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THE BAY AREA

Financial Statements For the Years Ended June 30, 2012 and 2011



INDEPENDENT AUDITORS' REPORT

To the Board of Directors Breathe California of the Bay Area San Jose, California

We have audited the accompanying statement of financial position of Breathe California of the Bay Area (a non-profit organization) as of June 30, 2012, and the related statement of activities, functional expenses and cash flows for the year then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audit. The financial statements of Breathe California of the Bay Area for the year ended June 30, 2011, were audited by other auditors whose report thereon, dated November 15, 2011, expressed an unqualified opinion.

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 financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Breathe California of the Bay Area as of June 30, 2012, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Delucchi, Hawn & Co., LLP

San Jose, California November 15, 2012

STATEMENTS OF FINANCIAL POSITION

Assets

Sec. 10.		Ju	me 3	30,
	•	2012		2011
Assets:	_		•	
Cash	\$	-	\$	21,248
Accounts receivable		157,830		147,548
Grants receivable		22,256		-
Inventory		114,612		158,212
Prepaid expenses		2,172		11,173
Investments		644,792		772,479
Property and equipment, net		709,970		725,047
Deposits	-	1,810		1,810
Total assets	\$ _	1,653,442	\$	1,837,517
<u>Liabilities</u>	and Net Ass	<u>ets</u>		
Liabilities:				
Cash overdraft	\$	3,938	\$	-
Accounts payable		68,461		66,308
Accrued expenses		45,095		43,529
Deferred revenue		2,500		13,500
Accrued pension cost	_	549,193		315,172
Total liabilities	_	669,187		438,509
Net assets:				
Unrestricted		958,264		1,399,008
Temporarily restricted	-	25,991		
	_	984,255		1,399,008
	\$	1,653,442	\$	1,837,517

STATEMENTS OF ACTIVITIES

	For the Years Ended								
	June 30, 2012				June 30, 2011				
			Temporarily		-	-	Temporarily		
Revenues, gains and other support	Unrestricted		Restricted	Total		Unrestricted	Restricted		Total
Contributions \$	100.963	ď	50.510 m	250 274	•	220 665 1		•	222 665
Government contracts	190,862 670,454	Э	59,512 \$	250,374	2	220,665 \$	-	\$	220,665
In-kind contributions	217,424		•	670,454		528,530	-		528,530
Program service fees	59,893		-	217,424		317,729	-		317,729
Special events revenue	186,642		-	59,893 186,642		41,847	-		41,847
Special events revenue	(174,896)		-	•		81,128	-		81,128
Realized/unrealized gains (losses) on investments			-	(174,896)		(42,283)	-		(42,283)
Interest and dividends	(25,925)		-	(25,925)		99,985	-		99,985
Other income	18,596 6,490		-	18,596		26,294	-		26,294
Net assets released from restrictions	33,521		(33,521)	6,490 -		461 -	-		461 -
Total revenues, gains and other support	1,183,061		25,991	1,209,052		1,274,356	-		1,274,356
Expenses								-	
Program services									
Environmental health	483,307		-	483,307		402,443	-		402,443
Tobacco control	436,704		1.5	436,704		354,755	-		354,755
Asthma and other lung disease	222,931		7. 5	222,931		205,952	3₩3		205,952
Community outreach	136,653		J=	136,653		171,964	-		171,964
	1,279,595		-	1,279,595		1,135,114	~		1,135,114
Supporting services									
Fundraising	51,391		-	51,391		62,207	-		62,207
Administrative and general	30,146			30,146		20,075	-		20,075
Total expenses	1,361,132		-	1,361,132		1,217,396		_	1,217,396
Change in net assets from operations	(178,071)		25,991	(152,080)		56,960	-		56,960
Other revenue (expense)									
Pension related changes other than net									
periodic benefit cost	(262,673)			(262,673)		124,556			124,556
Change in net assets	(440,744)		25,991	(414,753)		181,516	-		181,516
Net assets, beginning of year	1,399,008			1,399,008		1,217,492			1,217,492
Net assets, end of year \$	958,264	\$	25,991 \$	984,255	\$	1,399,008 \$		\$_	1,399,008

See Notes to Financial Statements

STATEMENT OF FUNCTIONAL EXPENSES For the Year Ended June 30, 2012

	Program Services				Supporting Services									
	Eı	nvironmental		Tobacco	1	Asthma and Othe	er	Community	•			Administrative	•	
	_	Health		Control	-	Lung Disease		Outreach		Fundraising		and General		Total
Functional expenses:														
Salaries	\$	270,098	\$	130,587	\$	117,077	\$	92,823	\$	25,999	\$	19,452	\$	656,036
Employee benefits		48,082		28,731		27,406		16,790		6,602		4,715		132,326
Payroll taxes		16,097		9,654		9,022		5,679		2,232		1,593		44,277
Professional fees		52,332		102,949		5,787		3,517		8,750		462		173,797
Building occupancy		3,324		2,988		1,833		1,121		423		303		9,992
Insurance		6,294		5,898		3,601		2,221		873		623		19,510
Telephone		2,095		1,709		813		376		28		2		5,023
Office supplies														
and expenses		4,662		1,124		4,007		661		664		127		11,245
Program supplies		34,343		142,469		16,456		8,581		2,829		2,019		206,697
Printing and publishing		2,594		1,102		1,270		534		309		48		5,857
Postage and shipping		2,729		1,153		1,502		647		927		47		7,005
Dues and subscriptions		4,115		399		1,328		199		749		37		6,827
Media expenses		19,979		2,191		1,076		468		15		11		23,740
Awards and grants		209		66		25,061		39		-		-		25,375
Meeting and travel		9,991		1,868		3,126		752		109		77		15,923
Depreciation														
and amortization	_	6,363		3,816		3,566		2,245	-	882		630		17,502
Total expenses	\$	483,307	\$	436,704	\$	222,931	\$_	136,653	\$ =	51,391	\$.	30,146	\$	1,361,132
Percentage of expenses	_	36%		32%	•	16%		10%		4%		2%		100%

See Notes to Financial Statements

STATEMENT OF FUNCTIONAL EXPENSES For the Year Ended June 30, 2011

	Program Services					Supporting Services							
	Environmental Tobacco		Tobacco		Asthma and Other Community		-		Administrative				
		Health	Control	_	Lung Disease		Outreach		Fundraising	-	and General	_	Total
Functional expenses:													
Salaries	\$	251,881	\$ 145,054	\$	115,146	\$	126,075	\$	28,524	\$	12,657	\$	679,337
Employee benefits and													·
payroll taxes		59,310	49,025		30,762		25,995		12,431		4,779		182,302
Professional fees		40,512	44,578		5,704		4,347		8,720		498		104,359
Building occupancy		2,889	3,078		1,490		1,272		609		234		9,572
Insurance		3,630	4,163		1,872		1,599		766		294		12,324
Telephone		1,860	2,454		747		407		2		1		5,471
Office supplies													
and expenses		15,066	12,442		8,464		6,239		2,486		955		45,652
Program supplies		1,698	80,124		4,028		146		-		-		85,996
Printing and publishing		3,056	1,963		3,320		710		5,440		4		14,493
Postage and shipping		2,289	1,343		1,338		664		762		44		6,440
Dues and subscriptions		2,149	1,671		898		580		1,003		59		6,360
Media expenses		6,586	2,422		1,783		804		17		7		11,619
Awards and grants		134	68		25,092		50		-		-		25,344
Meeting and travel		4,861	953		1,944		204		71		15		8,048
Depreciation													
and amortization		6,522	5,417	_	3,364		2,872	_	1,376		528	_	20,079
Total expenses	\$ _	402,443	\$ 354,755	= \$	205,952	\$.	171,964	\$ =	62,207	\$	20,075	\$_	1,217,396
Percentage of expenses		33%	29%	<u>,</u>	17%		14%	_	5%		2%	_	100%

See Notes to Financial Statements

STATEMENTS OF CASH FLOWS

		For the Years	Ended J	une 30,
		2012		2011
Cash flows from operating activities:		·		
Changes in net assets	\$	(414,753)	\$	181,516
Adjustments to reconcile changes in net assets to				
net cash used in operating activities:				
Depreciation		17,502		20,079
Realized/unrealized gains (losses) on investments		25,925		(99,985)
Changes in assets and liabilities:				
Accounts receivable		(10,282)		(65,955)
Grants receivable		(22,256)		À .
Inventory		43,600		(69,744)
Prepaid expenses		9,001		(5,892)
Accounts payable		2,153		24,093
Accrued expenses		1,566		30,320
Deferred revenue		(11,000)		13,500
Accrued pension cost	_	234,021		(144,769)
Net cash used in operating activities	_	(124,523)		(116,837)
Cash flows from investing activities:				
Purchase of property and equipment		(2,425)		-
Purchase of investments		(796,303)	((374,694)
Redemption of investments	_	898,065		465,416
Net cash provided by investing activities	_	99,337		90,722
Decrease in cash and cash equivalents		(25,186)		(26,115)
Beginning cash and cash equivalents balances	_	21,248		47,363
Ending cash (overdraft) balances	\$ _	(3,938)	\$	21,248

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note A - Summary of Significant Accounting Policies

Nature of Activities

Breathe California of the Bay Area (the Organization) is a not-for-profit, voluntary health organization incorporated in California on November 30, 1959. The purpose of the Organization is to pursue, promote and assist in the prevention, care and study of diseases of the lung. The Organization conducts programs to inform the public of environmental health issues, smoking and health hazards, asthma, lung disease and community health. The Organization relies on public donations and grants for its funding.

The previous name of the Organization was the American Lung Association of Santa Clara - San Benito Counties. Effective February 13, 2006, the Organization adopted its new name when it terminated its affiliate agreements and separated from the American Lung Association (ALA) and the American Lung Association of California (ALAC).

Basis of Presentation

The Organization follows standards of accounting and financial reporting prescribed for voluntary health and welfare Organizations which include reporting on the accrual basis of accounting.

In accordance with generally accepted accounting principles, the Organization reports its financial position and operating activities in three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

<u>Unrestricted net assets</u> include those assets over which the Board of Directors has discretionary control in carrying out the operations of the Organization. The Organization has elected to report as an increase in unrestricted net assets any restricted revenue received in the current period for which the restrictions have been met in the current period.

<u>Temporarily restricted net assets</u> include those assets which are subject to a donor imposed restriction and for which the applicable restriction was not met as of the end of the current reporting period.

<u>Permanently restricted net assets</u> include those assets which are subject to a non-expiring donor imposed restriction. The Organization has no permanently restricted assets.

Revenue Recognition

The Organization recognized contributions and pledges as revenue in the period the donor makes a promise to give that is, in substance, unconditional. Contributions restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire in the fiscal year in which the revenue is recognized. All other donor restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction as to time or use expires, temporarily restricted net assets are reclassified to unrestricted net assets.

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note A - Summary of Significant Accounting Policies (Continued)

Revenue Recognition (Continued)

Amounts received for services or events not yet provided is classified as deferred support and revenue, and is recognized in the period in which the service is provided or the event takes place.

Government Grant Revenue

Government grant revenue represents third-party reimbursement for program services. Grant revenues are recognized as revenue in the period in which the reimbursable costs are incurred.

In-kind Support

Donated services are recognized as contributions at their fair value (Level 2) if the services (a) create or enhance non-financial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The amounts reflected in the accompanying financial statements as in-kind services are offset by a like amount of expense. Donated services in 2012 were valued at approximately \$165,000 and related to volunteer professional services (\$276,000 in 2011). Donated supplies in 2012 were reported at fair value (Level 2) at the date the contributions were received and were valued at approximately \$53,000 (\$41,000 in 2011).

The Organization also receives a significant amount of donated time from attorneys that help to further its mission. These services do not meet the criteria for recognition as donated services because the Organization would not purchase the services if not provided by donation.

Concentration of Credit Risk

Financial instruments which potentially subject the Organization to concentration of credit risk consist primarily of cash and cash equivalents, accounts receivable and investments.

The Organization primarily maintains its cash and cash equivalents and investments with a credit union, a major financial institution and major domestic brokerage firm. At June 30, 2012, deposits with the credit union and financial institution were fully insured by the federal government and investments and cash deposits with the brokerage firm were insured by the Securities Investor Protection Corporation (SIPC) for up to \$500,000, including \$100,000 for cash deposits.

The Organization had two major grantors in 2012 and 2011. Major grantors are defined as those who represent greater than ten percent of the Organization's total annual support, revenues, and grants. The two major grantors accounted for 45% of support, revenues and grants for the year ended June 30, 2012 (28% in 2011). Three grantors composed of 73% of accounts/grants receivable as of June 30, 2012 (66% from the two grantors at June 30, 2011).

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note A - Summary of Significant Accounting Policies (Continued)

Use of Estimates

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 those estimates.

Cash and Cash Equivalents

For purposes of the statements of cash flows, the Organization considers all unrestricted highly liquid investments with an initial maturity of three months or less to be cash equivalents. The carrying amounts approximate fair value.

Accounts Receivable

Accounts receivable are stated at unpaid balances, less an allowance for doubtful accounts. The Organization provides for losses on accounts receivable using the allowance method. The allowance is based on management's experience with uncollectible accounts. Receivables are considered impaired if full payments are not received in accordance with the contractual terms. It is the Organization's policy to charge off uncollectible accounts receivable when management determines the receivable will not be collected. Management does not consider an allowance for doubtful accounts to be necessary as all receivables are considered collectible.

<u>Inventory</u>

Inventory is valued at the lower of cost or market and consists primarily of smoking cessation products, respiratory care supplies, and educational media.

Investments

The Organization's marketable securities consist of fixed income and equity securities and are presented at fair value based on prices quoted on established security exchanges. Unrealized gains and losses are included in the change in net assets in non-operating activities on the accompanying Statements of Activities.

Fair Value Measurements

Generally accepted accounting principles require the Organization to classify its financial assets and liabilities based on a valuation method using three levels. Level 1 value is based on quoted prices in active markets for identical securities. Level 2 values are based on significant observable market inputs, such as quoted prices for similar securities and quoted prices in inactive markets. Level 3 values are based on significant unobservable inputs that reflect the Organization's determination of assumptions that market participants might reasonably use in valuing the securities. The valuation levels are not necessarily an indication of the risk or liquidity associated with the underlying investments.

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note A - Summary of Significant Accounting Policies (Continued)

Property, Equipment and Depreciation

The Organization capitalizes property and equipment acquisitions in excess of \$500. Purchased property and equipment are recorded at cost. Donated property and equipment are recorded at fair value on the date received. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets, ranging from 5 to 40 years. Leasehold improvements are amortized over the lesser of the remaining lease term or the assets' estimated useful lives. The Organization reviews its long-lived assets for impairment whenever events or changes in circumstances indicate the carrying value of assets may not be recoverable.

Functional Allocation of Expenses

The costs of providing the Organization's various programs and other activities have been summarized on a functional basis in the statement of activities. Direct expenses are allocated to the related program or service benefited. Indirect expenses are generally allocated based on the direct salaries incurred.

Advertising

The Organization expenses advertising costs as incurred. For the year ended June 2012, advertising expense was \$22,406 (\$11,619 in 2011).

Income Taxes

The Organization is a not-for-profit corporation exempt from income taxes under Internal Revenue Code Section 501(c)(3). The Organization is exempt from California income taxes under Section 23701(d) of the California Revenue and Taxation Code. As a result no provision for federal or state income taxes is provided in the accompanying financial statements.

Although the Organization is recognized as tax exempt, it is still liable for tax on its unrelated business taxable income (UBTI). The Organization does not believe it has UBTI that should have been reported for tax purposes.

The Organization applies the provision set forth in Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 740 to account for uncertainty in income taxes. The Organization assessed all income tax positions taken where the statute of limitation remained open. The Organization believes that its tax filing positions will be sustained upon tax examinations; therefore, no liability for unrecognized income tax benefits has been recorded at June 30, 2012.

The Organization files income tax returns in the U.S. federal jurisdiction and the State of California. The Organization's federal income tax returns for tax years 2008 and beyond remain subject to examination by the Internal Revenue Service. The Organization's California income tax returns of the tax years 2007 and beyond remain subject to examination by the Franchise Tax Board

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note A - Summary of Significant Accounting Policies (Continued)

Subsequent Events

Management has evaluated subsequent events through November 15, 2012, the date the financial statements were available to be issued.

Note B - Investments

The fair market value of investments based on quoted market prices (Level 1) as of June 30, 2012 and 2011 consisted of the following:

		2012		2011
Equity securities	\$	180,857	\$	495,258
Mutual funds-fixed income		237,122		135,779
Mutual funds-equity		226,813		-
Government securities	_			141,442
Total investments	<u>\$</u>	644,792	<u>\$</u>	772,479

Investment income (losses) for the year ended June 30, 2012 and 2011 consisted of the following:

		2012	_	2011
Interest and dividend income Realized gains Unrealized gains (losses)	\$ 	18,596 36,345 (62,270)	\$	26,294 35,789 64,196
Net investment income (losses)	<u>\$</u>	(7,329)	<u>\$</u>	126,279

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note C - Property and Equipment

At June 30, 2012 and 2011, property and equipment consisted of the following:

	2012	2011
Land	\$ 366,000	\$ 366,000
Building	406,668	406,668
Office equipment	133,102	131,045
Leasehold improvements	129,534	129,534
Vehicles	<u>16,211</u>	<u>16,211</u>
	1,051,515	1,049,458
Less accumulated depreciation	<u>341,545</u>	324,411
	<u>\$ 709,970</u>	\$ 725,047

Note D - Temporarily Restricted Net Assets

At June 30, 2012, temporarily restricted net assets were \$25,911. Temporarily restricted net assets represent the total amount of funds required to complete the Organization's programs.

Note E - Pension Plan

The Organization has a noncontributory defined funded pension plan covering certain current and former employees. The Organization's funding policy is to make the minimum annual contribution required by applicable regulations. Contributions are intended to provide not only for benefits attributed to service to date but also for those expected to be earned in the future. The Organization's Board of Directors closed the plan to new participants.

The Organization's expected contributions for the year ending June 30, 2013 are \$88,000. Contributions in 2012 were \$88,750, of which \$24,750 is included in accounts payable at June 30, 2012. (\$83,000 in 2011, of which \$21,500 is included in accounts payable at June 30, 2011)

Plan assets primarily consist of collective trust funds offered by First State Trust Company, which are classified as Level 2 investments under the fair value hierarchy (Note A). The measurement dates used to determine the pension measurements for the majority of the plan assets and benefit obligations were June 30, 2012 and 2011.

For the year ended June 30, 2012, the Organization recorded pension expense, other than net periodic benefit cost of \$262,673, primarily due to changes in the discount rate used in determining the projected benefit obligation (benefit of \$124,556 in 2011).

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note E - Pension Plan (Continued)

Weighted average assumptions used to determine

Weighted average assumptions used to determine

Expected long-term return on plan assets

Rate of compensation increase

Rate of compensation increase

benefit obligation:
Discount rate

net periodic benefit cost: Discount rate

The following tables set forth further information regarding the plan as of and for the year ended June 30, 2012 and 2011:

	2012	2011
Obligations and funded status		
Projected benefit obligation	\$ (1,672,805)	\$ (1,347,335)
Plan assets at fair value	1,123,612	1,032,163
Funded status (accrued pension cost)	\$ (549,193)	\$ (315,172)
Accumulated benefit obligation	\$ 1,580,963	<u>\$ 1,247,405</u>
Plan expense paid	\$ 6,582	\$ 9,203
Components of net periodic benefit cost:		
Service cost	\$ 48,562	\$ 49,747
Interest cost	71,467	64,059
Expected return on plan assets	(74,526)	(60,340)
Recognized net loss	14,595	14,821
Net periodic benefit cost	\$ 60,098	\$ 68,287
Cumulative other changes in plan assets and obligations recognized as change in unrestricted net assets:		
Unrecognized net loss, beginning of year	\$ (293,091)	\$ (417,647)
Current year unrecognized return	(262,673)	124,556
Unrecognized net loss, end of year	\$ (555,764)	\$ (293,091)
The following assumptions were used to determine the plan status a 2012 and 2011:	as of and for the yea	r ended June 30,
	2012	2011

13

4.0%

3.0%

5.4%

3.0%

7.0%

5.4%

3.0%

5.3%

3.0%

7.0%

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note E - Pension Plan (Continued)

The Organization's expected rate of return on plan assets is determined by the plan assets historical long-term investment performance, current asset allocation and estimates of future long-term returns by asset class.

Benefits paid in 2012 were \$30,949 (\$23,000 in 2011). Benefits expected to be paid in each of next five fiscal years and following five years in aggregate are as follows:

Year ending June 30:			
2013		\$	60,789
2014			71,618
2015			100,081
2016			107,647
2017			111,736
2017 - 2022			534,141
	60	<u>\$</u>	986,012

Plan asset allocation as of June 30, 2012 is 51% equity securities and 49% fixed income investments.

In order to meet its needs, the Organization's investment strategy emphasizes total return; that is, the aggregate return from capital appreciation, dividend income and interest income. Specifically, the primary objective in the investment management for the plan is income and growth in order to achieve a balanced return of current income and appropriate growth of principal.

The secondary objective in the investment management of assets is the preservation of purchasing power after spending in order to achieve the returns in excess of the rate of inflation plus spending over the investment horizon in order to preserve the purchasing power of plan assets. Additional objectives for the Organization's investment managers are preservation of capital and minimization of costs.

Risk control is an important element in the investment of plan assets and is achieved through a diversified target allocation and the prohibition of investment in derivative instruments, private placements, limited partnership, and venture-capital investments. In addition, short selling and margin transaction are prohibited. Investments in companies that derive their revenue from the manufacture and sale of tobacco products are strictly prohibited under Organization's investment policy.

NOTES TO FINANCIAL STATEMENTS For the Years Ended June 30, 2012 and 2011

Note F - Allocation of Joint Costs

Joint costs are costs that relate to fundraising activities as well as program services. The following joint costs were incurred for informational material and activities that included fundraising appeals for the year ended June 30, 2012 and 2011:

	2012	2011
Program services:		
Environmental health	\$ 4	\$11 \$ 707
Tobacco control	3	58 587
Asthma and other lung disease	1	91 365
Community outreach	1	18311
Support services:	1,0	1,970
Fundraising	1,1	82 5,437
Administrative and general	•	20 3
	1,2	5,440
	<u>\$ 2,2</u>	<u>80</u> \$ 7,410

Note G - Termination of Affiliate Agreements

Effective February 13, 2006, the Organization terminated its affiliate agreements and separated from ALA and ALAC. Although the Organization is legally separated from both ALA and ALAC, the Organization is restricted in various matters subject to consent judgments and certain revenues for a certain period of time continued to be shared with ALA and ALAC. No shared revenue was paid for the year ending June 30, 2012 and 2011. Management is not aware of any violation of the consent judgment as of June 30, 2012.