

PAT TILLMAN FOUNDATION

Financial Statements
and
Auditors' Report

December 31, 2015
(with comparative totals for 2014)

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Independent Auditors' Report

To the Board of Directors of
Pat Tillman Foundation
San Jose, California

Report on the Financial Statements

We have audited the accompanying financial statements of Pat Tillman Foundation (the Foundation, a California nonprofit public benefit corporation), which comprise the statement of financial position as of December 31, 2015, 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.

Auditors' 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 auditors' 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 Pat Tillman Foundation as of December 31, 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited Pat Tillman Foundation's 2014 financial statements, and our report dated May 5, 2015, expressed an unmodified opinion on those audited financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2014, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Fester & Chapman P.C.

May 3, 2016

Pat Tillman Foundation

STATEMENT OF FINANCIAL POSITION

December 31, 2015

(with comparative financial information as of December 31, 2014)

ASSETS

	<u>2015</u>	<u>2014</u>
Cash and cash equivalents	\$ 1,324,735	\$ 1,648,936
Investments	840,254	867,470
Contributions receivable	252,891	87,776
Prepaid expenses	38,453	39,281
Refundable deposit	11,132	11,132
Furniture and equipment, net	<u>18,377</u>	<u>24,075</u>
Total assets	<u>\$ 2,485,842</u>	<u>\$ 2,678,670</u>

LIABILITIES AND NET ASSETS

Accounts payable and other accrued expenses	\$ 26,414	\$ 27,124
Deferred event revenue		33,143
Deferred rent	<u>15,085</u>	<u>28,317</u>
Total liabilities	41,499	88,584
Net assets:		
Unrestricted:		
Designated by the Board of Directors:		
Operating reserve	827,564	1,242,836
Scholarship renewals	<u>1,291,000</u>	<u>1,185,250</u>
Total unrestricted	2,118,564	2,428,086
Temporarily restricted	<u>325,779</u>	<u>162,000</u>
Total net assets	<u>2,444,343</u>	<u>2,590,086</u>
Total liabilities and net assets	<u>\$ 2,485,842</u>	<u>\$ 2,678,670</u>

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

Pat Tillman Foundation

STATEMENT OF ACTIVITIES

Year Ended December 31, 2015

(with comparative financial information for the year ended December 31, 2014)

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Totals</u>	
			<u>2015</u>	<u>2014</u>
Support, revenues, loss and gains:				
Special event - Pat's Run:				
Contributions, sponsorships and race entry fees	\$ 1,795,542	\$ 15,000	\$ 1,810,542	\$ 2,056,447
Contributed goods and services	1,031,601		1,031,601	929,649
Less direct benefits to participants and sponsors	(747,429)		(747,429)	(791,377)
Less direct in-kind benefits to participants and sponsors	<u>(1,031,601)</u>		<u>(1,031,601)</u>	<u>(929,649)</u>
	1,048,113	15,000	1,063,113	1,265,070
Contributions	1,434,392	320,000	1,754,392	1,641,628
(Loss) gains on investments	(27,216)		(27,216)	39,591
Contributions in-kind	391,810		391,810	462,465
Net assets released from restrictions	<u>171,221</u>	<u>(171,221)</u>		
Total support, revenues, loss and gains	<u>3,018,320</u>	<u>163,779</u>	<u>3,182,099</u>	<u>3,408,754</u>
Functional expenses:				
Tillman Military Scholars and Tillman Scholars - ASU Program	<u>2,618,769</u>		<u>2,618,769</u>	<u>2,406,458</u>
Supporting services:				
Management and general	185,883		185,883	199,739
Fundraising	<u>523,190</u>		<u>523,190</u>	<u>533,572</u>
Total supporting services	<u>709,073</u>		<u>709,073</u>	<u>733,311</u>
Total expenses	<u>3,327,842</u>		<u>3,327,842</u>	<u>3,139,769</u>
Change in net assets	(309,522)	163,779	(145,743)	268,985
Net assets, beginning of year	<u>2,428,086</u>	<u>162,000</u>	<u>2,590,086</u>	<u>2,321,101</u>
Net assets, end of year	<u>\$ 2,118,564</u>	<u>\$ 325,779</u>	<u>\$ 2,444,343</u>	<u>\$ 2,590,086</u>

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

Pat Tillman Foundation

STATEMENT OF FUNCTIONAL EXPENSES

Year Ended December 31, 2015

(with comparative financial information for the year ended December 31, 2014)

	PROGRAM SERVICES	SUPPORTING SERVICES			TOTALS	
	Tillman Military Scholars and Tillman Scholars-ASU Program	Management and general	Fundraising	Total	2015	2014
Expenses:						
Salaries and personnel services	\$ 283,982	\$ 63,373	\$ 280,627	\$ 344,000	\$ 627,982	\$ 576,102
Employee benefits	30,965	3,638	14,988	18,626	49,591	45,861
Payroll taxes	<u>21,836</u>	<u>4,889</u>	<u>21,597</u>	<u>26,486</u>	<u>48,322</u>	<u>46,413</u>
Total salaries and related expenses	336,783	71,900	317,212	389,112	725,895	668,376
Scholarships and program support	1,666,533				1,666,533	1,454,450
Professional services	42,165	38,540	8,461	47,001	89,166	100,321
Professional services (in-kind)	335,837	55,973		55,973	391,810	462,465
Public relations	11,590	674	3,608	4,282	15,872	6,734
Travel, training and meeting	163,524	680	55,554	56,234	219,758	207,746
Fundraising and database		1,097	76,080	77,177	77,177	50,634
Telephone and internet	16,181	1,739	5,645	7,384	23,565	30,016
Occupancy	20,196	7,334	28,172	35,506	55,702	85,038
Administrative fees		4,197	7,281	11,478	11,478	12,644
Printing	13,351	1,023	5,804	6,827	20,178	20,896
Postage and shipping	760	744	2,323	3,067	3,827	3,173
Miscellaneous	3,273		2,425	2,425	5,698	17,948
Office	3,657	1,067	3,383	4,450	8,107	7,617
Insurance	<u>2,787</u>	<u>507</u>	<u>4,084</u>	<u>4,591</u>	<u>7,378</u>	<u>6,832</u>
Total expenses before depreciation	2,616,637	185,475	520,032	705,507	3,322,144	3,134,890
Depreciation	<u>2,132</u>	<u>408</u>	<u>3,158</u>	<u>3,566</u>	<u>5,698</u>	<u>4,879</u>
Total expenses	<u>\$ 2,618,769</u>	<u>\$ 185,883</u>	<u>\$ 523,190</u>	<u>\$ 709,073</u>	<u>\$ 3,327,842</u>	<u>\$ 3,139,769</u>
Percentage of total	<u>79%</u>	<u>6%</u>	<u>16%</u>	<u>21%</u>	<u>100%</u>	

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

Pat Tillman Foundation

STATEMENT OF CASH FLOWS

Year Ended December 31, 2015

(with comparative financial information for the year ended December 31, 2014)

	<u>2015</u>	<u>2014</u>
Cash flows from operating activities:		
Change in net assets	\$ (145,743)	\$ 268,985
Adjustments to reconcile change in net assets to net cash and cash equivalents (used) provided by operating activities:		
Net loss (gains) on investments	27,216	(39,591)
Depreciation	5,698	4,879
Loss on disposal of furniture and equipment		1,253
Change in:		
Contributions receivable	(165,115)	65,950
Prepaid expenses	828	71,629
Refundable deposit		3,800
Accounts payable and other accrued expenses	(710)	5,044
Deferred event revenue	(33,143)	(44,537)
Deferred rent	<u>(13,232)</u>	<u>6,979</u>
Net cash (used) provided by operating activities	<u>(324,201)</u>	<u>344,391</u>
Cash flows from investing activities:		
Sale of investments		10,478
Purchases of furniture and equipment		<u>(12,299)</u>
Net cash used by investing activities		<u>(1,821)</u>
Change in cash and cash equivalents	(324,201)	342,570
Cash and cash equivalents, beginning of year	<u>1,648,936</u>	<u>1,306,366</u>
Cash and cash equivalents, end of year	<u>\$ 1,324,735</u>	<u>\$ 1,648,936</u>

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

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 1 - BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

In 2004, the Pat Tillman Foundation (the Foundation) was created by Tillman family and friends to honor Pat's legacy, as a 501(c)(3) nonprofit public benefit corporation. Pat Tillman was born in San Jose, California in 1976. He attended Arizona State University, and in 1998 was drafted by the Arizona Cardinals in the seventh round. In July of 2002, Pat placed his NFL career on hold to serve his country. Following Pat's death in 2004, while serving with the U.S. Army's 75th Ranger Regiment in Afghanistan, his family and friends established the Pat Tillman Foundation.

The significant accounting policies of the Foundation are as follows:

Basis of Presentation - The Foundation follows standards of accounting and financial reporting for voluntary health and welfare organizations as prescribed by accounting principles generally accepted in the United States of America. In accordance with the Financial Accounting Standards Board Accounting Standards Codification (FASB ASC) topic of *Not-for-Profit Entities*, the Foundation reports its financial position and operating activities in three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Unrestricted net assets include those assets over which the Board of Directors has discretionary control in carrying out the operations of the Foundation. Under this category the Foundation maintains an operating fund, plus any net assets designated by the Board for specific purposes. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the contributions are recognized.

Temporarily restricted net assets include those assets which are subject to donor or time restrictions, and for which the applicable restriction was not met as of the year end of the current reporting period.

Permanently restricted net assets include those assets which are subject to non-expiring donor restrictions, such as endowments. The Foundation had no permanently restricted net assets at December 31, 2015 or 2014.

Use of Estimates - In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 1 - BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES -
CONTINUED

Cash and Cash Equivalents - For the purposes of the statement of cash flows, the Foundation considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents. The Foundation maintains its cash and cash equivalents in bank deposit accounts, which at times, may exceed federally insured limits. The Foundation has not experienced any losses in such accounts. Management believes it is not exposed to any significant risks on cash accounts.

Investments - Investments are recorded at fair value. Unrealized gains and losses are accounted for as investment income.

Contributions Receivable - Unconditional promises to give that are expected to be collected within one year are recorded as contributions receivable at net realizable value. Management considers its contributions receivable to be fully collectible, and accordingly, no allowance for doubtful accounts has been recorded.

Prepaid Expenses - Prepaid expenses consist of amounts paid in advance for expenses relating to the Pat's Run event to be held in the subsequent year, as well as business liability and Directors and Officers liability insurance premiums.

Furniture and Equipment - Furniture and equipment costing more than \$5,000 is capitalized and stated at historical cost. Donated furniture and equipment meeting the capitalization threshold is stated at estimated fair value at the date of donation. The cost of repairs and maintenance which do not improve or extend the lives of the respective assets is expensed as incurred. Furniture and equipment is depreciated over 5 years using the straight-line method.

Deferred Rent - The Foundation accounts for rent abatements contained in its leases on the straight-line basis over the lease term for which rent is to be paid.

Revenue Recognition - The Foundation recognizes support and revenue on the accrual basis of accounting. Entry fees received for events held in a subsequent fiscal year are recorded as deferred event revenue when received, and recognized as revenue in the period in which the event occurs.

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 1 - BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES -
CONTINUED

Contributions - Contributions are reported in accordance with FASB ASC topic of *Not-for-Profit Entities*. Contributions are recognized when the donor makes a pledge to give that is, in substance, an unconditional promise. Contributions are recorded as unrestricted, temporarily restricted, or permanently restricted depending on the nature of donor restrictions and depending on whether the restrictions are met in the current fiscal period. Restricted contributions are reported as increases in unrestricted net assets if the restrictions have been met in the current fiscal period. If the restriction has not been met by fiscal year end, the amount is reported as an increase in temporarily or permanently restricted net assets. When the restriction is finally met on a contribution received in a prior fiscal period, the amount is shown as a reclassification of restricted net assets to unrestricted net assets.

Contributions In-Kind - Contributions in-kind are also recognized in accordance with the provisions of FASB ASC topic of *Not-for-Profit Entities*. Donated equipment and other donated goods are recorded at their estimated fair value as of the date of the donation. Contributed services, which require a specialized skill and which the Foundation would have paid for if not donated, are recorded at the estimated fair value at the time the services are rendered. The Foundation also receives donated services that do not require specific expertise, but which are nonetheless central to the Foundation's operations. No volunteer services are recognized in the accompanying financial statements as they do not meet the above criteria; however, a substantial number of volunteers have donated significant amounts of their time to the Foundation.

Income Taxes - The Foundation is exempt from federal and state income taxes as an organization other than a private foundation under Section 501(c)(3) of the Internal Revenue Code and similar state provisions.

Functional Expense Allocation - The costs of providing program and other activities are reported on a functional basis in the accompanying financial statements. Accordingly, certain costs have been allocated to program and supporting services benefited based on directly identifiable expenses, or on management's estimates of employee hours and facility usage devoted to each function.

Prior Year Summarized Information - The financial statements include certain prior year summarized comparative information in total, but not by net asset class. Such 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 only be read in conjunction with the Foundation's financial statements for the year ended December 31, 2014, from which the summarized information was derived.

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 1 - BACKGROUND AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES -
CONTINUED

Subsequent Events - Subsequent events have been evaluated through May 3, 2016, which was the date the Foundation's financial statements were issued.

NOTE 2 - PROGRAM SERVICES

The programmatic pillar of the Pat Tillman Foundation is the Tillman Scholars (TS) Program. Founded in 2008, the TS Program supports our nation's active-duty service members, veterans and their spouses with an academic scholarship and programmatic support. The scholarship covers direct study-related expenses, including tuition and fees, books and living expenses, for scholars who are pursuing undergraduate, graduate or professional degrees as a full-time student at a public or private, U.S.-based accredited institution. Each year, the Foundation selects up to 60 Tillman Scholars who embody Pat's commitment to service, learning and action. The Scholars chosen demonstrate extraordinary academic and leadership potential, a track record of perseverance, and a deep desire to create positive change through their work in the fields of medicine, law, business, policy, technology, education and the arts.

Since its inception, the TS Program has evolved into a community of military veterans and spouses, accepting applicants based on merit and potential for impact. Overall, since inception the Foundation has invested over \$7 million in Tillman Scholar scholarships and has named over 400 Tillman Scholars at more than 100 academic institutions nationwide. Tillman Scholars represent all five branches of the United States military, including the National Guard and reserves, as well as military spouses.

Aided by a grassroots marketing effort, the Foundation received over 2,100 complete applications during the month-long submission window during the year ended December 31, 2015. After careful review and consideration among regional and final selection committees, 60 candidates (35 at-large and 25 through University Partners) were selected to join the seventh class of Tillman Military Scholars. During the years ended December 31, 2015 and 2014, the Foundation awarded \$1,637,750 and \$1,408,000, respectively, in scholarships. As of December 31, 2015 and 2014, the Board has designated \$1,291,000 and \$1,185,250, respectively, in funds for anticipated scholarship fund renewals for current Tillman Military Scholars. Prior to focusing on veterans' education, the Foundation fully endowed the Leadership Through Action™ program at Arizona State University, serving promising undergraduate students with a unique personal development and leadership curriculum.

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 3 - CASH AND CASH EQUIVALENTS

The Foundation's cash and cash equivalents consisted of the following at December 31:

	<u>2015</u>	<u>2014</u>
Cash in bank	\$ 1,208,550	\$ 1,532,763
Money market funds	<u>116,185</u>	<u>116,173</u>
	<u>\$ 1,324,735</u>	<u>\$ 1,648,936</u>

NOTE 4 - INVESTMENTS AND FAIR VALUE MEASUREMENTS

Generally accepted accounting principles establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are as follows:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities, and they are considered to be the most reliable evidence of fair value.

Level 2 inputs are observable inputs, either directly or indirectly, other than quoted prices included within Level 1. The Foundation currently does not have any financial instruments it values based on Level 2 inputs.

Level 3 inputs are unobservable and are used to measure fair value only when observable inputs are not available. The Foundation currently does not have any financial instruments it values based on Level 3 inputs.

Fair value of assets measured on a recurring basis at December 31, 2015 was as follows:

	<u>Level 1</u>
Mutual funds:	
Fixed income	\$ 297,664
Equities	303,551
Other	<u>239,039</u>
Total investments	<u>\$ 840,254</u>

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 4 - INVESTMENTS AND FAIR VALUE MEASUREMENTS - CONTINUED

Fair value of assets measured on a recurring basis at December 31, 2014 was as follows:

	<u>Level 1</u>
Mutual funds:	
Fixed income	\$ 300,144
Equities	313,157
Other	<u>254,169</u>
Total investments	<u>\$ 867,470</u>

Investments consist of shares in mutual funds, and are stated at fair value. Investment income consisted of the following for the years ending December 31:

	<u>2015</u>	<u>2014</u>
Interest and dividend income	\$ 17,157	\$ 19,888
Unrealized and realized (loss) gains	<u>(44,373)</u>	<u>19,703</u>
	<u>\$ (27,216)</u>	<u>\$ 39,591</u>

NOTE 5 - CONTRIBUTIONS RECEIVABLE, NET

The Foundation's contributions receivable are due as follows at December 31:

	<u>2015</u>	<u>2014</u>
Receivable in less than one year	\$ 152,891	\$ 87,776
Receivable in one year	<u>100,000</u>	<u> </u>
	<u>\$ 252,891</u>	<u>\$ 87,776</u>

At December 31, 2015, 79% of contributions receivable were due from one donor. The Foundation considers the balances to be fully collectible and has not recorded an allowance for doubtful accounts at December 31, 2015 or 2014.

NOTE 6 - FURNITURE AND EQUIPMENT, NET

Furniture and equipment consisted of the following at December 31:

	<u>2015</u>	<u>2014</u>
Furniture and equipment	\$ 61,961	\$ 61,961
Less: Accumulated depreciation	<u>(43,584)</u>	<u>(37,886)</u>
Furniture and equipment, net	<u>\$ 18,377</u>	<u>\$ 24,075</u>

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 7 - BOARD RESTRICTED NET ASSETS

The Foundation's Board of Directors has established funds designated for operating reserves for its estimates of approximately one year's operating costs and anticipated scholarship renewals for current Tillman Military Scholars. These amounts have been included in unrestricted net assets as designations imposed by the Board and are not donor restricted.

NOTE 8 - NET ASSETS RELEASED FROM RESTRICTIONS

Temporarily restricted net asset activity for the year ended December 31, 2015 is as follows:

	Beginning <u>Balance</u>	<u>Contributions</u>	<u>Releases</u>	Ending <u>Balance</u>
Pat's Run sponsorships	\$ 60,000	\$ 15,000	\$ (60,000)	\$ 15,000
Other event sponsorships	28,000		(28,000)	
Scholarships	69,000	210,000	(78,221)	200,779
Other program expenses	<u>5,000</u>	<u>110,000</u>	<u>(5,000)</u>	<u>110,000</u>
	<u>\$ 162,000</u>	<u>\$ 335,000</u>	<u>\$ (171,221)</u>	<u>\$ 325,779</u>

Temporarily restricted net asset activity for the year ended December 31, 2014 is as follows:

	Beginning <u>Balance</u>	<u>Contributions</u>	<u>Releases</u>	Ending <u>Balance</u>
Time restriction on contributions receivable	\$ 149,726		\$ (144,726)	\$ 5,000
Pat's Run sponsorships	28,000	\$ 60,000	(28,000)	60,000
Other event scholarships		28,000		28,000
Scholarships	<u>4,000</u>	<u>250,000</u>	<u>(185,000)</u>	<u>69,000</u>
	<u>\$ 181,726</u>	<u>\$ 338,000</u>	<u>\$ (357,726)</u>	<u>\$ 162,000</u>

NOTE 9 - CONTRIBUTIONS IN-KIND

The estimated fair value of donated materials, facilities, travel, and expert services received are recorded as contributions in-kind. The Foundation strives to offset real costs wherever possible with donated goods and services, utilizing its signature fundraiser as a valuable sponsorship asset. During the years ended December 31, the Foundation recognized the following in-kind contributions:

	<u>2015</u>	<u>2014</u>
Professional services	\$ 391,810	\$ 462,465
Special event support	<u>1,031,601</u>	<u>929,649</u>
	<u>\$ 1,423,411</u>	<u>\$ 1,392,114</u>

Pat Tillman Foundation

NOTES TO FINANCIAL STATEMENTS

December 31, 2015

(with comparative financial information as of and for the year ended December 31, 2014)

NOTE 10 - OPERATING LEASE

The Foundation leases office space under a noncancellable operating lease expiring in 2018. Rent expense totaled \$55,702 and \$85,038 for the years ended December 31, 2015 and 2014, respectively. A deferred rent liability of \$15,085 and \$28,317 has been recorded as of December 31, 2015 and 2014, respectively, to account for escalating rent payments as required by generally accepted accounting principles.

Future payments are due as follows at December 31, 2015:

Year ending December 31,	
2016	\$ 64,747
2017	65,973
2018	<u>5,566</u>
	<u>\$ 136,286</u>

NOTE 11 - CONCENTRATIONS

The Foundation sponsors several fundraising events each year to help fund its Tillman Military Scholars Program. The largest event, Pat's Run, is a 4.2 mile run/walk held in Tempe, Arizona annually. During the years ended December 31, 2015 and 2014, net proceeds of \$1,063,113 and \$1,265,070, respectively, excluding in-kind contributions, comprised 33% and 37% of total revenue and support each year.

NOTE 12 - CONFLICT OF INTEREST POLICY

Included among the Foundation's Board of Directors and officers are volunteers from the community who provide valuable assistance to the Foundation in the development of policies and programs and in the evaluation of business transactions. The Foundation has adopted a conflict of interest policy whereby Board members are disqualified from participation in the final decisions regarding any action affecting their related company or agency.