

For the Years Ended December 31, 2022 and 2021

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Clark Nuber PS

Independent Auditor's Report

To the Board of Directors Washington STEM Seattle, Washington

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Washington STEM (the Organization), which comprise the statements of financial position as of December 31, 2022 and 2021, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Organization as of December 31, 2022 and 2021, and the change 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 (GAAS). 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 Organization 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.

Emphasis of Matter - Discontinued Operations

As discussed in Note 1 to the financial statements, during the year ended December 31, 2022, the Organization transitioned activities of a program for which it served as Program Administrator. Our opinion is not modified with respect to this matter.

Change in Accounting Principle

As discussed in Note 1 to the financial statements, the Organization adopted the Financial Accounting Standards Board's Accounting Standards Update (ASU) No. 2016-02, *Leases (Topic 842)*, and related ASUs, for the year ended December 31, 2022. Our opinion is not modified with respect to this matter.



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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 Organization's ability to continue as a going concern for 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 GAAS 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 GAAS, 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 Organization'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 Organization's ability to continue as a going concern for a reasonable period of time.

Clark Nuber PS

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 program-level information included in the statements of financial position, statements of activities and changes in net assets, and statement of cash flows on pages 4 through 11, as well as the accompanying schedules of functional expense by program shown on pages 26 through 27 are presented for purposes of additional analysis and are 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 information is fairly stated in all material respects in relation to the financial statements as a whole.

Clark Nuber P.S.

Certified Public Accountants March 29, 2023

Statement of Financial Position December 31, 2022

	 Washington STEM	 WSOS - Discontinued Operations	E	Interfund Iminations	 Total
Assets					
Current Assets:					
Cash and cash equivalents	\$ 5,372,125	\$ -	\$	-	\$ 5,372,125
Accounts receivable	524,423				524,423
Conditional grants receivable	124,000				124,000
Current portion of pledges receivable, net	1,466,158				1,466,158
Prepaid expenses	76,092				76,092
Right-of-use asset - operating	 86,529	 			 86,529
Total Current Assets	7,649,327				7,649,327
Long-term portion of pledges receivable, net	31,058				31,058
Furniture, fixtures and equipment, net	 16,244	 			 16,244
Total Assets	\$ 7,696,629	\$ 	\$		\$ 7,696,629
Liabilities and Net Assets					
Current Liabilities:					
Accounts payable	\$ 39,646	\$ -	\$	-	\$ 39,646
Grants payable	65,177				65,177
Accrued liabilities and other	253,483				253,483
Lease liability - operating	 89,104	 			 89,104
Total Current Liabilities	447,410				447,410
Net Assets:					
Net assets without donor restrictions	4,399,526				4,399,526
Net assets with donor restrictions	 2,849,693	 			 2,849,693
Total Net Assets	 7,249,219				 7,249,219
Total Liabilities and Net Assets	\$ 7,696,629	\$ -	\$	-	\$ 7,696,629

Statement of Financial Position December 31, 2021

	 Washington STEM	[WSOS - Discontinued Operations	 Interfund Eliminations		Total
Assets						
Current Assets: Cash and cash equivalents	\$ 5,455,386	\$	409,914	\$ -	\$	5,865,300
Accounts receivable Interfund receivable Current portion of pledges receivable, net	316,508 44,804 2,493,873		137,998 6,693,214	(44,804)		454,506 9,187,087
State match receivable, net Prepaid expenses	71,775		118,687 45,590			118,687 117,365
Short-term portion of investments	 		10,434,689	 		10,434,689
Total Current Assets	8,382,346		17,840,092	(44,804)		26,177,634
Long-term portion of pledges receivable, net Long-term portion of investments	1,455,428		20,922,118 96,376,008			22,377,546 96,376,008
Furniture, fixtures and equipment, net	 19,837		11,058	 		30,895
Total Assets	\$ 9,857,611	\$ 1	.35,149,276	\$ (44,804)	\$ 3	144,962,083
Liabilities and Net Assets						
Liabilities:						
Accounts payable Grants payable	\$ 32,750 65,977	\$	82,758	\$ -	\$	115,508 65,977
Interfund payable Accrued liabilities	317,004		44,804 168,648	(44,804)		485,652
Current portion of scholarship liabilities, net	 		12,335,971	 		12,335,971
Total Current Liabilities	415,731		12,632,181	(44,804)		13,003,108
Long-term portion of scholarship liabilities, net			8,195,780			8,195,780
Total Liabilities	415,731		20,827,961	(44,804)		21,198,888
Net Assets:	2 054 207					2 054 207
Net assets without donor restrictions Net assets with donor restrictions	 3,851,297 5,590,583	1	14,321,315	 		3,851,297 119,911,898
Total Net Assets	 9,441,880	1	.14,321,315	 	:	123,763,195
Total Liabilities and Net Assets	\$ 9,857,611	\$ 1	.35,149,276	\$ (44,804)	\$:	144,962,083

Statement of Activities and Changes in Net Assets For the Year Ended December 31, 2022

		Washington STEM		WSOS - Discontinued Operations		Interfund Eliminations		Total
Activity Without Donor Restrictions								
Support and Revenue Without Donor Restrictions:								
Contributions	\$	562,368	\$	-	\$	-	\$	562,368
Contract revenue		1,969,120				(479,064)		1,490,056
Interest income		3,306						3,306
Other income		144,219		180,614				324,833
Release from time restrictions		2,497,366						2,497,366
Release from purpose restrictions		1,546,212		18,091,652				19,637,864
Total Support and Revenue								
Without Donor Restrictions		6,722,591		18,272,266		(479,064)		24,515,793
Expenses:								
Program services		4,450,688		16,965,579				21,416,267
Management and general		1,269,557		816,493		(479,064)		1,606,986
Fundraising		454,117		490,194				944,311
Total Expenses		6,174,362		18,272,266		(479,064)		23,967,564
Change in Net Assets Without Donor Restrictions		548,229						548,229
Activity With Donor Restrictions								
Contributions with donor restrictions		1,302,688		796,214				2,098,902
State match revenue				8,371,104				8,371,104
Investment return, net				(9,999,813)				(9,999,813)
Release from time restrictions		(2,497,366)						(2,497,366)
Release from purpose restrictions		(1,546,212)		(18,091,652)				(19,637,864)
Change in Net Assets With Donor Restrictions		(2,740,890)						(2,740,890)
Change in Net Assets From Discontinued Operations			1	(18,924,147)				(18,924,147)
Total Change in Net Assets		(2,192,661)		(18,924,147)				(21,116,808)
Net assets, beginning of year		9,441,880		114,321,315				123,763,195
Loss on transfer of program to a new program adminstrator				(95,397,168)				(95,397,168)
Net Assets, End of Year	\$	7,249,219	\$		\$	-	\$	7,249,219
Summary Information: Total Revenue and Investment Return	\$	3,981,701	\$	(651,881)	\$	(479,064)	\$	2,850,756
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Statement of Activities and Changes in Net Assets For the Year Ended December 31, 2021

	Washington STEM	WSOS - Discontinued Operations	Interfund Eliminations	Total
Activity Without Donor Restrictions				
Support and Revenue Without Donor Restrictions: Contributions Contract revenue Interest income Other income Release from time restrictions Release from purpose restrictions	\$ 515,464 1,861,459 376 1,796 2,877,323 946,923	\$ - 125,000 14,929,357	\$ - (573,942)	\$ 515,464 1,287,517 376 126,796 2,877,323 15,876,280
Release from purpose restrictions		14,929,337		13,870,280
Total Support and Revenue Without Donor Restrictions	6,203,341	15,054,357	(573,942)	20,683,756
Expenses: Program services Management and general Fundraising	3,840,748 1,151,772 473,002	13,454,297 788,237 811,823	(573,942)	17,295,045 1,366,067 1,284,825
Total Expenses	5,465,522	15,054,357	(573,942)	19,945,937
Change in Net Assets Without Donor Restrictions	737,819			737,819
Activity With Donor Restrictions				
Contributions with donor restrictions State match revenue Investment return, net Release from time restrictions Release from purpose restrictions	8,768,511 (2,877,323) (946,923)	32,287,290 3,744,211 3,967,902 (14,929,357)		41,055,801 3,744,211 3,967,902 (2,877,323) (15,876,280)
Change in Net Assets With Donor Restrictions	4,944,265			4,944,265
Change in Net Assets From Discontinued Operations		25,070,046		25,070,046
Total Change in Net Assets	5,682,084	25,070,046		30,752,130
Net assets, beginning of year	3,759,796	89,251,269		93,011,065
Net Assets, End of Year	\$ 9,441,880	\$ 114,321,315	<u>\$</u> -	\$ 123,763,195
Summary Information: Total Revenue and Investment Return	\$ 11,147,606	\$ 40,124,403	\$ (573,942)	\$ 50,698,067

Statement of Functional Expenses For the Year Ended December 31, 2022

				For the Year	Ende	ed December 3	1, 20)22						
		Program Services							Supp	orting Services	5			
		Program		Program		Total						Total		
	Services -			Services -		Program		Management		Support				
	S	Scholarships		Other		Services		and General		Fundraising		Services		Total
Grants and investments	\$	-	\$	1,797,213	\$	1,797,213	\$	-	\$	-	\$	-	\$	1,797,213
Salaries, taxes and benefits				2,222,278	-	2,222,278	-	903,962	-	394,716		1,298,678	-	3,520,956
Consultants and professional services				180,136		180,136		164,888		19,976		184,864		365,000
Convenings, conferences and travel				66,769		66,769		13,970		777		14,747		81,516
Operating costs				184,292		184,292		186,737		38,648		225,385		409,677
Total Operating Expenses				4,450,688		4,450,688		1,269,557		454,117		1,723,674		6,174,362
Expenses from discontinued operations		16,965,579				16,965,579		337,429		490,194		827,623		17,793,202
Total Expenses	\$ 1	16,965,579	\$	4,450,688	\$	21,416,267	\$	1,606,986	\$	944,311	\$	2,551,297	\$	23,967,564

Statement of Functional Expenses For the Year Ended December 31, 2021

				For the Year	Ende	ed December 3	1, 20)21								
		Program Services								Supporting Services						
	Pro	gram		Program		Total						Total				
	Services -			Services -	Services - Program			Management				Supporting				
	Scholar	ships		Other		Services		and General		Fundraising		Services		Total		
Grants and investments	\$	-	\$	1,547,776	\$	1,547,776	\$	-	\$	-	\$	-	\$	1,547,776		
Salaries, taxes and benefits				1,985,365		1,985,365		806,998		407,501		1,214,499		3,199,864		
Consultants and professional services				134,884		134,884		159,462		24,595		184,057		318,941		
Convenings, conferences and travel				10,085		10,085		6,888				6,888		16,973		
Operating costs				162,638		162,638		178,424		40,906		219,330		381,968		
Total Operating Expenses				3,840,748		3,840,748		1,151,772		473,002		1,624,774		5,465,522		
Expenses from discontinued operations	13,454	,297				13,454,297		214,295		811,823		1,026,118		14,480,415		
Total Expenses	\$ 13,454	,297	\$	3,840,748	\$	17,295,045	\$	1,366,067	\$	1,284,825	\$	2,650,892	\$	19,945,937		

Statement of Cash Flows

For	the	Year	Ended	Decembe	er 31,	2022	

		Washington	WSOS - Discontinued		Interfund		
		STEM	Operations		Eliminations		Total
Cash Flows From Operating Activities:							
Change in net assets	Ś	(2,192,661)	\$ (18,924,147)	\$	-	Ś	(21,116,808)
Adjustments to reconcile change in net assets to	Ŧ	(_//	+ (///	Ŧ		Ŧ	(,,
net cash used in operating activities-							
Depreciation and amortization		8,442	6,023				14,465
Realized and unrealized gains on investments			10,051,620				10,051,620
Accretion of present value discount		2,575					2,575
Continuing involvement with discontinued							
operations (Note 1)			(3,387,381)				(3,387,381)
Change in assets and liabilities:							
Accounts receivable		(207,915)	(42,631)				(250,546)
Pledges receivable		2,452,085	6,177,450				8,629,535
State match receivable		(4.247)	118,687				118,687
Prepaid expenses		(4,317)	(29,529)				(33,846)
Accounts payable		6,896	(82,758)				(75,862)
Grants payable Accrued liabilities and other		(800)	(142 542)				(800)
Interfund receivables/payables		(63,521) (79,196)	(143,543) (44,804)				(207,064) (124,000)
Scholarship liabilities		(79,190)	5,682,575				(124,000) 5,682,575
			5,082,575				5,082,575
Net Cash Used in Operating Activities		(78,412)	(618,438)				(696,850)
Cash Flows From Investing Activities:							
Purchase of investments			(5,716,090)				(5,716,090)
Sales of investments			5,937,642				5,937,642
Purchases of furniture, fixtures and equipment		(4,849)	(13,028)				(17,877)
Net Cash (Used in) Provided by Investing Activities		(4,849)	208,524				203,675
Net Change in Cash and Cash Equivalents		(83,261)	(409,914)				(493,175)
Cash and cash equivalents, beginning of year		5,455,386	409,914				5,865,300
Cash and Cash Equivalents, End of Year	\$	5,372,125	<u>\$</u> -	\$	-	\$	5,372,125

Statement of Cash Flows

For th	ne Y	ear	Ended	Decem	ber 31	. , 2021	

		Washington STEM	 WSOS - Discontinued Operations	 Interfund Eliminations	 Total
Cash Flows From Operating Activities:					
Change in net assets	\$	5,682,084	\$ 25,070,046	\$ -	\$ 30,752,130
Adjustments to reconcile change in net assets to					
net cash provided by (used in) by operating activities-					
Depreciation and amortization		8,541	10,190		18,731
Realized and unrealized gains on investments			(3,988,482)		(3,988,482)
Change in assets and liabilities:					(0,070)
Accounts receivable		66,138	(75,094)		(8,956)
Pledges receivable		(3,662,487)	(25,054,469)		(28,716,956)
State match receivable		42004	552,968		552,968
Prepaid expenses		-13091	26,993		13,902
Accounts payable		16,237	(4,857)		11,380
Grants payable		(1,055)	12 6 10		(1,055)
Accrued liabilities and other		75,807	13,640		89,447
Interfund receivables/payables		(9,847)	9,847		(5 101 242)
Scholarship liabilities			 (5,191,342)	 	 (5,191,342)
Net Cash Provided by (Used in) by Operating Activities		2,162,327	(8,630,560)		(6,468,233)
Cash Flows From Investing Activities:					
Purchase of investments			(6,563,837)		(6,563,837)
Sales of investments			15,086,752		15,086,752
Purchases of furniture, fixtures and equipment		(13,398)	 (1,380)	 	 (14,778)
Net Cash (Used in) Provided by Investing Activities		(13,398)	 8,521,535	 	 8,508,137
Net Change in Cash and Cash Equivalents		2,148,929	(109,025)		2,039,904
Cash and cash equivalents, beginning of year	1	3,306,457	 518,939	 	 3,825,396
Cash and Cash Equivalents, End of Year	\$	5,455,386	\$ 409,914	\$ -	\$ 5,865,300

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Significant Accounting Policies

Organization - Washington STEM (WA STEM) is a statewide education nonprofit helping to make systems work better for students of color, rural students, young women, and students experiencing poverty. We work to close critical gaps in postsecondary readiness, science, technology, engineering, and mathematics (STEM) engagement, and credential attainment so that all of Washington's students have the opportunity to embark on family-wage careers that lead to greater economic mobility. Washington STEM works from cradle to career across Washington with partners in every sector to identify and co-create systems-level solutions that remove barriers to education pathways and create more equitable access to STEM learning.

Washington STEM organizes its work through partnership, direct support, and advocacy.

<u>Partnership</u> - Washington STEM engages and invests in 10 regional Networks, a STEAM Collective of Puget Sound partners, and other regional advocates across the state to identify issues, to use data and research to inform solutions, and to scale policies and practices.

<u>Direct Support</u> - Washington STEM provides targeted community investments, co-created and open-source data and measurement tools, and technical partnership in the form of strategic plan development and implementation, cycles of learning and improvement, and models of scale.

<u>Advocacy</u> - Washington STEM identifies and champions transformative policy and agency solutions through educating decision and policy makers at the state level and storytelling focused on equity and systems change.

WSOS - Washington State Opportunity Scholarship (WSOS) is a public-private partnership established by the Washington State legislature in 2011 under the Revised Code of Washington (RCW) Title 28B.145, Opportunity Scholarship Act, to increase access to high-demand STEM and health care majors for low- and middle-income students through scholarships and academic support. The legislation describes in detail how the program is to be funded and administered. During the year ended December 31, 2021 and through August 31, 2022, WA STEM was the fiscal sponsor for WSOS (see Discontinued Operations); therefore, the balances and activity of the WSOS program through August 31, 2022 were included in the WA STEM financial statements.

During the year ended December 31, 2019, the Career and Technical Scholarship (CTS) was implemented to support students pursuing a certificate, apprenticeship, or associate degree in trade, STEM, and health care occupations at various community and technical colleges in the state, subject to various restrictions.

During the year ended December 31, 2020, the Rural Jobs Initiative (RJI) Scholarship was implemented within the CTS program to further support students located in rural counties in the state, subject to various restrictions.

During the year ended December 31, 2021, the Graduate Scholarship (GRD) was implemented to support students pursuing advanced health care degrees in Washington who plan to work in a medically underserved area when they graduate, subject to various restrictions.

The financial account balances and activities of WA STEM and WSOS, collectively, are referred to throughout these financial statements as "the Organization."

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Continued

Discontinued Operations - Effective February 1, 2017, the Board of WA STEM approved an interagency contract with the State of Washington's Washington Student Achievement Council (WSAC) and the WSOS Board of Directors for professional services whereby WA STEM served as Program Administrator to the WSOS program. The interagency contract expired August 31, 2022.

During the year ended December 31, 2021, the WA STEM and WSOS Boards mutually agreed to allow the current interagency contract to expire and the WSAC Board has engaged a new administrator for the WSOS program. The current interagency contract with WA STEM was extended to August 31, 2022, and the new program administrator assumed responsibility September 1, 2022. WA STEM continued to earn its administration fee throughout the remainder of the extended interagency contract and negotiated a fee for transition assistance. WA STEM had continuing involvement with WSOS as certain contributions and disbursements were handled by WA STEM through the transition of the cash accounts through October 2022.

The assets of WSOS consisted primarily of cash and investments reported at fair value, and pledges and State match receivable reported at their net realizable value. WSOS liabilities consisted primarily of scholarship commitments reported at their net present value. All WSOS assets and liabilities with the WSOS program transferred to the new fiscal sponsor and program administrator during the year ended December 31, 2022. This is shown as loss on transfer of program to a new program administrator on the statement of activities for the year ended December 31, 2022. The accounts and activities of WSOS are reported in the accompanying financial statements and identified as discontinued operations.

Employee Retention Tax Credit (ERTC) - In response to the COVID-19 pandemic, the U.S. Congress passed the CARES Act. Included in the CARES Act was the ERTC to encourage businesses and not-for-profit organizations impacted by COVID-19 to keep employees on their payroll. The ERTC is a refundable tax credit computed based on wages paid by the Organization. The Organization's accounting policy for the ERTC is to record revenue when the conditions of refundable tax credits are met. Total ERTC revenue recognized as other revenue during the year ended December 31, 2022, was \$324,726. No ERTC revenue was recognized during the year ended December 31, 2021.

Basis of Presentation - The financial statements of the Organization are presented on the accrual basis of accounting. Net assets, revenue, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified and reported as follows:

<u>Net Assets Without Donor Restrictions</u> - Net assets that are not subject to or are no longer subject to donorimposed restrictions.

<u>Net Assets With Donor Restrictions</u> - Net assets subject to donor-imposed restrictions that will be met either by actions of the Organization or passage of time.

Revenues are reported as increases in net assets without donor restrictions unless use of the related assets are limited by donor-imposed restrictions. Expenses are reported as decreases in net assets without donor restrictions. Gains and losses on investments and other assets and liabilities are reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulation or by law. Expirations of donor restrictions on net assets (i.e., the donor-stipulated purpose has been fulfilled or the stipulated time period has lapsed) are reported as reclassifications between the applicable classes of net assets.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Continued

Revenue Recognition -

<u>Grants and Contributions</u> - Grants, cost-reimbursement grants, and contributions from public and private funders, foundations, and others are recognized as revenue when the donor-imposed conditions, if any, have been met. Unconditional cash contributions are recorded as revenue in the period received, in accordance with donor restrictions. Unconditional promises to give (pledges) are recorded at fair value in the period the promise is received, in accordance with donor-imposed restrictions. In-kind contributions, including donated goods and certain services, are recognized at their fair values on the date received or pledged. Program grants are recorded as purpose-restricted revenue with release of restrictions upon incurring related expenses. Conditional contributions are recognized as revenue in the period in which the conditions have been satisfied.

WSOS receives private gifts that are matched by contributions to the program from the State of Washington, subject to meeting certain conditions.

<u>Contract Revenue</u> - WA STEM provides professional services to educational institutions, state agencies, and other organizations, including providing technical assistance and support, leading data and evaluation activities, and developing processes. Contract revenue also includes fees paid by sponsored programs, including WSOS, to WA STEM for administration of the programs. Revenue from contracts with customers is recognized over time as the service is provided. For cost-reimbursement contracts, the output method is used, whereby revenue is recognized as expenses are incurred under the contract. For flat-fee contracts, revenue is recognized ratably over the term of the contract. For contracts with milestone performance obligations, revenue is recognized when each performance obligation is met.

Contracts accounts receivable are included in accounts receivable on the statements of financial position as follows:

	 20	21			2022
	 January 1	D	ecember 31	D	ecember 31
Contract accounts receivable	\$ 382,514	\$	310,726	\$	380,087

<u>Other Revenue</u> - Program or seminar registration fees that are recognized at a point in time when the event occurs.

Cash and Cash Equivalents - The Organization considers all highly liquid investments purchased with an original maturity of three months or less, other than those held in the Organization's investment portfolio, to be cash equivalents.

Pledges Receivable - Pledges receivable, including unconditional promises to give, that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on these amounts are computed using risk-adjusted interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in revenue and support in the statements of activities and changes in net assets. Conditional promises to give are recognized when the conditions on which they depend are met. See Note 2.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Continued

Management provides for probable uncollectible amounts through a charge to revenues and a credit to a valuation allowance based on its assessment of the current status of individual accounts. Balances still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to pledges receivable.

Investments and Investment Income - Investments generally consist of bonds, treasury securities, money market funds, and commingled index and intermediate credit funds. Returns on investment, including unrealized gains and losses, are recognized in the period earned. Investment return is reported net of related fees.

Investment securities, in general, are exposed to various risks, including interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is possible that the value of these investments will fluctuate in the near term and that such changes could materially affect the amounts reported in the statements of financial position.

Furniture, Fixtures and Equipment - The Organization capitalizes furniture, fixtures and equipment with a value greater than \$2,500, at cost, or at fair value on the date received if donated. Depreciation is recorded on a straight-line basis over the estimated useful lives of the assets, ranging from four to seven years. Leasehold improvements are depreciated over the shorter of their useful life or the lease term.

Right-of-Use Asset and Lease Liability - Effective January 1, 2022, WA STEM adopted the new lease accounting guidance in Accounting Standards Update No. 2016-02, *Leases (Topic 842)* (ASC Topic 842) using the modified retrospective approach with comparative accounting periods continuing to be presented under previous lease guidance (ASC *Topic 840*). WA STEM has elected the package of practical expedients permitted in ASC Topic 842. Accordingly, the WA STEM accounted for its existing leases under the new guidance, without reassessing (a) whether the contract contains a lease under ASC Topic 842, (b) whether classification of the leases would be different in accordance with ASC Topic 842, or (c) whether the unamortized initial direct costs before transition would have met the definition of initial direct costs in ASC Topic 842 at lease commencement. Additionally, WA STEM did not elect the practical expedient to use hindsight in determining the lease term (that is, when considering lessee options to extend or terminate the lease and to purchase the underlying asset) and in assessing impairment of the entity's right-of-use (ROU) assets. As a result of the adoption of the new lease accounting guidance, the Organization recognized on January 1, 2022 (a) a lease liability of \$204,746, (b) a right-of-use asset of \$201,337, and (c) removal of deferred rent liabilities of \$3,409.

WA STEM determines if an arrangement contains a lease at inception. Operating leases are included in ROU assets and lease liabilities in the statement of financial position. ROU assets represent a right to use an underlying asset for the lease term and operating lease liabilities represent WA STEM's obligation to make lease payments arising from the lease. ROU assets and lease liabilities are recognized at the lease commencement date based on the present value of lease payments over the lease term. WA STEM's leases do not provide an implicit rate of return; thus, WA STEM uses the risk-free discount rate, determined using a period comparable with that of the lease term from the later of the lease commencement date or implementation date. Lease terms may include options to extend or terminate the lease when it is reasonably certain that WA STEM will exercise that option. Lease expense for lease payments is recognized on a straight-line basis over the lease term. A ROU asset and operating lease liability is not recognized for leases with an initial term of 12 months or less or when total lease payments are less than \$5,000.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Continued

Scholarship Liabilities - Scholarship liabilities for the WSOS program, which includes the baccalaureate, CTS, RJI, and GRD scholarships, are estimated using the number of students enrolled in the scholarship program and assumptions regarding retention rates, transfer rates, average spending year-by-year based on historical data, and award amounts. It is reasonably possible that the Organization's estimates used to calculate scholarship commitments will change in the near term. Scholarship liabilities due in subsequent years are reported at their present value, using risk-adjusted rates applicable to the year in which the liabilities were originally accrued. See Note 6.

The Organization does not consider its scholarship commitments to be conditional, and as such, it records the liability for scholarships when each new cohort is awarded. All scholarship commitments were transferred to a new program administrator prior to year end.

Grant and Investment Expense - The Organization awards cash and in-kind grants and contributions in the form of professional services and expertise to tax-exempt organizations to accelerate and support STEM education throughout Washington State. Grant and investment expense is recognized on the statements of activities and changes in net assets as program expense at the time an unconditional commitment is made by the Organization. Grants payable over more than one year are recorded at their discounted present value using a risk-adjusted rate of return. Changes in discounts are recognized over the period of the promise as adjustments to grant expense.

The Organization also makes grants and investments that are conditional upon the recipient organization achieving certain milestones. Conditional grants and investments are recognized as expense in the period the conditions have been satisfied. Conditional grants and investments outstanding at December 31, 2022 and 2021 totaled \$0 and \$1,800,000, respectively.

Vulnerability From Certain Concentrations - Financial instruments that potentially subject the Organization to concentrations of credit and market risk consist primarily of cash and cash equivalents. Cash and cash equivalents and investments held at financial institutions exceeded federally insured limits at times during the years ended December 31, 2022 and 2021. The uninsured balance of cash and cash equivalents for WA STEM was \$5,122,125 and \$5,205,386 for the years ended December 31, 2022 and 2021, respectively. The uninsured balance of cash and cash equivalents for WSOS was \$159,914 for the year ended December 31, 2021. WSOS cash and cash equivalent balance transferred prior to December 31, 2022.

For the Organization as a whole, for the year ended December 31, 2022, 51% of contribution revenue was from two donors and 90% of its pledges receivable were from one donor. For the year ended December 31, 2021, 82% of contribution revenue was from three donors and 88% of its pledges receivable were from two donors.

<u>WA STEM</u> - For the year ended December 31, 2022, 48% of the WA STEM contribution revenue was from two donors and 90% of its pledges receivable was from one donor. For the year ended December 31, 2021, 66% of the WA STEM contribution revenue was from two donors and 89% of its pledges receivable was from two donors.

<u>WSOS</u> - For the year ended December 31, 2022, 60% of the WSOS contribution revenue was from one donor and WSOS pledges receivable balance transferred prior to year end. For the year ended December 31, 2021, 93% of the WSOS contribution revenue was from three donors and 90% of the WSOS pledges receivable balance was from two donors.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 1 - Continued

Federal Income Tax Status - The Internal Revenue Service has determined the Organization to be a not-for-profit organization exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no provision for federal income tax has been made in these financial statements.

Methods Used for Allocation of Expenses Among Program and Support Functions - The financial statements report certain categories of expenses that are attributable to one or more program or supporting services of the Organization. Those expenses include personnel, rent, travel and conferences, information technology costs, insurance, and depreciation. Personnel costs are allocated based on a time and cost study of where efforts are made. Rent is allocated based off this personnel cost time study. All other costs are based on the benefit received through expenses directly attributable to each program or support function.

Use of Estimates - The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP) requires management to make estimates and assumptions that affect amounts reported in the financial statements. Actual results may differ from such estimates.

Note 2 - Pledges and State Match Receivable

Pledges receivable were as follows at December 31:

	Washir	-	WSOS - scontinued Operations	2022 Total
Pledges receivable expected in- Less than one year One to five years More than five years	\$ 1,466 31	,158 \$,200	- \$	\$ 1,466,158 31,200
	1,497	,358		1,497,358
Present value discount		(142)		(142)
Pledges Receivable	\$ 1,497	,216 \$		\$ 1,497,216

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 2 - Continued

	 Washington STEM	 WSOS - Discontinued Operations	 2021 Total
Pledges receivable expected in-			
Less than one year	\$ 2,493,873	\$ 6,693,214	\$ 9,187,087
One to five years	1,457,000	16,000,000	17,457,000
More than five years		 5,000,000	 5,000,000
	3,950,873	27,693,214	31,644,087
Present value discount	(1,572)	 (77,882)	 (79,454)
Pledges Receivable	\$ 3,949,301	\$ 27,615,332	\$ 31,564,633

Pledges receivable with due dates extending beyond one year were discounted using discount rates based on risk adjusted rates of return between 0.10% and 2.79% at December 31, 2022. An allowance for uncollectible pledges was not considered necessary at December 31, 2022 or 2021. As of the year ended December 31, 2022, \$66,667 of conditional pledges were outstanding related to in-kind contributions.

From time to time, the Organization receives contributions from its board members or their related organizations. Contributions from WA STEM board members totaled approximately \$101,000 and \$48,000 for the years ended December 31, 2022 and 2021, respectively. Contributions from WSOS board members totaled approximately \$9,276 and \$10,101,000 for the years ended December 31, 2022 and 2021, respectively. Pledges outstanding from WA STEM board members totaled approximately \$8,400 and \$2,000 at December 31, 2022 and 2021, respectively. Pledges outstanding from WSOS board members totaled \$10,050,000 at December 31, 2021. All WSOS pledges had been transferred to the new program administrator as of December 31, 2022.

<u>State Match Receivable Related to WSOS - Discontinued Operations</u> - The balance was as follows as of and for the years ended December 31:

	 2022	 2021
State match receivable, beginning balance State match revenue recognized Cash collected Adjustments to allowance Transferred out	\$ 118,687 8,371,104 (8,469,077) (20,714)	\$ 671,655 3,744,211 (4,231,748) (65,431)
State Match Receivable, Ending Balance	\$ 	\$ 118,687
State match receivable, gross Less allowance	\$ -	\$ 118,687
State Match Receivable, Net	\$ -	\$ 118,687

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 2 - Continued

State match receivable is recorded as revenue when the applicable conditions are met, which may not reflect the full amount awarded. The total amount of unrecognized State match receivable pending related to WSOS discontinued operations was transferred prior to December 31, 2022 (see Note 1). The total amount of unrecognized State match receivable pending was \$4,048,643 at December 31, 2021.

Note 3 - Investments - WSOS Discontinued Operations

Investments as presented in the statements of financial position related to WSOS discontinued operations consisted of the following at December 31:

	 2022	2021
Cash and cash equivalents Commingled equity index funds Commingled intermediate credit	\$ -	\$ 14,679,658 28,445,304 63,685,735
Total Investments	\$ -	\$ 106,810,697

The WA STEM Board and the WSOS Board approved the investment policies for WSOS investments. The investments are sourced from both private and public funds. These investment policies were guided by and are designed to comply with various State policies which govern the investment of State funds. All WSOS long-term investments are managed by the Washington State Investment Board (WSIB) prior to transfer in 2022 and 2021. The investment allocation is reviewed periodically based on program spending forecasts and other considerations.

Investment return related to WSOS discontinued operations is classified as follows for the years ended December 31:

	2022	 2021
Interest and dividends Realized and unrealized gains Investment fees	\$	\$ 35,233 3,993,041 (60,372)
Total Investment Return, Net	\$ (9,999,813)	\$ 3,967,902

Note 4 - Fair Value Measurements

Valuation Techniques - U.S. GAAP provides a consistent model for determining fair value measurements for financial assets and liabilities and identifies three levels of inputs that are available for measuring fair value. Financial assets and liabilities valued using Level 1 inputs are based on unadjusted quoted market prices within active markets. Financial assets and liabilities valued using Level 2 inputs are based primarily on quoted prices for similar assets or liabilities in active or inactive markets. Financial assets and liabilities using Level 3 inputs are primarily valued using management's assumptions about the assumptions market participants would utilize in pricing the asset or liability. Valuation techniques utilized to determine fair value are consistently applied.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 4 - Continued

The 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 December 31, 2022 or 2021:

Cash and Cash Equivalents - Valued at cost, which approximates fair value.

<u>Commingled Funds</u> - Valued based on the market prices of the underlying investments as determined by quoted market prices. The commingled funds are managed and held by the Washington State Investment Board (WSIB) and have no redemption restrictions.

Fair Values Measured on a Recurring Basis - Fair values of assets related to discontinued operations measured on a recurring basis were as follows:

	December 31, 2021					
	Level 1	Level 2	Level 3	Total		
Cash and cash equivalents Commingled equity index funds Commingled intermediate credit	\$ 14,679,658	\$ - 28,445,304 63,685,735	\$-	\$ 14,679,658 28,445,304 63,685,735		
Total Investments at December 31, 2021	\$ 14,679,658	\$ 92,131,039	<u>\$</u>	\$ 106,810,697		

There were no assets with fair values measured on a recurring basis at December 31, 2022.

Note 5 - Furniture, Fixtures and Equipment

Furniture, fixtures and equipment consisted of the following at December 31:

	 Washington STEM	 WSOS - ontinued perations	 2022 Total
Office equipment Furniture and fixtures Leasehold improvements	\$ 49,521 16,967 4,768	\$ -	\$ 49,521 16,967 4,768
Less accumulated depreciation	 71,256 (55,012)	 	 71,256 (55,012)
Furniture, Fixtures and Equipment, Net	\$ 16,244	\$ -	\$ 16,244

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 5 - Continued

	 Washington STEM	C	WSOS - Discontinued Operations		2021 Total
Office equipment	\$ 141,570	\$	36,565	\$	178,135
Furniture and fixtures	16,967		19,504		36,471
Leasehold improvements	 4,768				4,768
	163,305		56,069		219,374
Less accumulated depreciation	 (143,468)		(45,011)	1	(188,479)
Furniture, Fixtures and Equipment, Net	\$ 19,837	\$	11,058	\$	30,895

Depreciation was \$14,465 and \$18,731 for the years ended December 31, 2022 and 2021, respectively.

Note 6 - Scholarship Commitments Liability - WSOS Discontinued Operations

The WSOS program awards scholarships to qualifying students under the following programs:

<u>Baccalaureate Scholarship</u> - Supports students pursuing four-year degrees in STEM and health care-oriented majors at various institutions of higher education in the state, beginning as early as freshman year and continuing through graduation, which may be in year five or six, subject to various restrictions.

<u>Career and Technical Scholarship (CTS)</u> - Supports students pursuing a certificate, apprenticeship, or associate degree in trade, STEM, and health care occupations at various community and technical colleges in the state, subject to various restrictions.

<u>Rural Jobs Initiative (RJI)</u> - Supports students within the CTS program by providing additional funding to those who live in rural communities in Washington State.

<u>Graduate Scholarship (GRD)</u> - Supports students pursuing advanced health care degrees in Washington who plan to work in a medically underserved area upon graduation.

The WSOS program obligations were transferred to a new program administrator prior to year end (see Note 1).

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 7 - Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes or periods at December 31:

	 Washington STEM	 WSOS - continued perations	 2022 Total
Purpose and time restricted Purpose restricted	\$ 1,640,216 1,209,477	\$ -	\$ 1,640,216 1,209,477
Total Net Assets With Donor Restrictions	\$ 2,849,693	\$ 	\$ 2,849,693

	 Washington STEM	WSOS - Discontinued Operations	2021 Total
Purpose and time restricted Purpose restricted	\$ 4,018,894 1,571,689	\$ 27,733,921 86,587,394	\$ 31,752,815 88,159,083
Total Net Assets With Donor Restrictions	\$ 5,590,583	\$ 114,321,315	\$ 119,911,898

Note 8 - Office Space Agreement

Leases Under ASC Topic 840 - Effective February 1, 2017, the Organization leased office space for the WSOS program. Rent expense under the terms of the lease is approximately \$50,000 per year and will increase by 4% per year through the five-year term of the lease, through 2022. This lease obligation was transferred as part of discontinued operations.

In July 2010, the Organization entered into a commercial office license agreement for WA STEM's office facilities. The original license agreement was for five years and has been subsequently amended several times. The agreement extends through September 30, 2023.

Facilities expense incurred under the office license agreement totaled \$164,095 for the year ended December 31, 2021. Facilities expense incurred under the WSOS leased office space totaled \$53,636 for the year ended December 31, 2021.

Leases Under ASC Topic 842 - WA STEM leases office space from a related party under a long-term lease agreement with a 180-day cancellation notice which expires as of September 30, 2023. WA STEM is reasonably certain they will not use the cancellation option prior to the expiration of the lease. Additionally, the lease includes payments for common area maintenance that are considered variable lease payments and are excluded from determining the lease liability.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 8 - Continued

Future minimum payments required under lease as of December 31, 2022, are as follows:

	 Operating
2023	\$ 89,309
Total undiscounted cash flows Less present value discount	 89,309 (205)
Total Lease Liabilities	\$ 89,104

The components of lease expense for the year ended December 31, 2022 are as follows:

Operating lease cost Variable lease cost Short-term and other lease costs	\$ 115,642 51,885 358
Total Leasing Expense	\$ 167,885

Supplemental cash flow related to leases as of December 31, 2022 is as follows:

Cash paid for amounts included in the measurement of lease liabilities- Operating cash flows from operating leases	\$ 112,242
Right-of-use assets obtained in exchange for new operating lease liabilities	201,337
Weighted-average remaining lease term - operating lease	9 months
Weighted-average discount rate - operating lease	0.60%

Note 9 - Retirement Plan

The Organization sponsors a 401(k) employee benefit retirement plan (the Plan) covering all full-time employees who have completed one month of service. Participating employees may make voluntary contributions, and the Organization makes matching contributions equal to 100% of the first 3% of an employee's elective salary deferral, and then 50% of the elective salary deferral in excess of 3% to a maximum of 5%, for a total possible match of 4%. These matching contributions vest immediately. The Organization may also elect to make discretionary contributions to participants pending board approval; however, no such contributions were made for the years ended December 31, 2022 or 2021.

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 9 - Continued

The Organization's matching contributions to the Plan are as follows for the years ended December 31:

	 WA STEM	[WSOS - Discontinued Operations	 2022 Total
Total matching contributions	\$ 111,726	\$	56,133	\$ 167,859
	WA STEM		WSOS - Discontinued Operations	2021 Total
Total matching contributions	\$ 103,503	\$	76,486	\$ 179,989

Note 10 - Liquidity and Availability of Financial Assets

The Organization regularly monitors liquidity to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds in a money market account. WA STEM has various sources of liquidity at its disposal, including cash and cash equivalents, contracts receivable and pledges receivable. WA STEM is supported by both time and purpose restricted contributions from donors.

For purposes of analyzing resources available to meet general expenditures over a 12-month period, WA STEM considers all expenditures related to its ongoing activities of advancing innovation, policy and advocacy efforts, convening education, business and civic leaders as well as grants and investments undertaken to support those activities to be general expenditures. In addition to financial assets available to meet general expenditures over the next 12 months, WA STEM anticipates collecting sufficient revenue to cover general expenditures not covered by donor-restricted resources.

Including all financial assets, as of December 31, 2022, the Organization has a working capital surplus of approximately \$7,100,000 and average cash on hand of just over 10 months.

Financial assets available for general expenditure within one year of December 31, 2022 consists of the following:

	 WA STEM	 WSOS - Discontinued Operations	 2022 Total
Cash and cash equivalents Accounts receivable Current portion of pledge receivables, net	\$ 5,372,125 524,423 1,466,158	\$ -	\$ 5,372,125 524,423 1,466,158
Financial Assets Available to Meet General Expenditures Within One Year	\$ 7,362,706	\$ 	\$ 7,362,706

Notes to Financial Statements For the Years Ended December 31, 2022 and 2021

Note 10 - Continued

Financial assets available for general expenditure within one year of December 31, 2021 consisted of the following:

	 WA STEM	 WSOS - Discontinued Operations	 2021 Total
Cash and cash equivalents	\$ 5,455,386	\$ 409,914	\$ 5,865,300
Accounts receivable	316,508	137,998	454,506
Interfund receivable	44,804		44,804
Current portion of pledge receivables, net	2,493,873	6,693,214	9,187,087
State match receivable, net		118,687	118,687
Short-term portion of investments		10,434,689	10,434,689
Less cash limited as to use	 (200,000)	 	 (200,000)
Financial Assets Available to Meet General			
Expenditures Within One Year	\$ 8,110,571	\$ 17,794,502	\$ 25,905,073

Note 11 - Subsequent Events

The Organization has evaluated subsequent events through March 29, 2023, the date on which the financial statements were available to be issued, and has determined that no adjustments are necessary to the amounts reported in the accompanying financial statements nor have any events occurred, the nature of which would require disclosure.

SUPPLEMENTARY INFORMATION

Schedule of Functional Expenses - Washington STEM Program For the Year Ended December 31, 2022

		Supporting Services							
	 Program Services		Management and General Fundraising				Total Supporting Services	Tota	
Grants and investments	\$ 1,797,213	\$	-	\$	-	\$	-	\$	1,797,213
Salaries, taxes and benefits	2,222,278		903,962		394,716		1,298,678		3,520,956
Consultants and professional services	180,136		164,888		19,976		184,864		365,000
Convenings, conferences and travel	66,769		13,970		777		14,747		81,516
Operating costs	 184,292		186,737		38,648		225,385		409,677
Total expenses for the WA STEM program	4,450,688		1,269,557		454,117		1,723,674		6,174,362
Less costs reimbursed by the WSOS program	 		(479,064)				(479,064)		(479,064)
Total Expenses for the WA STEM Program, Net of Costs Reimbursed By the WSOS Program	\$ 4,450,688	\$	790,493	\$	454,117	\$	1,244,610	\$	5,695,298

Schedule of Functional Expenses - Washington State Opportunity Scholarship (WSOS) Discontinued Program For the Year Ended December 31, 2022

	Program Services	Management and General	Fundraising	Total Supporting Services	Total
Scholarships	\$ 15,369,192	\$-	\$-	\$-	\$ 15,369,192
Salaries, taxes and benefits	1,285,189	115,683	346,032	461,715	1,746,904
Consultants and professional services	230,436	662,295	90,610	752,905	983,341
Convenings, conferences and travel	5,120	8,363	20,290	28,653	33,773
Operating costs	75,642	30,152	33,262	63,414	139,056
Total Expenses for the WSOS Program	\$ 16,965,579	\$ 816,493	\$ 490,194	\$ 1,306,687	\$ 18,272,266