

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT

FINANCIAL STATEMENTS

WITH

INDEPENDENT ACCOUNTANT'S REVIEW REPORT

YEAR ENDED JUNE 30, 2019

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT

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INDEPENDENT ACCOUNTANT'S REVIEW REPORT

To the Board of Directors of
DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
San Francisco, California

We have reviewed the accompanying financial statements of Dogpatch & Northwest Potrero Hill Green Benefit District (a California nonprofit corporation), which comprise of the statement of financial position as of June 30, 2019, and the related statements of activities and cash flows for the year then ended. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements

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

Accountant's Responsibility

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

Accountant's Conclusion

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

A handwritten signature in black ink, appearing to read 'D. M. J.', is written over a light blue horizontal line.

Iryna Accountancy Corporation

Oakland, California
November 6, 2019

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
STATEMENT OF FINANCIAL POSITION
JUNE 30, 2019

ASSETS	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
CURRENT ASSETS			
Cash and cash equivalents	\$ 456,339	\$ 244,452	\$ 700,791
Accounts receivable	-	-	-
Total current assets	<u>456,339</u>	<u>244,452</u>	<u>700,791</u>
OTHER ASSETS			
Prepays and deposits	<u>1,804</u>	-	<u>1,804</u>
Total other assets	<u>1,804</u>	-	<u>1,804</u>
Total assets	<u>\$ 458,143</u>	<u>\$ 244,452</u>	<u>\$ 702,595</u>
LIABILITIES AND NET ASSETS			
CURRENT LIABILITIES			
Accounts payable	\$ 13,533	\$ -	\$ 13,533
Accrued expenses	-	-	-
Deferred revenue	-	-	-
Total liabilities	<u>13,533</u>	<u>-</u>	<u>13,533</u>
NET ASSETS			
Without donor restrictions			
Board-designated	444,610	-	444,610
With donor restrictions			
Purpose and time restrictions	<u>-</u>	<u>244,452</u>	<u>244,452</u>
Total net assets	<u>444,610</u>	<u>244,452</u>	<u>689,062</u>
Total liabilities and net assets	<u>\$ 458,143</u>	<u>\$ 244,452</u>	<u>\$ 702,595</u>

See accompanying notes and independent accountant's review report.

**DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
STATEMENT OF ACTIVITIES
YEAR ENDED JUNE 30, 2019**

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues and donations			
Assessment revenue	\$ 592,246	\$ -	\$ 592,246
Donations	17,865	-	17,865
Grants	-	500,000	500,000
Other	209	-	209
In-kind donations	10,416	-	10,416
Net assets released from restrictions	255,548	(255,548)	-
Total revenues and donations	876,284	244,452	1,120,736
Expenses			
Programs services	812,615	-	812,615
Supporting services			
Management and general	101,762	-	101,762
Fundraising	-	-	-
Total expenses	914,377	-	914,377
CHANGES IN UNRESTRICTED NET ASSETS	(38,093)	244,452	206,359
Unrestricted net assets, at beginning of year	482,704	-	482,704
Unrestricted net assets, at end of year	\$ 444,610	\$ 244,452	\$ 689,062

See accompanying notes and independent accountant's review report.

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
SCHEDULE OF FUNCTIONAL EXPENSES
YEAR ENDED JUNE 30, 2019

	<u>Program Services</u>				<u>Supporting Services</u>		<u>Total</u>
	<u>Maintenance</u>	<u>Capital</u>	<u>Accountability</u>	<u>Total</u>	<u>Management and General</u>	<u>Fundraising</u>	
25 th Street	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Admin fees and costs	-	-	-	-	3,056	-	3,056
Administrative services	-	-	-	-	68,139	-	68,139
Benches	-	8,283	-	8,283	-	-	8,283
Caltrain Station	-	233,173	-	233,173	-	-	233,173
Capital improvement other	-	90,742	-	90,742	-	-	90,742
Communication and outreach	-	-	32,995	32,995	-	-	32,995
Esprit Park	-	27,606	-	27,606	-	-	27,606
In-kind expenses	-	-	-	-	10,416	-	10,416
Insurance	-	-	-	-	4,970	-	4,970
Meetings and events	-	-	10,059	10,059	-	-	10,059
Minnesota	-	28,204	-	28,204	-	-	28,204
Operating services	-	-	80,417	80,417	-	-	80,417
Parks improvements	122,300	-	-	122,300	-	-	122,300
Professional services	-	-	-	-	15,181	-	15,181
Progress Fitness	-	94,873	-	94,873	-	-	94,873
Progress Park Dog Run	-	-	-	-	-	-	-
Street improvements	83,963	-	-	83,963	-	-	83,963
Tennessee Street Project	-	-	-	-	-	-	-
Total expenses	\$ 206,263	\$ 482,881	\$ 123,471	\$ 812,615	\$ 101,762	\$ -	\$ 914,377

See accompanying notes and independent accountant's review report.

**DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
STATEMENT OF CASH FLOWS
YEAR ENDED JUNE 30, 2019**

CASH FLOW FROM OPERATING ACTIVITIES	
Changes in net assets	\$ 206,359
Adjustments to reconcile changes in net assets to net cash provided by operating activities:	
Increase (decrease) in operating assets:	
Accounts receivable	125,357
Prepays and deposits	(372)
Increase (decrease) in operating liabilities:	
Accounts payable	4,415
Net cash provided by operating activities	335,759
Net change in cash and cash equivalents	335,759
CASH AND CASH EQUIVALENTS, beginning of year	
Unrestricted cash and cash equivalents	365,032
Restricted cash and cash equivalents	-
Total cash and cash equivalents, beginning of year	365,032
CASH AND CASH EQUIVALENTS, end of year	
Unrestricted cash and cash equivalents	456,339
Restricted cash and cash equivalents	244,452
Total cash and cash equivalents, end of year	\$ 700,791

See accompanying notes and independent accountant's review report.

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT
NOTES TO FINANCIAL STATEMENTS

Note 1. Nature of Activities and Summary of Significant Accounting Policies

Nature of Activities

DOGPATCH & NORTHWEST POTRERO HILL GREEN BENEFIT DISTRICT (the Organization) is a nonprofit organization that was incorporated on August 28, 2015 as a non-profit corporation under the laws of the State of California. The Organization provides services in two districts in San Francisco: Dogpatch and Northwest Potrero Hill. The Organization's purpose is to improve the maintenance of existing publicly accessible green spaces including open spaces, parks, informal community gardens, and sidewalk greenings; to develop new green infrastructure; to improve the long-term ecological health of the neighborhood; and to fund the creation of new open spaces, parks, and gardens. The Organization collaborates with landowners, tenants, developers, condominium owners, renters, and advocates for open spaces, parks, and gardens. The Organization was established to incorporate the vision of land occupiers with the Organization's vision and mission.

The Organization's mission is to create, expand, enhance, clean, and maintain open spaces, parks, play areas, plazas, parklets, gardens, sidewalk greenings, and other such physical public realm areas within the boundaries of Dogpatch and Northwest Potrero Hill districts. The Organization promotes sound ecological practices and green infrastructure with a locally controlled, sustainable, and transparent funding structure, and supports community volunteer efforts.

Maintenance

The Organization hires and oversees landscape maintenance and janitorial contractors. Landscape maintenance is provided to the green spaces of Dogpatch and Northwest Potrero Hill districts. These are largely green spaces created by neighbors on properties owned and managed by a variety of City of San Francisco and California state agencies such as Public Works, the Municipal Transportation Agency, Caltrans, etc. The Organization provides janitorial services that includes sidewalk cleaning, trash removal, and graffiti abatement.

Capital

Capital projects include repairs or upgrades to existing green spaces or the addition of new green spaces. The Organization provides capital improvements to the projects such as major walking path upgrades, retaining wall replacement, installation of irrigation systems, the replacement of a weedy verge with formal plantings, renovation of a public plaza, and expansion of pocket parks.

Accountability and Citizen Services

The Organization connects and communicates with residents and businesses and advocates for their interests to City of San Francisco and California state departments, and elected officials regarding new green projects and improving green areas in San Francisco.

Note 1. Nature of Activities and Summary of Significant Accounting Policies (Continued)

Basis of Accounting

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, which involves the application of accrual accounting; consequently, revenues and gains are recognized when earned, and expenses and losses are recognized when incurred.

Adoption of New Accounting Pronouncement

For the year ended June 30, 2019, the Organization adopted the Financial Accounting Standards Board's Accounting Standards Update (ASU) No. 2016-14 - *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-profit Entities*. This update addresses the complexity and understandability of net assets classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return between not-for-profit entities. A key change required by ASU 2016-14 are the net asset classes used in these financial statements. Amounts previously reported as unrestricted net assets are now reported as net assets without donor restrictions and amounts previously reported as temporarily restricted net assets and permanently restricted net assets, if applicable, are now reported as net assets with donor restrictions.

Financial Statement Presentation

Financial statement presentation follows the requirement of the Financial Accounting Standard Board. The Organization is required to report information regarding its financial position and activities according to two classes of net assets: without donor restrictions and with donor restrictions.

Net Assets Without Donor Restrictions – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. The governing board can designate, from net assets without donor restrictions, net assets for an operating reserve and board-designated endowment. There was no board-designated endowment as of June 30, 2019.

Net Assets With Donor Restrictions – Net assets subject to donor-(or certain grantor-) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both. There were no donor-imposed restrictions perpetual in nature as of June 30, 2019.

Board Designation of Net Assets Without Donor Restrictions

It is the policy of the Board of Directors of the Organization to review its plans for future services periodically and to designate appropriate sums of net assets without donor restrictions to assure compliance with its Management Plan for Dogpatch and Northwest Potrero Hill Green Benefit District (GBD).

Note 1. Nature of Activities and Summary of Significant Accounting Policies (Continued)

Cash and Cash Equivalents

The Organization considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents. The carrying amount approximates fair value because of the short maturity of those instruments.

Contributions

Contributions receivable are unconditional promises to give that are recognized as contributions when the promise is received. Contributions receivable that are expected to be collected in less than one year are reported at net realizable value. Contributions receivable that are expected to be collected in more than one year are recorded at fair value at the date of promise. That fair value is computed using a present value technique applied to anticipated cash flows. Amortization of the resulting discount is recognized as additional contribution revenue. The allowance for uncollectible contributions receivable is determined based on management's evaluation of the collectability of individual promises.

All contributions are reported as increases in net assets without donor restrictions unless use of the contributed assets is specifically restricted by the donor. Amounts received that are restricted by the donor to use in future periods or for specific purposes are reported as increases in net assets with donor restrictions, consistent with the nature of the restriction. Unconditional promises with payments due in future years have an implied restriction to be used in the year the payment is due, and therefore are reported as restricted by time until the payment is due unless the contribution is clearly intended to support activities of the current fiscal year or is received with permanent restrictions. Conditional promises, such as matching grants, are not recognized until they become unconditional, that is, until all conditions on which they depend are substantially met.

Donated Assets

Donated marketable securities and other noncash donations are recorded as contributions at their estimated fair value at the date of donation. Donated property and equipment are also recorded as contributions at their estimated fair value at the date of donation. Such donations are reported as increases in net assets without donor restrictions unless the donor has restricted the donated assets 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 expiration of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The Organization reclassifies net assets with donor restrictions to net assets without donor restrictions at that time.

Note 1. Nature of Activities and Summary of Significant Accounting Policies (Continued)

Concentration of Revenue

The Organization received approximately 53% of its revenue from the City of San Francisco. Each property owner in the GBD pays an assessment based on a formula calculated on objective parcel criteria, as defined in The Management Plan. This assessment is collected twice a year through owners' personal tax bills. The GBD assessment is collected and enforced by the City and County of San Francisco's Treasurer and Tax Collector that in turn, transfers the assessment payments to the Organization.

Fair Value of Financial Instruments

The carrying amounts of cash, accounts receivable, and accounts payable approximate fair value because of the short maturity of these instruments.

Use of Estimates

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

Income Taxes

The Organization is a not-for-profit organization that is exempt from both federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and is exempt from California franchise taxes under similar state provisions. Accordingly, no provision for income taxes has been made in the accompanying financial statements. It is the opinion of management that all income earned has been related to the Organization's tax-exempt status, and there has been no unrelated business income.

ASC 740-10 requires an organization to determine whether it is more likely than not that a tax position will be sustained upon examination on the technical merits of the position, assuming the taxing authority has full knowledge of all information. If the tax position does not meet the more likely than not recognition threshold, the benefit of that position is not recognized in the financial statements. The Organization has no assets or liabilities related to uncertain tax positions. The Organization is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

Expense Recognition and Allocation

The costs of providing various programs and other activities are summarized on a functional basis in the statement of functional expenses. Expenses that can be identified with a specific program or support service are charged directly to that program or support service. Costs common to multiple functions have been allocated among the various functions benefited. General and administrative expenses include those costs that are not directly identifiable with any specific program, but which provide for the overall support and direction of the organization

Note 2. Concentrations of Credit Risk

FASB ASC 825 requires disclosure of significant concentrations of credit risk arising from all financial instruments. Financial instruments that potentially subject the Organization to concentrations of credit risk are primarily cash and accounts receivable. The Organization places its cash and in banks that are insured in limited amounts by the U.S. Government. Due to operational requirements, the Organization’s checking and other deposit accounts may be maintained with a balance in excess of the \$250,000 federally insured limit. As of June 30, 2019, deposits in amount of \$583,642 were not FDIC insured.

Note 3. Advertising Expenses

Non direct-response advertising costs are expensed when the advertising first occurs.

Note 4. Donated Services and Other In-Kind Contributions

Donated services are recognized as contributions 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.

During the year ended June 30, 2019, the Organization received a significant amount of donated services from unpaid volunteers who assisted with planting trees and plants, cleaning public areas, managing informational booths, attending public meetings, and providing administrative support that do not satisfy the criteria for recognition under FASB ASC 958-605-25-16.

The Organization received about 1,515 volunteer hours involving 73 people including board members who have helped with the program and administrative activities for the year ended June 30, 2019.

Additionally, the Organization received free meeting spaces and various professional services. Donated meeting spaces and professional services for the year ended June 30, 2019 were as followed:

Meeting spaces	\$	6,736
Donated food		1,920
Professional services		<u>1,760</u>
Total	\$	<u><u>10,416</u></u>

The estimated fair value of in-kind contribution for the year ended June 30, 2019 is recorded in the accompanying statement of activity.

Note 5. Liquidity and Availability of Financial Assets

The following reflects the Organization's financial assets as of the statement of financial position date, reduced by amounts not available for general use because of contractual or donor-imposed restrictions within one year of the statement of financial position date.

Cash and cash equivalents	\$ 700,791
Less those unavailable for general expenditures within one year, due to:	
Restricted by donor with time or purpose restrictions	<u>244,452</u>
Financial assets available to meet cash needs for general expenditure within one year	<u>\$ 456,339</u>

\$456,339 of financial assets are available to cover the Organization's liquidity needs.

Note 6. Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes or periods for the year ended June 30, 2019 was as following:

<u>Restricted purpose</u>	<u>06/30/18</u>	<u>Additions</u>	<u>Releases</u>	<u>06/30/19</u>
Esprit Park Renovation	\$ -	\$ 250,000	\$ (37,768)	\$ 212,232
22nd Street Caltrain Gateway	-	250,000	(217,780)	32,220
Total	<u>\$ -</u>	<u>\$ 500,000</u>	<u>\$ (255,548)</u>	<u>\$ 244,452</u>

Note 7. Subsequent Events

The Organization's management evaluated subsequent events through November 6, 2019, the date these financial statements were available to be issued. Management concluded that no material subsequent events have occurred since June 30, 2019 that required recognition or disclosure in such financial statements.