FINANCIAL STATEMENTS

Years Ended December 31, 2018 and 2017

ANDERSON GROUP CERTIFIED PUBLIC ACCOUNTANTS, LLC

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Partners Kristen P. Gose, CPA Alyce Chapman, CPA

INDEPENDENT AUDITOR'S REPORT

To The Board of Directors Metafoundation dba Post Carbon Institute Corvallis, Oregon

We have audited the accompanying financial statements of Metafoundation dba Post Carbon Institute (the "Institute"), an Oregon not-for-profit corporation, which are comprised of the statement of financial position as of December 31, 2018 and 2017, and the related statements of activities, functional expenses and cash flows for the years 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 the 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 involves 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 that 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 the Institute as of December 31, 2018 and 2017, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

April 30, 2019

Anderson George CPAs, LLC

METAFOUNDATION dba POST CARBON INSTITUTE Statement of Financial Position As of December 31,

	2018		2017		
ASSETS Current Assets Cash and Cash Equivalents Certificates of Deposit	\$	351,076 101,609	\$	436,760	
Investments Contributions Receivable Grants Receivable Inventories		40,042 200,000		25,625 320,000	
Prepaid Expenses		9,956		8,860	
Total Current Assets		702,683		791,245	
Property and Equipment Computers Furniture and Equipment		31,418 9,736		25,998 8,849	
Total Property and Equipment Less: Accumulated Depreciation		41,154 (35,064)		34,847 (33,648)	
Net Property and Equipment		6,090		1,199	
Other Assets Grants Receivable - Long Term Deposits		1,000		200,000 1,000	
Total Other Assets		1,000		201,000	
TOTAL ASSETS	\$	709,773	\$	993,444	
LIABILITIES Current Liabilities Accounts Payable Accrued Vacation	\$	6,007 16,304	\$	6,367 13,224	
Total Current Liabilities		22,311		19,591	
TOTAL LIABILITIES	\$	22,311	\$	19,591	
NET ASSETS Without Donor Restrictions With Donor Restrictions	\$	477,462 10,000	\$	348,853	
Purpose Restrictions Time-Restricted For Future Periods		200,000		625,000	
Total Net Assets With Donor Restrictions		210,000		625,000	
TOTAL NET ASSETS		687,462		973,853	
TOTAL LIABILITIES AND NET ASSETS	\$	709,773	\$	993,444	

See accompanying notes to financial statements. 2

METAFOUNDATION dba POST CARBON INSTITUTE Statement of Activities and Changes in Net Assets For the Year Ended December 31, 2018

	Uni	estricted	Temporarily Restricted		Total
SUPPORT AND REVENUE					
Foundation and Community Grants Contributions Publication Revenue Fees and Other Income Investment Income Net Assets Released from Restrictions	\$	283,018 61,061 8,140 32,626 1,870 425,000	\$	10,000 - - - - (425,000)	\$ 293,018 61,061 8,140 32,626 1,870
Total Support and Revenue		811,715		(415,000)	396,715
EXPENSES					
Program Services The Energy Transition Community Resilience Essays & Articles		140,468 294,116 76,310		- - -	140,468 294,116 76,310
Total Program Services		510,894		-	510,894
General and Administrative Fundraising		90,681 81,531		-	90,681 81,531
Total Supporting Services		172,212	·	-	 172,212
Total Expenses		683,106		-	683,106
Change in Net Assets		128,609		(415,000)	(286,391)
Net Assets, Beginning of the Year		348,853		625,000	973,853
Net Assets, End of the Year	\$	477,462	\$	210,000	\$ 687,462

METAFOUNDATION dba POST CARBON INSTITUTE Statement of Activities and Changes in Net Assets For the Year Ended December 31, 2017

Un	Temporarily Restricted			Total	
\$	435,099 57,922 10,881 21,858 1,101 115,000	\$	525,000 - - - - (115,000)	\$	960,099 57,922 10,881 21,858 1,101
	641,861		410,000		1,051,861
	178,961 307,541 4,253 60,707		- - - -		178,961 307,541 4,253 60,707
	551,462		-		551,462
	108,524 52,885		-		108,524 52,885
	161,409		-		161,409
	712,871		-		712,871
	(71,010)		410,000		338,990
	419,863		215,000		634,863
\$	348,853	\$	625,000	\$	973,853
	\$	57,922 10,881 21,858 1,101 115,000 641,861 178,961 307,541 4,253 60,707 551,462 108,524 52,885 161,409 712,871 (71,010) 419,863	\$ 435,099 \$ 57,922 10,881 21,858 1,101 115,000 641,861	Unrestricted Restricted \$ 435,099 \$ 525,000 57,922 - 10,881 - 21,858 - 1,101 115,000 - (115,000) 641,861 410,000 410,000 641,861 410,000 - 307,541 - 4,253 - 60,707 551,462 - 52,885 161,409 - 712,871 - (71,010) 410,000 419,863 215,000	Unrestricted Restricted \$ 435,099

Statement of Functional Expenses

For the Year Ended December 31, 2018

	F	Program Service:	S		Supporting So	ervices	s			
	The			Total			Total			
	Energy	Community	Essays &	Program	General and	Fund-	Supporting	Total		
	<u>Transition</u>	Resilience	Articles	Services	Administrative	Raising	Services	Expenses		
Compensation	\$ 99,307	\$ 196,809	\$ 62,456	\$ 358,572	\$ 62,340	\$65,607	\$ 127,947	\$ 486,519		
Employee benefits	8,293	15,403	4,135	27,831	4,843	4,073	8,916	36,747		
Payroll taxes	7,970	15,684	5,089	28,743	5,089	5,139	10,228	38,971		
Total Personnel Costs	115,570	227,896	71,680	415,146	72,272	74,819	147,091	562,237		
Bank/Credit Card Charges	_	_	-	_	3,274	-	3,274	3,274		
Contract Services	13,776	41,510	25	55,311	9,500	100	9,600	64,911		
Creative and	•	•		ŕ	,		,	•		
Media Communication	1,261	5,488	291	7,040	339	287	626	7,666		
Depreciation	288	614	160	1,062	184	170	354	1,416		
Insurance	860	1,584	426	2,870	499	415	914	3,784		
Office Expenses	567	970	173	1,710	1,177	159	1,336	3,046		
Postage and Shipping	581	96	18	695	14	51	65	760		
Occupancy	2,892	5,312	1,430	9,634	1,667	1,404	3,071	12,705		
Supplies	1,975	4,429	1,119	7,523	1,083	874	1,957	9,480		
Travel and Entertainment	1,250	3,565	277	5,092	88	2,760	2,848	7,940		
Telephone and Internet	1,448	2,652	711	4,811	584	492	1,076	5,887		
Total	\$ 140,468	\$ 294,116	\$ 76,310	\$510,894	\$ 90,681	\$81,531	\$ 172,212	\$ 683,106		

Statement of Functional Expenses

For the Year Ended December 31, 2017

		Program S	Services Supporting Services					Supporting Services			
	The				Total				Total		
	Energy	Community		Essays &	Program		neral and	Fund-	Supporting	Total	
	<u>Transition</u>	Resilience	Fellows	Articles	Services	Adm	inistrative	Raising	Services	Expenses	
0	Φ 00 004	Φ 400.050	Φ 0 004	Φ 40.004	Ф 000 400	Φ.	70.000	407.007	ф. 440.0 5 7	Ф. 440.00 5	
Compensation	\$ 96,984	\$ 186,852	\$ 3,291	\$ 48,981	\$ 336,108	\$	73,030	\$ 37,827	\$ 110,857	\$ 446,965	
Employee benefits	8,938	14,698	254	2,935	26,825		6,531	2,209	8,740	35,565	
Payroll taxes	8,406	15,703	301	4,026	28,436		6,508	3,161	9,669	38,105	
Total Personnel Costs	114,328	217,253	3,846	55,942	391,369		86,069	43,197	129,266	520,635	
Bank/Credit Card Charges	147	210	5	47	409		3,648	34	3,682	4,091	
Contract Services	43,815	31,020	49	550	75,434		9,393	318	9,711	85,145	
Creative and											
Media Communication	7,243	31,696	5	61	39,005		94	46	140	39,145	
Depreciation	177	335	6	86	604		133	67	200	804	
Insurance	916	1,506	24	301	2,747		584	229	813	3,560	
Office Expenses	289	1,514	1	21	1,825		394	841	1,235	3,060	
Postage and Shipping	25	882	1	6	914		34	172	206	1,120	
Occupancy	4,693	7,657	136	1,535	14,021		3,022	1,152	4,174	18,195	
Supplies	2,349	4,550	60	720	7,679		1,685	685	2,370	10,049	
Travel and Entertainment	3,137	7,839	72	854	11,902		2,702	5,839	8,541	20,443	
Telephone and Internet	1,842	3,079	48	584	5,553		766	305	1,071	6,624	
Total	\$ 178,961	\$ 307,541	\$ 4,253	\$ 60,707	\$ 551,462	\$	108,524	\$ 52,885	\$ 161,409	\$ 712,871	

META FOUNDATION dba POST CARBON INSTITUTE Statement of Cash Flows For the Years Ended December 31,

	2018			2017		
CASH FLOWS FROM OPERATING ACTIVITIES						
Change in Net Assets	\$	(286,391)	\$	338,990		
Adjustments to Reconcile Change in Net Assets to Net Cash Used by Operating Activities:						
Depreciation Interest earned on Certificate of Deposit Increase in Contributions Receivable Decrease (Increase) in Grants Receivable (Increase) Decrease in Prepaid Expenses Decrease (Increase) in Grants Receivable - Long Term Decrease in Deposits Decrease in Accounts Payable Increase in Accrued Vacation Total Adjustments		1,416 (1,609) (14,417) 120,000 (1,096) 200,000 (360) 3,080 307,014		804 (8,462) (220,000) 80 (100,000) 800 (14,952) 923 (340,807)		
Net Cash Provided (Used) by Operating Activities		20,623		(1,817)		
CASH FLOWS FROM INVESTING ACTIVITIES						
Purchases of Property and Equipment Purchase of Certificate of Deposit		(6,307) (100,000)		(1,026)		
Proceeds from the sale of Certificate of Deposit		-		100,000		
Net Cash Provided (Used) by Investing Activities		(106,307)		98,974		
Net Increase (Decrease) in Cash and Cash Equivalents		(85,684)		97,157		
Cash and Cash Equivalents at Beginning of Year		436,760		339,603		
Cash and Cash Equivalents at End of Year	\$	351,076	\$	436,760		

NOTE 1 – ORGANIZATION

Metafoundation dba Post Carbon Institute (the "Institute") was established in 2003 in the State of Oregon.

The Institute provides individuals, communities, businesses, and governments with the resources needed to understand and respond to the interrelated economic, energy, and environmental crises that define the 21st century. The Institute envisions a world of resilient communities and re-localized economies that thrive within ecological bounds.

The Institute has established the following programs and initiatives:

Energy Transition

The transition from using fossil fuels to power our society to using renewable sources of energy is inevitable, but Post Carbon Institute is working to speed this transition and prepare people for the changes that will come along with it. We can no longer ignore the rising financial, social, and environmental costs of fossil fuels. At the same time, we need to be realistic and scientifically rigorous in considering what a renewable-energy future will look like. The purpose of our Energy Transition Program is to increase energy literacy and shift the public conversation about energy from wanting more to needing less, and valuing what we have.

Highlights in 2018 include:

- Publication and distribution of "Shale Reality Check," a detailed report by David Hughes
 on the sustainability (or lack thereof) of shale gas and tight oil from low-permeability
 reservoirs in the United States.
- Release of Oil, Power, and War, a comprehensive book (translated from French) by
 Matthieu Auzenneau about humanity's history with oil. Post Carbon Fellow David Hughes
 provided a technical review, Senior Fellow Richard Heinberg contributed the foreword,
 and staff helped coordinate the publication and promotion processes.
- Distribution of "Peak Oil News" and "Peak Oil Review," compiled daily and weekly (respectively) by Fellow Tom Whipple to report what's happening with production of fossil fuels.

Community Resilience

Building community resilience is one of the most impactful strategies for addressing the 21st century's sustainability crises, but society is not investing enough thought or action into this strategy. We support community resilience-building by merging thoughtful leadership with on-the-ground efforts, all while

grounding community resilience in resilience science and systems thinking. Recognizing that communities are the key to effective change and that resilience-building is an emerging process, the Institute offers a robust resource platform—resilience.org, publications, public presentations, and multimedia—to bring the best ideas and models for relocalizing economies and building a sustainable future.

NOTE 1 – ORGANIZATION (continued)

Community Resilience (continued)

Highlights in 2018 include:

- Delivery of two guided Think Resilience courses, the Institute's flagship education resource that explores humanity's sustainability crises and the need to build community
- resilience in response.
- Production and promotion support for *The Response*, a podcast about community resilience in the aftermath of natural disasters.
- Promotion and distribution of The Community Resilience Reader (the Institute's premier publication about the science and practice of community resilience building), including development of a website where professors, students, and the general public can access chapters.
- Development of action routes with partner organizations whereby participants in the *Think* Resilience course can take action in their households and communities.

Essays and Articles

This program provides the public with engaging views on energy, community resilience, and current events. Partnering authors and Institute staff members write essays to advance the post-carbon message and worldview. External media outlets also publish some of our original essays and conduct interviews with our staff, further expanding our reach.

Highlights in 2018 include:

- Publication of 35 high-quality articles per week on Resilience.org, including 50 original articles from collaborating authors.
- Publication of 28 original articles by Institute staff, 13 of which were also published in external media outlets.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Method

The accompanying financial statements have been prepared on the accrual basis of accounting. The accounting policies conform to generally accepted accounting principles and have been consistently applied in the preparation of the financial statements.

New Accounting Pronouncements

On August 18, 2016, FASB issued Accounting Standards Update (ASU) 2016-14, Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements of Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. We have implemented ASU 2016-14 and have adjusted the presentation in these financial statements accordingly. The ASU has been applied retrospectively to all periods presented.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

New Accounting Pronouncements (continued)

The new standards change the following aspects of the Institute's financial statements:

- The temporarily restricted and permanently restricted net asset classes have been combined into a single net asset class called net assets with donor restrictions.
- The unrestricted net asset class has been renamed net assets without donor restrictions.
- The financial statements include a new disclosure about liquidity and availability of resources (Note 3).

Certain amounts in the prior-year financial statements have been reclassified for comparative purposes to conform with the presentation in the current-year financial statements.

Cash

Cash consists primarily of checking accounts held with a financial institution. The Institute restricts its cash deposits to financial institutions which are members of the FDIC.

Certificates of Deposit

Certificates of deposit are carried at market value.

Property and Equipment

Property and equipment are stated at cost and are depreciated using straight-line methods over the estimated useful lives of the related assets. Major expenditures in excess of \$500, and those which substantially increase lives, are capitalized. Maintenance, repairs and minor renewals are expensed when incurred. The fair value of donated capital items is similarly capitalized.

Revenue Recognition

The Institute recognizes services and other fee revenue in the period when the service has been provided.

Grants and Contributions

Grants and contributions, including unconditional promises to give, are recorded as made. All grants and contributions are available for unrestricted use unless specifically restricted by the donor. 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. Conditional promises to give are not included as support until the conditions are substantially met.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Donated Assets

Donated marketable securities and other noncash donations are recorded as contributions at their estimated fair value at the date of donation. Donated property and equipment are reported as estimated fair value at the date of donation. Donated property and equipment are reported as increases in net assets without donor restriction unless the donor has restricted the use of donated assets 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 contributions with donor restrictions. Absent donor stipulations regarding how long those donated assets must be maintained, the Institute reports expiration of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor.

Donated Services

Donated services are recognized as contributions, if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would typically need to be purchased if not provided by donation.

There are volunteers who contribute their time to the Institute. No amounts have been recognized in the accompanying financial statements because the criteria for recognition of such volunteer effort have not been satisfied.

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:

- Without Donor Restriction Net assets available for use in general operations and not subject to donor restrictions. The governing board has designated, from net assets without donor restrictions, net assets for growth endowment and certain program uses.
- With Donor Restriction Net assets subject to donor-imposed stipulations. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time, or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Income Taxes

The Institute is a nonprofit organization under Section 501(c)(3) of the Internal Revenue Code and is exempt from federal income taxes. The Institute has also been classified as an entity that is not a private foundation within the meaning of the Internal Revenue Code. The Institute is also exempt from Oregon state income taxes under Section 317.080 of Oregon Revised Statutes and California franchise taxes under Section 23701d of the Revenue and Taxation Code. It is the opinion of management that all income earned has been related to the Institute's tax-exempt status and there has been no unrelated business income. Accordingly, no provision has been made for income taxes in the consolidated financial statements.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Income Taxes (continued)

The Institute has adopted the provision of FASB Accounting Standards Codification (ASC) 740-10, *Income Taxes*, relating to accounting for uncertain tax provisions. The Institute recognizes the tax benefit from uncertain tax positions only if it is more likely than not that the tax positions will be sustained on examination by the tax authorities, based on the technical merits of the position. The tax benefit is measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement The Institute did not have any uncertain tax positions in connection with these financial statements.

Generally, the Organization is subject to examination by U.S. federal, state, and local income tax authorities for three years from filing of a tax return.

Fair Value of Financial Instruments

The Organization has adopted FASB authoritative guidance that defines fair value, establishes a framework for measuring the fair value, and expands disclosures about fair value measurements. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. There are three levels of inputs that may be used to measure fair value:

Level 1 – Quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Credit Risk

Financial instruments that potentially subject the Institute to concentrations of credit risk are primarily cash, investments and accounts receivable. The Institute places its cash in financial institutes that are insured in limited amounts by the U.S government.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Functional Allocation of Expenses

The costs of program and supporting services activities have been reported in the statement of activities by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited based on a reasonable basis that is consistently applied. The expenses that are allocated include salaries and foundation expenses, which are allocated on the basis of time and effort.

NOTE 3—LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

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:

	<u>2018</u>	<u>2017</u>
Financial assets, at year end	\$ 709,773	\$ 993,444
Less those unavailable for general expenditure within one year:		
Net Investment in Property and Equipment Deposits	(6,090) (1,000)	(1,199) (1,000)
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 702,683</u>	<u>\$ 991,248</u>

NOTE 4 - CONTRIBUTIONS RECEIVABLE

Contributions Receivable consists of contributions that were deposited in January 2019, but were postmarked by the donor on or before December 31, 2018.

NOTE 5 - OPERATING LEASE

During the beginning part of 2017, the Institute rented an office space in Santa Rosa, California, with a monthly payment of \$1,944 on a month-to-month basis. In June 2017, the Institute moved their office to Corvallis, Oregon and entered into a six month lease ending December 15, 2017. The lease was renewed for two successive 6 month terms until December 2018, at which time the lease became a month-to-month lease. The monthly payments on the Oregon lease are \$1,000 per month.

Rent expense was \$12,000 and \$17,805 for the years ended December 31, 2018 and 2017, respectively.

NOTE 6 - NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions consisted of the following as of December 31,:

	<u>2018</u>	<u>2017</u>
Purpose Restrictions Grassroots Activism	\$ 10,000	\$ -
<u>Time-Restricted for Future Periods</u> General Support	200,000	625,000
Total Net Assets With Donor Restrictions	<u>\$ 210,000</u>	<u>\$ 625,000</u>

NOTE 7 - NET ASSETS RELEASED FROM RESTRICTIONS

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors during the years ended December 31, 2018 and 2017, as follows:

		<u>2017</u>		<u>2017</u>
The Energy Transition General Support Total	\$ <u>\$</u>	425,000 425,000	\$ <u>\$</u>	15,000 100,000 140,473

NOTE 8 – SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the statement of financial position date but before financial statements are available to be issued. The Institute recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statement of financial position, including the estimates inherent in the process of preparing financial statements. The Institute's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statement of financial position but arose after the statement of financial position date and before financial statements are available to be issued.

The Institute has evaluated subsequent events through April 30, 2019, which is the date the financial statements were available to be issued.