



G.R.A.C.E. Scholars, Inc.

FINANCIAL STATEMENTS

May 31, 2023 and 2022



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REPORT





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INDEPENDENT AUDITORS' REPORT

To the Board of Directors and Management of
G.R.A.C.E. Scholars, Inc.
Atlanta, Georgia

Opinion

We have audited the accompanying financial statements of G.R.A.C.E. Scholars, Inc. (the Organization), which comprise the statements of financial position as of May 31, 2023 and 2022, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of G.R.A.C.E. Scholars, Inc. as of May 31, 2023 and 2022, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of G.R.A.C.E. Scholars, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America; and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about G.R.A.C.E. Scholars, Inc.'s ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 G.R.A.C.E. Scholars, Inc.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about G.R.A.C.E. Scholars, Inc.'s ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Carr, Riggs & Ingram, L.L.C.

CARR, RIGGS & INGRAM, LLC

Atlanta, Georgia
August 24, 2023



FINANCIAL STATEMENTS



G.R.A.C.E. Scholars, Inc.
Statements of Financial Position

<i>May 31,</i>	2023	2022
Assets		
Cash and cash equivalents		
Other assets		
Restricted cash		
Restricted investments		
Total assets		
Liabilities and Net Assets		
Liabilities		
Accounts payable		
Accrued expenses		
Due to related party		
Scholarships payable		
Refundable advance - related party		
Agency obligation - related party		
Total liabilities		
Net assets		
Without donor restrictions		
With donor restrictions		
Purpose restrictions		
Time restrictions		
Total net assets with donor restrictions		
Total net assets		
Total liabilities and net assets		

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

G.R.A.C.E. Scholars, Inc.
Statements of Activities

For the year ended May 31, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Other Support			
Program revenue - scholarship contributions			
Administrative			
Investment income			
Realized and unrealized gain on investments			
Other revenue			
Net assets released from restrictions			
Total revenue and other support			
Expenses			
Program expense			
Fundraising			
General and administrative			
Total expenses			
Change in net assets			
Net assets at beginning of year			
Net assets at end of year			

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

G.R.A.C.E. Scholars, Inc.
Statements of Activities (Continued)

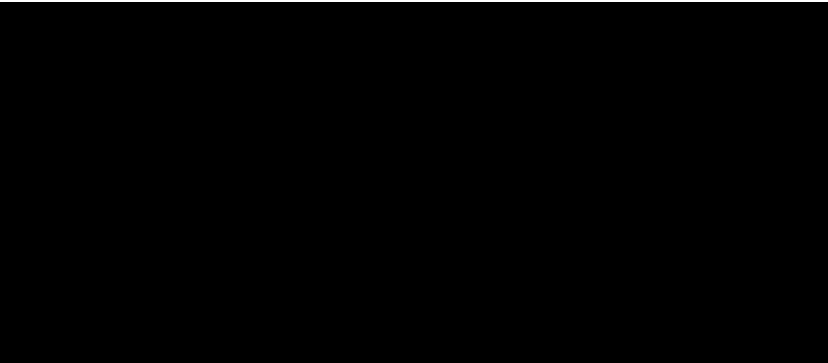
For the year ended May 31, 2022

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Other Support			
Program revenue - scholarship contributions			
Administrative			
Investment income			
Realized and unrealized loss on investments			
Other revenue			
Net assets released from restrictions			
<hr/>			
Total revenue and other support			
Expenses			
Program expense			
Fundraising			
General and administrative			
<hr/>			
Total expenses			
<hr/>			
Change in net assets			
<hr/>			
Net assets at beginning of year			
<hr/>			
Net assets at end of year			

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

G.R.A.C.E. Scholars, Inc.
Statements of Functional Expenses

For the year ended May 31, 2023

	Program	Fundraising	General and Administrative	Total
Scholarship awards				
Office expense				
Payroll				
Professional services				
Marketing and advertising				
Other fundraising expenses				
Other expenses				
Total				

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

G.R.A.C.E. Scholars, Inc.
Statements of Functional Expenses (Continued)

For the year ended May 31, 2022

	Program	Fundraising	General and Administrative	Total
Scholarship awards				
Office expense				
Payroll				
Professional services				
Marketing and advertising				
Other fundraising expenses				
Other expenses				
Total				

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

G.R.A.C.E. Scholars, Inc.
Statements of Cash Flows

For the years ended May 31,

2023

2022

Operating Activities

Change in net assets	\$	
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities		
Realized and unrealized loss (gain) on investments		
Net present value adjustment - scholarships payable		
Change in assets and liabilities		
Other assets		
Accounts payable		
Accrued expenses		
Refundable advance - related party		
Agency obligation - related party		
Due to related party		
Scholarships payable		

Net cash provided by (used in) operating activities

Investing Activities

Purchase of investments	(
Proceeds from sale of investments		

Net cash provided by (used in) investing activities

Net change in cash, cash equivalents and restricted cash

Cash, cash equivalents and restricted cash at beginning of year

Cash, cash equivalents and restricted cash at end of year \$

Presented on Statements of Financial Position as:

Cash and cash equivalents	\$	
Restricted cash		

Cash, cash equivalents, and restricted cash at end of year \$

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

Note 1: DESCRIPTION OF THE ORGANIZATION

G.R.A.C.E. Scholars, Inc. (the Organization) was formed on July 7, 2008, as a Georgia nonprofit Student Scholarship Organization (SSO). [REDACTED]

[REDACTED]. The mission of the Organization is to provide children from families with financial need throughout the state of Georgia with greater opportunities to secure a quality Pre-K through 12th grade Catholic education. As a qualified SSO, the Organization receives contributions from individuals and businesses and awards scholarships to eligible students. Under the SSO regulations, ninety-two to ninety-six percent of the scholarship contributions that SSO's receive must be used to fund scholarships, with the remaining percentage available to cover administrative and operating expenses. The required percentage used for scholarships increases as annual revenues increase.

Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP). The Financial Accounting Standards Board (FASB) provides authoritative guidance regarding U.S. GAAP through the Accounting Standards Codification (ASC) and related Accounting Standards Updates (ASUs).

Use of Estimates

The preparation of U.S. GAAP financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates. Estimates that are particularly susceptible to significant change in the near term are related to scholarships payable net present value discount calculation.

Program Services

The Organization's program consists of awarding scholarships. The Organization awards scholarships based on financial need to assist with individual student tuition costs.

Cash and Cash Equivalents

Cash and cash equivalents include cash and all highly liquid investments with an original maturity of 90 days or less.

Restricted Cash

Restricted cash includes funds on deposit with a related party (Note 11) and is designated for the use of scholarship funding.

Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investments

The Organization reports investments in marketable securities with readily determinable fair values and all investments in debt securities at their fair values in the Statements of Financial Position. Unrealized gains and losses are included in the change in net assets in the accompanying Statements of Activities. Investment income and gains restricted by donors are reported as increases in net assets without donor restrictions if the restrictions are met (either a stipulated time period ends, or a purpose restriction is accomplished) in the reporting period in which the income and gains are recognized.

Scholarships Payable

The Organization awards student scholarships based on financial need and the scholarships normally cover multiple years. In accordance with financial accounting standards, scholarship awards are considered to be unconditional promises to give when there are no significant conditions associated with the scholarship awards and there are no provisions preserving a right of return of the scholarship award. As such, the scholarship awards are considered to be unconditional promises to give and are recorded at the total award amount in the year the unconditional promise is made, discounted to the net present value of the future cash flows.

Net Assets

The Organization reports information regarding its financial position and activities according to two classes of net assets that are based upon the existence or absence of restrictions on use that are placed by its donors: net assets without donor restrictions and net assets with donor restrictions.

Net assets without donor restrictions are resources available to support operations and not subject to donor restrictions. The only limits on the use of net assets without donor restrictions are the broad limits resulting from the nature of the Organization, the environment in which it operates, the purposes specified in its corporate documents and its application for tax-exempt status, and any limits resulting from contractual agreements with creditors and others that are entered into in the course of its operations.

Net assets with donor restrictions are resources that are subject to donor-imposed restrictions. Some restrictions are temporary in nature, such as those that are restricted by a donor for use for a particular purpose or in a particular future period. Other restrictions may be perpetual in nature; such as when a donor stipulates that resources be maintained in perpetuity.

When a donor's restriction is satisfied, either by using the resources in the manner specified by the donor or by the passage of time, the expiration of the restriction is reported in the financial statements by reclassifying the net assets from net assets with donor restrictions to net assets without donor restrictions. Contributions with donor restrictions that are both received and released within the same year are recorded as an increase in net assets with donor restrictions and as a satisfaction of program restrictions.

Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenue Recognition

Contributions are recognized when cash, other assets, an unconditional promise to give, or notification of a beneficial interest is received. Conditional promises to give are not recognized until the conditions on which they depend have been substantially met or the donor has explicitly released the restriction.

The Organization reports gifts of cash and other assets as restricted support to the extent that, under Georgia law as amended, the Organization is required to obligate at least ninety-two to ninety-six percent of its annual revenue received from donations for scholarship awards or tuition grants. When a scholarship or tuition grant is awarded, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

Administrative Fees

Georgia law allows an administrative fee on current-year contributions based on the amount of cumulative contributions during the year. For the years ending May 31, 2023 and 2022, the Organization has approved administrative fees of approximately [REDACTED] which is in line with the allowable legal limit. Administrative fees are recognized in the same manner and period as the related contributions.

Donated Assets

Donated investments and other noncash donations are recorded as contributions at their fair values at the date of donation.

Donated Services

Donated services are recognized as contributions if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization. [REDACTED]

Functional Allocation of Expenses

Directly identifiable expenses are charged to programs and supporting services. Expenses related to payroll are allocated based on actual percentages of time spent in each functional area.

Income Taxes

Under section 501(c)(3) of the Internal Revenue Code, the Organization is exempt from taxes on income other than unrelated business income. [REDACTED]

Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income Taxes (continued)

The Organization utilizes the accounting requirements associated with uncertainty in income taxes using the provisions of Financial Accounting Standards Board (FASB) ASC 740, *Income Taxes*. Using that guidance, tax positions initially need to be recognized in the financial statements when it is more-likely-than-not the positions will be sustained upon examination by the tax authorities. It also provides guidance for derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition. As of May 31, 2023 and 2022, [REDACTED]

Reclassifications

Certain reclassifications were made to prior year balances to conform with current year presentation.

Subsequent Events

Management has evaluated subsequent events through the date that the financial statements were available to be issued, August 24, 2023, and determined there were no events that occurred that required disclosure. No subsequent events occurring after this date have been evaluated for inclusion in these financial statements.

Recent Accounting Pronouncements

In February 2016, the Financial Accounting Standards Board (FASB) issued guidance (Accounting Standards Codification [ASC] 842, *Leases*) to increase transparency and comparability among organizations by requiring the recognition of right-of-use (ROU) assets and lease liabilities on the statement of financial position. Most prominent among the changes in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases. Under the standard, disclosures are required to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases.

As of June 1, 2022, adoption of Topic 842 did not result in any material adjustments to the statement of financial position related to lessee accounting.

Note 3: LIQUIDITY AND FINANCIAL ASSET AVAILABILITY

The Organization maintains its financial assets primarily in cash and investments to provide liquidity to ensure funds are available as the Organization’s expenditures come due. The following reflects the Organization’s financial assets as of the statement of financial position date, reduced by amounts not available for general use within one year of the statement of financial position date because of contractual or donor-imposed restrictions.

<i>May 31,</i>	2023	2022
Total assets at year end		
Less non-financial assets		
Other assets		
Financial assets at year-end		
Less those not available for general expenditures within one year, due to contractual or donor-imposed restrictions		
Restricted cash		
Restricted investments		
Financial assets available to meet cash needs for general expenditures within one year		

The Organization is principally supported by the administrative fees it collects for managing and awarding scholarships.

Note 4: RESTRICTED CASH AND INVESTMENTS

Georgia law requires that SSO’s use at least ninety-two to ninety-six percent of the scholarship contributions they receive to fund scholarships and that the scholarship funds be maintained in separate accounts from the organization’s general operating funds. The Organization deposits the required percentage of all contributions received plus any additional portion of contributions that the Organization intends to use for scholarship awards into a separate interest bearing account.

Restricted cash and investment balances at May 31, 2023 and 2022, were [REDACTED], respectively.

Note 5: INVESTMENTS

Investments in marketable securities consist of the following:

<u>May 31, 2023</u>	Cost	Market Value
Short-term investment and money market funds	\$	
Certificates of deposit		
U.S. government and agency bonds		
Total investments in marketable securities	\$	
<hr/>		
<u>May 31, 2022</u>		
Short-term investment and money market funds	\$	
Certificates of deposit		
Corporate bonds		
U.S. government and agency bonds		
Total investments in marketable securities	\$	

The Organization's policy for recording fees paid for the management of its investments is to net the fees against investment income. [REDACTED].

Note 6: SCHOLARSHIPS PAYABLE

Scholarships payable are reflected in the statements of financial position as of May 31, 2023 and 2022, in the amounts of [REDACTED], respectively. Scholarship awards expense in the statements of activities of [REDACTED], for the years ended May 31, 2023 and 2022, respectively, is the total of scholarships awarded adjusted for scholarships awarded from the [REDACTED] and the change in discount required to reflect future scholarships payable at net present value (Note 9). Scholarships awarded of [REDACTED] for the years ended May 31, 2023 and 2022, respectively, includes [REDACTED] awarded from [REDACTED].

During the years ended May 31, 2023 and 2022, scholarship awards totaling [REDACTED], respectively, were returned by students to the Organization and were reassigned to other qualified students.

G.R.A.C.E. Scholars, Inc.
Notes to Financial Statements

Note 6: SCHOLARSHIPS PAYABLE (Continued)

The schedule below is a reconciliation of scholarships awarded, scholarship payments and scholarships payable. The amounts below do not include the discount required to reflect future scholarships payable at net present value.

<i>For the years ended May 31,</i>	2023	2022
Scholarships payable, beginning of year		
Scholarships awarded		
Scholarships payments		
<u>Scholarships payable, end of year</u>		

Remaining commitments associated with these scholarships are as follows:

<i>For the years ending May 31,</i>	Scheduled Cash Outlay	Discount Component	Net Present Value
2024			
2025			
2026			
2027			
2028			
Thereafter			
<u>Total</u>			

Note 7: NET ASSETS

Net assets with time restrictions of [REDACTED] at May 31, 2023 and 2022, respectively, are restricted for the net present value discount to scholarships payable as described in Notes 2 and 6.

Net assets with purpose restrictions of [REDACTED] at May 31, 2023 and 2022, respectively, are restricted for scholarships to be awarded in the subsequent year.

Note 8: CONTRIBUTIONS

Contributions are reflected in the statements of activities for the years ended May 31, 2023 and 2022, in the amounts of [REDACTED], respectively. Contributions consisted of the following:

<i>For the years ended May 31,</i>	2023	2022
General contributions	\$	[REDACTED]
Contributions with no corresponding tax credits		[REDACTED]
Contributions and transfers from other SSOs		[REDACTED]
Total	\$	[REDACTED]

Note 9: FAIR VALUE MEASUREMENTS

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. There are three levels of inputs that may be used to measure fair values:

Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.

Level 2: Significant other observable inputs other than Level 1 prices, such as:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs, other than quoted prices, that are:
 - observable; or
 - can be corroborated by observable market data.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets and liabilities measured at fair value. There have been no changes in the methodologies used at May 31, 2023 and 2022.

Short-term investment and money market funds: Carrying value approximates fair value based upon the nature of the instrument."

Corporate bonds and certificates of deposit: Valued using pricing models maximizing the use of observable inputs or similar securities. This includes basing value on yields currently available on comparable securities of issuers with similar credit ratings.

Note 9: FAIR VALUE MEASUREMENTS (Continued)

U.S. Government and agency bonds: Valued at the closing price reported on the active market on which the individual securities are traded.

Scholarships payable: Valued at fair value utilizing Level 3 inputs, based on the present value of expected future cash flows and a discount rate of 3.75% and 3.13% at May 31, 2023 and 2022, respectively. A decrease in the discount rate would increase the net scholarships payable obligation. The valuation of the scholarships payable is determined annually by management.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Organization believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in different fair value measurements at the reporting date.

Assets and liabilities measured at fair value on a recurring basis, are summarized for the years ended May 31, 2023 and 2022:

<u>May 31, 2023</u>	Level 1	Level 2	Level 3	Total
Investments				
Short-term investment and money market funds	\$			
Certificates of deposit				
U.S. government and agency bonds				
<u>Total</u>	<u>\$</u>			
<u>Scholarships payable</u>	<u>\$</u>			
<u>May 31, 2022</u>				
Investments				
Short-term investment and money market funds	\$			
Certificates of deposit				
Corporate bonds				
U.S. government and agency bonds				
<u>Total</u>	<u>\$</u>			
<u>Scholarships payable</u>	<u>\$</u>			

Note 9: FAIR VALUE MEASUREMENTS (Continued)

The following is a reconciliation of the change in fair value for the years ended May 31, 2023 and 2022, for Level 3, scholarships payable:

<i>For the years ended May 31,</i>	2023	2022
Beginning of period		
Scholarships awarded		
Scholarship payments		
Change in discount to net present value		
Total		

Considerable judgment is required in interpreting market data to develop the estimates of fair value, and accordingly, the estimates are not necessarily indicative of the amounts that the Organization could realize in a current market exchange.

Changes in Fair Value Levels

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

Management evaluates the significance of transfer between levels based upon the nature of the financial instrument and size of the transfer relative to total assets. For the years ended May 31, 2023 and 2022, [REDACTED]

Note 10: CONCENTRATIONS OF CREDIT RISK

Cash consists of demand deposits with financial institutions. [REDACTED]
[REDACTED] The Federal Deposit Insurance Company (FDIC) coverage is limited to \$250,000 for all funds in bank accounts. [REDACTED]
[REDACTED] The Organization consistently maintains cash balances over the FDIC limit of \$250,000. Management is of the opinion that there is no risk of loss because of the financial strength of the institutions.

Note 11: RELATED PARTY TRANSACTIONS

Funds on deposit with AoA Deposit and Loan Fund Trust

[REDACTED]

[REDACTED] Funds on deposit are included in restricted cash in the statements of financial position.

Note 11: RELATED PARTY TRANSACTIONS (Continued)

[REDACTED]

[REDACTED]

[REDACTED]

Management Services

[REDACTED]

[REDACTED]

[REDACTED]

Note 12: CERTIFICATION FOR GEORGIA DEPARTMENT OF REVENUE

For the years ended May 31, 2023 and 2022, the Organization has met all the requirements under Georgia law O.C.G.A. § 20-2A-2, and is a SSO as defined in O.C.G.A. § 20-2A-1. The 2022 and 2021 calendar year reports submitted to the Georgia Department of Revenue pursuant to O.C.G.A. § 20-2A-3 are correct in all material respects.