014 and 2013**

	2014	2013
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 595,398	\$ 517,540
Inventory		1,514
Investments	89,028	83,041
Prepaid expenses	20,284	20,708
<b>Total Current Assets</b>	<u>704,710</u>	<u>622,803</u>
<b>FIXED ASSETS</b>		
Vehicles	174,291	123,976
Computer and equipment	35,832	21,615
Leasehold Improvements	28,652	
<b>Total Fixed Assets</b>	<u>238,775</u>	<u>145,591</u>
Less: Accumulated depreciation	<u>(108,624)</u>	<u>(77,504)</u>
<b>Fixed Assets, Net</b>	<u>130,151</u>	<u>68,087</u>
<b>OTHER ASSETS</b>	<u>5,400</u>	
<b>TOTAL ASSETS</b>	<u><u>\$ 840,261</u></u>	<u><u>\$ 690,890</u></u>
<b>LIABILITIES AND NET ASSETS</b>		
<b>CURRENT LIABILITIES</b>		
Accounts payable	\$ 19,772	\$ 5,916
Accrued payroll	19,382	12,189
<b>Total Current Liabilities</b>	<u>39,154</u>	<u>18,105</u>
<b>TOTAL LIABILITIES</b>	<u>39,154</u>	<u>18,105</u>
<b>NET ASSETS</b>		
Unrestricted net assets	582,616	622,784
Temporarily restricted net assets	168,490	
Permanently restricted net assets	50,000	50,000
<b>Total Net Assets</b>	<u>801,106</u>	<u>672,784</u>
<b>TOTAL LIABILITIES AND NET ASSETS</b>	<u><u>\$ 840,261</u></u>	<u><u>\$ 690,890</u></u>

See independent auditors' report and notes to financial statements.

**KIDS' MEALS, INC**  
**STATEMENTS OF ACTIVITIES**  
**FOR YEARS ENDING DECEMBER 31, 2014 and 2013**

	2014	2013
<b>UNRESTRICTED NET ASSETS</b>		
Unrestricted revenues and gains		
Contributions	689,972	\$ 635,676
Special event	238,946	258,521
In-kind donations	297,782	301,181
Other income		342
Investment income, net	5,987	18,853
Net loss on asset dispositions		(1,546)
<b>TOTAL UNRESTRICTED REVENUES AND GAINS</b>	1,232,687	1,213,027
Net assets released from restrictions		
Restrictions satisfied by payments	143,768	14,574
<b>TOTAL UNRESTRICTED REVENUES AND GAINS AND OTHER SUPPORT</b>	1,376,455	1,227,601
<b>EXPENSES</b>		
Management and general	158,418	117,907
Fundraising	60,121	56,021
Program expenses		
Meals on Wheels	1,198,084	999,752
<b>TOTAL EXPENSES</b>	1,416,623	1,173,680
<b>INCREASE (DECREASE) IN UNRESTRICTED NET ASSETS</b>	(40,169)	53,921
<b>TEMPORARILY RESTRICTED NET ASSETS</b>		
<b>Restricted Revenues and Gains</b>		
Contributions	301,258	
Emergency Food and Shelter Program	11,000	5,000
<b>Net Assets Released from Restriction</b>		
Restrictions satisfied by payments	(143,768)	(14,574)
<b>INCREASE (DECREASE) IN TEMPORARILY RESTRICTED NET ASSETS</b>	168,490	(9,574)
<b>INCREASE IN NET ASSETS</b>	128,322	44,347
<b>NET ASSETS, BEGINNING OF YEAR</b>	672,784	628,437
<b>NET ASSETS AT END OF YEAR</b>	\$ 801,106	\$ 672,784

See independent auditors' report and notes to financial statements.

**KIDS' MEALS, INC.**  
**STATEMENT OF FUNCTIONAL EXPENSES**  
**FOR YEAR ENDING DECEMBER 31, 2014**

	<u>Program Services</u>	<u>Supporting Services</u>		
	Meals on Wheels	Management and General	Fundraising	Total
Salaries and wages	\$ 460,961	\$ 86,325	\$ 10,571	\$ 557,857
Food purchases	380,713			380,713
Health and dental insurance	62,244	7,780	707	70,731
Contract labor	26,118	19,814	44,131	90,063
Fuel and auto expense	65,250			65,250
Utilities, telephone and internet	8,287	2,072		10,359
Rent expense	19,492	821	205	20,518
Accounting and legal fees		12,000		12,000
Advertising and promotion	7,101		2,367	9,468
Event expense	102,696			102,696
Postage and delivery		645	1,935	2,580
Depreciation expense	31,120			31,120
Directors and officers insurance		1,835		1,835
Liability insurance	3,555	444	40	4,039
Meeting expenses		2,211		2,211
Staff travel		4,223		4,223
Supplies	28,933	6,512	133	35,578
Bank and service fees		6,066		6,066
Office Expense	1,614	7,670	32	9,316
	<u>\$ 1,198,084</u>	<u>\$ 158,418</u>	<u>\$ 60,121</u>	<u>\$ 1,416,623</u>

See independent auditors' report and notes to financial statements.



**KIDS' MEALS, INC.**  
**STATEMENT OF FUNCTIONAL EXPENSES**  
**FOR YEAR ENDING DECEMBER 31, 2013**

	<u>Program Services</u>	<u>Supporting Services</u>		
	Meals on Wheels	Management and General	Fundraising	Total
Salaries and wages	\$ 351,069	\$ 65,951	\$ 8,089	\$ 425,109
Food purchases	391,264			391,264
Health and dental insurance	48,933	6,117	556	55,606
Contract labor	24,644	18,695	41,640	84,979
Fuel and auto expense	48,235			48,235
Utilities, telephone and internet	6,169	1,542		7,711
Rent expense	23,302	981	245	24,528
Accounting and legal fees		12,000		12,000
Advertisting and promotion	12,854		4,285	17,139
Event expense	45,533			45,533
Postage and delivery		344	1,033	1,377
Depreciation expense	29,108			29,108
Directors and officers insurance		1,810		1,810
Liability insurance	2,801	350	32	3,183
Meeting expenses		859		859
Supplies	14,413	5,451	111	19,975
Office expense	1,427	1,893	30	3,350
Bank and service fees		1,914		1,914
	<u>\$ 999,752</u>	<u>\$ 117,907</u>	<u>\$ 56,021</u>	<u>\$ 1,173,680</u>

See independent auditors' report and notes to financial statements.

**KIDS' MEALS, INC.**  
**STATEMENTS OF CASH FLOWS**  
**FOR YEARS ENDING DECEMBER 31, 2014 and 2013**

	<b>2014</b>	<b>2013</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Increase in net assets	\$ 128,322	\$ 44,347
Adjustments to reconcile increase in net assets to net cash provided by operating activities:		
Depreciation and amortization	31,120	29,108
Contributed vehicle	(25,580)	
(Increase) decrease in operating assets		
Unrealized (gain) loss on investments	(4,827)	(15,424)
Dividends received	(1,161)	(596)
Prepaid expenses	424	(20,708)
Inventory	1,514	(1,514)
Security deposits	(5,400)	
Increase (decrease) in operating liabilities		
Accounts payable	13,856	1,726
Accrued payroll	7,193	12,189
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	<u>145,461</u>	<u>49,128</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payments for fixed asset purchases	(67,603)	(30,848)
Proceeds from sale of fixed assets	<u>25,000</u>	<u>25,000</u>
<b>NET CASH USED BY INVESTING ACTIVITIES</b>	<u>(67,603)</u>	<u>(5,848)</u>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	77,858	43,280
<b>BEGINNING CASH AND CASH EQUIVALENTS</b>	<u>517,540</u>	<u>474,260</u>
<b>ENDING CASH AND CASH EQUIVALENTS</b>	<u><u>\$ 595,398</u></u>	<u><u>\$ 517,540</u></u>

See independent auditors' report and notes to financial statements.

## **NOTES TO FINANCIAL STATEMENTS**

**KIDS' MEALS, INC.****NOTES TO FINANCIAL STATEMENTS****DECEMBER 31, 2014 and 2013**

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**NOTE 1-NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNT POLICIES**

Kids' Meals, Inc. ("the Organization") is a 501(c) (3) not-for-profit charitable organization that was established in 1984 and incorporated in 1991. This Organization takes a community based approach aimed at reducing hunger among inner city children through a program the Organization refers to as the Meals on Wheels program. Through the Meals on Wheels program, the Organization works to break the cycle of poverty. Public and private donations are the Organization's primary source of revenue.

Support and Expenses

Contributions received and unconditional promises to give are measured at their fair values and are reported as an increase in net assets. The Organization reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets, or if they are designated as support for future periods. When a donor 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 activity as net assets released from restrictions. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support. The Organization reports gifts of goods and equipment as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service. Expenses are recorded when incurred in accordance with the accrual basis of accounting.

Donated Services, Goods, and Facilities

Donated professional services and or property and equipment, if any, are reflected in the statement of activities at their fair value. Materials and other assets received as donations are recorded and reflected in the accompanying financial statements at their fair values at the date of receipt.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

## ***KIDS' MEALS, INC.***

### **NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2014 and 2013**

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#### **NOTE 1-NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)**

##### Financial Statement Presentation

Financial statement presentation follows the recommendation of the Financial Accounting Standards Board in *Accounting Standards Codification 958: Not-for-Profit Entities*. Under ASC 958, the Organization 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. See Note 6 for discussion of the Organization's permanently restricted net assets.

##### Cash and Cash Equivalents

Cash and cash equivalents consist of cash held in checking and money market accounts and other short-term investments of a liquid nature with maturities of less than 90 days. At year end and throughout the year, the Organization's cash balances were deposited in several bank accounts at two banks. Management believes that the Organization is not exposed to any significant credit risk on cash and cash equivalents.

##### Inventory

Inventory consists of consumables and promotional items. These items are recorded at cost, which approximates market value. Inventory balances are immaterial to the financial statements.

##### Investments

Investments consist of publicly-traded mutual funds and are carried at fair value.

##### Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted net assets depending on the existence or nature of any donor restrictions.

##### Advertising Costs

Advertising costs are expensed as incurred.

##### Income Taxes

The Organization is a 501(c) (3) non-profit corporation whose revenue is derived from contributions, fees and other fundraising activities and is not subject to federal or state income taxes. The Organization files a Form 990 with the Internal Revenue Service, and years 2011 through 2014 are subject to examination.

**KIDS' MEALS, INC.****NOTES TO FINANCIAL STATEMENTS****DECEMBER 31, 2014 and 2013**

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**NOTE 1-NATURE OF ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES  
(continued)**Subsequent events

Subsequent events have been evaluated through July 27, 2015, which is the date the financial statements were issued.

New Accounting Pronouncements

Management has considered the potential impact to the financial statements from new accounting pronouncements that have been issued but have not yet taken effect. The effects of such pronouncements are not material to the financial statements.

Reclassification Adjustments

Certain balances from prior years have been reclassified to conform to current year financial statement presentation. These are not material to the financial statements.

**NOTE 2-IN-KIND DONATIONS**

The Organization recognized \$235,350 and \$301,181 of in-kind donations for the years ending December 31, 2014 and 2013, respectively. The goods and services are as follows:

	<u>2014</u>	<u>2013</u>
Food	\$ 262,202	\$ 290,071
Vehicle maintenance	10,000	11,109
Vehicles	25,580	
	<u>\$ 297,782</u>	<u>\$ 301,180</u>

The contributed goods and services were used for the Meals on Wheels program.

In addition, the Organization received thousands of hours of donated work from hundreds of people ranging from Board members to volunteers helping with the Organization's programs. While the value of such contributed efforts is vitally beneficial to the Organization, no dollar amount is recognized on our financial statements or tax return for these contributions.

**NOTE 3-INVESTMENTS**

The Organization held \$89,028 and \$83,041 in publicly-traded mutual funds at December 31, 2014 and 2013, respectively. These investments are reported at fair market value. Fair values and unrealized appreciation are summarized as follows:

**KIDS' MEALS, INC.**

## NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2014 and 2013

**NOTE 3-INVESTMENTS (continued)**

Mutual funds:	2014	2013
Cost	\$ 50,000	\$ 50,000
Fair value	89,028	83,041
Unrealized appreciation	<u>\$ 39,028</u>	<u>\$ 33,041</u>

The following schedule summarizes the investment return and its classification in the statement of activities for the years ended December 31, 2014 and 2013:

	2014	2013
Dividend income	\$ 1,161	\$ 596
Net realized and unrealized gain (loss)	4,826	18,257
Total unrestricted investment income (loss)	<u>\$ 5,987</u>	<u>\$ 18,853</u>

**NOTE 4 – FAIR VALUE MEASUREMENTS**

The Organization has adopted *Accounting Standards Codification (ASC) 820: Fair Value Measurements and Disclosures*, which among other things, requires enhanced disclosures about assets and liabilities that are measured and reported at fair value. ASC 820 establishes a hierarchal disclosure framework which prioritizes the inputs to valuation techniques used to measure fair value. The hierarchal disclosure framework which prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy established under ASC 820 gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to observable inputs (Level 3 measurements).

The three levels of the fair value hierarchy 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 Organization has the ability to access.

Level 2 – Inputs, excluding those included in Level 1, are either observable prices for identical assets or liabilities in active markets, observable prices for similar assets and liabilities, or other inputs derived principally from, or corroborated by, observable market data at the measurement date.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

**KIDS' MEALS, INC.****NOTES TO FINANCIAL STATEMENTS**

DECEMBER 31, 2014 and 2013

**NOTE 4 – FAIR VALUE MEASUREMENTS (continued)**

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of 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.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2014.

Mutual funds are valued at the quoted market price of units held by the Organization at year end.

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

The following table sets forth by level, within the fair value hierarchy, the Organization's assets at fair value as of December 31, 2014:

	Quoted Market Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
Mutual funds	\$ 89,028	\$ -	\$ -
Total Assets at Fair Value	<u>\$ 89,028</u>	<u>\$ -</u>	<u>\$ -</u>

The following table sets forth by level, within the fair value hierarchy, the Organization's assets at fair value as of December 31, 2013:

	Quoted Market Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)
Mutual funds	\$ 83,041	\$ -	\$ -
Total Assets at Fair Value	<u>\$ 83,041</u>	<u>\$ -</u>	<u>\$ -</u>



**KIDS' MEALS, INC.**  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2014 and 2013

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**NOTE 4 – FAIR VALUE MEASUREMENTS (continued)**

All of the Organization's investments are mutual funds, and are categorized as Level 1 at both December 31, 2014 and 2013.

**NOTE 5-FIXED ASSETS**

It is the Organization's policy to capitalize property and equipment over \$250. Lesser amounts are expensed. Purchased property and equipment is capitalized at cost. Donations of property and equipment are recorded as contributions at their estimated fair value. Such donations are reported as unrestricted contributions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as restricted contributions. Absent donor stipulations regarding how long those donated assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The Organization reclassifies temporarily restricted net assets to unrestricted net assets at that time. Property and equipment are depreciated using the straight-line method. The following estimated useful lives are used:

Leasehold Improvements	4 years
Furniture and equipment	5-15 years
Computer equipment	3 years

**NOTE 6-PERMANENTLY RESTRICTED NET ASSETS**

Permanently restricted assets consist of the Huffington Endowment Fund. The Board of Directors has interpreted the Texas Uniform Prudent Management Institutional Funds Act (TUPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by TUPMIFA. In accordance with TUPMIFA, the organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

1. The duration and preservation of the fund
2. The purposes of the organization and the donor-restricted endowment fund
3. General economic conditions
4. The possible effect of inflation and deflation
5. The expected total return from income and the appreciation of investments
6. Other resources of the organization
7. The investment policies of the organization

**KIDS' MEALS, INC.****NOTES TO FINANCIAL STATEMENTS****DECEMBER 31, 2014 and 2013**

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**NOTE 6 – PERMANENTLY RESTRICTED NET ASSETS (continued)**

Permanently restricted assets consist of the Huffington Endowment Fund. The Organization has agreed to maintain the original principal balance of \$50,000 and to expend only the income and net capital gains of the fund for operational purposes of the Organization. As needed, the Board of Directors will appropriate available funds for specific purposes. There were no appropriations or disbursements made for operating activities for the years ending December 31, 2014 and 2013. During 2014, the endowment fund recognized unrealized gains of \$5,168 and dividend income of \$1,174. During 2013 the endowment fund recognized unrealized gains of \$15,423 and dividend income of \$596.

With respect to the Endowment Fund, the objective is to preserve capital, and minimize risk. The Endowment is invested in broad-based mutual funds. The objective of preservation of capital is intended allow earnings to accumulate until such time as appropriated by the Board of Directors. To achieve this objective, funds are invested in widely-traded and stable instruments.

**NOTE 7-OPERATING LEASE AGREEMENT**

The Organization has a four year lease agreement with Houston Pine Forest M, LLC and leases approximately 5,400 square feet of office space expiring in 2017. The minimum operating lease payments, which do not include real estate or property taxes or certain occupancy or operating costs associated with such leases, are as follows:

Year Ending <u>December 31,</u>	Minimum rent
2014	<u>\$ 2,592</u>
2015	2,700
2016	2,808
2017	<u>2,916</u>
Total	<u>\$ 11,016</u>

***KIDS' MEALS, INC.***

**NOTES TO FINANCIAL STATEMENTS**

**DECEMBER 31, 2014 and 2013**

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**NOTE 8-FUNCTIONAL ALLOCATION OF EXPENSES**

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

**NOTE 9-CONCENTRATIONS**

For the years ending December 31, 2014, the Organization's top ten donors accounted for approximately 27% of total revenues. For the years ending December 31, 2013, the organization's top two donors accounted for approximately 12% of total revenues.

**NOTE 10-RELATED PARTY TRANSACTIONS**

During the years ending December 31, 2014 and 2013, the Organization received \$124,740 and \$70,320, respectively, in donations from its Board members. These contributions are reported as unrestricted revenues on the statements of activities.

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