



Certified Public Accountants, LLP

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

**FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULE,
and
ADDITIONAL INFORMATION**

JUNE 30, 2016

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Planned Parenthood Orange and San Bernardino Counties, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Planned Parenthood Orange and San Bernardino Counties, Inc. (a nonprofit corporation), which comprise the Statement of Financial Position as of June 30, 2016, and the related Statements of Activities, Functional Expenses, and Cash Flows 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 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 Planned Parenthood Orange and San Bernardino Counties, Inc. as of June 30, 2016, 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.

INDEPENDENT AUDITORS' REPORT

continued

Other Matters

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying Schedule of Expenditures of Federal Awards, as required by Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Summarized Comparative Information

We have previously audited Planned Parenthood Orange and San Bernardino Counties, Inc.'s 20152015 financial statements, and we have expressed an unmodified audit opinion on those audited financial statements in our report dated October 2, 2015. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2015, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated September 29, 2016, on our consideration of Planned Parenthood Orange and San Bernardino Counties, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Planned Parenthood Orange and San Bernardino Counties, Inc.'s internal control over financial reporting and compliance.

Harrington Group

Pasadena, California
September 29, 2016

PLANNED PARENTHOOD ORANGE AND SAN BERNARDINO COUNTIES, INC.

STATEMENT OF FINANCIAL POSITION

June 30, 2016

With comparative totals at June 30, 2015

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>2016</u>	<u>2015</u>
ASSETS				
CURRENT ASSETS				
Cash and cash equivalents (Note 2)	\$ 9,688,737	\$ -	\$ 9,688,737	\$ 8,762,539
Investments in securities (Note 3)	8,073,677		8,073,677	8,255,543
Accounts receivable (Note 4)	3,935,794		3,935,794	4,087,981
Pledges receivable (Note 14)		335,000	335,000	189,350
Inventory (Note 2)	1,086,267		1,086,267	1,145,301
Prepaid expenses	322,624		322,624	735,772
TOTAL CURRENT ASSETS	<u>23,107,099</u>	<u>335,000</u>	<u>23,442,099</u>	<u>23,176,486</u>
NON-CURRENT ASSETS				
Property and equipment (Note 7)	12,143,562		12,143,562	11,532,548
Property held for sale			-	-
Other investment (Note 5)	250,000		250,000	250,000
Annuity receivable (Note 6)		135,100	135,100	153,837
Deposits	108,959		108,959	105,866
TOTAL NON-CURRENT ASSETS	<u>12,502,521</u>	<u>135,100</u>	<u>12,637,621</u>	<u>12,042,251</u>
TOTAL ASSETS	<u>\$ 35,609,620</u>	<u>\$ 470,100</u>	<u>\$ 36,079,720</u>	<u>\$ 35,218,737</u>
LIABILITIES AND NET ASSETS				
CURRENT LIABILITIES				
Accounts payable	\$ 943,608	\$ -	\$ 943,608	\$ 1,151,078
Accrued liabilities (Note 8)	1,878,845		1,878,845	2,240,892
Annuity liability (Note 6)		76,834	76,834	85,212
Current portion of notes payable (Note 10)	95,533		95,533	106,071
	<u>2,917,986</u>		<u>2,994,820</u>	<u>3,583,253</u>
NON-CURRENT LIABILITIES				
Notes payable, less current portion (Note 10)	2,720,163		2,720,163	2,816,431
TOTAL LIABILITIES	<u>5,638,149</u>	<u>76,834</u>	<u>5,714,983</u>	<u>6,399,684</u>
NET ASSETS				
Unrestricted	29,971,471		29,971,471	28,461,078
Temporarily restricted (Note 14)		393,266	393,266	357,975
TOTAL NET ASSETS	<u>29,971,471</u>	<u>393,266</u>	<u>30,364,737</u>	<u>28,819,053</u>
TOTAL LIABILITIES AND NET ASSETS	<u>\$ 35,609,620</u>	<u>\$ 470,100</u>	<u>\$ 36,079,720</u>	<u>\$ 35,218,737</u>

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

PLANNED PARENTHOOD ORANGE AND SAN BERNARDINO COUNTIES, INC.

STATEMENT OF ACTIVITIES
For the year ended June 30, 2016
With comparative totals for the year ended June 30, 2015

	Unrestricted	Temporarily Restricted	2016	2015
REVENUE AND SUPPORT				
Patient service revenue, net of contractual allowances and discounts (Note 12)	\$ 43,803,557	\$ -	\$ 43,803,557	\$ 42,263,454
Less: provision for bad debt	(1,735,886)		(1,735,886)	(2,169,193)
Net patient service revenue	42,067,671		42,067,671	40,094,261
Government grants and contracts	4,127,206		4,127,206	4,634,725
Contributions and grants	1,960,799	335,000	2,295,799	2,063,104
In-kind contributions (Note 2)	372,860		372,860	713,675
Electronic health record incentive program	174,824		174,824	127,500
Interest and dividends, net of fees of \$32,846	135,948		135,948	144,410
Other income	135,829		135,829	199,367
(Loss) gain on investments	(285,465)	(10,359)	(295,824)	53,840
Loss on sale of asset			-	(800,000)
Net assets released from program restrictions	289,350	(289,350)	-	-
TOTAL REVENUE AND SUPPORT	48,979,022	35,291	49,014,313	47,230,882
EXPENSES				
Program services	46,403,871		46,403,871	45,049,251
Support services	1,064,758		1,064,758	939,332
TOTAL EXPENSES	47,468,629	-	47,468,629	45,988,583
CHANGE IN NET ASSETS	1,510,393	35,291	1,545,684	1,242,299
NET ASSETS, BEGINNING OF YEAR	28,461,078	357,975	28,819,053	27,576,754
NET ASSETS, END OF YEAR	\$ 29,971,471	\$ 393,266	\$ 30,364,737	\$ 28,819,053

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

PLANNED PARENTHOOD ORANGE AND SAN BERNARDINO COUNTIES, INC.

STATEMENT OF FUNCTIONAL EXPENSES
 For the year ended June 30, 2016
 With comparative totals for the year ended June 30, 2015

	Program Services				Total Program Services	Support Services			Total Support Services	Total Expenses	
	Clinical Healthcare	Public Affairs	WIC	Education		General and Administrative	Marketing	Fundraising		2016	2015
Salaries and wages	\$ 15,379,562	\$ 240,701	\$ 1,690,932	\$ 755,375	\$ 18,066,570	\$ 3,180,452	\$ 258,680	\$ 469,679	\$ 3,908,811	\$ 21,975,381	\$ 20,636,607
Payroll taxes and employee benefits	3,132,033	51,579	426,147	183,372	3,793,131	608,371	44,317	98,481	751,169	4,544,300	4,370,257
Total personnel costs	18,511,595	292,280	2,117,079	938,747	21,859,701	3,788,823	302,997	568,160	4,659,980	26,519,681	25,006,864
Medical Supplies	10,779,282		2		10,779,284	117			117	10,779,401	10,964,648
Occupancy	1,444,210	36,072	423,511	103,047	2,006,840	437,593	35,827	53,736	527,156	2,533,996	2,525,232
Other operating expenses	638,584	399,414	36,056	28,050	1,102,104	700,846	118,920	183,514	1,003,280	2,105,384	1,774,200
Outside services	609,139	317	12,487	609	622,552	303,293	257,884	7,811	568,988	1,191,540	1,340,628
Depreciation	715,343		17,894	20,228	753,465	316,765			316,765	1,070,230	1,110,879
Consultant fees	509,387		3,046	18,124	530,557	400,112	12,405	57,253	469,770	1,000,327	1,016,211
Expendable furniture and equipment	270,456	2,122	30,176	11,154	313,908	517,823	8,596	3,307	529,726	843,634	768,005
Communications and mailing	317,345	2,942	69,689	37,186	427,162	52,500	3,343	14,227	70,070	497,232	485,693
Insurance	446,127		7,808		453,935	2,277			2,277	456,212	426,310
Office supplies	111,372	538	30,757	16,622	159,289	71,317	647	540	72,504	231,793	271,108
Travel and Transportation	57,067	988	23,077	26,726	107,858	43,353	3,495	5,808	52,656	160,514	183,409
Printing	36,340	99	3,001	519	39,959	4,996	19,799	2,992	27,787	67,746	-
Library	2,080		1,179	894	4,153	1,003	4,567	1,216	6,786	10,939	115,396
Functional allocation before indirect	34,448,327	734,772	2,775,762	1,201,906	39,160,767	6,640,818	768,480	898,564	8,307,862	47,468,629	45,988,583
Indirect costs allocation	6,371,512	135,900	513,393	222,299	7,243,104	(6,640,818)	(768,480)	166,194	(7,243,104)	-	-
TOTAL 2016 FUNCTIONAL EXPENSES	\$ 40,819,839	\$ 870,672	\$ 3,289,155	\$ 1,424,205	\$ 46,403,871	\$ -	\$ -	\$ 1,064,758	\$ 1,064,758	\$ 47,468,629	
TOTAL 2015 FUNCTIONAL EXPENSES	\$ 38,885,230	\$ 815,912	\$ 3,827,590	\$ 1,520,519	\$ 45,049,251	\$ -	\$ -	\$ 939,332	\$ 939,332		\$ 45,988,583

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

PLANNED PARENTHOOD ORANGE AND SAN BERNARDINO COUNTIES, INC.

STATEMENT OF CASH FLOWS
For the year ended June 30, 2016
With comparative totals for the year ended June 30, 2015

	<u>2016</u>	<u>2015</u>
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	\$ 1,545,684	\$ 1,242,299
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	1,070,230	1,110,879
Change in allowance for doubtful accounts	(3,142,944)	2,262,389
Loss (gain) on investments	295,824	(65,681)
Loss on sale of property and equipment	-	800,000
Reinvested interest and dividends, net	(113,958)	(144,410)
(Increase) decrease in operating assets:		
Accounts receivable, net	3,295,131	2,240,919
Pledges receivable	(145,650)	(189,350)
Annuity receivable	18,737	15,969
Prepaid expenses	413,148	(291,907)
Deposits	(3,093)	32,174
Inventory	59,034	(218,748)
Increase (decrease) in operating liabilities:		
Accounts payable	(207,470)	(397,437)
Accrued liabilities	(362,047)	(1,570,765)
Annuity liability	(8,378)	(4,128)
	<u>2,714,248</u>	<u>4,822,203</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES		
CASH FLOWS USED IN INVESTING ACTIVITIES:		
Purchase of property and equipment	(1,681,244)	(270,909)
Proceeds from sale of property and equipment	-	1,750,000
Purchase of investments	-	(665,845)
	<u>(1,681,244)</u>	<u>813,246</u>
NET CASH (USED) PROVIDED BY INVESTING ACTIVITIES		
CASH FLOWS USED IN FINANCING ACTIVITIES:		
Principal payments on notes payable	(106,806)	(1,503,479)
	<u>(106,806)</u>	<u>(1,503,479)</u>
NET CASH USED BY FINANCING ACTIVITIES		
NET INCREASE IN CASH AND CASH EQUIVALENTS	926,198	4,131,970
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>8,762,539</u>	<u>4,630,569</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 9,688,737</u>	<u>\$ 8,762,539</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		
Operating activities reflects interest paid	<u>\$ 137,911</u>	<u>\$ 132,380</u>
SUPPLEMENTAL DISCLOSURE OF NON-CASH INVESTING AND FINANCING ACTIVITIES:		
Acquisition of real property	<u>\$ -</u>	<u>\$ 2,133,750</u>

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

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

1. Organization

Planned Parenthood Orange and San Bernardino Counties, Inc. (“Planned Parenthood”) is a not-for-profit California corporation whose primary purpose is to provide leadership, education, and health care in the area of women’s health services. Planned Parenthood is an affiliate member of the Planned Parenthood Federation of America, Inc. (“PPFA”) and Planned Parenthood Affiliates of California, and is assessed dues accordingly.

During the year ended June 30, 2016, Planned Parenthood received funding from the U.S. Department of Health and Human Services, the California Department of Health Services, and other granting agencies amounting to approximately 17% of Planned Parenthood’s total revenue and support.

2. Summary of Significant Accounting Policies

A summary of the significant accounting policies applied in the preparation of the accompanying financial statements is as follows:

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting.

Accounting

To ensure observance of certain constraints and restrictions placed on the use of resources, the accounts of Planned Parenthood are maintained in accordance with the principles of net asset accounting. This is the procedure by which resources for various purposes are classified for accounting and reporting purposes into net asset classes that are in accordance with specified activities or objectives. Accordingly, all financial transactions have been recorded and reported by net asset class as follows:

Unrestricted. These generally result from revenues generated by receiving unrestricted contributions, providing services, and receiving interest from investments less expenses incurred in providing program-related services, raising contributions, and performing administrative functions.

Temporarily Restricted. Planned Parenthood reports gifts of cash and other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or the purpose of the 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 program or capital restrictions.

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

2. Summary of Significant Accounting Policies, continued

Permanently Restricted. These net assets are restricted by donors who stipulate that resources are to be maintained permanently, but permit Planned Parenthood to expend all of the income (or other economic benefits) derived from the donated assets. Planned Parenthood had no permanently restricted net assets at June 30, 2016.

Cash and Cash Equivalents

Planned Parenthood has defined cash and cash equivalents as cash in banks and money market funds in securities institutions not held for investment purposes.

Accounts Receivable

Receivables are recorded when billed or accrued and represent claims against third parties that will be settled in cash. The carrying value of receivables, net of the allowance for doubtful accounts, represents their estimated net realizable value. The allowance for doubtful accounts is estimated based on historical collection trends, type of customer, the age of outstanding receivables, and existing economic conditions. If events or changes in circumstances indicate that specific receivable balances may be impaired, further consideration is given to the collectability of those balances and the allowance is adjusted accordingly. As of June 30, 2016, Planned Parenthood had an allowance for uncollectible accounts of \$2,341,961 (see Note 4).

Inventory

Inventory consists of medical and contraceptive supplies maintained for the use and benefit of, or sale to, patients throughout the year. Supplies inventory is stated at the lower of cost or fair value, cost being determined on a first-in, first-out basis.

Investments in Securities

Planned Parenthood values its investments at fair value. Unrealized gains or losses (including investments bought, sold, and held during the year) are reflected in the Statement of Activities as gain or (loss) on investments. Short-term highly liquid money market deposits are treated as cash and cash equivalents.

Property and Equipment

Property and equipment are recorded at cost if purchased or at fair value at the date of donation if donated. Depreciation is computed on the straight-line basis over the estimated useful lives of the related assets.

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

2. Summary of Significant Accounting Policies, continued

Maintenance and repair costs are charged to expense as incurred. Property and equipment are capitalized if the cost of an asset is greater than or equal to two-thousand five-hundred dollars and the useful life is greater than one year.

Fair Value Measurements

Generally accepted accounting principles provide guidance on how fair value should be determined when financial statement elements are required to be measured at fair value. Valuation techniques are ranked in three levels depending on the degree of objectivity of the inputs used with each level:

Level 1 inputs - quoted prices in active markets for identical assets

Level 2 inputs - quoted prices in active or inactive markets for the same or similar assets

Level 3 inputs - estimates using the best information available when there is little or no market

Planned Parenthood is required to measure its investments in securities, the charitable gift annuity, the other investment and non-cash contributions at fair value. The specific techniques used to measure fair value for these financial statement elements are described in the notes below that relate to each element.

Net Patient Service Revenue Recognition

Patient service is reported as services that are performed and is net of contractual allowances. Planned Parenthood provides medical services to patients covered by various third party programs, including State Medi-Cal and sliding fee scale programs. Billings for services under these third party programs are included in the patient service revenues, net of an allowance for estimated differences between charge list prices and allowable or agreed-upon billing rates (contractual allowances). Adjustments to the allowances based on final settlement with the programs are recorded upon settlement.

Donated Materials and Services

Contributions of donated non-cash assets are measured on a non-recurring basis and recorded at fair value in the period received. Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation, are recorded at fair value in the period received. For the year ended June 30, 2016, Planned Parenthood recorded total in-kind contributions of \$372,860, of which \$141,377 represents donated medical supplies and \$231,483 represents donated professional services (see Note 13).

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

2. Summary of Significant Accounting Policies, continued

Concentration of Credit Risks

Planned Parenthood places its temporary cash investments with high-credit, quality financial institutions. At times, such investments may be in excess of the Federal Deposit Insurance Corporation insurance limit. Planned Parenthood has not incurred losses related to these investments.

The primary receivable balance outstanding at June 30, 2016 consists of patient receivables due from State agencies and other third parties. Concentration of credit risks with respect to trade receivables is limited, as the majority of Planned Parenthood's receivables consist of earned fees from contract programs.

Planned Parenthood holds investments in the form of equities, money market funds, bond funds, equity funds, and fixed income. The Board of Directors routinely reviews market values of such investments.

Approximately 86% of Planned Parenthood's revenue is derived from net patient service revenue.

Income Taxes

Planned Parenthood is exempt from taxation under Internal Revenue Code Section 501(c)(3) and California Revenue and Taxation Code Section 23701d.

Generally accepted accounting principles provide accounting and disclosure guidance about positions taken by an organization in its tax returns that might be uncertain. Management has considered its tax positions and believes that all of the positions taken by Planned Parenthood in its federal and state exempt organization tax returns are more likely than not to be sustained upon examination. Planned Parenthood's returns are subject to examination by federal and state taxing authorities, generally for three and four years, respectively, after they are filed.

Functional Allocation of Expenses

Costs of providing Planned Parenthood's programs and other activities have been presented in the Statement of Functional Expenses. During the year, shared costs are allocated among various programs and support services by a method that best measures the relative degree of benefit. Planned Parenthood uses expenses, revenue, headcount, and number of visits to allocate indirect costs.

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

2. Summary of Significant Accounting Policies, continued

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 reported amounts of assets, liabilities, revenues, and expenses as of the date and for the period presented. Actual results could differ from those estimates.

Comparative Totals

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 accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with Planned Parenthood's financial statements for the year ended June 30, 2015, from which the summarized information was derived.

Subsequent Events

Management has evaluated subsequent events through September 29, 2016, the date the financial statements were available to be issued. No events or transactions have occurred during this period that appear to require recognition or disclosure in the financial statements.

3. Investments in Securities

Planned Parenthood has investments at various securities institutions. All investment earnings and market value changes, less expenses, are reported to Planned Parenthood on a monthly basis.

Significant information about investments is summarized as follows:

Other assets	\$2,490,780
Equities	1,553,582
Equity funds	1,424,519
Bond funds	562,241
Fixed income	423,278
Money market funds	<u>1,619,277</u>
	<u>\$8,073,677</u>

Changes in investments for the year ended June 30, 2016 are as follows:

Balance at July 1, 2015	\$8,255,543
Reinvested interest and dividends, net	113,958
Loss on investments	<u>(295,824)</u>
Balance at June 30, 2016	<u>\$8,073,677</u>

continued

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

4. Accounts Receivable

Account receivable at June 30, 2016 consists of the following:

Patient fees receivable	\$ 5,006,808
Government grants and contracts receivable	870,182
Other receivables	<u>400,765</u>
	6,277,755
Less: allowance for doubtful accounts	<u>(2,341,961)</u>
	<u>\$ 3,935,794</u>

5. Other Investment

Other investment in the amount of \$250,000 as of June 30, 2016 consists of 2,500 shares of Series A preferred stock, par value \$0.01 per share issued by Afaxys, Inc. Planned Parenthood's holding represents 4.2% of \$5,895,000 Series A preferred stock issued by Afaxys, Inc. in December 2010. This investment is the result of an exchange of a note receivable for the preferred stock. The investment is accounted for on the cost method.

6. Annuity Receivable and Liability

On September 26, 2006, a charitable gift annuity was received to support the work of Planned Parenthood. The annuity agreement provides for periodic distributions to the grantor over the trust's terms at an agreed rate. Upon maturity, the remaining trust assets will be transferred for Planned Parenthood's general purposes.

Contributed assets were recorded at their value at the date of the initial gift. The present value of the future benefits to be received by Planned Parenthood is recorded as temporarily restricted revenue in the Statement of Activities. The liability portion, measured at the present value of the expected future payments to the beneficiaries based on the terms of the trust, is revalued annually based on changes in actuarial assumptions.

The charitable remainder trust assets, which are administered by PPFA, are \$135,100 as of June 30, 2016. These are carried in the Statement of Financial Position at their fair value. The present value of estimated future payments to designated beneficiaries is \$76,834 as of June 30, 2016, and is shown as an annuity liability in the Statement of Financial Position.

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

7. Property and Equipment

Property and equipment at June 30, 2016 consist of the following:

Land	\$ 719,728
Buildings	3,721,418
Building improvements	8,661,603
Furniture and equipment	3,394,928
Leasehold improvements	3,436,284
Computer and software	<u>1,536,342</u>
	21,470,303
Less: accumulated depreciation	<u>(9,326,741)</u>
	<u>\$12,143,562</u>

Depreciation expense for the year ended June 30, 2016 was \$1,070,230.

8. Accrued Liabilities

Accrued liabilities at June 30, 2016 consist of the following:

Accrued payroll	\$1,152,927
Accrued vacation	<u>725,918</u>
	<u>\$1,878,845</u>

9. Lines of Credit

Planned Parenthood has a \$2,000,000 line of credit, with a commercial bank, which is collateralized by its investments, maturing in April 2017, at the higher of 5.0% or the Wall Street Journal prime rate. The interest rate at June 30, 2016 was 5% per annum. There was no amount outstanding on the line of credit at June 30, 2016.

Planned Parenthood also has a \$3,250,000 line of credit, with another commercial bank, secured by property, due June 2017, at the higher of 4.25% or 0.25% points over the Wall Street Journal prime rate. The interest rate at June 30, 2016 was 4.25% per annum. There was no amount outstanding on the line of credit at June 30, 2016.

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

10. Notes Payable

Notes payable at June 30, 2016 consist of the following:

Note payable to a bank, secured by a deed of trust on real property, monthly payments of \$8,967, including interest at 4.75% per annum, fixed for fifteen years, due August 2029.	\$1,047,016
--	-------------

Note payable to a bank, secured by a deed of trust on real property, monthly payments of \$5,238, including interest at 4.00% per annum, fixed for two years, due August 2017.	942,565
--	---------

Note payable to a bank, secured by a deed of trust on real property, monthly payments of \$6,188, including interest at 5.50% per annum, fixed for three years, due December 2018.	<u>826,115</u>
--	----------------

Less: current portion	<u>(95,533)</u>
Non-current portion	<u>\$2,720,163</u>

Maturities for notes payable are as follows:

<u>Year ended June 30,</u>	
2017	\$ 111,363
2018	1,009,779
2019	828,689
2020	66,545
2021	70,128
Thereafter	<u>729,192</u>
	<u>\$2,815,696</u>

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

11. Commitments and Contingencies

Obligations Under Operating Leases

Planned Parenthood leases real property under operating leases with various terms. Future minimum payments, by year and in the aggregate, under these leases with initial or remaining terms of one year or more, consist of the following:

<u>Year ended June 30,</u>	
2017	\$1,455,501
2018	1,230,221
2019	1,042,045
2020	402,585
2021	129,342
Thereafter	<u>33,376</u>
	<u>\$4,293,070</u>

Rent expense under operating leases for the year ended June 30, 2016 was \$1,421,290.

Contracts

Planned Parenthood's grants and contracts are subject to inspection and audit by the appropriate governmental funding agency. The purpose is to determine whether program funds were used in accordance with their respective guidelines and regulations. The potential exists for disallowance of previously funded program costs.

12. Patient Service Revenue, net

For the period ended June 30, 2016, the patient service revenue, net of contract allowances and discounts consists of the following:

Third party billings	\$ 59,650,212
Laboratory billings	5,041,790
Patient self-pay	<u>3,591,263</u>
	68,283,265
Less: Charity care and sliding fee scale adjustments	(1,376,874)
Contractual adjustments	<u>(23,102,834)</u>
	<u>\$ 43,803,557</u>

continued

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

13. Fair Value Measurements

The table below presents the balance of assets measured at fair value at June 30, 2016 on a recurring basis:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Securities				
Other Assets	\$2,490,780	\$ -	\$ -	\$2,490,780
Equities	1,553,582			1,553,582
Equity funds	1,424,519			1,424,519
Bond funds	562,241			562,241
Fixed income	423,278			423,278
Other investment			250,000	250,000
Gift annuity (net)			<u>58,266</u>	<u>58,266</u>
Fair value at June 30, 2016	<u>\$6,454,400</u>	<u>\$ -</u>	<u>\$308,266</u>	<u>\$6,762,666</u>

The fair values of securities have been measured on a recurring basis using quoted prices for identical assets in active markets (Level 1 inputs).

The fair value of the other investment has been measured on a recurring basis using the best financial information available from Afaxys, Inc. Due to the limited nature of information available on this start-up entity, management determined to use their cost as the best information available at June 30, 2016 (Level 3 inputs).

The fair value of the gift annuity is measured on a recurring basis by calculating the change in value of Planned Parenthood's beneficial interest in the annuity (Level 3 inputs).

The following table sets forth a summary of changes in the fair value of financial instruments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the year ended June 30, 2016:

<u>Other investment</u>	
Balance at July 1, 2015	\$250,000
Gain on investments	-
Reinvested interest and dividends	<u>-</u>
Balance at June 30, 2016	<u>\$250,000</u>
 <u>Gift annuity, net</u>	
Balance at July 1, 2015	\$ 68,625
Gain on investments	-
Change in value of annuity	<u>(10,359)</u>
Balance at June 30, 2016	<u>\$ 58,266</u>

continued

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.**

NOTES TO FINANCIAL STATEMENTS

13. Fair Value Measurements, continued

Donation Services and Materials

Planned Parenthood has received significant contributions of professional services and medical supplies during the fiscal year. The fair value of contributed services and medical supplies, of \$372,860, has been measured on a non-recurring basis using quoted prices for similar assets in inactive markets (Level 2 inputs).

14. Temporarily Restricted Net Assets

Temporarily restricted net assets at June 30, 2016 consist of the following:

Pledges - various	\$335,000
Annuity gift (time restriction)	<u>58,266</u>
	<u>\$393,266</u>

During the year ended June 30, 2016, net assets amounting to \$289,350 were released from restrictions.

15. Employee Benefit Plan

Planned Parenthood has a voluntary defined contribution plan. Planned Parenthood makes a discretionary contribution of 2% of the “eligible employees” (as defined) annual salary. The discretionary percentage is established annually. Planned Parenthood also makes a safe-harbor contribution of 3% of the “eligible employees” (as defined) annual salary. In addition, Planned Parenthood makes matching contribution on a 50% basis up to a maximum of 6% of an employee’s annual salary.

Planned Parenthood’s contributions to this plan for the year ended June 30, 2016 were \$1,127,378.

SUPPLEMENTAL SCHEDULE

PLANNED PARENTHOOD ORANGE AND SAN BERNARDINO COUNTIES, INC.

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

For the year ended June 30, 2016

<u>Program Name</u>	<u>Contract Number</u>	<u>Federal CFDA No.</u>	<u>Contract Term</u>	<u>Total Program Award</u>	<u>Program Expenditures</u>
Federal Award					
U.S. Department of Agriculture ("USDA"):					
Pass-through, State of California Department of Public Health:					
Special Supplemental Nutrition Program for Women, Infants and Children (WIC) (a)	15-10102	10.557	10/01/2015 - 09/30/2016	\$ 3,223,256	\$ 2,315,977
Special Supplemental Nutrition Program for Women, Infants and Children (WIC) (a)	14-10269	10.557	10/01/2014 - 09/30/2015	<u>3,109,438</u>	<u>727,350</u>
Total USDA				<u>6,332,694</u>	<u>3,043,327</u>
U.S. Department Health and Human Services ("DHHS"):					
Pass-through, State of California Family Health Council, Inc.:					
Family Planning Services (Title X)	1250-5320-71219-16-17	93.217	04/01/2016 - 03/31/2017	663,020	165,755
Family Planning Services (Title X)	1250-5320-71209-15	93.217	01/01/2015 - 03/31/2016	<u>828,775</u>	<u>349,554</u>
Subtotal pass-through, State of California Family Health Council, Inc.				<u>1,491,795</u>	<u>515,309</u>
Pass-through, California Department of Public Health:					
Maternal, Child, and Adolescent Health					
Affordable Care Act (ACA) California Personal Responsibility Education Program (CA PREP)	15-10316	93.092	07/01/2016 - 06/30/2016	<u>400,000</u>	<u>390,963</u>
Total DHHS				<u>1,891,795</u>	<u>906,272</u>
Total Federal Awards				<u>\$ 8,224,489</u>	<u>\$ 3,949,599</u>

(a) Audited as a major program

Summary of Significant Accounting Policies:

- 1) Basis of Accounting - The Schedule of Expenditures of Federal Awards has been reported on the accrual basis of accounting.
- 2) Planned Parenthood is exempt from income taxation under Internal Revenue Code Section 501(c)(3) and California Revenue Taxation Code Section 23701d.
- 3) Program Expenditures represents the amount that was expended and reimbursed during the fiscal year period July 1st through June 30th.

See independent auditor's report.

ADDITIONAL INFORMATION



Certified Public Accountants, LLP

**Independent Auditors' Report on Internal Control Over Financial Reporting
and on Compliance and Other Matters Based on an Audit of Financial Statements
Performed in Accordance With *Government Auditing Standards***

To the Board of Directors
Planned Parenthood Orange and San Bernardino Counties, Inc.

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Planned Parenthood Orange and San Bernardino Counties, Inc. ("Planned Parenthood"), which comprise the Statement of Financial Position as of June 30, 2016, and the related Statements of Activities, Functional Expenses, and Cash Flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated September 29, 2016.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Planned Parenthood's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Planned Parenthood's internal control. Accordingly, we do not express an opinion on the effectiveness of Planned Parenthood's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Planned Parenthood's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Harrington Group

Pasadena, California
September 29, 2016

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**Independent Auditors' Report on Compliance for Each Major Program
and on Internal Control Over Compliance Required by the Uniform Guidance**

To the Board of Directors
Planned Parenthood Orange and San Bernardino Counties, Inc.

Report on Compliance for Each Major Federal Program

We have audited Planned Parenthood Orange and San Bernardino Counties, Inc.'s ("Planned Parenthood") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on each of Planned Parenthood's major federal programs for the year ended June 30, 2016. Planned Parenthood's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for each of Planned Parenthood's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about Planned Parenthood's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of Planned Parenthood's compliance.

Opinion on Each Major Federal Program

In our opinion, Planned Parenthood complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2016.

**Independent Auditors' Report on Compliance for Each Major Program
and on Internal Control Over Compliance Required by the Uniform Guidance**
continued

Report on Internal Control Over Compliance

Management of Planned Parenthood is responsible for establishing and maintaining effective internal control over compliance with the types of compliance referred to above. In planning and performing our audit of compliance, we considered Planned Parenthood's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of Planned Parenthood's internal control over compliance.

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Harrington Group

Pasadena, California
September 29, 2016

**PLANNED PARENTHOOD
ORANGE AND SAN BERNARDINO COUNTIES, INC.
Schedule of Findings and Questioned Costs
For the year ended June 30, 2016**

Section I – Summary of Auditors’ Results

Financial Statements:

Type of auditors’ report issued:	Unmodified
Internal control over financial reporting:	
Material weakness(es) identified?	No
Significant deficiencies identified?	None Reported
Noncompliance material to financial statements noted?	No

Federal Awards:

Internal control over major programs:	
Material weakness(es) identified?	No
Significant deficiencies identified?	None Reported
Type of auditors’ report issued on compliance for major programs:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with section 200.516 Audit Findings of the Uniform Guidance?	No
Dollar threshold used to distinguish between Type A and Type B programs:	\$750,000
Auditee qualified as low-risk auditee?	Yes

Identification of Major Programs:

U.S. Department of Health and Human Services:	
Special Supplemental Nutrition Program for Women, Infants, and Children	10.557

Section II – Financial Statements Findings

There are no findings required to be reported in accordance with *Generally Accepted Government Auditing Standards*.

Section III – Federal Award Findings and Questioned Costs

There are neither findings nor questioned costs for Federal Awards as defined in the Uniform Guidance.

Section IV – Summary Schedule of Prior Year Findings

None.