

San Andreas Regional Center

San Jose, California

**FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION
WITH INDEPENDENT AUDITORS' REPORTS**

June 30, 2019 and 2018



San Andreas Regional Center

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
San Andreas Regional Center
San Jose, California

Report on the Financial Statements

We have audited the accompanying financial statements of San Andreas Regional Center, a California nonprofit corporation (the Center), which comprise the statement of financial position as of June 30, 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.

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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' 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 Center'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 Center'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.

INDEPENDENT AUDITORS' REPORT

(Continued)

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Center as of June 30, 2019, 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.

Other Matters

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying Schedule of Expenditures of Federal Awards is presented for purposes of additional analysis as required by the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Schedule of Expenditures of Federal Awards is fairly stated in all material respects, in relation to the financial statements as a whole.

The financial statements of the Center for the year ended June 30, 2018, were audited by another auditor who expressed an unmodified opinion on those statements in their report dated on November 19, 2018.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated November 4, 2019, on our consideration of the Center's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Center's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Center's internal control over financial reporting and compliance.

Aiello, Goodrich & Teuscher

November 4, 2019
Aiello, Goodrich & Teuscher
An Accountancy Corporation
Redding, California

FINANCIAL SECTION

San Andreas Regional Center
STATEMENT OF FINANCIAL POSITION

June 30	2019	2018
ASSETS		
Cash and cash equivalents	\$ 33,598,027	\$ 17,717,854
Cash held for others	2,442,547	3,626,140
Cash held for CPPDD	2,181,135	2,181,135
Receivable - State Regional Center contracts	118,217,274	79,182,447
Receivable - Intermediate Care Facility providers	1,434,539	1,279,176
Client trust funds receivable	24,224	1,788
Due from state - accrued vacation leave benefits	2,275,236	2,009,823
Due from state - deferred rent	733,857	-
Due from state - unfunded defined benefit plan liability	26,698,214	-
Notes receivable	919,884	1,336,196
Other receivables	7,780	35,265
Prepaid expenses	189,630	494,813
Deposits	10,802	10,802
CPPDD vendor advances – lease	359,130	359,130
CPPDD vendor advances – other	163,235	163,235
TOTAL ASSETS	\$ 189,255,514	\$ 108,397,804
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable	\$ 36,941,537	\$ 36,504,337
Advance - State Regional Center contracts	118,132,148	64,886,081
Accrued and other liabilities	1,520,690	1,328,278
Accrued vacation leave benefits	2,275,236	2,009,823
Deferred rent	733,857	-
Client trust funds liability	2,442,547	3,486,714
Unfunded defined benefit plan liability	26,698,214	23,055,140
Total Liabilities	188,744,229	131,270,373
Net Assets		
Without donor restriction	329,901	(23,012,827)
With donor restriction	181,384	140,258
Total Net Assets	511,285	(22,872,569)
TOTAL LIABILITIES AND NET ASSETS	\$ 189,255,514	\$ 108,397,804

The accompanying notes are an integral part of these financial statements.

San Andreas Regional Center
STATEMENT OF ACTIVITIES

Year Ended June 30, 2019	Without Donor Restrictions	With Donor Restrictions	Total
Support and Revenue			
State Regional Center contracts	\$ 433,968,313	\$ -	\$ 433,968,313
Intermediate Care Facility supplemental services income	1,880,867	-	1,880,867
Intermediate Care Facility administrative fee	29,312	-	29,312
Interest	355,933	21	355,954
Donations and other income	131,018	49,567	180,585
Total Support and Revenue	436,365,443	49,588	436,415,031
Net assets released from restrictions	8,462	(8,462)	-
Total Support, Revenue, and Net Assets Released From Restrictions	436,373,905	41,126	436,415,031
Expenses			
Program services:			
Purchase of services	396,357,457	-	396,357,457
Other programs	380,181	-	380,181
Operating	35,548,735	-	35,548,735
General and administrative:			
Operating	3,799,944	-	3,799,944
Total Expenses	436,086,317	-	436,086,317
Changes in Net Assets From Operations	287,588	41,126	328,714
Change in Estimate for Defined Benefit Plan Liability	23,055,140	-	23,055,140
Changes in Net Assets	23,342,728	41,126	23,383,854
Net Assets (Deficit) - Beginning of Year	(23,012,827)	140,258	(22,872,569)
Net Assets - End of Year	\$ 329,901	\$ 181,384	\$ 511,285

The accompanying notes are an integral part of these financial statements.

San Andreas Regional Center

STATEMENT OF ACTIVITIES

(Continued)

Year Ended June 30, 2018	Without Donor Restrictions	With Donor Restrictions	Total
Support and Revenue			
State Regional Center contracts	\$ 414,363,474	\$ -	\$ 414,363,474
Intermediate Care Facility supplemental services income	1,611,463	-	1,611,463
Intermediate Care Facility administrative fee	24,560	-	24,560
Interest	243,644	72	243,716
Donations and other income	25,887	14,373	40,260
Total Support and Revenue	416,269,028	14,445	416,283,473
Net assets released from restrictions	18,943	(18,943)	-
Total Support, Revenue, and Net Assets Released From Restrictions	416,287,971	(4,498)	416,283,473
Expenses			
Program services:			
Purchase of services	377,495,760	-	377,495,760
Other programs	493,023	-	493,023
Operating	34,820,992	-	34,820,992
General and administrative:			
Operating	3,435,883	-	3,435,883
Total Expenses	416,245,658	-	416,245,658
Changes in Net Asset from Operations	42,313	(4,498)	37,815
Changes in Defined Benefit Plan Liability	(3,009,726)	-	(3,009,726)
Changes in Net Assets	(2,967,413)	(4,498)	(2,971,911)
Net Assets (Deficit) - Beginning of Year	(20,045,414)	144,756	(19,900,658)
Net Assets (Deficit) - End of Year	\$ (23,012,827)	\$ 140,258	\$ (22,872,569)

The accompanying notes are an integral part of these financial statements.

San Andreas Regional Center
STATEMENT OF FUNCTIONAL EXPENSES

Year Ended June 30, 2019	Program Services	General and Administrative	Total
Purchase of Services			
Other purchased services	\$ 180,802,516	\$ -	\$ 180,802,516
Residential care facilities	121,948,720	-	121,948,720
Day programs	93,606,221	-	93,606,221
Total Purchase of Services	396,357,457	-	396,357,457
Other Programs			
CPP - Agnews	236,168	-	236,168
Foster grandparent and senior companion	144,013	-	144,013
Total Other Programs	380,181	-	380,181
Operating			
Salaries	21,144,506	2,209,267	23,353,773
Benefits	7,518,814	785,597	8,304,411
Payroll taxes	296,005	30,928	326,933
Office occupancy	2,547,342	145,141	2,692,483
General	813,832	59,829	873,661
Communication	333,514	33,671	367,185
Contract and consultant fees	221,387	21,877	243,264
Staff travel	418,684	42,269	460,953
Legal fees	149,842	15,128	164,970
Equipment and facility maintenance	1,234,116	115,673	1,349,789
ARCA dues	-	92,527	92,527
Equipment rental	103,586	10,458	114,044
Insurance	161,453	16,300	177,753
General office expenses	176,059	17,773	193,832
Data processing	161,730	16,328	178,058
Printing	41,923	4,233	46,156
Accounting fees	-	81,250	81,250
Donations	7,612	-	7,612
Equipment purchases	163,374	16,494	179,868
Utilities	48,180	811	48,991
Board expenses	-	14,657	14,657
Interest expense and commitment fees	-	55,750	55,750
Security	6,776	200	6,976
Bank charges	-	13,783	13,783
Total Operating	35,548,735	3,799,944	39,348,679
Total Expenses	\$ 432,286,373	\$ 3,799,944	\$ 436,086,317

The accompanying notes are an integral part of these financial statements.

San Andreas Regional Center
STATEMENT OF FUNCTIONAL EXPENSES
(Continued)

Year Ended June 30, 2018	Program Services	General and Administrative	Total
Purchase of Services			
Other purchased services	\$ 170,360,912	\$ -	\$ 170,360,912
Residential care facilities	113,403,762	-	113,403,762
Day programs	93,731,086	-	93,731,086
Total Purchase of Services	377,495,760	-	377,495,760
Other Programs			
CPP - Agnews	364,532	-	364,532
Foster grandparent and senior companion	128,491	-	128,491
Total Other Programs	493,023	-	493,023
Operating			
Salaries	21,475,645	2,123,965	23,599,610
Benefits	6,845,793	677,056	7,522,849
Payroll taxes	300,392	29,709	330,101
Office occupancy	2,401,320	202,728	2,604,048
General	921,274	29,115	950,389
Communication	343,186	33,941	377,127
Contract and consultant fees	196,525	19,437	215,962
Staff travel	410,782	40,627	451,409
Legal fees	172,116	17,023	189,139
Equipment and facility maintenance	958,087	88,028	1,046,115
ARCA dues	-	92,527	92,527
Equipment rental	122,521	12,118	134,639
Insurance	134,250	13,277	147,527
General office expenses	139,902	13,837	153,739
Data processing	124,034	12,267	136,301
Printing	37,141	3,673	40,814
Accounting fees	58,240	5,760	64,000
Donations	18,943	-	18,943
Equipment purchases	104,653	10,350	115,003
Utilities	15,903	-	15,903
Board expenses	-	7,168	7,168
Interest expense and commitment fees	30,004	2,967	32,971
Security	10,281	115	10,396
Bank charges	-	195	195
Total Operating	34,820,992	3,435,883	38,256,875
Total Expenses	\$ 412,809,775	\$ 3,435,883	\$ 416,245,658

The accompanying notes are an integral part of these financial statements.

San Andreas Regional Center
STATEMENT OF CASH FLOWS

Years Ended June 30	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 328,714	\$ (2,971,911)
Adjustments to reconcile change in net assets to net cash provided (used) by operating activities:		
Change in defined benefit plan liability	-	3,009,726
(Increase) decrease in:		
Receivable - State Regional Center contracts	(39,034,827)	31,389,437
Receivable - Intermediate Care Facility providers	(155,363)	34,714
Client trust funds receivable	(22,436)	1,460
Other receivables	(73,852)	(28,884)
Prepaid expenses	305,183	44,151
Deposits	-	35,779
Increase (decrease) in:		
Accounts payable	437,200	(656,555)
Advance - State Regional Center contracts	53,246,067	(36,461,308)
Accrued and other liabilities	192,412	-
Net assets held for others	(1,044,167)	12,199
Net Cash Provided (Used) By Operating Activities	14,178,931	(5,591,192)
CASH FLOWS FROM INVESTING ACTIVITIES		
Note receivable disbursed	-	(1,309,821)
Note receivable collected	517,649	1,000,000
Net Cash Provided (Used) By Investing Activities	517,649	(309,821)
CASH FLOWS FROM FINANCING ACTIVITIES		
Advances from line of credit	25,000,000	17,000,000
Payments on line of credit	(25,000,000)	(17,000,000)
Net Cash Provided (Used) By Financing Activities	-	-
Net Increase (Decrease) in Cash	14,696,580	(5,901,013)
Cash and Cash Equivalents - Beginning of Year	23,525,129	29,426,142
Cash and Cash Equivalents - End of Year	\$ 38,221,709	\$ 23,525,129
COMPONENTS OF CASH AND CASH EQUIVALENTS		
Cash and cash equivalents	\$ 33,598,027	\$ 17,717,854
Cash held for others	2,442,547	3,626,140
Cash held for CPPDD	2,181,135	2,181,135
Total Cash and Cash Equivalents	\$ 38,221,709	\$ 23,525,129
SUPPLEMENTAL DISCLOSURE OF CASH FLOWS INFORMATION		
Cash Paid for Interest	\$ 55,750	\$ 18,063

The accompanying notes are an integral part of these financial statements.

1. NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities San Andreas Regional Center (the Center) is a nonprofit public benefit corporation chartered by the State of California. The Center was organized in accordance with the provisions of the Lanterman Developmental Disabilities Services Act (the Lanterman Act) of the *Welfare and Institutions Code* of the State of California. In accordance with the Lanterman Act, the Center administers programs for persons with developmental disabilities and their families, which include diagnosis, counseling, educational services, and dissemination of information on developmental disabilities to the public. The Center is one of 21 regional centers within the State of California system and serves Santa Clara, Santa Cruz, Monterey, and San Benito Counties.

The Center's mission statement is as follows: People first through service, advocacy, respect, and choice. A vision for leadership in service and advocacy for individuals with developmental disabilities.

The Center operates under an annual cost-reimbursement contract with the California Department of Developmental Services (DDS) under the Lanterman Act. The maximum expenditures under the contract are limited to the contract amount plus interest earned. The Center is required to maintain accounting records in accordance with the Regional Center Fiscal Manual, issued by DDS, and is required to have DDS approval for certain expenses. In the event of termination or nonrenewal of the contract, the State of California maintains the right to assume control of the Center's operation and the obligation of its liabilities.

Basis of Accounting The accompanying financial statements have been prepared on the accrual basis of accounting. The Center is reimbursed by the State for expenses incurred in operating the Center.

Basis of Presentation The Center's financial statements are presented in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 958, *Not-for-Profit Entities*. Under FASB ASC Topic 958, the Center is required to report information regarding its financial position and activities according to two classes of net assets based upon the existence or absence of donor-imposed restrictions, as follows:

Net Assets Without Donor Restrictions: Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions.

Net Assets With Donor Restrictions: Net assets subject to donor (or certain grantor) 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. The Center reports contributions restricted by donors as increases in net assets without donor restrictions if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions, depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

Fund Accounting The accounts of the Center are maintained in accordance with the principles of fund accounting. Under fund accounting, resources are classified for accounting and reporting considerations into funds established according to their nature and purpose.

Cash and Cash Equivalents For purposes of the statement of cash flows, the Center considers all highly liquid cash debt instruments with original maturities of three months or less to be cash equivalents. As required by the contract with DDS, funds received from the State are deposited into interest-bearing accounts in a bank legally authorized to do business in California, and which accounts are established solely for the operation of the Center. The accounts are in the name of both the Center and DDS, as required by DDS.

Significant Concentrations of Credit Risk Due to the unique requirements of the State and the large fluctuations in account balances the Center can have during the year, it is not feasible for the Center to diversify its cash balances among various financial institutions. Therefore, the Center maintains substantially all of its cash and temporary cash investments at one financial institution. Accounts at the institution are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. At June 30, 2019, cash exceeded federally insured limits by \$35,516,315. While the amount in the banks typically exceeded FDIC coverage during the year, historically the Center has not experienced any losses on such accounts. For these reasons, management believes it is not exposed to any significant credit risk on such accounts.

State Regional Center Contract Receivables and Advances Contracts receivable represent amounts due from the State for reimbursement of expenditures made by the Center under the annual regional center contracts. At June 30, 2019, the Center had a balance of \$114,065,661 in POS and operations receivables, and \$4,151,613 in CPP receivables. The Center considers all amounts receivable under grant contracts to be collectible; accordingly, no allowance for doubtful accounts exists.

The contract advance balance of \$118,132,148 represent cash advances received by the Center under the annual regional center contracts. Amounts receivable from the State are offset against advances payable when the State notifies the Center that a right of offset exists.

Intermediate Care Facilities – State Plan Amendment During the year ended June 30, 2011, various legislative changes were made to the California Welfare and Institutions Code retroactive to July 1, 2007, making Intermediate Care Facility (ICF) providers responsible for providing day programs and transportation services; and ultimately, making such services eligible for reimbursement under California's Home and Community Based Services Program, which is funded by the Medicaid Waiver grant (Medicaid).

Previously, such services provided to the residents were not reimbursable by Medicaid because the funds were not directly billed and received by the ICF's. The legislative changes allow for DDS to bill these services to Medicaid and capture funds.

DDS directs the Center to prepare billings for these services on behalf of the ICF's. The billings include a 5.5% Quality Assurance fee for the State Department of Health Care Services (DHCS), a 1.5% administrative fee for the ICF's and a 1.5% administration fee for the Center.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

The Center is directed to pay the ICF's directly for their services and to reduce the amount of the Center's regular state claim to DDS by the dollar amount of these services. DDS advances the amounts billed to the ICF's. The ICF's are directed to remit to the Center, within 30 days of receipt of funds from the State Controller's Office, the amount billed less its administration fee and the Quality Assurance fee, which it must remit to DHCS. The Center records the entire net amounts due from the ICF's as receivable from Intermediate Care Facilities with corresponding revenue from Intermediate Care Facilities.

The receivable from Intermediate Care Facilities reduces contract receivable from DDS. DDS has instituted protocols should the ICF's not remit the net amounts due to the Center. The receivable from Intermediate Care Facilities in the amount of \$1,434,539 and \$1,279,176 at June 30, 2019 and 2018, respectively, represent the amount DDS paid or will pay to the ICF's net of ICF's administrative fee and Quality Assurance fee. Revenue from Intermediate Care Facilities was \$1,880,867 and \$1,611,463 as of June 30, 2019 and 2018, respectively.

Prepaid Expenses Payments made to vendors for services that will benefit the Center for periods beyond the current fiscal year are recorded as prepaid expenses.

Property and Equipment In accordance with the State Regional Center contracts, all equipment purchased with contract funds is the property of the State. The Center is required to maintain memorandum records of equipment purchases and dispositions. Equipment purchases are recorded as supporting or program service expenses when they are incurred. The cost basis of the property utilized by the Center and owned by the state at June 30, 2019 and 2018, was \$358,639 and \$358,639, respectively. These balances include only the equipment that is sensitive or exceeds \$5,000 as required by SAM guidelines.

Vacation Leave Benefits Accumulated unpaid employee vacation benefits are recognized as accrued expenses and included in liabilities. Unused benefits are payable to an employee should employment cease. However, while a corresponding receivable for these benefits has been recorded from the State, such benefits are reimbursed under State contracts only when benefits have actually been paid.

Sick leave benefits are accumulated for each employee. Non-union and union employees hired prior to July 1, 2016 and January 1, 2014, gain a vested right to 50% of their accumulated sick leave. The maximum accrual for non-union and union employees is 680 hours and 360 hours respectively for employees hired before the dates mentioned above. Union employees hired as of December 31, 2013, who accrued more than 360 hours before the January 1, 2014 cutoff date may maintain the amount above 360 as the maximum sick accrued before payout if this was achieved. All other employees hired on or after July 1, 2016 and January 1, 2014 do not gain a vested right to their accumulated sick leave. Therefore, accumulated employee sick leave benefits for employees hired before the prescribed dates are recognized as liabilities of the Center and the remaining sick leave benefits for all other employees are recorded as expenses in the period sick leave is taken.

San Andreas Regional Center

NOTES TO THE FINANCIAL STATEMENTS

(Continued)

Deferred Rent Liability The Center leases their office facilities under lease agreements that are subject to scheduled acceleration of rental payments. The scheduled rent increases are amortized evenly over the life of the leases. The deferred rent liability represents the difference between the cash payments made and the amount expensed since inception of the lease. The Center has recorded a receivable from the State for the deferred rent liability to reflect the future reimbursement of the additional rent expense recognized.

Defined Benefit Pension Plan The Center records the unfunded liability of its defined benefit pension plan with California Public Employees' Retirement System (CalPERS) on the statement of financial position. CalPERS has characteristics of a multiemployer plan. Effective for the year ended June 30, 2010, the Center uses the actuarial report coinciding with the Center's fiscal year end; however, the actuarial report is one year in arrears. The delay is due to the fact that there is a two-year lag between the Valuation Date and the Contribution Fiscal Year. This lag is necessary due to the amount of time needed to extract and test the membership and financial data, and due to the need to provide public agencies with their employer contribution rates well in advance of the start of the fiscal year. Accordingly, the actual unfunded liability may differ from the recorded amount. As of June 30, 2019, the difference cannot be reasonably determined.

Revenue Concentration State Regional Center contract revenue is revenue received from the State of California in accordance with the Lanterman Act. Approximately ninety-nine percent of revenue is derived from this source.

Labor Concentration Approximately 82% of the employees of the Center are represented by a union for collective bargaining purposes. Periodically the collective bargaining agreement is subject to renegotiation. The current collective bargaining agreement will expire on June 30, 2020.

Contributions The Center reports contributions as revenue when they are unconditionally pledged or when they are received. The Center reports gifts of cash and other assets as restricted support 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 restriction are reclassified on the statement of activities as net assets released from restrictions. Contributions that are restricted by the donor are reported as increases in net assets without donor restriction if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized.

Federal Grants The Center received two federal grants as of June 30, 2019 and 2018, as follows:

U.S. Department of Education: The Center is a sub-recipient to DDS with regard to the Special Education Grants for Infants and Families, which provides funding for early intervention services for infants and toddlers, through age 3, as authorized by Public Law 102-119.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

The Corporation for National and Community Service: The Center is a sub-recipient to DDS with regard to the Foster Grandparent grant. The grant is provided to qualified agencies and organizations for the dual purpose of engaging persons 55 or older, with limited income, in volunteer services to meet critical community needs. The program strives to provide a high quality volunteer experience that will enrich the lives of the volunteers. The grant funds are used to support Foster Grandparents in providing supportive, person to person service to children with exceptional or special needs or in circumstances identified as limiting their academic, social, or emotional development.

Income Taxes The Center has received tax-exempt status under Section 501(c)(3) of the *Internal Revenue Code*, and Section 23701(d) of the *California Revenue and Taxation Code*, and has been classified as an organization that is not a private foundation under Section 509(a) of the *Internal Revenue Code*. Contributions to the Center qualify for the charitable contribution deduction. Accordingly, no provision for income taxes is included in the financial statements.

The Center accounts for income taxes in accordance with FASB ASC 740, *Income Taxes*, which clarifies the accounting for uncertainty in income taxes and how an uncertain tax position is recognized in financial statements. The Center analyzes tax positions taken in previously filed returns and tax positions expected to be taken in future returns. Based on this analysis, a liability is recorded if uncertain tax benefits have been received. The Center's practice is to recognize interest and penalties, if any, related to uncertain tax positions in the tax expense. There were no uncertain tax positions identified or related interest and penalties recorded as of June 30, 2019, and the Center does not expect this to change significantly over the next 12 months.

Allocation of Expenses The statements of functional expenses allocates expenses to the program and supporting service categories based on estimates of employees time incurred and on usage of resources.

Health Insurance Effective January 1, 2006, the Center committed to paying 100% of health insurance payments for employees and annuitants in accordance with the collective bargaining agreement. For the years ended June 30, 2019 and 2018, \$565,621 and \$529,417 of health insurance premiums were paid on behalf of the retired employees.

Recently Issued Accounting Pronouncements In May 2014 the FASB issued a new standard on revenue recognition, ASU 2014-09, *Revenue from Contracts with Customers*, with the intent of creating a new, principle-based revenue recognition framework. The ASU creates a new topic in the FASB Accounting Standards Codification, Topic 606, in addition to superseding and replacing nearly all existing U.S. GAAP revenue recognition guidance.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

The main provisions of the ASU are:

1. Establish a new control-based revenue recognition model.
2. Changes the basis for deciding when revenue is recognized over time or at a point in time.
3. Provides new and more detailed guidance on specific topics.
4. Expands and improves disclosures about revenue.

The ASU is effective for fiscal years beginning after December 15, 2018. Management is currently evaluating the impact of this ASU on its financial statements.

In February 2016 the FASB issued ASU 2016-02, *Leases* (Topic 842). The new guidance establishes the principles to report transparent and economically neutral information about the assets and liabilities that arise from leases. The ASU is effective for fiscal years beginning after December 15, 2020, with early adoption permitted. Management is currently evaluating the impact of this ASU on its financial statements.

Use of Estimates and Assumptions The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from these estimates.

Subsequent Events Management has evaluated subsequent events through November 4, 2019, the date on which the financial statements were available to be issued.

Change in Accounting Principle On August 18, 2016, FASB issued Accounting Standards Update (ASU) 2016-14, Not-for-Profit Entities (Topic 958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The Center has implemented ASU 2016-14 and has adjusted the presentation in these consolidated financial statements accordingly. The ASU had no effect on net income or the total net assets.

Change in Accounting Estimate During the current year, the Center determined that the total amount due under the defined benefit retirement plan should be accrued as a receivable from the State. It is the Center's belief that any future liabilities for the plan will be paid through State DDS contract allocations. Previously the Center had not recorded a receivable for these amounts. This change in estimate has been recorded as an increase in a receivable (\$23,055,140 at June 30, 2019) and reported as a separate line in the statement of activities after the Change in Net Assets from Operations.

San Andreas Regional Center
 NOTES TO THE FINANCIAL STATEMENTS
 (Continued)

2. LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the balance sheet date, comprise the following:

June 30, 2019

Cash and cash equivalents	\$ 38,221,709
Less: Cash Held for Others	(2,442,547)
Less: Cash Held for CPPDD	(2,181,135)
Receivable - State Regional Center Contracts	118,217,274
Less: Advance State Regional Center Contracts	(118,132,148)
Receivable - Intermediate Care Facilities	1,434,539
Client trust fund receivables	24,224
Notes receivable	919,884
Less: long term portion of note receivable	(513,731)
Other receivable	7,780
Total	\$ 35,555,849

According to the Center's contract with DDS, the State and the regional centers have agreed to work together to build the budget for the regional center system using the best quality data and information available. This budget provides data to assist in building the Governor's January Budget and the May Revise.

Additionally each regional center submits a monthly purchase of service expenditure projection to DDS, beginning in December of each fiscal year. By February 1st of each year, DDS allocates, to all regional centers, no less than one hundred percent (100%) of the enacted budget for Operations and ninety-nine percent (99%) of the enacted budget for Purchase of Service. To do this, it may be necessary to amend the Center's contract in order to allocate funds made available from budget augmentations and to move funds among regional centers. In the event that DDS determines that a regional center has insufficient funds to meet its contractual obligations, DDS shall make best efforts to secure additional funds and/or provide the regional center with regulatory and statutory relief.

The Center maintains a line of credit (see Note 9) to manage cash flow requirements during the months of May through October as needed to cover any delays in cash advances and reimbursements over the beginning of the fiscal year.

3. FUNDING LIMITS

The Center's contract is funded by the State's General Fund and federal reimbursements. Allocated amounts are based primarily on projected client caseloads, and are subject to amendment based upon actual services provided.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

Contracts are open for the current and two prior fiscal years as follows:

Fiscal Years Ended	Contract Amount	Cumulative Expenses	Unexpended Balance
June 30, 2019	\$ 445,687,651	\$ 428,779,747	\$ 16,907,904
June 30, 2018	\$ 425,655,700	\$ 414,363,491	\$ 11,292,209
June 30, 2017	\$ 403,594,893	\$ 403,062,464	\$ 532,429

Management monitors the unexpended balance annually to avoid overspending the contract limits. A majority of the unexpended balance is related to purchase of service client services and this amount could change due to delinquent billings. Management believes that total expenditures for each open year will not exceed the final approved State contract amount.

4. NOTES RECEIVABLE

Commencing on March 24, 2017, the Center agreed to loan money to Tupaz Homes LLC, a Medi-Cal service provider that provides nine homes for individuals of the Center. Loan disbursements were made weekly through October 20, 2017, on a per diem basis to the service provider for individuals served, with accrued interest at 6% deducted from the loan disbursement amount in the subsequent week. The entire balance is due when the service provider receives reimbursement payments from Medi-Cal upon the service provider's reactivation of license.

In January 2018, the payment terms of the loan were updated to provide for payment every month starting in February 2018 of \$100,000, or more if the borrower is able.

In April 2019, the payment terms were renegotiated again to provide monthly payments of \$25,144 at 3% interest. The uncollateralized note receivable balance as of June 30, 2019, was \$818,547 of which \$23,098 was past due. Interest earned on the note for the year ended June 30, 2019 and 2018, was \$7,638 and \$72, respectively.

Commencing on April 15, 2019, the Center agreed to loan \$300,000 to Wild Willow Enterprises, a service provider which intends to operate an Enhanced Behavioral Support Home and provide services to regional center consumers. Wild Willow is to repay the note in four installments of principal and interest (calculated at the rate of 4% per annum). On May 15, 2019, Wild Willow returned \$200,000 of the funds and the amortization schedule was adjusted to reflect the reduction in principal. The Center is expecting payment in three installments of principal and interest (calculated at the rate of 4% per annum).

The Center evaluates the note receivable based on the following credit quality indicators: collateral and related versus non-related borrowers. These credit quality indicators are updated at least annually.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

5. COMMITMENTS

Lease Commitments

The Center leases office space in San Jose, Salinas, and Watsonville, California, and also leases various equipment. The facility leases include rent escalation clauses for insurance and real estate taxes. All leases are classified as operating leases.

The future minimum lease commitments are payable as follows:

Year Ended June 30	
2020	\$ 2,197,472
2021	2,248,596
2022	2,154,653
2023	2,192,104
2024	2,142,672
Thereafter	29,467,977
Total	\$ 40,403,474

Total facility and equipment rental costs for the years ended June 30, 2019 and 2018, was \$2,806,527 and \$2,738,687, respectively.

Contract Commitments

The Center pays for services in arrears, and at any given time the amount due to providers for services rendered is estimated. Unpaid commitments at June 30, 2019 and 2018, were approximately \$1.7 million and \$1.7 million, respectively.

6. CLIENT TRUST FUNDS

The Center assumes a fiduciary relationship with certain clients who cannot manage their own finances. Client support funds are received from private and governmental sources including the Social Security administration and Veterans Administration. These funds are used primarily to offset clients' out-of-home placement and living costs, thereby reducing the amount expended by the Center. These funds are held in a separate bank account and interest earnings, if applicable, are credited to the clients' balances.

San Andreas Regional Center
 NOTES TO THE FINANCIAL STATEMENTS
 (Continued)

The Center's activities for the year consist of the following:

Years Ended June 30	2019	2018
Beginning of Year	\$ 3,486,714	\$ 3,474,515
Client support received	26,278,119	26,930,250
Subtotal	29,764,833	30,404,765
Less: Purchase of service disbursements	27,322,286	26,918,051
End of Year	\$ 2,442,547	\$ 3,486,714

7. PENSION PLAN

On August 1, 1996, the Center adopted a defined benefit pension plan covering substantially all employees by becoming a member of CalPERS. All employees are, immediately upon hire, enrolled in the pension plan. The Center contributes to CalPERS 13.537% of the employees' gross salary. Participants are fully vested after five years of full-time service. For the year ended June 30, 2019, \$3,790,847 was paid to CalPERS.

The Public Employees' Retirement Law (Part 3 of the California Government Code, §20000 et seq.) establishes benefit provisions for CalPERS. CalPERS issues a separate comprehensive annual financial report that includes financial statements and required supplementary information. Copies of the CalPERS annual financial report may be obtained from the CalPERS Executive Office, 400 P Street, Sacramento, California 95814.

The unfunded liability measured at June 30, 2018, which was the most current actuarial valuation available, was as follows:

Present value of projected benefits	\$ 140,315,615
Less present value of future:	
Employer normal costs	(16,096,118)
Employee contributions	(13,323,311)
Entry Age Normal Accrued Liability	110,896,186
Market value of assets	(84,197,972)
Unfunded liability	\$ 26,698,214

San Andreas Regional Center
 NOTES TO THE FINANCIAL STATEMENTS
 (Continued)

The reconciliation of the market value of assets over the prior year was as follows:

Beginning of Year - June 30, 2017	\$ 77,133,977
Contributions:	
Employer	2,884,391
Employee	1,540,135
Net investment return	6,414,442
Benefit payments to retirees	(3,695,029)
Refunds	(124,250)
Other transfers and miscellaneous adjustments	44,306
End of Year - June 30, 2019	\$ 84,197,972

The significant actuarial assumptions as of June 30, 2018, were as follows:

Actuarial cost method	Entry Age Normal Cost Method
Asset Valuation Method	Market Value
Long-term discount rate (net of investment and administrative expenses)	7.00%
Payroll growth	2.75%
Inflation	2.50%
Expected long-term rate of return	7.00%

Sensitivity of the Net Pension Liability to the Changes in the Discount Rate

The following presents the unfunded liability of the Plan, calculated using the discount rate of 7%, as well as what the unfunded liability would be if it were calculated using a discount rate that is one percentage point lower (6%) or one percentage point higher (8%) than the current rate:

	1% Decrease (6.00%)	Current Discount Rate (7.00%)	1% Increase (8.00%)
Unfunded liability	\$ 42,742,907	\$ 26,698,214	\$ 13,519,674

The expected payment on the unfunded liability for the year ended June 30, 2019 is \$1,087,663.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

The asset allocation as of June 30, 2018, was as follows:

	Current Allocation
Asset Class	
Public equity	48.8%
Private equity	7.7%
Global fixed income	22.5%
Liquidity	3.4%
Real assets	10.8%
Inflation sensitive assets	5.9%
Other	0.9%
Total	100%

The starting point and most important element of CalPERS' return on investment is the asset allocation or diversification among stocks, bonds, cash and other investments. Asset allocation is not an asset-only or liability-only decision. All factors, including liabilities, benefit payments, operating expenses, and employer and member contributions are taken into account in determining the appropriate asset allocation mix. The goal is to maximize returns at a prudent level of risk which presents an ever-changing balancing act between market volatility and long-term goals.

CalPERS follows a strategic asset allocation policy that identifies the percentage of funds to be invested in each asset class. The asset allocation and market value of assets shown above reflect the values of the Public Employees' Retirement Fund (PERF) in its entirety as of June 30, 2018. The assets for the Center are part of the PERF and are invested accordingly.

For the year ended June 30, 2019, the actuarial computed employer and employee contribution rates are 15.927% and 7.497%, respectively.

8. LINE OF CREDIT

The Center obtained a revolving \$35,000,000 line of credit with Bank of Tokyo-Mitsubishi UFJ, Ltd., secured by the Center's assets, to fund current operating needs for the period from May 1, 2018 to October 31, 2018. Interest under the line of credit was charged at the bank's reference rate of 4.75%. In May 2019, the Center obtained a new revolving \$35,000,000 line of credit with the Bank of Tokyo – Mitsubishi UFJ, Ltd., secured by the Center's assets, to fund current operating needs through October 31, 2019. Interest under the line of credit was charged at the bank's reference rate of 5.0%. At June 30, 2019 and 2018, the outstanding balance on the line of credit was \$0.

San Andreas Regional Center
 NOTES TO THE FINANCIAL STATEMENTS
 (Continued)

9. NET ASSETS

June 30	2019	2018
NET ASSETS (ACCUMULATED DEFICIT) WITHOUT DONOR RESTRICTION		
Undesignated	\$ 329,901	\$ (23,012,827)
Total Net Assets (Accumulated Deficit) Without Donor Restriction	329,901	(23,012,827)
NET ASSETS WITH DONOR RESTRICTION		
Subject to Expenditures for Specified Purpose		
Grants and loans to clients not covered by POS	160,820	119,694
Services and needs of former Agnews residents	20,564	20,564
Total Net Assets With Donor Restriction	181,384	140,258
Total Net Assets	\$ 511,285	\$ (22,872,569)

10. COMMUNITY PROGRAM FOR PERSONS WITH DEVELOPMENTAL DISABILITIES (CPPDD)

Background

In March 2006, the Bay Area Housing Plan (BAHP) was developed by the Center, Golden Gate Regional Center, Inc. (GGRC), and Regional Center of the East Bay, Inc. (RCEB), working in collaboration under the Bay Area Unified Plan (collectively, the Regional Centers).

The BAHP was established to provide affordable, community based housing for people with developmental disabilities in the San Francisco Bay Area, through a Housing Development Agreement among the Regional Centers and a master developer (the Agreement). The BAHP meets the requirements to provide housing to people with developmental disabilities under AB 2100, as codified in Welfare and Institutions Code §4688.5.

The initial beneficiaries of the BAHP were the residents of the Agnews Developmental Center (Agnews) in San Jose as they were transitioned to community housing from Agnews due to its scheduled closure. The BAHP established the strategy and timeline for the acquisition, construction, and financing for the completion of homes for these residents. All of the residents were successfully transitioned out of Agnews.

The Regional Centers determined, in their discretion, the types, amounts, and locations of these residences. A total of 60 properties were purchased and developed by the master developer.

San Andreas Regional Center

NOTES TO THE FINANCIAL STATEMENTS

(Continued)

For the purpose of managing the Regional Centers' responsibilities under the Agreement, the Regional Centers formed a Steering Committee, which is comprised of the three Executive Directors of the Regional Centers. The Steering Committee has the authority to administer the Agreement and bind the Regional Centers to the terms and conditions of the Agreement. The Steering Committee makes all decisions by consensus where possible, but may also act by a majority vote. Notwithstanding the foregoing, if the action to be taken by the Steering Committee concerns a specific property located within a Regional Center's catchment area, the Executive Director for that Regional Center must vote in favor of such action for it to be binding on the Steering Committee.

Three non-profit organizations (NPOs) acquired fee title to the properties from the master developer. The NPOs were:

- Bay Area Housing Corporation (BAHC), which acquired 32 residences in the Center's catchment area.
- Housing Consortium of the East Bay (HCEB), which acquired 15 residences in RCEB's catchment area.
- West Bay Housing Corporation (WBHC), which acquired 13 residences in GGRC's catchment area.

Subsequently, the NPOs conveyed their ownership interests in the residencies to three single member limited liability companies (LLCs), each owned by its respective NPO. The LLCs are:

- Casa Milagro LLC, owner of 32 residences (from BAHC)
- Inclusive Communities East Bay, LLC, owner of 15 residencies (from HCEB)
- A Home for Life, LLC, owner of 13 residences (from WBHC)

The LLCs lease such properties to the Regional Centers' service providers under 60 long-term operating leases. The service providers operate the properties for the benefit of individuals who receive services from the Regional Centers.

The leases will terminate on the 17th anniversary of their commencement dates or 18 months after the date that the applicable LLC/landlord fully repays the current lender's permanent financing (discussed below).

All of the 60 properties are encumbered by Lease Assurance Covenants, Conditions and Restrictions and Memorandum of Agreement and Lease which provides, among other things, that the use of each property shall be solely for the benefit of qualified individuals with developmental disabilities in perpetuity, in compliance with the requirements in Welfare and Institutions Code §4688.5.

The master developer borrowed funds from Bank of America to acquire and develop the 60 properties. California Housing Finance Agency (CalHFA) then lent funds to the LLCs to refinance the Bank of America's loans. CalHFA's loans remained in effect until February 18, 2011, when they were paid off through the bond financing discussed below.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

Bond Financing

In December 2010, the California Health and Human Services Agency (CHHSA) and DDS provided their approval for the LLCs to obtain bond financing to refinance the CalHFA loans.

In the refinance plan and thereafter, the BAHP is referred to as the Community Placement Plan for Individuals with Developmental Disabilities (CPPDD).

In the refinance plan dated February 1, 2011, the California Health Facilities Finance Agency (CHFFA) agreed to loan \$76,970,000 to the LLCs through the issuance of insured revenue bonds. The Office of Statewide Health Planning and Development (OSHPD) provided loan insurance for the bonds. The bonds were issued as:

- \$44,725,000 Series 2011A due at various dates, with interest rates ranging from 4.00% up to 6.25%, with the longest term bonds due on February 1, 2026.
- \$32,245,000 Taxable Series 2011B due at various dates, with interest rates ranging from 3.30% up to 8.00%, with the longest term bonds due on February 1, 2026.

The Bond trustee was Deutsche Bank National Trust Company (Bond trustee) until August 23, 2013, on which day the trustee servicing was transferred to U.S. Bank National Association.

CHFFA issued the bonds to investors, and lent the proceeds from the sale of the bonds to the LLCs, on or about February 18, 2011. The loans from CHFFA to each LLC repaid the CalHFA loans in full and also covered one year of required debt reserves and other costs and expenses.

Responsibility for repayment of the loans for these bonds has been divided among the LLCs. The Loan Agreements call for monthly payments by each LLC. Each loan is secured by, among other things, deeds of trust on the residences and a pledge of the LLCs' gross revenues.

CHFFA, DDS, the Regional Centers and the LLCs all agreed that the LLCs would obtain insurance for the payment of the Bonds from the OSHPD's Cal-Mortgage Loan Insurance Division. As partial consideration for the bond insurance the Regional Centers and the LLCs entered into a Regulatory Agreement with CHFFA and OSHPD that contains financial and reporting covenants, payment obligations and use restrictions consistent with the Welfare and Institutions Code §4688.5.

As further consideration for the bond insurance the Regional Centers and the LLCs agreed to the following:

1. The Regional Centers executed a Lender Lease Assurance Agreement, whereby they unconditionally agreed, jointly and severally to pay the rent and other obligations of all service providers under all leases should the service providers fail to meet such obligations. (This is relevant, since the LLCs rely on the receipt of such rent to repay the bond financing.)

San Andreas Regional Center

NOTES TO THE FINANCIAL STATEMENTS

(Continued)

2. The Regional Centers agreed to maintain a liquidity operating fund in three separate accounts (one for each Regional Center), in the aggregate sum of \$5,000,000. CHFFA and OSHPD have the right to draw on the liquidity operating fund to cure any defaults by the LLCs under the loan documents. Subject to such right, the Regional Centers' use of these funds are unrestricted; however each Regional Center must replenish any withdrawal from its liquidity operating fund necessary to maintain the required initial balance within twelve months from the date of such withdrawal. The Center's share of the liquidity operating fund is \$2,181,135 and included in cash on the balance sheet. The remaining share of the fund is funded by GGRC and RCEB.
3. Both the Regional Centers and the LLCs agreed to indemnify CHFFA and OSHPD for any post foreclosure transfer environmental losses.

The Regional Centers remit payments to each service provider for the services they provide to the consumers residing in the properties. The service providers then use such funds and other funds available to them to cover their costs, including their rent under the leases. Under each lease the applicable service provider is responsible for paying both the monthly base rent (which is equal to the monthly debt service payable to the Bond trustee) and additional charges as defined in the lease, including property taxes (if applicable), insurance and a replacement reserve (which is a minimum of \$2,400 a year for each property). The LLCs, in turn, use the rents they receive under the leases to repay the CHFFA loans.

In order to make all of the debt service payments equal, one additional "smooth out" payment was required to be made to the Bond trustee. The Center (and the other Regional Centers) made this payment via advances to its service providers, which were then forwarded to the Bond trustee. The service providers will repay these receivables to the Center at the end of the bond financing term, via applicable offsets that the Center will apply against funds it owes to the service providers under the Service Provider Agreements. At June 30, 2019, CPPDD vendor advances – other totaled \$163,235.

Due to the timing of the bond financing, one additional debt service payment was required to be made to the Bond trustee. The Center made this payment via advances to its service providers, which was then forwarded to the Bond trustee. The service providers will repay these receivables to the Center at the end of the bond financing term, via applicable offsets that the Center will apply against funds it owes to the service providers under the Service Provider Agreements. At June 30, 2019, CPPDD vendor advances – lease totaled \$359,130.

San Andreas Regional Center
 NOTES TO THE FINANCIAL STATEMENTS
 (Continued)

11. OTHER PURCHASED SERVICES

Other purchased services consisted of the following:

Year Ended June 30	2019	2018
Nonmedical services	\$ 21,142,571	\$ 19,177,380
Respite	39,534,656	34,955,903
Other authorized services	76,655,375	76,054,278
Transportation	23,059,088	21,400,659
Prevention services	110,477	69,994
Medical equipment	712,307	529,166
Medical Care - professional	10,127,789	9,027,254
Professional	1,878,218	1,826,687
Home Care Services	194,952	161,780
Camps	109,990	33,624
Personal and Incidental	562,117	252,970
Other Programs	6,714,976	6,871,217
Total Other Purchased Services	\$ 180,802,516	\$ 170,360,912

12. CONTINGENCIES

The majority of the Center's funding is provided under annual grants and contracts with federal and California agencies. If a significant reduction in the level of funding provided by these governmental agencies were to occur, it may have an effect on the Center's programs and activities. The Center's revenue, which is derived from restricted funding provided by government grants and contracts, is subject to audit by the governmental agencies. In accordance with the terms of the DDS contract, an audit may be performed by an authorized DDS representative. Should such an audit disclose any unallowable costs, the Center may be liable to the State of California for reimbursement of such costs.

The Center received the final DDS audit report for the fiscal years ended June 30, 2016 and 2017, on October 8, 2019, in which DDS listed a finding regarding payments for unoccupied beds. The Center has submitted an appeal on this finding as it contends that the payments were to provide safe and stable living arrangements in the community for our clients. The Center's opinion is, that its arguments are sound and although the Center recognizes there is potential for a loss in this case it feels that it is too early in the process to determine if it is probable or not.

The Center's contract with DDS provides funding for services under the Lanterman Act. In the event that the operations of the Center result in a deficit position at the end of the contract year, DDS may reallocate surplus funds within the State of California system to supplement the Center's funding. Should a system-wide deficit occur, DDS is required to report to the Governor of California and the appropriate fiscal committee of the State Legislature and recommend actions to secure additional funds or reduce expenditures. DDS recommendations are subsequently reviewed by the Governor and the Legislature and a decision is made with regard to specific actions, including the possible suspension of the entitlement.

San Andreas Regional Center
NOTES TO THE FINANCIAL STATEMENTS
(Continued)

13. LEGAL MATTERS

The Center is named in various claims and legal actions in the normal course of its activities. Based upon counsel and management's opinion, the outcomes of such matters are not expected to have a material adverse effect on the financial position or changes in net assets of the Center.

14. RELATED-PARTY TRANSACTIONS

California Welfare and Institutions Code, Section 4622, requires that a minimum of 50% of the Center's governing board be comprised of persons with developmental disabilities or their parents or legal guardians. Program service payments were made in the normal course of business on behalf of persons with developmental disabilities that were governing board members or were related to governing board members.

15. RECLASSIFICATIONS

Certain reclassifications have been made to the June 30, 2018 balances for consistency in comparing to the June 30, 2019 balances.

REQUIRED SUPPLEMENTARY INFORMATION SECTION

San Andreas Regional Center

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

Year Ended June 30, 2019

Federal Grantor/Pass-Through Grantor/Program Title	Contract Year	Pass-Through Grant Number	Federal CFDA Number	Disbursements/Expenditures
FEDERAL				
U.S. DEPARTMENT OF EDUCATION				
Passed Through State of California				
Department of Developmental Services -				
Special Education - Grants for Infants and Families with Disabilities (Part C)	18/19	H181A180037	84.181	\$ 1,561,597
Total U.S. Department of Education				1,561,597
CORPORATION FOR NATIONAL AND COMMUNITY SERVICES				
Passed Through State of California				
Department of Developmental Services -				
Foster Grandparent Program	18/19	16SCPCA002	94.011	127,005
Total Corporation for National and Community Services				127,005
Total Expenditures of Federal Awards				\$ 1,688,602

Purpose of Schedules

Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) requires a disclosure of the financial activities of all federally funded programs. This schedule was prepared to comply with the Uniform Guidance and state requirements.

Basis of Presentation

The accompanying Schedule of Expenditures of Federal Awards includes the federal grants activity of the Center and is presented on the accrual basis of accounting as provided by the California Department of Developmental Services. The information in this schedule is presented in accordance with the requirements the Uniform Guidance, *Audits of States, Local Governments, and Non-Profit Organizations*.

Indirect Cost Rate

The Center did not elect to use the 10% de minimis method for indirect costs.

OTHER REPORTS SECTION



INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Directors
San Andreas Regional Center
San Jose, California

We have audited in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of San Andreas Regional Center, a California nonprofit corporation (the Center), which comprise the statement of financial position as of June 30, 2019, the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements and have issued our report thereon dated November 4, 2019.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Center's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Center's internal control. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Center's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

(Continued)

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Center's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and, accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Center's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Center's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Aiello, Goodrich & Teuscher

November 4, 2019
Aiello, Goodrich & Teuscher
An Accountancy Corporation
Redding, California



**INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR
FEDERAL PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE IN
ACCORDANCE WITH THE UNIFORM GUIDANCE**

To the Board of Directors
San Andreas Regional Center
San Jose, California

Report on Compliance for Each Major Federal Program

We have audited San Andreas Regional Center, a California nonprofit corporation (the Center), compliance with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Compliance Supplement* that could have a direct and material effect on the Center's major federal program for the year ended June 30, 2019. The Center's major federal program is identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for the Center's major federal program based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Center's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the major federal program. However, our audit does not provide a legal determination of the Center's compliance.

**INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR
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(Continued)

Opinion on Major Federal Program

In our opinion, the Center complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended June 30, 2019.

Report on Internal Control Over Compliance

Management of the Center is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Center's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

**INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR
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(Continued)

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance, and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Aiello, Goodrich & Teuscher

November 4, 2019

Aiello, Goodrich & Teuscher

An Accountancy Corporation

Redding, California

FINDINGS AND RECOMMENDATIONS SECTION

San Andreas Regional Center
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
June 30, 2019

SECTION I
SUMMARY OF AUDITORS' RESULTS

FINANCIAL STATEMENTS

Type of auditors' report issued:	Unmodified
Internal control over financial reporting:	
Are any material weaknesses identified?	No
Are any significant deficiencies identified?	None reported
Is any noncompliance material to financial statements noted?	No

FEDERAL AWARDS

Internal control over major programs:	
Are any material weaknesses identified?	No
Are any significant deficiencies identified?	None reported
Type of auditors' report issued on compliance for major program:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with the Uniform Guidance?	No
Identification of major programs:	
CFDA No. 84.181A Special Education - Grants for Infants and Families With Disabilities (Part C)	
Threshold for distinguishing types A and B programs:	\$750,000
Auditee qualified as low-risk auditee?	Yes

SECTION II FINDINGS
FINANCIAL STATEMENTS AUDIT

None

SECTION III FINDINGS
FEDERAL AWARDS AUDIT

None

San Andreas Regional Center
SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS
June 30, 2019

None