

Report of Independent Auditors and  
Financial Statements with OMB Circular A-133 Audit  
Reports and Supplemental Information



United Way of the Bay Area  
June 30, 2012 and 2011

**MOSS ADAMS<sub>LLP</sub>**

Certified Public Accountants | Business Consultants

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## REPORT OF INDEPENDENT AUDITORS

To the Board of Directors  
United Way of the Bay Area

We have audited the accompanying statements of financial position of the United Way of the Bay Area (UWBA) as of June 30, 2012 and 2011 and the related statements of activities, functional expenses, and cash flows for the years then ended. These financial statements are the responsibility of UWBA's management. 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of the effectiveness of UWBA's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements and assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to previously present fairly, in all material respects, the financial position United Way of the Bay Area as of June 30, 2012 and 2011, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with Government Auditing Standards, we have also issued our report dated November 29, 2012 on our consideration of the United Way of the Bay Area's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards and should be considered in assessing the results of our audit.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying schedule of expenditures of federal awards as required by U.S. Office of Management and Budget Circular A-133, Audits of States, Local Governments, and Non-Profit Organizations, is presented for the purpose of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the financial statements as a whole.



San Francisco, California  
November 29, 2012

## FINANCIAL STATEMENTS

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**UNITED WAY OF THE BAY AREA**  
**STATEMENTS OF FINANCIAL POSITION**  
**June 30, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
ASSETS		
Cash and cash equivalents	\$ 1,528,299	\$ 2,105,215
Pledges receivable, net of provision for uncollectible pledges of \$558,000 and \$862,000, at June 30, 2012 and 2011, respectively	6,918,831	5,098,613
Grants receivable, net of discount	2,092,510	922,056
Investments	11,594,329	14,825,449
Prepays and other receivables	313,063	186,450
Property and equipment, net	<u>241,864</u>	<u>157,147</u>
Total assets	<u>\$ 22,688,896</u>	<u>\$ 23,294,930</u>
LIABILITIES AND NET ASSETS		
LIABILITIES		
Donor designations payable	\$ 2,908,065	\$ 3,023,989
Allocations payable	152,500	42,500
Operating payables and accruals	1,587,392	788,265
Accrued vacation and related costs	477,019	512,293
Deferred rent	76,914	179,466
Accrued pension costs	<u>7,058,415</u>	<u>3,682,683</u>
Total liabilities	<u>12,260,305</u>	<u>8,229,196</u>
NET ASSETS		
Unrestricted		
Undesignated	9,385,233	9,037,423
Board designated	3,809,890	4,946,559
Pension liability in excess of intangible pension assets	<u>(7,945,650)</u>	<u>(3,881,468)</u>
Total unrestricted net assets	5,249,473	10,102,514
Temporarily restricted	1,290,143	1,074,245
Permanently restricted	<u>3,888,975</u>	<u>3,888,975</u>
Total net assets	<u>10,428,591</u>	<u>15,065,734</u>
Total liabilities and net assets	<u>\$ 22,688,896</u>	<u>\$ 23,294,930</u>

*See accompanying notes.*

**UNITED WAY OF THE BAY AREA**  
**STATEMENT OF ACTIVITIES**  
**Year ended June 30, 2012**

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>PUBLIC SUPPORT AND REVENUE</b>				
Public Support:				
Gross campaign results	\$ 28,044,781	\$ 1,196,360	\$ -	\$ 29,241,141
Less donor designations	(18,793,932)	-	-	(18,793,932)
Campaign revenue	9,250,849	1,196,360	-	10,447,209
Less provision for uncollectible pledges (net)	(235,388)	-	-	(235,388)
Net Campaign Revenue	9,015,461	1,196,360	-	10,211,821
Grants	913,000	2,086,084	-	2,999,084
Miscellaneous contributions	388,578	923,557	-	1,312,135
Planned giving	84,115	-	-	84,115
Net assets released from restrictions	3,964,528	(3,964,528)	-	-
Total public support	14,365,682	241,473	-	14,607,155
Service fees	370,653	-	-	370,653
Investment income, net	277,929	131,390	-	409,319
Net realized and unrealized gains (losses) on investments	(173,777)	(238,365)	-	(412,142)
Other Income	41,807	81,400	-	123,207
Total Public Support and Revenue	14,882,294	215,898	-	15,098,192
<b>ALLOCATIONS AND EXPENSES</b>				
Program services				
Gross funds awarded/allocated to agencies	17,254,836	-	-	17,254,836
Less donor designations	(18,793,932)	-	-	(18,793,932)
Net funds awarded/allocated to agencies	(1,539,096)	-	-	(1,539,096)
2-1-1 initiative	2,045,799	-	-	2,045,799
SparkPoint initiative	4,836,220	-	-	4,836,220
Other community services	3,015,010	-	-	3,015,010
Community capacity building	955,273	-	-	955,273
Labor community services	450,877	-	-	450,877
Total program services	9,764,083	-	-	9,764,083
Support services				
Management and general	2,787,291	-	-	2,787,291
Fundraising	3,119,779	-	-	3,119,779
Total support services	5,907,070	-	-	5,907,070
Total allocations and expenses	15,671,153	-	-	15,671,153
CHANGE IN NET ASSETS BEFORE PENSION RELATED CHANGES	(788,859)	215,898	-	(572,961)
PENSION RELATED CHANGES OTHER THAN NET PERIODIC PENSION COST	(4,064,182)	-	-	(4,064,182)
CHANGE IN NET ASSETS	(4,853,041)	215,898	-	(4,637,143)
NET ASSETS, beginning of year	10,102,514	1,074,245	3,888,975	15,065,734
NET ASSETS, end of year	\$ 5,249,473	\$ 1,290,143	\$ 3,888,975	\$ 10,428,591

See accompanying notes.

**UNITED WAY OF THE BAY AREA**  
**STATEMENT OF ACTIVITIES**  
**Year ended June 30, 2011**

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
<b>PUBLIC SUPPORT AND REVENUE</b>				
Public Support:				
Gross campaign results	\$ 26,830,360	\$ 2,750,519	\$ 4,000	\$ 29,584,879
Less donor designations	(18,984,209)	-	-	(18,984,209)
Campaign revenue	7,846,151	2,750,519	4,000	10,600,670
Less provision for uncollectible pledges (net)	(608,249)	-	-	(608,249)
Net Campaign Revenue	7,237,902	2,750,519	4,000	9,992,421
Grants	315,500	2,080,761	-	2,396,261
Miscellaneous contributions	377,101	52,494	9,344	438,939
Planned giving	258,245	(2,808)	-	255,437
Net assets released from restrictions	5,563,864	(5,563,864)	-	-
Total public support	13,752,612	(682,898)	13,344	13,083,058
Service fees	440,233	-	-	440,233
Investment income, net	466,396	1,400	-	467,796
Net realized and unrealized gains (losses) on investments	1,630,174	-	-	1,630,174
Other Income	57,108	52,600	-	109,708
Total Public Support and Revenue	16,346,523	(628,898)	13,344	15,730,969
<b>ALLOCATIONS AND EXPENSES</b>				
Program services				
Gross funds awarded/allocated to agencies	18,424,501	-	-	18,424,501
Less donor designations	(18,984,209)	-	-	(18,984,209)
Net funds awarded/allocated to agencies	(559,708)	-	-	(559,708)
2-1-1 initiative	1,928,742	-	-	1,928,742
SparkPoint initiative	3,745,747	-	-	3,745,747
Other community services	3,039,339	-	-	3,039,339
Community capacity building	1,075,498	-	-	1,075,498
Labor community services	392,167	-	-	392,167
Total program services	9,621,785	-	-	9,621,785
Support services				
Management and general	3,052,033	-	-	3,052,033
Fundraising	3,287,048	-	-	3,287,048
Total support services	6,339,081	-	-	6,339,081
Total allocations and expenses	15,960,866	-	-	15,960,866
CHANGE IN NET ASSETS BEFORE PENSION RELATED CHANGES	385,657	(628,898)	13,344	(229,897)
PENSION RELATED CHANGES OTHER THAN NET PERIODIC PENSION COST	1,565,559	-	-	1,565,559
CHANGE IN NET ASSETS	1,951,216	(628,898)	13,344	1,335,662
NET ASSETS, beginning of year	8,151,298	1,703,143	3,875,631	13,730,072
NET ASSETS, end of year	\$ 10,102,514	\$ 1,074,245	\$ 3,888,975	\$ 15,065,734

*See accompanying notes.*

**UNITED WAY OF THE BAY AREA**  
**STATEMENT OF FUNCTIONAL EXPENSES**  
**Year ended June 30, 2012**

	Program Services							Support Services			Total
	Funds Awarded/ Allocated to Agencies	211 Initiative	SparkPoint Initiative	Other Community Services	Community Capacity Building	Labor Community Services	Total Program Services	Management and General	Fundraising	Total Support Services	
ALLOCATIONS AND EXPENSES											
Salaries	\$ -	\$ 912,505	\$ 867,329	\$ 1,205,696	\$ 445,679	\$ 304,048	\$ 3,735,257	\$ 1,358,480	\$ 1,586,136	\$ 2,944,616	\$ 6,679,873
Payroll taxes and employee benefits	-	320,597	276,685	365,207	151,721	111,248	1,225,458	514,642	511,357	1,025,999	2,251,457
Subtotal	-	1,233,102	1,144,014	1,570,903	597,400	415,296	4,960,715	1,873,122	2,097,493	3,970,615	8,931,330
Professional services	-	208,987	271,261	714,804	131,357	6,144	1,332,553	227,230	400,716	627,946	1,960,499
Supplies	-	2,709	25,440	29,837	8,681	129	66,796	25,239	32,319	57,558	124,354
Telephone	-	39,214	12,411	49,500	5,988	3,925	111,038	50,016	21,091	71,107	182,145
Postage, warehouse, and delivery	-	2,163	2,082	8,934	1,335	198	14,712	8,893	11,113	20,006	34,718
Occupancy	-	142,685	96,411	57,074	104,636	7,198	408,004	269,632	294,882	564,514	972,518
Property and equipment	-	11,485	3,591	48,543	2,328	106	66,053	46,119	10,719	56,838	122,891
Media and printing	-	38,392	108,436	75,444	37,512	1,587	261,371	30,061	77,596	107,657	369,028
Travel	-	8,224	27,595	25,957	10,738	2,152	74,666	33,742	35,043	68,785	143,451
Conference, training, and meetings	-	11,866	44,431	74,296	22,052	1,290	153,935	14,952	59,392	74,344	228,279
Bank, interest, merchant, and other fees	-	2,247	2,261	1,507	1,507	15	7,537	68,589	754	69,343	76,880
Miscellaneous	-	504	1,631	2,970	1,132	49	6,286	1,431	1,583	3,014	9,300
United Way Worldwide dues	-	39,668	31,168	14,167	28,334	12,750	126,087	75,086	82,170	157,256	283,343
Depreciation and amortization expense, loss on sale/abandonment of property and equipment	-	4,553	4,751	1,826	2,273	38	13,441	79,162	958	80,120	93,561
Cost recovery reimbursements	-	-	-	-	-	-	-	(15,983)	(6,050)	(22,033)	(22,033)
Total	-	1,745,799	1,775,483	2,675,762	955,273	450,877	7,603,194	2,787,291	3,119,779	5,907,070	13,510,264
Allocations/awards	17,254,836	300,000	3,060,737	339,248	-	-	20,954,821	-	-	-	20,954,821
Less donor designations	(18,793,932)	-	-	-	-	-	(18,793,932)	-	-	-	(18,793,932)
TOTAL ALLOCATIONS AND EXPENSES	<u>\$ (1,539,096)</u>	<u>\$ 2,045,799</u>	<u>\$ 4,836,220</u>	<u>\$ 3,015,010</u>	<u>\$ 955,273</u>	<u>\$ 450,877</u>	<u>\$ 9,764,083</u>	<u>\$ 2,787,291</u>	<u>\$ 3,119,779</u>	<u>\$ 5,907,070</u>	<u>\$ 15,671,153</u>

See accompanying notes.

**UNITED WAY OF THE BAY AREA**  
**STATEMENT OF FUNCTIONAL EXPENSES**  
**Year ended June 30, 2011**

	Program Services							Support Services			Total
	Funds Awarded/ Allocated to Agencies	211 Initiative	SparkPoint Initiative	Other Community Services	Community Capacity Building	Labor Community Services	Total Program Services	Management and General	Fundraising	Total Support Services	
ALLOCATIONS AND EXPENSES											
Salaries	\$ -	\$ 835,065	\$ 511,488	\$ 1,512,518	\$ 546,160	\$ 275,184	\$ 3,680,415	\$ 1,247,777	\$ 1,884,703	\$ 3,132,480	\$ 6,812,895
Payroll taxes and employee benefits	-	282,562	145,957	393,858	181,731	90,727	1,094,835	844,968	539,411	1,384,379	2,479,214
Subtotal	-	1,117,627	657,445	1,906,376	727,891	365,911	4,775,250	2,092,745	2,424,114	4,516,859	9,292,109
Professional services	-	234,794	318,577	315,613	40,685	-	909,669	359,446	272,984	632,430	1,542,099
Supplies	-	7,677	31,890	21,411	12,262	14	73,254	17,515	38,344	55,859	129,113
Telephone	-	50,259	8,041	34,852	26,933	3,485	123,570	36,889	40,713	77,602	201,172
Postage, warehouse, and delivery	-	1,434	534	7,724	3,178	181	13,051	7,247	13,979	21,226	34,277
Occupancy	-	84,940	39,800	226,919	157,214	15,048	523,921	228,742	195,338	424,080	948,001
Property and equipment	-	6,345	437	29,620	23,088	-	59,490	34,103	28,772	62,875	122,365
Media and printing	-	17,366	88,072	82,127	29,258	3,391	220,214	19,512	101,685	121,197	341,411
Travel	-	12,454	21,523	42,292	9,837	2,685	88,791	31,627	39,765	71,392	160,183
Conference, training, and meetings	-	20,153	40,722	48,308	9,511	1,452	120,146	33,015	54,770	87,785	207,931
Bank, interest, merchant, and other fees	-	1,862	-	4,859	3,574	-	10,295	59,697	1,492	61,189	71,484
Miscellaneous	-	223	490	2,215	1,023	-	3,951	3,184	3,338	6,522	10,473
United Way Worldwide dues	-	-	-	112,616	25,988	-	138,604	75,078	75,078	150,156	288,760
Depreciation and amortization expense, loss on sale/abandonment of property and equipment	-	7,608	2,981	9,705	5,056	-	25,350	79,699	2,276	81,975	107,325
Cost recovery reimbursements	-	-	-	-	-	-	-	(26,466)	(6,600)	(33,066)	(33,066)
Total	-	1,562,742	1,210,512	2,844,637	1,075,498	392,167	7,085,556	3,052,033	3,286,048	6,338,081	13,423,637
Allocations/awards	18,424,501	366,000	2,535,235	194,702	-	-	21,520,438	-	1,000	1,000	21,521,438
Less donor designations	(18,984,209)	-	-	-	-	-	(18,984,209)	-	-	-	(18,984,209)
TOTAL ALLOCATIONS AND EXPENSES	<u>\$ (559,708)</u>	<u>\$ 1,928,742</u>	<u>\$ 3,745,747</u>	<u>\$ 3,039,339</u>	<u>\$ 1,075,498</u>	<u>\$ 392,167</u>	<u>\$ 9,621,785</u>	<u>\$ 3,052,033</u>	<u>\$ 3,287,048</u>	<u>\$ 6,339,081</u>	<u>\$ 15,960,866</u>

See accompanying notes.

**UNITED WAY OF THE BAY AREA**  
**STATEMENTS OF CASH FLOWS**  
**Years ended June 30, 2012 and 2011**

	<u>2012</u>	<u>2011</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ (4,637,143)	\$ 1,335,662
Adjustments to reconcile change in net assets to net cash from operating activities		
Provision for uncollectible pledges (net)	235,388	608,249
Change in discount on grants receivable	(3,337)	(17,162)
Depreciation and amortization	93,561	107,325
Loss on abandonment/sale of property and equipment, net		-
Net realized and unrealized (gains) losses on investments	412,142	(1,630,174)
Pension related changes other than net periodic pension costs	4,064,182	(1,565,559)
Changes in assets and liabilities		
Pledges receivable	(2,055,604)	1,010,349
Grants receivable	(1,167,116)	757,903
Prepays and other receivables	(126,613)	70,052
Donor designations and allocations payable	(5,924)	(1,551,250)
Operating payables and accruals	799,127	(812,427)
Accrued vacation and related costs	(35,274)	(105,390)
Deferred rent	(102,552)	(102,552)
Accrued pension costs	(688,450)	(497,602)
Net cash from operating activities	<u>(3,217,613)</u>	<u>(2,392,576)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of investments	(1,941,025)	(1,364,087)
Proceeds from sale of investments	4,760,000	4,125,062
Purchases of property and equipment	(178,278)	(64,991)
Net cash from investing activities	<u>2,640,697</u>	<u>2,695,984</u>
CHANGE IN CASH AND CASH EQUIVALENTS	(576,916)	303,408
CASH AND CASH EQUIVALENTS, beginning of year	<u>2,105,215</u>	<u>1,801,807</u>
CASH AND CASH EQUIVALENTS, end of year	<u><u>\$ 1,528,299</u></u>	<u><u>\$ 2,105,215</u></u>

*See accompanying notes.*

## **NOTE 1 – ORGANIZATION AND PURPOSE**

United Way of the Bay Area (UWBA), incorporated in California in 1955, is an independent, locally managed nonprofit organization. It has been granted tax-exempt status under Section 501(c)(3), of the Internal Revenue Code and Section 23701(d), of the California Revenue and Taxation Code. Accordingly, no provision for income taxes is included in the financial statements.

As UWBA approaches its centennial, it is proud to be continuing a long tradition of leadership in the local nonprofit community by encouraging philanthropy and investing those dollars in programs to serve the health and human services needs of Bay Area residents. UWBA currently serves Alameda, Contra Costa, Marin, Napa, San Francisco, San Mateo, and Solano Counties.

The Bay Area Community Fund (BACF), is comprised of the unrestricted funds donated to UWBA to support the achievement of its Community Impact goals. UWBA is committed to creating community change by positioning itself as an inclusive community leader in the seven Bay Area counties served, while honoring donors' philanthropic interests. UWBA's five-year Community Impact goals were identified in 2008 through a process of staff and partner research, community input sessions, and board and constituent discussion.

In response to the needs of the community, UWBA focuses its goals and its use of resources. In doing so, it may, from time to time, discontinue the management of specific programs. Discontinuance may include closing, merging, or establishing the independence of programs. When such transitions take place, the purpose has been and will continue to be enhancing the ability of the UWBA to concentrate its efforts on helping to cut the number of families living in poverty. The organization does this by pursuing programs and strategies in three areas: survival, stability, and prosperity.

### **Survival**

UWBA undertakes prevention and intervention strategies to help people meet their basic needs like food, shelter, health care, and child care. Initiatives and programs offered in this category include the 211 Information and Referral System, the Earn It! Keep It! Save It! Program, and the Emergency Food and Shelter Program.

### **Stability**

UWBA seeks to help every individual and household achieve financial stability in order to get beyond just trying to survive. The flagship program in this category is SparkPoint.

### **Prosperity**

UWBA believes that every member of the Bay Area community deserves economic success. Initiatives and programs supported by UWBA in this category include MatchBridge, and Impact Grant-Making.

**Impact Grant-Making** - UWBA has learned that, in certain situations, the best way to help people improve their lives is to make grants to outstanding organizations providing high-impact services. In general, UWBA grant-making focuses on financial stability, education, the needs of children and youth, volunteerism, and disaster preparedness.

Grant proposals are evaluated on the basis of their alignment with UWBA's strategic plan as well as the agency's ability to demonstrate high standards in fiscal and programmatic operations, and overall organizational strength. Grants and the focus of grant-making activities are reported to and approved by UWBA's Board of Directors.

The following are specific programs and strategies managed by United Way of the Bay Area:

**211 Initiative** – 211 Bay Area strengthens the community by addressing the challenges people face obtaining needed health and human services in everyday life and in times of personal crisis. In times of disaster, 211 becomes an essential part of our response and recovery. As an easy-to-remember phone number, 211 provides callers with information about and referrals to essential services. Trained staff answers calls twenty-four hours a day, seven days a week, with the ability to respond in the caller's language through bilingual staff and tele-interpreting services.

## UNITED WAY OF THE BAY AREA

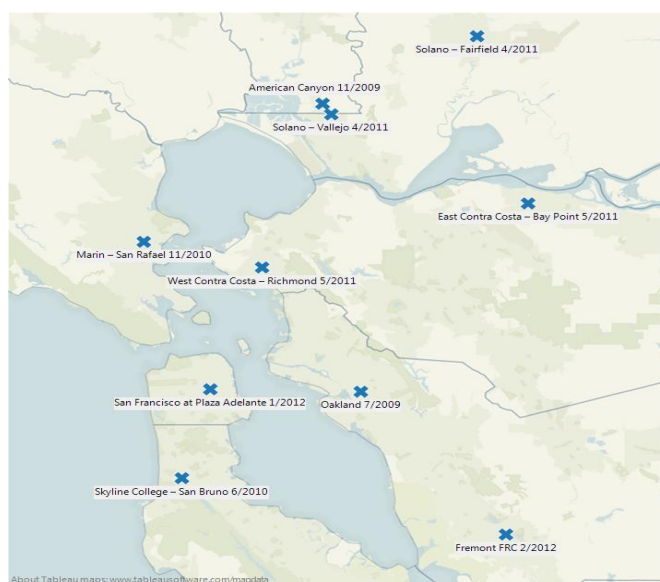
### NOTES TO FINANCIAL STATEMENTS

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**SparkPoint** – For decades, UWBA has partnered and convened across sectors, contributed to policy, and managed programs. Through the Bay Area Community Fund, UWBA has identified and invested in—both financially and through technical assistance – more than 250 high-performing local programs that create, promote, or protect financial stability by supporting children and youth, working families, and communities. The relationships, experience, and synergy stemming from this work have created the fertile ground on which UWBA is building its SparkPoint program.

United Way of the Bay Area has opened at least one SparkPoint Center in each of the seven counties it serves. The SparkPoint Center offers multiple services in one location for a person or family trying to move out of poverty. Examples of services include job placement, workforce development, credit repair, financial education and counseling, and access to public benefits like health coverage or child care.

As of June 2012, UWBA has launched ten SparkPoint Centers across the Bay Area. One more is currently in the planning stage. The UWBA is also proud to see the program being replicated in other cities and states and is pleased to share its learnings. Each SparkPoint Center is developed organically accordingly to local needs and assets. Partner organizations at each SparkPoint provide services and share a commitment to seven central concepts: (1) to offer an array of services in three areas – credit, income, and assets; (2) to seamlessly integrate service delivery, appropriately “bundled” and sequenced; (3) to provide financial counseling for all clients and motivate and support them with culturally competent staff; (4) to promote and provide access to public and private benefits and mainstream financial services; (5) to commit to continued engagement with clients over two-three years; (6) to evaluate, learn from and share data, supported by a user-friendly IT system that demonstrates results; and (7) to promote SparkPoint through the power of a common brand and marketing. The partners have also committed to pursue common goals and develop new indicators to measure success.



The Earn it! Keep It! Save it! (EKS) program is available at each SparkPoint Center, and strives to enroll EKS participants in the other services offered by the Centers. In addition UWBA and partners offer EKS around the Bay Area at approximately 200 free tax sites. IRS-certified volunteer tax preparers help individuals and families claim their maximum benefit and refund. EKS partners with hundreds of community organizations and other free tax preparation providers such as Tax-Aid and AARP Tax-Aide to process over 60,000 tax returns each year. EKS provides low to moderate income households with free, quality tax return preparation and access to asset building or income support resources such as public benefits, low or no cost bank accounts or financial education. EKS also ensures eligible taxpayers claim the Earned Income Tax Credit (EITC) which can amount to as much as \$5,751 per family.

**Other community services** – Community services represent the costs of eight UWBA community projects whose individual expenses do not exceed more than 30% of the total for this category. These projects target and support Bay Area communities to meet their needs across the stated issue areas. Expenses include the costs of program-dedicated staff, consultants, and grants to nonprofit organizations that provide services to the community pursuant to the programs’ criteria and objectives. One example is MatchBridge. MatchBridge contributes to the development of San Francisco’s workforce by connecting qualified young people age 16 to 24 to entry level jobs and internships in business. MatchBridge focuses on employment opportunities in the private/public sector and partners with schools and local youth-serving, community-based organizations to help achieve the goal of creating a workforce that is prepared, educated and ready to work in 21<sup>st</sup> century jobs. By working closely with its nonprofit, governmental, and for-profit partners, the program enabled over 1,000 youth to find employment. The MatchBridge program grew significantly this year as a result of joining forces with the City of San Francisco Summer Jobs+ program.

**Community capacity building** – Community capacity building represents UWBA staff and other operating costs in developing and managing UWBA programs, conducting appropriate and legal public policy advocacy, and engaging in other community activities in partnership with nonprofit and public sector organizations and labor councils.

**Labor community services** – Labor community services primarily represent the cost of UWBA staff, who are also members of Bay Area Labor Councils, and who provide assistance to union members and other people in need of basic welfare support. Historically, the Labor community service program provides direct assistance to thousands of individuals throughout the Bay Area each year.

## **NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES**

**Basis of accounting** – The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America and with the financial statement standards of United Way Worldwide. United Way Worldwide standards are required for membership and fully comply with U.S. Statements of Financial Accounting Standards applicable for not-for-profit organizations.

**Use of estimates** – Management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and contingencies at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from management’s estimates. Significant estimates include the provision for uncollectible pledges, useful lives of property and equipment, allocation of functional expenses, and the unfunded pension liabilities. The fair value of investments and pension assets are subject to material volatility based on market conditions. This could have a significant effect on these financial statements.

**Classes of net assets** – The accompanying financial statements are presented on the basis of unrestricted, temporarily restricted, and permanently restricted net assets.

**Unrestricted net assets** – Unrestricted net assets include resources available to support UWBA operations and temporarily restricted resources which become available for use by UWBA in accordance with the intentions of the donors. Unrestricted net assets are designated by UWBA’s Board of Directors for specified purposes as follows:

	2012	2011
Future grants and programs	\$ 3,295,000	\$ 4,500,000
General use	514,890	446,559
	<u>\$ 3,809,890</u>	<u>\$ 4,946,559</u>

As of June 30, 2012, the Board of Directors approved a full year’s grants allocation as had been the practice in years prior.

**Temporarily restricted net assets** – Temporarily restricted net assets include resources with donor-imposed restrictions that will be fulfilled by actions of UWBA and/or become unrestricted by the passage of time. UWBA’s temporarily restricted net assets include multi-year pledges as well as grants restricted for specific UWBA community projects. When the donor or time restriction is fulfilled, temporarily restricted net assets are released to unrestricted net assets and are reported in the accompanying statements of activities as net assets released from restrictions. Temporarily restricted contributions received in the same period as the restrictions are met are reported as temporarily restricted support and net assets released from restrictions in that period.

## UNITED WAY OF THE BAY AREA

### NOTES TO FINANCIAL STATEMENTS

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*Permanently restricted net assets* – Permanently restricted net assets are comprised of the historical dollar value of contributions that were received with donor restrictions requiring the assets be maintained in perpetuity and that only the income generated from these assets is made available for grants, programs or support services in accordance with the donor restrictions.

**Cash and cash equivalents** – All highly liquid investments, with an original maturity of three months or less when purchased and not held through the investment account, are considered to be cash equivalents. Substantially all of the cash equivalent balances held in financial institutions at June 30, 2012 and 2011, exceeded federal depository insurance coverage. UWBA has not experienced any losses in such accounts.

**Pledges receivable** – Pledges receivable consist of unconditional promises to give by donors and are recorded at fair value. Pledges receivable are net of provisions for uncollectible pledges.

**Provisions for uncollectible pledges** – The provision for uncollectible pledges is computed based upon historical averages and management's consideration of current economic factors that could affect pledge collections. Using this criteria, the provision as of June 30, 2012 and 2011, was determined to be 5% and 8% of gross campaign pledges, respectively. For fiscal years ended June 30, 2012 and 2011 there are bad debt recoveries of \$322,612 and \$253,751, respectively, as a result of closing out the prior year campaigns. These recoveries are netted against the gross provision for uncollectible pledges on the statements of activities.

**Grants receivable** – Grants receivable consist of unconditional promises to give by granting organizations. Unconditional promises to give that are expected to be collected during the following fiscal year are recorded at the amount contributed. Unconditional promises to give that are expected to be collected in future years are recorded at the fair value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable in the years in which those promises are received. The discount rates range from 0.22% to 4.91%. Grants receivable are net of discounts of \$2,923 and \$6,260 at June 30, 2012 and 2011, respectively.

**Investments** – UWBA's investments are stated at estimated fair value based on quoted market prices at fiscal year-end. Investments include money market funds and marketable securities held principally for investment purposes. Unrealized gains and losses that result from market fluctuations are recognized in the period such fluctuations occur in the statements of activities. Realized gains and losses that result from sales or maturities of securities during the year are calculated on an adjusted cost basis and are reflected in the statements of activities. Marketable securities received as donations are recorded at estimated fair value at the date of the donation, and are generally sold as soon as practical after receipt.

**Fair value of assets and liabilities** – Fair Value Measurements define fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of input that may be used to measure fair value:

- |         |   |
|---------|---|
| Level 1 | Quoted prices in active markets for identical assets or liabilities.  |
| Level 2 | Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. |
| Level 3 | Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.   |

The following is a description of the valuation methodologies used for instruments measured at fair value on a recurring basis and recognized in the accompanying statements of financial position, as well as the general classification of such instruments pursuant to the valuation hierarchy.

Where quoted market prices are available in an active market, investments are classified within Level 1 of the valuation hierarchy. Level 1 investments include cash and cash equivalents, fixed income securities, and exchange traded equities. Level 2 investments include investments held in pooled income funds and are valued at market price as provided by the custodian of the funds.

**Property and equipment** – Property and equipment are stated at cost, if purchased, or if donated, at fair value at the date of the donation for items exceeding \$5,000. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets, ranging from three to ten years. Total depreciation expense amounted to \$93,561 and \$107,325 for the years ended June 30, 2012 and 2011, respectively.

**Deferred rent** – Certain leases of UWBA contain lease incentives and fixed escalations. UWBA recognizes the related rent expense on a straight-line basis over the life of the lease. For the years ended June 30, 2012 and 2011, deferred rent relates only to the current San Francisco office lease.

**Gross campaign results** – Gross campaign results consist of cash and unconditional promises to give to UWBA during the annual fundraising campaigns and include contributions processed by third-party processors. Donor designations and the provision for uncollectible pledges are deducted from gross campaign results to arrive at campaign revenue.

**Donor designations and service fee revenue** – Donor designations, contributions that are designated by the donor to nonprofit organizations other than UWBA including contributions processed by third-party processors, are deducted from gross campaign results to arrive at net campaign revenue. Donor designations are paid to the designated organizations on a monthly basis, by electronic funds transfer (EFT) as information allows and on a quarterly basis by check for all others, as pledges are collected. Proportionate shares of the receipts are distributed out to the agencies net of service fees. Service fee revenue is reported in the statements of activities. This designation processing is inclusive of pledges and payments processed as part of UWBA's role as a federation for the Combined Federal Campaign as well as other state and local government-sponsored fundraising campaigns.

**Planned gifts** – Planned gifts that are irrevocable are recognized as a receivable when amounts due to UWBA can be reasonably estimated. As of June 30, 2012 and 2011, UWBA has only one type of planned gift – pooled income funds. Assets associated with these gifts total \$160,665 and \$155,382 for 2012 and 2011, respectively, at fair value and are included in investments. Liabilities associated with these gifts total \$29,477 and \$30,794 as of June 30, 2012 and 2011, respectively, at fair value and are included in operating payables and accruals.

**Donated goods and services** – UWBA recognizes the value of donated equipment and/or supplies at the fair value for similar items. Donated goods and services for the years ended June 30, 2012 and 2011, of \$756,514 and \$218,588, respectively, were reflected as "Miscellaneous contributions" in the accompanying statements of activities. UWBA will recognize the fair value of donated services if the services meet the recognition criteria which include a) requiring specialized skills; b) provided by someone with those skills; and c) would have to be purchased if they were not donated. Although UWBA receives a significant amount of contributed time from volunteers, this time does not meet the recognition criteria. Accordingly, the value of this contributed time is not reflected in the accompanying financial statements.

**Gross funds awarded/allocated to agencies** – The amount shown on the statements of activities includes grants to fund local community partners, UWBA initiatives and programs which amounted to \$4,205,000 and \$3,350,000 during the years ended June 30, 2012 and 2011, respectively. These grants have been recommended by staff working with a sub-committee of the Board of Directors and have been approved by the Board. However, to comply with financial statement presentation requirements, these grants are shown net of an offset amount to prevent revenue duplication between unrestricted and temporarily restricted accounts.

**Functional allocation of expenses** – The majority of expenses can be directly identified with the program or supporting services to which they relate and are charged accordingly. Other expenses have been allocated among program and supporting services classification based on the average number of full-time employees, the time study allocation method, and on a direct cost basis. This is consistent with the standards for allocation of functional expenses in accordance with accounting principles generally accepted in the United States of America and United Way Worldwide.

**Concentrations of risk** – UWBA receives approximately 46% of its gross campaign revenue from five employers. Four of these employers are nationally aligned through United Way Worldwide; therefore, the risk of loss of these employers by UWBA is remote.

**Income taxes** – UWBA adopted the provisions of FASB Accounting Standards Codification (ASC) 740-10, Income Taxes, relating to accounting for uncertain tax positions on July 1, 2009. UWBA evaluates uncertain tax positions in accordance with *Accounting for Contingencies* whereby the effect of the uncertainty would be recorded if the outcome was considered probable and reasonably estimable. UWBA had no unrecognized tax benefits at June 30, 2012 or 2011. UWBA files exempt organization returns in the U.S. federal and California jurisdictions. With few exceptions, UWBA is no longer subject to United States federal or state/local income tax examinations by tax authorities for fiscal years before 2007.

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

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**Subsequent events** – Subsequent events are events or transactions that occur after the statement of financial position date but before financial statements are issued. UWBA recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statements of financial position, including the estimates inherent in the process of preparing the financial statements. UWBA's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statements of financial position but arose after the statement of financial position date and before the financial statements are available to be issued.

UWBA has evaluated subsequent events through November 29, 2012, which is the date the financial statements are available to be issued. See Note 13.

**NOTE 3 – GRANTS RECEIVABLE**

UWBA expects to receive grants receivable as follows:

	2012	2011
Amount due:		
In the next year	\$ 1,449,600	\$ 530,731
Between two and five years	645,833	397,585
	2,095,433	928,316
Discount	(2,923)	(6,260)
Grants receivable, net	<u>\$ 2,092,510</u>	<u>\$ 922,056</u>

**NOTE 4 – INVESTMENTS**

Investments consist of the following at June 30:

	2012	2011
Balanced fund	\$ 758,501	\$ 879,201
Domestic equities	2,634,165	3,300,972
Commodities/natural resources fund	435,672	550,959
International equity	1,915,994	2,210,645
Low duration and intermediate bonds	4,566,417	7,724,379
International global bonds	883,015	-
Cash and cash equivalents	239,900	4,031
Pooled income funds	160,665	155,262
Total	<u>\$ 11,594,329</u>	<u>\$ 14,825,449</u>

Net unrealized and realized gains are as follows for the years ended June 30:

	2012	2011
Unrealized gains (losses)	\$ (541,334)	\$ 1,269,219
Realized gains	129,192	360,955
Total unrealized and realized gains (losses)	<u>\$ (412,142)</u>	<u>\$ 1,630,174</u>

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

Investment income is as follows for the years ended June 30:

	2012	2011
Interest and dividend income	\$ 454,635	\$ 484,409
Less investment management fees	(45,316)	(16,613)
Total investment income, net	<u>\$ 409,319</u>	<u>\$ 467,796</u>

UWBA's long term asset allocation policy was developed by staff and approved by the Board to manage market fluctuations over time. UWBA is aware there are challenges in the current financial markets and continues to monitor related volatility.

The following tables present the investments carried at fair value on the accompanying Statements of Financial Position as of June 30, 2012 and 2011, by valuation hierarchy:

June 30, 2012			
Fair Value Measurement Inputs	Level 1	Level 2	Total
Equities	\$ 5,744,332	\$ -	\$ 5,744,332
Fixed income securities	5,449,432	-	5,449,432
Cash and cash equivalents (held for investment)	239,900	-	239,900
Pooled income funds	-	160,665	160,665
Total	<u>\$ 11,433,664</u>	<u>\$ 160,665</u>	<u>\$ 11,594,329</u>

June 30, 2011			
Fair Value Measurement Inputs	Level 1	Level 2	Total
Equities	\$ 6,941,777	\$ -	\$ 6,941,777
Fixed income securities	7,724,379	-	7,724,379
Cash and cash equivalents (held for investment)	4,031	-	4,031
Pooled income funds	-	155,262	155,262
Total	<u>\$ 14,670,187</u>	<u>\$ 155,262</u>	<u>\$ 14,825,449</u>

**NOTE 5 - PROPERTY AND EQUIPMENT**

Property and equipment consisted of the following at June 30:

	2012	2011
Computer software and equipment	\$ 788,986	\$ 772,586
Office furniture	475,049	470,634
Equipment	167,940	159,657
Leasehold improvements	48,736	36,584
Vehicles	24,240	24,240
Total	1,504,951	1,463,701
Less accumulated depreciation and amortization	(1,263,087)	(1,306,554)
Total property and equipment, net	<u>\$ 241,864</u>	<u>\$ 157,147</u>

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 6 – MISCELLANEOUS CONTRIBUTIONS**

Miscellaneous contributions are comprised of the following:

	2012	2011
Unrestricted		
Donated goods and services	\$ 84,756	\$ 168,588
Non-campaign donations	163,088	78,433
Prior year campaign revenue	42,527	14,667
Revenue - other United Ways	93,671	90,413
Special events income	2,036	-
Sponsorship fees	2,500	25,000
	<u>388,578</u>	<u>377,101</u>
Temporarily restricted		
Donated goods and services	671,758	50,000
Non-campaign donations & Miscellaneous income	181,796	1,776
Special events income	8,003	-
Sponsorship fees	62,000	718
	<u>923,557</u>	<u>52,494</u>
Permanently restricted		
Non-campaign donations	-	9,344
	<u>-</u>	<u>9,344</u>
Total Miscellaneous contributions	<u>\$ 1,312,135</u>	<u>\$ 438,939</u>

**NOTE 7 – COMMITMENTS**

UWBA leases office space under noncancelable operating leases expiring at various dates through March 31, 2013. Lease agreements generally provide for both renewal options and escalation clauses for increased operating expenses and real estate taxes. UWBA subleases a portion of its San Francisco office space to other nonprofit organizations on a month-to-month basis. Sublease income for the years ended June 30, 2012 and 2011, was \$20,100 and \$16,050, respectively. UWBA is also committed under noncancelable operating leases for various office equipment. On July 30, 2012, UWBA signed an amendment to its existing lease the with Eastmont Towne Center, Oakland, that extended the term to 7 years and reduced both the square footage and the rent for its Oakland SparkPoint Center. Revised terms are slated to commence on or about December 14, 2012.

Future minimum commitments under noncancelable operating leases having lease terms in excess of one year as of June 30, 2012, are as follows:

<u>Years Ending June 30,</u>	
2013	\$ 734,119
2014	139,216
2015	128,667
2016	112,500
2017	114,750
Thereafter	<u>57,375</u>
Total	<u>\$ 1,286,627</u>

Rent expense for the years ended June 30, 2012 and 2011, was \$987,059 and \$964,511, respectively.

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

**NOTE 8 – PENSION PLAN**

The Pension Plan of United Way of the Bay Area (the Plan) is a single employer defined benefit pension plan with UWBA as plan sponsor.

The Plan was amended to freeze participation and benefit accruals under the Plan effective December 31, 2006. Accordingly, no employees will become participants after the December 1, 2006 entry date, and participants' Plan benefits will not increase after December 31, 2006. In no event will the accrued benefit of any participant be less than that calculated as of December 31, 2006.

Accrued pension costs consist of the following at June 30:

	2012	2011
Defined benefit pension plan liabilities	\$ 6,961,736	\$ 3,566,669
Defined early retirement medical benefits plan	96,679	116,014
Total accrued pension costs	<u>\$ 7,058,415</u>	<u>\$ 3,682,683</u>

The following information sets forth the Plan's projected benefit obligation, fair value of plan assets, unfunded status and accumulated benefit obligation as of June 30:

	2012	2011
Projected benefit obligation		
Beginning of year	\$ 14,470,264	\$ 14,365,544
Service cost	180,234	205,335
Interest costs	785,797	748,118
Actuarial (gain) loss	3,595,836	(218,891)
Benefits paid	(439,575)	(459,763)
Administrative expenses paid	(127,074)	(170,079)
End of year	<u>\$ 18,465,482</u>	<u>\$ 14,470,264</u>
Fair value of plan assets		
Beginning of year	\$ 10,903,595	\$ 8,735,038
Actual return on plan assets	234,133	1,797,697
Employer contributions	932,667	1,000,702
Benefits paid	(439,575)	(459,763)
Administrative expenses paid	(127,074)	(170,079)
End of year	<u>\$ 11,503,746</u>	<u>\$ 10,903,595</u>
Funded status of the Plan at year-end (underfunded)	<u>\$ (6,961,736)</u>	<u>\$ (3,566,669)</u>

Amounts recognized for the defined pension plan only in the accompanying statements of financial position are as follows as of June 30:

	2012	2011
Prepaid benefit cost	\$ 983,914	\$ 314,799
Additional accrued pension liability for pension plans with a benefit obligation in excess of plan assets	(7,945,650)	(3,881,468)
Defined benefit pension liabilities	<u>\$ (6,961,736)</u>	<u>\$ (3,566,669)</u>
Unrestricted net assets, pension liability in excess of intangible pension assets	<u>\$ 7,945,650</u>	<u>\$ 3,881,468</u>

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

Amounts reflected in the accompanying statements of activities are as follows for the years ended June 30:

	2012	2011
Service cost	\$ 180,234	\$ 205,335
Interest cost	785,797	748,118
Expected return on assets	(876,635)	(701,684)
Amortization loss	174,156	250,655
Net periodic pension cost	<u>\$ 263,552</u>	<u>\$ 502,424</u>

The projected unit credit cost method was utilized for measuring net periodic pension cost over the employee's estimated service life. The following table summarizes the assumptions used in computing the present value of projected benefit obligations and net periodic cost as of June 30:

	2012	2011
Assumptions used in computing benefit obligation		
Discount rate	3.85%	5.40%
Rate of compensation increase	N/A	N/A
Assumptions used in computing the net periodic pension costs		
Discount rate	5.40%	5.30%
Expected return on assets	8.00%	8.00%
Rate of compensation increase	N/A	N/A

The investment objective for the Plan is to maximize total return within reasonable and prudent levels of risk. The Plan's weighted-average asset allocations are as follows as of June 30:

	2012	2011
Asset category		
Common and collective trusts		
Equity	60.8%	60.8%
Debt	36.8%	35.9%
Cash and cash equivalents	2.4%	3.3%
Total	<u>100.0%</u>	<u>100.0%</u>

The fair values of the UWBA's defined benefit plan assets at June 30, 2012 by asset category are as follows:

Fair Value Measurement Inputs	Level 1	Level 2	Total
Cash and cash equivalents	\$ 278,313	\$ -	\$ 278,313
Large cap equities fund	-	4,187,383	4,187,383
Small cap equities fund	-	1,054,773	1,054,773
International equities fund	-	1,753,708	1,753,708
Bond fund	-	4,229,569	4,229,569
Total	<u>\$ 278,313</u>	<u>\$ 11,225,433</u>	<u>\$ 11,503,746</u>

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

The fair values of the UWBA's defined benefit plan assets at June 30, 2011 by asset class are as follows:

<u>Fair Value Measurement Inputs</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Total</u>
Cash and cash equivalents	\$ 358,696	\$ -	\$ 358,696
Large cap equities fund	-	3,970,032	3,970,032
Small cap equities fund	-	992,227	992,227
International equities fund	-	1,668,250	1,668,250
Bond fund	-	3,914,391	3,914,391
Total	<u>\$ 358,696</u>	<u>\$ 10,544,899</u>	<u>\$ 10,903,595</u>

The estimated minimum benefit payments which reflect expected future service, as appropriate, to be paid by UWBA are as follows:

<u>Year Ending June 30,</u>	
2013	\$ 679,271
2014	717,864
2015	820,300
2016	828,026
2017	866,274
2018 - 2020	<u>4,868,063</u>
	<u>\$ 8,779,798</u>

UWBA contributed \$932,667 and \$1,000,702 to the Plan during the years ended June 30, 2012 and 2011, respectively.

Effective January 1, 2007, UWBA established the UWBA 401(k) Plan. Eligible employees become 401(k) Plan participants on the first day of the calendar quarter following date of hire. 401(k) Plan participants may elect to reduce their compensation by a specific percentage or dollar amount and have that amount contributed to the 401(k) Plan on a pre-tax basis as a salary deferral. UWBA matches 100% of participants' salary deferral contributions, up to a maximum of 2% of compensation (temporarily suspended during the period January 1 – December 31, 2010, according to the Collective Bargaining Agreement dated April 1, 2009 to March 31, 2012). In addition, UWBA makes an employer "nonelective" contribution according to a formula that is based on a participant's age plus service. For employees hired before January 1, 2010, matching and employer nonelective contributions will be 100% vested after two years of service (or age 65, if earlier). Employees hired after January 1, 2010 will be 50% vested after two years of service and 100% vested after four years of service (or age 65, if earlier).

UWBA had a defined benefit early retirement medical benefits plan that covered certain full-time employees who retired as of June 30, 1993. UWBA does not contribute to this plan except to reimburse certain medical and other costs submitted by the Plan's retirees as defined within the agreement. The estimated cost of future medical and other payments as of June 30, 2012 and 2011, is \$96,679 and \$116,014, respectively, and is included in accrued pension costs.

UWBA also has a defined contribution retirement plan under Section 403(b) of the Internal Revenue Code (the "Code"), available to those employees who are not eligible to participate in the 401(k). UWBA does not provide any matching contributions to this plan.

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

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**NOTE 9 – TEMPORARILY RESTRICTED NET ASSETS**

Temporarily restricted net assets were available for the following purposes as of June 30:

	2012	2011
UWBA community projects		
Prosperity	\$ 104,697	\$ 254,563
Stability	534,816	230,476
Survival	650,630	589,206
Total	<u>\$ 1,290,143</u>	<u>\$ 1,074,245</u>

**NOTE 10 – NET ASSETS RELEASED FROM RESTRICTIONS**

Net assets are released from restrictions by the incurrence of expenses satisfying the restricted purposes specified by the donors or by the passage of time are as follows during the years ended June 30:

	2012	2011
UWBA community projects		
Prosperity	\$ 1,228,079	\$ 873,942
Stability	2,048,083	3,865,826
Survival	688,366	824,096
Total	<u>\$ 3,964,528</u>	<u>\$ 5,563,864</u>

**NOTE 11 – ENDOWMENT DISCLOSURES**

**Interpretation of relevant law** – The Board of Directors of UWBA has interpreted the California Prudent Management of Institutional Funds Act (CPMIFA) as requiring the preservation of the fair value of the original gift as of the date of the donor restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, UWBA classifies as permanently restricted net assets (a) the original value of the gifts donated to the permanent endowment; (b) the original value of the subsequent gifts to the permanent endowment; and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the UWBA Board of Directors in a manner consistent with the standard prudence prescribed by CPMIFA. In accordance with CPMIFA, UWBA considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- a. The duration and preservation of the fund
- b. The purposes of UWBA and the donor-restricted endowment fund
- c. General economic conditions
- d. The possible effect of inflation and deflation
- e. The expected total return from income and the appreciation of investments
- f. Other resources of UWBA
- g. The investment policies of UWBA

**Spending policy and how the investment objectives relate to spending policy** – The endowment fund has a spending policy of appropriating all of the net income earned on the investment of these funds for distribution according to the instructions of the donor at the time the gift is made. The original value of the gifts donated to the permanent endowment is to be classified as permanently restricted and any earnings are classified as temporarily restricted until appropriated for expenditure.

**UNITED WAY OF THE BAY AREA**  
**NOTES TO FINANCIAL STATEMENTS**

**Aggregate amount of deficiencies for donor-restricted endowments** – From time to time, the fair value for assets associated with individual donor-restricted endowment funds may fall below the level that the donor requires UWBA to retain as a fund of perpetual duration. In accordance with generally accepted accounting principles, deficiencies of this nature that are reported in unrestricted net assets were \$88,763 and \$0 as of June 30, 2012 and 2011, respectively. These deficiencies resulted from unfavorable market fluctuations that occurred during the period.

The composition and changes in the endowment net assets as of June 30, 2012 and 2011 are as follows:

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total Net Assets
Endowment net assets, June 30, 2010	\$ (68,631)	\$ 242,390	\$ 3,875,631	\$ 4,049,390
Contributions	-	-	13,344	13,344
Investment income	68,631	85,458	-	154,089
Net appreciation	-	634,725	-	634,725
Reclassification	-	(163,982)	-	(163,982)
Endowment net assets, June 30, 2011	-	798,591	3,888,975	4,687,566
Investment income	-	115,298	-	115,298
Net appreciation	-	(290,204)	-	(290,204)
Amounts appropriated for expenditure	-	(167,188)	-	(167,188)
Endowment net assets, June 30, 2012	<u>\$ -</u>	<u>\$ 456,497</u>	<u>\$ 3,888,975</u>	<u>\$ 4,345,472</u>

**NOTE 12 – RELATED PARTY TRANSACTIONS**

UWBA's volunteer members of the Board of Directors participate in fundraising events, activities and by making private contributions. UWBA may also have board members that have other direct transactions with the organization. All related parties of UWBA are annually required to read and sign a conflict of interest policy which covers any relationship with board members, volunteers, and staff.

**NOTE 13 – SUBSEQUENT EVENTS**

On October 15, 2012, UWBA signed a 10 year lease for new San Francisco offices to be located at 550 Kearny Street, San Francisco, commencing on or about March 31, 2013. On September 4, 2012, UWBA signed a 2 year lease extension for the Vallejo office, located at 401 Amador Street, Vallejo. As indicated above in Note 7, on July 30, 2012, UWBA signed an amendment to its existing lease the with Eastmont Towne Center, Oakland, that extended the term to 7 years and reduced both the square footage and the rent for its Oakland SparkPoint Center. Revised terms are slated to commence on or about December 14, 2012.

## **SUPPLEMENTAL INFORMATION**

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**UNITED WAY OF THE BAY AREA**  
**SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS**  
**Year Ended June 30, 2012**

<b>Title</b>	<b>Federal CFDA Number</b>	<b>Funding Agent</b>	<b>Federal Contract/Grant Number</b>	<b>2012 Amount</b>
<u>Department of the Treasury</u>				
Volunteer Income Tax Assistance (VITA) Matching Grant Program	21.009	Department of Treasury	V10016	\$ 338,953
<b>Total Department of Treasury</b>				<u>338,953</u>
<u>US Department of Agriculture</u>				
ARRA - State Administrative Matching Grants for the Supplemental Nutrition Assistance Program	10.561	California Association of Food Banks	09-11212	<u>17,280</u>
<b>Total Department of Agriculture</b>				<u>17,280</u>
<u>Department of Homeland Security</u>				
Emergency Food and Shelter National Board Program	97.024	United Way Worldwide	Alameda: 28-0634-00 Oakland: 28-0646-00 Contra Costa: 28-0660-00 San Francisco: 28-0858-00 San Mateo: 28-0866-00 Solano: 28-0902-00 Napa: 28-0780-00 Marin: 28-0762-00	<u>29,002</u>
<b>Total Department of Homeland Security</b>				<u>29,002</u>
<u>Corporation for National &amp; Community Service</u>				
VISTA Program	94.013	Corporation for National & Community Service	10VSPCA003	11,169
Nonprofit Capacity Building	94.022	Corporation for National & Community Service	10CBHCA001	<u>92,009</u>
<b>Total Corporation for National &amp; Community Service</b>				<u>103,178</u>
<u>Department of Health and Human Services</u>				
Community Services Block Grant - ACAP	93.569	Department of Health and Human Services		<u>101,657</u>
<b>Total Department of Health and Human Services</b>				<u>101,657</u>
<b>Total Federal Awards</b>				<u><u>\$ 590,070</u></u>

**UNITED WAY OF THE BAY AREA**  
**NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS**  
**Year Ended June 30, 2012**

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**NOTE 1 – BASIS OF PRESENTATION**

The accompanying Schedule of Expenditures of Federal Awards (the "Schedule"), includes the federal grant activity of the United Way of the Bay Area ("UWBA"), under programs of the federal government for the year ended June 30, 2012. The information in this schedule is presented in accordance with the requirements of the Office of Management and Budget ("OMB"), Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Because the schedule presents only a selected portion of the operations of UWBA, it is not intended to and does not present the financial position, changes in net assets or cash flows of UWBA.

**NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in OMB Circular A-122, Cost Principles for Non-profit Organizations, wherein certain types of expenditures are not allowable or are limited as to reimbursement. Pass-through entity identifying numbers are presented where available.

**REPORT OF INDEPENDENT AUDITORS ON INTERNAL CONTROL OVER FINANCIAL  
REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF  
FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH  
GOVERNMENT AUDITING STANDARDS**

To the Board of Directors  
United Way of the Bay Area

We have audited the financial statements of the United Way of the Bay Area (UWBA) as of and for the year ended June 30, 2012, and have issued our report thereon dated November 29, 2012.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

**Internal Control Over Financial Reporting**

Management of UWBA is responsible for establishing and maintaining effective internal control over financial reporting. In planning and performing our audit, we considered UWBA's internal control over financial reporting as a basis for designing our auditing procedures for the purpose of expressing an opinion on the effectiveness of UWBA's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of UWBA's internal control over financial reporting.

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

Our consideration of the internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in the internal control over financial reporting that might be deficiencies, significant deficiencies, or material weaknesses. We did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses, as defined previously.

**Compliance and Other Matters**

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

This report is intended solely for the information and use of the Board of Directors, the Audit Committee, management, and federal awarding agencies and pass-through entities, and is not intended to be and should not be used by anyone other than these specified parties.



San Francisco, California  
November 29, 2012

**REPORT OF INDEPENDENT AUDITORS ON COMPLIANCE WITH REQUIREMENTS  
THAT COULD HAVE A DIRECT AND MATERIAL EFFECT ON EACH MAJOR PROGRAM  
AND ON INTERNAL CONTROL OVER COMPLIANCE IN ACCORDANCE WITH  
OMB CIRCULAR A-133**

To the Board of Directors  
United Way of the Bay Area

**Compliance**

We have audited United Way of the Bay Area (the "Organization"), compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of UWBA's major federal programs for the year ended June 30, 2012. UWBA's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs. Compliance with the requirements of laws, regulations, contracts, and grants applicable to each of its major federal programs is the responsibility of UWBA's management. Our responsibility is to express an opinion on UWBA's compliance based on our audit.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and OMB Circular A-133, *Audits of States, Local Governments, and Non-Profit Organizations*. Those standards and OMB Circular A-133 require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about UWBA's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion. Our audit does not provide a legal determination on UWBA's compliance with those requirements.

In our opinion, UWBA complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2012.

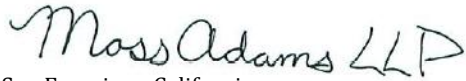
**Internal Control Over Compliance**

Management of UWBA is responsible for establishing and maintaining effective internal control over compliance with the requirements of laws, regulations, contracts, and grants applicable to federal programs. In planning and performing our audit, we considered UWBA's internal control over compliance with the requirements that could have a direct and material effect on a major federal program to determine the auditing procedures for the purpose of expressing our opinion on compliance and to test and report on internal control over compliance in accordance with OMB Circular A-133, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of UWBA's internal control over compliance.

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

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

This report is intended solely for the information and use of the Board of Directors, Audit Committee, management, federal awarding agencies and pass-through entities, and is not intended to be and should not be used by anyone other than these specified parties.

A handwritten signature in black ink that reads "Moss Adams LLP". The signature is written in a cursive, flowing style.

San Francisco, California  
November 29, 2012

**UNITED WAY OF THE BAY AREA**  
**SCHEDULE OF FINDINGS AND QUESTIONED COSTS**  
**Year Ended June 30, 2012**

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**SECTION I – SUMMARY OF AUDIT RESULTS**

**Financial Statements**

Type of auditor's report issued:

Unqualified

Internal control over financial reporting:

- |   |                          |     |                                     |               |
|---|--------------------------|-----|-------------------------------------|---------------|
| • Material weakness(es) identified?       | <input type="checkbox"/> | yes | <input checked="" type="checkbox"/> | no            |
| • Significant deficiency(ies) identified? | <input type="checkbox"/> | yes | <input checked="" type="checkbox"/> | none reported |

Noncompliance material to financial statements noted?

<input type="checkbox"/>	yes	<input checked="" type="checkbox"/>	no
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**Federal Awards**

Internal control over major programs:

- |   |                          |     |                                     |               |
|---|--------------------------|-----|-------------------------------------|---------------|
| • Material weakness(es) identified?       | <input type="checkbox"/> | yes | <input checked="" type="checkbox"/> | no            |
| • Significant deficiency(ies) identified? | <input type="checkbox"/> | yes | <input checked="" type="checkbox"/> | none reported |

Type of auditor's report issued on compliance for major program:

Unqualified

Any audit findings disclosed that are:

- |  |                          |     |                                     |    |
|--|--------------------------|-----|-------------------------------------|----|
| • Required to be reported in accordance with section 510(a) of OMB Circular A-133? | <input type="checkbox"/> | yes | <input checked="" type="checkbox"/> | no |
|--|--------------------------|-----|-------------------------------------|----|

**Identification of major programs:**

CFDA Number(s)

Name of Federal Program or Cluster

21.009

Volunteer Income Tax Assistance

Dollar threshold used to distinguish between Type A and Type B programs:

\$300,000

Auditee qualified as low-risk auditee?

<input checked="" type="checkbox"/>	yes	<input type="checkbox"/>	no
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**UNITED WAY OF THE BAY AREA**  
**SCHEDULE OF FINDINGS AND QUESTIONED COSTS (continued)**  
**Year Ended June 30, 2012**

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**SECTION II - FINANCIAL STATEMENT FINDINGS**

There were no reportable matters.

**SECTION III - FEDERAL AWARD FINDINGS AND QUESTIONED COSTS**

There were no findings or questioned costs.