

Bay Area Discovery Museum

Financial Statements

August 31, 2017 (With Comparative Totals for 2016)

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INDEPENDENT AUDITOR'S REPORT

To the Board of Trustees of Bay Area Discovery Museum Sausalito, California

We have audited the accompanying financial statements of Bay Area Discovery Museum (a California nonprofit corporation) (the "Museum"), which comprise the statement of financial position as of August 31, 2017, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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 Bay Area Discovery Museum as of August 31, 2017, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

The financial statements of Bay Area Discovery Museum as of August 31, 2016, were audited by other auditors whose report dated January 20, 2017, expressed an unmodified opinion on those statements. In our opinion, the summarized comparative information presented herein as of and for the year ended August 31, 2016, is consistent in all material respects, with the audited financial statements from which it has been derived.

Amanino LLP

Armanino^{LLP} San Ramon, California

December 21, 2017

Bay Area Discovery Museum Statement of Financial Position August 31, 2017 (With Comparative Totals for 2016)

		2017		2016
ASSETS				
Cash and cash equivalents Contributions receivable, net Accounts receivable, net Inventory Prepaid and other current assets Property and equipment, net	\$	3,968,762 1,320,229 496,891 57,707 307,831 7,437,435	\$	2,355,788 967,715 141,479 84,086 332,321 7,212,275
Total assets	\$	13,588,855	\$	11,093,664
LIABILITIES AND NET ASSETS				
Liabilities Accounts payable and accrued expenses Deferred revenue Total liabilities	\$	602,880 <u>1,023,105</u> <u>1,625,985</u>	\$	624,733 658,162 1,282,895
Net assets Unrestricted Board designated reserve Undesignated Total unrestricted Temporarily restricted Total net assets		268,260 6,529,886 6,798,146 5,164,724 11,962,870		274,141 8,095,820 8,369,961 1,440,808 9,810,769
Total liabilities and net assets	<u>\$</u>	13,588,855	<u>\$</u>	11,093,664

The accompanying notes are an integral part of these financial statements. 3

Bay Area Discovery Museum Statement of Activities For the Year Ended August 31, 2017 (With Comparative Totals for 2016)

Revenues, gains and other support	Unrestricted	Temporarily Restricted	2017 Total	2016 Total
Contributions, net	\$ 1,022,171	\$ 4,879,079	\$ 5,901,250	\$ 3,302,876
In-kind contributions	\$ 1,022,171 275,191	\$ 4,0/9,0/9	\$ 5,901,230 275,191	\$ 5,302,870 143,469
Special events, net	518,727	-	518,727	621,895
Membership dues	1,058,908	-	1,058,908	892,091
Admission fees	1,038,908	-	1,196,369	992,091 991,749
		-		,
Program fees	1,496,873	-	1,496,873	1,052,145
Facility rentals, net	25,164	-	25,164	28,326
Investment income	13,665	109	13,774	1,365
Store and cafe sales	559,193	-	559,193	512,669
Store and cafe cost of sales	(281,647)		(281,647)	(253,088)
Net assets released from restriction	1,155,272	(1,155,272)		-
Total revenues, gains and other support	7,039,886	3,723,916	10,763,802	7,293,497
Expenses				
Program	6,705,946		6,705,946	5,873,253
e	0,703,940	-	0,703,940	3,873,233
Supporting services	025 256		025 256	725 727
Management and general	935,356	-	935,356	735,737
Fundraising	805,183	-	805,183	878,955
Membership	165,216		165,216	131,419
Total expenses	8,611,701		8,611,701	7,619,364
Change in net assets	(1,571,815)	3,723,916	2,152,101	(325,867)
Net assets, beginning of year	8,369,961	1,440,808	9,810,769	10,136,636
Net assets, end of year	<u>\$ 6,798,146</u>	<u>\$ 5,164,724</u>	<u>\$ 11,962,870</u>	<u>\$ 9,810,769</u>

Bay Area Discovery Museum Statement of Functional Expenses For the Year Ended August 31, 2017 (With Comparative Totals for 2016)

	Supporting Services						
		Management			Allocated	2017	2016
	Program	and General	Fundraising	Membership	Indirect	Total	Total
Expenses							
Salaries	\$ 2,987,506	\$ 397,183	\$ 522,153	\$ 61,088	\$ 453,298	\$ 4,421,228	\$ 3,659,593
Benefits and payroll taxes	506,120	110,507	86,820	11,845	111,007	826,299	627,760
Bank fees	65,925	1,767	362	31,800	-	99,854	118,858
Exhibits	115,855	-	-	-	-	115,855	63,909
Conferences and meetings	29,844	590	1,083	464	-	31,981	43,746
Equipment rental and maintenance	43,778	3,708	6,338	109	48,614	102,547	101,742
Insurance	4,442	11,264	-	-	34,825	50,531	44,426
Maintenance and repairs	3,119	-	-	-	100,026	103,145	253,044
Marketing and advertising	99,576	253	20,580	-	159,160	279,569	331,180
Postage and shipping	10,140	5,668	12,290	12,641	11,790	52,529	79,335
Printing and publications	34,014	309	9,486	18,162	25,355	87,326	165,251
Professional fees	219,849	209,387	24,250	2,575	256,736	712,797	641,565
Supplies	306,427	10,949	8,450	8,169	7,320	341,315	157,100
Technology and telephone	57,127	-	4,547	1,128	136,298	199,100	145,100
Training	4,084	689	1,575	-	15	6,363	9,922
Travel	120,025	456	5,266	24	552	126,323	199,780
Utilities	5,759	-	-	-	223,779	229,538	209,254
Youth Museum Exhibit Collaborative	-	-	-	-	-	-	11,500
Bad debts	-	9,012	-	-	-	9,012	20,570
Depreciation	48,619	-	-	-	725,704	774,323	731,342
Miscellaneous	28,436	7,561	1,442	-	4,627	42,066	4,387
Allocated indirect	2,015,301	166,053	100,541	17,211	(2,299,106)		
Total expenses	<u>\$ 6,705,946</u>	<u>\$ 935,356</u>	\$ 805,183	\$ 165,216	\$	\$ 8,611,701	<u>\$ 7,619,364</u>

The accompanying notes are an integral part of these financial statements. 5

Bay Area Discovery Museum Statement of Cash Flows For the Year Ended August 31, 2017 (With Comparative Totals for 2016)

		2017		2016
Cash flows from operating activities				
Change in net assets	\$	2,152,101	\$	(325,867)
Adjustments to reconcile change in net assets to net cash				
used in operating activities				
Depreciation		774,323		731,342
Contributions restricted for long-term purposes		(4,526,565)		(1,282,065)
Changes in operating assets and liabilities				
Contributions receivable, net		(352,514)		(593,440)
Accounts receivable, net		(355,412)		(6,011)
Inventory		26,379		(3,804)
Prepaid expenses		24,490		(85,390)
Accounts payable and accrued expenses		(130,448)		164,986
Deferred revenue		364,943		126,447
Net cash used in operating activities		(2,022,703)		(1,273,802)
Cash flows from investing activities				
Purchase of property and equipment		(478,894)		(172,565)
Payments on construction in progress		(411,994)		_
Net cash used in investing activities		(890,888)		(172,565)
Cash flows from financing activities				
Contributions restricted for long-term purposes		4,526,565		1,282,065
Net cash provided by financing activities		4,526,565		1,282,065
The easily provided by manening activities		1,520,505		1,202,005
Net increase (decrease) in cash and cash equivalents		1,612,974		(164,302)
		, ,		
Cash and cash equivalents, beginning of year		2,355,788		2,520,090
Cash and each aquivalants and of year	\$	3,968,762	\$	2,355,788
Cash and cash equivalents, end of year	Ψ	5,700,702	Ψ	2,555,788

Supplemental schedule of noncash investing and financing activities

Construction in progress included in accounts payable	\$	108,585 \$	-
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The accompanying notes are an integral part of these financial statements.

1. NATURE OF OPERATIONS

The mission of the Bay Area Discovery Museum (BADM) is to transform research into early learning experiences that inspire creative problem solving. BADM was incorporated under the laws of the State of California on August 10, 1984, and operates as a nonprofit "public" charity. BADM's physical campus is located within Fort Baker, a part of the Golden Gate National Recreational Area, in Sausalito, California.

BADM relies on the latest research to develop programs and experiences that encourage children to become creative problem-solvers equipped to navigate life's complexities. At its one-of-a-kind location at the base of the Golden Gate Bridge, BADM provides child-directed, hands on, science, technology, engineering, and math (STEM) activities that necessitate creativity and conceptual thinking—critical components of problem solving that are too often missing from early learning experiences. BADM also serves the broader community by providing information, models, training, and resources to educators and families.

BADM is uniquely positioned to deliver the best educational experiences for early learners. In 2011, BADM launched the Center for Childhood Creativity (CCC) as its research and advisory division, to bridge the gap between academic research and adults' work with children ages 0-10.

The work of BADM and the CCC are necessarily interlinked, to the benefit of both. The learning outcomes of BADM's programming are based on CCC research findings, and serve as a case study of that research in action. The CCC, meanwhile, has access to the BADM audiences and programs, which informs its research endeavors.

BADM's physical spaces are designed to bring creative thinking to life for all ages. Specific sites within BADM that support this include:

- Fab Lab, a high-tech makerspace that opened in 2016
- Discovery Hall, which houses up to three special exhibits annually
- Tot Spot, an indoor and outdoor multi-sensory experience for infants and toddlers
- Art Studios, with facilitated art programs and projects for all ages
- Lookout Cove, a 2.5-acre outdoor space complete with BADM's Outdoor Learning Lab
- Bay Hall, a simulation of the San Francisco and Oakland ports

In addition to its programming and special exhibits, BADM operates The Discovery School (TDS), a licensed on-site preschool. BADM offers school year and summer camps and delivers numerous free, drop-in art and STEM-based programs and family festivals. BADM has a robust tradition of bringing its programming to schools, through field trips, on-site visits, and a comprehensive outreach program called Connections. The Try It Truck, BADM's engineering-lab-on-wheels, also travels directly to learning environments throughout the Bay Area to bring hands-on engineering to children in Pre-K through fifth grade. As the result of these efforts, more than 8,500 schoolchildren engage with BADM programming each year.

1. NATURE OF OPERATIONS (continued)

BADM also strongly believes in making its programs and activities accessible to as many members of the community as possible. Each year, approximately 56,700 visitors receive discounted or free admission. All those who visit BADM have a unique opportunity to engage with BADM further by booking one of BADM's award-winning birthday parties. In total, site rentals serve 13,000 visitors each year.

Contributions received from individuals, foundations, and corporations comprise approximately half of the annual revenue of BADM. Historically, BADM hosts three major fundraising events including:

- Goblin Jamboree, a two-day Halloween festival
- Creativity Forum, a lecture and luncheon featuring thought-leaders speaking on the topic of creativity
- Family Gala

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting and financial statement presentation

The financial statements and accompanying notes of the Museum have been prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

- Unrestricted net assets net assets not subject to donor-imposed restrictions.
- *Temporarily restricted net assets* net assets subject to donor-imposed restrictions that will be met by actions of the Museum and/or the passage of time.
- *Permanently restricted net assets* net assets subject to donor-imposed restrictions that they be maintained in perpetuity by the Museum. The Museum has no permanently restricted net assets at August 31, 2017.

Revenues are reported as increases in unrestricted net assets unless use of the related asset is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets. Investment income and gains or losses on investments and other assets or liabilities are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor restriction or by law.

Revenue recognition

The management of the Museum estimates that the cost of memberships equals the fair value of goods and services received by members. Accordingly, the Museum recognizes membership sales as revenue over the membership period, using the straight-line basis. Virtually all memberships sold cover a period of one year.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition (continued)

The Museum recognizes revenue from admissions and discounted admissions coupons upon the visit to the Museum.

The Museum earns revenue from its various programs, including school and community partnerships, camps, birthday parties, Discovery School, and CCC consulting. The Museum recognizes program revenue when the related activity occurs.

The Museum recognizes store revenue upon sale of the merchandise. Estimated returns are not material.

The Museum recognizes cafe revenue over the period the cafe operates and related sales by the cafe during each period.

Cash and cash equivalents

The Museum maintains cash and cash equivalents with major financial institutions. The Museum considers all highly liquid investments with an original maturity of three months or less to be cash equivalents.

Accounts receivable

Accounts receivable, all due within one year, consist principally of amounts due for various CCC consulting, Discovery School tuition, cafe sales and credit card sales charged near the end of the year. An allowance for doubtful accounts receivable is provided based upon management's judgment including such factors as prior collection history, type of receivable and current aging of receivable. As of August 31, 2017, management determined no allowance was necessary.

Fair value measurements

The Museum determines the fair values of its assets and liabilities based on a fair value hierarchy that includes three levels of inputs that may be used to measure fair value (Level 1, Level 2 and Level 3). This hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three levels:

- *Level 1* Quoted market prices are available in active market for identical assets or liabilities as of the reporting date.
- *Level 2* Inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair value measurements (continued)

• *Level 3* - Pricing inputs are unobservable and shall be used to measure fair value to the extent that observable inputs are not available. The inputs into the determination of fair value are based upon the best information available and require significant management judgment or estimation.

Contributions and promises to give

Contributions received are reported as unrestricted, temporarily restricted or permanently restricted, depending upon donor restrictions, if any.

Contributions, including unconditional promises to give, are recognized as revenues in the period the promise is received. Conditional promises to give are not recognized until they become unconditional; that is when the conditions on which they depend are substantially met. Contributions that are promised in one year but are not expected to be collected until after the end of that year are discounted at an appropriate discount rate commensurate with the risks involved. Amortization of any such discounts is recorded as additional contribution revenue in accordance with donor-imposed restrictions, if any, on the contributions. Management of the Museum has determined that the discount on long term contributions receivable was not material and no discount has been recorded as of August 31, 2017.

An allowance for doubtful contributions receivable is provided based upon management's judgment including such factors as prior collection history, type of contribution and current aging of contributions receivable. At August 31, 2017, the allowance for uncollectible contributions receivable was \$25,571.

Contributed goods and services

Contributions of donated noncash assets are recorded at fair value in the period received. Contributions of donated services are recognized if the services received (a) create or enhance long-lived assets, or (b) require specialized skills provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. For the year ended August 31, 2017, the Museum received in-kind goods and services of \$275,191.

The Museum receives a significant amount of donated services from unpaid volunteers who assist in fund-raising and special projects. No donated services have been recognized in the statement of activities because the criteria for recognition have not been satisfied.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Property and equipment

The Museum capitalizes all property and equipment with a cost greater than \$2,500 with an estimated useful life in excess of one year. Property and equipment is carried at cost or, if donated, at the estimated fair value on the date of the contribution. Minor repairs and maintenance are charged against earnings as incurred. Major repairs and maintenance that extend the useful life of the respective asset are capitalized.

Depreciation and amortization of property and equipment is computed using the straightline method over the following estimated useful lives:

Land improvements	5 - 39 years
Building improvements	5 - 39 years
Exhibits	5 - 39 years
Equipment	3 - 5 years
Furniture and fixtures	3 - 5 years

Long-lived assets

The carrying amount of all property and equipment is evaluated at least annually to determine if adjustments to the carrying amount or the useful lives are warranted. No such adjustments were recorded for the year ended August 31, 2017.

Inventory

Inventory consists of products such as educational books, toys, crafts, and museum branded merchandise. Inventory is valued at the lower of cost or market. The Museum utilizes the first in, first out method of inventory valuation.

Concentrations of credit risk

The Museum places its cash and investments with high-credit, quality financial institutions. At times, such cash may be in excess of the FDIC insurance limit. Concentration of credit risk for contributions receivable are generally limited due to the dispersion of these items over a wide donor base. The Museum continually monitors its receivables and establishes valuation reserves as considered appropriate.

Two donors comprised 30% of the contributions receivable balance at August 31, 2017. One donor accounted for 15% of contributions revenue for the year ended August 31, 2017.

Investment income

Investment income consists of interest and dividends earned on cash and cash equivalents.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Deferred revenue

Deferred revenue consists principally of advance collection of Discovery School tuition for the next school year and the unamortized portion of annual memberships sold. The Museum amortizes deferred revenue from memberships sold into revenue using the straight-line basis.

Functional expenses

The direct costs of providing the Museum's programs and other activities which are identifiable have been allocated to the related programs or supporting services. Indirect or shared costs are allocated among program and support services by a method that best measures the relative degree of benefit.

Income tax status

The Museum is a qualified charitable organization exempt from federal income and California franchise taxes under the provisions of Sections 501(c)(3) of the Internal Revenue Code and 23701(d) of the California Revenue and Taxation Code, respectively.

The Museum has evaluated its current tax positions and has concluded that as of August 31, 2017, the Museum does not have any significant uncertain tax positions for which a reserve would be necessary.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Museum management to make estimates and assumptions that affect certain reported amounts and disclosures. Uses of estimates include, but are not limited to, allocation of functional expenses, the allowance for doubtful accounts and contributions receivable and depreciation. Actual results could differ from those estimates.

Reclassifications

Certain 2016 amounts have been reclassified to conform to the 2017 financial statement presentation.

Summarized financial information

The financial statements include certain prior year summarized comparative information in total, but not by net asset class. Such summarized information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Museum's financial statements for the year ended August 31, 2016, from which the summarized information was derived.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Subsequent events

Subsequent events have been evaluated through December 21, 2017, the date that these financial statements were available to be issued. There were no subsequent events that would require adjustments to or disclosures in these financial statements.

3. CONTRIBUTIONS RECEIVABLE

Contributions receivable consist of the following:

Receivables in less than one year Receivables in one to five years Less: allowance for uncollectible contributions	\$ 603,183 <u>742,617</u> 1,345,800 <u>(25,571</u>) <u>\$ 1,320,229</u>
PROPERTY AND EQUIPMENT	
Property and equipment consist of the following:	
Building improvements Exhibits Equipment Land improvements Furniture and fixtures Construction in progress Accumulated depreciation	\$ 17,460,881 443,222 293,639 186,095 126,608 520,589 19,031,034 (11,593,599)
	<u>\$ 7,437,435</u>

Depreciation expense for the year ended August 31, 2017, was \$774,323.

5. LINE OF CREDIT

4.

A commercial bank provides a \$350,000 credit line to the Museum. Interest (variable at the higher of 5% or the Prime Rate plus 2%; 6.25% at August 31, 2017) is due monthly and principal is due at maturity at January 31, 2018. Receivables, inventory and equipment of the Museum secure the credit line. The management of the Museum believes that the museum complied with all terms of the credit line. There was no balance on the line of credit at August 31, 2017.

6. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist of the following:

Capital campaign Programs and exhibits	\$ 4,427,362 737,362
	\$ 5,164,724

7. RETIREMENT PLANS

The Museum allows its employees to defer a portion of their salary into a defined contribution plan under section 403(b) of the IRC. In addition, the Museum has the option to match employee contributions. The Museum elected not to make any matching contributions during the year ended August 31, 2017.

8. COMMITMENTS

Effective April 22, 2002, the Museum entered into a Cooperative Agreement (CA) with the United States of America, Department of the Interior, National Park Service, Golden Gate National Recreational Area (GGNRA), replacing a Cooperative Agreement that ran from May 14, 1990 through April 21, 2002.

Under the CA, the Museum may use certain land, buildings and improvements comprising a portion of the GGNRA known as East Fort Baker through April 21, 2027, to operate its programs. The Museum may apply annually, beginning five years before the expiration of the CA, for up to five five-year extensions of the CA, which GGNRA may grant at its discretion. The Museum may terminate the CA before its expiration by giving at least one year of notice to GGNRA.

In lieu of rent or lease payments, the CA allows the GGNRA to charge the Museum for its share of certain operating costs of the GGNRA. Such district service fees are due quarterly in advance. During the year ended August 31, 2017, district service fees totaled \$122,601 and are included with utilities.

Finally, the CA requires the Museum to submit certain reports and plans annually, obtain approval for subcontractors and program pricing and comply with various National Park laws, rules and regulations. The management of the Museum concluded it complied with all the requirements of the CA.

8. COMMITMENTS (continued)

The Museum contracts with various children's museums to host traveling exhibits at various dates through 2020. The museum has remaining amounts due under those contracts totaling:

Year ending August 31,	
2018	\$ 107,000
2019	32,500
2020	38,250
	\$ 177,750

The Museum leases equipment under various non-cancelable operating leases that expire in 2020.

The scheduled minimum lease payments under the lease terms are as follows:

Year ending August 31,	
2018 2019	\$ 19,237 19,237
2020	12,007
	<u>\$ 50,481</u>

Rent expense for the year ended August 31, 2017 was \$43,296.

9. RELATED PARTY

The Museum received approximately \$3,682,000 in contributions from board members during the year ended August 31, 2017.