Reviewed Financial Statements

Walk With Sally

Year Ended December 31, 2019

Walk With Sally

Contents

Raimondo Pettit Group
CPAs + Business and Financial Consultants

21515 Hawthorne Blvd.
Suite 1250
Torrance, California 90503
www.rpgcpa.com

T 310.540.5990
F 310.543.3066

Torrance + Irvine

Independent Accountants' Review Report

Board of Directors
Walk With Sally
El Segundo, California

We have reviewed the accompanying financial statements of Walk With Sally (a nonprofit organization), which comprise the statement of financial position as of December 31, 2019, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the 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.

Accountants' Responsibility

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants (AICPA). Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountants' Conclusion

Based on our review we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in conformity with accounting principles generally accepted in the United States of America.

Raimondo Pettit Group

Torrance, California
September 29, 2020

Walk With Sally

Statement of Financial Position

December 31,		**2019**
Assets		
Current Assets		
Cash	$	246,876
Pledges receivable		24,893
Prepaid expenses		9,688
Total current assets		281,457
Property and equipment, net		18,741
Total assets	$	300,198
Liabilities and Net Assets		
Current Liabilities		
Accounts payable and accrued expenses	$	30,544
Total liabilities		30,544
Net Assets		
Net assets without donor restrictions		261,259
Net assets with donor restrictions		8,395
Total net assets		269,654
Total liabilities and net assets	$	300,198

Walk With Sally

Statement of Activities

Year Ended December 31, 2019	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	Total
Revenue and Support			
Contributions	$ 262,846	$ 5,000	$ 267,846
Program services	1,415	-	1,415
Special events			
Income	861,967	-	861,967
In-kind contributions	595,356	-	595,356
Direct expenses	(261,138)	-	(261,138)
In-kind expenses	(595,356)	-	(595,356)
Net special event income	600,829	-	600,829
Net assets released from restrictions	6,000	(6,000)	-
Total support	871,090	(1,000)	870,090
Operating Expenses			
Program services	589,001	-	589,001
Support services			
Fundraising	176,947	-	176,947
General & administrative expenses	80,168	-	80,168
Total operating expenses	846,116	-	846,116
Change in net assets	24,974	(1,000)	23,974
Net assets at the beginning of year	236,285	9,395	245,680
Net assets at end of year	$ 261,259	$ 8,395	$ 269,654

See accompanying notes and Independent Accountants' Review Report.

Walk With Sally

Statement of Functional Expenses

Year Ended December 31,				**2019**
	Program Services	Support Services		
Functional Expense	Total Program Services	Fundraising Expenses	General & Administrative Expenses	Total Expenses
Expenses				
Advertising	$ 5,598	$ 3,732	$ -	$ 9,330
Board expenses	272	-	998	1,270
Dues and memberships	480	480	-	960
Depreciation	3,985	576	240	4,801
Website and graphic design	14,809	8,619	7,530	30,958
Insurance	18,377	6,294	5,857	30,528
Meals and entertainment	1,608	1,608	-	3,216
Merchant fees	-	-	24,959	24,959
Office supplies	9,392	666	166	10,224
Other	7,338	1,058	3,282	11,678
Outside services	5,606	2,588	431	8,625
Personnel expenses	366,246	125,428	10,034	501,708
Printing and copying	1,654	1,654	-	3,308
Professional fees	2,595	2,595	22,090	27,280
Program training	59,140	-	-	59,140
Public relations	17,220	11,480	-	28,700
Rent	56,432	8,113	3,397	67,942
Scholarship expense	6,000	-	-	6,000
Telephone and internet	6,613	956	398	7,967
Temporary family support	4,000	-	-	4,000
Travel and meetings	1,636	1,100	786	3,522
Total	**$ 589,001**	**$ 176,947**	**$ 80,168**	**$ 846,116**

Walk With Sally

Statement of Cash Flows

Year Ended December 31,	**2019**
Operating Activities:	
Change in net assets	$ 23,974
Adjustments to reconcile change in net assets to net cash used by operating activities:	
Depreciation expense	4,801
Increase (decrease) resulting from changes in:	
Contributions and other receivables	(1,568)
Accounts payable and accrued expenses	20,448
Net cash provided by operating activities	47,655
Investing Activities:	
Purchase of property, plant and equipment	(900)
Net cash used in investing activities	(900)
Net change in cash	46,755
Cash, beginning of period	200,121
Cash, end of period	$ 246,876

See accompanying notes and Independent Accountants' Review Report.

1. Non-Profit Operations and Summary of Accounting Policies

Nature of Activities

Walk With Sally, (the "Organization"), is a non-profit public benefit 501(c)(3) corporation founded on June 4, 2004. The Organization's mission is to provide hope through our individualized mentoring and community support services to empower children experiencing the trauma of a parent, guardian or sibling's cancer journey.

The Organization is supported primarily through fundraising events and donations from the public. The Organization's costs consist primarily of staff salaries, consultants, office and equipment rental, entertainment, auctions and event materials. During 2019, 587 individuals were impacted by Walk With Sally's wrap-around services provided to the families and mentors it supports. The Organization administers the following programs to help achieve its goals:

Mentoring Program – The focus of this program is to match and create one-on-one mentoring relationships ("Friendships") between a child and an adult who have both been impacted by cancer. The child in the "Friendship" is living with, lived with or lost a parent or sibling to cancer. The adult in the "Friendship" lived with or lost a parent/sibling to cancer in their lifetime or is a cancer survivor. The mentor and mentee commit to the Friendship for a minimum of 1 year, spending 6-8 hours together each month. As of December 31, 2019, the Organization managed a caseload of 110 children matched with their individual mentors.

Friendship Activity Program – This program is a quarterly experiential and educational day-long event for all the mentoring friendships, their families, prospective families and mentors. An average of 81 participants attended six different friendship activities through-out the year.

Heart to Home – This program is a quarterly group art activity designed to help provide mentees safe avenues for self-expression, increase coping skills and address the impact of cancer on the youth.

Hope for the Holidays – This program provides families in the mentoring program with support and assistance during the holiday season.

Molly's Corner – This program is designed to bring hope and healing through the use of books and journaling for family and children.

Junior Mentor Program – The Junior Mentor Program is designed to engage older mentees on a deeper level while giving them a leadership role within the Walk With Sally Mentoring Program.

Fred's Future Young Leaders Scholarship – This scholarship financially contributes to the Organization's mentees secondary education.

Temporary Family Support Program – This program provides financial assistance and resources to Walk With Sally families experiencing hardship.

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

Basis of Accounting

The accompanying financial statements of the Organization have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP").

Net Assets

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

Net assets without donor restrictions – Net assets that are not subject to any donor-imposed stipulations.

Net assets with donor restrictions – Net assets subject to donor-imposed restrictions on their use that may be met either by actions of the Organization, the passage of time, or other legal restrictions requiring that the principal be maintained permanently by the Organization. As of December 31, 2019, the Organization had net assets with donor restrictions equal to $8,395 to be used for scholarships and program activities.

Liquidity and Availability of Resources

The following reflects the Organization's financial assets as of December 31, 2019, reduced by amounts not available for general use because of donor-imposed restrictions within one year of December 31, 2019.

Year Ending December 31,	*2019*
Cash	$ 246,876
Pledges receivable	24,893
Prepaid expenses	9,668
Total financial assets, at year end	281,457
Less assets unavailable for general expenditures within one year due to satisfaction of donor restrictions	(8,395)
Financial assets available to meet cash needs for general expenditures within one year	$ 273,042

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

The Organization is substantially supported by unrestricted contributions and occasionally by restricted contributions. Because a donor's restriction requires resources to be used in a particular manner or in a future period, the Organization must maintain sufficient resources to meet those responsibilities. The pledges receivable are subject to implied time restrictions but are expected to be collected within one year. The Organization has a goal to maintain financial assets on hand to meet at least 90 days of normal operating expenses, which are, on average, approximately $212,000. The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

Management's 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. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Organization considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

Pledges Receivable

The Organization records accounts receivable for unpaid grants awarded and promises to give (contributions).

The Organization reviews accounts receivable on a regular basis to determine delinquent or past due items. A reserve is established if significant uncertainty exists as to the collectability and the amount is written off if it is determined that the amount will not be collected. All receivables were collected subsequent to December 31, 2019.

Property, Plant and Equipment

Property and equipment are stated at cost. Donations of property and equipment are recorded as contributions at their estimated fair value. Depreciation is provided for by using the straight-line method over the estimated useful lives of the respective assets, which are office furniture, computer equipment and leasehold improvements depreciated over 3-10 years.

Repair and maintenance charges are expensed as incurred. Significant improvements which materially increase values or extend the useful lives of the assets are capitalized and depreciated over the estimated useful lives of the respective assets.

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

Fair Value Measurements

The Organization has adopted authoritative guidance surrounding fair value measurements as it relates to financial and nonfinancial assets and liabilities. The guidance defines fair value as the exchange price that would be received to sell 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.

Additionally, the guidance also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Authoritative guidance also provides the Organization the option to elect to measure eligible financial instruments at fair value on an instrument-by-instrument basis. At December 31, 2019, the Organization did not elect to measure any financial instruments at fair value. The carrying amounts reported on the statement of financial position for cash, and accrued expenses approximate fair value based on the short-term maturity of these instruments.

Revenue Recognition

Contributions and Unconditional Promises to Give

In June 2018, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2018-08, Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made (Topic 958) to clarify and improve the scope and the accounting guidance for contributions received and contributions made. Specifically, this update is to assist entities in evaluating whether exchange (reciprocal) transactions, as well as determining whether a contribution is conditional. The organization adopted ASU 2018-18 with a date of initial application of January 1, 2019. The adoption of ASU 2018-08 did not have a significant impact on the Organization's financial statements.

The Organization records contributions and unconditional promises to give, as revenues when received or when a promise is made. Conditional promises to give are recognized as revenue when the conditions on which they depend have been substantially met. Contributions and promises to give receivable are recorded net of estimated uncollectible amounts which are determined based on management's analysis of specific contributions and promises made. Multi-year promises to give are not discounted if the amount of discount is not material.

The Organization reports donations of cash and other assets as restricted support if they are received with donor stipulations that limit the use of donated assets. Revenues are reported as increases in net assets either with or without donor restrictions, depending on the existence or non-existence of donor imposed restrictions. 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 statement of activities as net assets released from restrictions.

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

Revenue Recognition (Continued)

When both restricted and unrestricted resources are available for use for the same purpose, it is the Organization's policy to use restricted resources first, then unrestricted resources as they are needed. Revenues with donor restrictions that are released from restrictions within the same fiscal year are shown as revenues without donor restrictions.

Contributed Services and In-Kind Contributions

Volunteers make contributions of their time to the Organization's programs and supporting services on a regular basis. Many individuals volunteer their time as part of the Mentor Program and perform a variety of tasks that assist the Organization at the events, however, these services do not meet the criteria for recognition as contributed services described above. The Organization received approximately 14,167 volunteer hours from approximately 463 volunteers during the year-ended December 31, 2019.

The Organization receives in-kind contributions for special event and program expenses, such as food, beverages and silent auction items. The Organization records the revenue and the related expenses based on the fair market value of the good received as indicated by the donors.

Income Taxes

The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, except on net income derived from unrelated business activities. For the year ended December 31, 2019, the Organization has determined that no income taxes are due for its activities. Accordingly, no provision for income taxes has been recorded in the accompanying financial statements.

Accounting standards require that a tax position be recognized or derecognized based on a 'more-likely than-not' threshold. This applies to positions taken or expected to be taken in a tax return. The Organization does not believe its financial statements include (or reflect) any uncertain tax positions. The Organization's tax returns are subject to examination by Federal taxing authorities for a period of three years from the date they are filed and a period of four years for California taxing authorities.

Functional Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the programs and services benefited based on management's estimates.

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

Concentration of Risk

The Organization is primarily supported by fundraising events. During the year ended December 31, 2019, the White Light White Night fundraising event provided 58% of the Organization's total support. Accounts receivable for pledges receivable due from one donors represented approximately 24% of pledges receivable at December 31, 2019.

From time to time, the Organization may have cash and cash equivalent balances that exceed federally insured limits (unlimited coverage for non-interest bearing accounts and $250,000 per depositor, per insured bank for all other accounts). A failure of any banking institution in which the Organization has funds on deposit may result in a loss of deposits of amounts in excess of the then federally insured limit. Management believes that the financial institutions that hold the Organization's deposits are financially sound and therefore poses minimal credit risk.

Recent Accounting Pronouncements

Revenue from Contracts with Customers: In May 2014, the Financial Accounting Standards Board ("FASB") issued ASU 2014-09, Revenue from Contracts with Customers (Topic 606). The ASU introduced a comprehensive, principles-based framework for recognizing revenue, and, when effective, will supersede the requirements in FASB ASC 605 and virtually all industry-specific revenue recognition guidance in the FASB ASC. However, the standards for the recognition of revenue from contributions by nonprofit organizations will be retained in FASB ASC 958-605, which will be retitled Not-for-Profit Entities—Revenue Recognition—Contributions when ASU 2014-09 is effective.

ASU 2014-09 is effective for annual reporting periods beginning after December 15, 2019. Early application is allowed, but no earlier than annual reporting periods beginning after December 15, 2016, including interim reporting periods within that period. The comprehensive new standard will supersede existing revenue recognition guidance and provides a single principles-based, five-step model to be applied to all contracts with customers.

The five steps are to identify the contract(s) with the customer, to identify the performance obligations in the contract, to determine the transaction price, to allocate the transaction price to the performance obligations in the contract and to recognize revenue when each performance obligation is satisfied. Revenue will be recognized when promised goods or services are transferred to the customer in an amount that reflects the consideration expected in exchange for those goods or services.

Accounting for Leases: In February 2016, the FASB issued an Accounting Standards Update to increase transparency and comparability among entities by recognizing lease assets and liabilities on the balance sheet and disclosing key information about leasing arrangements. This new standard is effective for fiscal years beginning after December 15, 2019, with early application permitted. Under the new guidance, lessees will be required to recognize for all leases (with the exception of short-

1. Non-Profit Operations and Summary of Significant Accounting Policies (Continued)

Recent Accounting Pronouncements (Continued)

term leases) a lease liability, which is a lessee's obligation to make lease payments arising from a lease, measured on a discounted basis and a right-of-use asset, which is an asset that represents the lessee's right to use, or control the use of, a specified asset for the lease term. The guidance requires modified retrospective application of the new standard, and the Organization is currently evaluating the impacts of adoption.

The Organization's management has reviewed other recent accounting pronouncements issued through the date of the issuance of the financial statements. In management's opinion, none of these new pronouncements apply or will have a material effect on the Company's financial statements.

2. Property and Equipment

Property and equipment consists of the following:

December 31,		*2019*
Computer equipment	$	13,159
Furniture and Fixtures		4,028
Leasehold Improvements		14,686
		31,873
Less: accumulated depreciation		(13,132)
	$	18,741

Depreciation expense amounted to $4,802 for the year ended December 31, 2019.

3. Leases

Operating Leases

The Organization leases office facilities in El Segundo, California, for a term ending March 31, 2022. The lease agreement requires total monthly payments of approximately $4,800, escalating annually, plus taxes and common area maintenance fees.

Total rental expense approximated $58,000 during the year ended December 31, 2019, (including taxes, common area maintenance charges, and rental of a storage unit, and parking). Future minimum lease payments are as follows:

3. Leases (Continued)

Years Ending December 31,		
2020	$	60,851
2021		63,571
2022		17,446
	$	141,868

4. Subsequent Events

Coronavirus Uncertainties

In March 2020, the President of the United States declared a national emergency in connection with the COVID-19 (coronavirus) worldwide pandemic. New emergency laws affecting citizens and businesses are being currently enacted. We are unable to evaluate the actual impact it will have on the Company's future results and financial position at this time.

Effective May 5, 2020, the Organization signed a $105,187 Paycheck Protection Program (PPP) note agreement issued under the Coronavirus Aid, Relief, and Economic Security (CARES) Act. The PPP is a loan designed to provide a direct incentive for organizations to keep their workers on the payroll. The Small Business Administration, an agency of the United States of America, will forgive the loans under certain circumstances relating to the retainage of employees, and if the money is specifically used for payroll, rent, mortgage interest, or utilities.

To the extent the loan amount is not forgiven under the PPP of the CARES Act, the Organization shall make equal monthly payments of principal and interest, at 1% per year, beginning in December of 2020, until the maturity date, which is two years from the date of the note (May of 2022). The Organization estimates that the full amount of the loan will be utilized for authorized expenditures and accordingly forgiven in 2020.

The management of the Organization has reviewed the results of operations and evaluated subsequent events for the period of time from its year ended December 31, 2019, through September 29, 2020, the date the financial statements were available to be issued, and have determined that no adjustments are necessary to the amounts reported in the accompanying financial statements nor are there any other subsequent events required to be disclosed in these financial statements.