DARKNESS TO LIGHT, INC.

CHARLESTON, SOUTH CAROLINA

AUDITORS' REPORT

AND

FINANCIAL STATEMENTS

JUNE 30, 2022

CONTENTS

Audited Financial Statements	Page
Report - Independent Auditors' Report	1-2
Exhibit "A" - Statement of Financial Position	3
Exhibit "B" - Statement of Activities	4
Exhibit "C" - Statement of Functional Expenses	5
Exhibit "D" - Statement of Cash Flows	6
- Notes to Financial Statements	7-12
Other Financial Information	
Schedule 1 - Schedule of Restricted Support & Expenditures	13

JOHNSTON, MARION & COMPANY

CERTIFIED PUBLIC ACCOUNTANTS
2235 TECHNICAL PARKWAY - SUITE A
N. CHARLESTON, SOUTH CAROLINA 29406

G. MICHAEL JOHNSTON, CPA MARJORIE H. MARION, CPA MEMBERS

AMERICAN INSTITUTE OF CPA'S

S.C. ACCOSIATION OF CPA'S

TELEPHONE (843) 572-0100 Fax (843) 569-0152

INDEPENDENT AUDITORS' OPINION

To the Board of Directors Darkness to Light, Inc. Charleston, South Carolina

We have audited the accompanying financial statements of Darkness to Light, Inc. (a nonprofit organization), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities 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 judgement, 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 Darkness to Light, Inc. as of June 30, 2022, 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.

Other Matters

Other Information:

The supplemental schedule on page 13 is presented for the purpose of additional analysis and is not a required part of the financial statements of Darkness to Light, Inc. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and, in our opinion, is fairly presented in all material respects in relation to the financial statements taken as a whole.

Johnston, Marion & Company Certified Public Accountants

Johnston, Marion \$6,000

May 24, 2023

DARKNESS TO LIGHT, INC. STATEMENT OF FINANCIAL POSITION JUNE 30, 2022

Exhibit "A"

<u>ASSETS</u>		
Current Assets		
Cash and cash equivalents (Note 1)	\$ 1,102,909	
Accounts receivable, net (Note 2)	112,961	
Other receivable (Note 5)	2,000	
Prepaid expenses	325,266	
Total current assets	1,543,136	
Property and Equipment		
(net of accumulated depreciation) (Note 1 & 3)	517,165	
Other Assets		
Refundable deposits (Note 7)	7,698	
TOTAL ASSETS	\$ 2,067,999	
LIABILITIES AND NET ASSETS		
Current Liabilities		
Accounts payable	\$ 188,238	
Current portion, long term note payable (Note 6)	10,173	
Accrued wages (Note 1)	9,054	
Accrued annual leave (Note 1)	28,783	
Total current liabilities	236,248	
Long-Term Liabilities		
Note payable - South State Bank (Note 6)	49,509	
Total long-term liabilities	49,509	
Total liabilities	285,757	
Net Assets		
Without Donor Restriction:		
Operations	672,039	
Fixed assets	517,165	
With Donor Restrictions	593,038	
Total net assets	1,782,242	
TOTAL LIABILITIES AND NET ASSETS	\$ 2,067,999	
See accompanying notes and accountants' report		3

DARKNESS TO LIGHT, INC. STATEMENT OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2022

Exhibit "B"

SUPPORT AND REVENUE	Unrestricted	Temporarily <u>Restricted</u>	<u>Total</u>
Support:			
Contributions	\$ 1,433,140	\$ 64,683	\$ 1,497,823
Grants	145,450	2,276,021	2,421,471
PPP Loan forgiveness (Note 6)	262,333	0	262,333
Employee Retention Credit (Note 5)	127,422	0	127,422
Total Support	1,968,345	2,340,704	4,309,049
Revenue:			
Consultation services	64,358	0	64,358
Investment income	2,357	0	2,357
Total Revenue	66,715	0	66,715
Net assets released from restrictions:			
Satisfaction of usage restrictions	2,540,588	(2,540,588)	0
Total Support and Revenue	4,575,648	(199,884)	4,375,764
EXPENSES			
Program services	3,202,907	0	3,202,907
General and administrative	515,113	0	515,113
Fund raising	371,645	0	371,645
Total Expenses	4,089,665	0	4,089,665
Change in net assets - operations Unrealized (loss) of FMV	485,983	(199,884)	286,099
of investments donated	(4,819)	0	(4,819)
Net assets, beginning of year	708,040	792,922	1,500,962
Net assets, end of year	\$ 1,189,204	\$ 593,038	\$ 1,782,242

DARKNESS TO LIGHT, INC. STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED JUNE 30, 2022

Exhibit "C"

	Program Services	Support Services		Total Program
		Management and <u>General</u>	Fund- <u>Raising</u>	and Support <u>Services</u>
Salaries and contract wages	\$ 2,182,234	\$ 170,457	\$ 210,630	\$ 2,563,321
Employee benefits and taxes	220,508	35,520	43,890	299,918
Total salaries and related expenses	2,402,742	205,977	254,520	2,863,239
SOC Processing	22,888	0	0	22,888
SOC Production	121,872	0	0	121,872
SOC Shipping	32,368	0	0	32,368
SOC Facilitator training costs	18,850	0	0	18,850
Marketing	4,362	0	4,361	8,723
Special events	0	1,529	1,529	3,058
Software	151,114	24,342	30,078	205,534
Travel, lodging and meals	65,052	10,479	12,948	88,479
Bank charges	27,700	4,462	5,513	37,675
Postage	4,712	759	938	6,409
Printing	6,471	1,042	1,288	8,801
Office supplies	25,172	4,055	5,011	34,238
Miscellaneous	1,176	190	232	1,598
Equipment and equipment rental	8,781	695	5,326	14,802
Telephone	36,883	2,686	3,320	42,889
Depreciation	121,422	7,059	12,707	141,188
Insurance	27,394	4,413	5,453	37,260
Professional fees	0	228,215	0	228,215
Dues & subscriptions	6,494	1,046	1,293	8,833
Rent	107,351	17,292	21,368	146,011
Advertising	4680	0	4,680	9,360
Interest expense	1,773	285	353	2,411
Leasehold improvements	1,766	284	352	2,402
Professional development	1,884	303	375	2,562
	\$ 3,202,907	\$ 515,113	\$ 371,645	\$ 4,089,665

DARKNESS TO LIGHT, INC. STATEMENT OF CASH FLOW FOR THE YEAR ENDED JUNE 30, 2022

Exhibit "D"

CASH FLOW FROM OPERATING ACTIVITIES:	
Cash received from donors - unrestricted	\$ 1,611,691
Cash received from donors - temporarily restricted	2,340,704
Cash received for consulting services	64,358
Cash received from ERC Credits	468,465
Cash paid to employees and benefits	(1,790,818)
Cash paid for supplies and services	(2,391,600)
Interest received	3,673
Net cash provided by operating activities	306,473
CASH FLOW FROM INVESTING ACTIVITIES:	
Fixed asset purchases	(3,936)
Net cash used for investing activities	(3,936)
CASH FLOW FROM FINANCING ACTIVITIES:	
Payments to South State on the line of credit/note payable	(9,777)
Net cash provided by financing activities	(9,777)
Net increase in cash and cash equivalents	292,760
Cash and cash equivalents - beginning of year	810,149
Cash and cash equivalents - end of year	\$ 1,102,909
Reconciliation of net assets to net cash provided by operating activities:	
Change in net assets	\$ 286,099
Adjustments not affecting cash:	
Depreciation expense	141,188
PPP loan forgiveness	(262,333)
Loss on fair market value of stock donated	(4,819)
Changes in assets and liabilities:	
Increase in accounts receivable	380,279
Increase in prepaid expenses	(258,895)
Decrease in accrued wages	(39,274)
Increase in accrued annual leave	(12,327)
Increase in accounts payable	76,555
Total adjustments	20,374
Net cash provided by operating activities	\$ 306,473

Note 1: **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

a. General Information

Headquartered in Charleston, South Carolina, Darkness to Light (D2L) has championed the movement to end child sexual abuse since its founding in 2000. With partners and affiliates in all 50 states and 17 international locations, D2L provides organizations and individuals with the tools to protect children from sexual abuse. To date, over 1.4 million educators, youth serving professionals, organization volunteers, and community members have been trained in D2L's award-winning Stewards of Children® child sexual abuse prevention program. Visit www.D2L.org/Stewards to learn how you can bring Stewards of Children to your community. Darkness to Light, Inc. was incorporated on February 9, 2000, and their mailing address is 3022 S. Morgans Point Road, # 118, Mt. Pleasant, SC 29466.

b. **Income Taxes**

The Corporation is exempt from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code.

c. Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Corporation and changes therein are classified and reported as follows:

Without Donor Restrictions net assets – Net assets that are not subject to donor-imposed stipulation. With Donor Restrictions net assets – Net assets subject to donor-imposed stipulation that may or will be met, either by actions of the Corporation and/or the passage of time. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.

d. Property and Equipment

Depreciation of property and equipment is provided over the estimated useful lives of depreciable properties principally on the straight-line method. The lives assigned to the various classes of assets are: Leasehold Improvements – 5 years; Furniture, Fixtures & Equipment – 5 years; Software – 5 years. Stewards 2.0 is amortized on the straight-line method – 8 years.

e. Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, demand deposits and overnight investments at various banks as well as a brokerage account with a sweep bank account feature for un-invested cash held in the account. Each of the bank accounts is FDIC insured. Bank balances are maintained below the \$250,000 maximum coverage per bank. The brokerage account is insured by the SIPC for up to \$250,000 in un-invested cash and up to

Note 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

\$500,00 overall, as well as private insurance carried by the brokerage firm, through various London based private insurers for any cash that is not swept into bank accounts. It is the policy of Darkness to Light to have all available cash covered by either FDIC insurance or invested in short-term U.S. Treasury securities. The only exception to this policy is when there is a period of time between U.S. Treasury security maturities and reinvestment, in which case the cash is covered by the brokerage firm insurance discussed above. The Corporation occasionally had bank account balances in excess of the FDIC limit for brief periods while in the process of moving funds and reinvesting.

f. Use of Estimates

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

g. Accrued Vacation, Annual Leave, and Wages.

Darkness to Light's policy is to permit employees to accumulate a limited amount of earned but unused vacation leave, which will be paid to employees upon separation from service. As of June 30, 2022, the liability for accrued vacation of \$28,783 has been recorded in the current liabilities. Darkness to Light accrues bonus awards that have not been paid as of year-end. As of June 30, 2022, the amount accrued and unpaid bonuses is \$9,054.

h. Accounting For Deferred Contribution Revenue

Darkness to Light has adopted FASB ASC 958-605, regarding the accounting contributions, in the fiscal year ended June 30 2018. One of the provisions of the ASC addresses when contribution income should be deferred due to the conditions present in the agreement related to the contribution. Darkness to Light defers the recognition of contribution income when it is determined that the conditions articulated in the ASC are present and will recognize the income as the conditions are satisfied.

Note 2: **RECEIVABLES**

Accounts receivable – Represents the balance due related to the provision of Stewards of Children training for which the related contribution was received after year-end \$112,961

- Net of allowance for doubtful accounts (0)

Net accounts receivable \$112,961

The Corporation collected all of the above net accounts receivable by March 1st of 2023, and therefore, no allowance for doubtful accounts was set up as those not received were written off for this statement.

Note 3: **ASSETS AND DEPRECIATION**

Depreciation and amortization expense are calculated on the straight-line basis over the estimated useful lives of the assets. The cost of such assets at June 30, 2021 is as follows:

Furniture and Equipment	\$ 124,293
Leasehold improvements	98,795
Less: Accumulated Depreciation	(124,645)
Net Furniture, Fixtures and Equipment	98,443
Stewards 2.0	972,904
Software and Website Development	447,234
Stewards 2.0 India Project	272,804
Less: Accumulated Amortization	(1,274,220)
Net Intangibles	418,722
Net Fixed Assets	\$517.165

Stewards 2.0 is the new version of the training program and documentary film designed to teach adults how to prevent, recognize, and react responsibly to child sexual abuse. The project was started in February of 2011 and was completed in stages from August of 2013 to December of 2015. The core package was completed in August of 2013 and the Spanish version and the Internet version were completed in February of 2014. The Add-On Module was ready in December of 2014. The CAN module was ready in December of 2015. The costs have been capitalized and will be amortized over eight years.

Stewards 2.0 India was in the exploratory phase up until the beginning of the fiscal year ended June 30, 2019. At the beginning of the year, the decision was reached to create Stewards 2.0 India. Accordingly, expenditures related to that project have been capitalized as a project in process. The project was completed and placed in service in the year ended June 30, 2022.

Note 4: **LIQUIDITY AND AVAILABILITY**

Darkness to Light regularly monitors the availability of resources to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds. For purposes of analyzing resources available to meet general expenditures over a twelve-month period, Darkness to Light considers all expenditures related to its ongoing activities, as well as the conduct of services undertaken to support those activities to be general expenditures.

Darkness to Light's policy goal is to maintain cash and cash equivalents equal to six months general expenditures. This includes both unrestricted and restricted cash and cash equivalent balances. All restricted assets relate to cash contributions. Restrictions are short-term and are generally released to unrestricted within the following twelve months. To the extent restrictions last more than twelve months the variable component of the related program expense would not be incurred during that period. Unrestricted cash is available for all general expenditures during the following twelve-month period and beyond. Typically, additional unrestricted cash

Note 4: LIQUIDITY AND AVAILABILITY (continued)

contributions would be received for new program commitments thereby providing the liquidity for such new commitments.

The policy goal of having six months cash to meet general expenditures has been a challenge due to the constraints of in-person meeting resulting from Covid 19. Darkness to Light historically has earned a significant percentage of its contribution revenue from in-person training. The organization has responded by creating additional on-line training, managing expenses, reducing contract cost, increased focus on fund raising and grants, and maximizing all government assistance programs.

As of June 30, 2022, the following tables show the total financial assets held by Darkness to Light and the amounts of those financial assets could readily be made available within one year of the balance sheet date to meet general expenditures:

Financial assets at Year-end:

Cash and cash equivalents	\$1,102,909
Other receivable	2,000
Contributions receivable, net	112,961
Total financial assets at year-end	\$1,217,870

Financial assets available to meet general expenditures over the next twelve months:

Cash and equivalents	\$1,102,909
Other receivable	2,000
Contributions receivable, net	112,961
Less restricted assets	(593,038)
Anticipated satisfaction of usage restrictions	
on restricted assets	237,215
Total financial assets available to meet general expenditures	\$862,047

Note 5: **OTHER RECEIVABLE**

The other receivable in the financial statements represents a pledge from a supporter. This pledge was received as of the date of the issue of these statements. This pledge was received in October of 2022 and therefore there is no allowance for doubtful account in the statements.

Note 6: **PROVISIONS OF LONG-TERM DEBT**

Darkness to Light, Inc. had a revolving line of credit in place with South State Bank for \$75,000 through August 27, 2021 at an interest rate of 300 bps over the 30-day LIBOR. Darkness to Light borrowed the \$75,000 on July 21, 2020 to fund the acquisition of new furniture and fixtures for the new office space related to the new lease (see Note 7). Later in the year, this borrowing was converted to a note payable with a 7.5 year term with an interest rate of 3.63%.

Note 6: **PROVISIONS OF LONG-TERM DEBT (continued)**

The five-year payment schedule for this term loan with South State Bank is as follows:

Year-End	Amount Due
June 30, 2023	\$10,173
June 30, 2024	10,549
June 30, 2025	10,938
June 30, 2026	11,342
June 30, 2027	11,761
Balance after 5 years	4,919
Total note payable	59,682
Less current maturities	(10,173)
Long-term note payable	\$ 49,509

On April 22, 2020, Darkness to Light received loan proceeds in the amount of \$186,669 under the Paycheck Protection Program (PPP). Established as a part of the Coronavirus Aid, Relief and Economic Security Act (CARES Act), The PPP provides for loans to qualifying businesses in amounts up to 2.5 times the organization's average monthly payroll and certain expenses. PPP loans and accrued interest are forgivable after a "covered period" (eight or 24 weeks) as long as the borrower maintains its payroll levels and uses the loan proceeds for eligible purposes, including payroll, benefits, rent, and utilities. The forgiveness amount will be reduced if the borrower terminates employees or reduces salaries during the covered period. Any unforgiven portion of a PPP loan is payable over five years at an interest rate of 1%, with a deferral of payments for 10 months after the end of the covered period. Darkness to Light used PPP loan proceeds for purposes consistent with the PPP and applied for and received forgiveness on April 6, 2021. Darkness to Light also borrowed on January 22, 2021 \$262,333 as a second PPP loan that has been used for purposes consistent with the PPP. They received forgiveness on September 21, 2021 and that is recognized as support in the year end June 30, 2022. Darkness to Light is following the guidance to recognize the support when it is forgiven and not when received and to also recognize as unrestricted support on the statement of activities.

Note 7: **LEASES**

On January 6, 2020, Darkness to Light entered into a new lease agreement with Graco Mill Tenant, LLC for new office space located to 4900 O'Hear Avenue in Charleston, SC. The lease is for a ten-year period commencing on the move-in date in August 2020 with annual base rent payments of \$103,037 in the first year of the lease and escalating annually to \$131,141 in the final year of the lease term as follows:

Year 1	\$103,037
Year 2	\$105,808
Year 3	\$108.650

Note 7: LEASES (c	continued)	
	Year 4	\$111,564
	Year 5	\$114,584
	Year 6	\$117,711
	Year 7	\$120,909
	Year 8	\$124,253
	Year 9	\$127,624
	Year 10	\$131.141

The new lease also requires additional rent payments to reimburse the landlord for certain expenses, including a share of real estate taxes and other building operating, management and maintenance costs. The additional rent is anticipated to be approximately \$40,000 per year in the first full year escalating to approximately \$50,000 in the final year. The lease allows \$242,120 in landlord funded tenant improvements. Darkness to Light spent \$98,795 in tenant improvement costs. After the year end of June 30, 2022, Darkness to Light moved to a fully remote working arrangement and entered into a sublease for the office space at 4900 O'Hear Avenue.

Note 8: SUBSEQUENT EVENT

Management has evaluated subsequent events through May 24, 2023. Noted above is the subsequent activity with the lease for office space being subleased as Darkness to Light has moved to a virtual and remote working environment. Also to be noted, the Chief Executive Officer resigned in May of 2023 and the Senior Director of Curriculum, Design and Research is the acting Chief Executive Officer.

Note 9 METHODS USED FOR ALLOCATION OF EXPENSES FROM GENERAL AND ADMINISTRATIVE ACTIVITIES

The financial statements report certain categories of expenses that are attributable to the programs and to the supporting functions of fundraising and general management of the entity in Exhibit C. Those expenses that are common to all three functions include rent, depreciation, telephone, office machine lease, facilities and liability insurance, office supplies and postage, interest, technology costs and salaries.

Salaries are allocated based on time spent by management employees in different functions. The amount of time in each of the functions is based on a detailed time study conducted twice during the year. Due to the impact of Covid 19 on remote working arrangements, office space and expenses related to space and occupancy are also allocated based on the time spent in each of the functions.

The total salaries that are allocated among the three functions and those that are only allocated to one function such as programs are then tabulated to arrive at the percentages of all staff in expenses listed in the paragraph above. Those common expenses that are allocated are combined with those that are only charged to one of the functions, such as programs and fundraising.

DARKNESS TO LIGHT, INC. SCHEDULE OF TEMPORARILY RESTRICTED SUPPORT AND EXPENDITURES FOR THE YEAR ENDED JUNE 30, 2022

	Select <u>Equity</u>	Special Olympics	Child Safety <u>Pledge</u>	India <u>Project</u>
<u>Support</u>				
Contributions	\$ 0	\$ 0	\$ -	\$ 0
Grants (Note 4)	0	0	0	20,500
Total Support	0	0	0	20,500
Expenditures				
Fund-raising expenses	0	0	0	0
Program services	0	21,633	49,577	0
General & Administrative expense	0	0	0	0
Total Expenditures	0	21,633	49,577	0
Excess (Deficiency) of Support	0	(21,622)	(40,577)	20.500
Over Expenditures:	0	(21,633)	(49,577)	20,500
Transfer to/from other funds	0	0	(20,000)	0
Transfer to unrestricted funds	(78,039)	0	0	(139,731)
Restricted Assets - Beginning	78,039	21,633	117,875	119,231
Restricted Assets - Ending	<u>\$</u>	\$ <u>-</u>	\$ 48,298	\$ -

Silicon Valley Community Foundatioin	Oak <u>Foundation</u>	Gifts & Grants under \$50,000	World Childhood <u>Foundation</u>	Medical Society <u>of SC</u>	<u>Total</u>
\$ 0 0	\$ 0 2,143,521	\$ 64,683 0	\$ 0 108,500	\$ 0 3,500	\$ 64,683 2,276,021
0	2,143,521	64,683	108,500	3,500	2,340,704
0	0	0	0	0	0
43,441	1,978,527	86,059	90,851	34,633	2,304,721
0	0	0	0	0	0
43,441	1,978,527	86,059	90,851	34,633	2,304,721
(43,441)	164,994	(21,376)	17,649	(31,133)	35,983
0	0	0	20,000	0	0
0	0	(18,097)	0	0	(235,867)
43,441	334,309	47,261	0	31,133	792,922
\$ -	\$ 499,303	\$ 7,788	\$ 37,649	\$ -	\$ 593,038