OVARIAN CANCER RESEARCH FUND ALLIANCE Consolidated Financial Statements For the Year Ended December 31, 2016 BUCHBINDER

OVARIAN CANCER RESEARCH FUND ALLIANCE For the Year Ended December 31, 2016

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Ovarian Cancer Research Fund Alliance

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Ovarian Cancer Research Fund Alliance ("OCRFA"), which comprise the consolidated statement of financial position as of December 31, 2016, and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Ovarian Cancer Research Fund Alliance as of December 31, 2016, 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.

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BUCHBINDER TUNICK & COMPANY LLP

New York, NY November 6, 2017

OVARIAN CANCER RESEARCH FUND ALLIANCE Consolidated Statement of Financial Position December 31, 2016

ASSETS

Assets:	
Cash and cash equivalents	<u>\$ 7,991,055</u>
Investments at fair value	22,397,417
Receivables:	
Contributions receivable	1,556,543
Accrued interest	53,185
	1 600 729
Total receivables	1,609,728
Prepaid expenses	120,640
Fixed assets, net of accumulated depreciation of \$141,235	16,532
Security deposits	124,344
	261,516
Total assets	\$ 32,259,716
LIABILITIES AND NET ASSETS	
Liabilities:	
Accrued expenses	\$ 103,455
Deferred event income	71,841
Deferred rent credit	27,302
Grants payable	10,353,723
Total liabilities	10,556,321
Net assets:	
Unrestricted	21,421,256
	282,139
Temporarily restricted	202,159
	21,703,395
Total net assets	

OVARIAN CANCER RESEARCH FUND ALLIANCE Consolidated Statement of Activities For the year ended December 31, 2016

	Unrestricted	Temporarily Restricted	Total
Revenue and support:	¢ 7 0 27 905	\$ 105,000	¢ 0.020.005
Contributions Fundraising events:	<u>\$ 7,927,805</u>	<u>\$ 105,000</u>	<u>\$ 8,032,805</u>
Fundraising events revenue	5,138,297	-	5,138,297
Less: cost of direct benefit to donors	(2,897,216)	-	(2,897,216)
Net fundraising events revenue	2,241,081		2,241,081
-		428 500	
Conference	160,117	138,500	298,617
Membership dues	37,775		37,775
Total contributions, net fundraising events revenue Conference and membership dues	10,366,778	243,500	10,610,278
Other revenue:			
Interest and dividend income	580,789	-	580,789
Contributed services	600,967	-	600,967
Gain on sales of investments	64,897	-	64,897
Unrealized gain in market value of investments	984,502		984,502
Total other revenue	2,231,155		2,231,155
Net assets released from restrictions	309,381	(309,381)	<u> </u>
Total revenue and support	12,907,314	(65,881)	12,841,433
Expenses:			
Program services:			
Research	7,024,091	-	7,024,091
Conferences	559,823	-	559,823
Education, Support and Advocacy	1,682,654		1,682,654
Total program services	9,266,568		9,266,568
Supporting services:			
Fundraising	1,051,756	-	1,051,756
General and administrative	949,160		949,160
Total supporting services	2,000,916		2,000,916
Total expenses	11,267,484		11,267,484
Change in net assets	1,639,830	(65,881)	1,573,949
Net assets:			
Beginning of year	19,136,811		19,136,811
Transfer from merger:			
Unrestricted	644,615	-	644,615
Temporarily restricted		348,020	348,020
End of year	<u>\$ 21,421,256</u>	\$ 282,139	<u>\$ 21,703,395</u>

OVARIAN CANCER RESEARCH FUND ALLIANCE Consolidated Statement of Functional Expenses For the year ended December 31, 2016

		Program Services Supporting Services		Program Services		Program Services Supporting Services		
	Research	Conference	Education, Support and Advocacy	Fundraising	General and Administrative	Total		
Research grants and allocations	\$ 6,636,887	\$ -	\$ -	\$-	\$-	\$ 6,636,887		
Support program grants	-	-	369,000	-	-	369,000		
Conferences	-	172,266	-	-	-	172,266		
Salaries	143,464	209,238	407,673	493,784	334,591	1,588,750		
Payroll taxes	11,405	16,633	32,408	39,253	26,597	126,296		
Employee benefits	24,858	36,255	70,638	85,558	57,974	275,283		
Temporary help	-	-	-	9,516	39,631	49,147		
Rent	24,254	35,374	68,922	83,480	56,567	268,597		
Insurance	2,560	3,734	7,276	8,812	5,972	28,354		
Office expense	5,065	7,387	14,393	17,433	11,814	56,092		
Credit card charges	-	115	-	42,965	-	43,080		
Investment fees	-	-	-	-	99,141	99,141		
Professional fees	111,000	960	134,143	866	140,673	387,642		
Filing fees	-	-	-	-	19,167	19,167		
Advertising	-	791	407,278	102,013	10,659	520,741		
Internet and communications	33,214	34,598	36,780	112,435	44,329	261,356		
Printing	-	8,302	325	19,536	18,228	46,391		
Postage	-	1,071	28,168	28,167	-	57,406		
Travel and entertainment	26,729	28,059	83,283	4,547	36,240	178,858		
Video and books	3,255	2,199	-	-	-	5,454		
Miscellaneous	1,400	2,841	22,367	3,391	47,577	77,576		
Total expenses	<u>\$ 7,024,091</u>	<u>\$ </u>	<u>\$ 1,682,654</u>	<u>\$ 1,051,756</u>	<u>\$ 949,160</u>	<u>\$ 11,267,484</u>		
Percentage of total expenses	<u>62.34%</u>	<u>4.97%</u>	<u>14.93%</u>	<u>9.33%</u>	<u>8.43%</u>	<u>100.00%</u>		

OVARIAN CANCER RESEARCH FUND ALLIANCE Consolidated Statement of Cash Flows For the year ended December 31, 2016

Cash flows from operating activities: Change in net assets Adjustments to reconcile change in net assets to net cash provided by operating activities:	\$ 1,573,949
Depreciation	10,852
Transfer from merger	992,635
(Gain) on sales of investments	(64,897)
Unrealized (gain) in market value of investments	(984,502)
(Increase) decrease in operating assets:	
Contributions receivable	(162,311)
Accrued interest receivable	(13,740)
Prepaid expenses	(25,792)
Security deposits	(105,761)
Increase (decrease) in operating liabilities:	
Accrued expenses	(60,547)
Deferred event income	44,828
Deferred rent credit	27,302
Grants payable	 (231,896)
Net cash provided by operating activities	 1,000,120
Cash flows from investing activities:	
(Purchase of) property and equipment	(27,384)
(Purchase of) investments	(9,886,352)
Proceeds from sale of investments	11,598,093
	 11,000,000
Net cash provided by investing activities	 1,684,357
Net increase in cash and cash equivalents	2,684,477
Cash and cash equivalents:	
Beginning of year	5,306,578
	 ,,-
End of year	\$ 7,991,055
,	 <u> </u>

Note 1 - Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The Ovarian Cancer Research Fund, Inc. D/B/A Ovarian Cancer Research Fund Alliance ("OCRFA") is a corporation which was organized in the State of New York as a not-for-profit entity on December 8, 1994. OCRFA previously operated as the Ovarian Cancer Research Fund, Inc. ("OCRF"), and adopted its present name on January 1, 2016, the date on which the operations of the Ovarian Cancer National Alliance ("OCNA") were merged with OCRF's by the transfer of all of the operating assets and liabilities of OCNA to OCRFA. As a result of the transaction, OCRFA acquired, on a consolidated basis, net assets of \$992,635, of which \$348,020 were temporarily restricted.

All material intercompany balances and transactions have been eliminated in consolidation.

OCRFA's mission is to promote, advocate for and support scientific research as it relates to the causes, prevention, diagnosis, treatment, and cure for ovarian cancer; to provide education about ovarian cancer; to promote, advocate for and provide supportive services to persons affected by ovarian cancer; and to foster alliances to further those purposes.

Basis of Presentation

OCRFA reports information regarding its consolidated financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. At December 31, 2016, OCRFA had \$282,139 of temporarily restricted net assets and no permanently restricted net assets.

As of September 17, 2010, New York State adopted the New York Prudent Management of Institutional Funds Act ("NYPMIFA").

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting.

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Use of Estimates

OCRFA's management uses estimates and assumptions in preparing consolidated financial statements in accordance with accounting principles generally accepted in the United States of America. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenue and expenses. Actual results could vary from the estimates that management uses.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, demand deposits, and short-term investments with original maturities of three months or less.

Investment Valuation and Income Recognition

OCRFA's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See note 4 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Promises to Give

Unconditional promises to give are recognized as revenue in the period received. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Contributions Receivable

OCRFA carries its contributions receivable at cost, less an allowance for doubtful accounts as needed. On a periodic basis, OCRFA evaluates its contributions receivable and establishes an allowance for doubtful accounts, when deemed necessary, based on its history of past write-offs and collections and current credit conditions. OCRFA expects to collect contributions receivable within one year.

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Fixed Assets

Depreciation of fixed assets is provided on the straight-line method over the estimated useful life of five years.

Grants Payable

Grants payable are 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. At December 31, 2016, grants payable are expected to be paid within three years.

Subsequent to year end, OCRFA made grant payments of approximately \$5,400,000 which were included in \$10,353,723 of "Grants payable" as of December 31, 2016.

Restricted and Unrestricted Revenue and Support

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. When a 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 consolidated statements of activities as net assets released from restrictions.

OCRFA had restrictions on net assets totaling \$282,139 as of the year ended December 31, 2016.

Contributions of Securities

Contributions of securities are recorded at fair value at the date of contribution.

Advertising Costs

Advertising costs are expensed as incurred.

Note 1 - Nature of Operations and Summary of Significant Accounting Policies (Continued)

Functional Allocation of Expenses

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

Contributed Services

Contributed services are recognized if the services received: (a) create or enhance long-lived assets or (b) required specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

OCRFA recognizes contributed services for advertising services and professional fees that were utilized principally in OCRFA's program operations during the year ended December 31, 2016. These contributed services have been recorded at their approximate fair value. Contributed services for the year ended December 31, 2016 totaled \$600,967.

Income Taxes

OCRFA files an annual Form 990, *Return of Organization Exempt from Income Tax*, with the Internal Revenue Service (the "IRS"). At December 31, 2016, OCRFA's Form 990s for the years 2013 through 2016 remain eligible for examination by the IRS.

OCRFA is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Subsequent Events

OCRFA has evaluated subsequent events and transactions through November 6, 2017, the date that the consolidated financial statements were available to be issued.

Note 2 - Concentrations of Credit Risk

Financial instruments that subject OCRFA to concentrations of credit risk include cash and accounts receivable. OCRFA maintains an account at a high quality financial institution, and its deposit balances may, at times, exceed federally insured limits. OCRFA has not experienced any losses in these accounts.

Included in the contributions of \$8,032,805 for the year ended December 31, 2016 is a donation from the late Sol Schreiber, the founder of OCRF, totaling approximately \$2,100,000.

Note 3 - Fixed Assets

Fixed assets at cost as of December 31, 2016, are summarized as follows:

	2016
Furniture and equipment Less: accumulated depreciation	\$ 157,767 141,235
Net fixed assets	<u>\$ 16,532</u>

Depreciation expense was \$10,852 for the year ended December 31, 2016.

Note 4 - Fair Value Measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, Fair Value Measurements and Disclosures, provides the framework for measuring fair value. It defines fair value as an exit price, which is the price that would be received for an asset or paid to transfer a liability in OCRFA's principal or most advantageous market for the asset or liability, in an orderly transaction between market participants on the measurement date.

The fair value hierarchy generally requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability and are developed based on market data obtained from sources independent of the reporting entity. Unobservable inputs reflect the entity's own assumptions based on market data and the entity's judgments about the assumptions that market participants would use in pricing the asset or liability, and are to be developed based on the best information available in the circumstances.

Note 4 - Fair Value Measurements (Continued)

OCRFA determines the fair market value of its investment in securities based on the established fair value definition and hierarchy levels. The three levels within the hierarchy that may be used to measure fair value are:

- Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2: Observable inputs, including Level 1 prices that have been adjusted; quoted prices for similar assets or liabilities; quoted prices in markets that are less active than traded exchanges; and other inputs that are observable or can be substantially corroborated by observable market data.
- Level 3: Unobservable inputs that are supported by little or no market activity and that are a significant component of the fair value of the assets or liabilities.

The lowest level of input that is a significant component of the fair value measurements determines the placement of the entire fair value measurement in the hierarchy. OCRFA's assessment of the significance of a particular input to the fair value measurement requires judgment, and may affect the classification of fair value assets and liabilities within the fair value hierarchy levels.

The following is a description of the valuation methods used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2016.

Corporate and municipal bonds:

Corporate and municipal bonds are valued utilizing inputs obtained from approved industry pricing services. To determine the value of these investments, a variety of inputs are utilized, including benchmark curves, benchmarking of like securities, sector groupings, and matrix pricing. If a pricing service determines they do not have sufficient independently verifiable information to determine a security's valuation, further attempts to value the issue are discontinued until ample information is received. Secondary pricing or generic pricing may be solicited from the same or other industry pricing service providers.

Common and preferred stocks:

Common and preferred stocks are carried at fair value as determined by quoted market prices in active markets.

Registered investment companies:

Investments in registered investment companies include mutual funds and exchangetraded funds. Mutual funds are stated at fair value based upon the net asset value of the shares held by OCRFA at year end. Exchange-traded funds are stated at fair value based upon quoted market prices.

Note 4 - Fair Value Measurements (Continued)

The preceding valuation methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although OCRFA believes its valuation methods are appropriate and consistent with 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.

The following table sets forth, by level, OCRFA's assets that were accounted for at fair value on a recurring basis as of December 31, 2016:

Investments in securities:

Investments at fair value:	Total Fair Value	Quoted Prices (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Other Unobservable Inputs (Level 3)
Corporate bonds: U.S various sectors	<u>\$ 2,151,385</u>	<u>\$</u>	<u>\$ 2,151,385</u>	<u>\$</u>
Municipal - state and local	953,416		953,416	<u> </u>
Common stock, preferred stock and mutual funds:				
U.S. large cap	4,775,840	4,775,840	-	-
U.S. mid cap	1,286,865	1,286,865	-	-
U.S. small cap	323,224	323,224	-	-
Euro large cap	621,819	621,819	-	-
International	4,093,262	4,093,262	-	-
Public real estate	1,206,955	1,206,955	-	-
U.S. fixed income:				
Total return	1,547,586	1,547,586	-	-
Other	3,804,555	3,804,555	-	-
Commodities	383,635	383,635	-	-
Various sectors	1,248,875	1,248,875		
	19,292,616	19,292,616	<u> </u>	
Total investments	<u>\$22,397,417</u>	<u>\$ 19,292,616</u>	<u>\$ 3,104,801</u>	<u>\$</u>

Note 4 - Fair Value Measurements (Continued)

Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

We evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended December 31, 2016, there were no significant transfers in or out of Levels 1, 2 or 3.

Note 5 - Fundraising Events Revenue and Cost of Direct Benefit to Donors

The excess of revenue from fundraising events over the corresponding cost of direct benefit to donors is reported as unrestricted contribution revenue.

The following table provides the revenue, cost of direct benefit to donors, and the excess of revenue over the cost of direct benefit to donors, which have been reported as unrestricted contribution revenue, for each fundraising event during the year ended December 31, 2016:

	For the Year Ended December 31, 2016			
		Unrestricted		
		Contribution		
	Revenue	to Donors	Revenue	
Super Saturday - NY Other events	\$ 2,971,080 <u>2,167,217</u>	\$ 1,623,076 <u>1,274,140</u>	\$ 1,348,004 <u>893,077</u>	
Total	<u>\$ 5,138,297</u>	<u>\$ 2,897,216</u>	<u>\$ 2,241,081</u>	

In addition to the \$2,241,081 listed above, OCRFA had non-fundraising event contributions of \$8,032,805 for the year ended December 31, 2016.

Note 6 - Commitments and Contingent Liabilities

Leases

In April 2011, OCRFA signed an amendment to its existing operating lease. OCRFA relocated to a new office in the same building. The terms of the lease were through September 2018. The initial fixed monthly rent was \$9,321 with annual increases of 2.25% each year. Prior to year end, OCRFA signed an amendment to its existing operating lease, agreeing to move to a new location in the same building and extending the term through 2027. OCRFA also leases storage space in the same building.

In addition, OCRFA assumed the lease of the former OCNA offices, which extends through July 2019.

At December 31, 2016, OCRFA's aggregate future minimum annual rental commitment under noncancellable operating leases is as follows:

Year Ending <u>December 31,</u>	Amount
2017	\$ 313,711
2018	449,603
2019	399,868
2020	323,589
2021	333,445
Thereafter	2,272,492
Total	<u>\$4,092,708</u>

Total rent expense for OCRFA was \$268,597 for the year ended December 31, 2016.

Note 7 - Retirement Plan

OCRFA sponsors a defined contribution 401(k) plan (the "Plan") covering all eligible employees of OCRFA. OCRFA makes annual contributions to the Plan equal to a percentage determined by OCRFA prior to the end of each year. OCRFA made contributions of \$38,717 for the year ended December 31, 2016.

OCRFA assumed the defined contribution OCNA 403(b) plan (the "OCNA Plan") covering all eligible employees of OCNA. OCRFA makes annual contributions to the Plan equal to a percentage determined by OCRFA prior to the end of each year. OCRFA made contributions to the OCNA Plan of \$24,951 for the year ended December 31, 2016.

Note 8 - Temporarily Restricted Net Assets

Temporarily restricted net assets consisted of the following as of December 31, 2016:

	 1/1/16	<u> </u>	Additions	Releases	12/31/16
Gala Conference Advocate Leaders Advocate Conversations Conference Scholarships Policy and Advocacy Ask the Experts Education Series Woman to Woman Webinar/Symposium General time restrictions Survivors Teaching Students	\$ 128,671 115,000 40,000 - 9,849 19,500 10,000 - 15,000 10,000	\$	115,000 60,000 10,000 23,500 - - 20,000 5,000 - - 10,000	\$ (128,671) \$ (115,000) (26,981) - (9,229) (19,500) - - - - - - - - - - - - - - - - - -	<pre>115,000 73,019 10,000 24,120 - 10,000 20,000 5,000 15,000 10,000</pre>
	\$ 348,020	\$	243,500	<u>\$ (309,381</u>) <u>\$</u>	<u>\$ 282,139</u>

The beginning of year amounts represent the acquired temporarily restricted net assets of OCNA.

Note 9 - Program Services

The following significant program services are included in the accompanying consolidated financial statements:

<u>Research:</u> To promote, advocate for and support scientific research as it relates to the causes, prevention, diagnosis, treatment, and cure for ovarian cancer.

<u>Conference:</u> OCRFA's Ovarian Cancer National Conference is an annual event that brings survivors, caregivers, researchers and other experts together to discuss and learn about the most recent scientific developments, as well as other issues relevant to survivorship.

<u>Education, Support and Advocacy</u>: OCRFA works at the federal, state and local levels through various events, programs and advocacy efforts to increase awareness of the disease and the need for research; educates the general public, health care practitioners and those affected by ovarian cancer about all aspects of ovarian cancer; and advocates on behalf of women with ovarian cancer and relevant health-related policies, including federal funding of medical research.