PERALTA COLLEGES FOUNDATION (A California Nonprofit Corporation)

ANNUAL FINANCIAL STATEMENTS WITH INDEPENDENT AUDITOR'S REPORT

JUNE 30, 2018

PERALTA COLLEGES FOUNDATION (A California Nonprofit Corporation)

June 30, 2018

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INDEPENDENT AUDITOR'S REPORT

The Board of Directors Peralta Colleges Foundation Oakland, California

We have audited the accompanying financial statements of Peralta Colleges Foundation (the Foundation), which comprise the statement of financial position as of June 30, 2018, and the related statements of activities, cash flows, and functional expenses for the year 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 Peralta Colleges Foundation as of June 30, 2018, 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.

Pleasanton, California

Vairinek, Tine, Day & Co ZZP

December 10, 2018

(A California Nonprofit Corporation)

STATEMENT OF FINANCIAL POSITION

JUNE 30, 2018

ASSETS	
CURRENT ASSETS	
Cash and cash equivalents	\$ 1,052,443
Other assets	1,408
Total Current Assets	1,053,851
NONCURRENT ASSETS	
Investments	1,317,270
Restricted recievable	100,000
Total Noncurrent Assets	1,417,270
TOTAL ASSETS	\$ 2,471,121
LIABILITIES AND NET ASSETS	
CURRENT LIABILITIES	
Accounts payable	\$ 9,391
Accrued payroll expenses	2,171
Payable to college funds	564,749
TOTAL LIABILITIES	576,311
NET ASSETS	
Unrestricted	813,812
Temporarily restricted	598,316
Permanently restricted	482,682
Total Net Assets	1,894,810
TOTAL LIABILITIES AND NET ASSETS	\$ 2,471,121

PERALTA COLLEGES FOUNDATION (A California Nonprofit Corporation)

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2018

	Ur	nrestricted	Temporarily Restricted	rmanently estricted		Total
Support and Revenues		1050110004	11050110004			1000
Individual contributions	\$	137,228	\$ -	\$ _	\$	137,228
Foundation and corporate grants		75,856	191,418	101,325	·	368,599
Fundraising events		1,050	-	· -		1,050
In-kind contributions		34,747	-	-		34,747
Administrative fees - ARB		465	-	-		465
Administrative fees - Other		21,767	-	-		21,767
Miscellaneous income		500	-	-		500
Net assets released from restrictions		334,759	(334,759)			
Total Support and Revenues		606,372	(143,341)	101,325		564,356
Expenses						
Program services		262,458	-	-		262,458
Management and general		269,929	-	-		269,929
Fundraising		18,994				18,994
Total Expenses		551,381				551,381
Total Revenues in Excess of Expenses		54,991	(143,341)	101,325		12,975
Other Revenues (Expenses)						
Interest and dividends		16,138	25,035	_		41,173
Unrealized gain (loss) on investments		27,360	1,835	_		29,195
Total Other Revenues (Expenses)		43,498	26,870			70,368
,						,
CHANGE IN NET ASSETS		98,489	(116,471)	101,325		83,343
NET ASSETS, BEGINNING OF YEAR		715,323	714,787	381,357		1,811,467
NET ASSETS, END OF YEAR	\$	813,812	\$ 598,316	\$ 482,682		1,894,810

(A California Nonprofit Corporation)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2018

CASH FLOWS FROM OPERATING ACTIVITIES	
Change in net assets	\$ 83,343
Adjustments to reconcile change in net assets	
to net cash provided by operations	
Donated equipment	
Net unrealized and realized (gain) loss on investments	(29,195)
Change in operating assets and liabilities	, , ,
(Increase) decrease in accounts receivable	(100,000)
(Increase) decrease in other assets	7,984
Increase (decrease) in accounts payable and accrued expenses	(16,579)
Increase (decrease) in accrued payroll expenses	(17,056)
Increase (decrease) in due to student groups	(158,565)
Net Cash Flows From Operating Activities	(230,068)
CASH FLOWS FROM INVESTING ACTIVITIES	
Proceeds from sales of investments	80,603
Purchases of investments	(113,903)
Net Cash Flows From Investing Activities	(33,300)
NET CHANGE IN UNRESTRICTED CASH AND CASH EQUIVALENTS	(263,368)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	1,315,811
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 1,052,443

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STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED JUNE 30, 2018

			Ma	nagement				
				and				Total
	P	Program		General Fundraising		E	expenses	
Salaries	\$	17,229	\$	39,983	\$	9,375	\$	66,587
Payroll taxes		741		3,407		1,559		5,707
Employee benefits		1,614		8,096		_		9,710
Total Salaries and								
Related Expenses		19,584		51,486		10,934		82,004
Scholarships		157,002		-		-		157,002
Grants		72,268		-		-		72,268
Accounting				39,092		-		39,092
Events		-		-		8,060		8,060
Bank charges		-		475		-		475
Information technology		-		18,372		-		18,372
Dues and subscription		10,849		1,552		-		12,401
Insurance		1,651		613		-		2,264
Meetings		1,019				-		1,019
Credit card Fees		-		580		-		580
Miscellaneous		85		197		-		282
Occupancy		-		26,386		-		26,386
Office expense		-		2,837		-		2,837
Postage		-		1,257		-		1,257
Professional fees		-		123,683		-		123,683
Telephone		-		3,204		-		3,204
Travel				195				195
Total Expenses	\$	262,458	\$	269,929	\$	18,994	\$	551,381

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Foundation

The Peralta Colleges Foundation (the Foundation) was incorporated in the State of California in January 7, 1971, for the purpose of establishing financial assistance to students and to enhance the intellectual, cultural, and educational needs of the students, faculty and staff and the communities in which they work.

The Foundation supports academic excellence and success throughout the Peralta Community College District (the District) by building partnerships in the region to raise scholarship funds for committed students and financial support for the four colleges that comprise the District: Berkeley City College, College of Alameda, Laney College and Merritt College. The Foundation also provides faculty grants for classroom enrichment, provides funds for the purchase of books at the libraries of each campus, and runs a district-wide alumni engagement program. Charitable gifts to the four colleges of the District and its auxiliaries are accepted and administered by the Foundation. In addition, the Foundation stewards restricted contributions for scholarships and programs in accordance with donor instructions.

The Peralta Colleges Foundation is an independent, 501(c) (3) non-profit auxiliary to the District.

Financial Statement Presentation

The accompanying financial statements are presented in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 958-210-50. Under ASC 958-210-50, the Foundation is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted, temporarily restricted, and permanently restricted. In addition, the Foundation is required to present a statement of cash flows. The Foundation does not use fund accounting. Revenues are recognized when earned, and expenses are recognized when incurred in accordance with the accrual basis of accounting.

The Foundation and the Peralta Community College District (the District) are financially interrelated Foundations as defined by *Transfers of Assets to a Nonprofit or Charitable Trust that Holds Contributions for Others*. The Foundation reflects contributions received for the benefit of the District as revenue in its financial statements. The expenses related to these contributions are accounted for under program and supporting services.

Cash and Cash Equivalents

Cash and cash equivalents for the purposes of the statement of cash flows consist of cash held in checking and money market accounts and certificates of deposit with maturities of less than 90 days and available for current operations. The Foundation maintains cash balances in financial institutions which are insured up to \$250,000. At June 30, 2018, the amount in excess of Federal depository insurance coverage was approximately \$900,000.

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values in the statement of financial position. Unrealized gains and losses are included in the change in net assets. Investment income and gains restricted by a donor are recorded in the appropriate classification of net assets. If the restrictions are met either by passage of time or by use in the reporting period in which the income and gains are recognized, the income is recorded as increases in the unrestricted net assets. Investments are classified as short or long term based upon the Foundation's intent to use for current operations.

Contributions and Promises to Give

Contributions are recognized when the donor makes a promise to give to the Foundation that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in the appropriate classification of net assets as temporarily or permanently restricted. When a restriction expires through either the passage of time or use, the assets are reclassified as assets released from restrictions in the statement of activities.

As of June 30, 2018 promises-to-give are as follows:

Permanently restricted promises to give

\$ 100,000

The Foundation considers all accounts receivable to be fully collectible as of June 30, 2018. Accordingly, no allowance for doubtful accounts are deemed necessary. If amounts become uncollectible, they are charged to expense in the period in which that determination is made.

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

Donated Services, Goods, and Facilities

A substantial number of volunteers have donated their time and experience to the Foundation's program services and fundraising campaigns during the year. However, these donated services are not reflected in the financial statements since there is no readily determined method of valuing the services.

During the year, office space was provided by the District on behalf of the Foundation. This donated office space was valued at \$24,586. Additionally, the District covers internet, maintenance, electricity and telephones for the office space provided in the amount of \$6,945. Additionally, a District Accountant assisted with bookkeeping services amounting to \$3,216. In kind donations are recognized in the financial statements as in-kind donation revenue and in-kind expenses in Management and General function.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results could differ from those estimates. Significant estimates include the value of the beneficial interest in a charitable remainder trust.

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

Income Taxes

The Foundation is a nonprofit public benefit corporation that is exempt from income taxes under Section 501(c) (3) of the Internal Revenue Code (IRC) and classified by the Internal Revenue Service (IRS) as other than a private Foundation. Contributions received qualify as tax deductible gifts as provided in Section 170(b) (1) (A) (VI). The Foundation is also exempt from California State franchise and income taxes under Section 23701(d) of the California Revenue and Taxation Code. Accordingly, no provision for income taxes has been reflected in these financial statements. The Foundation's Federal Form 990, Return of Foundation Exempt From Income Tax, and State Form 109, California Exempt Foundation Business Income Tax Return, are subject to examination by the IRS for three years, and by the State Franchise Tax Board for four years, after they were filed. The Foundation is not aware of any such examinations at this time.

The Foundation has adopted FASB ASC Topic 740 that clarifies the accounting for uncertainty in tax positions taken or expected to be taken on a tax return and provides that the tax effects from an uncertain tax position can be recognized in the financial statements only if, based on its merits, the position is more likely than not to be sustained on audit by the taxing authorities. Management believes that all tax positions taken to date are highly certain, and, accordingly, no accounting adjustment has been made to the financial statements.

Payable to College Funds

Payable to college funds represent funds held on behalf of others at the various colleges within the District. The Foundation records additions to the funds as liabilities and distributions as reductions in the liability balance.

Allocation of Functional Expenses

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

NOTE 2 - INVESTMENTS

Investments consisted of the following at June 30:

Cash and cash equivalents	\$ 36,746
Mutual Funds	1,280,524
	1,317,270

Investments are recorded at fair value on the statement of financial position. The following table summarizes the investment returns which are recorded in the statement of activities:

Interest and dividends	\$ 41,173
Unrealized gains on investments	29,195
Total Investment Income	70,368
Investment expenses	(9,261)
Total Investment Income, Net of Expenses	\$ 61,107

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NOTES TO THE FINANCIAL STATEMENTS

JUNE 30, 2018

NOTE 3 - MARKET VALUE OF FINANCIAL ASSETS AND LIABILITIES

The Foundation determines the fair market values of certain financial instruments based on the fair value hierarchy established in FASB ASC 820-10-50, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value.

The following provides a summary of the hierarchical levels used to measure fair value:

Level 1 - Quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date. Level 1 assets and liabilities may include debt and equity securities that are traded in an active exchange market and that are highly liquid and are actively traded in over-the-counter markets.

Level 2 - Observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities may include debt securities with quoted prices that are traded less frequently than exchange-traded instruments and other instruments whose value is determined using a pricing model with inputs that are observable in the market or can be derived principally from or corroborated by observable market data. This category generally includes U.S. Government and agency mortgage-backed debt securities, corporate debt securities, derivative contracts, residential mortgages, and loans held for sale.

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation. This category generally includes certain private equity investments, retained residual interests in securitizations, residential MSRs, asset-backed securities (ABS), highly-structured or long-term derivative contracts, and certain collateralized debt obligations (CDO) where independent pricing information was not able to be obtained for a significant portion of the underlying assets.

Assets and Liabilities Recorded at Fair Value on a Recurring Basis

The following table presents the balances of the assets measured at fair value on a recurring basis as of June 30, 2018. The Foundation did not have any liabilities measured at fair value on a recurring basis as of June 30, 2018.

Assets	Level 1
Common stock	\$ 635,711
Corporate bonds and notes	305,722
Exchange Traded Funds	32,503
Equity securities	306,587
CDs and money market accounts	36,746
Total	\$ 1,317,270

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

NOTE 4 - ACCOUNTS PAYABLE

Accounts payable represent unconditional promises made by the Foundation and are due as follows:

Due in one year Projects
\$ 9,391

NOTE 5 – CONTINGENCIES

Grant awards require the fulfillment of certain conditions as set forth in the instrument of grant. Failure to fulfill the conditions could result in the return of the funds to the grantors. The Foundation deems this contingency remote since by accepting the grants and their terms, it has accommodated the objectives of the Foundation to the provisions of the grants. The Foundation's management is of the opinion that the Foundation has complied with the terms of all grants.

NOTE 6 – TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consisted of program funds held for the following various purposes:

RSVP Program	\$ 16,803
Foundation Scholars Awards	5,777
Income from capital appreciation of permanently restricted earnings for Scholarship Funds	61,815
Scholarship Fund	502,159
College Level Math Readiness	 11,762
Total	\$ 598,316

Temporarily restricted net assets were released from donor restriction by incurring expenses satisfying the purposes specified by donors as follows during the years ended June 30:

Foundation Scholars Awards	\$ 1,755
Income from capital appreciation of permanently restricted earnings for Scholarship Funds	12,019
Scholarship Fund	248,967
College Level Math Readiness	72,018
Total	\$ 334,759

NOTE 7 – ENDOWMENT SCHOLARSHIP FUNDS

The Foundation's endowment scholarship funds consist of various individual funds. As required by GAAP, net assets associated with endowment scholarship funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

Permanently restricted net assets, for which investment and interest earnings may be used for scholarship grants, consisted of the historical gift balance of the endowed funds in the amount of \$381,357 at June 30, 2018.

Interpretation of Relevant Law

The Board of the Foundation has interpreted the State Prudent Management of Institutional Funds Act (SPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (1) the original value of gifts donated to the permanent endowment, (2) the original value of subsequent gifts to the permanent endowment, and (3) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. 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 Foundation in a manner consistent with the standard of prudence prescribed by SPMIFA. In accordance with SPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds: (1) the duration and preservation of the various funds, (2) the purposes of the donor-restricted endowment funds, (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 Foundation, and (7) the Foundation's investment policies.

Return Objectives and Risk Parameters

Endowment assets include those assets of donor-restricted funds that the Foundation must hold in perpetuity. The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by the endowment assets. Under this policy, as approved by the Board of Directors, the endowment assets are invested in a balanced portfolio comprised of cash, fixed income securities, and equities.

Strategies Employed for Achieving Objectives

To satisfy its long-term objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation to achieve its long-term return objectives within a prudent risk framework

Funds with Deficiencies

From time to time, the fair value of assets associated with the individual donor-restricted endowment funds may fall below the level that current law requires the Foundation to retain for a fund of perpetual duration in accordance with GAAP. Deficiencies of this nature are reported as unrestricted net assets. Subsequent gains that restore the fair value of the assets for the endowment funds to the required level are classified as increase in unrestricted net assets. There were no unrestricted net assets transferred to replenish fund deficiencies as of June 30, 2018.

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

Spending Policy

The Foundation distributes funds from income and capital appreciation of endowment assets in accordance with donor agreements.

The composition of endowment net assets for this fund and the changes in endowment net assets as of June 30, 2018, are as follows:

	Temporarily	Permanently	
	Restricted	Restricted	Total
Susan Almon Duncan Memorial Book	\$ 866	\$ 10,462	\$ 11,329
Adeline Guintini Memorial Scholarship	2,711	15,080	17,791
Alameda Bus. & Prof. Women Scholarship	193	3,500	3,693
Anna & John Los Scholarship	1,323	20,000	21,323
Doddie Gifford Labor Studies	2,752	25,000	27,752
Elmore Holderman Memorial Scholarship	214	4,145	4,359
Ken Harvey Athletic Scholarship	6,509	43,347	49,856
Kenneth L. Rogers Memorial Scholarship	420	3,741	4,160
Lawrence L. Chin Memorial Scholarship	258	5,000	5,258
Torri Minton Memorial Scholarship	580	11,700	12,280
Allied Health	1,370	26,537	27,907
Antoinette Lenaha Child Scholarship	1,831	2,500	4,331
Carter Gilmore Endowment	1,131	10,000	11,131
Kaiser Foundation Scholarship	10,574	10,000	20,574
Marion Tadlock Memorial	4,832	11,097	15,929
CISE Scholarship	3,852	44,048	47,900
C. Lasley Field Memorial Scholarship	312	5,000	5,312
Elizabeth & Alfred Nwala	732	10,429	11,161
Margaret Withrow Memorial Scholarship	246	4,771	5,017
Ruth Bittman Memorial Scholarship	5,233	100,000	105,233
Georgia Runge-Smith Memorial Scholarship	-	5,000	5,000
Ormond Endowment	1,023	10,000	11,023
Total endowment net assets, beginning of year	46,964	381,357	428,321
Current year contributions	-	101,325	101,325
Current year investment income:			
Dividends and interest, net investment fees	19,116	-	19,116
Gains/Loss on investments	1,835		1,835
Total current year investment income	20,951	-	20,951
Amounts appropriated for expenditure	(4,100)		(4,100)
Endowment net assets, end of year	\$ 63,815	\$ 482,682	\$546,497

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NOTES TO THE FINANCIAL STATEMENTS JUNE 30, 2018

NOTE 10 - SUBSEQUENT EVENTS

The Foundation's management has evaluated events or transactions that may occur for potential recognition or disclosure in the financial statements from the balance sheet date through December 10, 2018, which is the date the financial statements were available to be issued. Management has determined that there were no subsequent events or transactions that would have a material impact on the current year financial statements.