

Report of Independent Auditors and Financial Statements

Oakland Public Education Fund

June 30, 2021 and 2020



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Report of Independent Auditors

To the Board of Directors

Oakland Public Education Fund

Report on the Financial Statements

We have audited the accompanying financial statements of the Oakland Public Education Fund (the "Ed Fund"), which comprise the statements of financial position as of June 30, 2021 and 2020, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

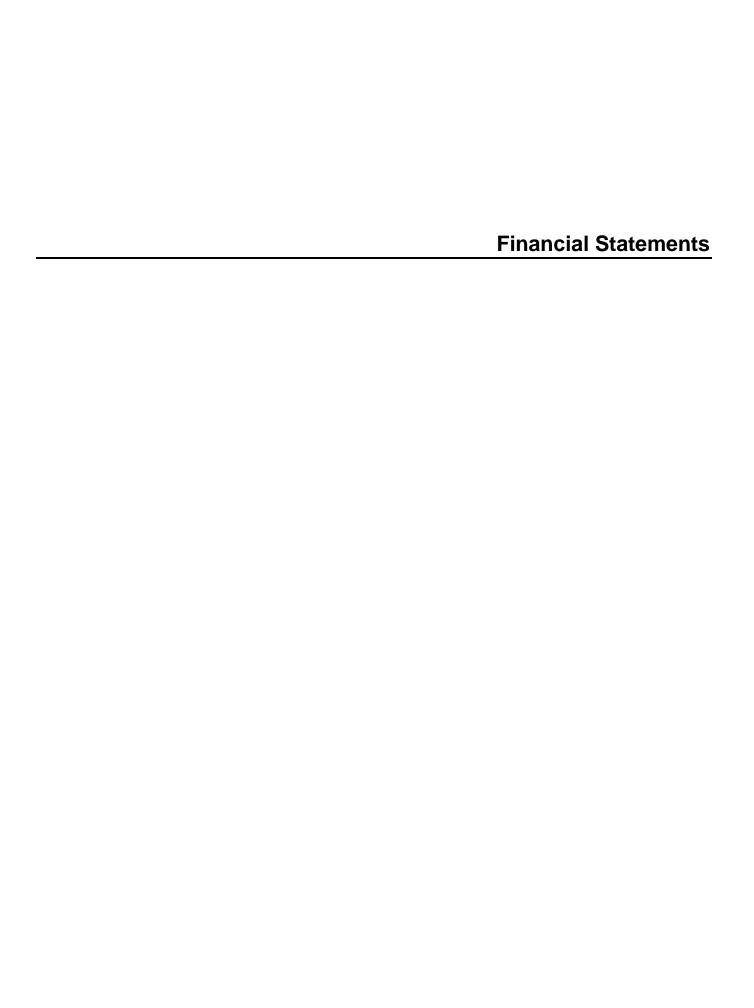
Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Oakland Public Education Fund as of June 30, 2021 and 2020, 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.

San Francisco, California

Moss Adams LLP

December 3, 2021



Oakland Public Education Fund Statements of Financial Position June 30, 2021 and 2020

		2021	2020
ASSETS			
Cash and cash equivalents Grants and pledges receivable Contracts receivable Prepaid expenses and other assets	\$	19,506,262 8,925,100 1,273,458 130,810	\$ 21,811,707 10,070,778 1,422,396 104,466
Total assets	\$	29,835,630	\$ 33,409,347
LIABILITIES AND NET ASSE	TS		
Liabilities: Accounts payable and accrued expenses Accrued wages and related costs Long-term debt Grants payable Total liabilities	\$	555,531 492,105 1,270,700 - 2,318,336	\$ 390,024 340,058 989,400 425,000 2,144,482
Net assets: Without donor restrictions: Undesignated Board designated - operating reserve		3,764,460 740,710	358,295 740,710
Total without donor restrictions		4,505,170	1,099,005
With donor restrictions		23,012,124	 30,165,860
Total net assets		27,517,294	31,264,865
Total liabilities and net assets	\$	29,835,630	\$ 33,409,347

Oakland Public Education Fund Statements of Activities and Changes in Net Assets Years Ended June 30, 2021 and 2020

		2021			2020	
	Without Donor	With Donor		Without Donor	With Donor	
	Restrictions	Restrictions	Total	Restrictions	Restrictions	Total
Support and revenue:						
Contributions and grants	\$ 3,019,274	\$ 19,851,143	\$ 22,870,417	\$ 1,524,935	\$ 29,358,415	\$ 30,883,350
Fiscal sponsor projects	2,963,048	-	2,963,048	2,029,448	-	2,029,448
Program revenue	775,243	-	775,243	905,096	-	905,096
Interest and investment income, net	34,969	-	34,969	216,352	-	216,352
Gain on forgiveness of long-term debt	989,400	-	989,400	-	-	-
Government contracts	324,364	-	324,364	182,474	-	182,474
Special events (net of direct expenses of \$22,321 and \$31,953 in 2021						
and 2020, respectively)	187,656	-	187,656	157,330	-	157,330
Other income	64,908	-	64,908	46,125	-	46,125
Net assets released from restrictions	27,004,879	(27,004,879)		19,036,077	(19,036,077)	
Total support and revenue	35,363,741	(7,153,736)	28,210,005	24,097,837	10,322,338	34,420,175
Expenses:						
Program services	28,854,714	-	28,854,714	23,992,784	-	23,992,784
Management and general	2,765,037	-	2,765,037	1,005,863	-	1,005,863
Fundraising	337,825		337,825	234,719		234,719
Total expenses	31,957,576		31,957,576	25,233,366	-	25,233,366
Changes in net assets	3,406,165	(7,153,736)	(3,747,571)	(1,135,529)	10,322,338	9,186,809
Net assets, beginning of year	1,099,005	30,165,860	31,264,865	2,234,534	19,843,522	22,078,056
Net assets, end of year	\$ 4,505,170	\$ 23,012,124	\$ 27,517,294	\$ 1,099,005	\$ 30,165,860	\$ 31,264,865

See accompanying notes. 5

Oakland Public Education Fund Statement of Functional Expenses Year Ended June 30, 2021

	Program Services	Management and General	Fundraising	Total
Salaries	\$ 4,799,970	\$ 1,593,622	\$ 219,239	\$ 6,612,831
Benefits	326,036	151,834	14,986	492,856
Payroll taxes	405,563	121,160	19,732	546,455
Total personnel costs	5,531,569	1,866,616	253,957	7,652,142
Grants	10,401,385	-	-	10,401,385
Contract and professional services	3,334,398	514,102	10,250	3,858,750
Advertising	33,548	100	60	33,708
Supplies and communication	5,246,811	21,727	4,931	5,273,469
Rent and occupancy	280,302	85,606	220	366,128
Travel and meetings	77,817	1,042	66,000	144,859
Bank and payroll fees	10,804	23,687	-	34,491
Dues and subscriptions	180,024	93,193	880	274,097
Equipment and maintenance	80,340	11,952	411	92,703
Software licenses	1,864,338	21,466	-	1,885,804
Staff development	341,522	19,853	1,116	362,491
Stipends	1,256,577	-	-	1,256,577
Other	215,279	105,693		320,972
Total expenses	\$ 28,854,714	\$ 2,765,037	\$ 337,825	\$ 31,957,576

Oakland Public Education Fund Statement of Functional Expenses Year Ended June 30, 2020

	Program Services	Management and General	Fundraising	Total
Salaries	\$ 5,009,537	\$ 375,664	\$ 142,493	\$ 5,527,694
Benefits	276,045	53,649	20,350	350,044
Payroll taxes	423,444	37,228	14,121	474,793
Total personnel costs	5,709,026	466,541	176,964	6,352,531
Grants	10,764,837	-	-	10,764,837
Contract and professional services	2,512,591	221,766	49,620	2,783,977
Advertising	5,563	4,694	600	10,857
Supplies and communication	2,857,816	35,239	895	2,893,950
Rent and occupancy	173,586	73,315	-	246,901
Travel and meetings	374,780	481	-	375,261
Bank and payroll fees	-	25,844	-	25,844
Dues and subscriptions	122,809	82,256	595	205,660
Equipment and maintenance	46,633	2,470	2,224	51,327
Software licenses	113,663	23,616	66	137,345
Staff development	231,958	45,387	3,755	281,100
Stipends	938,484	-	-	938,484
Bad debt expense	123,684	-	-	123,684
Other	17,354	24,254		41,608
Total expenses	\$ 23,992,784	\$ 1,005,863	\$ 234,719	\$ 25,233,366

Oakland Public Education Fund Statements of Cash Flows Years Ended June 30, 2021 and 2020

	2021	 2020
Operating activities:	 	_
Changes in net assets	\$ (3,747,571)	\$ 9,186,809
Adjustment to reconcile changes in net assets to net		
cash provided by (used in) operating activities:		
Gain on forgiveness of long-term debt	(989,400)	-
Transfer of beneficial interest in assets as grant expense	-	2,928,942
Provision for bad debt	-	123,684
Changes in operating assets and liabilities:		
Grants and pledges receivable	1,145,678	(8,111,263)
Contracts receivable	148,938	(489,933)
Prepaid expenses and other assets	(26,344)	654,397
Accounts payable and accrued expenses	165,507	(1,436,105)
Accrued wages and related costs	152,047	206,013
Grants payable	 (425,000)	(1,207,062)
Net cash (used in) provided by operating activities	 (3,576,145)	 1,855,482
Financing activities:		
Proceeds from long-term debt	 1,270,700	989,400
Net cash provided by financing activities	 1,270,700	 989,400
Net change in cash and cash equivalents	(2,305,445)	2,844,882
Cash and cash equivalents, beginning of year	21,811,707	18,966,825
Cash and cash equivalents, end of year	\$ 19,506,262	\$ 21,811,707

NOTE 1 – ORGANIZATION

The Oakland Public Education Fund ("Ed Fund") is a California nonprofit public benefit corporation. The Ed Fund secures and manages resources for schools while helping those schools develop their own capacity to create the best learning environments for their students. The Ed Fund works with schools that strive to be results oriented, to develop entrepreneurial leadership, and to cultivate collaboration and family leadership, and to focus on student personalization and innovative curriculum. The Ed Fund is also a fiscal sponsor for a range of projects with the Oakland Public schools, Oakland Unified School District, and education-focused projects.

The Ed Fund is primarily funded through grants, contributions, and fees generated from its fiscal sponsor contracts.

NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation – The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

The Ed Fund reports information regarding its financial position and activities according to two classes of net assets as follows:

Net assets without donor restrictions – Net assets without donor restrictions represent the portion of net assets that are not subject to donor-imposed stipulations. The Ed Fund's Board established an operating reserve fund policy to support working capital needs. The Board plans to build the fund over time to a level equivalent to three months' worth of expenses. As of June 30, 2021 and 2020, the Ed Fund's board designated operating reserve fund had a balance of \$740,710.

Net assets with donor restrictions – Net assets with donor restrictions represent the portion of net assets, the use of which by the Ed Fund is limited by donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Ed Fund. 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.

Revenue recognition – Contributions and grants are recognized at their fair value when the donor/grantor makes an unconditional promise to give to the Ed Fund. Fiscal sponsor project and program revenues are recognized when earned through services rendered or program occurrence. Contributions without donor-imposed restrictions are reported as support without donor restrictions. Contributions with donor-imposed restrictions are reported as net assets with donor restrictions.

The satisfaction of a donor-imposed restriction on a contribution is recognized when the corresponding expenditures are incurred or when the time restriction expires. Such transactions are recorded as net assets released from restriction on the statements of activities and changes in net assets.

Unconditional grants and pledges receivable which are scheduled to be received after one year are discounted at rates commensurate with the risks involved. Amortization of the discount is recorded with contribution revenue in accordance with the donor-imposed restrictions, if any, on the contributions. Conditional promises to give are not included as support until the conditions are substantially met.

Oakland Public Education Fund Notes to Financial Statements

Cash and cash equivalents – For purposes of the statements of cash flows, the Ed Fund considers all money market funds and other highly liquid investments with original maturities of three months or less when purchased to be cash and cash equivalents.

Contracts receivable – Contracts receivable are stated at the amount management expects to collect from outstanding balances. The Ed Fund considers all contracts receivable to be fully collectible as of June 30, 2021 and 2020. The Ed Fund uses the historical allowance method to determine potential uncollectible receivables. In evaluating the collectability of accounts receivable, the Ed Fund regularly analyzes its past history and identifies and reviews trends for each of its major payor sources of revenue to estimate appropriate and sufficient implicit and explicit price concessions reflected in contracts receivable. Bad debt expense for the years ended June 30, 2021 and 2020, amounted to \$0 and \$123,684, respectively.

Grants and pledges receivable – Grants and pledges receivable of \$8,925,100 and \$10,070,778 as of June 30, 2021 and 2020, respectively, consists primarily of commitments made by individuals and foundations. Grants and pledges receivables outstanding as of June 30, 2021 and 2020, are expected to be collected within one year. The Ed Fund uses the historical allowance method to determine potential uncollectible grants and pledges receivable. The allowance is based on prior years' experience and management's analysis of specific promises made. As of June 30, 2021 and 2020, there was no allowance for uncollectible grants and pledges receivable.

Fair value measurements – The Ed Fund carries certain assets and liabilities at fair value. Fair value is defined as 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. The Ed Fund classifies its financial assets and liabilities according to three levels, and maximizes the use of observable inputs and minimizes the use of unobservable inputs when measuring fair value.

- **Level 1** Quoted market prices (unadjusted) in active markets for identical assets or liabilities that the entity has the ability to access at the measurement date.
- **Level 2** Observable inputs other than quoted market prices included within Level 1 for the asset or liability, either directly or indirectly.
- Level 3 Unobservable inputs for the asset or liability that are not corroborated by market data.

Grants and grants payable – Unconditional grants awarded are accrued as a liability and expensed when approved. Grant cancellations or unspent funds are recorded in the year cancelled or the funds are returned. Total grants payable as of June 30, 2021 and 2020, were \$0 and \$425,000, respectively, of which all is expected to be paid within one year.

Fiscal sponsorship projects – The Ed Fund provides fiscal sponsorship and organizational services to approximately 110 projects. All the financial activity of fiscal sponsored projects is aggregated for financial statement purposes. The fiscal sponsorship projects are legally a part of the Ed Fund and all of their employees are employees of the Ed Fund. From time to time, projects will obtain their own 501(c)(3) status and are "spun-off" as separate organizations.

Oakland Public Education Fund Notes to Financial Statements

Functional allocation of expenses – Program expenses include the expenses of various projects of the Ed Fund. 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 among the programs and supporting services benefited. The costs have been allocated among the program and supporting services benefited based upon management's estimate of time and effort recorded on functions related to the specific activity, or in the case of shared expenses, using an allocation based on personnel costs, space usage or, if necessary, other relevant bases.

Use of estimates – The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Income taxes – The Ed Fund has been determined to be exempt from federal and state income taxes pursuant to Section 501(c)(3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code.

The Ed Fund follows the guidance on accounting for uncertainty in income taxes issued by Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 740, *Income Taxes*. As of June 30, 2021, management evaluated the Ed Fund's tax positions and concluded that the Ed Fund had maintained its taxexempt status and had taken no uncertain tax positions that required adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements.

Recent accounting pronouncements – Effective July 1, 2020, the Ed Fund adopted FASB Accounting Standards Update ("ASU") No. 2014-09, *Revenue from Contracts with Customers (Topic 606)* ("ASU No. 2014-09"), which provides that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services by identifying the contract(s) with a customer, identifying the performance obligations in the contract, determining the transaction price, allocating the transaction price to the performance obligations in the contract, and recognizing revenue when (or as) the entity satisfies a performance obligation. The Ed Fund adopted ASU 2014-09 using the modified retrospective method. The Ed Fund elected to apply ASC Topic 606 to all active contracts as of the adoption date. Application of the modified retrospective method did not impact amounts previously reported by the Ed Fund, nor did it require a cumulative effect adjustment upon adoption, as the Ed Fund's method of recognizing revenue under ASC Topic 606 yielded similar results to the method utilized immediately prior to adoption. Accordingly, there was no effect to any financial statement line item as a result of applying this new revenue recognition standard.

In September 2020, the FASB issued ASU No. 2020-07, *Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets* ("ASU No. 2020-07"), which increases the transparency of contributed nonfinancial assets for not-for-profit organizations through enhancements to presentation and disclosure. The update addresses certain stakeholders' concerns about the lack of transparency about the measurement of contributed nonfinancial assets recognized by not-for-profit organizations, as well as the amount of those contributions used in a not-for-profit organization's programs and other activities. The adoption of ASU No. 2020-07 is effective for the Ed Fund beginning July 1, 2021. Management is currently evaluating the impact of the provisions of ASU No. 2020-07 on the Ed Fund's financial statements.

Oakland Public Education Fund Notes to Financial Statements

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)* ("ASU No. 2016-02"), to increase transparency and comparability among organizations by recognizing lease assets and lease liabilities on the statement of financial position and disclosing key information about leasing arrangements. The effective date of ASU No. 2016-02 was deferred by ASU No. 2020-05, *Revenue from Contracts with Customers (Topic 606) and Leases (Topic 842)*, to annual periods beginning after December 15, 2021. As such, the adoption of ASU 2016-02 is effective for the Ed Fund beginning July 1, 2022. Management is currently evaluating the impact of the provisions of ASU No. 2016-02 on the Ed Fund's financial statements.

NOTE 3 – LONG-TERM DEBT

In April 2020, the Ed Fund was granted a loan under the Paycheck Protection Program ("PPP") offered by the Small Business Administration ("SBA") under the Coronavirus Aid, Relief, and Economic Security Act ("CARES Act"), section 7(a)(36) of the Small Business Act for \$989,400. In December 2020, the Ed Fund received full forgiveness of the SBA PPP loan in the amount of \$989,400. As a result, the Ed Fund was released from being the primary obligor and the loan is considered paid in full, along with any accrued interest. The outstanding balance has been derecognized as long-term debt at June 30, 2021, and recognized as gain on forgiveness of long-term debt during the year ended June 30, 2021, on the statement of activities and changes in net assets.

In February 2021, the Ed Fund was granted a Second Draw PPP loan offered by the SBA under the CARES Act, and renewed under section 311 of the Economic Aid to Hard-Hit Small Business, Nonprofits, and Venues Act ("Economic Aid Act"), for \$1,270,700. The loan bears interest at 1% with monthly payments beginning either from (1) the date the SBA remits the borrower's loan forgiveness amount to the lender or (2) 10 months after the end of the borrower's loan forgiveness covered period. This loan is subject to partial or full forgiveness if the Ed Fund uses all proceeds for eligible purposes; maintains certain employment levels; and maintains certain compensation levels in accordance with and subject to the CARES Act, Economic Aid Act, and the various rules, regulations, and guidance. The Ed Fund expects this Second Draw PPP loan to be fully forgiven.

NOTE 4 – NET ASSETS WITH DONOR RESTRICTIONS

As of June 30, 2021 and 2020, net assets with donor restrictions were available for the following purposes:

	 2021		2020	
Projects Other	\$ 20,492,850 2,519,274	\$	28,640,925 1,524,935	
Total	\$ 23,012,124	\$	30,165,860	

All net assets with donor restrictions as of June 30, 2021 and 2020, are expected to be released from restriction within one year.

Oakland Public Education Fund Notes to Financial Statements

During 2021 and 2020, net assets were released from donor restriction by incurring expenses satisfying the restrictions specified by donors as follows:

	 2021	 2020
Projects Other	\$ 26,967,964 36,915	\$ 18,611,970 424,107
Total	\$ 27,004,879	\$ 19,036,077

NOTE 5 – COMMITMENTS AND CONTINGENCIES

Operating leases – The Ed Fund entered into lease agreements for its headquarters and office equipment. The approximate future minimum lease payments related to these leases are as follows:

Year Ending June 30,	
2022	\$ 84,691
2023	89,748
2024	 86,517
	 _
	\$ 260,956

Total rent and occupancy expense related to these lease agreements for the year ended June 30, 2021 and 2020, were \$89,451 and \$93,144, respectively, and is included in rent and occupancy in the accompanying statements of functional expenses.

Contingencies – Grant awards required the fulfillment of certain conditions as set forth in the grant agreement. Failure to fulfill the conditions could result in the return of the funds to the grantors. The Ed Fund's management is of the opinion that it has complied with the terms of all grants.

COVID-19 pandemic – In March 2020, the World Health Organization declared the novel coronavirus ("COVID-19") a global pandemic and recommended containment and mitigation measures worldwide. The related adverse public health developments, including orders to shelter-in-place, travel restrictions, and mandated business and school closures, have adversely affected workforces, organizations, their customers, economies, and financial markets globally, leading to increased market volatility and disruptions in normal business operations, including the Ed Fund's operations.

Ed Fund management has been closely monitoring the impact of COVID-19 on the Ed Fund's operations, including the impact on its customers and employees. The duration and intensity of the pandemic is uncertain but may influence customer decisions, donor decisions, and may also negatively impact collections of the Ed Fund's receivables.

Oakland Public Education Fund Notes to Financial Statements

NOTE 6 - RETIREMENT PLANS

The Ed Fund sponsors a 401(k) profit sharing plan (the Plan) that covers all employees who meet certain eligibility requirements. The Plan is funded by employee contributions and the Ed Fund does not match or make discretionary contributions into the Plan.

NOTE 7 - CONCENTRATIONS OF CREDIT RISK

The Ed Fund has defined its financial instruments, which are potentially subject to credit risk as cash and accounts receivable.

Periodically, throughout the year, the Ed Fund has maintained balances in various operation and money market accounts in excess of federally insured limits. The Ed Fund has not experienced any losses on such accounts.

Grants and contributions receivables consist primarily of unsecured amounts due from foundations and individuals. Approximately 84% of these receivables are due from one donor as of June 30, 2021, and 44% of contributions and grant revenue was recognized from two donors for the year ended June 30, 2021. Approximately 89% of these receivables were due from one donor as of June 30, 2020, and 72% of contributions and grant revenue was recognized from six donors for the year ended June 30, 2020.

NOTE 8 – LIQUIDITY AND FUNDS AVAILABLE

The following table reflects the Ed Fund's financial assets as of June 30, 2021 and 2020, reduced by amounts not available for general expenditure within one year:

	2021	2020
Financial assets, at year end Cash and cash equivalents Grants and pledges receivable Contracts receivable	\$ 19,506,262 8,925,100 1,273,458	\$ 21,811,707 10,070,778 1,422,396
	29,704,820	33,304,881
Less assets unavailable for general expenditures within one year Board designated - operating reserve	(740,710)	(740,710)
	(740,710)	(740,710)
Total financial assets available to meet cash needs for general expenditure within one year	\$ 28,964,110	\$ 32,564,171

Financial assets are considered unavailable when illiquid or not convertible to cash and cash equivalents within one year. The Ed Fund has established an operating reserve and reviews its funding level on an ongoing basis to ensure it is adequate to meet current obligations. In addition to financial assets available to meet general expenditures over the next 12 months, the Ed Fund operates with a balanced budget and anticipates collecting sufficient revenue to cover general expenditures not covered by donor-restricted resources. Cash in excess of daily requirements is typically invested in liquid investments.

Oakland Public Education Fund Notes to Financial Statements

NOTE 9 - SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the statement of financial position date but before financial statements are available to be issued. The Ed Fund recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statement of financial position, including estimates inherent in the process of preparing the financial statements. The Ed Fund's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statement of financial position but arose after the statement of financial position date and before financial statements were available to be issued.

The Ed Fund has evaluated subsequent events through December 3, 2021, which is the date the financial statements are available to be issued.

