

CIVIC CENTER
COMMUNITY
BENEFIT DISTRICT

FINANCIAL STATEMENTS
JUNE 30, 2012

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CIVIC CENTER COMMUNITY BENEFIT DISTRICT

June 30, 2012

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Accountants and
business advisers

Independent Auditor's Report

Board of Directors
Civic Center Community Benefit District
San Francisco, California

We have audited the accompanying statement of financial position of Civic Center Community Benefit District ("District") as of June 30, 2012, and the related statements of activities and changes in net assets, and cash flows from June 1, 2011 (inception) through June 30, 2012. These financial statements are the responsibility of the District's management. Our responsibility is to express an opinion on these financial statements based on our audits.

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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Civic Center Community Benefit District at June 30, 2012, and the changes in its net assets and its cash flows from June 1, 2011 (inception) through June 30, 2012 in conformity with accounting principles generally accepted in the United States of America.



Certified Public Accountants
A Professional Corporation

September 12, 2012

Statement of Financial Position

June 30, 2012

Assets	
Current assets	
Cash	\$ 341,592
Accounts receivable, net of allowance for doubtful accounts	46,880
Security deposit	<u>750</u>
Total current assets	<u>389,222</u>
Furniture and equipment, net	<u>10,178</u>
Total assets	<u><u>\$ 399,400</u></u>
Liabilities and Net Assets	
Current liabilities	
Accounts payable	\$ 41,101
Accrued expenses	<u>1,623</u>
Total liabilities	<u>42,724</u>
Net assets - unrestricted	<u>356,676</u>
Total liabilities and net assets	<u><u>\$ 399,400</u></u>

Statement of Activities and Changes in Net Assets

From June 1, 2011 (inception) through June 30, 2012

Revenue	
Assessments	\$ 685,045
Contributions	27,734
Donated services	11,550
Other	66
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Total revenue	724,395
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Expenses	
Program services	
Contract services - ambassador and janitorial	233,020
Operating supplies	7,988
Other	7,406
Supporting services	
Facilities and equipment	8,038
Payroll and related	45,647
Legal and accounting	8,401
Bad debt expense	55,607
Depreciation	1,612
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Total expenses	367,719
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Change in net assets	356,676
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Net assets - June 1, 2011 (inception)	-
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Net assets - end of year	\$ 356,676
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Statement of Cash Flows

From June 1, 2011 (inception) through June 30, 2012

Cash flows from operating activities	
Change in net assets	\$ 356,676
Adjustments to reconcile change in net assets to net cash provided by operating activities	
Bad debt expense	55,607
Depreciation	1,612
(Increase) decrease in operating assets	
Accounts receivable	(102,487)
Security deposit	(750)
Increase (decrease) in operating liabilities	
Accounts payable	41,101
Accrued expenses	<u>1,623</u>
Net cash provided by operating activities	<u>353,382</u>
Net cash used in investing activities	
Purchase of furniture and equipment	<u>(11,790)</u>
Net increase in cash	341,592
Cash - June 1, 2011 (inception)	<u>-</u>
Cash - end of year	<u><u>\$ 341,592</u></u>

See notes to the financial statements

CIVIC CENTER COMMUNITY BENEFIT DISTRICT

Notes to the Financial Statements
June 30, 2012

Note 1 - Summary of significant accounting policies

Description of business

The Civic Center Community Benefit District ("District"), a not-for-profit organization formed on June 1, 2011, is a special assessment district conceived and organized by a group of concerned Civic Center property owners, arts organizations, government entities, and other stakeholders ("Members"). Funding is provided primarily from special assessments from Members that are collected by the City and County of San Francisco and remitted to the District, pursuant to an administration agreement, dated July 1, 2011.

The goal of the District is to improve coordination and communication around the management, image, safety, beautification and cleanliness of the greater Civic Center area for the benefit of patrons, residents, employees, merchants, property owners and other visitors within the district. The District provides community service ambassadors to assist the public with information and direct them to destinations within the area, made possible by training on local geography, area venues, businesses, transportation systems, and other useful information. They also play a vital role in promoting the Civic Center as safe and friendly. The District also provides teams to respond to maintenance calls to remove graffiti, wash sidewalks or pick up an accumulation of debris on the sidewalk, seven days a week.

Basis of accounting

The financial statements of the District have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities. Revenues and gains are recognized when earned and realized, and expenses and losses are recognized when incurred.

Concentration of credit risk

The District maintains non-interest bearing deposit accounts with a bank that is fully insured by the Federal Deposit Insurance Corporation ("FDIC"). The District also maintains interest bearing bank deposit accounts insured by the FDIC up to \$250,000 and, at times, may exceed federally insured limits. The District has not experienced any losses in such accounts. Management believes the District is not exposed to any significant risk related to cash.

Contributions and donated services

The District accounts for contributions and donated services in accordance with FASB ASC Topic 958 for Not-for-Profit entities. In accordance with these provisions, contributions and donated services received are recorded as increases in unrestricted or restricted net assets depending upon the existence or nature of any donor restrictions. For the year ended June 30, 2012, the District recorded \$11,550 in donated services.

All donor restrictions are reported as increases in temporarily restricted or permanently restricted net assets depending on the nature of the restriction. When restrictions expire (that is, when a stipulated time restriction ends or a purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

CIVIC CENTER COMMUNITY BENEFIT DISTRICT

Notes to the Financial Statements
June 30, 2012

Note 1 - Summary of significant accounting policies (continued)

Revenue recognition

Member assessments are invoiced in advance, deferred on the statement of financial position and recognized monthly on a straight-line basis. Contributions and donated services are recognized when the donor makes the promise to give to the District that is, in substance, unconditional.

Accounts receivable and allowance for doubtful accounts

Accounts receivable generally consists of amounts due from members and are stated at the amount the District expects to collect. When necessary, the District provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to the allowance for doubtful accounts based on its assessment of the current status of individual accounts. Balances still outstanding after management has used reasonable collection efforts are written off through a charge to the allowance for doubtful accounts and a credit to accounts receivable. The allowance for doubtful accounts was \$55,607 at June 30, 2012.

Furniture and equipment

Furniture and equipment are stated at cost, if acquired, and fair value at the time of contribution, if contributed to the District. Depreciation is provided by the straight-line method based on the estimated useful lives of the depreciable assets ranging from 2 to 3 years. Accumulated depreciation at June 30, 2012 was \$1,612. Repairs and maintenance are charged to expense as incurred.

Use of estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from these estimates.

Subsequent events

Subsequent events are events or transactions that occur after the statement of financial position date but before the financial statements are available to be issued. The District evaluates all subsequent events and transactions to determine whether any transaction needs to be recognized or disclosed. The District has evaluated all subsequent events through September 12, 2012, which is the date the financial statements are available to be issued, and has determined no events or transactions need to be recognized or disclosed in these financial statements.

CIVIC CENTER COMMUNITY BENEFIT DISTRICT

Notes to the Financial Statements
June 30, 2012

Note 2 - Income taxes

The District is classified as a Section 501(c)(3) organization under the Internal Revenue Code. The District anticipates receiving exemption under Section 13.2210(e) of the State Revenue and Taxation Code in fiscal year 2013. As a result, the District is exempt from federal income and state franchise taxes. However, income from activities not directly related to the District's tax-exempt purpose is subject to taxation as unrelated business income. There was no income tax expense for 2012.

Uncertain tax positions

The District identifies and evaluates all uncertain tax positions and believes that all positions taken by the District are more-likely-than-not to be sustained upon examination for all open tax years.

Note 3 - Operating lease

The District rents office space subject to an operating lease beginning December 1, 2011, for \$750 per month, plus common area maintenance charges ("CAM"). The lease term is month-to-month, subject to termination by either party. Rent expense, including CAM charges totaled \$6,288 for the period ended June 30, 2012, and is included with facilities and equipment expense on the statement of activities and changes in net assets.

Note 4 - Outside service contract

The District contracts with MJM Management Group ("MJM") to provide ambassador, janitorial, maintenance and other services on the District's behalf. MJM charges the \$41,102 per month. The contract expires on January 31, 2014. Expense incurred under the contract for the period ended June 30, 2012 was \$233,020.

Note 5 - Administration agreement

The District and the City and County of San Francisco entered into an administration agreement whereas, on the District's behalf, the City and County of San Francisco will levy and collect the assessments from the Members through the Members' secured property tax bills. For payments received in conjunction with the first and second installments of secured property taxes, the City and County of San Francisco will remit those funds to the District on or before January 10th and May 10th, respectively. Delinquent assessments will be remitted to District at least once during the final quarter of the fiscal year and from time to time, at the discretion of the Controller of the City and County of San Francisco.