Active Minds, Inc.

Financial Statements And Independent Auditor's Report

Years Ended June 30, 2023 and 2022

TABLE OF CONTENTS

Independent Auditor's Report	3 - 4
Statement of Financial Position	5
Statement of Activities	6
Statement of Functional Expenses	7
Statement of Cash Flows	8
Notes to Financial Statements	Q _— 17



Independent Auditor's Report

To the Board of Directors Active Minds, Inc. Washington, DC

Opinion

We have audited the accompanying financial statements of Active Minds, Inc., which comprise the statement of financial position as of June 30, 2023, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Active Minds, Inc. as of June 30, 2023, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Active Minds, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Active Mind's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether
 due to fraud or error, and design and perform audit procedures responsive to those risks.
 Such procedures include examining, on a test basis, evidence regarding the amounts and
 disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Active Mind's internal control. Accordingly, no such opinion
 is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Active Mind's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Report on Summarized Comparative Information

We have previously audited Active Minds' 2022 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated April 7, 2023. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2022 is consistent, in all material respects, with the audited financial statements from which it has been derived.

abercrombie & associates, LLC

March 22, 2024 Silver Spring, MD

Active Minds Statement of Financial Position June 30, 2023

(With summarized comparative financial information as of June 30, 2022)

	6/30/23	6/30/22
ASSETS		
Cash and cash equivalents Grants and accounts receivable, net Prepaid expenses Inventory Other asset Deposits Investments Property and equipment, net Operating right-of-use asset	\$ 828,992 3,843,655 247,400 48,917 11,559 11,778 10,337,608 132,056 979,503	\$ 504,671 1,925,001 162,004 18,478 11,559 11,778 8,987,938 54,268
TOTAL ASSETS	\$ 16,441,468	\$ 11,675,697
LIABILITIES AND NET ASSETS Liabilities Accounts payable and accrued expenses Deferred revenue Operating right-of-use liability Total Liabilities	\$ 562,292 175,285 1,003,635 1,741,212	\$ 362,642 119,036 - 481,678
NET ASSETS		
Without donor restrictions With donor restrictions Total Net Assets	9,210,674 5,489,582 14,700,256	8,463,188 2,730,831 11,194,019
TOTAL LIABILITIES AND NET ASSETS	\$ 16,441,468	\$ 11,675,697

Active Minds Statement of Activities

For the Year Ended June 30, 2023

(With summarized comparative financial information for the year ended June 30, 2022)

Revenue	_	nout Donor estrictions	With Donor Restrictions	FYE 6/30/23 Total	FYE 6/30/22 Total
Contributions and grants	\$	2,552,557	\$ 7,496,897	\$ 10,049,454	\$ 8,767,253
In-kind contributions		79,373	-	79,373	96,271
Conference and program sales revenue		166,156	-	166,156	480,775
Speaker and consulting fees		339,330	-	339,330	458,538
Special event income		276,076	-	276,076	364,711
Other income		92,234	-	92,234	2,498
Investment income (loss)		427,431	-	427,431	(52,830)
Net assets released from restrictions		4,738,146	(4,738,146)	-	-
Total Revenue and Support		8,671,303	2,758,751	11,430,054	10,117,216
Expenses					
Program Service		6,411,623	-	6,411,623	3,975,969
Management and General		574,352	-	574,352	340,010
Fundraising		937,842	-	937,842	603,735
Total Expenses		7,923,817		7,923,817	4,919,714
Change in Net Assets		747,486	2,758,751	3,506,237	5,197,502
Net Assets, Beginning of Year		8,463,188	2,730,831	11,194,019	5,996,517
Net Assets, End of Year	\$	9,210,674	\$ 5,489,582	\$ 14,700,256	\$ 11,194,019

Active Minds Statement of Functional Expenses For the Year Ended June 30, 2023

(With summarized comparative financial information for the year ended June 30, 2022)

	Management			FYE 6/30/23	FYE 6/30/22	
		Program	& General	Fundraising	Total	Total
		Expenses	Expenses	Expenses	Expenses	Expenses
Danaanalamanaa	Φ	0.705.007	200 450	074 000	4 700 700	0.040.040
Personnel expenses	\$	3,765,627	362,159	671,996	4,799,782	2,813,240
Professional fees		394,937	121,097	61,807	577,841	251,003
Supplies, office expenses		182,625	25,135	56,930	264,690	167,726
Information technology		76,019	6,000	11,143	93,162	86,700
Travel		44,013	714	2,592	47,319	65,062
Occupancy		171,358	14,946	27,756	214,060	186,008
Conference, events, programs		1,484,362	43	97,717	1,582,122	1,158,590
Advertising/marketing		265,978	1,526	7,388	274,892	56,884
Depreciation, amortization		-	42,507	-	42,507	32,394
Donated services		24,134	-	-	24,134	96,271
Bad debt expense		2,570	225	513	3,308	4,000
Other expenses		-	-	-	-	1,836
Total	\$	6,411,623	574,352	937,842	7,923,817	4,919,714

Active Minds Statement of Cash Flows

For the Year Ended June 30, 2023

(With summarized comparative financial information for the year ended June 30, 2022)

	FYE 6/30/23	FYE 6/30/22
Cash Flows from Operating Activities		
Change in net assets	\$3,506,237	\$5,197,502
Adjustment to reconcile change in net assets		
to net cash provided (used) by operating activities:		
Depreciation and amortization	42,507	32,394
Loan Forgiveness	-	(267,690)
Change in measurement of operating lease	160,559	
Unrealized gain on investments	(200,205)	
Donated Stock	66,590	
(Increase) decrease in:		
Grants and accounts receivable	(1,921,962)	(377,670)
Prepaid expenses	(85,396)	,
Inventory	(30,439)	5,390
Increase (decrease) in:		
Accounts payable and accrued expenses	199,650	169,516
Deferred revenue	56,249	78,235
Deferred rent		(7,796)
Net cash provided (used) by operating activities	1,793,790	4,786,551
Cash Flows from Investing Activities	(100.00.1)	(0.070)
Purchase of property and equipment	(120,294)	(2,873)
Purchase of investments	(1,349,175)	(8,949,097)
Net cash provided (used) by investing activities	(1,469,469)	(8,951,970)
Increase (decrease) in Cash and Cash Equivalents	324,321	(4,165,419)
increase (decrease) in Cash and Cash Equivalents	324,321	(4, 103,419)
Cash and Cash Equivalents, Beginning of Year	504,671	4,670,090
Cook and Cook Equivalents End of Voor	\$ 828,992	¢ 504.674
Cash and Cash Equivalents, End of Year	\$ 828,992	\$ 504,671
Cash paid for interest		

Note 1 - Organization and Summary of Accounting Policies

Organization

Active Minds, Inc. (Active Minds) is the nation's premier nonprofit organization supporting mental health awareness and education for young adults. Active Minds has a presence on over 800 college, university, and high school campuses nationwide, and is powered by a robust Chapter Network, the nationally acclaimed Send Silence Packing ® exhibit, and inspiring Active Minds Speakers. The organization is dedicated to ending the silence and changing the conversation about mental health for everyone. Active Minds was incorporated in 2003 under the laws of the District of Columbia.

Basis of presentation

The financial statements of Active Minds are presented on the accrual basis of accounting.

The financial statements include certain prior year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with generally accepted accounting principles. Accordingly, such information should be read in conjunction with Active Minds' financial statements for the year ended June 30, 2022, from which the summarized information was derived.

Tax status

Active Minds has been granted exemption by the Internal Revenue Service (IRS) from federal income taxes under section 501(c)(3) of the Internal Revenue Code. The Internal Revenue Service has determined that Active Minds is not a private foundation. Active Minds is required to report unrelated business income to the Internal Revenue Service and the District of Columbia.

Uncertain tax positions

The Financial Accounting Standards Board (FASB) has released FASB ASC 740-10, *Income Taxes*, that provides guidance for reporting uncertainty in income taxes. For the year ended June 30, 2023, Active Minds has documented its consideration of FASB ASC 740-10 and determined that no material uncertain tax positions qualify for either recognition or disclosure in the financial statements. Tax years ending June 30, 2022, 2021 and 2020 remain open with both Federal and state taxing authorities.

Cash and cash equivalents

For financial statement purposes, cash and cash equivalents include operating cash accounts, petty cash and highly liquid money market fund accounts with original maturities of three months or less.

Investments

Investments are recorded at their readily determinable fair value. Realized and unrealized gains and losses are included in investment income in the accompanying statement of activities. When received, donated securities are recorded at fair value, based on the fair market value of the securities as of the date of donation.

Grants and contributions receivable

Grants receivable that are expected to be collected in future years are recorded at their fair value, measured as the present value of their future cash flows. The discounts on these amounts are computed using risk-adjusted interest rates applicable to the years in which the promises are received. Amortization of the discount is included in grants and contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met. All grants and contributions receivable are considered by management to be fully collectible.

Inventory

Inventory consists of branded items recorded at cost.

Property and equipment

Property and equipment consist of furniture, office, computer equipment and intangible assets recorded at cost and depreciated using the straight-line method over the estimated useful life of the asset. Active Minds' capitalization policy currently records property and equipment acquisitions over \$1,000 with an expected life of more than a year.

Classification of net assets

<u>Net assets without donor restrictions</u> represent funds that are not subject to donor-imposed stipulations and are available for support of the organization's operations.

Net assets with donor restrictions represent funds 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. Donor-imposed restrictions are released when a restriction expires, that is when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Active Minds does not have any donor-imposed restrictions which are perpetual in nature at June 30, 2023.

Revenue recognition

Contributions

The majority of Active Minds' revenue is received through contributions. Active Minds performs an analysis of the contribution to determine if the revenue stream follows the contribution rules or if it should be recorded as an exchange transaction depending upon whether the transaction is deemed reciprocal or not reciprocal under ASU 2018-08, Not-for-Profit Entities (Topic 958): Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made.

For contributions qualifying under the contribution rules, revenue is recognized upon notification of the award and satisfaction of all conditions, if applicable. Conditional promises to give are not recognized until the conditions on which they depend are substantially met. Contributions that are unconditional that have donor restrictions are recognized as "without donor restrictions" only to the extent of actual expenses incurred in compliance with the donor-imposed restrictions and satisfaction of time restrictions; such funds in excess of expenses incurred are show as net assets with donor restrictions in the accompanying financial statements.

Program service revenue

Active Minds recognizes program service revenue when it is earned. Revenues are recognized in accordance with ASU 2014-09 Revenue from Contracts with Customers (Topic 606). The guidance states that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Donated services, goods and facilities

Donated professional services are reflected in the Statement of Activities at their fair value. Materials and other assets received as donations are recorded and reflected in the accompanying financial statements at their fair values at the date of receipt.

Advertising costs

Advertising costs are expensed as incurred.

Use of estimates

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 certain reported amounts and disclosures. Actual results could differ from estimates.

Leases

Active Minds determines if an arrangement is or contains a lease at inception. Leases are included in right-of-use (ROU) assets and lease liabilities in the Statement of Financial Position. ROU assets and lease liabilities reflect the present value of the future minimum lease payments over the lease term, and ROU assets also include prepaid or accrued rent. Operating lease expense is recognized on a straight-line basis over the lease term. Active Minds does not report ROU assets and leases liabilities for its short-term leases (leases with a term of 12 months or less). Instead, the lease payments of those leases are reported as lease expense on a straight-line basis over the lease term.

Functional allocation of expenses

The costs of providing services and other activities are summarized on a functional basis in the Statement of Activities. Expenses directly attributable to specific functional areas of the organization are reported as expenses of those functional areas, while indirect costs that benefit multiple functional areas have been allocated among the various functional areas on a basis of time and effort, such as salary dollars based on labor hours of employees, or other reasonable basis.

Fair value measurement

Active Minds adopted the provisions of FASB ASC 820, *Fair Value Measurement*. FASB ASC 820 defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs (assumptions that market participants would use in pricing assets and liabilities, including assumptions about risk) used to measure fair value, and enhances disclosure requirements for fair value measurement. Active Minds accounts for a significant portion of its financial instruments at fair value or considers fair value in their measurement.

Recently adopted accounting standards

As of July 1, 2022, Active Minds adopted ASU 2019-01, *Leases* (Topic 842), which changed the accounting treatment for operating leases by requiring recognition of a lease asset and lease liability at the present value of the lease payments in the Statement of Financial Position and disclosure of key information about leasing arrangements. Active Minds applied the new standard at the date of initial application and also the practical expedient package not to reassess at adoption (i) expired or existing contracts for whether they are or contain a lease, (ii) the lease classification of any existing leases or (iii) initial indirect costs for existing leases. As a result of implementing ASU No. 2016-02, Active Minds recognized right-of-use assets of \$1,139,319 and lease liabilities totaling \$1,193,566 in its Statement of Financial Position as of July 1, 2022. See Note 7 for further details.

Note 2 - Grants and Accounts Receivable

Active Minds uses the allowance method to account for uncollectible receivables. Receivables are determined uncollectible based on management's review. As of June 30, 2023, allowance for uncollectible receivables was zero as all receivables were deemed collectible. Grants and contributions due in more than one year have been discounted using a rate of 7.50%.

Grants receivable due in less than one year	\$ 3,583,361
Grants receivable due in one-to-five years	<u>295,000</u>
Subtotal	3,878,361
Less: Allowance to discount balance to present value	<u>(34,706)</u>
Grants receivable, net	\$ <u>3,843,655</u>

Note 3 - Property and Equipment

Furniture, equipment and intangible assets are recorded at cost. Depreciation and amortization are provided over the estimated useful lives of the respective assets, which range from three to ten years on a straight line basis. Active Minds capitalizes property and equipment in excess of \$1,000.

Property and equipment consist of the following at June 30, 2023:

Furniture and equipment	\$206,525
Intangible assets: Logo design, trademarks	13,977
Accumulated depreciation & amortization	(88,446)
Book value	<u>\$132,056</u>

Depreciation and amortization expense were \$42,507 for the period ended June 30, 2023.

Note 4 - Net Assets With Donor Restrictions

Net assets with donor restrictions were available for the following purposes at June 30, 2023:

Chapter development/campus mental health	\$ 4,548,667
Passage of time	<u>940,915</u>
Total	\$ <u>5,489,582</u>

Note 5 - Net Assets Released From Restrictions

Net assets were released from donor imposed restrictions by incurring expenses satisfying the restricted purposes or by the occurrence of other events specified by donors for the year ended June 30, 2023.

Campus mental health	\$ 3,130,561
Passage of time	<u>1,607,585</u>
Total	$$\frac{4,738,146}{}$

Note 6 - Liquidity

Financial assets available for general expenditure, that is without donor restrictions or other restrictions limiting their use, within one year of the current Statement of Financial Position date, comprise the following:

Cash and cash equivalents	\$ 828,992
Grants, contributions receivable, net	3,843,655
Investments	<u>10,337,608</u>
Subtotal	15,010,255
Less: amounts with donor restrictions	<u>(5,489,582)</u>
Total financial assets available for use	
for general purposes within one year	<u>\$ 9,520,673</u>

Active Minds' policy is to structure its financial assets to become available as general expenditures, liabilities, and other obligations become due.

Note 7 - FASB ASC TOPIC 842 LEASES

Active Minds adopted FASB ASC 842 effective July 1, 2022. Active Minds elected certain practical expedients permitted under the transitional guidance, including retaining historical lease classification, evaluating whether any expired contracts are or contain leases, and not applying hindsight in determining the lease term. Lastly, Active Minds elected the short-term lease exception for all classes of assets, and therefore does not apply the recognition requirements for leases of 12 months or less.

The adoption of the standard resulted in the recognition of an operating lease right-of-use (ROU) asset of \$1,139,319 and an operating lease liability of \$1,193,566. Included in the measurement of the new operating lease ROU asset is the reclassification of certain balances, including those historically recorded as lease exit cost liabilities, deferred rent and beneficial and unfavorable lease interests.

As of June 30, 2023, the following financial statement disclosures are provided:

Operating Lease Cost	\$169,446
Weighted-average remaining lease term – operating lease	5.51 years
Weighted-average discount rate	.89 percent

The future maturities of the operating lease liability as of June 30, 2023 are:

FYE 6/30/24	\$	213,876
FYE 6/30/25		221,389
FYE 6/30/26		229,079
FYE 6/30/27		236,980
FYE 6/30/28		102,311
Thereafter		
Total	\$ <u>1</u>	,003,635

Note 8 - Concentration of Risk

Financial instruments that potentially expose Active Minds to concentrations of credit risk consist primarily of cash and cash equivalents. Bank deposits at one institution are insured by the Federal Deposit Insurance Company (FDIC) up to a limit of \$250,000. Active Minds maintained a checking account balance in excess of federally insured limits (FDIC) and a money market account balance which is not federally insured at June 30, 2023. Management believed the risk is managed by maintaining all deposits with high quality financial institutions. Active Minds has not experienced, nor does it anticipate any loss of funds from its current concentration of risk.

Note 9 - Fair Value Measurement

In accordance with FASB ASC 820, *Fair Value Measurement*, SARSEF has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure the financial instruments fall within different levels of hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

Investments recorded in the Statement of Financial Position are categorized based on the inputs to valuation techniques as follows:

- **Level 1.** These are investments where values are based on unadjusted quoted prices for identical assets in an active markets Active Mind's has the ability to access.
- **Level 2.** These are investments where values are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, or model-based valuation techniques that utilize inputs that are observable either directly or indirectly for substantially the full-term of the investments.
- **Level 3.** These are investments where inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The table below summarizes, by level within the fair value hierarchy, Active Mind's investments as of June 30, 2023.

	Level 1	Level 2	Level 3	<u>Total</u>
Asset Class:	·			
Mutual Funds	627,401			627,401
Fixed Income	8,364,555			8,364,555
Equities	734,970			734,970
Private Equity	<u>610,682</u>			610,682
Total	\$ <u>10,337,608</u>			\$10,337,608

Note 10 - Revenue from Contracts

Program revenue is derived from contracts with schools and is recognized when the programs are provided to the customers. Contracts with schools were evaluated using the practical expedient of a portfolio approach because each contract is with an individual school with similar characteristics that is carried out on a consistent basis. Program revenue derived from contracts with a corporation is recognized over time as the services are provided under the contract contract liabilities are presented as deferred revenue on the Statement of Financial Position. deferred revenue was \$175,285 for the year ended June 30, 2023.

Note 11 - Investment Income

Included in investment income are the following:

Dividends and interest	\$237,038
Loss on investment	(18)
Investment fees	(9,794)
Unrealized gain/loss on investment	200,205
Total investment income (loss)	\$427,431

Note 12 - Other Asset

Active Minds is a participant ("subscriber") in a reciprocal insurance exchange for health insurance purposes. Active Minds accounts for this asset using the fair value method. As a subscriber, Active Minds receives an allocation to its subscriber savings account (SSA) for its share of net gains from the reciprocal's underwriting and investment activity. There was no allocation of net income during the fiscal year. The accumulated balance as of June 30, 2023, is \$11,559, which is included in the Statement of Financial Position as Other Asset.

Note 13 - Retirement plan

Active Minds offers employees an opportunity to participate in the 401k plan. All employees are able to contribute after three months of employment. Active Minds matches up to 100% of an employee's contribution to a 401k account with a cap of 3% of employee's salary. For the year ended June 30, 2023, employer contributions totaled \$54,453.

Note 14 - Contributed Goods and Services

Active Minds recognized revenue for contributed goods and services for the year ended June 30, 2023. There were no donor-imposed restrictions associated with the in-kind contributions during the year ended June 30, 2023.

The following donations have been included in the Statement of Activities for the year ended June 30, 2023:

- probono legal services and expenses \$24,134, the expenses are included in the program expense classification. The valuation is based upon the hours and billing rate for the services provided.
- donated raffle items \$12,030 the expenses are included in fundraising expense classification. The valuation is based upon the fair market value of the item at time of donation.
- donated auction items \$43,209, which are included in fundraising donations. The valuation is based upon the fair market value at the time of donation.

Note 15 - Subsequent Events

In preparing these financial statements, Active Minds has evaluated events and transactions for potential recognition or disclosure through March 22, 2024, the date the financial statements were issued.