

Sonnenberg & Company, CPAs

A Professional Corporation

5190 Governor Drive, Suite 201, San Diego, California 92122





Leonard C. Sonnenberg, CPA

La Jolla Village Merchants Association

Audited Financial Statements June 30, 2014

TABLE OF CONTENTS

		Page
INDEPENDENT AUDITOR'S REPORT		1-2
FINANCIAL STATEMENTS		
Statement of Financial Position		3
Statement of Activities		4
Statement of Functional Expenses		5
Statement of Cash Flows		6
Notes to the Financial Statements		7-12
ACCOMPANYING INFORMATION		
Statement of Expenditures		13
Statement of Compliance		1.4



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Leonard C. Sonnenberg, CPA

INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees

La Jolla Village Merchants Association

We have audited the accompanying financial statements of La Jolla Village Merchants Association (a nonprofit organization), which comprise the statement of financial position as of June 30, 2014, 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 U.S. generally accepted accounting principles; 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with U.S. generally accepted auditing standards. 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 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 LJVMA as of June 30, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

Other Matters

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Expenditures - Budget vs. Actual, City of San Diego Contracts SBEP and BID on page 11 and the Statement of Compliance on page 12 are presented for purposes of additional analysis and not required parts 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 U.S. generally accepted auditing standards. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

November 26, 2014

Sonnenberg & Company, CPAs

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La Jolla Village Merchants Association

STATEMENT OF FINANCIAL POSITION June 30, 2014

(With Comparative Totals for 2013)

	_	06/30/14					06/30/13
ASSETS:		LJVMA	1	LJCAF)	Total	Total
Cash and Cash Equivalents	\$	13,965	\$	8,698	\$	22,663	34,089
Cash - City of San Diego						-	44,066
Accounts Receivable				2,150		2,150	15,813
Prepaid Tax		1,901				1,901	
Prepaid Insurance		4,609				4,609	-
Security Deposit		9,500				9,500	9,500
Furniture & Equipment Website		39,363				39,363	39,363
Less: Accumulated Depreciation		21,050 (35,479)				21,050 (35,479)	21,050 (20,399)
TOTAL ASSETS	\$_	54,909	\$_	10,848	\$	65,757 \$	143,482
LIABILITIES:							
Accounts Payable	\$	2,500	\$	2,000	\$	4,500 \$	_
Security Deposit		8,500				8,500	_
TOTAL LIABILITIES		11,000		2,000	-	13,000	-
NET ASSETS:							
Unrestricted	\$	43,909	\$_	8,848	\$_	52,757 \$	143,482
TOTAL NET ASSETS	\$	54,909	\$_	10,848	\$_	65,757 \$	143,482

La Jolla Village Merchants Association STATEMENT OF ACTIVITIES

STATEMENT OF ACTIVITIES For the Year Ended June 30, 2014 (With Comparative Totals for 2013)

		06/30/14					06/30/13	
		LJVMA		LJCAP		Total	_	Total
Revenue and support:								
City of San Diego - BID	\$	140,896	\$		\$	140,896	\$	144,288
City of San Diego - BID Carry Over		30,002				30,002		
City of San Diego - SBEP		24,742				24,742		23,582
City of San Diego - EDTS		22,171				22,171		
County of San Diego - CEP		5,000				5,000		-
Parking Pass				80,328		80,328		42,110
City of San Diego - LJCAP Overage				11,541		11,541		-
Promotional Income		34,864		**		34,864		77,925
Event Income		10,198				10,198		18,563
Donations		1,400				1,400		27,057
Membership		2,350				2,350		3,650
Rent Income		1,100				1,100		3,300
Other Income		11,354				11,354		6,917
Total revenue and support	_	284,077	_	91,869	_	375,946	_	347,392
Expenses:								
Program Services		223,650		83,492		307,142		308,107
Supporting Services		91,775		10,704		102,479		105,630
Total expenses	_	315,425		94,196	_	409,621	_	413,737
Change in net assets	\$	(31,348)	\$	(2,327)	\$	(33,675)	\$	(66,345)
Prior Period Adjustments		(43,050)		(14,000)		(57,050)		123,719
Addition of Fiduciary Agency						-		22,672
Net assets, beginning of year	_	118,307	_	25,175	_	143,482	_	63,436
Net assets, end of year	\$_	43,909	\$_	8,848	\$_	52,757	\$	143,482

La Jolla Village Merchants Association STATEMENT OF FUNCTIONAL EXPENSES

STATEMENT OF FUNCTIONAL EXPENSES For the Year Ended June 30, 2014 (With Comparative Totals for June 30, 2013)

		06/30/13				
	LJVMA	LJVMA	LJCAP	LJCAP		
	Program	Support	Program	Support		
	Services	Services	Services	Services	Total	Total
Expenses:						
Payroll						
Salaries and Wages \$	92,480 \$	30,827 \$	\$		\$ 123,306	\$ 102,794
Payroll Taxes	8,477	2,826			11,302	8,733
Insurance - Workers Comp	2,124	708			2,832	1,336
Employee Benefits	2,378	793			3,171	1,750
Total Payroll	105,458	35,153	-	-	140,611	114,613
Audit	2,625	875	1,500	500	5,500	3,500
Contract Services	15,546	7,931	8,255	8,256	39,988	38,609
Depreciation	11,241	3,840	0,233	0,200	15,080	13,969
Design/Beautification	21,768	3,040			21,768	61,405
Dues and Subscriptions	21,700	1,396			1,396	3,005
Election Costs		1,444			1,444	3,154
Event Expenses		19,871			19,871	31,314
Insurance - General Liability	1,914	638			2,552	3,642
	3,212	3,276	297	298	7,083	8,580
Office Expense Outreach/Promotion	8,375	3,270	201	270	8,375	49,276
	435	145			580	232
Office Equipment	433	143	71,790		71,790	31,095
Parking Passes	1 742	410	71,750		2,152	1,639
Professional Fees	1,742	15,585	1,650	1,650	65,640	44,855
Rent	46,755	823	1,050	1,050	4,690	3,290
Telephone/Internet	3,868	390			1,101	1,559
Utilities	711				1,101	
Total Expenses \$	223,650 \$	91,775	83,492 \$	10,704	\$ 409,621	\$ 413,737

La Jolla Village Merchants Association

STATEMENT OF CASH FLOWS

For the Year Ended June 30, 2014 (With Comparative Totals for June 30, 2013)

		06/30/14	06/30/13
Cash flows from operating activities:			
Change in net assets	\$	(33,675)	\$ (66,345)
Adjustments to reconcile change in net assets to net cash			
provided by operating activities:			
Depreciation		15,080	13,969
Changes in operating assets and liabilities:			
(Increase) Decrease in Accounts Receivable		13,663	(40,024)
(Increase) Decrease in Prepaid Tax		(1,901)	-
(Increase) Decrease in Prepaid Insurance		(4,609)	-
Increase (Decrease) in Accounts Payable		4,500	
Net cash provided (used) by operating activities	-	(6,942)	(92,400)
Cash flows from investing activities:			
Purchase of Fixed Assets		-	(11,106)
Security Deposits		-	(9,500)
Security Deposit Collected on Sublease		8,500	
Net cash provided (used) by investing activities	-	8,500	(20,606)
Cash flows from financing activities:			
Prior Funds Held by City of San Diego - LJVMA Overage		(30,002)	81,810
Prior Period Adjustment - LJVMA Receivable		(13,048)	(4,798)
Prior Funds Held by City of San Diego - LJCAP		(14,000)	14,000
Prior Funds Held by City of San Diego - LJVMA Advance		-	46,707
Prior Funds Transferred - LJCAP			8,672
			· ·
Net cash provided (used) by financing activities	_	(57,050)	146,391
Net increase (decrease) in cash and cash equivalents		(55,492)	33,385
Cash and cash equivalents, beginning of year	_	78,155	44,770
Cash and cash equivalents, end of year	\$ _	22,663	\$ 78,155

Notes to Financial Statements For the Year Ended June 30, 2014

Note 1. Organization and Nature of Activities

The La Jolla Village Merchants Association (the "Association") was formed in May 2011 as a non-profit mutual benefit corporation. Its purpose is to enhance the growth and improvement of the La Jolla downtown area, through partnerships created with the community's business and property owners. These partnerships provide the means to promote economic growth while preventing deterioration of the community.

Currently, LJVMA administers the La Jolla Business Improvement District (BID), in partnership with the City of San Diego. This District includes businesses and property owners located within a 30-block area of the District. LJVMA's Board of Directors includes owners of businesses or property located within the Improvement District as well as Associate members. LJVMA's activities include promotion, economic restructuring, organization via newsletter and directory, design, Small Business Enhancement Program Funds (SBEP), and promotional materials.

LJVMA became the Fiduciary Agent for the La Jolla Coastal Access and Parking (LJCAP) Agency on January 1, 2013. LJVMA manages an employee discounted parking program in La Jolla, California.

Note 2. <u>Summary of Significant Accounting Policies</u>

Basis of Presentation

LJVMA's financial statements have been prepared on the accrual basis of accounting.

The BID Agreement requires an audit in accordance with U.S. generally accepted accounting principles (GAAP). However, some portions of the BID contract are not in accordance with GAAP. GAAP requires matching revenues and expenses by period, and the BID Agreement does not allow for accounts receivables or accounts payable.

Under the BID Agreement, LJVMA does not have entitlement per se to the BID revenue. Their income source is the City of San Diego and the amount is the funding the City of San Diego provides. Under GAAP, the cash expended in a period should match with the income generated in that period. However, LJVMA does not receive BID Assessments directly from the businesses, it only collects them from the City after the fact. LJVMA does not receive a detailed list of the business or the date of the billing. LJVMA may be collecting funds months after the year end, with no ability to identify the funds as to which month or year they belong. There is no way to determine what they were budgeted to collect and what the write off or bad debt amounts would be. Therefore, BID revenue from the City is recorded only when received.

LA JOLLA VILLAGE MERCHANTS ASSOCIATION Notes to Financial Statements For the Year Ended June 30, 2014

Note 2. Summary of Significant Accounting Policies, continued

Basis of Presentation (continued)

Funds collected by the City of San Diego for a prior year are not required to be paid to LJVMA. BID Funds which were collected by the City of San Diego and not disbursed by the City of San Diego are considered carryover funds. However, since LJVMA does not have entitlement to the funds they cannot be recorded as accounts receivable. They may receive the funds in the following year, depending on the current terms of the Council approved budget and agreement. The funds would then be then recorded as income in the following year when received..

Accounting for Net Assets

To ensure observance of certain constraints and restrictions placed on the use of resources, the accounts of the Association are maintained in accordance with the principles of net asset accounting. That 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:

<u>Unrestricted</u>. 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.

<u>Temporarily Restricted</u>. LJVMA 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. LJVMA had no temporarily restricted net assets at June 30, 2014.

<u>Permanently Restricted</u>. These net assets are restricted by donors who stipulate that resources are to be maintained permanently, but permit LJVMA to expend all of the income (or other economic benefits) derived from the donated assets. LJVMA had no permanently restricted net assets at June 30, 2014.

Functional Expenses

The costs of providing various programs and other activities have been summarized on a functional basis in the Statement of Activities and the Statement of Functional Expenses. Certain expense allocations were based on a percentage of payroll and other expense allocations were based on space allocations or other estimates.

LA JOLLA VILLAGE MERCHANTS ASSOCIATION Notes to Financial Statements For the Year Ended June 30, 2014

Note 2. Summary of Significant Accounting Policies, continued

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect reported amounts of assets, liabilities, revenues, and expenses as of the dates and for the periods presented.

Cash and cash equivalents

For purposes of the statements of cash flows, LJVMA considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

Accounts Receivable

Accounts receivable are receivables from governmental agencies. Therefore, no allowance for doubtful accounts has been provided.

Concentration of Credit Risk

Concentration of credit risks with respect to trade receivables are limited, as the majority of LJVMA's receivables consist of earned fees from reimbursement-contracts granted by the City of San Diego.

Donated Goods and Services

Donated goods and services are recognized as contributions in the period received if the goods or services (a) create or enhance non-financial assets, or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by LJVMA.

Impairment of Long-lived Assets

LJVMA evaluates its investment in long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. If the estimated future cash flows (undiscounted and without interest charges) from the use or disposition of an asset are less than the carrying value, a write-down will be recorded to reduce the related asset to its estimated fair value. To date, no such write-downs have occurred.

Notes to Financial Statements For the Year Ended June 30, 2014

Note 2. <u>Summary of Significant Accounting Policies, continued</u>

Property and equipment

Property and equipment are recorded at purchased cost or at fair value at the date of donation if donated. Maintenance and repairs costs are charged to expense as incurred. Property and equipment are capitalized if the cost of an asset is greater than or equal to \$1,000 and the useful life is greater than one year. During the year ended June 30, 2014, LJVMA did not purchase any capital assets.

While the City has retained title to these assets and in the event of contract non-compliance or termination, the City may recover the capital equipment and transfer it to another entity. LJVMA's policy is to capitalize such assets in accordance with GAAP. Accordingly this equipment has been capitalized on the statement of financial position and is being depreciated. Depreciation expense for the year ended June 30, 2014 was \$15,080 and was provided over the 3 – 5 year estimated useful lives of the respective assets on a straight-line basis.

Note 3. Service Contracts - Grants

LJVMA'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. The ultimate liability, if any, which may result from these governmental audits cannot be reasonably estimated and, accordingly, LJVMA has no provisions for the possible disallowance of program costs on its financial statements.

LJVMA has an annual service contract with the City of San Diego through the La Jolla Business Improvement District (BID) to enhance the growth and improvement of the La Jolla downtown area. The BID estimates the Assessments to be collected in a year and LJVMA makes its budget based on that amount. For the year ended June 30, 2014, \$140,896 was collected by the City of San Diego and transferred to the LJVMA. BID Contract funds collected by the City of San Diego in a prior year but not disbursed may be disbursed to LJVMA in the following year. LJVMA received \$30,002 in these carryover funds during the year ended June 30, 2014.

LJVMA has a Small Business Enhancement Program (SBEP) Grant with the City of San Diego. The grant was for \$24,742. The grant was to be used only for payroll, payroll taxes, and fringe benefits.

LJVMA has an Economic Development and Tourism Support (EDTS) Grant with the City of San Diego. The grant was for \$22,171. The grant was to be used only for rent and payroll.

Notes to Financial Statements For the Year Ended June 30, 2014

Note 3. Income Tax Status

LJVMA is a California nonprofit corporation exempt from federal income tax under Internal Revenue Code Section 501(c)(6). The exemption is effective as of December 29, 1989. LJVMA is also exempt from state income taxes under California State Tax Code 23701(e). LJVMA currently has no unrelated business income. Accordingly, no provision for income taxes has been recorded.

LJVMA has reviewed its position for all open tax years and believes it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements. LJVMA's federal and state Exempt Organization Tax Returns are subject to examination, generally for three years after they were filed.

LJVMA adopted the provisions of FASB ASC 740-10-25 (formerly FASB Interpretation No. 48, Accounting for Uncertainty in Income Taxes ["Fin 48"]). Under FASB ASC 740-10-25, an organization must recognize the tax benefit associated with tax positions taken for tax return purposes when it is more likely than not the position will be sustained. The implementation of Fin 48 had no impact on LJVMA's financial statements. LJVMA does not believe that there are any material uncertain tax positions and, accordingly, it will not recognize any liability for unrecognized tax benefits. For the year ended June 30, 2014, there was no interest or penalties recorded or included in the financial statements.

Note 4. <u>Concentration of Credit Risk</u>

LJVMA maintains its cash in a checking account at two financial institutions. The Federal Deposit Insurance Corporation (FDIC) limit per depositor is \$250,000. LJVMA's cash balance did not exceed the FDIC limit during the fiscal year.

Note 5. Concentration of Revenues

LJVMA received 37% of its revenue from the BID Contract and 21%, from the LJCAP Parking passes during the year ending June 30, 2014. Discontinuance of these grants could impact LJVMA.

Note 6. <u>Date of Management's Review</u>

LJVMA's management has evaluated subsequent events through November 26, 2014, the date the financial statements were available to be issued. Management is not aware of any subsequent events that would require adjustment to, or disclosures in, the financial statements.

Notes to Financial Statements For the Year Ended June 30, 2014

Note 7. Transfer of Net Assets

LJVMA had funds on hand with the City of San Diego at June 20, 2013 in the amount of \$30,002 from the BID Grant overage in the LJVMA Fund and \$14,000 on hand with the City of San Diego in the LJCAP Fund. The amounts were shown on the June 30, 2013 financial statements as Cash – City of San Diego.

The June 30, 2013 financial statement had accounts receivable in the LJVMA Fund in the amount of \$13,048.

LJVMA and LJCAP did receive a portion of these funds in the year ended June 30, 2014, but were not legally entitled to them as of June 30, 2013 according to the terms of the Service Contracts. Therefore, the amounts have been removed from the beginning Unrestricted Net Assets. The effect of these removals was to decrease the beginning Unrestricted Net Assets.

La Jolla Village Merchants Association

SCHEDULE OF EXPENDITURES

Budget vs Actual

City of San Diego Contracts - SBEP and BID July 2013 through June 2014

				SBEP				
Funds Available	Actual	Budget	Over (Under) Budget	Act	ual	Budget	Over (Under) Budget	
BID Income	\$ 140,896 \$	196,500	\$ (55,604)	\$	\$		\$	
BID - Prior Years Overage	30,001	· -	30,001					
SBEP			,	24	4,742	24,742	_	
Total Funds Available	170,897	196,500	(25,603)		4,742	24,742	-	
Personnel								
Salaries and Wages	62,174			22	2,825			
Payroll Taxes	5,397				1,917			
Benefits	7,287							
Total Personnel	74,858	70,000	4,858	24	4,742	24,742	-	
Office Administration								
Accounting/Bookkeeping	21,774							
Audit	3,500							
Cell Phone	1,490							
Dues/Subscriptions/Fees	1,153							
Election Costs	1,444							
Insurance	7,161							
Miscellaneous	1,233							
Office Supplies	2,037							
Professional Fees	550							
Rent / Utilities	12,102							
Telephone	1,670							
Total Office Administration	54,114	38,500	15,614		-			
Design								
Banners								
Belvedere Promenade								
Benches	1,017							
Decorative (Roof Line) Lighting	5,520							
Landscaping	13,831							
Signage								
Total Design	20,368	40,000	(19,632)					
Special Events	15,907	17,000	(1,093)					
Outreach and Promotion								
Marketing / Newsletter	3,638							
Website Maintenance	2,012							
Total Outreach and Promotion	5,650	25,000	(19,350)					
Contingency		6,000	(6,000)					
Total Expenditures	170,897	196,500	(25,603)	24	,742	24,742	-	
\$	\$_		S <u>-</u>	\$	\$_	-	\$	



STATEMENT OF COMPLIANCE

November 30, 2014

To The City of San Diego:

The La Jolla Village Merchants Association is in compliance with all City of San Diego requirements, such as general requirements, compensation and reimbursement, record keeping and insurance as set forth in the agreements between the City of San Diego and the La Jolla Village Merchants Association.

All required reports and disclosures have been submitted.

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Sheila Fortune

Executive Director