FINANCIAL STATEMENTS

For the Years Ended December 31, 2017 and 2016

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Independent Auditors' Report

Board of Directors Breast Cancer Prevention Partners (formerly Breast Cancer Fund)

We have audited the accompanying financial statements of Breast Cancer Prevention Partners, which comprise the statements of financial position as of December 31, 2017 and 2016, and the related statements of activities, cash flows and functional expenses 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.

Auditors' 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 auditors' 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 Breast Cancer Prevention Partners as of December 31, 2017 and 2016, 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.

egante + Company UP

San Francisco, California

June 11, 2018

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STATEMENTS OF FINANCIAL POSITION

December 31, 2017 and 2016

	 2017	 2016
ASSETS		
Assets:		
Cash and cash equivalents	\$ 1,075,509	\$ 1,336,155
Contributions and grants receivable, net	412,007	706,425
Prepaid expenses	54,531	85,791
Property and equipment, net	80,251	87,420
Other	 12,690	 12,690
Total assets	\$ 1,634,988	\$ 2,228,481

LIABILITIES AND NET ASSETS

Liabilities:		
Accounts payable	\$ 57,063	\$ 53,920
Accrued payroll and vacation	93,811	97,444
Deferred compensation	213,811	187,587
Deferred rent	63,103	47,749
Capital lease obligation	 908	 6,196
Total liabilities	428,696	392,896
Net assets:		
Unrestricted	307,223	490,029
Temporarily restricted	 899,069	 1,345,556
Total net assets	 1,206,292	 1,835,585
Total liabilities and net assets	\$ 1,634,988	\$ 2,228,481

STATEMENTS OF ACTIVITIES

For the Years Ended December 31, 2017 and 2016

		2017			2016	
	Unrestricted	Temporarily restricted	Total	Unrestricted	Temporarily restricted	Total
Revenue and support:						
Contributions and grants	\$ 2,202,852	\$ 553,536	\$ 2,756,388	\$ 1,914,426	\$ 1,035,531	\$ 2,949,957
In-kind donations	198,740	-	198,740	214,939	-	214,939
Fees and other income	92,909	-	92,909	79,683	-	79,683
Net assets released from restrictions	1,000,023	(1,000,023)		759,819	(759,819)	
Total revenue and support	3,494,524	(446,487)	3,048,037	2,968,867	275,712	3,244,579
Expenses:						
Program	3,026,397	-	3,026,397	2,533,656	-	2,533,656
Management and general	287,451	-	287,451	373,735	-	373,735
Fundraising	363,482		363,482	339,693		339,693
Total expenses	3,677,330	<u>-</u>	3,677,330	3,247,084	<u>-</u>	3,247,084
Changes in net assets	(182,806)	(446,487)	(629,293)	(278,217)	275,712	(2,505)
Net assets, beginning of year	490,029	1,345,556	1,835,585	768,246	1,069,844	1,838,090
Net assets, end of year	\$ 307,223	\$ 899,069	\$ 1,206,292	\$ 490,029	\$ 1,345,556	\$ 1,835,585

STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2017 and 2016

	 2017		2016
Cash flows from operating activities:			
Changes in net assets	\$ (629,293)	\$	(2,505)
Adjustments to reconcile changes in net assets			
to net cash provided (used) by operating activities:			
Depreciation and amortization	33,988		16,822
(Increase) decrease in assets:			
Contributions and grants receivable, net	294,418		(92,992)
Prepaid expenses	31,260		(1,193)
Increase (decrease) in liabilities:			
Accounts payable	3,143		28,849
Accrued payroll and vacation	(3,633)		13,406
Deferred compensation	26,224		25,215
Deferred rent	 15,354		20,377
Total adjustments	 400,754		10,484
Net cash provided (used) by operating activities	 (228,539)		7,979
Cash flows from investing activities -			
Purchases of property and equipment	 (26,819)		(86,078)
Cash flows from financing activities -			
Payments on capital lease obligation	 (5,288)		(4,999)
Net decrease in cash and cash equivalents	(260,646)		(83,098)
Cash and cash equivalents, beginning of year	 1,336,155		1,419,253
Cash and cash equivalents, end of year	\$ 1,075,509	\$	1,336,155
Supplemental disclosures of cash flow information:			
Cash paid during the year for interest	\$ 210	\$	499
Cash paid during the year for interest	\$ 210	Э	499

Supplemental disclosures of noncash investing information:

During the year ended December 31, 2017, Breast Cancer Prevention Partners disposed of fully depreciated equipment with an aggregate original cost of \$218,515 and placed in service \$50,000 of construction in progress related to the website.

STATEMENTS OF FUNCTIONAL EXPENSES

For the Years Ended December 31, 2017 and 2016

Program, management and general, and fundraising expenses for the year ended December 31, 2017 were as follows:

			Progr	am Expenses										
	Eo	ence, Public ducation & ngagement		Business Accountability		Tederal & ate Policy d Programs	Total Program Expenses		Program		Management and General	F	undraising	 Total Expenses
Personnel and related expenses	\$	972,959	\$	171,690	\$	372,207	\$	1,516,856	\$ 144,073	\$	182,180	\$ 1,843,109		
Professional services		403,430		71,190		154,333		628,953	59,739		75,540	764,232		
Vendor services		185,302		32,699		70,888		288,889	27,439		34,697	351,025		
Occupancy		126,192		22,268		48,275		196,735	18,686		23,629	239,050		
Office and operations		106,680		18,825		40,810		166,315	15,797		19,975	202,087		
Conferences and meetings		49,192		8,681		18,819		76,692	7,285		9,212	93,189		
Supplies		38,788		6,843		14,835		60,466	5,742		7,261	73,469		
Public relations, design,														
printing and reproduction		28,042		4,948		10,727		43,717	4,152		5,251	53,120		
Depreciation and amortization		17,942		3,166		6,864		27,972	2,657		3,359	33,988		
Grants and donations		12,702		2,241		4,859		19,802	 1,881		2,378	 24,061		
Total expenses	\$	1,941,229	\$	342,551	\$	742,617	\$	3,026,397	\$ 287,451	\$	363,482	\$ 3,677,330		
								82%	8%		10%	100%		

STATEMENTS OF FUNCTIONAL EXPENSES (Continued)

For the Years Ended December 31, 2017 and 2016

Program, management and general, and fundraising expenses for the year ended December 31, 2016 were as follows:

	Program Expenses																				
	Ec	ence, Public ducation & ngagement		Business countability	Federal & State Policy and Programs		State Policy		State Policy		State Policy		siness State Policy		 Total Program Expenses		Management and General		Fundraising		Total Expenses
Personnel and related expenses	\$	934,741	\$	142,876	\$	297,533	\$ 1,375,150	\$	202,459	\$	184,046	\$	1,761,655								
Professional services		313,372		47,899		99,748	461,019		74,010		20,496		555,525								
Vendor services		67,111		10,258		21,362	98,731		14,781		63,031		176,543								
Occupancy		119,690		18,295		38,098	176,083		25,927		23,565		225,575								
Office and operations		94,111		14,385		29,956	138,452		51,136		17,189		206,777								
Conferences and meetings		54,902		8,392		17,476	80,770		3,384		9,179		93,333								
Supplies		47,698		7,291		15,183	70,172		37		11,284		81,493								
Public relations, design,																					
printing and reproduction		24,682		3,773		7,856	36,311		65		9,143		45,519								
Depreciation and amortization		8,922		1,364		2,840	13,126		1,936		1,760		16,822								
Grants and donations		56,991		8,711		18,140	 83,842		-		-		83,842								
Total expenses	\$	1,722,220	\$	263,244	\$	548,192	\$ 2,533,656	\$	373,735	\$	339,693	\$	3,247,084								
							78%		12%		10%		100%								

NOTES TO FINANCIAL STATEMENTS

December 31, 2017 and 2016

<u>NOTE A</u> -- Description of organization

Founded in 1992, Breast Cancer Prevention Partners (BCPP), formerly Breast Cancer Fund, works to prevent breast cancer by eliminating exposure to toxic chemicals and radiation linked to the disease. The organization's focus is on the intersection of breast cancer prevention and environmental health. BCPP translates the relevant and compelling body of scientific research into public education, innovative policy and market-based campaigns directed toward systemic changes that will protect public health and reduce incidence of breast cancer over time.

On January 31, 2017, Breast Cancer Fund legally changed its name to Breast Cancer Prevention Partners to better reflect who they are and what they do.

<u>NOTE B</u> -- Summary of significant accounting policies

Basis of accounting

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

Cash and cash equivalents

Cash and cash equivalents consist primarily of cash on deposit. BCPP considers investments with a maturity of three months or less at the time of purchase to be cash equivalents.

Property and equipment

Property and equipment, if purchased, are recorded at cost or, if donated, at estimated value at the time of receipt. Property and equipment are depreciated over their estimated useful lives ranging from three to five years on the straight-line basis. Leasehold improvements are amortized over the remaining lease term on the straight-line basis. Property under capital lease is amortized over the life of the lease on a straight-line basis. BCPP generally capitalizes assets with an original cost over \$1,000.

Net assets

BCPP classifies its net assets and activities into one of three categories:

<u>Unrestricted</u>: Those net assets and activities which represent the portion of expendable funds available to support operations. A portion of these net assets may be designated by the Board of Directors for specific purposes.

<u>Temporarily restricted</u>: Those net assets and contributions which are donor-restricted for: (a) support of specific operating activities; (b) investment for a specified term; (c) use in a specified future period; or (d) acquisition of long-lived assets. BCPP has net assets temporarily restricted for specific activities and future periods at December 31, 2017 and 2016 (see Note F).

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE B</u> -- Summary of significant accounting policies (continued)

Net assets (continued)

<u>Permanently restricted</u>: Those net assets and contributions which are permanently donor-restricted for holdings of: (a) assets donated with stipulations that they be preserved and not be sold; or (b) assets donated with stipulations that they be invested to provide a permanent source of income. BCPP has no permanently restricted net assets at December 31, 2017 and 2016.

The expiration of a donor-imposed restriction on a contribution is recognized in the period in which the restriction expires. This occurs by increasing unrestricted net assets and decreasing temporarily restricted net assets in the Statements of Activities, and the release from restrictions is reported separately from other transactions.

Revenue recognition

BCPP recognizes donor contributions and grants upon the earlier of receipt of a contribution payment or pledge or when an agreement has been executed. Contributions and grants without donor-imposed restrictions are reported as unrestricted support. Contributions and grants with donor-imposed restrictions are reported as either temporarily restricted or permanently restricted support, depending upon the type of restriction. Contributions and grants to be received over more than one fiscal year are recorded at the present value of the contribution using the risk free rate of return as determined by management.

Donated goods and specialized services are recorded as in-kind donations at their estimated value on the date of receipt. Such donations are reported as unrestricted support unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use are reported as restricted support.

Income taxes

BCPP is exempt from federal and California income taxes under the provisions of Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code. Therefore, no provision for federal or California income tax is reflected in the financial statements.

BCPP recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. BCPP's returns are subject to examination by federal and state tax authorities, generally for three years and four years, respectively, after they are filed.

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE B</u> -- Summary of significant accounting policies (continued)

Functional allocation of expenses

The costs of providing the program services and supporting activities of BCPP are shown on the Statements of Functional Expenses and broken into the following categories: (a) scientific work and public education and engagement related to the connection between breast cancer and exposure to toxic chemicals and radiation; (b) business accountability to move markets toward sustainable and less toxic products, and (c) federal and state advocacy work to secure policies that protect people from toxic chemicals and radiation. Expenses that can be directly identified with a specific function are allocated directly to that function. Expenses that cannot be directly identified with a specific function are allocated among the program services and the supporting activities benefited based on allocation methods and estimates made by BCPP's management and approved by the Board of Directors.

Contributed goods and services

Contributions of goods are recognized at fair value when received. During the years ended December 31, 2017 and 2016, the value of contributed goods included as in-kind donations in the accompanying financial statements was \$117,185 and \$66,673, respectively, and consisted primarily of supplies for mountain climbs and other outdoor challenges.

Contributions of services are recognized at fair value when received if such services (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not donated. During the years ended December 31, 2017 and 2016, the value of contributed services included as in-kind donations in the accompanying financial statements was \$81,555 and \$148,266, respectively, and consisted primarily of consulting, legal and outreach services.

In addition, a substantial number of volunteers have donated significant amounts of time to BCPP programs. The value of these volunteer services has not been recognized in the financial statements because such services do not meet the criteria described above.

Concentration of credit risk

Financial instruments that potentially subject BCPP to concentrations of credit risk consist principally of cash and cash equivalents and contributions and grants receivable. Cash and cash equivalents on deposit in accounts at financial institutions may at times exceed federally insured limits. Except for contributions and grants receivable amounts shown individually in Note C, other contributions and grants receivable consist of amounts from donors ranging from a few dollars to \$20,000 and \$12,000 at December 31, 2017 and 2016, respectively. BCPP has not experienced any material losses in these accounts and management believes it is not exposed to any significant credit risk with respect to cash and cash equivalents and contributions and grants receivable.

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE B</u> -- Summary of significant accounting policies (continued)

Use of estimates

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

Recent accounting pronouncements

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU No. 2016-02, Leases (Topic 842) ("ASU 2016-02"), which increases transparency and comparability among organizations by recognizing lease assets and lease liabilities on the statement of financial position and disclosing key information about leasing arrangements in the financial statements of lessees. This update is effective for fiscal years beginning after December 15, 2019, with early adoption permitted. The adoption is effective for BCPP for the year ending December 31, 2020. Management has assessed that there will be minimal impact on the financial statements due to the provisions of ASU No. 2016-02.

In August 2016, the FASB issued ASU No. 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities ("ASU 2016-14"), which improves the current net asset classification requirements and the information presented in financial statements and notes about an entity's liquidity, financial performance, and cash flows. The update replaces the requirement to present three classes of net assets with two classes, net assets with donor restrictions and net assets without donor restrictions. The update also removes the requirement to present or disclose the indirect method (reconciliation) if using the direct method for the statement of cash flows as well as added several additional enhanced disclosures to the notes. The amendments in this update are effective for fiscal years beginning after December 15, 2017. The adoption is effective for BCPP for the year ending December 31, 2018. Management has assessed that there will be minimal impact on the financial statements due to the provisions of ASU No. 2016-14.

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE C</u> -- Contributions and grants receivable

Contributions and grants receivable consist of unconditional promises to give from multiple donors. The balances at December 31 consist of the following:

	 2017	 2016	
pH Fund (multi-year grant)	\$ 125,000	\$ 250,000	
Marisla Foundation	75,000	-	
University of California	60,036	-	
The John and Hilda Blaustein Foundation	60,000	-	
California Breast Cancer Research Program	36,602	345,000	
Maguire/Maguire, Inc. (workplace giving			
programs)	-	30,421	
Park Foundation	-	30,000	
Other donors	55,369	53,554	
	 412,007	 708,975	
Less present value discount for the pH Fund	 -	 (2,550)	
Total	\$ 412,007	\$ 706,425	

Contributions and grants receivable are due as follows:

Years Ending December 31,	
2018	\$ 384,724
2019	 27,283
	\$ 412,007

Contributions and grants receivable due in one to five years at December 31, 2017 were \$27,283 and have not been discounted to present value because the discount is not material. Contributions and grants receivable due in one to five years at December 31, 2016 were \$125,000 and were discounted to present value using a 2% rate. The present value discount was recognized in income as a contribution over the period from the date the promise was made to the earlier of the date of collection or the date it was due.

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE D</u> -- Property and equipment

Property and equipment at December 31 consist of the following:

	 2017	 2016	
Furniture, fixtures, website and other assets	\$ 112,263	\$ 183,403	
Office equipment	124,933	195,489	
Leasehold improvements	 34,757	 34,757	
	271,953	413,649	
Less accumulated depreciation and amortization	(191,702)	(376,229)	
Construction in progress - BCPP website	 	 50,000	
Property and equipment, net	\$ 80,251	\$ 87,420	

Depreciation and amortization expense for the years ended December 31, 2017 and 2016 was \$33,988 and \$16,822, respectively.

<u>NOTE E</u> -- Bank line of credit

BCPP has a line of credit with a bank which provides a borrowing limit of up to \$100,000. The interest on the line is payable on a monthly basis, computed at prime rate plus 3.25% (7.75% and 7.00% at December 31, 2017 and 2016, respectively). There were no outstanding borrowings on the line of credit at December 31, 2017 and 2016, and no activity for the years ended December 31, 2017 and 2016.

NOTE F -- Temporarily restricted net assets and net assets released from restrictions

Temporarily restricted net assets are available for the following at December 31:

	 2017	 2016	
Capacity-building and strategic plan implementation			
(multi-year grant, Note C)	\$ 224,621	\$ 446,161	
Business accountability campaigns	-	92,500	
Science and education programs	274,386	301,845	
Federal and state policy and programs	246,562	459,217	
Leadership transition fund	103,500	-	
Restricted for time	 50,000	 45,833	
Total temporarily restricted net assets	\$ 899,069	\$ 1,345,556	

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE F</u> -- **Temporarily restricted net assets and net assets released from restrictions** (continued)

Net assets were released from donor restrictions during the years ended December 31, 2017 and 2016 by incurring expenses satisfying the purpose of the restriction, by the passage of time, or by the occurrence of other specific events as follows:

	 2017	 2016	
Capacity-building and strategic plan implementation	\$ 221,540	\$ 211,799	
Business accountability campaigns	92,500	140,413	
Science and education programs	369,995	140,087	
Federal and state policy and programs	270,155	180,020	
Restricted for time	 45,833	 87,500	
Net assets released from restrictions	\$ 1,000,023	\$ 759,819	

<u>NOTE G</u> -- Lease obligations

Capital lease

BCPP entered into a capital lease agreement for the purchase of its telephone system in January 2013 under the terms of a five-year lease agreement expiring February 2018. The initial present value of the minimum lease payments for the telephone system of \$23,936 has been capitalized in the financial statements and is included in office equipment (Note D). The lease requires 60 monthly payments of \$458, including interest. The effective interest rate on the capital lease is 5.59%.

The asset held under the capital lease is being amortized on the straight-line basis over 60 months, the life of the lease. Amortization of the asset is included in depreciation and amortization expense. Amortization expense was \$3,836 and \$4,787 for the years ended December 31, 2017 and 2016, respectively. Accumulated amortization on this equipment was \$21,787 and \$17,951 at December 31, 2017 and 2016, respectively.

Future minimum lease payments under the capital lease are \$914, of which of \$6 represents interest.

Operating leases

BCPP leases its operating facilities in San Francisco, California under the terms of a lease agreement which was renewed in 2014 for an additional ten years, expiring on September 30, 2024. BCPP also leased equipment under the terms of an operating lease which expired in June 2017 and was renewed in December 2017 for a three year period under substantially the same terms and conditions.

NOTES TO FINANCIAL STATEMENTS (Continued)

December 31, 2017 and 2016

<u>NOTE G</u> -- Lease obligations (continued)

Operating leases (continued)

Rent expense was \$246,458 and \$236,316 for the years ended December 31, 2017 and 2016, respectively.

Future minimum lease payments under the operating lease commitment for operating facilities are as follows:

Years Ending December 31,	
2018	\$ 205,269
2019	211,353
2020	217,434
2021	223,509
2022	229,593
Thereafter	 415,857
	\$ 1,503,015

<u>NOTE H</u> -- Retirement plans

BCPP maintains a defined contribution 403(b) retirement plan for all employees. Employees are eligible to make elective contributions following the date of hire up to the maximum allowed by the Internal Revenue Code. BCPP does not make contributions to the plan.

BCPP has a Section 457(b) Deferred Compensation Plan (the "Plan") to permit certain key employees to defer receipt of current compensation in order to provide retirement benefits on behalf of such employees. The Plan is not intended to be a qualified plan under the provisions of the Internal Revenue Code. All compensation deferred under the Plan is held in the name of BCPP for the benefit of the participants. Participants' rights to receive the compensation deferred under this plan are subject to minimum vesting requirements. Contributions accrued to the Plan by BCPP for each of the years ended December 31, 2017 and 2016 were \$18,000.

<u>NOTE I</u> -- Subsequent events

The date to which events occurring after December 31, 2017 have been evaluated for possible adjustments to the financial statements or disclosure is June 11, 2018, which is the date on which the financial statements were available to be issued.