

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

FINANCIAL STATEMENTS

For the Years Ended
December 31, 2019 and 2018

CONTENTS

	<u>Page</u>
Independent Auditor's Report	1 - 2
Financial Statements	
Statements of Financial Position	3
Statements of Activities	4 - 5
Statements of Functional Expenses	6 - 7
Statements of Cash Flows	8
Notes to Financial Statements	9 - 19



55 Mitchell Blvd., Ste. 3
San Rafael, CA 94903
Phone (415) 491-1130 * Fax (415) 524-4167
www.DoranAssociates.net
Member CalCPA and AICPA

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Headlands Center for the Arts
Sausalito, California

Report on the Financial Statements

We have audited the accompanying financial statements of Headlands Center for the Arts (a California 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 audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Headlands Center for the Arts 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.

Emphasis of Matter

As discussed in Note 13, Subsequent Event - Coronavirus Pandemic, the World Health Organization had declared COVID-19 as a public health emergency of international concern. Because of this, and local operational restrictions, the Center has not been able to conduct normal program activities. Given the uncertainty of the situation, the duration of any business disruption and the related financial impact cannot be reasonably estimated at this time. Our opinion is not modified with respect to this matter.

Doran & Associates

November 9, 2020

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF FINANCIAL POSITION
December 31, 2019 and 2018

	2019	2018
ASSETS		
Current assets:		
Cash and cash equivalents (Note 1)	\$ 1,441,966	\$ 1,276,759
Current portion of contributions, grants, and accounts receivable, net of allowance for doubtful accounts (Notes 1 and 3)	765,424	264,943
Inventory (Note 1)	20,942	20,942
Prepaid expenses	33,819	29,178
Investments (Note 4)	230,688	55,000
Total current assets	<u>2,492,839</u>	<u>1,646,822</u>
Artwork inventory (Note 1)	18,000	18,000
Contributions, grants, and accounts receivable, net of current portion, allowance for doubtful accounts and present value discount (Notes 1 and 3)	1,510,845	177,733
Equipment and leasehold improvements, net of accumulated depreciation of \$3,201,474 at 2019 and \$3,027,142 at 2018 (Notes 1 and 5)	2,430,639	2,592,297
Work in process (Note 5)	534,634	259,764
Collections (Notes 1 and 6)	<u>21,290</u>	<u>21,290</u>
Total assets	<u>\$ 7,008,247</u>	<u>\$ 4,715,906</u>
LIABILITIES AND NET ASSETS		
Current liabilities:		
Accounts payable and accrued expenses	\$ 88,103	\$ 186,060
Deferred revenue (Note 1)	125,084	163,829
Total liabilities	<u>213,187</u>	<u>349,889</u>
Net assets (Note 7):		
Net assets without donor restrictions:		
Undesignated	3,927,761	3,326,147
Board-designated:		
Operating reserve	281,690	386,690
Total net assets without donor restrictions	<u>4,209,451</u>	<u>3,712,837</u>
Net assets with donor restrictions	2,585,609	653,180
Total net assets	<u>6,795,060</u>	<u>4,366,017</u>
Total liabilities and net assets	<u>\$ 7,008,247</u>	<u>\$ 4,715,906</u>

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF ACTIVITIES
For the year ended December 31, 2019

	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT, REVENUE, AND TRANSFERS			
Public support:			
Contributions and grants	\$ 1,227,284	\$ 2,797,785	\$ 4,025,069
In-kind contributions (Note 1)	<u>385,728</u>	<u>-</u>	<u>385,728</u>
Total public support	<u>1,613,012</u>	<u>2,797,785</u>	<u>4,410,797</u>
Revenue:			
Investment income (Note 4)	181,215	-	181,215
Admissions and sales, net of cost of goods sold of \$8,588	53,087	-	53,087
Rentals (Note 1)	330,090	-	330,090
Event income, net of expenses of \$446,276 (Note 8)	149,358	-	149,358
Miscellaneous	<u>13,374</u>	<u>-</u>	<u>13,374</u>
Total revenue	<u>727,124</u>	<u>-</u>	<u>727,124</u>
Net assets released from restriction, purpose and/or time restrictions fulfilled	<u>865,356</u>	<u>(865,356)</u>	<u>-</u>
Total support, revenue, and transfers	<u>3,205,492</u>	<u>1,932,429</u>	<u>5,137,921</u>
EXPENSES AND LOSSES			
Program services	2,043,009	-	2,043,009
Supporting services	<u>665,869</u>	<u>-</u>	<u>665,869</u>
Total expenses and losses	<u>2,708,878</u>	<u>-</u>	<u>2,708,878</u>
Change in net assets	496,614	1,932,429	2,429,043
Net assets, beginning of year	<u>3,712,837</u>	<u>653,180</u>	<u>4,366,017</u>
Net assets, end of year	<u>\$ 4,209,451</u>	<u>\$ 2,585,609</u>	<u>\$ 6,795,060</u>

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF ACTIVITIES (CONTINUED)
For the year ended December 31, 2018

	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT, REVENUE, AND TRANSFERS			
Public support:			
Contributions and grants	\$ 1,579,503	\$ 808,998	\$ 2,388,501
In-kind contributions (Note 1)	<u>419,855</u>	<u>-</u>	<u>419,855</u>
Total public support	<u>1,999,358</u>	<u>808,998</u>	<u>2,808,356</u>
Revenue:			
Investment income (Note 4)	3,091	-	3,091
Admissions and sales, net of cost of goods sold of \$5,826	61,691	-	61,691
Rentals (Note 1)	270,940	-	270,940
Event income, net of expenses of \$369,939 (Note 8)	<u>152,746</u>	<u>-</u>	<u>152,746</u>
Total revenue	<u>488,468</u>	<u>-</u>	<u>488,468</u>
Net assets released from restriction, purpose and/or time restrictions fulfilled	<u>594,488</u>	<u>(594,488)</u>	<u>-</u>
Total support, revenue, and transfers	<u>3,082,314</u>	<u>214,510</u>	<u>3,296,824</u>
EXPENSES AND LOSSES			
Program services	1,718,729	-	1,718,729
Supporting services	<u>578,279</u>	<u>-</u>	<u>578,279</u>
Total expenses and losses	<u>2,297,008</u>	<u>-</u>	<u>2,297,008</u>
Change in net assets	785,306	214,510	999,816
Net assets, beginning of year	<u>2,927,531</u>	<u>438,670</u>	<u>3,366,201</u>
Net assets, end of year	<u>\$ 3,712,837</u>	<u>\$ 653,180</u>	<u>\$ 4,366,017</u>

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF FUNCTIONAL EXPENSES
For the year ended December 31, 2019

	Program Services				Supporting Services			
	Artists in Residence	Public Forums	Special Projects	Program Services	Fundraising	Facilities	General Administration	Total
Accounting	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 16,668	\$ 16,668
Artist Honoraria exhibits	2,950	3,250	-	6,200	-	-	-	6,200
Building expense	8,548	5,342	3,205	17,095	-	4,274	-	21,369
Cleaning and garbage	17,575	3,934	3,554	25,062	-	2,850	4,626	32,538
Depreciation	104,599	36,610	-	141,209	-	17,433	15,690	174,332
Dues and publications	2,563	-	-	2,563	-	-	720	3,283
Equipment, services and software	31,194	10,223	17,666	59,083	-	3,305	6,310	68,698
Fiscal Sponsorship programs	-	-	84,895	84,895	-	-	-	84,895
Food and kitchen expense	48,403	10,264	-	58,667	-	-	-	58,667
In-kind goods and services	3,000	899	65,862	69,761	55,364	849	-	125,973
Insurance	25,397	5,079	-	30,477	-	1,692	1,693	33,862
Kitchen and restaurant equip.	7,408	2,469	-	9,877	-	-	-	9,877
Mailing	-	-	4,841	4,841	-	-	582	5,423
Merchandise-COGS	-	-	-	-	-	-	8,588	8,588
Miscellaneous	14,095	16,714	14,012	44,820	3,482	-	5,278	53,581
Printing	1,182	3,406	1,583	6,171	2,143	-	818	9,131
Professional fees-Master Planning	85,795	38,998	23,399	148,191	-	3,900	3,900	155,991
Public relations	6,717	15,692	13,498	35,907	-	-	-	35,907
Salaries, taxes and benefits	342,962	313,687	157,009	813,658	224,474	89,083	150,489	1,277,704
Special events	-	-	163,839	163,839	282,437	-	-	446,276
Stipends	132,923	36,920	650	170,493	2,150	-	-	172,643
Supplies	7,256	23,445	5,386	36,087	206	75	2,325	38,692
Telephone and internet	33,532	6,706	-	40,238	-	2,235	2,235	44,709
Travel	38,504	1,629	1,864	41,997	232	421	497	43,147
Utilities and SDC	143,033	39,810	3,621	186,465	-	6,413	33,457	226,335
Vehicles	9,252	-	-	9,252	-	-	-	9,252
Total Expenses by function	1,066,887	575,078	564,883	2,206,848	570,488	132,530	253,876	3,163,742
Less expenses included with revenues on the statement of activities								
Auction Event	-	-	-	-	(282,437)	-	-	(282,437)
Auction Commissions-COGS	-	-	(163,839)	(163,839)	-	-	-	(163,839)
Merchandise-COGS	-	-	-	-	-	-	(8,588)	(8,588)
Total Expenses included in the expense section on the statement of activities	\$ 1,066,887	\$ 575,078	\$ 401,044	\$ 2,043,009	\$ 288,051	\$ 132,530	\$ 245,288	\$ 2,708,878

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF FUNCTIONAL EXPENSES (CONTINUED)
For the year ended December 31, 2018

	Program Services			Supporting Services				
	Artists in Residence	Public Forums	Special Projects	Total Program	Fund- raising	Facilities	General Administration	Total
Accounting	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 13,878	\$ 13,878
Artist Honoraria exhibits	3,544	400	-	3,944	-	-	-	3,944
Building expense	6,685	2,388	-	9,073	-	239	238	9,550
Cleaning and garbage	22,027	2,937	1,469	26,433	-	1,469	1,468	29,370
Depreciation	139,902	41,970	-	181,872	-	-	17,988	199,860
Dues and publications	1,908	-	-	1,908	-	-	-	1,908
Food and kitchen expense	41,504	10,294	-	51,798	-	-	-	51,798
In-kind rent, goods and services	37,482	5,657	33,652	76,791	48,936	1,414	32,950	160,091
Insurance	32,047	6,410	-	38,457	-	2,137	2,136	42,730
Kitchen and restaurant equipment	3,963	-	-	3,963	-	-	-	3,963
Mailing	686	183	17	886	-	-	29	915
Merchandise - COGS	-	-	-	-	-	-	5,826	5,826
Miscellaneous	18,062	3,600	1,200	22,862	-	-	1,220	24,082
Printing	7,540	6,118	6,087	19,745	576	-	376	20,697
Professional fees	39,966	10,657	-	50,623	-	1,332	1,332	53,287
Public relations	6,678	16,227	9,486	32,391	-	-	1,660	34,051
Repair and maintenance services	30,453	14,085	9,673	54,211	-	1,638	3,278	59,127
Salaries, taxes and benefits	362,319	249,942	157,699	769,960	174,672	85,969	129,157	1,159,758
Special events	-	-	134,865	134,865	235,074	-	-	369,939
Stipends	92,536	32,050	10,829	135,415	-	-	-	135,415
Supplies	161	11,994	-	12,155	21	214	4,405	16,795
Telephone and internet	31,167	6,234	-	37,401	-	2,078	2,078	41,557
Travel	30,703	5,559	200	36,462	-	-	1,269	37,731
Utilities and security	124,613	24,885	2,881	152,379	-	7,016	37,106	196,501
Total expenses by function	1,033,946	451,590	368,058	1,853,594	459,279	103,506	256,394	2,672,773
Less expenses included with revenues on the Statement of Activities:								
Auction event	-	-	-	-	(235,074)	-	-	(235,074)
Auction commissions-COGS	-	-	(134,865)	(134,865)	-	-	-	(134,865)
Merchandise-COGS	-	-	-	-	-	-	(5,826)	(5,826)
Total expenses included in the expenses section on the Statement of Activities	\$ 1,033,946	\$ 451,590	\$ 233,193	\$ 1,718,729	\$ 224,205	\$ 103,506	\$ 250,568	\$ 2,297,008

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

STATEMENTS OF CASH FLOWS
For the years ended December 31, 2019 and 2018

	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES:		
Change in net assets	<u>\$ 2,429,043</u>	<u>\$ 999,816</u>
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Depreciation	174,332	199,860
Unrealized gain on investments	(175,688)	-
Donated pre-IPO stock investments	-	(55,000)
In-kind donation of work in process	(259,755)	(259,764)
Changes in assets and liabilities:		
Contributions, grants, and accounts receivable	(1,833,593)	(127,675)
Inventory	-	71
Prepaid expenses	(4,641)	(14,496)
Accounts payable and accrued expenses	(97,957)	(49,902)
Deferred revenue	(38,745)	97,829
Total adjustments	<u>(2,236,047)</u>	<u>(209,077)</u>
Net cash provided by operating activities	<u>192,996</u>	<u>790,739</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of equipment and leasehold improvements	(12,674)	(60,632)
Purchase of work in progress	(15,115)	-
Net cash used by investing activities	<u>(27,789)</u>	<u>(60,632)</u>
Net increase in cash and cash equivalents	165,207	730,107
Cash and cash equivalents, beginning of year	<u>1,276,759</u>	<u>546,652</u>
Cash and cash equivalents, end of year	<u>\$ 1,441,966</u>	<u>\$ 1,276,759</u>
Supplementary information:		
Non-cash transactions:		
Donated pre-IPO stock investments	<u>\$ -</u>	<u>\$ 55,000</u>
In-kind donation of work in process	<u>\$ 259,755</u>	<u>\$ 259,764</u>

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

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization - Headlands Center for the Arts (hereafter, the Center), a California nonprofit public benefit corporation, was incorporated in 1982 to develop and maintain an interdisciplinary arts center located within the Golden Gate National Recreation Area (GGNRA), administered by the National Park Service (NPS), and to work as a designated National Park Partner with the National Park Service in the development of the facilities under its jurisdiction and in fulfillment of the Center's programmatic goals, which includes serving the general public. The Center's programs include: artist residencies, public events including lectures, open studios, performances, exhibitions, and readings.

The Center is directed by a Board with the authorized number of no less than five and no greater than thirty members who serve without compensation. The Center's major sources of revenue are contributions and grants, rentals, and event income.

Net Assets - Net assets, revenues, gains, and losses are classified based on the existence or absence of donor or grantor imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions - Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. The governing board has designated, from net assets without donor restrictions, net assets for identified reserves (see Note 7).

Net Assets With Donor Restrictions - Net assets subject to donor- (or certain grantor-) 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, where the donor stipulates that resources be maintained in perpetuity. There were no net assets of this nature held at December 31, 2019 or 2018. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Method of Accounting - The financial statements of the Center are prepared using the accrual basis of accounting, which reflects revenue when earned and expenses as incurred.

Cash and Cash Equivalents - For purposes of the statement of cash flows, cash is defined as cash in demand deposit accounts as well as cash on hand. Cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and investments so near their maturity that the risk of changes in value due to changes in interest rates is negligible. These are generally investments with maturity dates within three months of the acquisition date.

Investments - Investments primarily include corporate stocks. Purchased investments in equity and debt securities with readily determinable fair values are reported at fair value based upon quoted market prices. Other investment instruments are measured on the net equity basis, as reported on the K-1 or other year-end report. Investments received by donation are recorded at the fair value at the date of donation.

Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect the amounts reported in the statements of financial position.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value Measurements - Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The Center determines the fair values of its assets and liabilities based on the fair value hierarchy, which includes three levels of inputs that may be used to measure fair value. Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the Center has the ability to access at the measurement date. An active market is a market in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis. Level 2 inputs are significant other observable inputs other than Level 1 inputs, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data. Level 3 inputs are unobservable inputs for the assets or liabilities. Unobservable inputs reflect the Center's own assumptions about the assumptions market participants would use in pricing the asset or liability (including assumptions about risk). Unobservable inputs are developed based on the best information available in the circumstances, and may include the Center's own data.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the determination of which category within the fair value hierarchy is appropriate for any given investment is based on the lowest level of input that is significant to the fair value measurement. The Center's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

Revenue Recognition -

* *Contributions* - Contributions are recognized when the donor makes a promise to give to the Center that is, in substance, unconditional. Conditional promises to give - that is, those with a measurable performance or other barrier and right of return - are not recognized until the conditions on which they depend have been met. Donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

Consequently, at December 31, 2019, a pledge of \$200,000 has not been recognized in the accompanying financial statements, because the conditions have not yet been met. The conditional pledge depends on the donor advised fund honoring the donor's stated intentions.

* *Revenue* - Revenue, other than from unconditional contributions, bequests, and grants, is recognized in the period in which service is provided. Rental activity includes mission- and affiliate-related rentals, as well as rentals for weddings and special events.

* *Receivables* - It is the practice of the Center to expense uncollectibles only after exhausting all efforts to collect the amounts due (see Note 3).

* *Deferred Revenue* - The Center has received deposits for future events, which will be recognized in the subsequent fiscal year. The total of deposits for future events was \$125,084 as of December 31, 2019, and \$163,829 as of December 31, 2018.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

* *In-Kind Contributions* - The Center receives the benefit of in-kind goods and services that either (a) create or enhance a nonfinancial asset or (b) require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased by the organization if they had not been provided by contribution. These items have a fair market value using the market method using quoted prices in active markets for identical assets (Level 1); significant other observable inputs (Level 2); and significant unobservable inputs (Level 3):

<u>Description</u>	<u>Fair Value Measurements Using</u>			<u>Total</u>
	<u>Quoted Price in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>	
<u>December 31, 2019:</u>				
Capitalized architecture and design work (a)	\$ -	\$ 259,755	\$ -	\$ 259,755
Goods and services	-	125,973	-	125,973
	<u>\$ -</u>	<u>\$ 385,728</u>	<u>\$ -</u>	<u>\$ 385,728</u>
<u>December 31, 2018:</u>				
Capitalized architecture and design work (a)	\$ -	\$ 259,764	\$ -	\$ 259,764
In-kind rent (b)	-	28,287	-	28,287
Goods and services	-	131,804	-	131,804
	<u>\$ -</u>	<u>\$ 419,855</u>	<u>\$ -</u>	<u>\$ 419,855</u>

(a) See Note 5

(b) Under the Memorandum of Understanding with the National Park Service (see Note 11), the Center qualified for a phase-in of a fair-value Service District Charge (SDC) for occupancy of the buildings used by the organization. The difference between the SDC rate and the actual rate paid by the Center in 2018 is considered in-kind rent.

Functional Expenses - The financial statements report certain categories of expenses that are attributable to more than one program or support function. Therefore, those expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include depreciation, occupancy, insurance and utilities, which are allocated on a square-footage basis, as well as salaries and benefits, which are allocated on the basis of timesheets and PTO reports submitted every pay period.

Equipment and Leasehold Improvements - The Center is headquartered and operates in former U.S. Army barracks at Fort Barry, California, in the Marin Headlands under a memorandum of understanding (see Note 11) with the United States Department of Interior, National Park Service, Golden Gate National Recreation Area. The Center records equipment, leasehold improvements, and collections above a \$5,000 capitalization threshold at cost when acquired by purchase or commission and at estimated fair market value when received as a donation. The cost of maintenance and repairs is charged to expense as incurred; significant renewals and betterments are capitalized. Depreciation is computed using the straight-line method over the estimated useful lives of the assets which range from 3-5 years for furniture, equipment and vehicles and is 20 years for leasehold improvements.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Collections - Management has determined that certain assets have artistic worth and will appreciate over a period of time. These inexhaustible assets are capitalized as collections at the lower of original cost or market value and, accordingly, are not depreciated.

Inventory - Inventory consisted of the following at December 31, 2019 and 2018:

- Boxed sets of limited edition artists' prints, stated at the lower of cost or net realizable value, determined on a first-in, first-out basis, \$20,942.
- Artwork received in 2015 as a donation, to be sold at a future benefit auction, measured at the fair value upon receipt, \$18,000.

Income Taxes - The Center is exempt from federal and state taxes under Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code, and is considered by the IRS to be an organization other than a private foundation. In 2019 and 2018 the Center paid no taxes for unrelated business income.

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.

ASC 740-10, Accounting for Uncertainty in Income Taxes - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Center to report information regarding its exposure to various tax positions taken by the Center. The Center has determined whether any tax positions have met the recognition threshold and has measured the Center's exposure to those tax positions. Management believes that the Center has adequately addressed all relevant tax positions and that there are no unrecorded tax liabilities. Federal and state tax authorities generally have the right to examine and audit the previous three years of tax returns filed (four years for California). Any interest or penalties assessed to the Center are recorded in operating expenses. No interest or penalties from federal or state tax authorities were recorded in the accompanying financial statements.

Accounting Standards Update, ASU 2016-18, Statement of Cash Flows (Topic 230): Restricted Cash - In response to divergence in the way restricted cash is classified and presented in financial statements, FASB issued an amendment requiring that a statement of cash flows explain the change during a reporting period of the total of cash, cash equivalents, and amounts generally described as restricted cash and restricted cash equivalents. The amendment was effective for fiscal years beginning after December 31, 2018. The new standard did not have an impact on the Center's statement of cash flows.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accounting Standards Update, ASU 2018-08, Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made - In June 2018, the FASB issued clarified guidance regarding the way nonprofit organizations record contracts and grants being received and issued. For each arrangement, the organization will have to determine key elements of the agreement including (a) whether or not there is an exchange transaction (i.e., direct commensurate value to funder), (b) whether there are donor-imposed conditions for non-exchange transactions (e.g., measurable performance barriers, etc.) before commitment may be recognized as income, and (c) whether there are donor-imposed restrictions on non-exchange, unconditional funds (i.e., limited purpose or timing restrictions). The new standard was effective for resource recipients for fiscal years beginning after December 15, 2018, and for resource providers for fiscal years beginning after December 15, 2019, and did not have a material impact on the Center's statement of financial position, results of operations, and cash flows.

Accounting Standards Update, ASU 2016-02, Leases - In February 2016, the FASB issued amendments to the way lessees record lease transactions. Upon implementation, lessees will be required to recognize at commencement the right-of-use asset and a lease liability representing the lessee's obligation to make lease payments arising from the lease, as discounted, for all leases except short-term leases. This Standard is effective for annual financial statements issued for fiscal years beginning after December 15, 2021, and early adoption is permitted. Management is currently evaluating the impact the amendments to this ASU will have on the financial statements of the Center.

Subsequent Events - Subsequent events have been evaluated through November 9, 2020, which is the date the financial statements were available to be issued.

NOTE 2 LIQUIDITY AND AVAILABILITY OF RESOURCES

Financial assets available for general expenditure without donor or other restrictions limiting their use, within one year of the statement of financial position date, consist of the following:

Cash and cash equivalents	\$ 823,302
Pledges, grants, and other receivables	<u>14,000</u>
Total liquid assets without donor restrictions	<u>\$ 837,302</u>

The Center has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. The organization invests cash in excess of daily requirements in short-term investments, CDs and money market funds. The Center also has a line of credit available for use, up to \$100,000 as of December 31, 2019, upon which it could draw to manage liquidity needs. As of December 31, 2019, the board-designated operating reserve held \$281,690. Although we do not intend to spend from this reserve, these funds could be made available if necessary.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 3 CONTRIBUTIONS, GRANTS, AND ACCOUNTS RECEIVABLE

The Center received pledges, grants, and other receivables for various purposes. The receivables are collectible as follows at December 31, 2019 and 2018:

	2019	2018
Current portion	\$ 765,932	\$ 275,466
Less: allowance for doubtful accounts	(508)	(10,523)
Net current portion	765,424	264,943
Long-term portion, collectible during the year ending December 31:		
2020	N/A	152,016
2021	553,766	15,350
2022	523,766	15,350
2023	454,731	13,012
2024	125,000	-
Less: allowance for doubtful accounts	(17,492)	(7,477)
Less: present value discount, 4%	(128,926)	(10,518)
Net long-term portion	1,510,845	177,733
Total contributions, grants, and accounts receivable	\$ 2,276,269	\$ 442,676

NOTE 4 INVESTMENTS

In 2018 the Center entered into a lock-up agreement for 25,000 shares of pre-IPO stock, which prohibits the sale or assignment of its holdings of the securities until 180 days after the public offering date. On June 11, 2019, a 2:1 reverse stock split occurred, reducing the holding to 12,500 shares. The public offering occurred on June 28, 2019, and the Center recognized an unrealized gain on its holdings.

The following are the major categories of investments measured at fair value on a non-recurring basis during the years ended December 31, 2019 and 2018, using quoted prices in active markets for identical assets (Level 1); significant other observable inputs (Level 2); and significant unobservable inputs (Level 3):

<u>Description</u>	Fair Value Measurements Using			<u>Total</u>
	<u>Quoted Price in Active Markets for Identical Assets (Level 1)</u>	<u>Significant Other Observable Inputs (Level 2)</u>	<u>Significant Unobservable Inputs (Level 3)</u>	
2019: Equity stock	\$ 230,688	\$ -	\$ -	\$ 230,688
2018: Pre-IPO stock	\$ -	\$ 55,000	\$ -	\$ 55,000

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 4 INVESTMENTS (Continued)

Investment income, including amounts earned on interest-bearing cash accounts, consisted of the following for 2019 and 2018:

	2019	2018
Interest, dividends, etc.	\$ 5,527	\$ 3,091
Unrealized gain	175,688	-
	\$ 181,215	\$ 3,091

NOTE 5 EQUIPMENT AND LEASEHOLD IMPROVEMENTS

Equipment and leasehold improvements consist of the following:

Equipment and leasehold improvements, at cost	Leasehold Improvements	Furniture and Equipment	Vehicles	Total
Balance, December 31, 2017	\$ 5,206,303	\$ 314,304	\$ 47,200	\$ 5,567,807
Additions	53,432	-	7,200	60,632
Disposals	-	-	(9,000)	(9,000)
Balance, December 31, 2018	5,259,735	314,304	45,400	5,619,439
Additions	12,674	-	-	12,674
Balance, December 31, 2019	5,272,409	314,304	45,400	5,632,113
<u>Accumulated depreciation</u>				
Balance, December 31, 2017	2,491,775	308,244	36,263	2,836,282
Depreciation expense	196,638	730	2,492	199,860
Disposals	-	-	(9,000)	(9,000)
Balance, December 31, 2018	2,688,413	308,974	29,755	3,027,142
Depreciation expense	170,211	730	3,391	174,332
Balance, December 31, 2019	2,858,624	309,704	33,146	3,201,474
Equipment and leasehold improvements, net	\$ 2,413,785	\$ 4,600	\$ 12,254	\$ 2,430,639

In accordance with the Memorandum of Understanding with the National Park Service, the Center has incurred \$51,646 and \$53,432 in campus improvement costs, which were capitalized or expensed, depending on their nature, during the years ended December 31, 2019 and 2018.

The total work in process at December 31, 2019 and 2018, was \$534,634 and \$259,764, respectively, the majority of which is comprised of an in-kind donation of architecture and design work tied to early stages of a multiyear leasehold improvement project. The value will be held in Works in Process until the project is complete, at which time it will be transferred to Leasehold Improvements and capitalized accordingly.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 6 COLLECTIONS

The Center has assets of artistic worth held as collections. The fair value of these assets at acquisition was \$21,290. In the opinion of management, no impairment of these assets has occurred. Management estimates the collections to have a value of \$100,000, but no estimated appreciation has been recorded in these financial statements.

NOTE 7 NET ASSETS

Net assets without donor restrictions:

The Center has net assets that are not subject to donor imposed restrictions. The balance of net assets without donor restriction at December 31, 2019 and 2018, was \$4,209,451 and \$3,712,837, respectively. Included in that amount are \$281,690 and \$386,690 in net assets that have been designated by the Board of Directors to be used as an operating reserve to cover 90 days of operating expenditures. These funds were set aside by the Board with the goal of reserving funds necessary to cover at least 90 days of operating expenditures.

Net assets with donor restrictions:

These are contributions which were received with donor stipulations that limit the use of the assets for specific purposes and/or for specific time periods. Net assets with donor restrictions at December 31, 2019 and 2018, are designated for the following uses:

	<u>2019</u>	<u>2018</u>
Alumni new works and commissions	\$ -	\$ 4,250
Artists in Residence	665,830	354,498
Capital/capacity	3,000	7,500
Education/public forums	2,337	2,337
Facilities	20,000	20,000
Fiscal sponsorships	95,253	-
Graduate fellows	20,000	40,000
Library fund	17,083	17,083
Thematic residency	30,000	-
Time-restricted	1,879,032	225,512
Less: allowance for uncollectible receivables and present value discount on restricted grants	<u>(146,926)</u>	<u>(18,000)</u>
	<u>\$ 2,585,609</u>	<u>\$ 653,180</u>

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 8 SPECIAL EVENTS

During the years ended December 31, 2019 and 2018, the Center held special events resulting in net income as follows:

	<u>2019</u>	<u>2018</u>
Donations, shown as contributions on the Statement of Activities	<u>\$ 477,073</u>	<u>\$ 400,487</u>
Ticket and auction sales	595,634	522,685
Less: direct expenses	<u>(446,276)</u>	<u>(369,939)</u>
Net special event earned income	<u>149,358</u>	<u>152,746</u>
Less: in-kind event expenses	<u>(52,720)</u>	<u>(48,936)</u>
Total event net income	<u>\$ 573,711</u>	<u>\$ 504,297</u>

NOTE 9 LINE OF CREDIT

The Center has entered into an agreement for a line of credit with a local bank. The agreement allows for a maximum borrowing of \$100,000. The line of credit matures November 27, 2020, and outstanding balances shall bear interest at the rate of Prime plus 4.0% per annum. At December 31, 2018, there was no amount drawn on this line of credit.

NOTE 10 RETIREMENT PLAN

The Center offers a 401(k) retirement plan for all employees on the first of the month following one full month of employment. No amounts were contributed by the Center in 2019 or 2018.

NOTE 11 NATIONAL PARK SERVICE MEMORANDUM OF UNDERSTANDING

Since 1982 the Center has operated under various agreements with the U.S. Department of Interior, National Park Service ("NPS"), Golden Gate National Recreation Area ("GGNRA"). These agreements include various obligations and duties, including: conducting visitor and artist programs, education, and outreach, as approved by the Park Service; providing capital improvements and maintenance of the facilities within the prescribed time frames and standards; and by complying with other basic use conditions.

Under the current agreement, which commenced on January 1, 2015, the Center, designated as a "Park Partner", occupies certain GGNRA buildings and grounds until at least December 31, 2020 with an expected extension through 2021. The Center and GGNRA are currently undergoing negotiations to establish a new long-term agreement, and have received commitment from GGNRA for a minimum term of 20 years, projected to begin in 2022.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 11 NATIONAL PARK SERVICE MEMORANDUM OF UNDERSTANDING (Continued)

Some specific deliverables connected to the current agreement, which covers the period January 1, 2015 through December 31, 2019, include:

- Expend \$1.1 million on capital improvements during the 5-year term on mutually agreed upon priority capital improvements. As of December 31, 2019, \$2,355,277 has been spent towards this purpose.
- Continue to work with NPS to complete a Campus Improvement Plan scope, Business Strategic Plan, and Fundraising Feasibility Study, and related Philanthropic Partnership Agreement, in preparation for a subsequent long-term partnership agreement with NPS that is expected to commence around 2022.
- Pay NPS a Service District Charge ("SDC") during the 2015-2020 agreement period. The Center qualifies for an SDC phase in rate and paid 20% of the applicable SDC rate for fiscal year 2015, which increases each year to the full rate by FY 2019. During the year ended December 31, 2018, the Center paid \$170,316 in SDC's.

NOTE 12 CONCENTRATION OF CREDIT RISK

The Center relies on a significant amount of funding received in the form of donations and grants from individuals and foundations to support its operations. In the event of a future global or domestic recession the level of funding provided by these funding sources may be adversely affected. Should such a recession occur management would take steps to address funding levels and reduce the Center's exposure to impact from these events.

One funder provided a grant totaling \$1,000,000, which is 19% of total income in 2019. \$800,000 of this is a grant receivable. Three funders provided grants and donations totaling \$1,051,073, which is 32% of total income in 2018. \$133,333 of this is accounts receivable.

The Center has defined its financial instruments which are subject to credit risk as cash and cash equivalents. The Center maintains its cash in bank-deposit accounts which, at times, may exceed federally insured limits. The deposits at these financial institutions bear the credit risk associated with the institutions. The Center has not experienced any losses in such accounts, and management believes it is not exposed to any significant credit risk on cash and cash equivalents.

HEADLANDS CENTER FOR THE ARTS
(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2019 and 2018

NOTE 13 SUBSEQUENT EVENTS

Coronavirus Pandemic - In December 2019, an outbreak of a novel strain of coronavirus (COVID-19) began to spread among various countries, including the United States. On March 11, 2020, the World Health Organization characterized COVID-19 as a pandemic. In addition, multiple jurisdictions in the U.S., including California, had declared a state of emergency and had issued shelter-in-place orders in response to the outbreak. The immediate impact to the Headlands' operations includes restrictions on employees' ability to work in their regular capacities, and reductions or cancellation of artist programs and events. The economic pressures during the shelter-in-place and reduced ability to conduct program activities may result in diminished revenue opportunities, impacting the Headlands' ability to fundraise or host revenue-generating events. It is anticipated that the impacts from this pandemic will continue for some time. To mitigate the volatility of Headlands' financial position, regular monthly COVID-19 updates are made to FY20 budget projections. As of the report date, the financial impact of the coronavirus outbreak cannot be measured.

PPP Loan - On May 4, 2020, the Corporation entered into an unsecured note payable to the MUFG Union Bank as part of the Coronavirus Aid, Relief, and Economic Security (CARES) Act's "Paycheck Protection Program" (PPP) which is guaranteed by the U.S. Small Business Administration. The loan is for \$245,482, matures on May 4, 2022, and bears interest at the fixed rate of 1% per annum; payments of principal and interest are deferred until August 25, 2021, if no application for forgiveness is submitted. As long as a PPP loan forgiveness application is submitted by August 25, 2021, payments are not required until the forgiveness amount is remitted by the SBA. Under the terms of the program, some or all of the loan may be forgiven if funds are used during the covered period for costs identified in the CARES Act: payroll costs, covered rent obligations, and covered utility payments.

The future minimum principal payments under this loan, if Headlands does not apply for forgiveness and if the full amount is not forgiven, are as follows:

<u>Year ended</u> <u>December 31,</u>	
2021	\$ 68,190
2022	<u>177,292</u>
	<u>\$ 245,482</u>