FINANCIAL STATEMENTS AND SUPPLEMENTAL INFORMATION

As of and for the Year Ended September 30, 2018 (With Summarized Comparative Totals 2017)

And Report of Independent Auditor



# TABLE OF CONTENTS

REPORT OF INDEPENDENT AUDITOR	1-2
FINANCIAL STATEMENTS	
Statement of Financial Position	3
Statement of Activities	4
Statement of Cash Flows	5
Notes to the Financial Statements	6-17
SUPPLEMENTAL INFORMATION	
Schedule of Expenditures of Federal Awards	18
Notes to Schedule of Expenditures of Federal Awards	19
COMPLIANCE REPORTS	
Report of Independent Auditor 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	20-21
Report of Independent Auditor on Compliance for Each Major Federal Program and on	
Internal Control over Compliance Required by the Uniform Guidance, and Report on	
Schedule of Expenditures of Federal Awards Required by the Uniform Guidance	22-23
Schedule of Findings and Questioned Costs and Corrective Actions Plans	
Schedule of Prior Year Findings	25



#### **Report of Independent Auditor**

To the Board of Directors of United Network for Organ Sharing Richmond, Virginia

#### **Report on Financial Statements**

We have audited the accompanying financial statements of United Network for Organ Sharing (a nonprofit organization) (the "Organization"), which comprise the statement of financial position as of September 30, 2018, 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 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 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 United Network for Organ Sharing as of September 30, 2018, 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.

#### **Report on Summarized Comparative Information**

We have previously audited the Organization's September 30, 2017, financial statements and our report dated January 29, 2018, expressed an unmodified opinion on those audited financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended September 30, 2017, is consistent, in all material respects, with the audited financial statements from which it has been derived.

#### Other Matters

As discussed in Note 1 to the financial statements, the Organization's primary source of revenue is one contract with a department of the United States. Non-renewal of the contract would materially affect the activities and financial position of the Organization.

#### 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 is presented for purposes of additional analysis 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 ("Uniform Guidance")*, 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

In accordance with *Government Auditing Standards*, we have also issued our report dated February 5, 2019, on our consideration of the Organization'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 the Organization's internal control over financial reporting and compliance.

Richmond, Virginia February 5, 2019

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# STATEMENT OF FINANCIAL POSITION

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

	2018	2017
ASSETS		
Current Assets:		
Cash and cash equivalents	\$ 16,698,295	\$ 15,059,847
Restricted cash	21,317,079	26,627,142
Investments	12,415,462	8,597,645
Restricted investments	11,909,186	100,044
Accounts receivable	12,148,862	10,655,839
Prepaid expenses	 2,085,807	 1,940,485
Total Current Assets	76,574,691	62,981,002
Property and Equipment, net	21,989,137	23,023,555
Other Assets	 655,284	664,004
Total Assets	\$ 99,219,112	\$ 86,668,561
Current Liabilities: Current maturities of bonds payable Current portion of notes payable Accounts payable and accrued expenses Health insurance liability Due to National Organ Procurement	\$ 565,000 220,553 4,514,579 904,845	\$ 545,000 192,639 3,326,724
Transplantation Network	36,541,991	28,390,765
Total Current Liabilities	42,746,968	32,455,128
Bonds Payable, less current portion	5,275,000	5,840,000
Notes Payable, less current portion	328,125	863,306
Total Liabilities	 48,350,093	39,158,434
Net Assets:		
Unrestricted	50,449,199	47,078,554
Temporarily restricted	 419,820	431,573
Total Net Assets	 50,869,019	 47,510,127
Total Liabilities and Net Assets	\$ 99,219,112	\$ 86,668,561

# STATEMENT OF ACTIVITIES

# YEAR ENDED SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS FOR YEAR ENDED SEPTEMBER 30, 2017)

	OPTN	Network and Member Services	Management and General	Fundraising	2018 Total	2017 Total
Change in Unrestricted Net Assets:						
Revenue and Other Support:	¢ 40.070.000	•	\$ -	•	A 40.070.000	<b>A</b> 44 505 004
OPTN registration fees Government contracts - OPTN	\$ 40,379,288 5,532,353	\$ -	\$ -	\$ -	\$ 40,379,288 5,532,353	\$ 41,505,001 5,412,415
UNOS registration fee	5,552,555	8,414,851	-	-	8,414,851	7,980,220
Contributions	_	0,414,001	_	298,482	298,482	246,223
Interest income	-	4,529	-	230,402	4,529	2,270
Scientific and data analysis services	_	2,202,529	_	_	2,202,529	1,879,320
Regional and transplant forums	_	612,841	_	_	612,841	527,268
Miscellaneous	-	1,257,889	-	-	1,257,889	1,565,112
In-kind donations	-	-	-	82,500	82,500	17,627,509
Satisfaction of program restrictions		213,358			213,358	327,656
Total Unrestricted Revenues	45,911,641	12,705,997		380,982	58,998,620	77,072,994
Expenses:						
Salaries	21,704,515	3,425,863	1,921,634	151,966	27,203,978	24,292,537
Employee benefits and payroll taxes	9,661,300	896,193	506,636	37,878	11,102,007	11,678,565
Temporary help	1,405,012	113,639	39,362	-	1,558,013	1,290,201
Meetings and travel	2,006,237	637,043	40,676	4,108	2,688,064	2,548,662
Professional education programs and projects	-	394,183	-	-	394,183	282,275
Other purchased services	2,772,189	980,667	979,449	83,885	4,816,190	3,997,227
Telephone, telecommunications, and utilities	396,124	-	318,507	65	714,696	720,313
Equipment leases	-	-	202,009	-	202,009	224,337
Repairs and maintenance	2,126,427	-	405,601	-	2,532,028	2,253,442
Postage	20,705	8,508		2,017	31,230	27,878
Depreciation	1,608,183	273,592	745,948		2,627,723	2,955,313
In-kind donations Indirect costs	4,071,193	-	(4.074.402)	82,500	82,500	81,615
Public service announcements contributed by the media	4,071,193		(4,071,193)		-	17,545,894
Other	139,756	624,718	1,379,746	60,470	2,204,690	2,309,062
Total Expenses	45,911,641	7,354,406	2,468,375	422,889	56,157,311	70,207,321
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Revenues over (under) expenses	\$ -	\$ 5,351,591	\$ (2,468,375)	\$ (41,907)	2,841,309	6,865,673
Realized and unrealized gain on investments, net					517,817	766,657
Gain in the fair value of interest rate swap					-	64,763
Unrealized gain (loss) on insurance					8,629	(15,948)
Gain (loss) on disposal of property and equipment					2,890	(28,781)
Change in Unrestricted Net Assets					3,370,645	7,652,364
Change in Temporarily Restricted Net Assets:						
Contributions					201,605	98,967
Net assets released from restrictions					(213,358)	(327,656)
Change in Temporarily Restricted Net Assets					(11,753)	(228,689)
Change in Net Assets					3,358,892	7,423,675
Net Assets, beginning of the year					47,510,127	40,086,452
Net Assets, end of the year					\$ 50,869,019	\$ 47,510,127

# STATEMENT OF CASH FLOWS

YEAR ENDED SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS FOR YEAR ENDED SEPTEMBER 30, 2017)

	2018	2017
Cash flows from operating activities:		
Change in net assets	\$ 3,358,892	\$ 7,423,675
Adjustments to reconcile changes in net assets to net cash:		
Depreciation	2,627,723	2,955,313
Bad debt expense	16,666	23,815
(Gain) loss on disposal of property and equipment	(2,890)	28,781
Realized gain on interest rate swap	-	(64,763)
(Gain) loss on insurance values	(8,629)	15,948
Realized and unrealized gain on investments, net	(517,817)	(766,657)
Change in operating assets and liabilities:		
Accounts receivable	(1,509,689)	241,104
Prepaid expenses	(145,322)	201,338
Other assets	17,349	158,838
Accounts payable and accrued expenses	1,187,855	(841,569)
Health insurance liability	904,845	-
Due to OPTN	8,151,226	4,369,705
Net cash provided by operating activities	14,080,209	13,745,528
Cash flows from investing activities:		
Purchases of property and equipment	(1,590,415)	(1,967,711)
Purchases of investments	(15,109,142)	(1,500,000)
Proceeds from redemptions of investments	-	1,901,471
Net cash used in investing activities	(16,699,557)	(1,566,240)
Cash flows from financing activities:		
Repayments of bonds and notes payables	(1,052,267)	(1,004,849)
Net cash used in financing activities	(1,052,267)	(1,004,849)
(Decrease) increase in cash and cash equivalents,	(1,052,267)	896,622
including restricted cash	(3,671,615)	11,174,439
Cash and cash equivalents, beginning of year	41,686,989	30,512,550
Cash and cash equivalents, end of year	\$ 38,015,374	\$ 41,686,989
Supplemental disclosures of cash flow information:	Φ 005.707	Φ 047.050
Cash paid during the year for interest	\$ 205,797	\$ 247,056
Cash paid during the year for income taxes	\$ 69,000	\$ 94,870
Supplemental disclosures - cash and cash equivalents:		
Cash and cash equivalents	\$ 16,698,295	\$ 15,059,847
Restricted cash	21,317,079	26,627,142
Cash and cash equivalents, end of year	\$ 38,015,374	\$ 41,686,989
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NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 1—Organization and nature of operations

United Network for Organ Sharing ("UNOS"), a Virginia non-stock, not-for-profit corporation, operates the National Organ Procurement and Transplantation Network ("OPTN") established by the National Organ Transplantation Act passed by the U.S. Congress in 1984. Through a contract with the Health Resources and Services Administration ("HRSA") of the Department of Health and Human Services ("DHHS") (the "OPTN Contract"), UNOS functions as the sole national network whose mission is to improve the effectiveness of the U.S. organ procurement and transplantation system and to provide for the fair and equitable distribution of all donated organs. To carry out this mission, UNOS maintains a computerized database to identify potential transplant recipients and to provide for the systematic matching of donated organs with such recipients. UNOS is staffed 24 hours a day, 7 days a week, with specialists trained in assisting transplant centers and in administering Board of Directors-approved organ allocation policies. All organ procurement organizations ("OPOs") and transplant facilities in the United States are required to be members of OPTN. UNOS's Board of Directors is currently made up of 42 voting members elected from UNOS's membership and the general public.

On September 12, 2013, UNOS was awarded an OPTN Contract from HRSA for the period September 30, 2013 through September 29, 2014, with additional one-year options to extend the OPTN Contract to September 29, 2015, 2016, 2017, and 2018, and a six-month option to extend the OPTN Contract from October 1, 2018 through March 31, 2019. On November 3, 2018, UNOS was awarded the latest OPTN Contract from HRSA for the period April 1, 2018 through September 30, 2018, with additional one-year options to extend the OPTN Contract to September 30, 2019, 2020, 2021, and 2022. The OPTN Contract is the primary source of revenue for UNOS. If UNOS is not awarded the new OPTN Contract, its future operations would be materially adversely affected.

#### Note 2—Summary of significant accounting policies

Basis of Accounting – The accompanying financial statements of UNOS and the Foundation (collectively, the "Organization") have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Basis of Presentation – The financial statements include certain prior-year summarized comparative information in total but not by functional category. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with the financial statements as of and for the year ended September 30, 2017, from which the summarized information was derived.

Functional Allocation of Expenses – The costs of providing the various programs and other activities have been summarized on a functional basis in the accompanying statement of activities. Costs that are billed under the provisions of the OPTN Contract are reflected as costs of the program. Network and member services include items such as educational initiatives to increase organ donation and other non-contract expenses. Costs that cannot be specifically identified with a particular function and benefit more than one functional category are allocated to network and member services.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 2—Summary of significant accounting policies (continued)

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 the reported amounts of revenues and expenses during the reporting period. Actual results may differ from these estimates.

Revenue Recognition – UNOS member organizations consist of OPOs, tissue typing laboratories, and organ transplant centers throughout the United States. UNOS bills OPTN members an OPTN registration fee for listing members' patients on UNOS's computerized database. These fees are recognized as a receivable for OPTN registration fees and a payable due to the OPTN. UNOS recognizes revenue as it submits cost reimbursement vouchers to DHHS. UNOS's registration fees are recognized as revenue in the month a member lists a patient in UNOS's database.

The Organization earns unrestricted revenue from services performed under scientific and data analysis contracts with nongovernmental entities. The Organization recognizes the revenue as it is earned under the contract, which generally occurs over a specified period of time that services are provided or as deliverables are provided to the respective clients.

Temporarily restricted revenue represents funds received through a gift or grant that are restricted by the donor to be expended for a specific purpose and are recognized as revenue when received. The satisfaction of the temporary restrictions are reported as increases to unrestricted revenue and decreases to temporarily restricted revenue under assets released from restrictions. If the expiration of temporary restrictions occurs in the same fiscal year as the contribution is received, the contributions are shown as unrestricted revenue. Expenses are reported as decreases in unrestricted net assets.

Net Assets – The Organization's net assets, revenues, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization are classified and reported as follows:

*Unrestricted* – Net assets that are not subject to donor-imposed stipulations. Unrestricted net assets that may be designated for specific purposes by action of the Board of Directors or may otherwise be limited by contractual agreements with outside parties.

Temporarily Restricted – Net assets, whose use by the Organization is subject to donor-imposed stipulations that can be fulfilled by actions of the Organization pursuant to those stipulations or that expire by the passage of time. At September 30, 2018 and 2017, temporarily restricted net assets consisted of the specific purpose fund.

Permanently Restricted – Net assets subject to donor-imposed stipulations should be maintained permanently by the Organization. There were no permanently restricted net assets during 2018 or 2017.

Cash and Cash Equivalents – Cash and cash equivalents include cash on hand, cash in banks, and highly liquid cash management funds with an original maturity of three months or less.

Restricted Cash and Investments – Restricted cash and investments represent those funds that have been collected from OPTN members on behalf of the OPTN, for which cost reimbursement vouchers have not been submitted to the DHHS, or contributions received subject to donor-imposed stipulations.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 2—Summary of significant accounting policies (continued)

Concentrations of Credit Risk – The Organization places its cash and cash equivalents on deposit with financial institutions in the United States. The Federal Deposit Insurance Corporation ("FDIC") provides insurance coverage up to \$250,000 for substantially all depository accounts. The Organization from time to time may have amounts on deposit in excess of the insured limits. As of September 30, 2018, the Organization had \$1,669,148 in deposits that exceeded these insured amounts.

Historically, the Organization has not experienced significant losses related to accounts receivable and, therefore, believes that the credit risk related to accounts receivable is minimal. UNOS derived approximately 78% and 79% of its unrestricted revenue from government contracts for the years ended September 30, 2018 and 2017, respectively.

Investments – The Organization accounts for investments in accordance with Financial Accounting Standards Board ("FASB") guidance on accounting for investments held by not-for-profit organizations. The guidance requires certain investments to be reflected at fair value in the statement of financial position. The fair value of investments is determined by an independent market valuation service using quoted closing prices at the end of the period. Interest income and dividends are recorded on the accrual basis. Investments are exposed to various risks, such as interest rate, market, and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the risks in the near term could materially affect amounts reported in the financial statements.

Property and Equipment – Property and equipment are carried at historical cost, less accumulated depreciation. Depreciation is calculated using the straight-line method over the assets' estimated useful lives of 39 years for the building, 3 to 15 years for furniture and non-computer equipment, and 3 to 5 years for computer equipment. Expenditures of less than \$5,000 for property and equipment are expensed as incurred. The cost and accumulated depreciation applicable to assets retired or sold are removed from the respective accounts, and gains or losses thereon are included in changes in net assets.

The carrying value of property and equipment is evaluated when certain events or changes in circumstances indicate that the carrying amount may exceed fair value. Fair value is calculated by estimating cash flows produced by the assets over their remaining useful lives. If undiscounted projected cash flows are less than the carrying amount, an impairment would be recognized. No impairments were identified during 2018.

Income Taxes – The Organization has been granted an exemption from federal income taxes under Internal Revenue Code Section 501(c)(3) except for income generated from unrelated business activities. Unrelated business activities include rental income on debt financed property and travel agency services. Income tax expense (benefit) on unrestricted income from these activities was (\$45,227) and \$94,870 for the years ended September 30, 2018 and 2017, respectively.

*Due to OPTN* – Due to OPTN represents total OPTN registrations billed to OPTN members, less OPTN registration funding claimed by UNOS on the OPTN vouchers submitted to DHHS.

Compensated Absences – UNOS accrues a provision for vacation and holiday pay due to employees, which is reflected in accounts payable and accrued expenses on the statement of financial position.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 2—Summary of significant accounting policies (continued)

Donated Services – The Organization recognizes donated services as contributions in accordance with guidance issued by the FASB. Under this guidance, such services are recorded if the services create or enhance nonfinancial assets or require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization.

Gifts-in-Kind – During the prior fiscal year, the Organization received gifts-in-kind contributions related to Public Service Announcements ("PSA"), which were recorded at the estimated fair value provided by the donor. The Organization also received gifts-in-kind contributions of goods used for special events. Gifts-in-kind revenue is recognized in accordance with FASB Accounting Standards Codification ("ASC") 958-605. In circumstances in which the Organization distributes gifts-in-kind as part of its programs, it reports an expense which is reported in the functional classification for the program in which the gifts-in-kind were used.

In-kind contributions consisted of the following during the years ended September 30:

	 7018	2017
Public Service Announcements	\$ -	\$ 17,545,894
Other	 82,500	81,615
	\$ 82,500	\$ 17,627,509

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Health Insurance – In January 2018, the Organization switched from a fully-insured health insurance plan for employees to a self-funded plan. There is no limit per claim on the Organization's self-insured health insurance. The specific stop loss limit as of September 30, 2018 and 2017, is \$150,000 and \$-0-, respectively. The estimated liability as of September 30, 2018 and 2017, is \$904,845 and \$-0-, respectively. The liability is reported as Health insurance liability in the accompanying statement of financial position.

Upcoming Accounting Pronouncements – In August 2016, the FASB issued Accounting Standards Update ("ASU") 2016-14, Not-for-Profit Entities (Topic 958): Presentation of Financial Statements for Not-for-Profit Entities, which simplifies certain aspects of reporting required by not-for-profit organizations and increases disclosures with a goal to improve the usefulness of not-for-profit financial statements to various stakeholders, including management, directors, lenders, and donors. Key changes include the following:

- Replaces the existing three classes of net assets (unrestricted, temporarily restricted, and permanently restricted) with two new classes of net assets (net assets without donor restrictions and net assets with donor restrictions).
- Changes the net asset classification of the underwater amounts of donor-restricted endowment funds to be shown as a component of net assets with donor restrictions and requires additional disclosures for underwater endowment funds.
- Requires all not-for-profit entities to provide expenses by both nature and function.
- Requires expansive disclosures, both qualitative and quantitative, of information about liquidity and the availability of resources.

The amendments of this ASU are effective for fiscal years beginning after December 15, 2017. The ASU requires the provisions to be applied on a retrospective transaction approach and early adoption is permitted. The Organization is currently evaluating the effect the standard will have on the financial statements

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 2—Summary of significant accounting policies (continued)

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers* (Topic 606), requiring an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. The updated standard will replace most existing revenue recognition guidance in GAAP when it becomes effective and permits the use of either a full retrospective or retrospective with cumulative effect transition method. In August 2015, the FASB issued ASU 2015-14, which defers the effective date of ASU 2014-09 one year making it effective for annual reporting periods beginning after December 15, 2018, for all non-SEC filers, including not-for-profit entities. The Organization has not yet selected a transition method and is currently evaluating the effect the standard will have on the financial statements.

In June 2018, the FASB issued ASU 2018-08, *Not-for-Profit Entities* (Topic 958), *Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made*. The amendments in this ASU should assist entities in (1) evaluating whether transactions should be accounted for as contributions (nonreciprocal transactions) within the scope of Topic 958, or as exchange (reciprocal) transactions subject to other guidance and (2) determining whether a contribution is conditional. The amendments should be applied on a modified prospective basis. Under a modified prospective basis, in the first set of financial statements following the effective date, the amendments should be applied to agreements that are either not completed as of the effective date or entered into after the effective date. Retrospective application is permitted. This ASU is effective for annual reporting periods beginning after December 15, 2017, for not-for-profit entities that have issued, or is a conduit bond obligor for, securities that are traded, listed, or quoted on an exchange or an overthe-counter market. The Organization is currently evaluating the effect the standard will have on the financial statements.

In February 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842). The amendments in this update govern a number of areas including, but not limited to, accounting for leases, replacing the existing guidance in ASC No. 840, *Leases*. Under this standard, a lessee's rights and obligations under most leases, including existing and new arrangements, would be recognized as assets and liabilities, respectively, on the balance sheet. Other significant provisions of this standard include (i) defining the "lease term" to include the non-cancelable period together with periods for which there is a significant economic incentive for the lessee to extend or not terminate the lease; (ii) defining the initial lease liability to be recorded on the balance sheet to contemplate only those variable lease payments that depend on an index or that are in substance "fixed," (iii) a dual approach for determining whether lease expense is recognized on a straight-line or accelerated basis, depending on whether the lessee is expected to consume more than an insignificant portion of the leased asset's economic benefits, and (iv) a requirement to bifurcate certain lease and non-lease components. The ASU is effective for fiscal years beginning after December 15, 2018, with early adoption permitted. The Organization is currently evaluating the effect the standard will have on the financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 3—Investments

Investments at fair market value as of September 30 consist of the following:

	2018		2017	
Money markets	\$	459,429	\$	130,171
Certificates of deposit		-		100,044
Equity securities		7,138,069		4,047,432
Mutual funds		16,727,150		4,420,042
Total Investments	\$ 2	24,324,648	\$	8,697,689
		2018		2017
Investments	\$	12,415,462	\$	8,597,645
Restricted investments		11,909,186		100,044
	\$ :	24,324,648	\$	8,697,689

All investments are short-term as of September 30, 2018.

Interest income earned on bank account balances for the year ended September 30, 2018, was \$4,529.

#### Note 4—Accounts receivable

Accounts receivable as shown in the accompanying statement of financial position as of September 30 consist of the following:

	2018	2017
OPTN registration fees	\$ 9,022,028	\$ 7,906,620
UNOS membership fees	1,570,397	1,377,632
Government contracts	1,259,081	1,014,867
Other	297,356	356,720
	\$ 12,148,862	\$ 10,655,839

Accounts receivable consist of OPTN registration fees, UNOS registration fees, government contracts, and other receivables and are carried at original amounts. Other receivables primarily consist of amounts due to the Organization from non-affiliate entities that are associated with the Organization as a result of various transactions that were entered into prior to year-end but have not yet been received as of September 30, 2018. No allowance for uncollectible amounts was considered necessary as of September 30, 2018, as OPTN and UNOS members are required by federal regulation to pay the respective registration fee. Bad debt expense totaled \$16,666 for the year ended September 30, 2018.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

# Note 5—Property and equipment

Cost and accumulated depreciation as of September 30 are summarized as follows:

	2018	2017
Land	\$ 1,113,000	\$ 1,113,000
Building	24,083,237	23,427,861
Donor memorial	1,714,512	1,714,512
Computer hardware	15,844,047	15,187,230
Furniture and other equipment	3,060,574	2,779,461
Leasehold improvements	21,065	21,065
Other fixed assets	588,930	588,931
	46,425,365	44,832,060
Less accumulated depreciation	(24,436,228)	(21,808,505)
Property and equipment, net	\$ 21,989,137	\$ 23,023,555

Depreciation expense related to property and equipment for the year ended September 30, 2018, was \$2,627,723. Gain on disposal of property and equipment totaled \$2,890 for the same year then ended.

#### Note 6—Accounts payable and other accrued expenses

As of September 30, accounts payable and other accrued expenses consist of the following:

	2018	2017
Trade	\$ 1,682,331	\$ 887,426
Accrued operating expenses	465,802	267,246
Accrued benefit contributions	211,118	209,100
Accrued compensation absences	2,155,328	1,962,952
	\$ 4,514,579	\$ 3,326,724

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 7—Long-term debt

In December 2010, UNOS paid off the 2002 Bonds originally issued in the amount of \$12,000,000, which were used to finance the construction of UNOS corporate headquarters, and obtained \$9,720,000 from the issuance of the 2010 Bonds. Interest is payable on the 2010 Bonds on the first day of each month. Interest rates were initially determined on the 2010 Bonds based on a weekly rate as determined by the bank serving as agent for the bond issuance. UNOS has the option to convert the rate to a term rate, as defined, for two or more semiannual periods, which is determined by the bank such that there is no premium or discount on conversion. UNOS also has the option to convert the rate to a fixed rate to maturity, which is determined by the bank, provided that there is no discount or premium on conversion. At no time may the interest rate exceed 12%. The applicable interest rate as of September 30, 2018, was 3.21%.

Bonds payable and long-term obligations as of September 30 consist of the following amounts:

	2018	 2017
2010 bonds	\$ 5,840,000	\$ 6,385,000
Less current maturities	 (565,000)	 (545,000)
	\$ 5,275,000	\$ 5,840,000

Future maturities on bonds payable at September 30, 2018, are as follows:

#### Year Ending September 30,

2019	\$ 565,000
2020	585,000
2021	605,000
2022	625,000
2023	645,000
Thereafter	 2,815,000
	\$ 5,840,000

In 2011, UNOS entered into a \$3,000,000 promissory note to purchase the building known as the "Jackson Center" near its headquarters in Richmond, Virginia. This purchase was intended to provide UNOS additional office space. Principal payments on the note are due at the beginning of each month through September 2031. Interest is payable on the Jackson Center loan on the first day of each month at a rate of 5.35%. The Jackson Center loan is collateralized by the equity in the UNOS headquarters building at 700 North 4<sup>th</sup> Street, Richmond, Virginia.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 7—Long-term debt (continued)

On June 22, 2015, UNOS entered into a lease agreement with Virginia Commonwealth University ("VCU"), which stipulates that VCU is to lease a portion of the Jackson Center from UNOS for a period of ten years and six months, commencing on February 16, 2016. Rental revenue totaled \$550,444 for the year ended September 30, 2018, and is included with miscellaneous revenue on the statement of activities. Future amounts of rental payments due from VCU at September 30, 2018, are as follows:

Year Ending September 30,	
2019	\$ 541,171
2020	554,700
2021	568,568
2022	582,782
2023	507 353

2023 597,352 Thereafter 1.614,581

\$ 4,459,154

Notes payable related to the Jackson Center promissory note consist of the following at September 30:

	2018		2017	
Jackson Center loan	\$	548,658	\$	1,055,945
Less current maturities		(220,533)		(192,639)
	\$	328,125	\$	863,306

Future maturities on notes payable at September 30, 2018, are as follows:

#### Year Ending September 30,

2019	\$ 220,	,533
2020	232,	,659
2021	95,	,466
	<u>\$ 548</u> ,	,658

UNOS incurred approximately \$206,000 of interest expense for the year ended September 30, 2018. Interest expense is included with other expenses on the statement of activities. The notes payable contain restrictive covenants, including the requirement to maintain a minimum debt service coverage ratio and a minimum level of unrestricted liquidity. As of September 30, 2018, UNOS was in compliance with those covenants. Management is reserving cash to meet the required principal and interest payment in accordance with the payment deadlines.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 8—Fair value measurements

The Organization has adopted FASB guidance on fair value measurements. The provisions of the guidance provide a framework for measuring fair value under GAAP and defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. This guidance requires that valuation techniques maximize the use of observable inputs and minimize the use of unobservable inputs. This guidance also establishes a fair value hierarchy which prioritizes the valuation inputs into three broad levels. Based on the underlying inputs, each fair value measurement in its entirety is reported in one of three levels.

The Organization's assets recorded at fair value on a recurring basis are categorized based on the priority of the inputs used to measure fair value. The inputs used in measuring fair value are categorized into three levels, as follows:

- Level 1 Inputs that are based upon quoted prices for identical instruments traded in active markets.
- Level 2 Inputs that are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar investments in markets that are not active, or models based on valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the investment.
- Level 3 Inputs that are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models, and similar techniques. The Organization has no Level 3 investments.

The asset's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques are used to maximize the use of observable inputs and minimize the use of unobservable inputs. Following is a description of the valuation methodologies used for assets measured at fair value.

Equity Securities and Mutual Funds – Valued at the closing price reported on the active market on which the individual securities are traded.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Organization believes its valuation methods are appropriate and consistent with those of other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. There were no transfers between levels or changes in methodologies during the years ended September 30, 2018.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 8—Fair value measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Organization's investments at fair value as of September 30, 2018:

	Fair Value Using					
	Level 1	Leve	el 2	Lev	el 3	Total
Investments:						
Equity securities	\$ 7,138,069	\$	-	\$	-	\$ 7,138,069
Mutual funds	16,727,150		-		-	16,727,150
Total investments at fair value	23,865,219		-		-	23,865,219
Money market, carried at cost					_	459,429
Total Investments	\$ 23,865,219	\$		\$		\$ 24,324,648

The following table sets forth by level, within the fair value hierarchy, the Organization's investments at fair value as of September 30, 2017:

		Fair \	Value Using			
	Level 1		Level 2	Le	evel 3	 Total
Investments:		'				
Equity securities	\$ 4,047,432	\$	-	\$	-	\$ 4,047,432
Mutual funds	4,420,042					4,420,042
Total investments at fair value	8,467,474		-		-	8,467,474
Certificates of deposit, carried at cost	-		-		-	100,044
Money market, carried at cost					-	130,171
Total Investments	\$ 8,467,474	\$		\$		\$ 8,697,689

#### Note 9—Employee benefit plans

Retirement benefits for all full-time employees are provided through a qualified defined contribution pension plan. Under the terms of the plan, all employees of UNOS who have completed 1,000 hours of continuous employment earn a year of vesting for plan purposes. All UNOS employees are eligible for participation coincident with employment. UNOS contributed an amount equal to 4% of each participant's compensation and matched participant deferrals dollar for dollar up to 6% of employee compensation for the year ended September 30, 2018. Employees become fully vested after six years of vesting service, as defined in the plan. Forfeitures serve to reduce the total contribution required of UNOS. Contributions made by UNOS for the year ended September 30, 2018, amounted to approximately \$2,400,385. Contributions are included with employee benefit and payroll taxes on the statement of activities.

#### NOTES TO THE FINANCIAL STATEMENTS

SEPTEMBER 30, 2018 (WITH SUMMARIZED COMPARATIVE TOTALS AS OF SEPTEMBER 30, 2017)

#### Note 10—Operating leases

UNOS leases certain office equipment under non-cancelable operating leases. Equipment lease expense was approximately \$202,010 for the year ended September 30, 2018. Future minimum lease payments under the remaining portion of non-cancelable operating leases are as follows:

#### Year Ending September 30,

2019	\$ 156,630
2020	 25,723
	\$ 182,353

#### Note 11—Contingencies

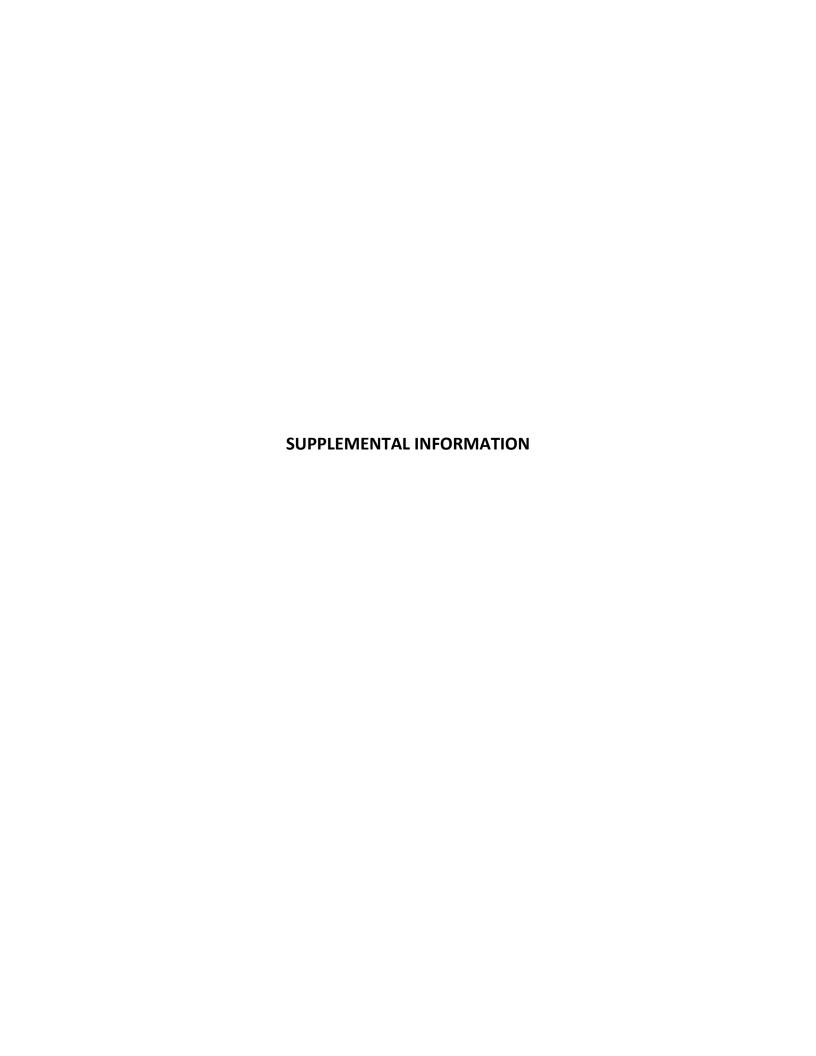
DHHS and the General Accounting Office ("GAO") are entitled to review the accounting and other records of UNOS. DHHS is primarily responsible for determining the acceptability of estimated or incurred costs as allowable contract costs under the OPTN Contract. GAO is responsible for determining that procurement actions are made in conformity with applicable laws and regulations. Management is of the opinion that UNOS is in compliance with applicable provisions of the OPTN Contract.

UNOS, in the ordinary course of its business to provide for the fair and equitable distribution of donated organs, is sometimes named as a defendant in litigation involving claims related to its operation of the OPTN. While it is UNOS's policy to handle all claims promptly, efficiently, fairly, and in accordance with the provisions of the OPTN Contract and applicable laws, UNOS may be subjected to a plaintiff's allegations seeking damages. On the basis of information provided by in-house and external counsel and others, UNOS believes there are no contingencies that will materially affect the financial statements.

UNOS maintains medical, professional, and general liability coverage under various insurance policies.

#### Note 12—Subsequent events

Management has evaluated subsequent events through February 5, 2019, the date the financial statements were available to be issued, and has determined there are no subsequent events to be reported in the accompanying financial statements.



# SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED SEPTEMBER 30, 2018

Federal Grantor	Identifying Number (CFDA Number Not Available)	Pass Through Grantor's Number	Federal Expenditures	
Department of Health and Human Services Direct Payments				
•	Organ Procurement and Transplantation			
Health Resources and Services Administration	Network (93.231-00-0115)	N/A	\$ 5,532,353	
			\$ 5,532,353	

#### NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED SEPTEMBER 30, 2018

#### Note 1—Basis of presentation

The accompanying schedule of expenditures of federal awards includes the federal grant activity of the United Network for Organ Sharing and 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 (CFR) Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance"). Therefore, some amounts presented in this schedule may differ from amounts presented in or used in the preparation of the basic financial statements.

#### Note 2—Summary of significant accounting policies

Basis of Accounting – Expenditures reported 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.

Indirect Cost Rate – The Organization has elected not to use the 10% de minimum indirect cost rate as allowed under the Uniform Guidance.

#### Note 3—Subrecipients

There were no amounts of federal expenditures presented in the schedule that were provided to subrecipients.





# Report of Independent Auditor 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

To the Board of Directors of United Network for Organ Sharing Richmond, Virginia

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 United Network for Organ Sharing (the "Organization") (a nonprofit organization), which comprise the statement of financial position as of September 30, 2018, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated February 5, 2019.

#### **Internal Control over Financial Reporting**

In planning and performing our audit of the financial statements, we considered the Organization'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 the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 a 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 the Organization's financial statements are free from 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 this Report**

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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.

Richmond, Virginia February 5, 2019



# Report of Independent Auditor on Compliance for Each Major Federal Program and Report on Internal Control over Compliance Required by the Uniform Guidance, and Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance

To the Board of Directors of United Network for Organ Sharing Richmond, Virginia

#### Report on Compliance for Each Major Federal Program

We have audited United Network for Organ Sharing's (the "Organization") compliance with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Organization's major federal programs for the year ended September 30, 2018. The Organization's 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 the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on compliance for each of the Organization'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 the 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 about the Organization'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 the Organization's compliance.

#### **Opinion on Each Major Federal Program**

In our opinion, the Organization 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, 2018.

#### **Report on Internal Control over Compliance**

Management of the Organization 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 the Organization'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 the 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 the Organization's 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.

Richmond, Virginia February 5, 2019

# SCHEDULE OF FINDINGS AND QUESTIONED COSTS AND CORRECTIVE ACTIONS PLANS

YEAR ENDED SEPTEMBER 30, 2018

Section I – Summary of Auditor's Results	
Type of auditor's report issued: Unmodified	
Internal control over financial reporting:  • Material weaknesses identified?	yesX none reported
Significant deficiencies identified?	yesX none reported
<ul> <li>Noncompliance material to financial statements noted?</li> </ul>	yesX none reported
Federal Award	
Internal control over major federal programs:  • Material weaknesses identified?	yesX _ none reported
<ul> <li>Significant deficiencies identified that are not considered to be material weaknesses?</li> </ul>	yesX none reported
<ul> <li>Noncompliance material to financial statements noted?</li> </ul>	yesX_ none reported
Type of auditor's report issued on compliance for majo	r programs: <i>Unmodified</i>
Any audit findings disclosed that are required to be reported in accordance with the Uniform Grant G	uidance? yesX_ none reported
Identification of major programs:	
Federal Project/CFDA Number	Program Name
Department of Health and Human Services / 93.231-00-0115	Organ Procurement and Transplantation Network
Dollar threshold used to distinguish between type A and type B programs:	<u>\$ 750,000</u>
Auditee qualified as low-risk auditee?	X
Section II – Findings Relating to the Financial Accordance with Government Auditing Standard	Statements which are Required to Be Reported in s
None reported	
Section III – Findings and Questioned Costs Relat	ing to Federal Awards
None reported	

SCHEDULE OF PRIOR YEAR FINDINGS

YEAR ENDED SEPTEMBER 30, 2018

There were no items reported for the year ended September 30, 2017.