INDEPENDENT AUDITORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2017

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HINRICHER, DOUGLAS & COUSINO, LLP CERTIFIED PUBLIC ACCOUNTANTS

3275 OLD CONEJO ROAD
THOUSAND OAKS, CA 91320
(805)496-1883 FAX (805)496-5602
WWW.HDCCPAS.COM

INDEPENDENT AUDITORS' REPORT

To the Board of Directors Institute for Nonprofit News

We have audited the accompanying financial statements of Institute for Nonprofit News ("INN") (a nonprofit organization), which comprise the statement of financial position as of December 31, 2017, and the related statements of activities, cash flows and statement of functional expenses for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Institute for Nonprofit News as of December 31, 2017, 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.

Hinricher, Douglas & Cousine LLT

Thousand Oaks, California August 3, 2018

STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2017

ASSETS

Current assets:	
Cash:	
Operations	\$ 1,279,810
Fiscal Sponsorship	914,640
Total Cash	2,194,450
Other current assets:	
Accounts receivable	27,876
Prepaid expenses	12,035
Total current assets	2,234,361
Total Cultent assets	2,234,301
Equipment and furnishings, net of accumulated depreciation of \$14,390	26,406
Other assets:	
Security deposit	4,069
Total other assets	4,069
Total assets	\$ 2,264,836
	2,501,050
X X A DATE WITTER	
<u>LIABILITIES</u>	
Current liabilities:	
Accounts payable	\$ 42,448
Total current liabilities	42,448
	12,7770
<u>NET ASSETS</u>	
Net assets:	
Unrestricted	932,480
Temporarily restricted	
Temporarily restricted	974.044
Fiscal Sponsorship Other	874,044
Outci	415,864
Total not assets	1,289,908
Total net assets	2,222,388
Total liabilities and net assets	\$ 2,264,836

STATEMENT OF ACTIVITIES YEAR ENDED DECEMBER 31, 2017

UNRESTRICTED NET ASSETS	
Grants and contributions	\$ 710,315
Membership dues and program service fees	35,049
Investment return	84
Other income	570,242
Net assets released from restrictions	3,774,308
Total public support, revenue and reclassifications	5,089,998
Program expenses	1,093,432
Supporting services	
Management and general	103,499
Fund-raising	134,772
Total supporting services	238,271
Total expenses before Fiscal Sponsorship expenses	1,331,703
Fiscal Sponsorship Expenses	3,460,172
Total expenses	4,791,875
Change in unrestricted net assets	298,123
TEMPORARILY RESTRICTED NET ASSETS	
Grants and contributions	330,000
Fiscal sponsorship grants and contributions	4,065,932
Net assets released from restrictions	(314,136)
Net assets released from restrictions - Fiscal Sponsorship	(3,460,172)
Change in temporarily restricted net assets	621,624
CHANGE IN NET ASSETS	919,747
Net assets - beginning of year	1,302,641
Net assets - end of year	\$ 2,222,388

STATEMENT OF CASH FLOWS YEAR ENDED DECEMBER 31, 2017

CASH FLOWS FROM OPERATING ACTIVITIES: Change in net assets	\$	919,747
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Depreciation		5,117
(Increase) decrease in accounts receivable (Increase) decrease in prepaid expenses Increase (decrease) in accounts payable		17,176 (11,568) 27,289
Net cash provided by (used in) operating activities	,,	957,761
CASH FLOWS FROM INVESTING ACTIVITIES: Purchase of fixed assets		(3,177)
Net cash provided by (used in) investing activities	***************************************	(3,177)
Total increase/(decrease) in cash		954,584
Cash at beginning of year		1,239,866
Cash at end of year	\$	2,194,450
Supplemental information:		
Income taxes paid	\$	0
Interest paid	\$	4

STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2017

			Supporting Services			To	tal Expenses	
		Program		Management		-		
	Services		& General		Fundraising		2017	
Salaries and related expenses	\$	666,204	\$	38,314	\$	50,678	\$	755,196
Professional fees	Ψ	218,930	Ψ	35,824	Ψ	47,353	Ψ	302,107
Miscellaneous		1,328		1,329		1,328		3,985
Travel and conference		54,964		10,738		13,989		79,691
Dues, licenses & education		1,341		0		1,341		2,682
Telephone		199		200		199		598
Rent		9,708		2,682		3,548		15,938
Insurance		5,559		1,986		397		7,942
Taxes		4,671		0		4,671		9,342
Interest		0		4		0		4
Office expense		2,513		1,828		229		4,570
Employee benefits and payroll expenses		63,785		3,666		4,851		72,302
Technology expenses		58,524		5,432		5,432		69,388
Marketing		773		0		293		1,066
Meals and entertainment		252		63		105		420
Grants and awards		1,355		0		0		1,355
Total expenses before								
depreciation		1,090,106		102,066		134,414		1,326,586
Depreciation		3,326		1,433		358	<u></u>	5,117
Total expenses		1,093,432	\$	103,499	\$	134,772	\$	1,331,703

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 1 - DESCRIPTION OF ORGANIZATION:

INN was organized to help nonprofit news organizations produce and distribute stories with impact; to achieve cost efficiencies by pooling resources and services, and to develop new revenue streams that will help member organizations become sustainable businesses.

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES:

Financial Statement Presentation

INN has presented its financial statements in accordance with generally accepted accounting principles for not-for-profit organizations. Under this guidance, INN is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. In addition, INN is required to present a statement of cash flows.

Equipment and Furnishings

All acquisitions of equipment and furnishings in excess of \$500 and all expenditures for repairs, maintenance, renewals, and betterments that materially prolong the useful lives of assets are capitalized. Purchased equipment and furnishings are stated at cost. Depreciation is computed using the straight-line method with the following estimated useful lives:

Equipment and furnishings

5 to 7 years

Expenditures for maintenance and repairs are charged directly to the appropriate operating account at the time the expense is incurred. Expenditures determined to represent additions and betterments are capitalized.

Contributions

Contributions and grants are reported as unrestricted, temporarily restricted or permanently restricted depending on the donor's directives. When a restriction expires temporarily restricted or permanently restricted net assets are reclassified to unrestricted net assets and reported in the Statement of Activities as net assets released from restrictions.

Contributed Services

No amounts have been reflected in the financial statements for contributed services. INN generally pays for services requiring specific expertise.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES: (Continued)

Fiscal Sponsorships

INN effects change not only through the direct impact of its own programs but also by supporting members who have yet to receive their exempt status. One of the ways that INN does this is by becoming a fiscal sponsor to independent projects to further their mission. As a fiscal sponsor, INN receives donations and provides organization infrastructure, legal and tax-exempt status for the projects for a small fee. In 2017, INN was a fiscal sponsor for fourteen projects.

Income Taxes

INN is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and therefore has made no provision for federal income taxes in the accompanying financial statements. In addition, the Internal Revenue Service has determined that INN is not a "private foundation" within the meaning of Section 509(a) of the Internal Revenue Code. There was no unrelated business income for the year ended December 31, 2017. At December 31, 2017 the Organization's information returns generally remain open for the three preceding years.

Functional Allocation of Expenses

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

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and contingent assets and liabilities (e.g., the fair value of financial instruments, potential impairments to fixed assets and accrued expenses) at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

Cash equivalents consist of highly liquid investments with an initial maturity of three months or less. Fair value approximates carrying amounts. As of December 31, 2017 INN has no cash equivalents.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES: (Continued)

Concentrations of Credit Risk Arising from Cash Deposits in Excess of Insured Limits

In its normal course of business, INN deposits cash with financial institutions which are insured by the Federal Deposit Insurance Corporation. The balance in these accounts will, at times, exceed the insurance limitation. It is Management's policy to review on an ongoing basis the financial condition of the financial institutions in which funds are deposited. At December 31, 2017, the Company had \$1,794,037 that exceeds amounts covered by insurance. Management believes that there is no significant risk with respect to such deposits.

NOTE 3 – FIXED ASSETS:

Fixed assets consist of the following at December 31:

		<u>2017</u>
Equipment & furnishings	\$	20,796
Domain name		20,000
Less: Accumulated depreciation & amortization		(14,390)
	<u>\$</u>	26,406

NOTE 4 - ACCOUNTS PAYABLE:

Accounts payable consists of normal operating expenses of INN that occurred prior to December 31, 2017; there were no unusual items accrued.

NOTE 5 - COMMITMENTS AND CONTINGENCIES:

714 W. Olympic Blvd., Los Angeles, CA

On October 1, 2016, the Company entered into an original 12 month with another 12 month extension on October 1, 2017 lease with Petroleum Holdings, LLC. The monthly lease is \$1,276.94. Rental expense on the lease was \$13,748.82 for 2017.

NOTE 6 - FISCAL SPONSORSHIPS:

In 2017, INN was a fiscal sponsor for the following projects:

• True Speech, an independent, nonpartisan organization, provides voters with objective, timely, and comprehensive fact-checks of advertisements and statements from candidates, elected officials and third parties.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 6 - FISCAL SPONSORSHIPS: (Continued)

- Inquire First (HashTag30) is a national news organization committed to giving ordinary people the information and tools they need to have a voice in public policy debates, by producing deeply reported projects on three to five under-reported topics annually.
- Alabama Initiative for Independent Journalism is a nonprofit, non-partisan organization serving the civic good of Birmingham and Alabama by supporting journalism and citizen engagement.
- Montana Center for Investigative Reporting is an independent, nonprofit media organization dedicated to producing statewide accountability journalism in Montana.
- The War Horse is an intuitive, database-driven, nonprofit investigative journalism outlet focused on the Department of Defense, Department of Veterans Affairs, and the U.S. Armed Forces.
- Sembra Media is an online community and a directory of startups dedicated to helping entrepreneurs Spanish digital media to be more sustainable.
- The Montana Free Press coverage spans the Big Sky State with an emphasis on government, politics, natural resources, energy, social justice, health care and the environment.
- Solitary Watch is a watchdog project that investigates, documents, and disseminates information on the widespread use of solitary confinement out of the shadows and into the light of the public square. Their mission is to provide the public as well as practicing attorneys, legal scholars, law enforcement and corrections officers, policymakers, educators, advocates, people in prison and their families with the first centralized source of unfolding news, original reporting, firsthand accounts, and background research on solitary confinement in the United States.
- CivicLab is a new co-working space in the West Loop at 114 N. Aberdeen Street dedicated collaboration, education and innovation for civic engagement. Their call to service is Investigate. Educate. Activate. CivicLab supports civic information & innovation through projects like the TIF Illumination Project.
- Honolulu Civil Beat is a nonprofit newsroom that produces enterprise and investigative journalism in the public interest. Their goal is to challenge their leaders to do better. They are the watchdogs of the public's trust and they take seriously the mission to educate their citizens on important public issues. They provide a forum for a broad range of news, views and commentary where citizens can debate the issues in a civil manner, free from cheap shots and personal swipes. Their long-term goal is to produce journalism with a purpose, to stimulate positive change. They do not align with political or special interest groups and adhere to the strictest journalistic standards and ethics.
- International Consortium of Investigative Journalists (aka WIRE) has its own reporting team as well as a global network of reporters and media organization who work together to investigate the most important stories in the world. Their network of members

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2017

NOTE 6 - FISCAL SPONSORSHIPS: (Continued)

encompasses more than 220 of the best investigative reporters from 83 countries and territories. They also partner with more than 100 media organizations to collaborate on groundbreaking investigations.

- Migratory Notes is a weekly guide to rapidly changing immigration issues for journalists, policymakers, lawyers, academics, advocates, and immigrant themselves.
- News Revenue Hub's goal is to help news organizations build greater sustainability. They work with their clients to build a structure around membership using the nonprofit model. They also train organizations on best practices and automate time consuming processes. They also build software tools and work with clients to conduct experiments.
- Voices of Monterey Bay is a bilingual news organization serving Monterey and Santa Cruz counties (California). It was launched in 2017 by veteran local journalists who believe the region needs a new journalist vision, while providing a central location for people to express themselves or to report news from their neighborhoods.

NOTE 7 - EVALUATION OF SUBSEQUENT EVENTS

Subsequent events have been evaluated through August 3, 2018, the date the financial statements were available to be issued