Millbrae, California

AUDITED FINANCIAL STATEMENTS

FOR THE YEARS ENDED SEPTEMBER 30, 2022 AND 2021



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INDEPENDENT AUDITOR'S REPORT

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Board of Directors of Gastric Cancer Foundation Millbrae, California

Opinion

We have audited the accompanying financial statements of Gastric Cancer Foundation, (a nonprofit organization), which comprise the statements of financial position as of September 30, 2022 and 2021, and the related statements of activities and changes in net assets, cash flows, and functional expenses for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Gastric Cancer Foundation as of September 30, 2022 and 2021, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Gastric Cancer Foundation, and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management 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, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Gastric Cancer Foundation's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgement and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal controls relevant to the audit 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 Gastric Cancer Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgement, there are conditions or events, considered in the aggregate, that raise substantial doubt about Gastric Cancer Foundation's, ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Blackman & Sloop

Chapel Hill, North Carolina April 7, 2023

STATEMENTS OF FINANCIAL POSITION

EXHIBIT A

September 30, 2022 and 2021

ASSETS

	2022		2021		
CURRENT ASSETS:		_			
Cash and cash equivalents	\$	861,643	\$	604,949	
Accounts receivable		120,203		1,035	
Grants and contributions receivable		25,000		25,491	
TOTAL ASSETS	\$	1,006,846	\$	631,475	
<u>LIABILITIES AND NET ASSETS</u>					
CURRENT LIABILITIES:					
Accounts payable	\$	-	\$	1,409	
Accrued payroll and related liabilities		5,478		14,604	
Grants payable		308,000		-	
TOTAL LIABILITIES		313,478		16,013	
NET ASSETS:					
Without donor restrictions		618,368		490,462	
With donor restrictions		75,000		125,000	
TOTAL NET ASSETS		693,368		615,462	
TOTAL LIABILITIES AND NET ASSETS	\$	1,006,846	\$	631,475	

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

For the Years Ended September 30, 2022 and 2021

EXHIBIT B
Page 1 of 2

				2022				2021	
		Without Donor Restrictions		With Donor Restrictions		Total		Totals	
SUPPORT AND REVENUE:		-							
SUPPORT:									
Grants and contributions	\$	474,921	\$	150,000	\$	624,921	\$	594,725	
Contributed nonfinancial assets		12,188				12,188		12,188	
TOTAL SUPPORT		487,109		150,000		637,109		606,913	
REVENUE:									
Other income		117		-		117		283	
Realized loss		(44)				(44)		(289)	
TOTAL REVENUE		73				73		(6)	
		487,182		150,000		637,182		606,907	
Net assets released from restrictions		200,000		(200,000)				<u>-</u>	
TOTAL SUPPORT AND REVENUE		687,182		(50,000)		637,182		606,907	
EXPENSES:									
Program services		398,426		_		398,426		539,784	
Management and general		126,171		-		126,171		124,229	
Fundraising		34,188		-		34,188		33,300	
TOTAL FUNCTIONAL EXPENSES		558,785		<u>-</u>	-	558,785	-	697,313	
Loss from bad debts		491				491			
TOTAL EXPENSES		559,276				559,276		697,313	
CHANGES IN NET ASSETS		127,906		(50,000)		77,906		(90,406)	
NET ASSETS - BEGINNING OF YEAR		490,462		125,000		615,462		705,868	
NET ASSETS - END OF YEAR	\$	618,368	\$	75,000	\$	693,368	\$	615,462	

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS

EXHIBIT B

For the Years Ended September 30, 2022 and 2021

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		2021				
	Without Donor Restrictions		With Donor Restrictions		T. 4.1	
SUPPORT AND REVENUE:	Ke	strictions	Ke	strictions		Total
SUPPORT:						
Grants and contributions	\$	409,725	\$	185,000	\$	594,725
Contributed nonfinancial assets		12,188				12,188
TOTAL SUPPORT		421,913		185,000		606,913
REVENUE:						
Other income		283		-		283
Realized loss		(289)				(289)
TOTAL REVENUE		(6)				(6)
		421,907		185,000		606,907
Net assets released from restrictions		106,250		(106,250)		
TOTAL SUPPORT AND REVENUE		528,157		78,750		606,907
EXPENSES:						
Program services		539,784		-		539,784
Management and general		124,229		-		124,229
Fundraising		33,300				33,300
TOTAL FUNCTIONAL EXPENSES		697,313				697,313
CHANGES IN NET ASSETS		(169,156)		78,750		(90,406)
NET ASSETS - BEGINNING OF YEAR		659,618		46,250		705,868
NET ASSETS - END OF YEAR	\$	490,462	\$	125,000	\$	615,462

STATEMENTS OF CASH FLOWS

EXHIBIT C

For the Years Ended September 30, 2022 and 2021

		2022	2021		
CASH FLOWS FROM OPERATING ACTIVITIES:	<u>-</u>		<u> </u>		
Changes in net assets	\$	77,906	\$	(90,406)	
Adjustments to reconcile changes in net assets to net					
cash provided by (used in) operating activities:					
Changes in assets and liabilities:					
Accounts receivable		(119,168)		(1,035)	
Grants and contributions receivable		491		11,840	
Accounts payable		(1,409)		(30,661)	
Accrued payroll and related liabilities		(9,126)		2,042	
Grants payable		308,000			
NET CASH PROVIDED BY (USED IN) OPERATING ACTIVITIES		256,694		(108,220)	
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		256,694		(108,220)	
CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR		604,949		713,169	
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	861,643	\$	604,949	
SUPPLEMENTAL DISCLOSURES:					
Non-cash activity:					
Contributed nonfinancial assets	\$	12,188	\$	12,188	
Donated stock	\$	10,393	\$	16,299	

884

697,313

GASTRIC CANCER FOUNDATION

STATEMENTS OF FUNCTIONAL EXPENSES

EXHIBIT D

For the Years Ended September 30, 2022 and 2021

	2022							
]	Program	Ma	nagement				
	Services		and	d General	Fur	ndraising		Totals
Grants to others	\$	318,000	\$	_	\$		\$	318,000
Salaries and payroll taxes		35,683		85,639		21,410		142,732
Professional fees		18,301		23,502		8,825		50,628
Other expenses		24,000		2,728		266		26,994
Office expenses		1,873		10,706		1,789		14,368
Insurance		-		3,534		-		3,534
Fall campaign expenses		-		-		1,898		1,898
Advertising and marketing		569		62				631
TOTAL FUNCTIONAL EXPENSES		398,426		126,171		34,188		558,785
Loss from bad debts				491				491
TOTAL EXPENSES	\$	398,426	\$	126,662	\$	34,188	\$	559,276
				20)21			
		Program	Ma	nagement				
		Services	and	d General	Fur	ndraising		Totals
Grants to others	\$	467,855	\$	-	\$	-	\$	467,855
Salaries and payroll taxes		35,121		84,281		21,073		140,475
Professional fees		18,808		25,003		9,202		53,013
Other expenses		18,000		2,562		827		21,389
Office expenses		-		8,337		600		8,937
Insurance		-		3,162		-		3,162
Fall campaign expenses		-		-		1,598		1,598

539,784

124,229

33,300

Advertising and marketing

TOTAL FUNCTIONAL EXPENSES

NOTES TO FINANCIAL STATEMENTS

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ORGANIZATION

Gastric Cancer Foundation (the "Foundation") is a nonprofit corporation whose mission is to improve the lives of people who are affected by gastric cancer and to work with leading researchers to find a cure. The Foundation funds research that increases understanding of the disease and focuses on developing better diagnostics and treatments and ultimately a cure. The Foundation supports patients with reliable and useful information and resources, and a compassionate community that truly understands.

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Accounting.

The Foundation's financial statements are presented on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which requires the use of certain estimates made by the Foundation's management. Accordingly, revenues and support are recognized when earned, and expenses are recognized when the obligation is incurred.

The Foundation reports gifts of cash and other assets as support with donor restrictions 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, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities and changes in net assets as net assets released from restrictions.

B. Cash and Cash Equivalents.

Cash and cash equivalents consist of monies on deposit at financial institutions and money market funds. At times, the Foundation places deposits with high-quality financial institutions that may be in excess of federally insured amounts. The Foundation has not experienced any financial loss related to such deposits.

C. Accounts, Grants and Contributions Receivable.

Receivables that are expected to be collected within one year, are recorded at net realizable value and are recognized as support and assets in the period received. Receivables expected to be collected in future years are initially recorded at fair value using present value techniques incorporating risk-adjusted discount rates designed to reflect the assumptions market participants would use in pricing the asset. In subsequent years, amortization of the discount is included in revenue in the statements of activities and changes in net assets. Conditional grants and contributions are recognized when conditions on which they depend are substantially met.

The Foundation provides an allowance for uncollectible accounts equal to the estimated losses that are expected to be incurred in collection. The allowance is based on historical collection experience and a review by management of the current status of the existing receivables. As of September 30, 2022 and 2021, management deemed all accounts, grants and contributions receivable fully collectible.

NOTES TO FINANCIAL STATEMENTS

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

D. Revenue and Revenue Recognition.

Revenue from grants and contributions is recognized when cash, securities or other assets, an unconditional promise to give, a grant award letter, or other notification is received. Contributions that are restricted by the donor are reported as increases in net assets with donor restrictions.

Conditional grants and contributions, that is, those with a measurable performance or other barrier and a right of return, are not recognized until the conditions upon which they depend have been substantially met. There are no conditional grants at September 30, 2022 and 2021.

Revenue from contracts which are deemed to be exchange transactions are recognized as revenue without donor restrictions as performance obligations are completed either over time or at a point in time. Deferred revenue from exchange transactions results when cash receipts exceed revenue recognized. There is no revenue from contracts with customers in the years ended September 30, 2022 and 2021.

E. Net Assets.

Net assets, support and revenue, and gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

<u>Net Assets Without Donor Restrictions</u> - Net assets available for use in general operations and not subject to donor restrictions. These resources include amounts generated from operations and undesignated gifts.

<u>Net Assets With Donor Restrictions</u> - Net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

F. Grant Expense.

Grant expense is recognized in the period the grant is approved, provided the grant is not subject to significant future conditions. Conditional grants are recognized as grant expense and as a grant payable in the period in which the grantee meets the terms of the conditions. The Foundation's board reviews grant applications and selects grant recipients. Funds were disbursed through the V Foundation in the year ended September 30, 2021, and transitioned to be disbursed by management in the year ended September 30, 2022. Annual reporting is required from all grantees.

NOTES TO FINANCIAL STATEMENTS

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

G. Estimates.

The preparation of financial statements in conformity with U.S. 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. Accordingly, actual results could differ from those estimates.

H. Advertising and Marketing.

Advertising and marketing costs totaling \$631 and \$884, respectively, during the years ended September 30, 2022 and 2021, were expensed as incurred.

I. Income Tax.

The Foundation is an exempt organization under Section 501(c)(3) of the Internal Revenue Code, and is classified as other than a private foundation. The Foundation is annually required to file a Return of Organization Exempt from Income Tax (Form 990) with the IRS. The Foundation is exempt from state income taxes under section 23701(d) of the California Revenue and Taxation Code. If applicable, the Foundation reports interest and penalties related to unrecognized tax positions as interest expense under management and general expenses.

J. New Accounting Pronouncement.

In September 2020, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2020-07, *Presentation and Disclosure by Not-for-Profit Entities for Contributed Nonfinancial Assets*. The main provision of ASU 2020-07 is to increase transparency of contributed nonfinancial assets through enhancements to presentation and disclosure. The Foundation adopted ASU 2020-07 effective October 1, 2021 on a retrospective basis. There were no changes to beginning net assets due to the adoption of this standard.

NOTES TO FINANCIAL STATEMENTS

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LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is without donor or other restrictions limiting their use, within one year of the statements of financial position date comprise the following at September 30:

	2022		 2021	
Cash and cash equivalents	\$	861,643	\$ 604,949	
Accounts receivable		120,203	1,035	
Grants and contributions receivable		25,000	 25,491	
		1,006,846	 631,475	
Less amounts unavailable for general expenditures within one year, due to:				
Restrictions by donor		(50,000)	(100,000)	
Designation by board as operating reserve		(200,000)	 (125,000)	
Financial assets available to meet cash needs for general expenditures within one year	\$	756,846	\$ 406,475	

As part of the Foundation's liquidity management, it structures its financial assets to be available as its general expenditures, liabilities, and other obligations come due. The majority of the Foundation's expenditures consist of salaries and wages, professional fees, and grants to others. The bulk of these are for various program activities, which will vary depending on grants received. As such, the expenses would be decreased or eliminated completely if funding was not available. Additionally, the \$200,000, designated by the board as an operating reserve could be undesignated and utilized for general expenditures if considered necessary. Ultimately, management will adjust spending in accordance with funding sources. Management believes financial assets available to meet cash needs for general expenditures within one year to be sufficient.

NET ASSETS WITHOUT DONOR RESTRICTIONS

Net assets without donor restrictions includes \$200,000 and \$125,000, at September 30, 2022 and 2021, respectively, designated by the board of directors as an operating reserve.

NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions at September 30, 2022 and 2021, consist of the following:

	2022		2022			2021		
Research	\$	50,000	\$	100,000				
Restricted for time	25,000			25,000				
				_				
	\$	75,000	\$	125,000				

NOTES TO FINANCIAL STATEMENTS

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CONCENTRATIONS

Support from one funding source constitutes 17% and 25% of total grants and contributions revenue received during the years ended September 30, 2022 and 2021, respectively. Grants and contributions receivable from one donor represents 100% and 98% of total grants and contributions receivable at September 30, 2022 and 2021, respectively.

CONTRIBUTED NONFINANICAL ASSETS

The Foundation recognizes contributed services if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would otherwise be purchased by the Foundation. The Foundation received donated accounting and donor management services totaling \$12,188 for the years ended September 30, 2022 and 2021. These contributed services have been recognized in the accompanying financial statements as contributed nonfinancial assets, and professional fees at their estimated value. The value was determined by the amount paid to the individuals performing services, for the portion of their time estimated to the Foundation. The cost of the services provided was allocated to management and general and fundraising expenses in the statements of functional expenses based on the estimate of time worked in each functional area. All contributed nonfinancial assets were utilized during the year they were received for accounting and donor management services, and there were no donor-imposed restrictions associated with the contributed nonfinancial assets.

Additionally, numerous volunteers have donated significant amounts of their time and services to the Foundation for program and supporting activities, and the Foundation's board of directors serve without compensation. The financial statements do not reflect the value of these services donated by volunteers, as they do not meet recognition criteria prescribed by U.S. GAAP.

FUNCTIONAL ALLOCATION OF EXPENSES

The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities and changes in net assets and statements of functional expenses. Accordingly, certain costs have been allocated between the programs and supporting services benefited based on specific identification of expenditures and management estimates of time and resources devoted to those functions.

The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, some expenses require allocation on a reasonable basis that is consistently applied. Salaries and payroll taxes, professional fees, and office expenses are allocated on the basis of estimates of time and effort, and certain office expenses are allocated based on the purpose of the expenditure. Other expenses are directly coded to the appropriate function as incurred.

COMMITMENTS

The Foundation has a subscription agreement with another organization that includes an annual subscription fee of \$12,000. The agreement has no end date but can be terminated by either party within sixty days.

NOTES TO FINANCIAL STATEMENTS

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CONTINGENCIES

The Foundation is the recipient of grants for specific purposes that are subject to review and final audit by the grantor agencies. Such review and audit could lead to requests for reimbursement to the grantor agencies for expenditures disallowed under the compliance terms of the grant.

RECLASSIFICATIONS

Certain reclassifications have been made to amounts previously reported in the 2021 financial statements in order to conform to 2022 presentation. Such reclassifications had no effect on net assets.

SUBSEQUENT EVENTS

Management has evaluated subsequent events for recognition or disclosure through April 7, 2023, which was the date that the financial statements were available to be issued. Management did not identify any events that occurred subsequent to year-end that require disclosure in the financial statements.