

SQUASHBUSTERS, INC.

FINANCIAL STATEMENTS
YEAR ENDED AUGUST 31, 2013

SQUASHBUSTERS, INC.

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Board of Directors
Squashbusters, Inc.
795 Columbus Avenue
Roxbury Crossing, MA 02120-2108

Re: Independent Auditor's Report

Ladies and Gentlemen:

Report on Financial Statements

We have audited the accompanying financial statements of Squashbusters, Inc. (a Massachusetts nonprofit organization), which comprise the statement of financial position as of August 31, 2013, and the related statement of activities and changes in net assets, cash flows, and functional expenses for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

An audit includes performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Squashbusters, Inc. at August 31, 2013, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Respectfully submitted,

DI PESA AND COMPANY

Di Pesa & Company

Certified Public Accountants
Quincy, Massachusetts
March 13, 2014

Presidents Place
1250 Hancock Street
Suite 705 North
Quincy, MA 02169

E-mail

DDiPesa@DIPESACPA.com

Telephone

617-786-7775

Fax

617-786-9919

Website

www.DIPESACPA.com

SQUASHBUSTERS, INC.

**STATEMENT OF FINANCIAL POSITION
AUGUST 31, 2013**

ASSETS

CURRENT ASSETS

Cash and Cash Equivalents	\$ 344,775
Contributions Receivable	2,500
Prepaid Expense	<u>6,580</u>
<u>TOTAL CURRENT ASSETS</u>	<u>353,855</u>

INVESTMENTS

Board Designated	4,269,387
Temporarily Restricted	1,296,015
Permanently Restricted	<u>2,637,318</u>
<u>TOTAL INVESTMENTS</u>	<u>8,202,720</u>

PROPERTY AND EQUIPMENT

Property and Equipment, at Cost	5,957,659
Less: Accumulated Depreciation	<u>(1,201,508)</u>
Net Property and Equipment	<u>4,756,151</u>

TOTAL ASSETS

\$ 13,312,726

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Accrued Expenses	\$ <u>12,500</u>
<u>TOTAL CURRENT LIABILITIES</u>	<u>12,500</u>

NET ASSETS

Unrestricted:	
Operating	5,097,506
Board Designated	<u>4,269,387</u>
Total Unrestricted	9,366,893
Temporarily Restricted	1,296,015
Permanently Restricted	<u>2,637,318</u>
<u>TOTAL NET ASSETS</u>	<u>13,300,226</u>

TOTAL LIABILITIES AND NET ASSETS

\$ 13,312,726

See accompanying notes to financial statements.

SQUASHBUSTERS, INC.

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED AUGUST 31, 2013

	<u>Unrestricted Net Assets</u>	<u>Temporarily Restricted Net Assets</u>	<u>Permanently Restricted Net Assets</u>	<u>Total Net Assets</u>
<u>SUPPORT AND REVENUE</u>				
Contributions, Gifts and Grants	\$ 827,905	\$ -	\$ -	\$ 827,905
Reimbursed Program Expenses	9,653	-	-	9,653
Special Events	748,098	-	-	748,098
Investment Income				
Interest Income	133	26	-	159
Dividend Income	85,513	85,513	-	171,026
Realized Gains	82,554	82,555	-	165,109
Unrealized Gains	63,122	63,123	-	126,245
Investment Expenses	(26,254)	(26,255)	-	(52,509)
Net Assets Released from Restrictions				
Satisfaction of Donor Restrictions	<u>124,157</u>	<u>(124,157)</u>	<u>-</u>	<u>-</u>
<u>TOTAL SUPPORT AND REVENUE</u>	1,914,881	80,804	-	1,995,685
<u>FUNCTIONAL EXPENSES</u>				
Program Services	886,079	-	-	886,079
Fundraising	184,065	-	-	184,065
Management and General	<u>370,285</u>	<u>-</u>	<u>-</u>	<u>370,285</u>
<u>TOTAL FUNCTIONAL EXPENSES</u>	<u>1,440,429</u>	<u>-</u>	<u>-</u>	<u>1,440,429</u>
<u>CHANGE IN NET ASSETS</u>	474,452	80,804	-	555,256
<u>NET ASSETS - BEGINNING OF YEAR</u>	<u>8,892,441</u>	<u>1,215,211</u>	<u>2,637,318</u>	<u>12,744,970</u>
<u>NET ASSETS - END OF YEAR</u>	<u>\$ 9,366,893</u>	<u>\$ 1,296,015</u>	<u>\$ 2,637,318</u>	<u>\$ 13,300,226</u>

See accompanying notes to financial statements

SQUASHBUSTERS, INC.

**STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED AUGUST 31, 2013**

	<u>Program Services</u>	<u>Fundraising</u>	<u>Management and General</u>	<u>Total</u>
<u>EXPENSES</u>				
Payroll	\$ 653,585	\$ 94,396	\$ 102,950	\$ 850,931
Depreciation Expense	-	-	134,988	134,988
Program Expenses	106,569	-	-	106,569
Employee Benefits	58,768	8,916	9,724	77,407
Payroll Taxes	54,614	9,893	10,790	75,297
Event Expenses	-	52,061	-	52,061
Insurance Expense	-	-	35,299	35,299
Telephone and Internet Services	-	-	15,941	15,941
Financial Fees	-	-	15,284	15,284
Professional Fees	-	-	14,500	14,500
Occupancy Expense	-	-	7,898	7,898
Contract Services	12,543	-	-	12,543
Postage and Printing	-	8,152	3,837	11,989
Human Resource Consultant	-	-	6,480	6,480
Supplies	-	643	5,444	6,087
Recognition & Appreciation	-	5,402	-	5,402
Database Management	-	4,460	-	4,460
Equipment Rental	-	-	3,042	3,042
Meetings and Conferences	-	142	2,391	2,533
Holiday Event	-	-	1,368	1,368
Advertising and Recruiting	-	-	350	350
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
<u>TOTAL EXPENSES</u>	<u>\$ 886,079</u>	<u>\$ 184,065</u>	<u>\$ 370,285</u>	<u>\$ 1,440,429</u>

See accompanying notes to financial statements

SQUASHBUSTERS. INC.

**STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED AUGUST 31, 2013**

CASH FLOWS PROVIDED BY OPERATING ACTIVITIES

Change in Net Assets	\$ 555,256
Adjustments to Reconcile Changes in Net Assets to Net Cash Provided (Used) By Operating Activities	
Depreciation	134,988
Gain on Sale of Investments	(165,109)
Unrealized Gain on Investments	(126,245)
(Increase) Decrease in Assets:	
Contributions Receivable	(2,500)
Prepaid Expenses	(705)
Increase (Decrease) in Liabilities:	
Accounts Payable and Accrued Expenses	<u>(7,500)</u>

NET CASH PROVIDED BY OPERATING ACTIVITIES **388,186**

CASH FLOWS PROVIDED (USED) BY INVESTING ACTIVITIES

Purchase of Investments	(3,903,115)
Sale of Investments, Net of Dividend Reinvestments	3,607,206
Purchase of Property and Equipment	<u>(80,147)</u>

NET CASH USED BY INVESTING ACTIVITIES **(376,056)**

NET INCREASE IN CASH AND CASH EQUIVALENTS **12,130**

CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR **332,645**

CASH AND CASH EQUIVALENTS, END OF YEAR **\$ 344,775**

See accompanying notes to financial statements.

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

1. **NATURE OF OPERATION**

Squashbusters, Inc. (the Organization), a Massachusetts nonprofit organization, is a sports-based after-school youth enrichment program with locations in Boston and Lawrence, Massachusetts. The Organization uses the sport of squash, in combination with academic enrichment, homework tutoring, community service, school counseling and placement, and summer opportunities to improve the lives of youth in Boston and Lawrence. Serving more than 500 young people since its inception in 1996, Squashbusters, Inc. aims to ensure that all of its students graduate from high school, and matriculate to and graduate from college. By doing so, its students grow to become healthy, civic-minded, educated adults. The Organization aims to transform the lives of their students and the communities in which they live. Squashbusters, Inc. receives the majority of its support through donor contributions.

2. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

A. **Financial Statement Presentation**

The accompanying financial statements have been prepared on the accrual basis of accounting. The Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, which represents the expendable resources that are available for operations at management's discretion; temporarily restricted net assets, which represents resources restricted by donors as to purpose or by the passage of time; and permanently restricted net assets, which represents resources whose use by the Organization is limited by donor-imposed stipulations that neither expire by passage of time nor can be fulfilled or otherwise removed by actions of the Organization.

B. **Contributions and Donor Restrictions**

The Organization reports use-restricted contributions as restricted support, if received with donor stipulations that limit, specify or otherwise restrict the use of such contributions. Either temporarily or permanently restricted net assets are increased, as appropriate. When donor restrictions expire, either by funds for the specified purpose or by expiration of time restrictions, temporarily restricted net assets are reclassified as unrestricted and reported in the statement of activities as net assets released from restrictions. The donors of permanently restricted net assets may permit the Organization to use all or part of the income earned on any related investments for general or specific purposes.

C. **Contributions Receivable**

Contributions receivable represent unconditional promises to give. Unconditional promises are carried at an amount equal to uncollected revenue less an allowance for doubtful accounts.

NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013

C. **Contributions Receivable** (Continued)

The Organization provides an allowance for doubtful accounts equal to estimated bad debt losses. In determining this allowance, objective evidence that a single receivable is uncollectible as well as a historical pattern of collections of receivables that indicate the receivables may not be collectible is considered at each statement of financial position date.

D. **Investments**

Investments in securities with readily determinable fair values are valued at their fair values in the statement of financial position. Investment income or loss (including gains and losses on investments, interest, and dividends) is included in the statement of activities as an increase or decrease in unrestricted net assets unless the income or loss is restricted by donor or by law. Investment income or loss (including gains and losses on investments, interest and dividends) on permanently restricted net assets is included in the statement of activities as an increase or decrease in temporarily restricted net assets until designated by the board of directors.

Investments consist of permanently restricted net assets and related unappropriated earnings as well as unrestricted net assets designated by the board of directors to provide investment income for the long-term benefit of the Organization. Board designated investments and related investment income are recorded as unrestricted net assets.

E. **Concentrations of Credit Risk**

The Organization is exposed to credit and market risk on its cash and cash equivalents, contributions receivable and investments. The Organization maintains cash and cash equivalents at certain financial institutions in amounts which exceed federally insured limits. The Organization's bank account exceeds the federally insured limit by \$129,468 as of August 31, 2013.

Contributions receivable consist primarily of amounts due from individuals, corporations, and foundations in the Greater Boston area. Risk is mitigated by the number and credit worthiness of contributors.

Investments have been diversified among issuers, industries, and geographic regions in order to manage market risks.

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

2. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES** (Continued)

F. **Fair Value Measurements**

Certain expanded disclosures are required regarding the sources of how the fair value of certain financial assets and liabilities are measured by establishing a fair value hierarchy that prioritizes inputs used to measure fair value. Such assets consist of items carried at fair value on a recurring basis and consist primarily of investments and financial instruments which are valued based upon quoted prices in active or brokered markets for identical or similar assets or liabilities.

The fair value measurement hierarchy is as follows:

- Level 1 – Quoted market prices for identical assets
- Level 2 – Significant other observable inputs
- Level 3 – Significant unobservable inputs

All of the Organization's inputs for investments are Level 1 inputs.

G. **Statements of Cash Flows**

For the purpose of the statements of cash flows, cash is considered to be the cash balance used in operations and shown on the statement of financial position and may include cash equivalents purchased with original maturities of three months or less.

H. **Property and Equipment**

Property and equipment is stated at cost. Amounts of \$1,000 or more are capitalized. Depreciation is computed using the straight-line method over the assets' useful lives. Depreciation expense of \$134,988 has been recorded for the year ended August 31, 2013.

I. **Income Taxes**

The Organization is a not-for-profit charitable organization and is exempt from Federal and state income taxes under the Internal Revenue Service Code Section 501(c)(3).

Uncertain Tax Positions

Management has evaluated significant tax positions against the criteria established by professional standards and believes there are no such tax positions requiring accounting recognition in the financial statements. Management does not believe its evaluation of tax positions will significantly change within twelve months of August 31, 2013. Any changes in tax positions will be recorded when the ultimate outcome becomes known. The Organization's income tax returns are subject to examination by taxing authorities generally for the years ended August 31, 2012, 2011 and 2010.

NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013

2. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES** (Continued)

J. **Use of Estimates**

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses for the reporting period. Actual results may differ from those estimates.

K. **Management's Review of Subsequent Events**

Management has reviewed and evaluated transactions and events ("subsequent events") after the statement of financial position date, August 31, 2013, and up to and including March 13, 2014, the date the financial statements were available to be issued. The objective of this review was to determine if any events occurred subsequent to August 31, 2013 which provided additional evidence of events which may have required recognition or disclosure in the accompanying financial statements. In management's opinion, no events have occurred which require recognition or disclosure in the financial statements.

3. **PROMISES TO GIVE**

Contributions receivable are unconditional promises to give, and consist of a receivable of \$2,500 due within one year.

4. **INVESTMENTS**

Investments are stated at fair value and consist of the following:

	<u>Fair Value</u>	<u>Cost</u>	<u>Unrealized Gain (Loss)</u>
Cash and Cash Equivalents	\$ 198,155	\$ 198,155	\$ -
Treasury Mutual Funds	208,250	201,674	6,576
Equity Mutual Funds	2,429,602	2,060,123	369,479
Bond Mutual Funds	2,422,627	2,298,144	124,483
Commodity Mutual Funds	292,167	266,958	25,209
Real Estate Mutual Funds	190,082	171,343	18,739
International Mutual Funds	<u>2,461,837</u>	<u>2,513,048</u>	<u>(51,211)</u>
	<u>\$8,202,720</u>	<u>\$7,709,445</u>	<u>\$ 493,275</u>

The following table shows the gross unrealized losses that are not deemed to be other-than temporarily impaired, and the fair value of investments aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position at August 31, 2013.

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

4. **INVESTMENTS** (Continued)

<u>\$(in 000's)</u> <u>Description of</u> <u>Securities</u>	<u>Less Than 12 Months</u>		<u>12 Months or Greater</u>		<u>Total</u>	
	<u>Fair</u> <u>Value</u>	<u>Unrealized</u> <u>Loss</u>	<u>Fair</u> <u>Value</u>	<u>Unrealized</u> <u>Loss</u>	<u>Fair</u> <u>Value</u>	<u>Unrealized</u> <u>Loss</u>
Mutual Funds:						
International	\$ 772	\$70	\$395	\$60	\$1,167	\$130
Bond	<u>1,760</u>	<u>10</u>	<u>-</u>	<u>-</u>	<u>1,760</u>	<u>10</u>
Total	\$2,532	\$80	\$395	\$60	\$2,927	\$140

5. **ENDOWMENT**

The Organization's endowment consists of one fund established to support the Organization's mission in perpetuity. The endowment includes both donor-restricted endowment funds and funds designated by the Board to function as endowments. The net assets associated with endowment funds, including funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

Board's Interpretation of Massachusetts' Uniform Prudent Management of Institutional Funds Act (UPMIFA)

The Board has interpreted the UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted contribution absent explicit donor stipulations to the contrary. As a result, the Organization classifies the following as permanently restricted net assets:

- a) The original value of the 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.

The remaining portion of the donor-restricted endowment that is not classified as permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

Appropriation Policy

The Organization considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- a) The duration and preservation of the fund
- b) The purposes of the Organization and the donor-restricted endowment fund
- c) General economic conditions
- d) The possible effect of inflation and deflation
- e) The expected total return from income and the appreciation of investments
- f) Other resources of the Organization
- g) The investment policies of the Organization

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

5. **ENDOWMENT** (Continued)

Investment Policy

The investment policy provides broad guidelines that apply to the long-term management of the endowment's investment portfolio. The endowment is intended to provide operating support to the Organization in perpetuity. Therefore, the endowment is invested broadly across asset classes with long-term horizons in accordance with investment policy guidelines.

Funds are invested for total return, consistent with prudent investment management and the control of investment risk. Total return, as used herein, includes interest and dividends as well as realized and unrealized gains and losses on investments. In addition, investments are made with the goal of preserving and enhancing principal over time. The Organization expects its endowment funds to generate a real rate of return (after inflation) of at least five percentage points per year. In order to mitigate investment risks, funds will be diversified among various investment classifications in accordance with guidelines outlined by the Board. The Board's investment policies and objectives are based on a three to five year timeline. There will be deviations from performance targets on a year-to-year basis.

The Organization's goal is to meet its current cash flow needs through non-restricted contributions and grow the endowment through the re-investment of endowment income. If non-restricted contributions are insufficient to meet the Organization's objectives, the endowment may be used to support the operations of the Organization. The Board may designate a one-time or annual draw in accordance with the Organization's appropriation policy. The endowment maintains appropriate liquidity to meet these potential withdrawals.

The fund is allowed to invest in derivatives only to hedge exposure to certain risks, not as leverage or speculation. The fund is not allowed to invest in privately placed or non-marketable debt, restricted stock, direct investment in commodities, short sales, or direct investments in private placements, real estate, oil and gas venture capital, or funds comprised thereof.

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Organization to retain as a fund of perpetual duration. Deficiencies of this nature are reported as reductions in unrestricted net assets. There were no deficiencies in donor-restricted endowment funds as of August 31, 2013.

Changes in endowment net assets are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Endowment net assets, beginning	\$ 3,889,427	\$ 1,091,054	\$ 2,637,318	\$ 7,617,799
Investment income, gains and losses:				
Interest income	25	25	-	50
Dividend income	85,513	85,513	-	171,026
Gain on sale of investments	82,554	82,555	-	165,109
Unrealized gain on investments	63,122	63,123	-	126,245

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

5. **ENDOWMENT** (Continued)

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Investment income, gains and losses:				
Investment expenses	(26,254)	(26,255)	-	(52,509)
Total investment return	204,960	204,961	-	409,921
Contributions and transfers	175,000	-	-	175,000
Endowment net assets, ending	<u>\$ 4,269,387</u>	<u>\$ 1,296,015</u>	<u>\$ 2,637,318</u>	<u>\$ 8,202,720</u>

Composition of endowment net assets are as follows:

	<u>Unrestricted</u>	<u>Temporarily Restricted</u>	<u>Permanently Restricted</u>	<u>Total</u>
Donor-restricted endowment funds	\$ -	\$ 1,296,015	\$ 2,637,318	\$ 3,933,333
Board-designated endowment funds	4,269,387	-	-	4,269,387
	<u>\$ 4,269,387</u>	<u>\$ 1,296,015</u>	<u>\$ 2,637,318</u>	<u>\$ 8,202,720</u>

6. **LEASE COMMITMENTS**

The Organization leases its facilities under an operating lease agreement which expires in June 2053. Rent expense is \$100 per year. The lease may be extended for two additional terms of twenty-four and one half years each. In lieu of fair market rental, the Organization is required to share in the construction costs of the building. The Organization's construction payments of \$5,741,581 have been capitalized as leasehold improvements. The 18,348 square feet of space consists of leased office, classroom, and squash facilities. The property owner is entitled to fifty percent of the weekly squash court and classroom time. The Organization is required to use all or substantially all of the premises for a minimum of twenty hours per week on a continuous basis. In the event any continuous eighteen month period exists during which the Organization is not using or occupying the premises, then the Organization shall be deemed to have abandoned the premises and the property owner shall have the right to recapture the premises and terminate the lease without payment to the Organization. The property owner shall manage the property and pay for all costs of its operation, including capital repairs, improvements, replacements, janitorial services and utilities, during the initial term of the lease. During the two extension periods, the Organization shall pay fifty percent of the cost of operation of the premises. The Organization is required to set aside money in a capital expenditure collateral account to pay for these future costs. The capital expenditure collateral account shall be the property of the Organization. Upon exercising the lease extension, the Organization will relinquish control of the capital expenditure collateral account to the property owner beginning on the first day of the extension period. The Organization is not required to fund the capital expenditure collateral account until July 2033, at which point they must contribute an amount equal to \$4.87 per square foot of leased space.

**NOTES TO FINANCIAL STATEMENTS
AUGUST 31, 2013**

7. TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets at August 31, 2013 consist of accumulated investment income on permanently restricted net assets in the amount of \$1,296,015.

8. PERMANENTLY RESTRICTED NET ASSETS

Permanently restricted net assets consists of one fund to support the Organization's mission in perpetuity. All permanently restricted net assets are included in investments at August 31, 2013.

9. RETIREMENT PLAN

The Organization has a defined contribution profit sharing plan which qualifies under Section 401(k) of the Internal Revenue Code (IRC). Under the Plan, employees meeting certain requirements may elect to contribute a percentage of their salary up to the maximum limits allowed by the IRC. Employer contributions and plan expense totaled \$28,325 in 2013.