Greater Lehigh Valley Chamber of Commerce and Controlled Entity

June 30, 2019 and 2018

Consolidated Financial Statements and Independent Auditors' Report



GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY JUNE 30, 2019 AND 2018

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INDEPENDENT AUDITORS' REPORT

To the Boards of Governors of Greater Lehigh Valley Chamber of Commerce and Controlled Entity

We have audited the accompanying consolidated financial statements of the Greater Lehigh Valley Chamber of Commerce and Controlled Entity (a nonprofit organization, the "Organization"), which comprise the consolidated statements of financial position as of June 30, 2019 and 2018, and the related consolidated statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Organization's preparation and fair presentation of the consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Greater Lehigh Valley Chamber of Commerce and Controlled Entity as of June 30, 2019 and 2018, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Concannon, miller + Co., P.C.

Bethlehem, PA

December 16, 2019

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

	June 30,			
<u>ASSETS</u>	2019	2018		
CURRENT ASSETS				
Cash and cash equivalents	\$ 343,144	\$ 232,261		
Investments, at fair value	1,914,321	1,818,802		
Accounts receivable, net of allowance of \$20,500				
and \$61,500, respectively	351,641	446,777		
Grants receivable	12,613	25,192		
Contributions receivable, current portion	400	950		
Prepaid expenses	22,943	58,511		
Total Current Assets	2,645,062	2,582,493		
PROPERTY AND EQUIPMENT, NET	30,713	40,511		
OTHER ASSETS				
Restricted cash	260,151	263,185		
Contributions receivable, net of current portion	0	400		
Total Other Assets	260,151	263,585		
Total Assets	\$ 2,935,926	\$ 2,886,589		
LIABILITIES AND NET ASSETS				
CURRENT LIABILITIES				
Accounts payable	\$ 71,288	\$ 91,357		
Grants payable	31,229	21,226		
Dues paid in advance	29,971	24,449		
Accrued payroll expenses and other liabilities	88,118	85,712		
Special projects in progress	297,334	359,583		
Deferred revenues, members' dues	678,826	661,493		
Deferred grant revenue	115,925	89,952		
Total Current Liabilities	1,312,691	1,333,772		
LONG-TERM LIABILITIES				
Deferred rent expense	10,542	5,443		
Total Liabilities	1,323,233	1,339,215		
NET ASSETS				
Without donor restrictions				
Undesignated	1,527,544	1,466,847		
Board designated for fixed assets	30,713	40,511		
Total Net Assets Without Donor Restrictions	1,558,257	1,507,358		
With donor restrictions	54,436	40,016		
Total Net Assets	1,612,693	1,547,374		
Total Liabilities and Net Assets	\$ 2,935,926	\$ 2,886,589		

The accompanying notes are an integral part of the consolidated financial statements.

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE

AND CONTROLLED ENTITY

CONSOLIDATED STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, 2019

(WITH SUMMARIZED INFORMATION FOR THE YEAR ENDED JUNE 30, 2018)

	2019							
	Without Donor		Without Donor Wi		To	tals	ls	
	R	estrictions	Res	strictions	2019		2018	
Revenue and Support								
Membership dues	\$	1,093,909	\$	0	\$ 1,093,909	\$	1,103,756	
Council programs and special projects		2,683,809			2,683,809		2,412,943	
Program support		524,889			524,889		561,042	
Sale of publications		6,350			6,350		6,725	
Grant income		21,000			21,000		23,250	
In-kind contributions		267,184			267,184		249,767	
Dividend and interest income, net		53,048			53,048		26,243	
Unrealized gain (loss) on investments		266			266		(18,219)	
Realized gain on investments		43,569			43,569		88,740	
Contributions		0		49,762	49,762		57,166	
Other income		7,871			7,871		8,649	
		4,701,895		49,762	 4,751,657		4,520,062	
NET ASSETS RELEASED FROM RESTRICTIONS		35,342		(35,342)	0		0	
Total Revenue and Support		4,737,237		14,420	4,751,657		4,520,062	
Expenses								
Program services		3,616,740			3,616,740		3,431,755	
General and administrative		1,069,598			1,069,598		1,057,766	
Total Expenses		4,686,338		0	4,686,338		4,489,521	
CHANGE IN NET ASSETS		50,899		14,420	65,319		30,541	

1,507,358

40,016

54,436 \$

1,547,374

1,612,693 \$ 1,547,374

1,516,833

NET ASSETS, JULY 1

NET ASSETS, JUNE 30

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE

AND CONTROLLED ENTITY

CONSOLIDATED STATEMENT OF ACTIVITIES

YEAR ENDED JUNE 30, 2018

	Without Donor Restrictions				Total
Revenue and Support		estrictions	Restrictions	-	Total
Membership dues	\$	1,103,756		\$	1,103,756
Council programs and special projects	*	2,412,943		Ψ	2,412,943
Program support		561,042			561,042
Sale of publications		6,725			6,725
Grant income		23,250			23,250
In-kind contributions		249,767			249,767
Dividend and interest income, net		26,243			26,243
Unrealized loss on investments		(18,219)			(18,219)
Realized gain on investments		88,740			88,740
Contributions		22,	57,166		57,166
Other income		8,649	,		8,649
		4,462,896	57,166		4,520,062
NET ASSETS RELEASED FROM RESTRICTIONS		25,800	(25,800)		0
Total Revenue and Support		4,488,696	31,366		4,520,062
Expenses					
Program services		3,431,755			3,431,755
General and administrative		1,057,766			1,057,766
Total Expenses		4,489,521	0		4,489,521
CHANGE IN NET ASSETS		(825)	31,366		30,541
NET ASSETS, JULY 1		1,508,183	8,650		1,516,833
NET ASSETS, JUNE 30	\$	1,507,358	\$ 40,016	\$	1,547,374

The accompanying notes are an integral part of the consolidated financial statements.

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES

Year Ended June 30, 2019 Year Ended June 30, 2018 **Program** G&A **Total Program** G&A **Total Expenses Expenses Expenses Expense Expenses Expense** Salaries \$ 1,379,772 \$ 2,040,908 \$ 1,319,580 \$ 1,941,757 661,136 622,177 Council programs and special projects 1,392,992 1,392,992 1,242,067 1,242,067 Employee benefits and payroll taxes 230,390 132,111 362,501 230,481 121,907 352,388 Occupancy costs 132,721 76,106 208,827 130,080 198,883 68,803 Membership 48,478 48,478 46,700 46,700 Other 62,546 38,258 100,804 51,165 34,827 85,992 Office 61,419 54,160 115,579 65,502 52,537 118,039 Marketing and publications 175,594 19,510 195,104 206,653 22,794 229,447 Professional fees 3,023 3,820 31,957 35,777 43,933 46,956 Travel and meetings 68,118 39,060 107,178 65,221 34,497 99,718 Grants 34,614 34,614 42,275 42,275 Telephone 23,175 16,147 8,540 24,687 14,729 8,446 Depreciation 11,547 6,621 18,168 12,861 6,803 19,664 Bad debt 2,233 2,233 40,948 40,948 \$ 3,431,755 \$ 3,616,740 \$ 1,069,598 4,686,338 \$ 1,057,766 \$ 4,489,521

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATED STATEMENTS OF CASH FLOWS

Years Ended

	June 30,			u
		2019	e 30,	2018
CASH FLOWS FROM OPERATING ACTIVITIES		2019		2010
Change in net assets	\$	65,319	\$	30,541
Adjustments to reconcile change in net assets	Ψ	03,319	Ψ	30,341
to net cash provided by operating activities				
		10 160		10.664
Depreciation		18,168		19,664
Unrealized (gain) loss on investments		(266)		18,219
Realized gain on investments		(43,569)		(88,740)
Bad debt expense		2,233		40,948
Changes in assets and liabilities				
Accounts receivable		92,903		(42,255)
Grants receivable		12,579		(10,196)
Contributions receivable		950		7,300
Prepaid expenses		35,568		(25,537)
Accounts payable		(20,069)		440
Grants payable		10,003		(986)
Dues paid in advance		5,522		(4,140)
Accrued payroll expenses and other liabilities		2,406		5,576
Special projects in progress		(62,249)		79,085
Deferred revenues, members' dues		17,333		(1,861)
Deferred grant revenue		25,973		(10,051)
Deferred rent expense		5,099		2,074
Net Cash Provided by Operating Activities		167,903		20,081
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchases of investments		(706,050)		(446,354)
Proceeds from sale of investments		654,366		421,689
Purchases of property and equipment		(8,370)		(9,317)
Net Cash Used in Investing Activities		(60,054)		(33,982)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		107,849		(13,901)
CASH AND CASH EQUIVALENTS, JULY 1		495,446		509,347
CASH AND CASH EQUIVALENTS, JUNE 30	\$	603,295	\$	495,446
SUPPLEMENTAL DISCLOSURE OF CASH FLOW IN	FOR	RMATION		
NON CASH OPERATING ACTIVITIES				
In-kind contribution of services	\$	267,184	\$	249,767
CASH AND CASH POLINIAL ENTER WINE 20				
CASH AND CASH EQUIVALENTS, JUNE 30	.	242.144	_	222 2 4
Unrestricted balance	\$	343,144	\$	232,261
Restricted to special projects in progress		260,151		263,185
	\$	603,295	\$	495,446

NOTE 1 Nature of Operations and Purpose of the Organization

The Greater Lehigh Valley Chamber of Commerce (the "Chamber") provides informational and educational materials and programs to its members and the general business community. The Chamber unifies the business community to leverage regional resources and promotes the economic expansion of the Greater Lehigh Valley, Pennsylvania.

The Greater Lehigh Valley Chamber of Commerce Foundation (the "Foundation") is a not-for-profit organization established in 1984. The Foundation's mission is to carry on a public charity within the Greater Lehigh Valley of Pennsylvania in order to support community and economic development initiatives and to further the cultural, educational, religious, and historical heritage of the Greater Lehigh Valley, including but not limited to, the promotion and operation of visitor activities and related functions.

NOTE 2 Summary of Significant Accounting Policies

Basis of Consolidation

The accompanying consolidated financial statements include the accounts of the Chamber and the Foundation, collectively known as the "Organization". The Foundation is consolidated with the Chamber since the Chamber has an economic interest in the Foundation. All significant intercompany transactions and balances have been eliminated in consolidation.

Basis of Accounting

The consolidated financial statements of the Organization have been prepared on the accrual basis of accounting, in accordance with FASB ASC 958, *Not-for-Profit Entities*.

Basis of Presentation

The Organization reports information regarding its financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions.

Without Donor Restrictions – Net assets that are not subject to donor-imposed restrictions or law. The governing board has designated, from net assets without donor restrictions, net assets for various fixed asset purchases and capital improvement projects.

With Donor Restrictions – Net assets subject to donor-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.

NOTE 2 Summary of Significant Accounting Policies (Continued)

Cash and Cash Equivalents

Cash and cash equivalents include cash and money market funds held in the Organization's bank or brokerage accounts.

The Organization has classified as restricted certain cash that is not available for use in its operations. All cash received and designated for a specific program or purpose has been designated as restricted. At June 30, 2019 and 2018, cash of \$260,151 and \$263,185, respectively, has been restricted for such purposes.

Valuation of Investments in Securities at Fair Value

The Organization complies with the provisions of FASB ASC 820, Fair Value Measurements and Disclosures. Under ASC 820, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date.

ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Organization. Unobservable inputs reflect the Organization's assumption about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

- Level 1 Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Organization has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 securities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.
- **Level 2** Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.
- **Level 3** Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

Accounts Receivable

Accounts receivable consists primarily of amounts owed for membership dues and special events for future periods. These receivables are non-interest bearing and are not collateralized. The Organization maintains allowances for credit losses for estimated losses resulting from the inability of customers to make required payments. Management considers the Organization's historical losses and the financial stability of its customers when determining the collectability of specific customer accounts.

NOTE 2 Summary of Significant Accounting Policies (Continued)

Accounts Receivable (Continued)

Based on management's assessment, the Organization provides for estimated uncollectible amounts through a charge to bad debt expense and a credit to a valuation allowance. Balances that remain outstanding after the Organization has used reasonable efforts are written off through a charge to the valuation and a credit to accounts receivable. The balance of the allowance for credit losses at June 30, 2019 and 2018 was \$20,500 and \$61,500, respectively.

Property and Equipment

Purchased property and equipment are recorded at cost. Maintenance and repairs which neither materially add to the value of property nor appreciably prolong its life are charged to expense. The cost of assets retired or otherwise disposed of and the related accumulated depreciation are eliminated from the accounts in the year of disposal. Related gains or losses from such transactions are credited or charged to income.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets ranging from 3 to 10 years.

Special Projects in Progress

Various councils within the Organization conduct special events and projects for the Organization. Sponsorship and ticket revenue and refundable prepaid expenses for these events are recorded as deferred revenue until the event occurs.

Membership Dues

The Chamber generally bills its members one month in advance of the anniversary date of membership. Any collections received in advance of the anniversary date are accounted for as dues paid in advance. Upon the anniversary date of membership, the Chamber records the receivable from continuing members and accounts for the corresponding members' dues as deferred revenue. Deferred revenue is amortized to income ratably over the terms of membership.

Sponsorships, Contributions and Program Receivables

Donor restricted contributions whose restrictions are met within the same year as received are reported as without donor restriction contributions in the accompanying consolidated financial statements. All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are designated for future periods or restricted by the donor for specific purposes are reported as with donor restriction support. When a donor restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

NOTE 2 Summary of Significant Accounting Policies (Continued)

Sponsorships, Contributions and Program Receivables (Continued)

Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

The Organization uses the allowance method to determine credit losses from sponsorship, contribution and service fees receivable. The allowance is based on prior year's experience and management's analysis of specific promises made. In the opinion of management, all of the sponsorship and contribution receivables are considered to be realizable at the amounts stated in the accompanying statements of financial position and no allowance for credit losses was considered necessary.

Contributed and In-Kind Services

Contributed services are recorded as support if those services create or enhance nonfinancial assets or require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The value of these contributed professional services, which are reported in the consolidated statement of activities as contributions at their fair value, and their corresponding expenses, are summarized as follows:

	June 30,				
		2019		2018	
Program services	\$	240,466	\$	224,790	
General and administrative		26,718		24,977	
	\$	267,184	\$	249,767	

In addition to the above services, a significant number of volunteers have donated their time to the Organization. No amounts have been included in the consolidated financial statements for these services because they do not meet the criteria for recognition under generally accepted accounting principles.

Advertising and Promotions

The Organization reports advertising expenses, net of certain related revenues. The Organization expenses advertising costs as they are incurred. Total advertising costs for the years ended June 30, 2019 and 2018 were \$500,850 and \$471,620, respectively. Related advertising revenue for the years ended June 30, 2019 and 2018 was \$565,034 and \$487,623, respectively. Included in each of these amounts were \$259,288 and \$245,450 of in-kind services provided during the years ended June 30, 2019 and 2018, respectively.

NOTE 2 Summary of Significant Accounting Policies (Continued)

Functional Expenses

The consolidated statements of functional expenses report certain categories of expenses that are attributable to one or more program or supporting function of the Organization. Therefore, these expenses require allocation on a reasonable basis that is consistently applied. Functional expenses are charged to program services and administration based on direct expenditures incurred. Any expenditure not directly chargeable is allocated to the functional expense categories benefited. The expenses that are allocated include salaries and wages, payroll taxes and employee benefits, which are allocated on the basis of estimates of time and effort; depreciation, maintenance and repairs, contract services, and utilities, which are allocated based on the percentage of payroll costs assigned to program and administration. The remaining expenses are allocated based on historical estimates of usage between program and support functions.

Income Taxes

No provision for income taxes has been made in the consolidated financial statements since the Chamber is exempt from federal and state income taxes under Section 501(c)(6) of the Internal Revenue Code and the Foundation is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and similar state provisions. However, income from activities not directly related to the Organization's tax-exempt purpose, if any, would be subject to taxation as unrelated business income.

The Organization complies with guidance for uncertainty in income taxes using the provisions of FASB ASC 740, *Income Taxes*. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the position will be sustained upon examination by tax authorities. As of June 30, 2019 and 2018, the Organization had no uncertain tax positions that qualify for either recognition or disclosure in the consolidated financial statements.

Use of Estimates

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

Liquidity and Availability

The Organization has \$2,645,062 of financial assets available for general expenditures within one year of the consolidated statement of financial position date, as noted in the current assets section of the statement. None of the financial assets are subject to donor or other contractual restrictions that make them unavailable for general expenditure within one year of the consolidated statement of financial position date.

NOTE 2 Summary of Significant Accounting Policies (Continued)

Liquidity (Continued)

The Organization maintains financial assets, consisting of cash and short-term investments, on hand to meet its normal operating expenses based on its annual budget. Operating expenses are compared to budgeted expenses on a monthly basis and financial assets on hand are adjusted as necessary. As described in Note 8, the Organization also has a committed line of credit in the amount of \$100,000, which it could draw upon in the event of an unanticipated liquidity need.

NOTE 3 Concentration of Credit Risk

The Organization maintains cash balances at several financial institutions. The amounts held at these institutions are insured by the Federal Deposit Insurance Corporation (FDIC) up to a maximum of \$250,000. The risk is managed by maintaining deposits at high quality financial institutions. At June 30, 2019, the Organization's cash balances in excess of federally insured limits were approximately \$166,000.

NOTE 4 Investments

The Organization's investments are recorded at fair value and have been categorized based upon a fair value hierarchy, in accordance with FASB ASC 820 (see Note 2). Investments held are summarized as follows:

	June 30,				
		2019		2018	
Level 1:					
Cash and equivalents	\$	117,452	\$	167,803	
Common stock and mutual funds		1,175,678		1,119,859	
Treasury notes		191,155		211,768	
Level 2:					
Corporate bonds		287,031		225,709	
Municipal bonds		78,501		14,363	
Agency bonds		64,504		79,300	
Total Investments	\$	1,914,321	\$	1,818,802	

Total investment return and its classification in the statements of activities are summarized as follows:

	June 30,				
		2019	2018		
Dividend and interest income, net of fees	\$	53,048	\$	26,243	
Unrealized gain (loss) on investments		266		(18,219)	
Realized gains on investments		43,569		88,740	
Total Return on Investments	\$	96,883	\$	96,764	

NOTE 4 Investments (Continued)

Investment fees for the years ended June 30, 2019 and 2018 were \$13,712 and \$16,214, respectively.

Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of investment securities will occur in the near term and those changes could materially affect the amounts reported in the consolidated statements of financial position.

NOTE 5 Accounts Receivable

Accounts receivable represent amounts due for membership dues, as well as amounts from customers related to events. The balances consist of the following:

	June 30,			
		2019		2018
Membership dues	\$	104,340	\$	105,924
Events		267,801		402,353
Less allowance for credit losses		20,500		61,500
	\$	351,641	\$	446,777

NOTE 6 Contributions Receivable

Contributions receivable consist of pledges intended to support the Organization's efforts to improve every main street in the Lehigh Valley. Amounts are expected to be collected as follows:

	June 30,			
	2	2019		2018
Less than one year	\$	400	\$	950
One to five years		0		400
	\$	400	\$	1,350

NOTE 7 Property and Equipment

	June 30,			
		2019		2018
Leasehold improvements	\$	0	\$	87,000
Office furniture and equipment		281,900		310,601
		281,900		397,601
Less accumulated depreciation		251,187		357,090
Property and Equipment, Net	\$	30,713	\$	40,511

Depreciation expense for the years ended June 30, 2019 and 2018 was \$18,168 and \$19,664, respectively.

NOTE 8 Line of Credit

The Organization has a \$100,000 unsecured line of credit available with a bank for operational purposes. The line of credit expires on October 13, 2024. Interest on outstanding borrowings is payable at The Wall Street Journal Rate plus 1% (6.50% at June 30, 2019). There were no borrowings at June 30, 2019 and 2018.

NOTE 9 Net Assets with Donor Restrictions

Net assets with donor restrictions are available for the following purposes or periods:

T---- 20

	June 30,			
		2019		2018
Time restriction on contributions receivable	\$	400	\$	1,350
DABA website construction		10,667		0
Council scholarships		43,369		38,666
	\$	54,436	\$	40,016

NOTE 10 Net Assets Released from Donor Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of the passage of time or other events specified by donors as follows:

	June 30,									
		2019		2018						
Receipt of contributions receivable	\$	950	\$	7,300						
DABA website expenses		7,333		0						
Council scholarships		27,059		18,500						
	\$	35,342	\$	25,800						

NOTE 11 Commitments

The Chamber leases its Allentown office space under an operating lease expiring in June 2022. The agreement has the option to extend the lease for three consecutive periods of five years and one three year, eleven-month period. The Chamber has recorded rental expense for the lease on a straight-line basis over the initial term of the lease, resulting in the Chamber recording rent payable of \$6,184 and \$5,443 as of June 30, 2019 and 2018, respectively, which is reported as deferred rent expense in the consolidated financial statements. Due to the straight-line method used to account for this lease, total rent expense related to this lease was \$46,521 for both the years ended June 30, 2019 and 2018, respectively.

NOTE 11 Commitments (Continued)

The Chamber leased its Bethlehem office space under an operating lease that expired in April 2018. In May 2018, the Chamber entered into a lease at a new building; the lease has a five-year term with one five-year renewal. The Chamber has recorded rental expense for the lease on a straight-line basis over the initial term of the lease, resulting in the Chamber recording rent payable of \$4,358 as of June 30, 2019, which is reported as deferred rent expense in the consolidated financial statements Rent expense related to this office space was \$51,249 and \$47,469 for the years ended June 30, 2019 and 2018, respectively.

The Chamber leased its Phillipsburg office under a one year lease with payment terms of \$500 per month. The lease expired on December 31, 2018 and was not renewed. The rent expense related to this lease was \$3,000 and \$6,000 for the years ended June 30, 2019 and 2018, respectively.

The Chamber leases its Easton office space under an operating lease which expires in August 2019. Subsequent to June 30, 2019, the Chamber renewed the lease for a three year term expiring in August 2022. Rent expense related to this lease was \$13,200 for each of the years ended June 30, 2019 and 2018.

The Chamber leases its Nazareth office space under an operating lease which expired in March 2019. The lease has been verbally renewed on a month to month basis. Rent expense related to this lease was \$8,664 for each of the years ended June 30, 2019 and 2018.

In January 2018, the Chamber entered into a one year operating lease for its Emmaus office space, which expired on January 31, 2019. In February 2019, the lease was renewed for a three year term expiring on January 31, 2022 with a renewal option for an additional three years. Rent expense related to this office space was \$8,825 and \$4,500 for the years ended June 30, 2019 and 2018, respectively.

The Chamber leases its Whitehall office space under an operating agreement that expired in April 2018. The lease is continuing on a month to month basis under the original lease terms, which required rent payments of \$400 per month. Total rent expense for the office space was \$4,800 for each of the years ended June 30, 2019 and 2018.

The Organization leases various equipment under non-cancellable operating leases with existing termination dates between March 2020 and July 2022. Rent expense under these leases was \$23,605 and \$26,999 for the years ended June 30, 2019 and 2018, respectively.

The future minimum lease payments under these noncancellable arrangements as of June 30, 2019 are as follows:

2020	\$ 138,927
2021	139,391
2022	134,246
2023	53,256
	\$ 465,820

NOTE 12 Collaborative Arrangements

The Organization had an agreement with the Emmaus Main Street Program ("Program") though which the Organization provided staff to support the ongoing events and activities of the Program as well as provided for all payroll and insurance costs of a Program employee. In exchange, the Organization received \$5,000 per month. The contract was verbally renewed through June 2018 but terminated due to the merger of Emmaus Main Street Partners with the Chamber (refer to Note 15). Amounts receivable under this contract as of June 30, 2019 and 2018 were \$0 and \$44,910, respectively. Total revenue under this agreement was \$0 and \$60,000 for each of the years ended June 30, 2019 and 2018, respectively.

The Organization entered into an agreement with the Carbon Chamber and Economic Development Corporation ("CCEDC") through which the Organization provides staff to support the ongoing events and activities of the CCEDC. In return, the Organization receives payments to support the payroll and benefit cost of those employees. The agreement was amended in January 2018 to extend the contractual terms and now expires December 31, 2020. Total revenue under this agreement, and subsequent amendments, totaled \$165,183 and \$156,600 for the years ended June 30, 2019 and 2018, respectively.

In July 2018, the Organization entered into an agreement with the Greater Pocono Chamber of Commerce ("GPCC") through which the Organization provides staff to support various functions of the GPCC, including events, memberships and general operations. In return, the Organization receives payments to support the payroll and benefit cost of those employees. Revenue under this agreement totaled \$60,000 for the year ended June 30, 2019. The agreement expires in June 2020.

NOTE 13 Retirement Plan

The Chamber has a SIMPLE retirement plan covering all eligible employees. Contributions are determined on a discretionary basis ranging up to 3% of each eligible employee's salary. Employer contributions to the plan were \$51,505 and \$48,622 in 2019 and 2018, respectively.

NOTE 14 Related Party Transactions

The Organization receives sponsorships and regularly purchases products and services from companies affiliated with various board members. Sponsorships, dues and other support received from related parties during the years ended June 30, 2019 and 2018 totaled \$761,989 and \$756,879, respectively, with related party receivables of \$31,202 and \$62,274 remaining at June 30, 2019 and 2018, respectively. Products and services purchased were \$102,174 and \$114,027 for the years ended June 30, 2019 and 2018, respectively, and related party payables of \$2,807 and \$865 remain at June 30, 2019 and 2018, respectively.

NOTE 15 Merger with Emmaus Main Street Partners

In October 2018, the Chamber merged with Emmaus Main Street Partners ("EMSP"). The remaining net assets of EMSP as of the date of the merger were transferred to the Chamber. The total value of the net assets transferred to Chamber was \$3,322. As a result of the merger, the partnership agreement between the Chamber and EMSP was terminated.

NOTE 16 Change in Accounting Principle

In August 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update (ASU) 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities.* The Organization has applied the changes retrospectively to all periods presented. The new standard changes the following aspects of the consolidated financial statements:

- Unrestricted net asset class has been renamed Net Assets Without Donor Restrictions
- The temporarily and permanently restricted net asset classes have been combined into a single net asset class called Net Assets with Donor Restrictions
- The consolidated financial statements include a disclosure about liquidity and availability of resources (Note 2)

NOTE 17 Reclassifications

Certain reclassifications have been made to the prior year consolidated financial statements to conform to the current year presentation. These reclassifications had no effect on the prior year change in net assets.

NOTE 18 Subsequent Events

The Organization has evaluated events and transactions for potential recognition or disclosure in the consolidated financial statements through December 16, 2019, the date the consolidated financial statements were available to be issued. Except as described in Note 11, no events or transactions have occurred that would require recognition or disclosure in the consolidated financial statements.

NOTE 19 Recent Accounting Pronouncements

Revenue from Contracts with Customers

In May 2014, the FASB issued amended guidance to clarify the principles for recognizing revenue from contracts with customers. The guidance requires an entity to recognize revenue to depict the transfer of goods or services to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods or services. The guidance also requires expanded disclosures relating to the nature, amount, timing and uncertainty of revenue and cash flows arising from contracts with customers.

NOTE 19 Recent Accounting Pronouncements (Continued)

Revenue from Contracts with Customers (Continued)

Additionally, qualitative and quantitative disclosures are required regarding customer contracts, significant judgments and changes in judgments, and assets recognized from the costs to obtain or fulfill a contract. The guidance will initially be applied retrospectively using one or two methods. The standard will be effective for the Organization for the fiscal year ending June 30, 2020. Early adoption is permitted. Management is evaluating the impact of the amended revenue recognition guidance on the Organization's consolidated financial statements.

Clarifying Scope and the Accounting Guidance for Contributions

In June 2018, the FASB issued amended guidance to clarify and improve the scope and the accounting guidance for contributions received and contributions made. This amended guidance distinguishes between contributions and exchange transactions and assists in determining which guidance to apply. For contributions, the guidance in Subtopic 958-605, *Not-for-Profit Entities – Revenue Recognition*, should be followed. For exchange transactions, Topic 606, *Revenue from Contracts with Customers*, should be followed.

In addition, once a transaction is deemed to be a contribution, this amended guidance assists in determining whether a contribution is conditional or unconditional, and if unconditional, whether the transaction is donor-restricted for a limited purpose or timing. The guidance should be applied on a modified prospective basis. As a resource recipient, the guidance will be effective for the Organization for the fiscal year ended June 30, 2020. Early adoption is permitted.

Leases

In February 2016, the FASB issued amended guidance for the treatment of leases. The guidance requires lessees to recognize a right-of-use asset and a corresponding lease liability for all operating and finance leases with lease terms greater than one year. The guidance also requires both qualitative and quantitative disclosures regarding the nature of the Organization's leasing activities. The guidance will initially be applied using a modified retrospective approach. The amendments in the guidance will be effective for the fiscal year ending June 30, 2022. Early adoption is permitted. Management is evaluating the impact of the amended lease guidance on the Organization's consolidated financial statements.



INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION

To the Boards of Governors of Greater Lehigh Valley Chamber of Commerce and Controlled Entity

We have audited the consolidated financial statements of the Greater Lehigh Valley Chamber of Commerce and Controlled Entity as of and for the years ended June 30, 2019 and 2018, and have issued our report thereon dated December 16, 2019, which contained an unqualified opinion on those consolidated financial statements. Our audits were performed for the purpose of forming an opinion on the consolidated financial statements as a whole. The Consolidating Statements of Financial Position, Consolidating Statements of Activities and Consolidating Schedules of Functional Expenses are presented for the purposes of additional analysis and are not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated 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 consolidated financial statements as a whole.

Concarnon, miller + Co., P.C.

Bethlehem, PA

December 16, 2019

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

<u>JUNE 30, 2019</u> <u>See Independent Auditors' Report on Supplementary Information</u>

<u>ASSETS</u>	Greater Lehigh Valley Chamber of Commerce	Greater Lehigh Valley Chamber of Commerce Foundation	Eliminations	Consolidated
CURRENT ASSETS				
Cash and cash equivalents	\$ 112,981	\$ 230,163	\$ 0	\$ 343,144
Investments, at fair value	1,914,321			1,914,321
Accounts receivable, net	315,816	35,825		351,641
Grants receivable	12,613			12,613
Contributions receivable, current portion		400		400
Due from related party	965		(965)	0
Prepaid expenses	22,943			22,943
Total Current Assets	2,379,639	266,388	(965)	2,645,062
PROPERTY AND EQUIPMENT, NET	30,713			30,713
OTHER ASSETS				
Restricted cash	246,882	13,269		260,151
Total Assets	\$ 2,657,234	\$ 279,657	\$ (965)	\$ 2,935,926
<u>LIABILITIES AND NET ASSETS</u> CURRENT LIABILITIES				
Accounts payable	\$ 58.132	\$ 13.156	\$ 0	\$ 71,288
Grants payable	,	31,229		31,229
Dues paid in advance	29,971	,		29,971
Accrued payroll expenses and other liabilities	88,118			88,118
Due to related party	•	965	(965)	0
Special projects in progress	285,140	12,194		297,334
Deferred revenues, members' dues	678,826			678,826
Deferred grant revenue	115,925			115,925
Total Current Liabilities	1,256,112	57,544	(965)	1,312,691
LONG-TERM LIABILITIES				
Deferred rent expense	10,542			10,542
Total Liabilities	1,266,654	57,544	(965)	1,323,233
NET ASSETS				
Without donor restrictions				
Undesignated	1,359,867	167,677		1,527,544
Board designated for fixed assets	30,713	0		30,713
Total Net Assets Without Donor Restrictions	1,390,580	167,677		1,558,257
Net assets with donor restrictions	0	54,436		54,436
Total Net Assets	1,390,580	222,113	0	1,612,693
Total Liabilities and Net Assets	\$ 2,657,234	\$ 279,657	\$ (965)	\$ 2,935,926

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

JUNE 30, 2018

ASSETS CURRENT ASSETS	Greater Lehigh Valley Chamber of Commerce	Greater Lehigh Valley Chamber of Commerce Foundation	Eliminations	Consolidated
	\$ 48.270	\$ 183,991	\$ 0	\$ 232,261
Cash and cash equivalents Investments, at fair value	1,818,802	\$ 185,991	\$ 0	1,818,802
Accounts receivable, net	412,527	34,250		446,777
Grants receivable	25,192	34,230		25,192
Contributions receivable, current portion	23,192	950		950
Due from related party		23,336	(23,336)	0
Prepaid expenses	58,511	25,550	(23,330)	58,511
Total Current Assets	2,363,302	242,527	(23,336)	2,582,493
Total Cultent Assets	2,303,302	242,321	(23,330)	2,362,493
PROPERTY AND EQUIPMENT, NET	40,511			40,511
OTHER ASSETS				
Restricted cash	242,862	20,323		263,185
Contributions receivable, net of current portion	,	400		400
Total Other Assets	242,862	20,723		263,585
Total Assets	\$ 2,646,675	\$ 263,250	\$ (23,336)	\$ 2,886,589
LIABILITIES AND NET ASSETS				
CURRENT LIABILITIES				
Accounts payable	\$ 82,453	\$ 8,904	\$ 0	\$ 91,357
Grants payable	φ 62,433	21,226	Φ 0	21,226
Dues paid in advance	24,449	21,220		24,449
Accrued payroll expenses and other liabilities	85,712			85,712
Due to related party	23,336		(23,336)	0
Special projects in progress	339,185	20,398	(23,330)	359,583
Deferred revenues, members' dues	661,493	20,370		661,493
Deferred grant revenue	79,952	10,000		89,952
Total Current Liabilities	1,296,580	60.528	(23,336)	1,333,772
Total Current Endomnies	1,270,300	00,520	(23,330)	1,555,772
LONG-TERM LIABILITIES				
Deferred rent expense	5,443			5,443
Total Liabilities	1,302,023	60,528	(23,336)	1,339,215
NET ASSETS				
Without donor restrictions				
Undesignated	1,304,141	162,706		1,466,847
Board designated for fixed assets	40,511	0		40,511
Total Net Assets Without Donor Restrictions	1,344,652	162,706		1,507,358
Net assets with donor restrictions	0	40,016		40,016
Total Net Assets	1,344,652	202,722	0	1,547,374
Total Liabilities and Net Assets	\$ 2,646,675	\$ 263,250	\$ (23,336)	\$ 2,886,589

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATING STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2019

	Greater Lehigh Valley Chamber of					ater Lehigh V										
		Commerce				Commerce				Consolidate						
		thout Donor	With Donor			out Donor		th Donor				thout Donor	With Donor			
	R	estrictions	Restr	ictions	Res	strictions	Re	strictions	Elin	ninations	R	estrictions	Res	trictions		Total
Revenue and Support																
Membership dues	\$	1,093,909	\$	0	\$	0	\$	0	\$	0	\$	1,093,909	\$	0	\$	1,093,909
Council programs and special projects		2,295,019				388,790						2,683,809				2,683,809
Program support		524,889										524,889				524,889
Sale of publications		6,350										6,350				6,350
Grant income		21,000										21,000				21,000
In-kind contributions		267,184										267,184				267,184
Dividend and interest income, net		52,333				715						53,048				53,048
Unrealized gain on investments		266										266				266
Realized gain on investments		43,569										43,569				43,569
Management fees		6,527								(6,527)		0				0
Contributions								49,762				0		49,762		49,762
Other income		7,871										7,871				7,871.00
	<u></u>	4,318,917				389,505		49,762		(6,527)		4,701,895		49,762		4,751,657
NET ASSETS RELEASED FROM																
RESTRICTIONS						35,342		(35,342)				35,342		(35,342)		0
Total Revenue and Support		4,318,917				424,847		14,420		(6,527)		4,737,237		14,420		4,751,657
Expenses																
Program services		3,228,760				387,980						3,616,740				3,616,740
General and administrative		1,044,229				31,896				(6,527)		1,069,598				1,069,598
Total Expenses		4,272,989				419,876				(6,527)		4,686,338				4,686,338
CHANGE IN NET ASSETS		45,928		0		4,971		14,420				50,899		14,420		65,319
NET ASSETS, JULY 1, 2018		1,344,652		0		162,706		40,016				1,507,358		40,016		1,547,374
NET ASSETS, JUNE 30, 2019	\$	1,390,580	\$	0	\$	167,677	\$	54,436	\$	0	\$	1,558,257	\$	54,436	\$	1,612,693

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATING STATEMENT OF ACTIVITES YEAR ENDED JUNE 30, 2018

	Gr	eater Lehigh V Comi	Valley Ch	amber of	Gre	eater Lehigh V Commerce					Conso		
	Without Donor Restrictions		With Donor Restrictions		Without Donor Restrictions		With Donor Restrictions		El	iminations	thout Donor estrictions	n Donor rictions	Total
Revenue and Support													
Membership dues	\$	1,103,756	\$	0	\$	0	\$	0	\$	0	\$ 1,103,756	\$ 0	\$ 1,103,756
Council programs and special projects		2,083,618				329,325					2,412,943		2,412,943
Program support		561,042									561,042		561,042
Sale of publications		6,725									6,725		6,725
Grant income		23,250									23,250		23,250
In-kind contributions		249,734				33					249,767		249,767
Dividend and interest income, net		25,542				701					26,243		26,243
Unrealized loss on investments		(18,219)									(18,219)		(18,219)
Realized gain on investments		88,740									88,740		88,740
Management fees		5,578								(5,578)	0		0
Contributions								57,166			0	57,166	57,166
Other income		8,649									8,649	 	 8,649
		4,138,415				330,059		57,166		(5,578)	4,462,896	57,166	4,520,062
NET ASSETS RELEASED FROM													
RESTRICTIONS						25,800		(25,800)			25,800	 (25,800)	 0
Total Revenue and Support		4,138,415				355,859		31,366		(5,578)	 4,488,696	 31,366	4,520,062
Expenses													
Program services		3,093,629				338,126					3,431,755		3,431,755
General and administrative		1,033,699				29,645				(5,578)	1,057,766		1,057,766
Total Expenses		4,127,328				367,771				(5,578)	4,489,521		4,489,521
CHANGE IN NET ASSETS		11,087		0		(11,912)		31,366			(825)	31,366	30,541
NET ASSETS, JULY 1, 2017		1,333,565		0_		174,618		8,650			 1,508,183	8,650	 1,516,833
NET ASSETS, JUNE 30, 2018	\$	1,344,652	\$	0	\$	162,706	\$	40,016	\$	0	\$ 1,507,358	\$ 40,016	\$ 1,547,374

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATING SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2019

		eater Lehigh Va				Lehigh Va	•	dation		Consolidated																									
	Program	G&A	Total	Pı	Program		G&A		Total			Program	G&A																						
	Expenses	Expenses	Expense	Expenses		E	Expenses		Expense Eliminat		Expense		Expense		Expense		Expense		Expense		Expense		Expense		Expense		Expense		Expense		ninations	Expenses	Expens	es	Consolidated
Salaries	\$ 1,285,852	\$ 637,656	\$ 1,923,508	\$	93,920	\$	23,480	\$	117,400	\$	0	\$ 1,379,772	\$ 661,	136	\$ 2,040,908																				
Council programs and special projects	1,133,546		1,133,546		259,446				259,446			1,392,992		0	1,392,992																				
Employee benefits and payroll taxes	230,390	132,111	362,501									230,390	132,	111	362,501																				
Occupancy costs	132,721	76,106	208,827									132,721	76,	106	208,827																				
Membership	48,478		48,478									48,478		0	48,478																				
Other	62,546	38,258	100,804									62,546	38,	258	100,804																				
Office	61,419	53,771	115,190				389		389			61,419	54,	160	115,579																				
Marketing and publications	175,594	19,510	195,104						0			175,594	19,	510	195,104																				
Professional fees	3,820	30,457	34,277				1,500		1,500			3,820	31,	957	35,777																				
Travel and meetings	68,118	39,060	107,178									68,118	39,	060	107,178																				
Grants			0		34,614				34,614			34,614		0	34,614																				
Telephone	14,729	8,446	23,175									14,729	8,	446	23,175																				
Management fees							6,527		6,527		(6,527)	0		0	0																				
Depreciation	11,547	6,621	18,168									11,547	6,	521	18,168																				
Bad debt		2,233	2,233									0	2,	233	2,233																				
	\$ 3,228,760	\$ 1,044,229	\$ 4,272,989	\$	387,980	\$	31,896	\$	419,876	\$	(6,527)	\$ 3,616,740	\$ 1,069,	598	\$ 4,686,338																				

GREATER LEHIGH VALLEY CHAMBER OF COMMERCE AND CONTROLLED ENTITY CONSOLIDATING SCHEDULE OF FUNCTIONAL EXPENSES YEAR ENDED JUNE 30, 2018

		eater Lehigh Va	•	Greater Lehigh Valley Chamber of Commerce Foundation								Consolidated				
	Program	G&A	Total	Program		G&A		Total				Program	G&A		G 211.4.1	
	Expenses	Expenses	Expense	E	xpenses	E	xpenses		Expense	Elin	ninations	Expenses	_	Expenses	Consolidated	
Salaries	\$ 1,231,739	\$ 600,217	\$ 1,831,956	\$	87,841	\$	21,960	\$	109,801	\$	0	\$ 1,319,580	\$	622,177	\$ 1,941,757	
Council programs and special projects	1,035,564		1,035,564		206,503				206,503			1,242,067		0	1,242,067	
Employee benefits and payroll taxes	230,481	121,907	352,388									230,481		121,907	352,388	
Occupancy costs	130,080	68,803	198,883									130,080		68,803	198,883	
Membership	46,700		46,700									46,700		0	46,700	
Other	51,165	34,827	85,992									51,165		34,827	85,992	
Office	65,502	51,464	116,966				1,073		1,073			65,502		52,537	118,039	
Marketing and publications	205,146	22,794	227,940		1,507				1,507			206,653		22,794	229,447	
Professional fees	3,023	42,899	45,922				1,034		1,034			3,023		43,933	46,956	
Travel and meetings	65,221	34,497	99,718									65,221		34,497	99,718	
Grants					42,275				42,275			42,275		0	42,275	
Telephone	16,147	8,540	24,687									16,147		8,540	24,687	
Management fees							5,578		5,578		(5,578)	0		0	0	
Depreciation	12,861	6,803	19,664									12,861		6,803	19,664	
Bad debt		40,948	40,948									0		40,948	40,948	
	\$ 3,093,629	\$ 1,033,699	\$ 4,127,328	\$	338,126	\$	29,645	\$	367,771	\$	(5,578)	\$ 3,431,755	\$	1,057,766	\$ 4,489,521	