

Friends of Flight 93 National Memorial Shanksville, Pennsylvania

Financial Statements
September 30, 2018 and 2017
(Audited)

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL FINANCIAL STATEMENTS SEPTEMBER 30, 2018

TABLE OF CONTENTS

	<u>Page</u>
Independent Auditor's Report	1
FINANCIAL STATEMENTS	
Statements of Financial Position	3
Statements of Activities	4
Statements of Functional Expenses	6
Statements of Cash Flows	8
Notes to Financial Statements	9



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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Friends of Flight 93 National Memorial P.O. Box 911 Shanksville, Pennsylvania 15560

Report on the Financial Statements

We have audited the accompanying financial statements of Friends of Flight 93 National Memorial, which comprise the statements of financial position as of September 30, 2018 and 2017, and the related statements of activities, functional expenses, and cash flows 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 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 Friends of Flight 93 National Memorial as of September 30, 2018 and 2017, and the results of its activities and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

WESSEL & COMPANY
Certified Public Accountants

Wesself Company

August 6, 2019

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENTS OF FINANCIAL POSITION SEPTEMBER 30, 2018 and 2017

ASSETS

	<u>2018</u>	<u>2017</u>
Cash and cash equivalents Accounts receivable Grants receivable Investments	\$ 456,749 9,460 5,332 364,952	\$ 316,210 8,943 86,293
Total Assets	\$ 836,493	\$ 411,446
<u>LIABILITIES AND NET ASSETS</u>		
Deferred revenue Accounts payable Accrued expenses	\$ 461,559 8,749 11,491	\$ 48,188 6,034 10,246
NET ASSETS Unrestricted	481,799	64,468
Board Designated Undesignated Temporarily restricted	148,009 127,356 79,329	82,516 204,651 59,811
Permanently restricted	-	
Total Net Assets Total Liabilities and Net Assets	\$ 354,694 836,493	346,978 \$ 411,446

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENT OF ACTIVITIES FOR THE YEAR ENDED SEPTEMBER 30, 2018

	Un	restricted	Temporarily Restricted	nanently stricted	To	otal
Support and Revenues						
Grants	\$	-	\$ 1,042,858	\$ -	\$ 1,0	42,858
Donations		120,777	3,188	-	1	23,965
Membership dues		6,095	-	-		6,095
Special events		50,175	24,482	-		74,657
Merchandise		10,222	-	-		10,222
Interest income		22,726	-	-		22,726
Release from restrictions		1,051,010	(1,051,010)	 _		_
Total Support and Revenues		1,261,005	19,518	 	1,2	80,523
Expenses						
Program		1,198,956	-	-	1,1	98,956
General and administrative		45,353	-	-		45,353
Fundraising		28,498		 		28,498
Total Expenses		1,272,807		 	1,2	72,807
Change in Net Assets		(11,802)	19,518	-		7,716
Net Assets - Beginning of Year		287,167	59,811	 	3	46,978
Net Assets - End of Year	\$	275,365	\$ 79,329	\$ 	\$ 3	54,694

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENT OF ACTIVITIES FOR THE YEAR ENDED SEPTEMBER 30, 2017

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Support and Revenues	Omestricted	Nestricted	Restricted	10tai
Grants	\$ -	\$ 295,726	\$ -	\$ 295,726
Donations	118,551	9,971	<i>-</i>	128,522
Membership dues	4,328	, -	-	4,328
Special events	19,500	18,632	-	38,132
Merchandise	18,078	-	-	18,078
Interest income	820	-	-	820
Release from restrictions	301,502	(301,502)	-	-
Total Support and Revenues	462,779	22,827	-	485,606
Expenses				
Program	320,585	-	-	320,585
General and administrative	47,068	-	-	47,068
Fundraising	26,232		<u> </u>	26,232
Total Expenses	393,886			393,886
Change in Net Assets	68,893	22,827	-	91,720
Net Assets - Beginning of Year	218,274	36,984		255,258
Net Assets - End of Year	\$ 287,167	\$ 59,811	\$ -	\$ 346,978

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED SEPTEMBER 30, 2018

General and

	P	rogram	Adı	ministrative	Fui	ndraising		Total
Salaries and wages	\$	127,039	\$	7,940	\$	23,820	\$	158,799
Payroll taxes and benefits	Ţ	16,950	Ą	1,059	Ţ	3,178	Ų	21,187
Outside contracted services		927,409		-		-		927,409
Advertising and promotions		54,612		-		-		54,612
Travel		3,781		-		-		3,781
Special events & projects		59,842		-		-		59,842
Meetings and conferences		9,166		-		-		9,166
Miscellaneous		156		-		-		156
Office expenses		-		13,500		1,500		15,000
Professional fees		=		20,935		-		20,935
Insurance				1,920				1,920
	\$:	1,198,956	\$	45,353	\$	28,498	\$	1,272,807

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED SEPTEMBER 30, 2017

General and

	Program	Adn	ninistrative	Fu	ndraising	Total
Salaries and wages	\$ 111,062	\$	6,941	\$	20,824	\$ 138,827
Payroll taxes and benefits	22,849		1,428		4,284	28,561
Outside contracted services	71,117		-		-	71,117
Advertising and promotions	39,146		-		-	39,146
Travel	6,952		-		-	6,952
Special events & projects	57,949		-		-	57,949
Meetings and conferences	11,362		-		-	11,362
Miscellaneous	148		-		-	148
Office expenses	-		10,117		1,124	11,241
Professional fees	-		26,421		-	26,421
Insurance			2,162		-	2,162
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	\$ 320,585	<u> </u>	47,068	<u> </u>	26,232	\$ 393,886

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED SEPTEMBER 30, 2018 and 2017

	2018	2017
Cash Flows From Operating Activities:		
Change in net assets	\$ 7,716	\$ 91,720
Adjustments to reconcile change in		
net cash provided by operating activities:		
Change in assets and liabilities:		
Accounts receivable	(517)	(1,543)
Grants receivable	80,961	(3,293)
Deferred revenue	413,371	(5,600)
Accounts payable	2,715	6,034
Accrued expenses	1,245	1,607
Total Adjustments	497,775	(2,795)
•	505,491	88,925
Net Cash Provided by Operating Activities	505,491	00,925
Cash Flows From Investing Activities:		
Purchases of investments at National Park Foundation	(364,952)	-
Net Cash (Used in) Investing Activities	(364,952)	_
Not Change in Coch	140 520	00.025
Net Change in Cash	140,539	88,925
Cash - Beginning of Year	316,210	227,285
Cash - End of Year	\$ 456,749	\$ 316,210

FRIENDS OF FLIGHT 93 NATIONAL MEMORIAL NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2018 AND 2017

NOTE 1 ORGANIZATION AND NATURE OF OPERATIONS

The Friends of Flight 93 National Memorial is a nonprofit organization engaged in collecting funds through donations, contributions, and merchandise sales in order to fund the Flight 93 National Memorial in Shanksville, Pennsylvania.

As Friends, we welcome worldwide all who would join us in honoring the sacrifice and courage of the passengers and crew of Flight 93 by supporting the mission of the Flight 93 National Memorial with volunteers, resources and civic engagement so as to inspire all who visit with the Flight 93 story.

Friends of Flight 93 National Memorial is a vital partner with the National Park service as stewards of the final resting place of the heroes of Flight 93 and the surrounding lands. We champion the highest standards of resource management and a visitor experience which is both powerful and positive. Through the work of the Friends, Flight 93 National Memorial will remain accessible, relevant and inspirational to present and future generations.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies are the principles of accounting and the methods of applying those principles which are utilized in preparing the financial statements. The accounting policies adopted can significantly affect the reported results of the operations. To facilitate an understanding of the information presented in the financial statements, the significant accounting policies followed in the presentation of the accompanying financial statements are summarized as follows:

Basis of Accounting

The financial statements are presented on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America.

Financial Statement Presentation

Financial statement presentation follows the FASB ASC 958-205, Financial Statements of Not-for-Profit Organizations. Under the FASB ASC, the Organization 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.

Contributions

Contributions are accounted for following FASB ASC 958-605, Accounting for Contributions Received and Contributions Made. All contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in

temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are classified to unrestricted net assets and reported in the Statement of Activities as net assets released from restrictions.

Friends of Flight 93 National Memorial has received contributions of artifacts of historical significance that are held in safe keeping for educational and public display. In conformity with the provisions of FASB ASC 958-605 these artifacts are not capitalized and revenues are not recognized when received.

Income Taxes

Friends of Flight 93 National Memorial is a non-profit organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

Friends of Flight 93 National Memorial follows FASB ASC 740-10 Topic Accounting for Uncertainty in Income Taxes. The FASB ASC required Friends of Flight 93 National Memorial to evaluate tax positions taken and determine whether it is more-likely-than-not that the tax position will be sustained upon examination based on the technical merits of the position. Friends of Flight 93 National Memorial records tax penalties and interest as they occur. For the years ended September 30, 2018 and 2017, Friends of Flight 93 National Memorial incurred no tax penalty or interest costs. With certain exceptions, the federal income tax returns of Friends of Flight 93 National Memorial for 2015, 2016, and 2017 are subject to examination by the IRS, generally for three years after they were filed.

Cash and Cash Equivalents

For purposes of the statement of cash flows, Friends of Flight 93 National Memorial considers all highly liquid debt instruments purchased with an initial maturity of three (3) months or less to be cash equivalents. There were no instruments considered to be cash equivalents at September 30, 2018 and 2017.

Allowance for Doubtful Receivables

No allowance for doubtful accounts was provided as of September 30, 2018 and 2017, as management believes all outstanding receivables are collectible. If collection becomes doubtful, an allowance for doubtful accounts will be established. Recoveries of previously charged off accounts are recorded when received.

Basis of Presentation

Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor imposed restrictions. Accordingly, net assets of Friends of Flight 93 National Memorial and changes, therein, are classified and reported as follows:

Unrestricted net assets - Net assets that are not subject to donor imposed stipulations. Unrestricted net assets may be designated for specific purposes by action of the board of directors.

Temporarily restricted net assets - Net assets subject to donor imposed stipulations that may or will be met either by actions of Friends of Flight 93 National Memorial and/or the passage of time.

Permanently restricted net assets - Net assets subject to donor imposed stipulations that they be maintained permanently by Friends of Flight 93 National Memorial. Generally the donors of these assets permit Friends of Flight 93 National Memorial to use all or part of the income earned on related investments for general or specific purposes. There were no permanently restricted assets at September 30, 2018 and 2017.

Expense Allocation

The costs of providing programs and other activities have been summarized on a functional basis in the Statement of Activities and in the Schedule of Functional Expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Use of Estimates

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates.

New Accounting Pronouncements

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2014-09, Revenue From Contracts With Customers, which provides a robust framework for addressing revenue recognition guidance. This guidance is effective for annual reporting periods beginning after December 15, 2018.

In February 2016, FASB issued ASU 2016-02, Leases (Topic 842). The guidance is this ASU supersedes the leasing guidance in Topic 840, Leases. Under the new guidance, lessees are required to recognize lease assets and lease liabilities on the statement of financial position for all lease terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. The new standard is effective for fiscal years beginning after December 15, 2019.

In August 2016, FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities, which simplifies and improves how a not-for-profit organization classifies its net assets, as well as the information it presents in financial statements and notes about liquidity, financial performance and cash flows. Among other changes, the ASU replaces the three current classes of net assets with two new classes, "net assets with donor restrictions" and "net assets without donor restrictions", and expands disclosures about the nature and amount of any donor restrictions. This guidance is effective for annual periods beginning after December 15, 2017.

The Organization is currently evaluating the impact of the pending adoption of the new standards on the financial statements.

NOTE 3 CONCENTRATIONS OF CREDIT RISK OF FINANCIAL INSTRUMENTS

Demand deposits in banks are financial instruments of the depositor. The depositor has the contracted right to receive this currency on demand. Friends of Flight 93 National Memorial has cash deposits in multiple financial institutions. At September 30, 2018 and 2017, the deposits are fully insured up to \$250,000 per institution.

NOTE 4 GRANTS RECEIVABLE

Receivables, primarily representing funding under various grants or contracts for program expenditure reimbursements, are due from the Hillman Family Foundation totaling \$84,000 at September 30, 2017, \$1,126 and \$2,293 due from the National Parks Foundation at September 30, 2018 and 2017, respectively and \$4,206 due from Somerset County as of September 30, 2018.

NOTE 5 INVESTMENTS AND FAIR VALUE

Accounting Standards Codification (ASC) 820, Fair Value Measurements and Disclosures, establishes a framework for measuring fair value with generally accepted accounting principles (GAAP) and expands disclosures about fair value measurements. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value.

ASC 820 does not require any new fair value measurements under GAAP and does not expand the application of fair value accounting to any new circumstances. ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

As required by ASC 820, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Friends of Flight 93's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect their placement within the fair value hierarchy levels.

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

Following is a description of the valuation methodologies used by the Friends of Flight 93 for assets that are measured at fair value on a recurring basis. There have been no changes in the methodologies used at September 30, 2018 and 2017.

12

Pooled Investments at the National Park Foundation – Valued at the Friends of Flight 93's proportionate share of the investments held within the pooled fund and explained further below.

Investments held in the investment pool are valued using the market value unit method, which assigns a number of units to each participant based on the relationship in the individual participant's investments to the total investments at the time the investments are pooled. Periodically, the pooled assets are valued and new unit values are assigned and used for valuing additions to, or withdrawals from, the pool for new endowment contributions or withdrawals of endowment funds entering the pool. The Friends of Flight 93 may withdraw from the pool at any time. Net asset value is based on fair market value of the underlying assets of the funds using quoted market prices when available and alternative methods as provided in the individual trust or pooled fund agreements when quoted market prices are not available. The Friends of Flight 93 receives a proportionate share of investment returns, expenses, gains and losses based on its proportionate number of units owned in the pooled investments.

The preceding method may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Friends of Flight 93's management believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of these assets could result in a different fair value measurement at the reporting date.

The following table sets forth by level within the fair value hierarchy the Friends of Flight 93's financial assets and that were accounted for at fair value on a recurring basis. As required by ASC 820, financial assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurements.

Fair Value Measurements consist of the following as of September 30, 2018:

	Le	vel 1		Level 2	Lev	el 3	Total
Assets:			,				
Investment Pool at the							
National Park Foundation	\$		\$	364,952	\$		\$ 364,952
Total	\$		\$	364,952	\$		\$ 364,952

The Friends of Flight 93's investments valued at net asset value were as follows as of September 30, 2018:

	<u>Fair Value</u>	Redemption Frequency	Redemption Notice Period
Funds held in the Investment Pool at the National Park Foundation	\$ 364,952	Daily	None

The Friends of Flight 93 has investments held within the Investment Pool which have an investment objective to maximize long-term total return through a combination of income and capital appreciation in a manner consistent with sound investment practices. The Friends of Flight 93 holds the variance power for the assets held within the Investment Pool.

The Friends of Flight 93 invested \$343,000 into the Investment Pool and the funds are temporarily restricted to fund the Learning Center Coordinator position beginning in fiscal year September 30, 2019 and future years. Earnings on the funds held in the Investment Pool are not restricted for use.

The Friends of Flight 93, in order to reflect its investment at fair market value, recorded an unrealized gain of \$21,952 in 2018, which represents a 6.4% gain.

NOTE 6 DEFERRED REVENUE

Deferred revenues arise when cash is received before the revenue recognition criteria have been satisfied. Funds received before the requirements were met have been recorded as deferred revenue. These amounts are summarized as follows at September 30, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
Allegheny Foundation	\$ 171,500	\$
Mellon Foundation	171,500	
McKenna Foundation		17,139
Visitors Center Exhibit Overhaul	61,374	
Nimick Forbesway	13,858	
Somerset County Tourism Grant	169	734
Pirates Charities	28,282	17,511
National Park Foundation		949
Education Account	14,876	11,855
	\$ 461,559	\$ 48,188

During the year ended September 30, 2018, significant grants were received and expended for the purpose of construction relating to the Tower of Voices monument. Construction of the monument is currently ongoing.

NOTE 7 CONTRIBUTED SERVICES

Contributed services are recognized if the services received (a) create or enhance long-lived assets, or (b) require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation. Friends of Flight 93 National Memorial receives a significant amount of contributed time that does not meet the two recognition criteria above. Accordingly, the value of this contributed time has not been determined and is not reflected in the accompanying financial statements.

NOTE 8 BOARD DESIGNATED NET ASSETS

Totals

As of September 30, the Board Designated net assets were for the following purposes:

•	<u>2018</u>	<u>2017</u>
Walk 93 Project	\$ 52 ,734	\$ 37,050
Reforestation	20,233	10,978
Hydration History	2,148	
Temporary Memorial Trail	10,632	3,000
VC Donation Box	61,882	31,108
New Banner	<u>380</u>	<u>380</u>
	\$148,009	\$ 82,516

NOTE 9 COMMITMENTS AND CONTINGENCIES

Grant Programs

Friends of Flight 93 National Memorial participates in various grant programs. These programs are subject to program compliance audits by the grantors or their representatives. Friends of Flight 93 National Memorial is potentially liable for any expenditure which may be disallowed pursuant to the terms of these grant programs. In the opinion of management, liabilities resulting from disallowed expenditures, if any, would not be material to the accompanying financial statements at September 30, 2018 and 2017.

Litigation

Friends of Flight 93 National Memorial is subject to certain legal proceedings and claims that arise in the ordinary course of business. In the opinion of management, the amount of any ultimate liability with respect to these actions will not materially affect the Friends of Flight 93 National Memorial's financial statements as a result of operations.

NOTE 10 LINE OF CREDIT

Friends of Flight 93 National Memorial obtained a line of credit in the amount of \$45,000 in July 2015. The line of credit is unsecured. Interest is charged on the line of credit at four and one quarter percent (4.25%). There was no outstanding balance as of September 30, 2018 and 2017. The line is due on demand.

NOTE 11 SUBSEQUENT EVENTS

During 2019, Families of Flight 93 will be dissolving as an organization and has decided to transfer all of their remaining assets to Friends of Flight 93 as a restricted contribution.

Subsequent events were considered through August 6, 2019, the date the financial statements were available to be issued.