The Dan Marino Foundation, Inc.

Financial Statements
For the Year Ended June 30, 2023

Keefe McCullough
CPAs + Trusted Advisors

The Dan Marino Foundation, Inc.

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
The Dan Marino Foundation, Inc.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of The Dan Marino Foundation, Inc. (a nonprofit organization) (the "Foundation"), which comprise the statement of financial position as of June 30, 2023, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Foundation as of June 30, 2023, 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.

Basis for Opinion

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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Foundation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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 the Foundation's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's 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 auditor's 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 and *Government 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 and *Government 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 the Foundation'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 the Foundation'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.

Supplementary 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 state financial assistance, as required by the Florida Single Audit Act, is presented for purposes of additional analysis 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 state financial assistance is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated October 10, 2023, on our consideration of the Foundation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and 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 Foundation'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 Foundation's internal control over financial reporting and compliance.

Keefe McCullough

KEEFE McCULLOUGH

Fort Lauderdale, Florida
October 10, 2023

FINANCIAL STATEMENTS

The Dan Marino Foundation, Inc.
Statement of Financial Position
June 30, 2023

Assets:		
Cash and cash equivalents	$	3,701,470
Tuition receivable		28,060
Grants and other receivables		465,000
Prepaid expenses and other assets		56,768
Investments		6,890,003
Property and equipment, net		3,429,101
Total assets	$	14,570,402
Liabilities:		
Accounts payable	$	21,236
Accrued expenses		59,948
Mortgage note payable		1,418,262
Total liabilities		1,499,446
Net Assets:		
Without donor restrictions:		
Undesignated		10,334,015
Board designated		736,941
Total without donor restrictions		11,070,956
With donor restrictions:		
Perpetual in nature		2,000,000
Total with donor restrictions		2,000,000
Total net assets		13,070,956
Total liabilities and net assets	$	14,570,402

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

The Dan Marino Foundation, Inc.
Statement of Activities
For the Year Ended June 30, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Public Support and Revenues:			
Grant and contract revenue, governmental and private	$ 1,557,250	$ -	$ 1,557,250
Contributions	765,489	-	765,489
Tuition revenue	524,167	-	524,167
Special events (net of direct expenses of $ 49,793)	339,452	-	339,452
Total public support and revenues	3,186,358	-	3,186,358
Net assets released from restrictions	48,016	(48,016)	-
Total public support, revenues, and net assets released from restrictions	3,234,374	(48,016)	3,186,358
Expenses:			
Program services	2,667,445	-	2,667,445
Support services:			
Management and general	167,404	-	167,404
Fundraising	284,091	-	284,091
Total expenses	3,118,940	-	3,118,940
Net operating revenue	115,434	(48,016)	67,418
Nonoperating Revenues:			
CARES Act Employee Retention Credit	543,261	-	543,261
Investment income, net	206,211	48,016	254,227
Miscellaneous income	35,907	-	35,907
Total nonoperating revenues	785,379	48,016	833,395
Change in net assets	900,813	-	900,813
Net Assets, July 1, 2022	10,170,143	2,000,000	12,170,143
Net Assets, June 30, 2023	$ 11,070,956	$ 2,000,000	$ 13,070,956

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

The Dan Marino Foundation, Inc.
Statement of Functional Expenses
For the Year Ended June 30, 2023

		Supporting Services			
	Program Services	Management and General	Fundraising	Total Supporting Services	Total Expenses
Academic services	$ 48,585	$ -	$ -	$ -	$ 48,585
Business expenses	106,235	3,047	2,002	5,049	111,284
Donation distributions	-	-	129,448	129,448	129,448
Occupancy and interest	208,187	48,390	3,227	51,617	259,804
Office	29,807	943	3,954	4,897	34,704
Other personnel	25,454	1,009	992	2,001	27,455
Payroll, benefits, and taxes	1,509,517	91,123	74,122	165,245	1,674,762
Professional services	583,479	12,968	64,876	77,844	661,323
Provision for depreciation	82,665	9,726	4,863	14,589	97,254
Research	66,000	-	-	-	66,000
Travel and meetings	7,516	198	607	805	8,321
Total	$ 2,667,445	$ 167,404	$ 284,091	$ 451,495	$ 3,118,940

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

The Dan Marino Foundation, Inc.
Statement of Cash Flows
For the Year Ended June 30, 2023

Cash Flows from Operating Activities:		
Change in net assets	$	900,813
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Provision for depreciation		97,254
Net realized/unrealized (gain) loss on investments		(123,697)
(Increase) decrease in assets:		
Tuition receivable		(20,060)
Grants and other receivables		(120,000)
Prepaid expenses and other assets		21,098
Increase (decrease) in liabilities:		
Accounts payable		8,202
Accrued expenses		(4,272)
Refundable advances and deferred revenue		(107,250)
Net cash provided by (used in) operating activities		652,088
Cash Flows from Investing Activities:		
Proceeds from sales and maturities of investments		2,089,795
Purchases of investments		(2,140,458)
Net cash provided by (used in) investing activities		(50,663)
Cash Flows from Financing Activities:		
Principal payments on mortgage note payable		(52,558)
Net cash provided by (used in) financing activities		(52,558)
Net increase (decrease) in cash and cash equivalents		548,867
Cash and Cash Equivalents, July 1, 2022		3,152,603
Cash and Cash Equivalents, June 30, 2023	$	3,701,470
Supplemental Disclosure of Cash Flows Information:		
Cash paid during the year for interest on the mortgage	$	55,018

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

Note 1 - Principal Activity and Significant Account Policies

The Dan Marino Foundation, Inc. is a not-for-profit organization founded in 1992, whose mission is empowering individuals with autism and other developmental disabilities.

The Marino Campus founded in 2013 is a first of its kind - postsecondary institution that builds on the strengths of people with disabilities to help prepare them for good jobs and greater independence. True to the spirit of a progressive concept called "neurodiversity," Marino Campus is an inclusive and supportive learning environment, embracing unique minds and differences. The Marino Campus is in the heart of Downtown Fort Lauderdale, an area rich with business, educational and cultural opportunities. The Marino Campus features nationally recognized certification programs in Hospitality and Technology. The Dan Marino Foundation has been awarded Accreditation from Middle States Association of Colleges and Schools.

Basis of accounting: The Foundation uses the accrual basis of accounting for financial reporting purposes, which is in accordance with accounting principles generally accepted in the United States of America ("GAAP"). Revenues are recognized when earned and expenses are recognized when incurred.

Basis of presentation: The financial statement presentation follows the recommendation of the Financial Accounting Standards Board in its Accounting Standards Update (FASB ASU) 2016-14 Not-for-Profit Entities (Topic 958): *Presentation of Financial Statements for Not-for-Profit Entities*. Under FASB ASU 2016-14, the Foundation is required to report information regarding its financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions.

Net assets: Net assets, revenues, gains, and losses are classified based on the existence or absence of donor or grantor imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

> *Net Assets without Donor Restrictions* - consist of net assets for use in general operations and not subject to donor (or certain grantor) restrictions.
>
> *Net Assets with Donor Restrictions* - represent net assets subject to donor (or certain grantor) imposed restrictions. Some restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor or grantor. Other restrictions are perpetual in nature, where the donor or grantor stipulates that resources be maintained in perpetuity. Gifts of long-lived assets and gifts of cash restricted for the acquisition of long-lived assets are recognized as revenue when the assets are placed in service. Donor (or certain grantor) imposed restrictions are released when a restriction expires, that is, when the stipulated period of time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Cash and cash equivalents: The Foundation considers all accounts maintained at financial institutions with a maturity of three months or less to be cash and cash equivalents. The Foundation also maintains money market funds and equivalents with its investment custodian and reports these balances as a component of its investment holdings.

Note 1 - Principal Activity and Significant Account Policies (continued)

Receivables and allowance for doubtful accounts: Receivables consist primarily of tuition and grants earned and not yet reimbursed by various grantors, contracts, and individuals. Management provides for probable uncollectible amounts based on its assessment of recent collection history and current student relationships. Account balances are charged off against the allowance after all means of collection have been exhausted and the potential for recovery is considered remote. The Foundation considered receivables to be fully collectible within the current accounting period and no allowance for doubtful accounts was considered necessary for the year ended June 30, 2023. In addition, all grants and tuition receivable balances are due within the next year. Tuition receivable at June 30, 2022 was $ 8,000.

Investments: The Foundation reports its investments in equity securities with readily determinable fair values and all investments in debt securities at estimated fair value in the Statement of Financial Position. Money market funds are valued at amortized cost, which approximates fair value. Investment gains (losses) (including realized and unrealized gains and losses, interest, and dividends) are included in the Statement of Activities under the caption "Investment income, net."

Property and equipment: Property and equipment are stated at cost or, if donated to the Foundation, at estimated fair value at the date of donation. In accordance with the Foundation's policy, capitalization of assets is done only when the cost of an item exceeds $ 5,000. Depreciation of property and equipment is computed on a straight-line basis over the estimated useful lives of the assets which is as follows:

Building and improvements	7-39 years
Furniture and equipment	3-7 years
Vehicles	3 years

Refundable advances and deferred revenue: Revenues received in advance (nonexchange transaction) that are not recognized because the allowable costs as defined by the individual grant or contract have not been incurred, the unit of service has not been provided, and/or the conditions of release have not been substantially met or explicitly waived are considered refundable advances. In addition, revenues received in advance from special events and other program income that are considered exchange transactions are deferred to the applicable period.

Revenues and revenue recognition: The Foundation recognizes grants and contributions when cash, securities, other assets, an unconditional promise to give, or notification of a beneficial interest is received. Conditional promises to give, that is, those with a measurable performance or other barrier, and a right of return, are not recognized until the conditions on which they depend have been substantially met or explicitly waived.

A portion of the Foundation's revenue is derived from cost-reimbursable state and other contracts and grants, which are conditioned upon certain performance requirements and/or the incurrence of allowable qualifying expenses. Amounts received are recognized as revenue when the Foundation has incurred expenditures in compliance with specific contract or grant provisions. Amounts received prior to incurring qualifying expenditures are reported as refundable advances in the statement of financial position.

Tuition revenue is recognized when the performance obligation of providing services to the students has been met.

The Foundation is a vendor for Vocational Rehabilitation, a component of the Florida Department of Education (the "State"). As a vendor, the State submits referrals to the Foundation for services. Upon the Foundation's completion of prescribed benchmarks, the State issues payment to the Foundation.

Note 1 - Principal Activity and Significant Account Policies (continued)

Other revenues from exchange transactions are recognized when the performance obligation of transferring the products or services are met.

Donated services, property, and equipment: Contributed services are reported as contributions at their estimated fair value if such services create or enhance non-financial assets, would have been purchased if not provided by contribution, require specialized skills and are provided by individuals possessing such specialized skills. The Foundation did not receive any such contributed services during the year ended June 30, 2023.

Donated property and equipment is reported, at estimated fair value, as an increase in net assets without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as an increase in net assets with donor restrictions. Without donor stipulations regarding how long those donated assets must be maintained, the Foundation reports expirations of the donor restrictions when the donated assets are placed in service, reclassifying net assets with donor restrictions to net assets without donor restrictions at that time. The Foundation recorded no such assets during the year ended June 30, 2023.

Income taxes: The Foundation is organized as a not-for-profit corporation and has been recognized by the IRS as exempt from federal income taxes under Internal Revenue Code (IRC) Section 501(a) as an organization described in IRC Section 501(c)(3), with the exception of any unrelated business income. Management has evaluated the unrelated business income tax implications and believes that the effects, if any, are immaterial to the Foundation’s financial statements. Accordingly, no provision for income taxes has been made to these financial statements.

Concentration of credit risk and market risk: Financial instruments that potentially subject the Foundation to concentrations of credit risk consist principally of temporary cash deposits in excess of the Federal Deposit Insurance Corporation (the "FDIC") insured limits. The Foundation limits its exposure by placing its deposits with quality financial institutions. At times, such balances may be in excess of the insurance limits of the FDIC. The Foundation has not experienced losses in such accounts.

Management considers credit risk associated with the Foundation’s tuition receivable to be low due to the nature of services provided. In addition, student accounts are primarily paid for by granting agencies who cover the cost of tuition of the student. Investments are subject to both credit and market risks. Credit risk is the possibility that a loss may occur from the failure of another party to perform according to the terms of a contract. Market risk is the possibility that fluctuations in the investment market will impact the value of the portfolio. The Foundation has an investment policy and utilizes management oversight, and periodically reviews its investment portfolios to monitor these risks. In addition, investments are held in brokerage accounts protected by the Securities Investor Protection Corporation (“SIPC”) in the event of broker-dealer failure, up to $ 500,000 of protection for each brokerage account. The SIPC insurance does not protect against market losses in investments.

Note 1 - Principal Activity and Significant Account Policies (continued)

Allocation of functional expenses: The costs of programs and supporting services activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification detail of expenses by function. Certain categories of expenses are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include occupancy and depreciation, which are allocated on a square footage basis, as well as salaries and wages, benefits, payroll taxes, professional services, office expenses, information technology, interest, insurance, and other, which are allocated on the basis of estimates of time and effort, and other methods as determined by management.

Use of estimates: The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates, and those differences could be material.

Date of management review: Subsequent events were evaluated by management through October 10, 2023, which is the date the financial statements were available to be issued.

Note 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 statement of financial position date, comprise the following:

Financial Assets:		
Cash and cash equivalents	$	3,701,470
Tuition receivable		28,060
Grants receivable		465,000
Investments		6,890,003
Financial assets, at year-end		11,084,533
Less those unavailable for general expenditures within one year, due to:		
Contractual or donor-imposed restrictions:		
Board designated: Sustaining Fund		(736,941)
Perpetual restrictions by donor		(2,000,000)
Financial assets available to meet cash needs for general expenditures within one year	$	8,347,592

Note 3 - Investments

Investments are presented in the financial statements at their estimated fair market values and consist of the following at June 30, 2023:

Corporate bonds	$	3,137,889
Equities		2,932,882
Money markets and equivalents		819,232
Total	$	6,890,003

Investment income, net, for investments held and sold during the year ended June 30, 2023 is comprised of:

Interest and dividends	$	172,802
Net realized and unrealized investment gains (losses)		123,697
Advisory fees		(42,272)
Total	$	254,227

Note 4 - Fair Value Measurements

In accordance with the Financial Accounting Standards Board in its Accounting Standard Codification (ASC) No. 820, *Fair Value Measurement and Disclosures,* the Foundation follows a defined and established framework for measuring fair value and expanded disclosures about fair value measurements. Various inputs are used in determining the value of the Foundation's investments. These inputs are summarized in three levels listed below:

- Level 1 - inputs are quoted prices (unadjusted) in active markets for identical investments that the reporting entity can access at the measurement date.

- Level 2 - inputs are other than quoted prices included within Level 1 that are observable for the investments, either directly or indirectly. (e.g. quoted prices in active markets for similar securities, securities valuations based on commonly quoted benchmarks, interest rates and yield curves, and/or securities indices).

- Level 3 - inputs are significant unobservable inputs. (e.g. information about assumptions, including risk, market participants would use in pricing a security).

The inputs or methodology used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

The asset's 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 used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Note 4 - Fair Value Measurements (continued)

The fair value of investments by type at June 30, 2023 was as follows:

		Fair Value Measurements at Reporting Date Using:		
Description	Fair Value June 30, 2023	Level 1	Level 2	Level 3
Corporate bonds	$ 3,137,889	$ -	$ 3,137,889	$ -
Equities	2,932,882	2,932,882	-	-
Money markets and equivalents	819,232	819,232	-	-
Total	$ 6,890,003	$ 3,752,114	$ 3,137,889	$ -

Note 5 - Property and Equipment

Property and equipment consisted of the following at June 30, 2023:

Building and improvements	$ 3,508,354
Furniture and equipment	298,385
Vehicles	6,000
	3,812,739
Less accumulated depreciation	1,311,742
	2,500,997
Land	928,104
	$ 3,429,101

Note 6 - Mortgage Note Payable

The Foundation has a mortgage note payable to a bank which bears interest at a current fixed rate of 3.75% per annum. The loan is collateralized by a first mortgage on the real property and an assignment of all rents. Principal and interest payments of approximately $ 9,000 are due monthly; and a balloon payment of approximately $ 1,227,000, plus accrued interest, is due at maturity, October 2026. The total amount outstanding as of June 30, 2023 was $ 1,418,262.

The aggregate annual maturities on the mortgage note payable are approximately as follows:

Year Ending June 30,	
2024	$ 56,000
2025	58,000
2026	60,000
2027	1,244,000
Thereafter	NONE
	$ 1,418,000

Interest expense totaled approximately $ 55,000 for the year ended June 30, 2023.

Note 7 - Net Assets Without Donor Restrictions - Board Designated

The Foundation has designated net assets without donor restrictions to be set-aside for the following purposes as of June 30, 2023:

Sustaining Fund (Endowed)	$ 736,941

Note 8 - Net Assets with Donor Restrictions

Net assets with donor restrictions as of June 30, 2023 consist of an endowment fund established in 2005 to support the programs of the Marino Autism Research Institute ("MARI") (Note 9). Contributions to the endowment fund are subject to donor restrictions that stipulate the original principal of the gift is to be held and invested by the Foundation indefinitely and net investment earnings from the fund is to support the MARI programs.

Net assets with donor restrictions are restricted for the following purposes:

Endowments:	
Required to be held in perpetuity by donor for specified purpose:	
MARI Endowment	$ 2,000,000

Note 9 - Endowments

The Foundation's endowment consists of an individual fund established to support the MARI programs. Its endowment is comprised of a donor-restricted endowment fund and funds designated by the Board of Directors to function as endowments. As required by accounting principles generally accepted in the United States of America, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment fund earnings:

1. The duration and preservation of the fund.
2. The purposes of the Foundation and the donor-restricted endowment fund.
3. General economic conditions.
4. The expected total return from income and the appreciation of investments.
5. Other resources of the Foundation.
6. The investment policies of the Foundation.

Interpretation of relevant law: Previously, the State of Florida adopted the Florida Uniform Prudent Management of Institutional Funds Act ("FUPMIFA"). The Foundation has interpreted the FUPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment fund absent explicit donor stipulations to the contrary. As a result of this interpretation, the Foundation classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. Donor-restricted amounts not retained in perpetuity are subject to appropriation for expenditure by the Foundation in a manner consistent with the standard of prudence prescribed by FUPMIFA.

Note 9 - Endowments (continued)

Objectives and risk parameters: The Foundation has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of income to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets on an inflation adjusted basis. Endowment assets include those assets of donor restricted funds that the Foundation must hold in perpetuity or for a donor-specified period(s) as well as board designated funds. Under this policy, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to produce results while assuming a moderate level of investment risk. The Foundation expects its endowment funds, over time, to provide a rate of return in excess of the original permanently restricted principal. Actual returns in any given year may vary.

Strategies employed for achieving objectives: To satisfy its long-term rate-of-return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation that places emphasis on investments in equities and corporate bonds to achieve its long-term return objectives within prudent risk constraints.

Spending policy and how the investment objectives relate to spending policy: The Foundation has a policy that is dictated by the specific needs of the purpose(s) or program(s) designated by the donor, grantor, or Board of Directors.

Funds with deficiencies: From time to time, certain donor-restricted endowment funds may have fair values less than the amount required to be maintained by donors or by law (underwater endowments). Management has interpreted FUPMIFA to permit spending from underwater endowments in accordance with prudent measures required under law. There were no deficiencies as of June 30, 2023.

For the year ended June 30, 2023, the Foundation has elected not to add appreciation for cost of living or other spending policies to its donor restricted endowment for inflation and other economic conditions.

Changes in endowment net assets for the year ended June 30, 2023 are as follows:

	Without Donor Restrictions	With Donor Restrictions	Total
Endowment net assets, beginning	$ 768,792	$ 2,000,000	$ 2,768,792
Investment income, net	-	48,016	48,016
Appropriation of endowment assets for expenditures (distributions), net	(31,851)	(48,016)	(79,867)
Endowment net assets, ending	$ 736,941	$ 2,000,000	$ 2,736,941

Note 9 - Endowments (continued)

Endowment net asset composition by type of fund as of June 30, 2023:

	Without Donor Restrictions	With Donor Restrictions	Total
Board-designated endowment funds	$ 736,941	$ -	$ 736,941
Donor-restricted endowment funds:			
Original donor-restricted gift amount required to be maintained in perpetuity by donor	-	2,000,000	2,000,000
Total endowment funds	$ 736,941	$ 2,000,000	$ 2,736,941

Endowment assets at June 30, 2023 are invested as follows:

Corporate bonds	$ 2,289,143
Money markets and equivalents	447,798
Total	$ 2,736,941

Note 10 - Employee Retention Credit

The CARES Act provides an employee retention credit ("CARES Act ERC"), which is a refundable tax credit against certain employment taxes of up to$ 5,000 per employee for eligible employers. The tax credit is equal to 50% of qualified wages paid to employees during a quarter, capped at $ 10,000 of qualified wages per employee through December 31, 2020. Additional relief provisions were passed by the United States government, which extend and expand the qualified wage caps on these credits through September 30, 2021. Based on these additional provisions, the tax credit is now equal to 70% of qualified wages paid to employees during a quarter, and the limit on qualified wages per employee has been increased to $ 10,000 of qualified wages per quarter. Management determined that the Foundation qualified for the tax credit under the CARES Act, and received tax credits including the additional relief provisions, for qualified wages through September 30, 2021. During the year ended June 30, 2023, the Foundation recorded approximately $ 543,000 related to the CARES Act ERC in Other Income on the accompanying statement of activities. Management believes that the Foundation complied with and met all program related guidelines in order to claim these funds.

Note 11 - Retirement Plan

The Foundation offers a safe harbor 401(k) retirement plan covering eligible employees. Employee contributions are based upon the amount of compensation each participant elects to defer yearly, which may be “before tax” or “after tax - Roth 401(k).” The Foundation provides a 3% safe harbor nonelective contribution to eligible employees. In addition, the Foundation may also, at its option, make a profit sharing contribution to the Plan. The total 401(k) plan expense to the Foundation, for the year ended June 30, 2023, amounted to approximately $ 49,000.

Note 12 - Related Party Transactions

A Board Member for the Foundation is also employed by the investment firm that provides advisory services to the Foundation. Advisory fees, for the year ended June 30, 2023, amounted to approximately $ 42,000.

In addition, the Foundation made payments for software development services to a company related through an officer of the Foundation, included in professional services on the statement of functional expenses. Total payments for these software development services amounted to approximately $ 364,000 for the year ended June 30, 2023.

Note 13 - Commitments and Contingencies

Grants and contracts: The Foundation receives financial assistance from federal, state, and local agencies in the form of grants and contracts. The disbursement of funds received under these programs generally requires compliance with terms and conditions specific in the grant/contract agreements and may be subject to audit by the grantor agencies. As a result of such audits, the grantor may require that amounts be returned. In the opinion of management, all grant expenditures are in compliance with the terms of the agreements and applicable federal, state, and local laws and regulations.

Building sale: In February 2023, the Foundation entered into an agreement to sell its property to a third party for an agreed upon purchase price of $ 11,000,000. The anticipated closing date is scheduled for February 2024, with an outside closing date in October 2024. In addition, the purchaser has two options to extend the closing period by 90-days for additional deposits of $ 100,000 for the first extension and $ 250,000 for the second extension. Subsequent to year end, the Foundation received a $ 500,000 deposit in relation to the sale, to be held in escrow until closing at which point it will be applied to the purchase price. If the sale is not finalized, the Foundation has the right to keep the $ 500,000 deposit as a contribution.

SUPPLEMENTAL INFORMATION

The Dan Marino Foundation, Inc.
Schedule of Expenditures of State Financial Assistance
For the Year Ended June 30, 2023

State Agency/Pass-through Entity State Project	CSFA Number	Contract/ Agreement Number	Expenditures	Transfers to Subrecipients
State Financial Assistance:				
Direct Project:				
Florida Department of Education - (ITEM) Inclusive Transition and Employment Management	48.121	92E-90560-3Q001	$ 1,550,000	$ -
Total expenditures of state financial assistance			$ 1,550,000	$ -

The accompanying notes to the supplemental information are an integral part of this schedule.

Note 1 - Basis of Presentation

The accompanying Schedule of Expenditures of State Financial Assistance (the "Schedule") includes the grant activity of the Foundation and is presented in accordance with the requirements of Chapter 10.650, *Rules of the Auditor General*. Therefore, some amounts presented in the Schedule may differ from amounts presented in or used in the preparation of the financial statements. Because the Schedule presents only a selected portion of the operations, it is not intended to and does not present the financial position, changes in net assets, or cash flows of the Foundation.

Note 2 - Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in Chapter 10.650, *Rules of the Auditor General,* wherein certain types of expenditures are not allowable or are limited as to reimbursement, as applicable.

Note 3 - Contingency

The grants and contracts revenue received are subject to audit and adjustment. If any expenditures or expenses are disallowed by the grantor/contracting agencies as a result of such an audit, any claim for reimbursement to the grantor agencies would become a liability of the Foundation. In the opinion of management, all grant expenditures are in compliance with the terms of the grant agreements and applicable federal, state, and local laws and regulations.

INTERNAL CONTROLS AND COMPLIANCE

Keefe McCullough
CPAs + Trusted Advisors

INDEPENDENT AUDITOR'S 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
The Dan Marino Foundation, Inc.

We have audited, in accordance with the 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 The Dan Marino Foundation, Inc. (a nonprofit organization) (the "Foundation"), which comprise the statement of financial position as of June 30, 2023, and 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 October 10, 2023.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Foundation's internal control over financial reporting (internal control) as a basis for designing 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 Foundation's internal control. Accordingly, we do not express an opinion on the effectiveness of the Foundation'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 entity'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 or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Foundation's financial statements are free of 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 financial statements. 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 Foundation'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 Foundation's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Keefe McCullough

KEEFE McCULLOUGH

Fort Lauderdale, Florida
October 10, 2023

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR STATE PROJECT AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY CHAPTER 10.650, *RULES OF THE AUDITOR GENERAL*

To the Board of Directors
The Dan Marino Foundation, Inc.

Report on Compliance for Each Major State Project

Opinion on Each Major State Project

We have audited the Foundation's compliance with the types of compliance requirements identified as subject to audit in the *Florida Department of Financial Services' State Projects Compliance Supplement* that could have a direct and material effect on each of the Foundation's major state projects for the year ended June 30, 2023. The Foundation's major state projects are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Foundation complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major state projects for the year ended June 30, 2023.

Basis for Opinion on Each Major State Project

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 *Chapter 10.650, Rules of the Auditor General*. Our responsibilities under those standards and the Chapter 10.650 are further described in the Auditor's Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Foundation and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major state project. Our audit does not provide a legal determination of the Foundation's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Foundation's state projects.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Foundation's compliance based on our audit. 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, *Government Auditing Standards*, and Chapter 10.650, *Rules of the Auditor General* will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Foundation's compliance with the requirements of each major state project as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and Chapter 10.650, *Rules of the Auditor General*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.

- Identify and assess the risks of material noncompliance, 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 Foundation's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.

- Obtain an understanding of the Foundation's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with Chapter 10.650, *Rules of the Auditor General*, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on 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 state project on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a 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 state project 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 state project 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 Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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 Chapter 10.650, *Rules of the Auditor General*. Accordingly, this report is not suitable for any other purpose.

Keefe McCullough

KEEFE McCULLOUGH

Fort Lauderdale, Florida
October 10, 2023

SECTION I - SUMMARY OF AUDITOR'S RESULTS

Financial Statements

Type of auditor's report issued:	*Unmodified Opinion*
Internal control over financial reporting:	
Material weakness(es) identified?	____ yes __X__ no
Significant deficiency(ies) identified?	____ yes __X__ none reported
Noncompliance material to financial statements noted?	____ yes __X__ no

State Projects

Internal control over major state projects:	
Material weakness(es) identified?	____ yes __X__ no
Significant deficiency(ies) identified?	____ yes __X__ none reported
Type of auditor's report issued on compliance for major state projects:	*Unmodified Opinion*
Any audit findings disclosed that are required to be reported in accordance with Chapter 10.650?	____ yes __X__ no

Identification of major state project(s):

CSFA No.	State Project(s)
48.121	Florida Department of Education - Inclusive Transition and Employment Management (ITEM)

Dollar threshold used to distinguish between Type A and Type B projects:	$ 465,000

SECTION II - FINANCIAL STATEMENTS FINDINGS

None Reported.

SECTION III - STATE PROJECTS FINDINGS AND QUESTIONED COSTS

None Reported.

SECTION IV - PRIOR YEAR AUDIT FINDINGS

None Reported.