FINANCIAL STATEMENTS

For the Years Ended June 30, 2021 and 2020

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Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Lower Polk Community Benefit District San Francisco, California

We have audited the accompanying financial statements of Lower Polk Community Benefit District (LPCBD) (a California nonprofit public benefit corporation) which comprise the statements of financial position as of June 30, 2021 and 2020, and the related statements of activities, statements of functional expenses and statements of cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our 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 financial statements are free of 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 Lower Polk Community Benefit District as of June 30, 2021 and 2020, 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.

Block of Company LlP

December 15, 2021

STATEMENTS OF FINANCIAL POSITION June 30, 2021 and 2020

		2021		2020
ASSETS				
Current assets				
Cash and cash equivalents (Note 2)	\$	971,211	\$	548,456
Grants receivables		156,497		95,279
Assesment and other receivables		26,519		44,947
Prepaid expenses		20,019		19,621
Total current assets		1,174,246		708,303
Deposits		14,250		14,250
Equipment, net of accumulated depreciation and amortization of 457,563 in 2021 and of \$329,364 in 2020 (Notes 2 and 3)	-	128,090		256,289
Total assets	\$	1,316,586	\$	978,842
LIABILITIES AND NET AS	SSETS	}		
Current liabilities	Φ.	141 107	ф	27.000
Accounts payable	\$	141,197	\$	37,080
Accrued liabilities		56,810		94,940
Unearned revenue		18,750	<u> </u>	122.020
Total current liabilities	-	216,757		132,020
Long-term liabilities				
CARES Act PPP Loan (Note 10)		366,834	eastern.	183,417
Total liabilities		583,591		315,437
Net assets				
Net assets without donor restrictions (Note 4)		706,226		636,865
Net assets with donor restrictions (Note 5)		26,769		26,540
Total net assets		732,995	-	663,405
Total liabilities and net assets	\$	1,316,586	\$	978,842

STATEMENT OF ACTIVITIES For the year ended June 30, 2021

	witl	et Assets hout Donor estrictions		Assets with Donor estrictions		Total
REVENUE AND SUPPORT						
Assessment revenue	\$	288,992	\$	610,336	\$	899,328
Grant revenue		-		361,464		361,464
Contributions		11,695		3,665		15,360
Interest		30		-		30
Total revenue, gains and other support		300,717		975,465		1,276,182
Net assets released from restrictions		975,236		(975,236)		-
	Market .	1,275,953		229		1,276,182
EXPENSES Program		495 507				485,507
Cleaning, maintenance and safety		485,507 573,202		-		573,202
Marketing, streetscape and beautification Total program services		1,058,709		-		1,058,709
Supporting services						
Management and general		131,830		-		131,830
Fundraising		16,053	-			16,053
Total supporting services		147,883			***	147,883
Total expenses		1,206,592		-		1,206,592
Change in net assets		69,361		229		69,590
Net assets, beginning of year		636,865		26,540		663,405
Net assets, end of year	\$	706,226	\$	26,769	\$	732,995

STATEMENT OF ACTIVITIES For the year ended June 30, 2020

	witl	let Assets hout Donor estrictions		Assets with Donor estrictions		Total
REVENUE AND SUPPORT	,					
Assessment revenue	\$	202,137	\$	701,368	\$	903,505
Grant revenue		10,150		564,874		575,024
Contributions		1,000		12,620		13,620
In-kind contributions		-		10,929		10,929
Interest		. 81				81
Total revenue, gains and other support		213,368		1,289,791		1,503,159
Net assets released from restrictions		1,277,628		(1,277,628)		-
		1,490,996		12,163		1,503,159
EXPENSES						
Program		836,515		_		836,515
Cleaning, maintenance and safety Marketing, streetscape and beautification		485,491		_		485,491
Total program services		1,322,006	-	-	-	1,322,006
Supporting services						
Management and general		174,030		-		174,030
Fundraising		54,923		_		54,923
Total supporting services		228,953				228,953
Total expenses		1,550,959		_		1,550,959
Change in net assets		(59,963)		12,163		(47,800)
Net assets, beginning of year	•	696,828		14,377		711,205
Net assets, end of year	\$	636,865	\$	26,540	\$	663,405

STATEMENTS OF CASH FLOWS For the years ended June 30, 2021 and 2020

	,	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Change in net assets	\$	69,590	 (47,800)
Adjustments to reconcile change in net assets			
to net cash provided (used) by operating activities			
Depreciation		128,200	130,249
Changes in assets and liabilities:			
Assessments and other receivables		113,707	(125,849)
Grants receivable		(156,497)	89,577
Prepaid expenses		(399)	39,479
Defered revenue		18,750	(76,090)
Accounts payable		104,117	15,683
Accrued expenses		(38,130)	(131,954)
Advances received			(24,795)
Total adjustments		169,748	(83,700)
Net cash provided (used) by operating activities		239,338	 (131,500)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of capital assets		-	 (4,021)
Net cash used for investing activities			 (4,021)
CASH FLOWS FROM FINANCING ACTIVITIES			
CARES Act PPP Loan		183,417	 183,417
Net cash provided by financing activities		183,417	 183,417
Net change in cash and cash equivalents		422,755	47,896
Cash and cash equivalents, beginning of year		548,456	500,560
Cash and cash equivalents, end of year	\$	971,211	\$ 548,456
Supplemental disclosures			
Cash paid for interest and fees	\$	4,448	\$ 1,008

STATEMENT OF FUNCTIONAL EXPENSES For the year ended June 30, 2021

		Pı	rogram	Program Services		Support	Support Services		
	Cl Mai	Cleaning, Maintenance, Safety	Ma Stre Impre Beau	Marketing, Streetscape Improvements, Beautification	Total Programs	Management and General	Fundraising		Total
Grant expenses	8		8	74,232	\$ 74,232	· •	- S	↔	74,232
Salaries and wages		167,120		195,599	362,719	23,497	5,200		391,416
Pavroll taxes		14,633		15,367	30,000	1,866	469		32,335
Employee benefits		27,201		20,141	47,342	2,343	474		50,159
Contract services		7,900		000,6	16,900	l	i		16,900
Professional services		28,864		160,203	189,067	18,868	3,854		211,789
Rent and other occupancy		62,471		15,724	78,195	26,091	1		104,286
Insurance		40,410		12,695	53,105	13,110	3,073		69,288
Marketing and advertising		ı		3,159	3,159	1	•		3,159
Postage and printing		254		14,345	14,599	40	1		14,639
Repairs and maintenance		1,325		6,253	7,578	ı	î		7,578
Software, subscriptions, license									
and fees		5,199		11,410	16,609	6,551	1,930		25,090
Supplies and equipment		17,784		1,660	19,444	4,308	ı		23,752
Travel, training, conference,									
meals and entertainment		308		19	327	885	•		1,212
Utilities		28,161		5,130	33,291	4,077	488		37,856
Vehicle operations		10,251		ı	10,251	1	ı		10,251
Interest expense		808		1,212	2,020	2,294	135		4,449
Depreciation amortization		72,818		27,053	99,871	27,900	430		128,201
Total Expenses	8	485,507	S	573,202	\$ 1,058,709	\$ 131,830	\$ 16,053	∞	1,206,592
Percent of Total		40%		48%	%88	11%	1%		100%

The accompanying notes are an integral part of these financial statements.

STATEMENT OF FUNCTIONAL EXPENSES For the year ended June 30, 2020

		P	rogran	Program Services			Suppo	Support Services	es		
	Cl Mai	Cleaning, Maintenance, Safety	Ma Str Impr Beau	Marketing, Streetscape Improvements, Beautification	Total Programs	ams	Management and General		Fundraising		Total
Grant expenses	8	1	S	43,690	8	43,690	\$	\$		€	43,690
Salaries and wages		436,503		187,297	62	623,800	53,059		39,293		716,152
Payroll taxes		38,260		15,303	5	53,563	4,417		3,079		61,059
Employee benefits		61,309		21,330	∞	82,639	11,779		3,267		97,685
Contract services		576		14,361	7	14,937	594		1		15,531
Professional services		40,657		97,504	13	138,161	27,187		4,008		169,356
Rent and other occupancy		58,077		14,519	7	72,596	25,338		1		97,934
Insurance		32,612		12,526	4	45,138	9,373		2,155		999,95
Marketing and advertising		1		100		100			ı		100
Postage and printing		2,472		14,910		17,382	476		22		17,880
Repairs and maintenance		2,130		355		2,485	20	_	•		2,505
Software, subscriptions, license											
and fees		6,422		17,629	(1	24,051	4,948	~~	1,784		30,783
Supplies and equipment		39,031		5,078	7	44,109	1,374		73		45,556
Travel, training, conference,											
meals and entertainment		7,074		10,732		17,806	1,848	~	969		20,250
Utilities		23,416		2,099	(1	25,515	4,310	•	116		29,941
Vehicle operations		14,614		ı		14,614			•		14,614
Interest expense		ı		ī		1	1,008	~	1		1,008
Depreciation amortization		73,362		28,058	1(101,420	28,299	(530		130,249
Total Expenses	S	836,515	8	485,491	\$ 1,32	1,322,006	\$ 174,030	s	54,923	\$	1,550,959
Percent of Total		54%		31%		85%	11%	%	4%		100%

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 1 DESCRIPTION OF ORGANIZATION

Organization - Lower Polk Community Benefit District ("LPCBD") is a not-for-profit community-based organization. LPCBD was formed in 2014 and began operations in 2016. Property owners of the business district formed LPCBD to improve the quality of life in the area by making the area cleaner, safer, and well maintained. The LPCBD has a contract with the City and County of San Francisco for a term of 15 years, expiring on June 30, 2029. LPCBD is generally 22 whole or partial blocks from approximately the south side of California Street to the east side of Van Ness Avenue and from the north side of Myrtle Street to the west side of Larkin Street.

LPCBD exists to implement programs to create a neighborhood that is safer, cleaner and a better place to conduct business and live. These programs and services are funded by district property owners in the Lower Polk Neighborhood, contributions from donors, and grants from the City and County of San Francisco.

Lower Polk Community Benefit District will advance the quality of life for residents, workers and visitors by fostering a safer and more secure community, enhancing environmental quality and beauty, and reinforcing the viability of the area's economic base.

Programs and services provided by the LPCBD include:

Cleaning and Maintenance – Includes regular sidewalk sweeping, alley cleaning, refuse removal, regularly scheduled steam cleanings, pressure washing, graffiti removal, tree pruning and watering, tree well weeding with crushed granite replenishment. On April 30, 2018 LPCBD terminated its contract with an outside vendor to provide the majority of these services and hired a work force to bring these services in-house.

Safety Ambassadors – The program works with residents, merchants and youth on a variety of safety programs and strategies. Safety Ambassadors on Foot Patrol provide a reassuring presence, who continually engage members of the public, interact with merchants to share safety related information, and report any observed illegal behaviors to the police.

Marketing, Streetscape and Beautification Program – This program is designed to augment existing city services to ensure new marketing initiatives designed to promote both stability and growth within the area.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES

Method of Accounting – The financial statements of the LPCBD are prepared using the accrual basis of accounting in accordance with U.S. generally accepted accounting principles, which reflects revenue when earned and expenses as incurred.

<u>Cash and Cash Equivalents</u> - Cash is defined as cash in demand deposit accounts as well as cash on hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and investments so near their maturity that the risk of changes in value due to changes in interest rates is negligible. These are generally investments with maturity dates within three months of the acquisition date.

<u>Basis of Presentation</u> – The LPCBD is required to report information regarding its financial position and activities according to two classes of net assets: net assets with donor restrictions and net assets without donor restrictions.

<u>Net assets without donor restrictions</u> - Net assets that are not subject to any donor-imposed restrictions.

Net assets with donor restrictions — Net assets that are restricted by a donor for use for a particular purpose or in a particular period. Some donor imposed restrictions are temporary in nature, and the restriction will expire when the resources are used in accordance with the donor's instructions or when the stipulated time has passed. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. When a donor's restriction is satisfied, either by using the resources in the manner specified by the donor or by the passage of time, the expiration of the restriction is reported in the financial statements by reclassifying the net assets from net assets with donor restrictions to net assets without donor restrictions.

As of June 30, 2021 and 2020, there were no net assets with permanent donor restrictions.

<u>Fair Value Measurements</u> – The LPCBD carries certain assets and liabilities at fair value. Fair value is defined as the price that would be received if selling an asset or paid if transferring a liability in an orderly transaction between market participants at the measurement date. Fair value measurement standards also require the LPCBD to classify these financial instruments into a three-level hierarchy. The LPCBD classifies its financial assets and liabilities according to the below three levels, and maximizes the use of observable inputs and minimizes the use of unobservable inputs when measuring fair value.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

<u>Level 1</u> – Quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities, without adjustment.

<u>Level 2</u> – Quoted prices in markets that are not considered to be active for identical or similar assets or liabilities, quoted prices in active markets of similar assets or liabilities, and inputs other than quoted prices that are observable or can be corroborated by observable market data.

<u>Level 3</u> – Inputs that are both significant to the fair value measurement and unobservable, including inputs that are not derived from market data or cannot be corroborated by market data.

The LPCBD's carrying amounts of its assets and liabilities, approximate fair value under Level 1 for the years ended June 30, 2021 and 2020.

<u>Property</u>, <u>Equipment</u>, <u>and Leasehold Improvements</u> - The LPCBD records property, equipment, and leasehold improvements at cost of acquisition, or, if donated, the fair market value at the date of donation. Depreciation is recognized using the straight-line method over the useful lives of the assets, which range from three to fifteen years. The LPCBD capitalizes all property, equipment, and improvements with a cost in excess of \$2,500.

<u>Contributions and Revenue Recognition</u> – LPCBD receives its support primarily from a special assessment levied by the City and County of San Francisco ("CCSF") on properties located within the business district in accordance with CCSF Ordinance. The assessment is recorded by LPCBD when earned. CCSF remits the assessments to LPCBD as they are collected from the property owners. Interest is not charged on late assessments; however, late penalties are charged in accordance with the CCSF's policy.

Assessments and other receivables represent amounts due from the City and County of San Francisco ("CCSF") for obligations of local property owners collected on the behalf of LPCBD, and other amounts due to LPCBD for other grants. Unpaid receivables do not accrue interest.

Contributions consist of cash contributions as well as in-kind goods and services provided to the Corporation. Contributed services are recognized at their fair value if the services received (a) create or enhance long-lived assets, or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. Donated securities are recorded at their fair value at the date of donation.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

All donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

Accounts Receivable - Contributions receivable are reviewed for collectability, and reserves for uncollectible amounts are established as needed. It is the practice of the Corporation to expense uncollectibles only after exhausting all efforts to collect the amounts due. LPCBD considers all unconditional promises to give fully collectible and therefore, there was no allowance for doubtful accounts at June 30, 2021 and 2020.

Advertising Costs – It is the policy of the LPCBD to expense advertising costs as incurred.

<u>Functional Allocation of Expenses</u> - The costs of providing the various programs, supporting services and other activities have been summarized on a functional basis in the Statements of Activities and Statements of Functional Expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited based on management's estimates and analysis of personnel time spent on each program and activity.

<u>Estimates</u> - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual future results could differ from those estimates.

<u>Income Taxes</u> - LPCBD is exempt from federal and state taxes under Section 501(c) (3) of the Internal Revenue Code (IRC) and Section 23701d of the California Revenue and Taxation Code, and is considered by the IRS to be a Corporation other than a Private Foundation. In the opinion of management, there is no unrelated business income.

NOTE 3 PROPERTY AND EQUIPMENT

Property and equipment consist of the following:

	2021	2020
Furniture, equipment and vehicles	\$ 149,357	\$ 149,357
Leasehold improvements	370,436	370,436
Website and mobile app	65,860	 65,860
Total property and equipment	585,653	585,653
Accumulated depreciation and amortization	(457,563)	 (329,364)
Property and equipment, net	<u>\$ 128,090</u>	\$ 256,289

Depreciation and amortization expense was \$128,200 and \$130,249 for the years ended June 30, 2021 and 2020, respectively.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 4 NET ASSETS WITHOUT DONOR RESTRICTIONS

Net assets without donor restrictions as of June 30, 2021 and 2020, consisted of the following:

	2021	2020
Comital assets net	\$ 128,090	\$ 256,289
Capital assets, net Undesignated Total net assets without donor restrictions	578,136 \$ 706,226	380,576 \$ 636,865

NOTE 5 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions as of June 30, 2021 and 2020, consisted of the following:

	ı	2021	20	020
Assessment receivable		\$ 26,769	\$	26,540

NOTE 6 RETIREMENT PLAN

Effective January 1, 2016, LPCBD established a defined contribution retirement plan (the "Plan") for employees over 21 years of age. All employees employed on or after April 27, 2016 are considered eligible. The Plan allows eligible employees to make voluntary contributions by salary reduction up to 92% of compensation but not to exceed the limits allowed by the IRC.

Any eligible employee who does not make voluntary contribution election or elects out of the Plan, will be automatically enrolled in the Plan with a 2% deferral. LPCBD will match employee's contributions 100% on the first 3% deferred and then 50% of deferrals from 3%-5%. LPCBD may also make discretionary profit sharing contributions.

During the years ended June 30, 2021 and 2020, LPCBD made \$11,693 and \$18,338, respectively, in matching contributions, which are included in employee benefits expense on the statements of functional expenses.

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 7 COMMITMENTS

<u>Funding</u> - LPCBD's revenue, which is derived from government grants and contracts, is subject to audit by the government agencies. In accordance with the terms of the CCSF's contracts, an audit may be performed by an authorized CCSF representative. Should such an audit disclose any unallowable costs, LPCBD may be liable to the CCSF for reimbursement of such costs.

In the opinion of LPCBD's management the effect of any disallowed costs would be immaterial to the financial statements as of June 30, 2021.

<u>Lease</u> - LPCBD leases space in San Francisco, California under an operating lease that commenced on November 1, 2016 and expires October 31, 2021. The lease calls for monthly payments at \$4,200 that escalate to \$8,439 during the fifth year.

Fiscal year ended,			
June, 30			
2022		\$ 33	3.

During the years ended June 30, 2021 and 2020, LPCBD paid rent in the amount of \$99,905 and \$92,605, respectively.

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NOTE 8 FUNDRAISING REQUIREMENTS

The CCSF's contract requires LPCBD to annually raise not less than 5.5% of its annual budget from sources other than CCSF's assessments. For the years ended June 30, 2021 and 2020, LPCBD satisfied this requirement.

NOTE 9 LIQUIDITY MANAGEMENT

As part of LPCBD's liquidity management strategy, LPCBD structures its financial assets to be available as its general expenditures, liabilities and other obligations come due. LPCBD's working capital and cash flows have cyclical variations during the year attributable to the cash receipts of contributions, grants, and assessments. LPCBD has sufficient cash and cash equivalents to meet its current needs and investments which can be converted to cash for periods when cash is not available.

The Statement of Financial Position shows liquid assets as follows:

Cash and cash equivalents	\$	971,211
Accounts receivable		183,016
Net assets with donor restrictions	_	(26,769)
Financial assets available for current needs	\$	1.127.458

NOTES TO FINANCIAL STATEMENTS For the years ended June 30, 2021 and 2020

NOTE 10 THE CORONAVIRUS AID, RELIEF, AND ECONOMIC SECURITY (CARES) ACT

During the year ended June 30, 2020, LPCBD participated in the Payroll Protection Plan under the Coronavirus Aid, Relief and Economic Security Act ("CARES Act") due to the Coronavirus Pandemic and received \$183,417 from the federal government. On September 22, 2021, the PPP loan had been granted forgiveness by the Small Business Association (SBA). See subsequent events Note 13.

On March 24, 2021, LPCBD received a second PPP loan in the amount of \$183,417. As of the report date, it is undetermined if the second PPP loan will be converted to a grant and the obligation will be extinguished. Repayment, if federal authorities determine the loan is not convertible to a grant, is deferred until a date to be determined by the SBA, when monthly payments will be due in 24 monthly installments at 1% per annum.

NOTE 11 CONCENTRATIONS OF RISK

<u>Revenue concentration of risk</u> – During the years ended June 30, 2021 and 2020, LPCBD received 98% of its total income from the City and County of San Francisco in the form of assessments and revenue from other programs.

<u>Deposit balance risk</u> - As of June 30, 2021, LPCBD had cash balances with financial institutions which exceeded the Federal Deposit Insurance Corporation insured limit of \$250,000 by approximately \$723,700.

NOTE 12 RECLASSIFICATION OF PRIOR YEAR PRESENTATION

Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations. These changes in classification do not affect previously reported cash flows from operating activities in the Statements of Cash Flows.

NOTE 13 SUBSEQUENT EVENTS

As of the Auditor's Report date, the Small Business Administration had granted LPCBD complete forgiveness of the first Payroll Protection Plan loan in the amount of \$183,417.

Management has evaluated all material subsequent events through the Auditor's Report date, the date the financial statements were available to be issued, and are asserting there are none.