OFICINA LEGAL DEL PUEBLO UNIDO, INC.
DBA TEXAS CIVIL RIGHTS PROJECT

INDEPENDENT AUDITORS' REPORT
AND
FINANCIAL STATEMENTS

DECEMBER 31, 2017
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DBA TEXAS CIVIL RIGHTS PROJECT

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AND
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INDEX TO FINANCIAL STATEMENTS

Independent Auditors’ Report.................................................................1
Statement of Financial Position.............................................................2
Statement of Activities...........................................................................3
Statement of Functional Expenses.........................................................4
Statement of Cash Flows.......................................................................5
Notes to Financial Statements...............................................................6
INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Oficina Legal del Pueblo Unido, Inc. dba Texas Civil Rights Project

We have audited the accompanying financial statements of the Oficina Legal del Pueblo Unido, Inc. dba Texas Civil Rights Project (a nonprofit corporation), which comprise the statement of financial position as of December 31, 2017, and the related statements of activities, functional expenses, and cash flows 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.

Auditors’ 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 auditors’ 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 Oficina Legal del Pueblo Unido, Inc. dba Texas Civil Rights Project as of December 31, 2017, and the changes in its net assets and cash flows for the year then ended are in accordance with accounting principles generally accepted in the United States of America.

Allman & Associates, Inc.

Austin, Texas
July 11, 2018
**OFICINA LEGAL DEL PUEBLO UNIDO, INC.**  
**DBA TEXAS CIVIL RIGHTS PROJECT**

**STATEMENT OF FINANCIAL POSITION**

**AS OF DECEMBER 31, 2017**

### ASSETS

<table>
<thead>
<tr>
<th>Current Assets:</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and cash equivalents</td>
<td>$1,597,848</td>
</tr>
<tr>
<td>Accounts receivable</td>
<td>375,298</td>
</tr>
<tr>
<td></td>
<td><strong>1,973,146</strong></td>
</tr>
<tr>
<td>Fixed assets, net</td>
<td>814,619</td>
</tr>
<tr>
<td><strong>Total Assets</strong></td>
<td><strong>$2,787,765</strong></td>
</tr>
</tbody>
</table>

### LIABILITIES AND NET ASSETS

<table>
<thead>
<tr>
<th>Liabilities:</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Accounts payable</td>
<td>$34,479</td>
</tr>
<tr>
<td></td>
<td><strong>34,479</strong></td>
</tr>
<tr>
<td><strong>Total Current Liabilities</strong></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
<tr>
<td>Net assets:</td>
<td></td>
</tr>
<tr>
<td>Unrestricted</td>
<td>2,363,424</td>
</tr>
<tr>
<td>Temporarily restricted</td>
<td>389,862</td>
</tr>
<tr>
<td><strong>Total Net Assets</strong></td>
<td><strong>2,753,286</strong></td>
</tr>
<tr>
<td><strong>Total Liabilities and Net Assets</strong></td>
<td><strong>$2,787,765</strong></td>
</tr>
</tbody>
</table>

The accompanying auditors’ report and notes are an integral part of the financial statements.
**OFICINA LEGAL DEL PUEBLO UNIDO, INC.**  
**DBA TEXAS CIVIL RIGHTS PROJECT**

**STATEMENT OF ACTIVITIES**

**FOR THE YEAR ENDED DECEMBER 31, 2017**

The accompanying auditors’ report and notes are an integral part of the financial statements.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2017

<table>
<thead>
<tr>
<th></th>
<th>Program</th>
<th>Administrative</th>
<th>Fundraising</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Salaries and benefits</td>
<td>$ 1,478,299</td>
<td>$ 208,701</td>
<td>$ 52,175</td>
<td>$ 1,739,175</td>
</tr>
<tr>
<td>Legal services</td>
<td>1,361,783</td>
<td>-</td>
<td>-</td>
<td>1,361,783</td>
</tr>
<tr>
<td>Occupancy and leases</td>
<td>28,197</td>
<td>3,981</td>
<td>995</td>
<td>33,173</td>
</tr>
<tr>
<td>Travel</td>
<td>32,057</td>
<td>18,828</td>
<td>-</td>
<td>50,885</td>
</tr>
<tr>
<td>Communications</td>
<td>21,187</td>
<td>2,991</td>
<td>748</td>
<td>24,926</td>
</tr>
<tr>
<td>Depreciation</td>
<td>26,375</td>
<td>3,723</td>
<td>931</td>
<td>31,029</td>
</tr>
<tr>
<td>Supplies</td>
<td>17,443</td>
<td>2,463</td>
<td>615</td>
<td>20,521</td>
</tr>
<tr>
<td>Repairs and maintenance</td>
<td>54,178</td>
<td>7,649</td>
<td>1,912</td>
<td>63,739</td>
</tr>
<tr>
<td>Fundraising</td>
<td>-</td>
<td>-</td>
<td>71,101</td>
<td>71,101</td>
</tr>
<tr>
<td>Professional fees</td>
<td>164,550</td>
<td>33,703</td>
<td>-</td>
<td>198,253</td>
</tr>
<tr>
<td>Meetings and training</td>
<td>13,997</td>
<td>1,976</td>
<td>494</td>
<td>16,467</td>
</tr>
<tr>
<td>Other</td>
<td>38,837</td>
<td>5,483</td>
<td>1,370</td>
<td>45,690</td>
</tr>
<tr>
<td></td>
<td>$ 3,236,903</td>
<td>$ 289,498</td>
<td>$ 130,341</td>
<td>$ 3,656,742</td>
</tr>
</tbody>
</table>

The accompanying auditors’ report and notes are an integral part of the financial statements.
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2017

Cash flows from operating activities:
  Change in net assets $ 420,323
  Depreciation 31,029
  Change in investment in partnership 13,501
Changes in assets and liabilities:
  Accounts receivable (335,512)
  Accounts payable 23,472
Net cash flows in operating activities 152,813

Increase in cash and cash equivalents 152,813
Beginning cash and cash equivalents 1,445,035
Ending cash and cash equivalents $ 1,597,848

Supplemental Data:
  Interest paid $ -
  Income tax paid $ -

The accompanying auditors’ report and notes are an integral part of the financial statements.
NOTE 1 - ORGANIZATION

Oficina Legal Del Pueblo Unido, Inc. dba Texas Civil Rights Project (TCRP) was created in February 1978 as a 501(c)(3) non-profit corporation organized under the Non-Profit Corporation Act of the State of Texas. TCRP's mission is to foster equality, secure justice, ensure diversity, and strengthen communities.

The Texas Civil Rights Project uses legal advocacy to empower Texas communities and create policy change. In its thirty-nine year history, the Texas Civil Rights Project has brought thousands of strategic lawsuits to protect and expand voting rights, challenge the injustices in our broken criminal justice system, and advance racial and economic justice.

Today – with dozens of high-caliber attorneys and professionals in Austin, Dallas, El Paso, Houston and the Rio Grande Valley and an extensive network of pro bono counsel and community allies – TCRP is among the most influential civil rights organizations in the Lone Star State.

TCRP's support comes primarily from various grants from governments and foundations, litigation fees, and public contributions from individuals and various organizations.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of TCRP is presented to assist in understanding TCRP’s financial statements. The financial statements and notes are representations of the TCRP’s management who is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America (GAAP) and have been consistently applied in the preparation of the financial statements.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in conformity with GAAP. Under the accrual basis, revenues are recognized in the accounting period in which they are earned and become measurable. Expenses are recorded in the accounting period incurred, regardless of when cash is disbursed.

Financial Statement Presentation

TCRP is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.
NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Financial Statement Presentation (continued)

Unrestricted net assets
Unrestricted net assets result from operating revenues, unrestricted contributions, unrestricted investment income, less expenses incurred in operations and for fundraising and administrative functions.

Temporarily restricted net assets
Temporarily restricted net assets represent resources currently available for use, but expendable only for those operating purposes specified by the donor.

Permanently Restricted Net Assets
Permanently restricted net assets represent resources subject to donor-imposed stipulations that must be maintained permanently by the TCRP.

Cash and Cash Equivalents
For purposes of the statement of cash flows, TCRP considers cash and highly liquid investments with maturities of three months of less when purchased to be cash equivalents.

Receivables
Receivables are stated at amounts outstanding as of year-end. Receivables consist of accounts and grants receivable. Management considers all receivables to be fully collectible based upon historical collection rates, the nature of the accounts, and the age of the receivables.

Fixed Assets
Buildings, improvements, and equipment over $1,000 are capitalized at cost, unless acquired by donation, in which case it is capitalized at estimated fair value at the date of receipt. Such donations are reported as unrestricted support unless the donor has restricted the donated assets for a specific purpose. Depreciation is computed using the straight-line method based on the estimated useful lives of the assets (3 to 7 years for equipment, 15 to 39 years for the building and improvements).

Estimates
The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.
NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Support and Revenues

Unconditional grants and contributions received are recorded at fair value on the date of the award as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. Government grants are recognized as revenue as services are performed as required by the contracts, which is when the related costs have been incurred. Temporarily restricted net assets are reclassified to unrestricted net assets upon expiration of time restriction or when purpose restrictions have been met. When both restricted and unrestricted resources are available for use, it is TCRP’s policy to use restricted resources first, then unrestricted resources as needed. There was no permanently restricted net asset activity during the year.

Federal Income Taxes

TCRP is exempt from Federal income taxes under IRS Code Section 501(c)(3). Accordingly, no provision for income taxes is included in the financial statements. At December 31, 2017, no interest or penalties have been or are required to be accrued.

TCRP has adopted the recognition requirements for uncertain income tax positions as required by GAAP, with no cumulative effect adjustment required. Income tax benefits are recognized for income tax positions taken or expected to be taken in a tax return, only when it is determined that the income tax position will more likely than not be sustained upon examination by taxing authorities. TCRP has analyzed the tax positions taken in its filings with the Internal Revenue Service and state jurisdictions where it operates. TCRP believes that its income tax filing positions will be sustained upon examination and does not anticipate any adjustments that would result in a material adverse effect on TCRP’s financial position, changes in net assets or cash flows. Accordingly, TCRP has not recorded any reserves, or related accruals for interest and penalties for uncertain income tax positions at December 31, 2017. TCRP is subject to income tax audits for the previous three years which are open. There are currently no income tax audits for any tax periods in progress.

Investment in Bingo Partnership

TCRP had a 14% ownership interest in a Bingo partnership in San Juan, Texas. The carrying value of this investment is reported on the equity basis of its partnership share. During the year ended December 31, 2017, TCRP sold its interest in this investment.
NOTE 3 – FURNITURE AND EQUIPMENT

Major classes of furniture and equipment consist of the following:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Buildings and improvements</td>
<td>$850,964</td>
</tr>
<tr>
<td>Equipment and furniture</td>
<td>$107,581</td>
</tr>
<tr>
<td>Land</td>
<td>$122,123</td>
</tr>
<tr>
<td>Accumulated depreciation</td>
<td>$(266,049)</td>
</tr>
<tr>
<td><strong>Fixed assets, net</strong></td>
<td><strong>$814,619</strong></td>
</tr>
</tbody>
</table>

Depreciation expense for the year ending December 31, 2017 was $31,029.

NOTE 4 – TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets as of December 31, 2017 are for the following purposes:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Equal Justice Work</td>
<td>$52,862</td>
</tr>
<tr>
<td>Criminal Justice Issues</td>
<td>50,000</td>
</tr>
<tr>
<td>Prison Conditions Work</td>
<td>100,000</td>
</tr>
<tr>
<td>Voter Registration Project</td>
<td>175,000</td>
</tr>
<tr>
<td>Miscellaneous</td>
<td>12,000</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$389,862</strong></td>
</tr>
</tbody>
</table>

NOTE 5 – RETIREMENT PLAN

TCRP has a Simple IRA covering eligible employees. Under the plan, TCRP makes a non-elective contribution equal to 2% of each eligible participant’s gross wages. During the year ended December 31, 2017, TCRP contributed $29,307 to employees’ accounts.

NOTE 6 – CONCENTRATIONS

At year-end, cash in excess of Federal Deposit Insurance Corporation coverage amounted to $1,352,277. Grants from two donors totaled $874,572 which represented 21% of TCRP’s revenue for the year ended December 31, 2017.
NOTE 7 – CONTRIBUTED SERVICES

Contributed services of $1,361,625 for the year ended December 31, 2017 included approximately 10,365 hours of donated legal services provided to clients.

NOTE 8 – COMMITMENTS AND CONTINGENCIES

TCRP participates in federal and state financial assistance programs, and charitable bingo operations. These programs are subject to financial and compliance audits by the grantors or their representatives and regulatory authorities. The purpose of the audits is to ensure compliance with conditions relating to the granting of funds and other reimbursement regulations. If future program compliance audits result in disallowed costs, reimbursements would have to be made to the grantor(s). Amounts of such disallowed costs, if any, cannot be estimated at this time. However, TCRP believes such amounts, if any, would not be significant.

NOTE 9 – RELATED PARTY TRANSACTIONS

Included in revenue is approximately $51,419 in donations from Board members and/or their respective businesses.

NOTE 10 – FAIR VALUE DISCLOSURES

The requirements of Fair Value Measurements and Disclosures of the ASC apply to all financial instruments and all nonfinancial assets and nonfinancial liabilities that are being measured and reported on a fair value basis. Fair value is a market-based measurement, not an entity-specific measurement. For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement is the same in both cases – to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (an exit price). Fair Value Measurements and Disclosures also establish a fair value hierarchy that prioritizes the inputs used in valuation methodologies into the following three levels:

Level 1 Inputs – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity can access at the measurement date.

Level 2 Inputs – Inputs other than quoted prices included with Level 1 that are observable for the asset or liability either directly or indirectly.

Level 3 Inputs – Unobservable inputs for the asset or liability.
NOTE 10 – FAIR VALUE DISCLOSURES (continued)

The following table represents assets and liabilities measured at fair value on a recurring basis as reported on the statement of financial position as of December 31, 2017 and by level within the fair value measurement hierarchy:

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
<th>Fair Value Measurements at Reporting Date Using</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Quoted Prices in Active Markets for Identical Assets (Level 1)</td>
</tr>
<tr>
<td>Investment in bingo partnership</td>
<td>$ -</td>
<td>$ -</td>
</tr>
<tr>
<td></td>
<td>$ -</td>
<td>$ -</td>
</tr>
</tbody>
</table>

Change in Level 3 assets - Investment in bingo partnership:

- Beginning of year value $13,501
- Current year change $(13,501)
- End of year value $-

NOTE 11 — SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the statement of financial position date but before the financial statements are issued. TCRP management evaluated subsequent events through July 11, 2018, the date the financial statements were available to be issued, and there were no subsequent events to be disclosed.