CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY

CONSOLIDATED FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2015 AND 2014

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INDEPENDENT AUDITORS' REPORT

Board of Directors Charlotte Community Health Clinic, Inc. and Subsidiary Charlotte, North Carolina

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Charlotte Community Health Clinic, Inc. and Subsidiary (a nonprofit organization), which comprise the consolidated statement of financial position as of December 31, 2015, and the related consolidated statements of activities and changes in net assets, cash flows, and functional expenses for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

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

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



Board of Directors
Charlotte Community Health Clinic, Inc.
and Subsidiary

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Charlotte Community Health Clinic, Inc. and Subsidiary as of December 31, 2015, and the changes in their net assets and their cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matter

The 2014 financial statements of Charlotte Community Health Clinic, Inc. were audited by other auditors whose report dated May 26, 2015, expressed an unmodified opinion on those statements.

CliftonLarsonAllen LLP

Clifton Larson Allen LLP

Charlotte, North Carolina May 16, 2016

CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY CONSOLIDATED STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2015 AND 2014

	2015		2014	
ASSETS				
CURRENT ASSETS				
Cash	\$	652,204	\$	851,309
Unconditional Promises to Give		440,816		519,310
Prepaid Expenses		12,716		3,534
Grants Receivable		51,607		30,366
Lease Receivable		111,370		
Total Current Assets		1,268,713		1,404,519
CAPITAL ASSETS		105,701		132,313
Total Assets	\$	1,374,414	\$	1,536,832
LIABILITIES AND NET ASSETS				
CURRENT LIABILITIES				
Accounts Payable	\$	110,538	\$	563,475
Accrued Expenses		38,350		7,953
Total Current Liabilities		148,888		571,428
NET ASSETS				
Unrestricted		673,194		372,094
Temporarily Restricted		552,332		593,310
Total Net Assets		1,225,526		965,404
Total Liabilities and Net Assets	\$	1,374,414	\$	1,536,832

CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY CONSOLIDATED STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS YEARS ENDED DECEMBER 31, 2015 AND 2014

	2015			2014	
UNRESTRICTED NET ASSETS					
Support:					
Grants	\$	602,874	\$	219,039	
Contributions		1,940,965		2,093,284	
Patient Fees		72,855		97,704	
Miscellaneous		8,284		3,468	
Net Assets Released from Donors Restrictions		1,352,924		737,014	
Net Assets Released for Lease Contribution		190,920		-	
Total Support		4,168,822		3,150,509	
Expenses:					
Program Services		3,276,319		2,956,924	
General and Administrative		521,386		233,711	
Fundraising		70,017		139,651	
Loss on Disposal of Capital Assets		, -		57,643	
Total Expenses		3,867,722		3,387,929	
INCREASE (DECREASE) IN UNRESTRICTED NET ASSETS		301,100		(237,420)	
TEMPORARILY RESTRICTED NET ASSETS					
Grants		423,124		221,575	
Government Contract		520,919		520,919	
United Way Services		256,533		217,694	
Lease Contribution		302,290		-	
Net Assets Released from Donor Restrictions		(1,352,924)		(737,014)	
Net Assets Released for Lease Contribution		(190,920)			
INCREASE (DECREASE) IN TEMPORARILY RESTRICTED					
NET ASSETS		(40,978)		223,174	
INCREASE (DECREASE) IN NET ASSETS		260,122		(14,246)	
Net Assets - Beginning of Year		965,404		979,650	
NET ASSETS - END OF YEAR	\$	1,225,526	\$	965,404	

CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY CONSOLIDATED STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2015 AND 2014

	2015		2014	
CASH FLOWS FROM OPERATING ACTIVITIES Increase (Decrease) in Net Assets Adjustments to Reconcile Change in Net Assets to Net Cash	\$	260,122	\$	(14,246)
Provided (Used) by Operating Activities: Depreciation		29,950		31,391
Effects of Changes in Operating Assets and Liabilities:				
Unconditional Promises to Give Prepaid Expenses and Other Current Assets		78,494 (9,182)		(149,174) (101)
Grant Receivable Lease Receivable		(21,241)		24,316
Accounts Payable		(111,370) (452,937)		99,073
Grants Payable Accrued Liabilities		- 30,397		(10,570) -
Loss on Disposal of Capital Assets		-		57,642
Donated Capital Assets Net Cash Provided (Used) by Operating Activities		(195,767)		(29,813) 8,518
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchases of Capital Assets		(3,338)		(63,762)
Net Decrease in Cash		(199,105)		(55,244)
Cash - Beginning of Year		851,309		906,553
CASH - END OF YEAR	\$	652,204	\$	851,309

CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2015

	 Program Services	neral and inistrative	Fur	ndraising	 Total
Contributed Services	\$ 60,840	\$ -	\$	5,905	\$ 66,745
Compensation	1,287,175	343,037		45,905	1,676,117
Lab Work	911,163	-		-	911,163
Contractual Services	57,996	45,341		-	103,337
Diagnostic Services	614,508	-		-	614,508
Drugs	15,290	-		-	15,290
Janitorial	<u>-</u>	821		-	821
Safe Disposal	579	-		-	579
Postage	1,428	1,542		1,475	4,445
Professional Fees	5,396	41,492		-	46,888
Staff Development	-	20,730		-	20,730
Medical Supplies	25,883	-		-	25,883
Other Expense	1,793	15,950		-	17,743
Printing/Reproduction	-	3,846		4,201	8,047
Rent-Building	182,625	6,767		1,528	190,920
Organizational	-	-		10,706	10,706
Volunteer Development	1,564	-		-	1,564
Linen Service	5,587	-		-	5,587
Insurance	11,649	3,722		-	15,371
Dues, Fees, Licenses	10,786	412		-	11,198
Recruitment	-	5,654		-	5,654
Repairs/Maintenance	475	10		-	485
Office Supplies	309	10,861		-	11,170
Cell Phone	2,478	1,310		-	3,788
Utilities	3,166	117		27	3,310
Telehealth	1,231	-		-	1,231
Moving and Storage	-	1,487		-	1,487
Patient Assistance	52,579	-		-	52,579
Software Costs	5,759	4,395		-	10,154
Professional Development	272	-		-	272
Total Expenses before Depreciation	3,260,531	507,494		69,747	3,837,772
Amortization and Depreciation	 15,788	13,892		270	29,950
Total Expenses	\$ 3,276,319	\$ 521,386	\$	70,017	\$ 3,867,722

CHARLOTTE COMMUNITY HEALTH CLINIC, INC. AND SUBSIDIARY CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2014

		Program Services	General and Administrative		Fundraising		Total
Contributed Services	\$	263,188	\$	- \$	-	\$	263,188
Compensation	,	1,326,825	106,55		86,229	·	1,519,612
Lab Work		420,269	•	_	, -		420,269
Contractual Services		64,279	6,26	0	30,000		100,539
Diagnostic Services		555,153		-	-		555,153
Drugs		15,333		-	-		15,333
Janitorial		3,727	11	5	-		3,842
Safe Disposal		470		-	-		470
Technical Services		7,294		-	-		7,294
Postage		2,230	74	.3	500		3,473
Professional Fees		-	32,30	0	-		32,300
Staff Development		4,222	11,39	4	-		15,616
Medical Supplies		17,745		-	-		17,745
Other Expense		-	6,43	2	54		6,486
Printing/Reproduction		-	5,41	1	6,382		11,793
Rent-Building		208,907	8,10	4	-		217,011
Organizational		-	14	3	15,619		15,762
Volunteer Development		5,491		-	-		5,491
Linen Service		6,528		-	-		6,528
Insurance		-	13,81	7	-		13,817
Dues, Fees, Licenses		915	2,06	0	-		2,975
Repairs/Maintenance		3,559	34	1	-		3,900
Office Supplies		-	13,85	4	537		14,391
Security		946		5	-		951
Cell Phone		2,280	2,67	3	60		5,013
Utilities		6,875	21	3	-		7,088
Education		504		-	-		504
Moving and Storage		1,197	10,40	5	-		11,602
Patient Assistance		20,749		-	-		20,749
Loss on Disposal of Capital Assets		1,202	56,44	.1			57,643
Total Expenses before Depreciation		2,939,888	277,26	9	139,381		3,356,538
Amortization and Depreciation		18,238	12,88	3	270		31,391
Total Expenses	\$	2,958,126	\$ 290,15	2 \$	139,651	\$	3,387,929

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

Charlotte Community Health Clinic, Inc. was formed on June 27, 2001 under the laws of the state of North Carolina as a nonprofit, nonstock corporation. Its mission is to provide health care services including primary, acute episodic and chronic disease care services to low-income adult and children residents of the Mecklenburg County and surrounding areas. The Clinic is located in Charlotte, North Carolina. During the year ended December 31, 2015, Charlotte Community Health Clinic, Inc. was designated as a federally qualified health center (FQHC).

Charlotte Community Health Clinic, Inc. acts as a parent company to Charlotte Community Health Clinic Foundation, Inc. (the "Foundation"). The Foundation was formed in March 2015 and is organized exclusively to support Charlotte Community Health Clinic, Inc. The Board of Directors of the Foundation are appointed by Charlotte Community Health Clinic, Inc.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of Charlotte Community Health Clinic, Inc. and its controlled subsidiary, the Foundation. Any intercompany accounts and transactions are eliminated in consolidation. Collectively, the two organizations are referred to as the "Clinic."

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Net assets and revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions as follows:

Unrestricted net assets – Net assets that are not subject to donor-imposed stipulations.

Temporarily restricted net assets – Net assets subject to donor-imposed stipulations that may or will be met, either by actions of the Clinic and/or the passage of time. The Clinic has adopted a policy to record all temporarily restricted contributions as unrestricted if the funds were utilized in the current fiscal year.

Permanently restricted net assets – Net assets subject to donor-imposed stipulations that must be maintained in perpetuity by the Clinic. Donors of these assets stipulate that all or part of, the income earned on related investments be used for general or specific purposes.

Revenues are reported as increases in unrestricted net assets unless the use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in unrestricted net assets.

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Estimates

The preparation of consolidated 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 those estimates.

Cash and Cash Equivalents

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

Promises to Give

Contributions are recognized when the donor makes a promise to give to the Clinic that is, in substance, unconditional. Conditional promises are not included as support until such time as the conditions are substantially met or the likelihood of not meeting the conditions is deemed remote.

Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of the estimated future cash flows. The discounts on those amounts are computed using risk-adjusted interest rates. Amortization of the discounts is included in contribution revenue.

Grants Receivable

Contracts for cost reimbursement grants are recognized as receivables and support when the services have been performed or the reimbursable costs have been incurred. Management believes all grants receivable are collectible. As such no allowance has been recorded as of December 31, 2015 or 2014.

Property and Equipment

Property and equipment with a value of \$1,000 or more is recorded at cost if purchased or fair market value if donated. Costs that improve or extend the useful lives of assets are capitalized. Amounts paid for maintenance and repairs are expensed as incurred. Depreciation expense is recorded using the straight-line method of depreciation over the estimated useful lives of the assets.

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contributions

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are released to unrestricted net assets and reported in the consolidated statements of activities as net assets released from restrictions. Conditional promises to give are not included as support until such time as the conditions are substantially met or the likelihood of not meeting the conditions is deemed remote.

Contributed Services

Contributed services are reported as contributions when they would typically need to be purchased by the Clinic if they had not been provided by contributions and if they require specialized skills and are provided by individuals with those skills.

Income Taxes

The Clinic is exempt from income tax under Internal Revenue Code Section 501(c)(3), and is not classified as a private foundation.

The Clinic's income tax returns are subject to review and examination by federal, state, and local authorities. The Clinic is not aware of any activities that would jeopardize its tax-exempt status. The Clinic is not aware of any activities that are subject to tax on unrelated business income or excise or other taxes.

Generally accepted accounting principles require an organization to recognize a tax benefit or expense from an uncertain tax position if it is more likely than not that the tax position will be sustained on examination by the tax authorities, based on the technical merits of the position. Management believes the Clinic had no uncertain tax positions as of December 31, 2015 or 2014.

Functional Allocation of Expenses

The costs of providing the medical program, fundraising and administration have been summarized on a functional basis in the consolidated statements of activities. Expenses that can be identified with the respective category are charged directly to the category. Expenses which apply to more than one functional category have been allocated based on estimates made by management.

Reclassifications

Certain amounts in the 2014 consolidated financial statements have been reclassified to conform to the 2015 presentation, with no effect on previously reported net assets or change in net assets.

NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

In preparing these consolidated financial statements, the Clinic has evaluated events and transactions for potential recognition or disclosure through May 16, 2016, the date the consolidated financial statements were available to be issued.

NOTE 2 CAPITAL ASSETS

At December 31, 2015 and 2014, capital assets consisted of the following:

	2015		2014		
Leasehold Improvements	\$	47,895	\$	47,895	
Furniture and Equipment		175,746		172,408	
		223,641	<u>-</u>	220,303	
Less: Accumulated Depreciation		(117,940)		(87,990)	
	\$	105,701	\$	132,313	

Depreciation expense for the years ended December 31, 2015 and 2014 was approximately \$30,000 and \$31,000, respectively.

NOTE 3 CONTRIBUTED SERVICES

During the years ended December 31, 2015 and 2014, the value of contributed services meeting the requirements for recognition in the consolidated financial statements as contributions and as expense was as follows:

	2015	2014		
Professional Services	\$ 66,745	\$	263,188	
Diagnostic Services	614,508		555,153	
Lab Tests	911,163		420,269	
Legal Fees	18,441		17,500	
Total	\$ 1,610,857	\$	1,256,110	

The contributed services above are included in program service expenses and general and administrative expenses in the accompanying consolidated statements of activities and changes in net assets.

In addition, many individuals volunteer a variety of their time and perform a variety of tasks that assist the Clinic, but these services do not meet the criteria for recognition as contributed services. Management estimates the fair value of these services to be approximately \$19,000 and \$92,000 for the years ended December 31, 2015 and 2014, respectively.

NOTE 4 UNCONDITIONAL PROMISES TO GIVE

Unconditional promises to give consists of the following grants restricted by payment terms until 2016:

	 2015	2014		
United Way Services - Community Care Fund	\$ 128,268	\$	108,850	
Mecklenburg County	312,548		260,460	
Duke Endowment	 <u>-</u> _		150,000	
Total	\$ 440,816	\$	519,310	

At December 31, 2015, all unconditional promises to give are expected to be collected within the coming year. Accordingly, no discount on unconditional promises to give has been provided.

NOTE 5 SERVICE AGREEMENTS

Novant Health Presbyterian Medical Center Service Agreement

Novant Health Presbyterian Medical Center ("Novant") signed an agreement dated March 15, 2011 promising to pay certain salaries for the Clinic staff and furnish the space from which the Clinic operates and furnish diagnostic services. The initial term of the new agreement was for three years after which the agreement would be automatically renewed annually unless terminated by Novant or the Clinic after a 90-day notice period. The agreement was terminated effective July 31, 2015.

In 2014, Novant ended its lease agreement for the Clinic's previous location (see above) and offered the Clinic a new location for a sublease payment of \$1 per year (see below). In conjunction with the lease expiration, the Clinic incurred a loss of approximately \$58,000, included in loss on disposal of capital assets in the accompanying consolidated statement of activities and changes in net assets for the year ended December 31, 2014.

Novant Health Presbyterian Medical Center Sublease Agreement

Novant signed an agreement dated August 1, 2015 to lease space to the Clinic effective January 1, 2015 for \$1 per year. The lease expires July 31, 2016. The lease contains automatic one year renewals beginning August 1, 2016. Because the Clinic has the exclusive use of the space at an amount below fair market value, the Clinic recorded a lease receivable and a temporarily restricted contribution of approximately \$302,000, the fair value of the space. The lease receivable is being amortized to rent expense on a straight-line basis over the life of the lease. During the year ended December 31, 2015, the Clinic recognized approximately \$191,000 of rent expense related to the lease. The same amount was released from restrictions in the accompanying consolidated statement of activities and changes in net assets.

NOTE 5 SERVICE AGREEMENTS (CONTINUED)

Novant Health Presbyterian Medical Center Sublease Agreement (Continued)

The following expenses were paid for the Clinic during 2015 and 2014 by Novant and are included in contribution revenue and program service expenses and general and administrative expenses in the accompanying consolidated statements of activities and changes in net assets:

	 2015	2014		
Salaries, Benefits, and Payroll Taxes	\$ 263,967	\$	539,699	
Rent	190,920		217,011	
Other Expense	 3,128		7,087	
Total	\$ 458,015	\$	763,797	

Novant also provides the diagnostic services described in note 3 above in the amounts of approximately \$615,000 and \$555,000 for the years ended December 31, 2015 and 2014, respectively.

Other Service Agreement

On January 1, 2006, the Clinic entered into a service agreement with another North Carolina nonprofit corporation to provide prescription services to qualified patients of the Clinic. The agreement was for a term of one year and automatically renews for successive one year renewal terms. The agreement may be terminated at any time upon 30 days prior written notice. During 2015 and 2014, the Clinic paid approximately \$8,500 and \$15,000, respectively, for medications and medical supplies with an average wholesale drug value of approximately \$3,155,000 and \$2,915,000, respectively.

NOTE 6 CONCENTRATION OF SUPPORT

On August 1, 2015, the Clinic entered into a grant agreement with Novant in the amount of \$400,000 to support the Clinic's work in providing health care to needy, indigent, and underserved persons. This amount is included in unrestricted grants in the accompanying consolidated statements of activities and changes in net assets. The grant amount will be paid annually and shall continue through July 31, 2016. The agreement will automatically renew for additional one year terms.

As described above and in note 5, approximately \$1,473,000 and \$1,319,000 or 35% and 42%, respectively, of the support for the Clinic comes from Novant for the years ended December 31, 2015 and 2014, respectively.

NOTE 7 RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following purposes at December 31, 2015 and 2014:

	 2015		
Lease Receivable	\$ 111,370	\$	
Unconditional Promises to Give	440,816		519,310
Other	146		74,000
Total	\$ 552,332	\$	593,310

The Clinic used approximately \$1,544,000 and \$737,000 for the restricted purposes during the years ended December 31, 2015 and 2014, respectively.

NOTE 8 RETIREMENT PLAN

During the year ended December 31, 2015, the Clinic established a 401(k) defined benefit retirement plan for eligible employees. Employees are allowed to make salary deferrals into the plan after 90 days of employment. The Clinic matches 50% of the first 6% contributed by the employee. For the year ended December 31, 2015, the Clinic made contributions into the plan of approximately \$2,000.

NOTE 9 COMMITMENTS AND CONTINGENCIES

The Clinic maintains cash deposits in a bank in Charlotte, North Carolina. Deposits are insured up to \$250,000. As of December 31, 2015 and 2014, uninsured portions of balances at that bank aggregated to approximately \$399,000 and \$376,000, respectively. It is the opinion of management that the solvency of the referenced bank is not of particular concern at this time.

The health care industry is subject to numerous laws and regulations of federal, state and local governments. These laws and regulations include, but are not necessarily limited to, matters such as licensure, accreditation, and government health care program participation requirements, reimbursement for patient services and Medicare and Medicaid fraud and abuse. Recently, government activity has increased with respect to investigations and allegations concerning possible violations of fraud and abuse statutes and regulations by health care providers. Violations of these laws and regulations could result in expulsion from government health care programs together with the imposition of significant fines and penalties, as well as significant repayments for patient services previously billed. At this time, the Clinic is unaware of any such claims.

NOTE 10 SUBSEQUENT EVENTS

On March 29, 2016, the Clinic entered into sublease agreement with Goodwill Industries of the Southern Piedmont, Incorporated, and allows the Clinic to rent for \$1 a year for ten years approximately 3,000 square feet to be located within a new facility to operate a community health clinic. The fair market value of the space has not been evaluated at the time of this report, and therefore, the contribution and lease receivable has not been determined. The Clinic is committed to pay approximately \$150,000 for costs of capital improvements.