Spark Ventures

Independent Auditor's Report and Financial Statements June 30, 2016 and 2015

AUDIT REPORT



SPARK VENTURES

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditor's Report	2
Financial Statements:	
Statements of Financial Position.	3
Statements of Activities and Changes in Net Assets.	4
Statements of Cash Flows.	6
Notes to the Financial Statements.	7
Supplementary Information:	
Statements of Functional Expenses.	13

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Spark Ventures

We have audited the accompanying financial statements of Spark Ventures (a nonprofit organization "the Organization") which comprise the statement of financial position as of June 30, 2016, and 2015, and the related statements of activities 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 Spark Ventures as of June 30, 2016, and 2015, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The schedule of functional expenses on pages 13 and 14 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Lopez & Co. CPAs Ltd

Chicago, IL February 1, 2017

SPARK VENTURES STATEMENTS OF FINANCIAL POSITION AS OF JUNE 30, 2016 AND 2015

<u>Assets</u>	<u>2016</u>	<u>2015</u>
Cash and Cash Equivalents	\$ 105,243	\$ 402,816
Pledges Receivable	92,337	43,858
Prepaid Expenses	6,810	 32,793
Total Current Assets	204,390	479,467
Program Related Equity Investment	87,310	-
Loan Receivable	-	200,352
Property and Equipment, Net of		F10
Accumulated Depreciation of \$10,558 and \$10,048	-	510
Total Assets	\$ 291,700	\$ 680,329
Liabilities and Net Assets		
<u>Liabilities</u>		
Accounts Payable	\$ 26,403	\$ 4,413
Deferred Income	6,780	73,180
Pledge Payable	-	200,352
Total Liabilities	33,183	277,945
Net Assets		
Unrestricted	258,517	402,384
Total Net Assets	258,517	 402,384
Total Liabilities and Net Assets	\$ 291,700	\$ 680,329

SPARK VENTURES STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEAR ENDED JUNE 30, 2016 AND 2015

		2016		2015									
		Temporarily	_	Temporarily									
	Unrestricted	<u>Unrestricted</u> <u>Restricted</u> <u>Total</u>		Unrestricted	Restricted	<u>Total</u>							
REVENUE:													
Contributions	\$ 765,893	\$ -	\$ 765,893	\$ 677,855	\$ -	\$ 677,855							
In-kind Contributions	73,154	-	73,154	62,002	-	62,002							
Program Service Revenue	146,313	-	146,313	137,657	-	137,657							
Interest Income	29	-	29	22	-	22							
Other Revenue	4,337		4,337										
Total Revenue	989,726		989,726	877,536		877,536							
EXPENSES:													
Program Services	747,579	-	747,579	819,901	-	819,901							
Management and General	108,240	-	108,240	73,542	-	73,542							
Fundraising	277,774		277,774	257,801		257,801							
Total Expenses	1,133,593		1,133,593	1,151,244		1,151,244							
Change in Net Assets	(143,867)	-	(143,867)	(273,708)	-	(273,708)							
TOTAL NET ASSETS:													
Net Assets - Beginning of Fiscal Year	402,384		402,384	676,092		676,092							
Net Assets - End of Fiscal Year	\$ 258,517	\$ -	\$ 258,517	\$ 402,384_	\$ -	\$ 402,384							

SPARK VENTURES STATEMENT OF CASH FLOWS YEARS ENDED JUNE 30, 2016 AND 2015

CASH FLOWS FROM OPERATING ACTIVITIES:	<u>2016</u>	<u>2015</u>
Change in Net Assets	\$ (143,867)	\$ (273,708)
Adjustments to Reconcile Change in Net Assets to		
Cash Provided (Used) by Operating Activities:		
Depreciation and Amortization	510	1,152
(Increase) Decrease in Pledges Receivable	(48,479)	235,259
(Increase) Decrease in Prepaid Expenses	25,983	(4,108)
(Increase) Decrease in Partnership Loan Receivable	200,352	-
Increase (Decrease) in Accounts Payable	21,990	1,852
Increase (Decrease) in Deferred Revenue	(66,400)	6,691
Increase (Decrease) in Pledges Payable	 (200,352)	 200,352
Net Cash Provided (Used) by Operating Activities	 (210,263)	 167,490
CASH FLOWS FROM INVESTING ACTIVITIES:		
Net Cash Provided (Used) by Investing Activities	(87,310)	
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net Cash Provided (Used) by Financing Activities	-	-
NET CHANGE IN CASH AND CASH EQUIVALENTS	(297,573)	167,490
CASH AND CASH EQUIVALENTS - Beginning of Fiscal Year	 402,816	 235,326
CASH AND CASH EQUIVALENTS - End of Fiscal Year	\$ 105,243	\$ 402,816
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION Cash paid for interest	\$ -	\$

(1) History and Nature of Organization

Spark Ventures ("the Organization") is a Chicago-based nonprofit with international partnerships that provide children in poverty with nutrition, education and healthcare. They partner with grassroots organizations serving children in developing countries. The Organization strengthens and sustains these partners by providing human resources, strategic guidance and financial capital. The Organization and its partners launch businesses whose profits ensure meaningful impact for children and their communities for generations to come.

Partner Programs

The Organization assists about 500 vulnerable children in Zambia and Nicaragua through programs that provide these children with education, food, shelter, health care and emotional support. The Organization also uses funds to enhance and expand effectiveness of partner programs, develop and train personnel and execute capital projects.

Education & Awareness

The Organization educates and raises awareness by communicating the needs and vision of partner organizations as well as sharing information regarding the conditions and realities within the partner country.

Partnership Trips

The Organization provides international service learning and volunteer travel opportunities to its partner organizations. Additionally, a portion of the trip costs goes toward supporting the partner organization.

Services to Supporters

The Organization utilizes funds to gather and disseminate information to Spark supporters concerning the children they support including personal profiles, photos and stories of transformation. This information helps to educate investors on the context of the beneficiaries and their communities.

(2) Summary of Significant Accounting Policies

Basis of Presentation and Financial Statement Presentation

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. The financial statements presentation follows the recommendation of the Financial Accounting Standards Board in its Accounting Standards Codification (FASB ASC) 958-205 Not for Profit Entities, Presentation of Financial Statements. The Organization is required to report information regarding its financial position according to three classes of net assets as of June 30, 2016, and 2015:

<u>Permanently restricted net assets</u>: Net assets subject to donor imposed stipulation that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Organization. The Organization held no amount as permanently restricted net assets as of June 30, 2016, and 2015.

<u>Temporarily restricted net assets</u>: Net assets subject to donor imposed stipulation that may or will be met by actions of the Organization and/or passage of time. The Organization held no temporarily restricted net assets as of June 30, 2016, and 2015, respectively.

Unrestricted nets assets: Net assets not subject to donor imposed restrictions.

Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by donor imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments and other liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulation or by law. Expirations of temporary restrictions on net assets are reported as reclassifications between applicable classes of assets.

Revenue Recognition and Receivables

The Organization accounts for contributions in accordance with FASB ASC 958-605, "Not for Profit Entities, Revenue Recognition", "Accounting for Contributions Received and Contributions Made." Contributions, including unconditional promises-to-give, are recognized as revenue in the period received. Conditional promises to give are not recognized as revenue until the conditions on which they depend are substantially met. Contributions of assets other than cash are recorded at their estimated fair value. Contributions from unconditional promises to give that are to be received after one year are discounted at an appropriate discount rate based on an average Federal Funds rate.

Receivables are stated at unpaid balances, less an allowance for doubtful accounts when applicable. The Organization provides for losses on receivables using the allowance method. The allowance is based on experience, third-party contracts, and other circumstances, which may affect the ability of agencies and others to meet their obligations. Receivables are considered impaired if full principal payments are not received in accordance with the contractual terms. It is the Organization's policy to charge off uncollectible receivables when management determines the receivable will not be collected. At June 30, 2016, and 2015, receivables are considered by management to be fully collectible within a year and accordingly, no allowance for doubtful accounts is determined to be necessary.

Cash and Cash Equivalents

The Organization considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Prepaid Expenses

Expenses incurred in the subsequent period, but paid for in the current period are properly classified as prepaid expenses.

Deferred Income

Revenue received in the current period for program services not yet performed are properly classified as deferred Income.

Functional Allocation of Expenses

The costs of providing various program and supporting services have been summarized and allocated among programs and supporting services on a functional basis in the statement of functional expenses. Accordingly, certain costs are considered supporting services to all programs and to the Organization in general.

Use of Estimates

The preparation of the 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 reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Property, Equipment and Depreciation

Property and equipment are recorded at cost. Depreciation is calculated using the straight-line method over a period of 3 to 10 years based on the estimated useful lives of the assets. The Organization generally capitalizes items costing \$500 or more. Depreciation expense for the years ended June 30, 2016, and 2015, amounted to \$510, and \$1,152 respectively.

	2016	2015
Furniture & Equipment	\$ 10,558	\$ 10,558
Accumulated Depreciation	(10,558)	 (10,048)
	\$ -	\$ 510

Maintenance and repairs, which neither materially add to the value of the property nor appreciably prolong its life, are charged to expense as incurred. Gains or losses on dispositions of property and equipment are included in income.

Income Taxes

The Organization is recognized as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and is exempt from federal and state income taxes on related income. It qualifies for charitable contribution deductions under Section 170(b)(1)(A) and has been classified as an organization that is not a private foundation under Section 509(a)(2).

Uncertain Tax Position

The accounting standard on accounting for uncertainty in income taxes addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the financial statements. Under that guidance, the Organization may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by taxing authorities based on the technical merits of the position. Examples of tax positions include the tax-exempt status of the Organization and various positions related to the potential sources of unrelated business taxable income (UBIT). The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement. There were no unrecognized tax benefits identified or recorded as liabilities for the year ended June 30, 2016, and 2015.

The Organization files form 990 in the U.S. federal jurisdiction and the State of Illinois. The Organization is generally no longer subject to examination by the Internal Revenue Service for years before fiscal year 2013.

(3) Certain Vulnerabilities and Concentrations

The Organization also maintained certain bank accounts insured by the Federal Deposit Insurance Corporation ("FDIC") up to an aggregate amount of \$250,000 for each depositor in each depository institution. At June 30, 2016 and 2015, the Organization had no accounts that exceeded the aggregate insured limit at any banking institutions. However, at June 30, 2016, the Organization maintained \$77,123 in cash in a brokerage account not insured by the FDIC.

(4) Fair Value of Financial Instruments

In determining fair value, the Plan uses various valuation approaches within the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820-10 "Fair Value Measurements and Disclosures" fair value measurement network. Fair value measurements are determined based on the assumptions that market participants would use in pricing an asset or liability.

FASB ASC 820-10 establishes a hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizing the use of unobservable inputs by requiring that the most observable inputs be used when available. FASB ASC 820-10 defines the levels within the hierarchy base on the reliability of inputs as follows:

Level 1 – Valuations based on adjusted quoted prices for identical assets or liabilities in active markets.

Level 2 – Valuations based on quoted prices for similar assets or liabilities or identical assets or liabilities in less active markets, such as dealer or broker markets.

Level 3 – Valuations derived from valuation techniques in which one or more of significant inputs or significant value drivers are unobservable, such as pricing models, discounted cash flow models and similar techniques not based on market, exchange, dealer or broker-traded transactions.

Fair Values of assets measured on a recurring basis at June 30, 2016 and 2015, are as follows:

Fair Value	Meas	urements at R	eporti	ng Date Using:		
			i	n Active		
			M	arkets for	Sig	gnificant
			1	dentical	Uno	bservable
	_			Assets		Inputs
	Fa	ir Value	(Level 1)	(I	_evel 3)
June 30, 2016						
Cash	\$	105,243	\$	105,243	\$	-
Pledges Receivable	•	92,337		92,337	•	_
Prepaid Expenses		6,810		6,810		_
Program Related Equity Investment		87,310		-		87,310
Total Assets		291,700		204,390		87,310
Total Assets		231,700		204,330		07,510
Accounts Payable		(26,403)		(26,403)		-
Deferred Income		(6,780)		(6,780)		-
Total	\$	258,517	\$	171,207	\$	87,310
Fair Value	Meas	urements at R	Quo	ng Date Using: oted Prices	:	
				n Active		
				arkets for		gnificant
			1	dentical Assets		bservable
	En	ir Value	(Level 1)		Inputs ₋evel 3)
		ili value				Level 3)
<u>June 30, 2015</u>						
Cash	\$	402,816	\$	402,816	\$	-
Pledges Receivable		43,858		43,858		-
Prepaid Expenses		32,793		32,793		-
Loan Receivable		200,352		200,352		-
Total Assets		679,819		679,819		-
Accounts Payable		(4,413)		(4,413)		_
Deferred Income		(73,180)		(73,180)		_
Pledges Payable		(200,352)		(200,352)		-
Total	\$	401,874	\$	401,874	\$	-

(5) Program Related Equity Investment

The Organization has a 50% joint venture interest in Las Tias Ventures (a Nicaraguan corporation), an unconsolidated affiliate that is involved in the development and operations of an agricultural project.

The tables below set forth the carrying values of the Organization's equity investment in the unconsolidated affiliate, and the Organization's share of their earnings or losses, as of and for the year ended June 30, 2016. The Organization accounts for its investment in the unconsolidated affiliate by the equity method. The Organization records its share of such earnings (losses) in the Statement of Functional Expenses as "Losses on Program Related Equity Investment" and the carrying value of the Organization's investment in the unconsolidated affiliate is recorded in the Statements of Financial Position as "Program Related Equity Investment."

	2016
Assets	
Las Tias Ventures	\$ 87,310
Program Related Equity Investment	\$ 87,310
Earnings	
Las Tias Ventures	\$ (59,012)
Losses on Program Related Equity Investment	\$ (59,012)

(6) Related-Party Transactions

The Organization entered into a transaction with a related party, a member of its board of directors during the fiscal year 2016. As of June 30th, 2016 that person is no longer a member of the board. The nature of the transaction is described in Note 5. The related party in the transaction is the other 50% partner in the joint venture for the investment in Las Tias Venture as described in the note.

(7) Partner Loan Receivable and Pledge Payable

During 2011, the Organization entered into a loan agreement to advance funds to one of its partner organizations (Hope Ministries) to help fund the land purchase, construction and operations for a poultry farm. There was no listed collateral with the agreement. In total, \$200,352 had been disbursed to the partner organization in accordance with this agreement and the loan was scheduled to mature December 31, 2019. The loan repayment amounts were based on the profitability of the farm and in accordance with the agreement, would be realized through a reduction of the monthly program funding from the Organization to the partner organization. Interest would be charged at a rate of 2% annually, except for the first two years when the interest rate was 0%. No interest was charged as of June 30, 2016, and 2015.

Terms for the loan agreement were renegotiated during fiscal year 2015, whereby the Organization pledged the full loan amount to Hope Ministries and would be paid to Hope Ministries as maturities

became due. The full pledged amount was recorded as a pledge payable. In 2016, the Organization decided to write-off the entire receivable and payable.

(8) In-Kind Donations

The Organization records various types of in-kind support, including services, materials and other tangible assets. GAAP requires recognition of professional services received if those services (a) create or enhance long-lived assets or (b) require specialized skills, is provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. Most of the services received by the Organization do not meet these criteria. In 2016, and 2015, the Organization recorded in-kind donations amounting to \$73,154 and \$63,307 respectively, representing primarily, goods donated to the Organization and subsequently sold at auction during special events. Contributions of tangible assets are recognized at fair value when received. The amounts reflected in the accompanying financial statements as in-kind support are offset by like amounts included in expenses or assets.

(9) Subsequent Events

Management has evaluated subsequent events through the date of the Independent Auditor's Report, the date the financial statements were available to be issued.



SPARK VENTURES STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2016

		Partner	•		Total Mgmt and						_			
Expenses	Pr	rograms	Awar	wareness		Trips	Programs		(General	Fur	nd Raising		Total
Salaries and Benefits	\$	179,974	\$	_	\$	16,135	\$	196,109	\$	45,891	\$	86,234	\$	328,234
Employee Benefits		8,212		_		809	-	9,021	•	2,111	•	3,967	-	15,099
Payroll Taxes		18,384		-		1,810		20,194		4,726		8,880		33,800
Program Expense		129,470		-		-		129,470		-		-		129,470
Professional Services		93,379		-		-		93,379		18,440		23,000		134,819
Occupancy		10,854		-		-		10,854		2,540		4,773		18,167
Outreach & Events		-		44,637		-		44,637		-		44,637		89,274
Insurance		-		-		-		-		9,746		-		9,746
Travel		40,419		3,907		116,107		160,433		-		7,814		168,247
Bank Service Charge		-		-		-		-		1,703		-		1,703
Supplies		2,516		2,516		-		5,032		1,178		2,212		8,422
Postage & Delivery		278		278		-		556		130		244		930
Marketing		4,523		4,523		905		9,951		3,618		4,522		18,091
Fund Raising Fees		-		-		-		-		-		14,410		14,410
Conferences and Meetings		1,931		1,931		-		3,862		904		1,698		6,464
Staff Development		1,595		-		157		1,752		410		770		2,932
Event Expense		-		-		-		-		-		73,154		73,154
Equipment		2,110		-		-		2,110		494		928		3,532
Payroll Processing Fee		1,099		-		108		1,207		283		531		2,021
Losses on Program Related Equity Investment		59,012		-		-		59,012		-		-		59,012
Depreciation		-		-		-		-		510		-		510
Other Expenses		-		-		-		_		15,556		-		15,556
Total Expenses	\$	553,756	\$	57,792	\$	136,031	\$	747,579	\$	108,240	\$	277,774	\$	1,133,593

SPARK VENTURES STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2015

Expenses	<u>F</u>	Partner Programs	Education & Awareness		Pa	rtnership Trips	o Total Programs		Mgmt and General		und Raising		Total
Salaries and Benefits	\$	143,710	\$	2,153	\$	174	\$	146,037	\$ 51,431	\$	60,554	\$	258,022
Employee Benefits		11,177		_		-		11,177	3,596		6,492		21,265
Payroll Taxes		13,071		-		-		13,071	4,693		6,067		23,831
Program Expense		232,138		3,591		-		235,729	-		_		235,729
Professional Services		28,836		2,493		-		31,329	974		3,664		35,967
Occupancy		9,551		_		77		9,628	3,076		4,542		17,246
Outreach & Events		14		30,717		-		30,731	5		41,140		71,876
Insurance		4,933		_		-		4,933	1,794		2,242		8,969
Travel		3,840		11,196		83,964		99,000	399		3,326		102,725
Bank Service Charge		734		-		281		1,015	146		182		1,343
Supplies		1,328		1,245		108		2,681	1,194		2,380		6,255
Postage & Delivery		894		1,015		-		1,909	257		758		2,924
Marketing		9,763		9,219		487		19,469	3,527		52,267		75,263
Fund Raising Fees		125		-		-		125	45		13,032		13,202
Conferences and Meetings		2,047		1,592		32		3,671	590		1,712		5,973
Staff Development		826		174		-		1,000	211		941		2,152
Event Expense		450		5,080		36		5,566	-		57,741		63,307
Equipment		1,540		52		-		1,592	130		298		2,020
Payroll Processing Fee		886		-		-		886	322		463		1,671
Depreciation		-		-		-		-	1,152		-		1,152
Pledged Contributions		200,352		-		-		200,352			-		200,352
Total Expenses	\$	666,215	\$	68,527	\$	85,159	\$	819,901	\$ 73,542	\$	257,801	\$	1,151,244