Cheryl Rohlfs & Associates, Ltd.

Certified Public Accountants

MAESTRO CARES FOUNDATION

FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

WITH

REPORT OF CERTIFIED PUBLIC ACCOUNTANTS

Cheryl Rohlfs & Associates, Ltd.

Certified Public Accountants

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INDEPENDENT AUDITOR'S REPORT

August 13, 2020

To the Board of Directors of Maestro Cares Foundation

Report on the Financial Statements

We have audited the accompanying financial statements of Maestro Cares Foundation (an Illinois nonprofit organization), which comprise the statements of financial position, as of December 31, 2019 and 2018, and the related statements of activities, functional expenses, and cash flows 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.

Auditor's 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 audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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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 Maestro Cares Foundation as of December 31, 2019 and 2018, 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.

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CHERTL ROHLPS & ASSOCIATES, LTD.

Northbrook, Illinois

MAESTRO CARES FOUNDATION STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2019 AND 2018

		2019		2018
ASSETS				
Cash Investments Unconditional Promises to Give Prepaid Expenses	\$	4,134,820 1,595,441 402,128 99,877	\$	3,887,574 471,780 426,792 118,344
Property and Equipment: Office Equipment Less: Accumulated Depreciation Total Property and Equipment	_	36,698 (23,402) 13,296	_	32,906 (19,999) 12,907
Total Assets	<u>\$</u>	6,245,562	<u>\$</u>	4,917,397
LIABILITIES AND NET ASSET	S			
Accounts Payable and Accrued Expenses Deferred Revenue	9	257,763 416,381	\$	70,282 214,000
Total Liabilities	-	674,144	_	284,282
Net Assets Without Donor Restrictions With Donor Restrictions	_	5,571,418	_	4,603,115 30,000
Total Net Assets		5,571,418	_	4,633,115
Total Liabilities and Net Assets	<u> </u>	6,245,562	<u>\$</u>	4,917,397

MAESTRO CARES FOUNDATION STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

	2019	2018
CHANGES IN NET ASSETS WITHOUT DONOR RESTRIC	CTIONS:	
Revenues and Gains: Contributions and Grants Concert and Ticket Donations Fundraising and Special Events In-kind Contributions Investment Income, net of investment fees Miscellaneous Income	\$ 482,053 2,135,780 1,376,488 133,087 152,955 1,695	\$ 612,837 1,721,555 1,589,009 103,886 (32,250) 1,163
Total Revenues and Gains Without Donor Restrictions Net Assets Released From Restrictions, Satisfied by Payments	4,282,058 30,000	3,996,200 698,501
Total Revenues, Gains and Other Support Without Donor Restrictions	4,312,058	4,694,701
Expenses: Program Services Supporting Services: Management and General Fundraising Total Expenses	1,819,181 371,853 1,152,721 3,343,755	1,312,175 350,904 1,640,921 3,304,000
INCREASE IN NET ASSETS WITHOUT DONO RESTRICTIONS	PR \$ 968,303	\$ 1,390,701
CHANGES IN NET ASSETS WITH DONOR RESTRICTION Donor Restricted Contribution Received Net Assets Released From Restrictions	ONS: \$ - (30,000)	\$ 30,000 (698,501)
DECREASE IN NET ASSETS WITH DONOR RESTRICTIONS	\$ (30,000)	\$ (668,501)
INCREASE IN NET ASSETS	\$ 938,303	\$ 722,200
NET ASSETS, BEGINNING OF YEAR	4,633,115	3,910,915
NET ASSETS, END OF YEAR	\$ 5,571,418	\$ 4,633,115

MAESTRO CARES FOUNDATION STATEMENTS OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

			Ma	nagement				
				and				2019
]	Program	(General	Fı	undraising		Total
Compensation and Related Expenses:								
Salaries	\$	195,818	\$	44,048	\$	125,047	\$	364,913
Payroll Taxes		14,979		6,940		9,565		31,484
Employee Benefits		18,715		3,699		11,951		34,365
Employee Beliefits	\$	229,512	\$	54,687	\$	146,563	\$	430,762
D		1,318,100		_		_		1,318,100
Program and Service Grants		186,557		27,007		374,317		587,881
Contributions		942		6,606		23,924		31,472
Marketing		10,678		54,755		64,486		129,919
Contract Services and Consultants		14,669		930		263,796		279,395
Rentals and Production Services		14,007		-		60,249		60,249
Benefit Auction Expenses		377		22,320		6,120		28,817
Bank and Credit Card Fees		5,453		7,211		11,358		24,022
Postage and Printing		-		-		2,351		2,351
Staff Development		: -		10,909		_		10,909
Insurance		_		-		67,738		67,738
Donated Event and Program Expenses		4,221		24,485		36,643		65,349
Donated Services		7,221		1,775		-		1,775
Merchandise Expenses	ale.	775		7,814		75		8,664
Supplies, Subscriptions and Reference Materia	115	-		2,267		5,446		7,713
Technology and Website Communications		_		3,407		4,175		7,582
		_		116,000		-		116,000
Occupancy The standard Lodging		47,255		20,069		84,108		151,432
Travel, Meals and Lodging		642		8,208		1,372		10,222
Miscellaneous	\$	1,819,181	\$	368,450	\$	1,152,721	\$	3,340,352
Total Expenses Before Depreciation	Ф	1,017,101	Ф	500,750	Ψ	1,102,721	Ψ	3,5 10,552
Depreciation				3,403		-		3,403
TOTAL EXPENSES	\$	1,819,181	\$	371,853	\$	1,152,721	\$	3,343,755

MAESTRO CARES FOUNDATION STATEMENTS OF FUNCTIONAL EXPENSES FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018 (CONTINUED)

			Ma	nagement				2019
				and	_			2018
]	Program	(General	<u>F</u> ı	undraising		Total
Compensation and Related Expenses:			200			00.004	Ф	205 507
Salaries	\$	126,396	\$	81,107	\$	88,004	\$	295,507
Payroll Taxes		6,994		10,845		4,870		22,709
Employee Benefits		9,806		5,198	_	6,828	_	21,832
	\$	143,196	\$	97,150	\$	99,702	\$	340,048
Program and Service Grants		978,311		-		-		978,311
Contributions		126,155		41,645		166,034		333,834
Marketing		1,558		2,818		2,934		7,310
Contract Services and Consultants		3,856		73,498		107,257		184,611
Rentals and Production Services		-		-		1,010,764		1,010,764
Benefit Auction Expenses		-		-		42,179		42,179
Bank and Credit Card Fees		393		11,996		10,053		22,442
Postage and Printing		3,245		5,155		13,343		21,743
Staff Development		-		4,215		3,535		7,750
Insurance		-		9,534		-		9,534
Professional Fees		-		10,328		-		10,328
Donated Event and Program Expenses		1,000		-		17,050		18,050
Donated Services		-		35,418		22,374		57,792
Donated Use of Facilities		-		28,044		-		28,044
Merchandise Expenses		-		1,306		9,597		10,903
Supplies, Subscriptions and Reference Material	S	284		9,187		6,329		15,800
Technology and Website		-		2,590		-		2,590
Communications		-		3,501		2,366		5,867
Travel, Meals and Lodging		53,236		6,869		127,404		187,509
Miscellaneous		941		2,854		-		3,795
Total Expenses Before Depreciation	\$	1,312,175	\$	346,108	\$	1,640,921	\$	3,299,204
Depreciation		-		4,796		_		4,796
TOTAL EXPENSES	\$	1,312,175	\$	350,904	\$	1,640,921	\$	3,304,000

MAESTRO CARES FOUNDATION STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES: Increase in Net Assets Adjustments to Reconcile Change in Net Assets to Net Cash	\$ 938,303	\$ 722,200
Provided by Operating Activities: Depreciation	3,403	4,796
(Increase) Decrease in Operating Assets: Unconditional Promises to Give Prepaid Expenses Increase (Decrease) in Operating Liabilities: Accounts Payable and Accrued Expenses	24,664 18,467 187,481	(98,830) (27,656) 4,138
Deferred Revenue	202,381	(259,425)
NET CASH PROVIDED BY OPERATING ACTIVITIES	\$ 1,374,699	\$ 345,223
CASH FLOWS FROM INVESTING ACTIVITIES: Purchases (Disposals) of Investments Purchases of Office Equipment	\$ (1,123,661) (3,792)	\$ 18,222 (3,398)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	<u>\$ (1,127,453)</u>	<u>\$ 14,824</u>
NET INCREASE IN CASH	\$ 247,246	\$ 360,047
CASH, BEGINNING OF YEAR	3,887,574	3,527,527
CASH, END OF YEAR	<u>\$ 4,134,820</u>	\$ 3,887,574

MAESTRO CARES FOUNDATION NOTES TO THE FINANCIAL STATEMENTS DECEMBER 31, 2019 AND 2018

1. NATURE OF ACTIVITIES AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

Maestro Cares Foundation (the Organization) is a non-profit organization incorporated in 2011 in the State of Illinois, with its headquarters in Chicago, Illinois. The Organization's mission is to improve the quality of life of orphaned children in Latin America by creating healthy and safe environments for them to live, learn and play. The Organization obtains funding from the general public for their projects from special event ticket sales and sponsorships, fundraising events, and individual and corporate donations.

In keeping with its mission, the Organization initiated its first project in 2012, by funding the construction of dormitories, classrooms, kitchen, dining hall, common area, clinic and recreational facilities in a campus style environment, owned and operated by Fundacion Ninos y Ninas de Cristo (Fonicris) located in the Dominican Republic. The Organization has continued to provide assistance to this organization since the completion of this facility.

The Organization has extended its projects to underwrite and partner on construction of similar facilities, including an orphanage and school in Colombia, a home for boys in Puerto Rico, a sponsored school in Peru, two homes for abused, neglected, and abandoned girls in Mexico and many others in Central and South America. Projects are underway in Chile, Peru. Ecuador, and Costa Rica. The Foundation records grant awards as expenses and liabilities, when all contractual terms and agreements have been met.

Basis of Presentation

The Organization reports information regarding its financial position and activities according to two classes of net assets that are based upon the existence or absence of restrictions on use of that are placed by its donors: net assets without donor restrictions and net assets with donor restrictions.

Net assets with donor restrictions are subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, such as those that the donor stipulates that resources be maintained in perpetuity.

Net assets without donor restrictions are resources available to support operations and not subject to donor restrictions. The only limits on the use of net assets without donor restrictions are the broad limits resulting from the nature of the Organization, the environment in which it operates, the purposes specified in it corporate documents and its application for tax-exempt status, and any limits resulting from contractual agreements with creditors and others that are entered into in the course of its operations.

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The Organization's unspent contributions are reported in net assets with donor restrictions if the donor limited their use, as are promised contributions that are not yet due. Contributions of property and equipment or cash restricted to acquisition of property and equipment are reported as net assets with donor restrictions if the donor has restricted the use of the property of equipment to a particular program. These restrictions expire when the assets are placed in service.

When a donor's restriction is satisfied, either by using the resources in the manner specified by the donor or by the passage of time, the expiration of the restriction is reported in the financial statements by reclassifying the net assets from net assets with donor restrictions to net assets without donor restrictions.

Basis of Accounting

The financial statements of Maestro Cares Foundation have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities.

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Organization considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Investments

The Organization carries its investments in marketable securities with readily determinable fair values at their fair values in the Statement of Financial Position.

Revenues and Revenue Recognition

Revenue is recorded when earned. Contributions are recognized when the donor makes a promise to give to the Organization that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions until the restriction is satisfied.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Promises to Give

Unconditional promises to give are recognized as revenues or gains in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional.

Property and Equipment

It is the Organization's policy to capitalize property and equipment purchases of more than \$1,000. Lesser amounts are expensed. Purchased property and equipment are capitalized at cost. Donations for property and equipment are recorded as support at their estimated fair value. 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 and contributions of cash that must be used to acquire property and equipment are reported as restricted support.

Office equipment is depreciated using the straight-line method over the useful lives of the assets of five to ten years.

Deferred Revenue

Deferred revenue represents sponsorships and related revenues received for a special event scheduled for the following year.

Income Taxes

The Organization is a not-for-profit organization that is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. However, income from certain activities not directly related to the Organization's tax-exempt purpose is subject to taxation as unrelated business income. In addition, the Organization qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization other than a private foundation under Section 509(a)(2). The Organization files U.S. federal and Illinois state information returns. The federal and state informational tax returns for tax years 2017, 2018 and 2019 can be subject to examinations by tax authorities, generally for three years from the date of filing.

Expense Allocations

The costs of providing program and supporting services have been summarized on a functional basis in the Statement of Activities and in the Statement of Functional Expenses. Accordingly, costs have been allocated between the Organization's program and the supporting services in a direct functional method, when applicable, and on the basis of proportional use of the service provided.

Donated Services

Donated services are recognized as contributions if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization. Volunteers also provided additional services throughout the years that are not recognized as contributions in the financial statements, since the recognition criteria were not met.

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for the comparative purposes to conform with the presentation in the current-year financial statements.

2. CHANGES IN ACCOUNTING PRINCIPLES

On August 18, 2016, the FASB issued ASU 2016-14, *Not-for-Profit Entities (Topic 958) - Presentation of Financial Statements of Not-for-Profit Entities*. The Organization has adjusted the presentation of its financial statements accordingly, applying the changes retrospectively to the comparative period presented. The new standards change the following aspects of the Organization's financial statements:

- The temporarily restricted and permanently restricted net asset classes have been combined into a single net asset class called net assets with donor restrictions.
- The unrestricted net asset class has been renamed net assets without donor restrictions.
- The financial statements include a new disclosure about liquidity and availability of resources.

In May 2014, FASB issued Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers* (Topic 606). This ASU, as amended, provides comprehensive guidance on the recognition of revenue from customers arising from the transfer of goods and services, guidance on accounting for certain contract costs, and new disclosures. The new standard supersedes current revenue recognition requirements in FASB ASC Topic 605, Revenue Recognition, and most industry-specific guidance. When adopted, the amendments in ASU must be applied using one of two retrospective methods. ASU 2014-09 was effective for nonpublic entities for annual periods beginning afer December 15, 2018. The Organization has evaluated the impact of the provisions of ASU 606 and believes that it has no impact on revenue or did not require a change in accounting policies and procedures.

In June 2018, the FASB issued ASB 2018-08, *Not-for-Profit Entities* (Topic 958): *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The amendments in this update will assist entities in evaluating whether transactions should be accounted for a contribution (nonreciprocal transactions) or as exchange (reciprocal) transactions and determining whether a transaction is conditional. The amendments in this update were effective for annual financial statements issue for fiscal years beginning after December 15, 2018, for transactions in which the entity services as the resource recipient.

3. CONCENTRATION OF CREDIT RISK

The Organization maintains its cash at two financial institutions. Those accounts are fully insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. As of December 31, 2019 and 2018, the Organization exceeded the insured amount.

4. INVESTMENTS

The Organization invested in the following as of December 31, 2019 and 2018:

	2019	2018
Equity Securities	\$ 644,427	\$ 272,605
Mutual Funds and Exchange Traded Products	951,014	199,175
Maria I will be a second of the second of th	\$ 1,595,441	<u>\$ 471,780</u>

Investment income is comprised of the following for the year 2019 and 2018:

	2019		2018
Dividend and Interest Income	\$ 46	,236 \$	18,603
Unrealized Gains (Losses)	112	,201	(38,347)
Realized Gains (Losses)	3	,505	(11,703)
Investment Fees	(8	<u>,987</u>) _	(803)
Total Investment Income	<u>\$ 152</u>	955 \$	(32,250)

5. FAIR VALUE MEASUREMENTS

Fair values of assets measured on a recurring basis at December 31, 2019 are as follows:

Fair Value Measurements at Reporting Date Using:

			Quoted Prices in			Significant
			Activ	e Markets for	O	ther Observable
			Ide	entical Assets		Inputs
	_F	air Value	(Level 1)		(Level 2)
Investments:						
Equity Mutual Funds	\$	644,427	\$	644,427	\$	=
Bond Mutual Funds		451,903		-		451,903
Corporate Bonds		16,213		-		16,213
US Treasury Notes		482,898				482,898
•	\$	1,595,441	\$	644,427	\$	951,014

Fair values of assets measured on a recurring basis at December 31, 2018 are as follows:

Fair Value Measurements at Reporting Date Using:

		Quoted Prices in				Significant
		į	r Ot	her Observable		
			Ide	ntical Assets	3	Inputs
	$_{\rm F}$	air Value	_(]	Level 1)	_(I	Level 2)
Investments:						
Equity Securities	\$	272,605	\$	272,605	\$	-
Fixed Income Securities		199,175				199,175
	\$	471,780	\$	272,605	\$	199,175

Fair values for investments are determined by reference to quoted market prices and other relevant information generated by market transactions. Equity securities and equity mutual funds that trade in active markets are valued using quoted market prices and are classified as Level 1. Bond mutual funds, emerging traded products, corporate bonds, and government securities are valued at closing price on national exchanges if available, or by using pricing models maximizing the use of observable inputs for similar securities and are classified as Level 2.

6. CONDITIONAL PROMISES TO GIVE

Maestro Cares Foundation had future conditional promises to give of \$788,125 and \$959,317 as of December 31, 2019 and 2018, respectively, which are not recorded in the financial statements. The conditional promises to give relate to various memorandum of understanding commitments that have not yet been paid due to the construction progress on the particular facility.

7. DONATED SERVICES AND USE OF FACILITIES

The estimated fair value of the donated facilities and services was quantified by Cardenas Marketing Network, providing office space and services to the Organization. These donated facilities and services were recorded in the Statement of Activities and were valued at \$65,349 and \$85,836 for the years December 31, 2019 and 2018, respectively.

8. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The following are the Organization's financial assets as of the balance sheet date reduced by amounts not available for general use within one year:

Financial Assets at December 31, 2019:

Cash	\$ 4,134,820
Investments	1,595,441
Unconditional Promises to Give	402,128
Total Financial Assets	\$ 6,132,389
Less: amount not available to be used withing on year: Net Assets with Donor Restrictions	
Financial Assets available to meet general expenditures over the next twelve months	\$ 6,132,389

Maestro Cares Foundation regularly monitors the availability of resources required to meet its operating needs and current and future project commitments, while also striving to maximize the investment of its available funds. In addition to the financial assets available to meet general expenditures over the next twelve months, the Organization operates with a balanced budget and anticipates collecting sufficient revenue to cover the expenditures of the planned projects and administration costs. Maestro Cares Foundation maintains sufficient reserves to provide reasonable assurance that all commitments will continue to be met, ensuring the sustainability of the Organization.

9. SUBSEQUENT EVENT

The COVID-19 outbreak in the United States has caused economic disruption through mandated and voluntary closings of businesses, schools, and organizations. The Board of Directors and management have been actively monitoring the events and circumstances surrounding the spread of COVID-19 with their primary concern being the health and wellness of the program participants, staff and volunteers. The pandemic caused the operations to move to remote locations, as staff transitioned to virtual formats.

The March 2020 Gala in New York City was not held due to the pandemic and a state of emergency in New York. Concert and ticket revenues have ceased due to the closing of concert venues. The employees of the Organization are continuing to be compensated, partly due to funding received from the Paycheck Protection Program. The new project in Chicago will open in October 2020 and a new project in Argentina will proceed as planned. The Organization has continued to assist the existing projects with additional operating funding during 2020. Plans are being made to have the next Gala in March 2021 and other fundraising ideas are being considered.

While the disruption is expected to be temporary, there is considerable uncertainty around the duration of the closings. In alignment with the Governor of Illinois' Stay-at-Home order, the Organization will comply with restricting physical gatherings according with each phase of Restore Illinois. At this point, the extent to which COVID-19 may impact our financial condition or results of operations is uncertain.

10. EVALUATION OF SUBSEQUENT EVENTS

The Organization has evaluated subsequent events through August 13, 2020, the date which the financial statements were available to be issued.