

UPENDO VILLAGE, NFP

**FINANCIAL STATEMENTS
AS OF JUNE 30, 2013 AND 2012**

TOGETHER WITH AUDITOR'S REPORT

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of
Upendo Village, NFP:

We have audited the accompanying financial statements of Upendo Village, NFP, which comprise of the statement of assets, liabilities and net assets – cash basis as of June 30, 2013 and 2012, and the related statement of support, revenue and expenses – cash basis for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the cash basis of accounting described in Note 1; this includes determining that the cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

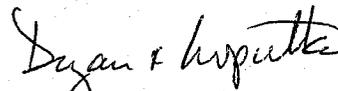
To the Board of Directors of
Upendo Village, NFP
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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities and net assets of Upendo Village, NFP as of June 30, 2013 and 2012, and its support, revenue and expenses and changes in net assets for the years then ended in accordance with the basis of accounting as described in Note 1.

Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to that matter.


DUGAN & LOPATKA

Wheaton, Illinois
September 19, 2013

UPENDO VILLAGE, NFP
STATEMENT OF ASSETS, LIABILITIES AND NET ASSETS - CASH BASIS
JUNE 30, 2013 AND 2012

	<u>2013</u>	<u>2012</u>
<u>ASSETS</u>		
CASH AND CASH EQUIVALENTS:		
Unrestricted	\$ 105,338	\$ 154,376
Temporarily restricted	<u>218,552</u>	<u>178,627</u>
Total assets	<u>\$ 323,890</u>	<u>\$ 333,003</u>
<u>LIABILITIES AND NET ASSETS</u>		
SALES TAX PAYABLE:	<u>\$ 108</u>	<u>\$ -</u>
NET ASSETS:		
Unrestricted	105,230	154,376
Temporarily restricted	<u>218,552</u>	<u>178,627</u>
	<u>323,782</u>	<u>333,003</u>
Total liabilities and net assets	<u>\$ 323,890</u>	<u>\$ 333,003</u>

The accompanying notes are an integral part of this statement.

UPENDO VILLAGE, NFP
STATEMENT OF SUPPORT, REVENUE AND EXPENSES - CASH BASIS
FOR THE YEARS ENDED JUNE 30, 2013 AND 2012

	2013			2012		
	Unrestricted	Temporarily Restricted	Total	Unrestricted	Temporarily Restricted	Total
SUPPORT AND REVENUE:						
Capital campaign	\$ -	\$ 124,292	\$ 124,292	\$ -	\$ 100,491	\$ 100,491
Child education	-	133,186	133,186	-	132,325	132,325
Income generating activity	-	18,771	18,771	-	22,330	22,330
Corporate contributions	6,085	-	6,085	3,730	-	3,730
Fundraisers	67,416	-	67,416	71,930	-	71,930
Grants	57,900	16,350	74,250	65,800	10,000	75,800
Individual donations	74,878	9,344	84,222	32,709	54,385	87,094
Religious organizations	16,419	2,000	18,419	81,141	-	81,141
In-kind contributions	138,426	-	138,426	160,006	-	160,006
Interest income	772	-	772	994	-	994
Net assets released from restrictions	264,018	(264,018)	-	247,994	(247,994)	-
Total support and revenue	625,914	39,925	665,839	664,304	71,537	735,841
EXPENSES:						
Administrative -						
Professional services	54,685	-	54,685	56,428	-	56,428
Printing	6,371	-	6,371	7,831	-	7,831
Travel	4,544	-	4,544	8,123	-	8,123
General	7,363	-	7,363	6,864	-	6,864
Volunteer services	138,426	-	138,426	148,226	-	148,226
Capital campaign	-	-	-	63,756	-	63,756
Program services -						
Upendo Village Kenya	463,671	-	463,671	395,422	-	395,422
Total expenses	675,060	-	675,060	686,650	-	686,650
CHANGE IN NET ASSETS	(49,146)	39,925	(9,221)	(22,346)	71,537	49,191
NET ASSETS, Beginning of year	154,376	178,627	333,003	176,722	107,090	283,812
NET ASSETS, End of year	\$ 105,230	\$ 218,552	\$ 323,782	\$ 154,376	\$ 178,627	\$ 333,003

The accompanying notes are an integral part of this statement.

UPENDO VILLAGE, NFP
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2013 AND 2012

(1) SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

Nature of Activities -

Upendo Village, NFP (Upendo), is a not-for-profit corporation, which was organized to assist the Wheaton Franciscan Sisters and the Assumption Sisters of Nairobi in their mission of bringing love, life and hope to Kenyans living with HIV/AIDS in the area of Naivasha, Kenya. Upendo Village, NFP assists with expertise, oversight and fund development.

The financial statements were available to be issued on September 19, 2013, with subsequent events being evaluated through this date.

The following summarizes the significant accounting policies and practices reflected in the accompanying financial statements:

Basis of Accounting -

The financial statements have been prepared on the cash basis of accounting. The cash basis of accounting recognizes income when received rather than when earned and expenses when paid rather than when incurred.

Basis of Presentation -

Financial statement presentation follows the recommendations of the Accounting Standards Codification (ASC). Under the ASC, Upendo is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Cash and Cash Equivalents -

For purposes of the statement of cash flows, Upendo considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents.

Credit Risk -

Financial instruments which potentially subject Upendo to concentrations of credit risk consist principally of cash. Upendo places its cash and deposits with high credit quality financial institutions. The cash balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 per bank. At June 30, 2013, Upendo had no cash balances exceeding the FDIC limit.

Restricted Resources -

Upendo reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of support, revenue and expenses as net assets released from restrictions.

(2) INCOME TAXES:

Upendo is a not-for-profit organization that is exempt from federal income taxes under the provision of Section 501(c)(3) of the Internal Revenue Code and is classified by the Internal Revenue Service as other than a private foundation.

Upendo files income tax returns in the U.S. federal jurisdiction. With few exceptions, Upendo is no longer subject to U.S. federal, state and local, or non-U.S. income tax examinations by tax authorities for years before 2009. Upendo does not expect a material net change in unrecognized tax benefits in the next twelve months.

(3) IN-KIND GIFTS AND DONATED SERVICES:

In-kind donations are recognized as contributions in accordance with the Accounting Standards Codification (ASC) for Accounting for Contributions Received and Contributions Made, if the services, a) create or enhance nonfinancial assets or b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by Upendo. Contributed services and expenses have been recorded, based on their estimated fair market value, on the date of contribution as follows:

	<u>2013</u>	<u>2012</u>
In-kind contributions	<u>\$ 138,426</u>	<u>\$ 160,006</u>
In-kind expenses - Capital campaign	\$ -	\$ 11,780
In-kind expenses - Services	<u>138,426</u>	<u>148,226</u>
	<u>\$ 138,426</u>	<u>\$ 160,006</u>

Upendo is also supported by in-kind services received from individual and organizational volunteers. The estimated value of these services is not reflected in the financial statements as they do not meet the requirements to be recorded.

(4) TEMPORARILY RESTRICTED NET ASSETS:

Temporarily restricted net assets at June 30, 2013 and 2012 were available for the following purposes:

	<u>2013</u>	<u>2012</u>
Construction	\$ 140,847	\$ 106,555
Child education	73,917	63,037
Income generating activities	2,342	1,514
Recovery Fund	1,346	522
Vehicles	-	6,200
Lab equipment	-	500
Other	<u>100</u>	<u>300</u>
Temporarily restricted net assets	<u>\$ 218,552</u>	<u>\$ 178,628</u>

During 2013 and 2012, net assets were released in the total amounts of \$264,018 and \$247,994, respectively, for various projects and services.

(5) CONCENTRATION:

Upendo disbursed approximately 87% and 75% of funds received to ASN Upendo Village in fiscal years ended June 30, 2013 and 2012, respectively. Without the capital campaign expenses, Upendo disbursed approximately 87% and 83% of funds received to ASN Upendo Village in fiscal years ended June 30, 2013 and 2012, respectively. Upendo exists primarily to raise funds for ASN Upendo Village, which is reflected in these concentrations.