



d/b/a TPAN

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Independent Auditor's Report

To the Board of Directors TPA Network, Incorporated Chicago, Illinois

Report on the Financial Statements

We have audited the accompanying financial statements of TPA Network, Incorporated (a not-for-profit corporation), which comprise the statement of financial position as of September 30, 2016 and 2015, and the related statements of activities and changes in net assets, 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 and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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, financial statements referred to above present fairly, in all material respects, the financial position of TPA Network, Incorporated as of September 30, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal awards, as required by Title 2 U.S. Code of Federal Regulations (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards, is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by Government Auditing Standards

Kessler, Orlean, Silver & Company, D.C.

In accordance with *Government Auditing Standards*, we have also issued our report dated March 30, 2017, on our consideration of TPA Network, Incorporated's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering TPA Network, Incorporated's internal control over financial reporting and compliance.

Respectfully submitted,

Kessler, Orlean, Silver & Company, P.C.

Certified Public Accountants

March 30, 2017

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Statements of Financial Position

September 30, 2016 and 2015

Δ	ccotc	

	2016	2015
Current Assets		
Cash	\$ 727,289	\$ 317,417
Contributions Receivable	234,211	252,695
Advertisement Receivable	111,864	301,634
Other Receivable	1,518	-
Prepaid Expenses	120,009	50,102
Total Current Assets	1,194,891	921,848
Property and Equipment		
Leasehold Improvements	161,217	161,217
Furniture, Equipment and Software	168,906	155,309
Vehicle	16,757	16,754
Total Property and Equipment	346,880	333,280
Less Accumulated Depreciation	(184,784)	(127,340)
Net Property and Equipment	162,096	205,940
Other Assets		
Security Deposit	20,329	20,329
Total Assets	\$ 1,377,316	\$ 1,148,117

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Statements of Financial Position

September 30, 2016 and 2015

Liabilities and Net Assets

		2015	
Current Liabilities			
Accounts Payable	\$	48,132	\$ 71,064
Accrued Payroll Expenses		34,312	26,734
Deferred Revenue		-	27,500
Accrued Unrelated Business Income Tax		-	86,276
Current Portion of Note Payable		14,958	20,517
Refundable Advance From Government Funding		105,306	115,808
Total Current Liabilities		202,708	347,899
Long-Term Liabilities			
Note Payable, Net of Current Portion			 15,055
Total Liabilities		202,708	 362,954
Net Assets			
Unrestricted		974,291	772,801
Temporarily Restricted		200,317	 12,362
Total Net Assets		1,174,608	 785,163
Total Liabilities and Net Assets	\$	1,377,316	\$ 1,148,117

d/b/a TPAN

Statement of Activities and Changes in Net Assets

For the Years Ended September 30, 2016 and 2015

	2016					2015						
				nporarily						nporarily		
	<u>Ur</u>	restricted	Re	estricted		Total	<u>Ur</u>	restricted	<u>R</u>	<u>estricted</u>		Total
Public Support and Revenue												
Governmental Contributions	\$	1,149,865	\$	-	\$	1,149,865	\$	1,236,854	\$	-	\$	1,236,854
Contributions		634,940		200,317		835,257		529,736		12,362		542,098
Special Events Revenue, Net of												
Direct Expenses		516,608		-		516,608		551,320		-		551,320
Advertisement Income		750,493		-		750,493		964,452		-		964,452
Interest Income		226		-		226		152		-		152
Miscellaneous		2,602		-		2,602		2,485		-		2,485
Assets Released From Restrictions		12,362		(12,362)				50,000		(50,000)		
Total Support and Revenue and												
Assets Released from Restrictions		3,067,096		187,955		3,255,051		3,334,999		(37,638)		3,297,361
Operating Expenses												
Program Services		1,959,196		_		1,959,196		2,134,597		-		2,134,597
Management and General		423,784		_		423,784		429,619		-		429,619
Fundraising		482,626				482,626		420,670				420,670
Total Expenses		2,865,606				2,865,606		2,984,886				2,984,886
Change in Net Assets		201,490		187,955		389,445		350,113		(37,638)		312,475
Net Assets at Beginning of Year		772,801		12,362		785,163		422,688		50,000		472,688
Net Assets at End of Year	\$	974,291	\$	200,317	\$	1,174,608	\$	772,801	\$	12,362	\$	785,163

d/b/a TPAN

Statement of Functional Expenses

For the Year Ended September 30, 2016

	Program	Program Management		
	Services	and General	Fundraising	Total
Salaries and Wages	\$ 988,491	\$ 261,221	\$ 188,942	\$ 1,438,654
Employee Benefits	227,780	49,197	43,560	320,537
Professional Fees	108,493	31,946	29,970	170,409
Specific Assistance to Individuals	10,173	-	-	10,173
Retreats and Events	33,075	-	-	33,075
Occupancy	138,053	35,434	26,391	199,878
Insurance	4,946	7,497	833	13,276
Telephone	11,509	2,681	2,879	17,069
Rental and Maintenance of Equipment	8,779	2,123	1,700	12,602
Computer and Software	31,412	2,857	8,438	42,707
Supplies	48,167	7,961	2,138	58,265
Advertising and Public Relations	1,750	-	6,160	7,910
Printing and Publications	197,134	-	3,656	200,790
Postage and Shipping	58,095	221	1,204	59,519
Meetings and Travel	50,690	3,222	1,791	55,703
Staff Development	2,999	7,608	2,474	13,081
Dues and Subscriptions	-	1,518	179	1,697
Fees	135	4,251	29,585	33,972
Indirect Special Events Expenses	-	-	116,977	116,977
Interest	-	1,866	-	1,866
Depreciation	37,515	4,182	15,748	57,444
Total	\$ 1,959,196	\$ 423,784	\$ 482,626	\$ 2,865,606

d/b/a TPAN

Statement of Functional Expenses

For the Year Ended September 30, 2015

	Program		Mai	nagement			
	Se	Services		d General	Fu	ndraising	Total
Salaries and Wages	\$	920,543	\$	209,138	\$	134,785	\$ 1,264,466
Employee Benefits		195,570		48,132		28,794	272,496
Professional Fees		152,676		100,540		24,742	277,958
Subcontractors		50,719		-		-	50,719
Specific Assistance to Individuals		12,716		-		-	12,716
Retreats and Events		35,686		-		-	35,686
Occupancy		140,609		29,256		21,224	191,089
Insurance		2,637		12,559		432	15,628
Telephone		9,785		2,481		4,151	16,417
Rental and Maintenance of Equipment		7,022		3,100		1,080	11,202
Computer and Software		52,614		7,606		22,641	82,861
Supplies		66,934		375		1,675	68,984
Advertising and Public Relations		1,060		250		1,200	2,510
Printing and Publications		227,269		619		3,985	231,873
Postage and Shipping		77,715		324		1,565	79,604
Meetings and Travel		20,113		154		115	20,382
Staff Development		3,784		712		2,091	6,587
Dues and Subscriptions		-		500		600	1,100
Fees		251		5,570		36,027	41,848
Indirect Special Events Expenses		-		-		120,209	120,209
Miscellaneous		-		1,065		-	1,065
Interest		-		3,255		-	3,255
Unrelated Business Income Taxes		117,502		-		-	117,502
Depreciation		39,392		3,983		15,354	 58,729
Total	\$ 2	2,134,597	\$	429,619	\$	420,670	\$ 2,984,886

See accompanying notes to the financial statements.

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Statements of Cash Flows

For the Years Ended September 30, 2016 and 2015

		2016		2015
Cash Flows from Operating Activities		2010		2013
Governmental Contributions	\$	1,218,120	\$	1,217,088
Contributions	-	726,230	7	542,098
Net Revenue From Special Events		546,608		521,320
Advertisement Income		940,263		819,145
Interest Income		226		152
Miscellaneous		2,456		2,485
Payments for Interest		(1,866)		(3,255)
Payments for Taxes		(144,943)		(116,611)
Payments for Operating Expenses		(2,843,008)		(2,900,691)
Net Cash Provided by Operating Activities		444,084		81,731
Cash Flows from Investing Activities				
Purchase of Property and Equipment		(13,599)		
Cash Flows from Financing Activities				
Addition (Reduction) in Security Deposits		_		9
Repayment of Note Payable		(20,614)		(19,226)
Net Cash Used by Financing Activities		(20,614)		(19,217)
Net Increase in Cash		409,871		62,514
Cash, Beginning of Year		317,417		254,903
Cash, End of Year	\$	727,289	\$	317,417
Reconciliation of Change in Net Assets to Net Cash Provided by Operating Activities				
Change in Net Assets	\$	389,445	\$	312,475
Adjustments to Reconcile Increase in Net Assets to				
Net Cash Provided by Operating Activities				
Depreciation		57,444		58,729
(Increase) Decrease in:				
Accounts Receivable		208,254		(174,160)
Prepaid Expenses		(69,909)		(6,614)
Other Receivable		(1,518)		-

See accompanying notes to the financial statements.

d/b/a TPAN

Statements of Cash Flows

For the Years Ended September 30, 2016 and 2015

	2016	2015
Increase (Decrease) in:		
Accounts Payable	(22,932)	(180,160)
Accrued Payroll	7,578	11,799
Accrued Unrelated Business Income Tax	(86,276)	53,075
Deferred Revenue	(27,500)	27,500
Refundable Advance from Government Funding	(10,502)	(20,913)
et Cash Provided by Operating Activities	\$ 444,084	\$ 81,731

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies

Organization

TPA Network, Incorporated ("the Organization") is an Illinois not-for-profit corporation incorporated in February 1988 and is recognized as a charitable organization under Section 501(c)(3) of the Internal Revenue Code. TPA Network, Incorporated empowers everyone living with or at risk for HIV/AIDS to live open, healthy, and productive lives. The Organization innovates to deliver peer-led support programs and collaborative wellness services and to communicate comprehensive information.

Description of Program Services

Mental Health Services/Behavioral Health:

Individual and Couples Therapy—All HIV-positive and high-risk negative clients are eligible to receive individual and couples therapy with a licensed mental health professional at no cost.

Therapeutic Groups—There are currently four therapeutic groups, they include: The 2 of Us, a group for sero-discordant couples (a couple in which one partner is HIV positive and the other is HIV negative); Future Focused, a group for HIV positive individuals who are newly diagnosed or just coming to terms with their HIV diagnosis; an Art Therapy group for HIV positive clients who prefer a non-traditional therapeutic approach to address emotional and psychological problems and Seasons, a group for HIV positive individuals that are struggling with life stressors, relationship issues, and emotional distress. All therapy groups are facilitated by a licensed mental health clinician.

Mr. Sexx—A licensed mental health professional provides weekly safe sex counseling for members of Steamworks bathhouse.

Youth Services:

Youth Program—The youth program encompasses a weekly support group called The Thrive Edition, for HIV positive clients that are 18 to 29 years old. The group is conducted by a licensed therapist, and allows for clients to go on cultural and social outings twice a year. We also offer individual therapy, couples therapy, and psychiatry for those clients needing that support.

Substance Abuse Services:

Our Voices Advocating Health (OVAH!)—Funded by SAMHSA, OVAH! is a comprehensive program that integrates HIV and substance abuse prevention education. Programs goals are to reduce substance use, decrease risky sexual behavior, increase HIV testing and increase the quality of life of participants. The target population is African-American men who have sex with men (MSM) between the ages of 18-24.

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies (Continued)

Substance Abuse Services (Continued)

Healthy Outcomes Through Treatment, Empowerment, and Recovery (HOTTER)—Funded by SAMHSA, HOTTER aims to reduce the impact of behavioral health problems, reduce HIV risk and incidence, and increase access to treatment for individuals with co-existing behavioral health, HIV, and hepatitis conditions. HOTTER ensures that individuals who have or are at high risk for a substance use and/or a co-occurring mental disorder and who are living with or most at risk for HIV/AIDS have access to appropriate behavioral health services. TPAN is partnering with Lutheran Social Services of Illinois and Chicago Lakeshore Hospital for this endeavor. The target population is African-American men who have sex with men (MSM) between the ages of 18-29.

Education and Information:

TEAM (Treatment Education Adherence Management)—TPAN's innovative, 10-hour, peer-led treatment education program focuses on the successful management of HIV and the prevention of secondary infection. TEAM provides a safe, supportive and structured environment in which participants can learn and leverage their own life experiences and be linked to a system of care. Core curriculum topics include: "The History of HV/AIDS", "Our Physical Bodies", "HIV and the Immune System", "Antiretroviral Treatment", "Complications of the Course of HIV/AIDS", "Mental Health and Substance Abuse", "HIV Stigma", "How to Self-Advocate for One's Health" and "Pre-exposure prophylaxis (PrEP)".

Positively Aware—TPAN is the publisher of the HIV/AIDS treatment journal Positively Aware—the leading not-for-profit publication serving the HIV community. The mission of Positively Aware is to be the premier source of unbiased information on HIV treatment, emerging drug therapies, clinical trials, and other critical information for people living with HIV, as well as their friends, families, caregivers and professionals in the field. Positively Aware educates and empowers those living with HIV/ AIDS to advocate for their health care; editorial content is focused on accurate, up-to-date treatment information and in-depth coverage of the most important medical conferences. Positively Aware is published bimonthly and reaches 100,000 readers with each issue.

Client Advocacy:

Total Care Portal (TCP)—Provides the infrastructure supporting the linkage and follow up between TPAN's programs and services and programs and services received at other agencies and providers. TCP staff monitor client engagement, treatment adherence, risk behaviors and health outcomes. Staff also conduct regular assessments, provide referrals and are responsible for updating TPAN's database system with TCP-related activities.

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies (Continued)

Client Advocacy: (Continued)

Medical Case Management—Operated within AIDS Foundation of Chicago's coordinated case management system, case managers assist clients with applying for benefits, accessing emergency funds, identifying medical and social service needs, facilitating appropriate referrals to meet service needs and acting as a broker between clients and services. Case managers also assist clients with staying adherent to the treatment regimens in order to achieve better health outcomes.

Early Intervention Services—An early HIV intervention program which provides HIV positive individuals who have fallen out of care or are newly diagnosed with intensive, one-to-one support. The main goals are to help these individuals find quality HIV medical care and to remain adherent to treatment regimens in order to improve overall health.

Housing Advocacy—A TPAN housing advocate assists low income, HIV positive clients with finding and maintaining safe and affordable housing.

Prevention Services:

HIV Testing and Counseling—Provides HIV rapid testing services, post-test counseling and referrals. Services are delivered at TPAN's offices and at locations throughout metropolitan Chicago.

Hepatitis C (HCV) Testing and Counseling—In FY 2015 TPAN launched HCV testing and counseling. Individuals are able to receive HCV rapid testing services, post-test counseling and referrals. Services are delivered at TPAN's offices and at locations throughout metropolitan Chicago.

Mobile Testing—TPAN uses a mobile testing van to target communities in Chicago with disproportionally high rates of HIV infection rates. Individuals are able to receive an HIV test and counseling and, beginning in FY 2015, an HCV test with counseling.

Lifeline – A crisis intervention program for individuals that are at high risk who receive crisis counseling, information about Prep, and are connected to internal and external referrals as needed.

Basis of Accounting

The Organization prepares its financial statements using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP")

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies (Continued)

Income Taxes

The Organization was granted an exemption from federal income taxes by the Internal Revenue Service pursuant to the provisions of Internal Revenue Code Section 501(c)(3). The Organization qualifies for the charitable contribution deduction under Section 170(b)(1)(A)(vi) and has been classified as an organization that is not a private foundation under Section 509(a)(1). The tax exempt purpose of the Organization and the nature in which it operates is described above. The Organization continues to operate in compliance with its tax exempt purpose.

The Organization's annual information and income tax returns filed with the federal and state governments are subject to examination for the open statutory period September 30, 2014 through 2016.

Cash

For purposes of the statements of cash flows, the Organization considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents. There were no cash equivalents as of September 30, 2016 and 2015.

Contributions and Advertisement Receivables

The Organization considers receivables to be fully collectible; accordingly, no allowance for doubtful accounts has been established. If amounts become uncollectible, they are charged directly to operations when that determination is made. During the year ended September 30, 2016, no receivables were charged-off.

Property and Equipment

Expenditures for property and equipment and items which substantially increase the useful lives of existing assets are capitalized at cost. The Organization provides for depreciation on the straight-line method at rates designed to depreciate the cost of assets over estimated useful lives which is seven years for leasehold improvements and five years for furniture, equipment, and software and vehicles. Gains and losses from the sale of property and equipment are included in income. Maintenance and repairs are charged to operations.

Support and Revenue

The Organization 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 activities as net assets released from restrictions. If a restriction is fulfilled in the same time period in which the contribution is received, the Organization reports the support as unrestricted.

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies (Continued)

The Organization reports gifts of land, buildings, and equipment as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations regarding how long those long-lived assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service. During the years ended September 30, 2016 and 2015, the Organization did not receive any donated property or equipment.

Government Contributions

Support funded by government contracts, which qualify as conditional promises to give, are recognized when the condition of performing the contracted services is met. Revenue is therefore recognized as earned as the condition of eligible expenses are incurred. These expenditures are subject to audit and acceptance by the granting Organization and, as a result of such audit, adjustments could be required.

Donated Services

Contributions of services are required to be recognized if the services received (a) create or enhance non-financial 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. During the current period, no donated services met these criteria. There were, however, a substantial number of volunteers who donated their time towards the activities of the Organization, the value of which was not required to be disclosed in the financial statements.

In-Kind Contributions

In addition to receiving cash contributions, the Organization receives in-kind contributions from various donors. It is the policy of the Organization to record the estimated fair value of certain in-kind donations as an expense in its financial statements, and similarly increase donations by a like amount. For the year ended September 30, 2016, the Organization received in-kind contributions valued at \$38,388.

Fair Value Disclosures

The fair value of financial instruments including cash, contributions receivable, advertisement receivable, other receivable, prepaid expenses, accounts payable, accrued expenses and deferred revenue approximates the carrying value, principally because of the short maturity of those items. The fair value of loans payable approximates the carrying value, principally because of the maturity dates of the notes and the current terms applicable to each item.

Functional Allocation of Expenses

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

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 1 – Summary of Significant Accounting Policies (Continued)

Subsequent Events

Management has evaluated subsequent events through March 30, 2017, the date the financial statements were available to be issued

Note 2 – Refundable Advance

The Organization received funds in exchange for their agreement to provide specific services. At September 30, 2016 and 2015, \$105,306 and \$115,808 had not yet been earned.

Note 3 – Accrued Unrelated Business Income Tax

The advertising income earned from the Organization's Positively Aware publication is subject to unrelated business income tax for both federal and Illinois tax purposes. The Organization has estimated that they will have refundable unrelated business income taxes of \$58,667 at September 30, 2016 and a tax liability of \$86,276 at September 30, 2015. The Organization plans to amend prior year returns to correct errors on their unrelated business income tax calculation but has not done so as of March 30, 2017.

Note 4 – Note Payable

The Organization's obligation under a note payable is as follows:

	Sept	tember 30, 2016	September 30 2015		
Note payable - 7%, payable in monthly installments of \$1,873 including interest: final payment due June 5, 2017. The loan is collateralized by substantially all of the Organization's assets.	\$	14,958	\$	35,572	
Less: current maturities		(14,958)		(20,517)	
Long-Term Debt	\$		\$	15,055	

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 5 – Conditional Promises to Give

The Organization has received the following conditional promises to give that are not recognized as assets in the statement of financial position as of September 30, 2016:

Conditional Promises to Give Upon Expenditure of Funds	Term	Amount		rned as of tember 30, 2016	1	e maining Funding Available
Chicago Department of Public He	alth					
Prevention	1/1/16-12/31/16	\$	172,000	\$ 128,941	\$	43,059
Ryan White	3/1/16 - 2/29/17		135,557	86,122		49,435
AIDS Foundation of Chicago						
Ryan White Part A - Non Medical						
Case Management	4/1/16-2/28/17		99,002	57,622		41,380
Ryan White Part B - Case	4/1/16-3/31/17		57,549	31,940		25,609
Ryan White Part B - Retention	7/1/16-3/31/17		44,745	13,693		31,052
Ryan White Part B - Psychosocial	4/1/16-3/31/17		5,000	5,000		-
Housing	1/1/16-12/31/16		54,573	38,737		15,836
Total		\$	568,426	\$ 362,055	\$	206,371

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 5 – Conditional Promises to Give (Continued)

The Organization has received the following conditional promises to give that are not recognized as assets in the statement of financial position as of September 30, 2015:

Conditional Promises to Give Upon Expenditure of Funds	Term	Amount		rned as of tember 30, 2015	1	emaining Funding vailable
Chicago Department of Public H	ealth					
Prevention	1/1/15-12/31/15	\$	172,000	\$ 122,421	\$	49,579
Ryan White	3/1/15-2/29/15		135,557	57,897		77,660
AIDS Foundation of Chicago						
Ryan White Part B - Case						
Management	4/1/15-3/31/16		168,220	78,645		89,575
Ryan White - Psychosocial	4/1/15-3/31/16		5,000	1,700		3,300
Housing	1/1/15-12/31/15		54,373	 39,585		14,788
Total		\$	535,150	\$ 300,248	\$	234,902

Note 6 – Net Revenues from Special Events

Net revenues from special events consist of the following:

	Sep	2016	Sep	2015
Contributions, including sponsorship and auction Less: Costs of direct benefits to donors	\$	575,499 (58,891)	\$	601,757 (50,437)
Net Revenues from Special Events	\$	516,608	\$	551,320

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 7 – Employee Benefit Plan

The Organization has a 401(k) plan which covers substantially all full-time employees. The Organization's contribution is equal to the participant's deferral up to a maximum of 3% of salary. Employees are eligible to participate after three months of service and vest upon completion of three years of service. The Organization contributed \$28,077 and \$27,387 for the years ended September 30, 2016 and 2015, respectively.

Note 8 – Lease Commitments

The Organization leased facility space under a non-cancellable operating lease arrangement which would have expired September 30, 2020. The Organization is responsible for additional rent to reimburse the landlord for their share of the utilities. Rental expense for this lease included in the statement of activities for the years ended September 30, 2016 and 2015, was \$194,172 and \$185,325, respectively. This lease will be terminated simultaneously as the new lease goes into effect on the termination date of the old lease. The Organization will remain in the same space until the time of their move.

As of April 1, 2017, the Organization will enter into a new operating lease for facility space expiring April 1, 2025. The Organization is granted one five year option to renew the lease and the landlord can terminate the lease in the event of redevelopment of the building subject to conditions as of April 1, 2020. The organization is responsible for their pro-rata share of real estate taxes, common area maintenance, management fees, and utilities.

Future minimum payments under the both operating leases are as follows:

September 30,	 Amount
2017	\$ 90,216
2018	168,730
2019	172,948
2020	177,272
2021	181,704
Thereafter	 671,870
Total	\$ 1,462,740

Note 9 – Concentration of Credit Risk

During the year ended September 30, 2016, the Organization received approximately 38% of its funding from various government agencies, 14% from one fundraising event, and 23% from net advertising revenue. Following is a breakdown by government funding agency of the Organization's revenue for the year ended September 30, 2016 and the contributions receivable at September 30, 2016:

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 9 – Concentration of Credit Risk (Continued)

	% of Total Revenue	% of Contributions Receivable
U.S. Department of Health and Human Services	18%	16%
Chicago Department of Public Health	11%	60%
AIDS Foundation of Chicago (pass through government funds)	9%	24%
Total	38%	100%

During the year ended September 30, 2015, the Organization received approximately 37% of its funding from various government agencies, 14% from one fundraising event, and 29% from net advertising revenue. Following is a breakdown by government funding agency of the Organization's revenue for the year ended September 30, 2015 and the contributions receivable at September 30, 2015:

	% of Total Revenue	% of Contributions Receivable
U.S. Department of Health and Human Services	23%	27%
Chicago Department of Public Health	7%	39%
AIDS Foundation of Chicago (pass through government funds)	7%	34%
Total	37%	100%

From time to time, the Company maintains cash balances at one financial institution in excess of the Federal Deposit Insurance Corporation (FDIC) limits. The uninsured balances total \$298,580 for the year ended September 30, 2016. There was no concentration of cash risk for the year ended September 30, 2015.

Notes to Financial Statements

For the Years Ended September 30, 2016 and 2015

Note 10 – Temporarily Restricted Net Assets

Temporarily restricted net assets consisted of the following at September 30, 2016:

	Red	ributions ceivable in 1 Year	Rec Re	expended Funds reived for estricted urposes	Total
Bristol Meyers Squibb	\$	-	\$	78,730	\$ 78,730
J&J Services		-		13,223	13,223
Lloyd A. Fry Foundation		30,000		10,764	40,764
Gilead Sciences Inc		-		7,600	7,600
Janssen Therapeutics		25,000		5,000	30,000
Theratechnologies Inc.		-		5,000	5,000
Aids Foundation of Chicago		10,000		-	10,000
The Gibbs Family Foundation		15,000		<u>-</u>	 15,000
Totals	\$	80,000	\$	120,317	\$ 200,317

Temporarily restricted net assets as of September 30, 2015 consisted of unexpended funds received for restricted purposes totaling \$12,362 remaining from a \$30,000 restricted grant from Bristol Meyers Squibb.



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Independent Auditor's Report on Supplementary Information

To the Board of Directors TPA Network, Incorporated d/b/a TPAN Chicago, IL

We have audited the accompanying financial statements of TPA Network, Incorporated d/b/a TPAN as of September 30, 2016, and our report thereon dated March 30, 2017 which expressed an unmodified opinion on those financial statements, appears on page 1. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The Schedule of Expenses by Program is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Respectfully submitted,

Kessler, Orlean, Silver & Company, P.C.

Kessler, Orlean, Silver & Company, P.C.

Certified Public Accountants

Deerfield, Illinois March 30, 2017

d/b/a TPAN

Schedule of Expenses by Program

For the Year Ending September 30, 2016

	Youth Services	Substance Abuse Services	Mental Health Services	Education and Information	Client Advocacy	Prevention Services	Total Program
Salaries and Wages	\$ 12,647	\$ 280,251	\$ 106,612	\$ 231,410	\$ 224,254	\$ 133,317	\$ 988,491
Employee benefits	2,917	64,630	24,605	53,304	51,603	30,721	227,780
Professional Fees	-	50,000	17,630	40,863	-	-	108,493
Specific Assistance to Individuals	-	6,095	3,195	620	36	228	10,173
Retreats and Events	-	33,075	-	-	-	-	33,075
Occupancy	1,787	39,030	14,903	32,332	31,352	18,649	138,053
Insurance	15	1,596	514	1,150	1,041	630	4,946
Telephone	133	2,945	1,122	3,555	2,352	1,402	11,509
Rental and Maintenance of Equipment	106	2,503	931	2,046	2,002	1,191	8,779
Computer and Software	85	22,744	2,096	3,852	1,645	990	31,412
Supplies	380	9,589	3,101	4,690	1,052	29,356	48,167
Advertising and Public Relations	-	-	=	1,750	-	-	1,750
Printing and Publications	-	575	99	196,300	-	160	197,134
Postage and Shipping	6	138	363	56,997	351	239	58,095
Meetings and Travel	-	1,295	279	47,252	369	1,494	50,690
Staff dDevelopment	-	1,249	-	1,346	405	-	2,999
Fees	-	-	-	24	-	112	135
Depreciation	544	12,055	4,586	4,948	9,646	5,735	37,515
Total	\$ 18,620	\$ 527,770	\$ 180,036	\$ 682,439	\$ 326,108	\$ 224,224	\$ 1,959,196

d/b/a TPAN

Schedule of Expenditures of Federal Awards

For the Year Ended September 30, 2016

Federal Grantor/Pass-Through Grantor/Program or Cluster Title	Federal CFDA Number	Pass-Through Entity Identifying Number	Expenditure
Other Programs			
U.S. Department of Health and Human Services			
Direct Programs:			
Substance Abuse and Mental Health Services_Projects of Regional and National Significance - Our Voices Advocating Health (OVAH)	93.243*		\$ 108,084
Substance Abuse and Mental Health Services Projects of Regional and National Significance -			
Health Outcomes through Treatment, Empowerment and Recovery (HOTTER)	93.243*		449,082
Subtotal U.S. Department of Health and Human Services Direct Programs			557,166
Pass-Through Programs:			
AIDS Foundation of Chicago - Ryan White Part A	93.914*		57,622
Chicago Department of Public Health - Ryan White Part A	93.914*	32125	152,321
Subtotal CFDA 93.914			209,943
AIDS Foundation of Chicago - HIV Care Formula Grants	93.917		147,981
Subtotal U.S. Department of Health and Human Services Pass-Through Programs			357,924
Total U.S. Department of Health and Human Services			915,090
U.S. Department of Housing and Urban Development			
Pass-Through Programs:			
AIDS Foundation of Chicago - Housing Opportunities for Persons with AIDS	14.241		59,304
Subtotal U.S. Department Housing and Urban Development Pass-Through Programs			59,304
Total U.S. Department of Housing and Urban Development			59,304
Total Other Programs			974,394
Γotal Expenditures of Federal Awards			\$ 974,394
* Major Program			

d/b/a TPAN

Notes to Schedule of Expenditures of Federal Awards For the Year Ended September 30, 2016

Note A – Basis of Presentation

The accompanying schedule of expenditures of federal awards (the Schedule) includes the federal award activity of TPA Network, Incorporated d/b/a TPAN under programs of the federal government for the year ended September 30, 2016. The information in this Schedule is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). Because the Schedule presents only a selected portion of operations of TPA Network, Incorporated, it is not intended to and does not present the financial position, changes in net assets, or cash flows of TPA Network, Incorporated.

Federal Non-Cash Assistance

The Organization received no federal non-cash assistance for the year ended September 30, 2016.

Note B – Summary of Significant Accounting Policies

- (1) Expenditures on the schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited to reimbursement.
- (2) TPA Network, Incorporated has elected to use the 10 percent de minimis indirect cost rate as allowed under Uniform Guidance.



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Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

Board of Directors TPA Network, Incorporated d/b/a TPAN Chicago, IL

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of TPA Network, Incorporated d/b/a TPAN, which comprise the statements of financial position as of September 30, 2016 and 2015, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements, and have issued our report thereon dated March 30, 2017.

Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered TPA Network, Incorporated d/b/a TPAN's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of TPA Network, Incorporated d/b/a TPAN's internal control. Accordingly, we do not express an opinion on the effectiveness of TPA Network, Incorporated's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether TPA Network, Incorporated d/b/a TPAN's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of the Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Respectfully submitted,

Kessler, Orlean, Silver & Company, P.C.

Kessler, Orlean, Silver & Company, D.C.

Certified Public Accountants

Deerfield, Illinois March 30, 2017



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Independent Auditor's Report on Compliance for Each Major Program and on Internal Control over Compliance Required by Uniform Guidance

To the Board of Directors TPA Network, Incorporated d/b/a TPAN Chicago, IL

Report on Compliance for Each Major Federal Program

We have audited TPA Network, Incorporated's compliance with the types of compliance requirements described in the *OMB Circular Compliance Supplement* that could have a direct and material effect on each of TPA Network, Incorporated's major federal programs for the year ended September 30, 2016. TPA Network, Incorporated d/b/a TPAN major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statues, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of TPA Network, Incorporated d/b/a TPAN's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). Those standards and Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence TPA Network, Incorporated's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of TPA Network, Incorporated d/b/a TPAN's compliance.

Opinion on Each Major Federal Program

In our opinion, TPA Network, Incorporated d/b/a TPAN complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended September 30, 2016.

Report on Internal Control over Compliance

Management of TPA Network, Incorporated d/b/a TPAN is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered TPA Network, Incorporated d/b/a TPAN's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of TPA Network, Incorporated d/b/a TPAN internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Respectfully Submitted,

Kessler, Orlean, Silver & Company, P.C.

Kessler, Orlean, Silver & Company, P.C.

Certified Public Accountants

Deerfield, Illinois March 30, 2017

Schedule of Findings and Questioned Costs

For the Year Ended September 30, 2016

Summary of Auditor's Results

- 1. The Auditor's Report expresses an unmodified opinion on the financial statements of TPA Network, Incorporated d/b/a TPAN that were prepared in accordance with GAAP.
- 2. No significant deficiencies or material weakness were disclosed during the audit of the financial statements.
- 3. No instances of noncompliance material to the financial statements of TPA Network, Incorporated d/b/a TPAN, which would be required to be reported in accordance with Government Auditing Standards, were disclosed during the audit.
- 4. No significant deficiencies in internal control over major federal award programs were disclosed during the audit.
- 5. The auditor's report on compliance for the major federal award programs for TPA Network, Incorporated d/b/a TPAN expresses an unmodified opinion on all major federal programs.
- 6. Audit findings that are required to be reported in accordance with 2 CFR 200.519(a), if any, are reported in this schedule.
- 7. The programs tested as major programs include:

Substance Abuse and Mental Health Services Projects CFDA 93.243

Ryan White Part A CFDA 93.914

- 8. The threshold used for distinguishing between Type A and Type B Programs was \$750,000.
- 9. TPA Network, Incorporated d/b/a TPAN does not qualify as a low-risk auditee.

Findings - Financial Statement Audit

There were no findings or significant deficiencies.

Findings and Questioned Costs - Major Federal Award Program Audit

There were no findings or significant deficiencies.

Summary Schedule of Prior Audit Findings For the Year Ended September 30, 2016

There were no prior year findings or reportable conditions for the year ended September 30, 2016.