UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES

FINANCIAL STATEMENTS

YEARS ENDED DECEMBER 31, 2023 AND 2022



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INDEPENDENT AUDITORS' REPORT

Board of Directors United Council for Neurologic Subspecialties Minneapolis, Minnesota

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of United Council for Neurologic Subspecialties, which comprise the statements of financial position as of December 31, 2023 and 2022, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of United Council for Neurologic Subspecialties as of December 31, 2023 and 2022, and the changes 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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of United Council for Neurologic Subspecialties 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.

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 United Council for Neurologic Subspecialties' ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Auditors' 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 auditors' 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 United Council for Neurologic Subspecialties' 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 United Council for Neurologic Subspecialties' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Clifton Larson Allen LLP

CliftonLarsonAllen LLP

Minneapolis, Minnesota April 15, 2024

UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES STATEMENTS OF FINANCIAL POSITION DECEMBER 31, 2023 AND 2022

	 2023	 2022
ASSETS		
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 1,720,882	\$ 1,950,332
Investments Held with Others	1,490,605	882,145
Accounts Receivable, Net	49,375	80,298
Prepaid Expenses and Other	 6,424	 7,282
Total Current Assets	3,267,286	2,920,057
PROPERTY AND EQUIPMENT, NET	 <u> </u>	 535
Total Assets	\$ 3,267,286	\$ 2,920,592
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 184,187	\$ 206,999
Deferred Revenue	 239,100	 233,140
Total Current Liabilities	423,287	440,139
NET ASSETS		
Without Donor Restrictions	2,752,246	2,388,700
With Donor Restrictions	 91,753	 91,753
Total Net Assets	 2,843,999	 2,480,453
Total Liabilities and Net Assets	\$ 3,267,286	\$ 2,920,592

UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES STATEMENTS OF ACTIVITIES YEARS ENDED DECEMBER 31, 2023 AND 2022

		2023			2022	
	Without Donor	With Donor		Without Donor	With Donor	
	Restrictions	Restrictions	Total	Restrictions	Restrictions	Total
SUPPORT AND REVENUE						
Certification Fees	\$ 718,510	\$-	\$ 718,510	\$ 862,090	\$-	\$ 862,090
Accreditation Fees	490,000	-	490,000	468,000	-	468,000
Membership Dues and Seat Fees	17,500	-	17,500	18,500	-	18,500
Net Investment Income (Loss)	222,459	-	222,459	(118,124)	-	(118,124)
Other Income	1,657	-	1,657	70,134	-	70,134
Total Support and Revenue	1,450,126	-	1,450,126	1,300,600	-	1,300,600
EXPENSES						
Program Services:						
Certification	373,538	-	373,538	428,270	-	428,270
Program Accreditation	190,173	-	190,173	181,570	-	181,570
Total Program Services	563,711	-	563,711	609,840	-	609,840
Support Services - General and Administrative	522,869	-	522,869	477,569	-	477,569
Total Expenses	1,086,580		1,086,580	1,087,409		1,087,409
CHANGE IN NET ASSETS	363,546	-	363,546	213,191	-	213,191
Net Assets - Beginning of Year	2,388,700	91,753	2,480,453	2,175,509	91,753	2,267,262
NET ASSETS - END OF YEAR	\$ 2,752,246	\$ 91,753	\$ 2,843,999	\$ 2,388,700	\$ 91,753	\$ 2,480,453

UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2023

	Ce	ertification	Program	 2023 Total ^D rogram	-	eneral and ministrative	 Total
EXPENSES							
Salaries and Benefits	\$	230,735	\$ 112,825	\$ 343,560	\$	355,327	\$ 698,887
Management Fee and Contracted Services		53,116	26,152	79,268		81,927	161,195
Professional Services		44,199	-	44,199		10,394	54,593
Travel		-	4,429	4,429		7,870	12,299
Lodging		-	1,441	1,441		5,989	7,430
Food and Beverage		-	3,033	3,033		6,595	9,628
Decorator and Space Rental		-	-	-		6,930	6,930
Postage		570	-	570		-	570
Telephone		-	-	-		1,662	1,662
Insurance		-	-	-		13,579	13,579
Software Maintenance		16,550	24,868	41,418		26,847	68,265
Credit Card and Bank Fees		26,403	17,425	43,828		4,904	48,732
Depreciation		-	-	-		535	535
Office Supplies		1,965	-	1,965		310	2,275
Total Expenses	\$	373,538	\$ 190,173	\$ 563,711	\$	522,869	\$ 1,086,580

UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES STATEMENT OF FUNCTIONAL EXPENSES YEAR ENDED DECEMBER 31, 2022

	Ce	2022 Program Total General an ertification Accreditation Program Administrati		Program T		Total (Total
EXPENSES									
Salaries and Benefits	\$	269,521	\$	109,799	\$	379,320	\$	315,465	\$ 694,785
Management Fee and Contracted Services		50,845		20,785		71,630		57,722	129,352
Professional Services		38,172		29,546		67,718		11,550	79,268
Travel		18,683		-		18,683		9,397	28,080
Lodging		3,636		-		3,636		2,351	5,987
Food and Beverage		6,071		1,939		8,010		5,929	13,939
Decorator and Space Rental		500		-		500		5,270	5,770
Postage		2,259		-		2,259		-	2,259
Telephone		-		-		-		1,379	1,379
Insurance		-		-		-		12,951	12,951
Software Maintenance		9,787		6,374		16,161		22,856	39,017
Credit Card and Bank Fees		27,789		12,773		40,562		14,231	54,793
Depreciation		-		-		-		16,304	16,304
Office Supplies		1,007		354		1,361		2,164	3,525
Total Expenses	\$	428,270	\$	181,570	\$	609,840	\$	477,569	\$ 1,087,409

UNITED COUNCIL FOR NEUROLOGIC SUBSPECIALTIES STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2023 AND 2022

	 2023	2022		
CASH FLOWS FROM OPERATING ACTIVITIES Change in Net Assets Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:	\$ 363,546	\$	213,191	
Depreciation	535		16,304	
Net Realized/Unrealized (Gains) Losses on Investments Held With Others (Increase) Decrease in Current Assets:	(148,460)		140,379	
Accounts Receivable	30,923		(75,223)	
Prepaid Expenses and Other Increase (Decreases) in Current Liabilities:	858		(884)	
Accounts Payable and Accrued Expenses Deferred Revenue	 (22,812) 5,960		60,046 13,100	
Net Cash Provided by Operating Activities	230,550		366,913	
CASH FLOWS FROM INVESTING ACTIVITIES Purchase of Investments Held with Others	 (460,000)			
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(229,450)		366,913	
Cash and Cash Equivalents - Beginning	 1,950,332		1,583,419	
CASH AND CASH EQUIVALENTS - ENDING	\$ 1,720,882	\$	1,950,332	

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization

United Council for Neurologic Subspecialties (UCNS) began operations on May 1, 2003 as a nonprofit which provides certification and accreditation with the goal of enhancing the quality of training for physicians in neurological subspecialties and improving the quality of patient care.

UCNS was formed by five organizations, including the American Academy of Neurology Institute, American Neurological Association, Association of University Professors of Neurology, Child Neurology Society, and Professors of Child Neurology.

Financial Statement Presentation

Net assets, revenue, expenses, gains, and losses are classified based on donor-imposed restrictions. Accordingly, net assets of UCNS and changes therein are classified and reported as follows:

Without Donor Restrictions – Those resources not subject to donor-imposed restrictions. The board of directors has discretionary control over these resources.

With Donor Restrictions – Those resources subject to donor-imposed restrictions which will be satisfied by action of UCNS or the passage of time.

Cash and Cash Equivalents

UCNS considers all highly liquid debt instruments with original maturities of 12 months or less to be cash equivalents. UCNS maintains cash in bank accounts which, at times, may exceed federally insured limits. UCNS has not experienced any losses in such accounts.

Receivables

Accounts receivable are stated at net realizable value. Accordingly, UCNS accounts for uncollectible accounts by the credit loss reserve method, which is based on management's judgement considering historical information and supportable forecasting. Individual accounts past due more than 90 days are individually analyzed for collectability. When all collection efforts have been exhausted, the receivable is written off against the reserve. UCNS has determined no credit loss reserve is necessary at December 31, 2023 and 2023.

Property and Equipment

Property and equipment costing more than \$1,000 are capitalized at original cost. Additions, improvements, or major renewals are capitalized. Any gains or losses on property and equipment retirements are reflected in the current year operations.

Depreciation is computed using the straight-line method at rates based on estimated service lives as follows:

Software

3 Years

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments Held With Others

Investment funds held with others are made up of investments held at the American Academy of Neurology Institute for purposes of earning long-term investment income. These funds are pooled with the investments at the American Academy of Neurology Institute. UCNS has the ability to liquidate their investments at any time subject to the redemption restrictions on the individual investments. These investments in marketable securities are recorded at fair value and consist primarily of equity and fixed income funds. In addition, the investments include a limited partnership that is a diversified fund of hedge funds, reported at the estimated fair value of the UCNS's share of the fund, calculated monthly by the custodian. Investment securities, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility.

Fair Value Measurement

UCNS categorizes its investments measured at fair value into a three-level hierarchy based on the priority of the inputs to the valuation technique used to determine fair value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used in the determination of the fair value measurement fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement. Investments valued at fair value are categorized based on the inputs to the valuation techniques as follows:

Level 1 – Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity has the ability to access.

Level 2 – Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

Level 3 – Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

Subsequent to initial recognition, UCNS may re-measure the carrying value of assets and liabilities measured on a nonrecurring basis to fair value. Adjustments to fair value usually result when certain assets are impaired. Such assets are written down from their carrying amounts to their fair value.

Deferred Revenue

Deferred revenue consists of accreditation, and certification payments received in the current year for future periods and are considered contract liabilities. As of December 31, 2023, deferred revenue included \$234,000 of deferred accreditation revenue and \$5,100 of deferred exam revenue. As of December 31, 2022, deferred revenue included \$226,000 of deferred accreditation revenue and \$7,140 of deferred exam revenue.

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Accreditation and Certification Fees

Accreditation fee revenue is recognized over the accreditation time period given to the accredited organization. Accreditation fees received in advance of the accreditation period are included as deferred revenue in the statement of financial position and recognized evenly over the period of accreditation. Certification fees are recognized through a point in time recognition, at the time the exams are provided to the individuals. Revenue received in advance related to certification is included as deferred revenue in the statement of financial position until the time the exam is given.

Membership Dues and Seat Fees

Membership dues and seat fees are recognized as revenue when received.

Functional Allocation of Expenses

UCNS costs of providing its various services have been classified on a functional basis in the statements of activities. Accordingly, certain costs have been allocated among the program and support services benefited. Expenses are allocated based on management's best estimates unless a direct relationship exists between the expense and a particular functional category. Personnel costs are allocated based on actual time-coding tracked by employees every pay period. The management fees are allocated based on personnel costs.

Income Taxes

UCNS is exempt from income taxes under Section 501 (c)(6) of the Internal Revenue Code and applicable state statutes, and generally is not subject to income tax.

UCNS follows the income tax standard for uncertain tax positions. No liability is recognized by UCNS as a result of the standard.

Use of Estimates

The presentation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

Subsequent Events

In preparing these financial statements, UCNS has evaluated events and transactions for potential recognition or disclosure through April 15, 2024, the date the financial statements were available to be issued.

NOTE 2 INVESTMENTS HELD WITH OTHERS

Beginning in 2021, the investments of UCNS are pooled with reserve investments at the American Academy of Neurology Institute and are recorded as investments held with others on the statements of financial position. UCNS does not own specific underlying investments within the investment pool. The custodian has allocated investments based on percentage held by UCNS as follows at December 31:

	2023	2022
Cash and Cash Equivalents	\$ 212,496	\$ 130,945
Accounts Receivable	49,375	80,298
Short-Term Investments	1,508,386	1,819,387
Investments Held for Others	1,490,605	882,145
Assets Restricted by Donor	 (91,753)	 (91,753)
Excess Operating Reserves	\$ 3,169,109	\$ 2,821,022

Investments in the equity and fixed income funds are recorded at fair market value. The fund of hedge funds is recorded at the estimated fair value of UCNS's share of the fund, calculated monthly by the custodian. UCNS's share of investment income (loss) on the investments held with others, which includes earnings on the checking and savings accounts, totaled \$222,459 and \$(118,124) for the years ended December 31, 2023 and 2022, respectively.

NOTE 3 FAIR VALUE MEASUREMENT

UCNS uses fair value measurements to record fair value adjustments to certain investments and to determine fair value disclosures. For additional information on how UCNS measures fair value, refer to Note 1 – Summary of Significant Accounting Policies.

In determining the appropriate levels, UCNS performs a detailed analysis of the assets and liabilities. At each reporting period, all assets and liabilities for which the fair value measurement is based on significant unobservable inputs are classified as Level 3.

The following table presents the balances of assets measured at fair value on a recurring basis by level within the hierarchy at December 31:

	2023							
	Level 1	Level 2	Level 3	Fair Value				
Funds Held with Others: Investments Held with Others	\$ -	\$ 1,490,605	\$	\$ 1,490,605				
		20)22					
	Level 1	Level 2	Level 3	Fair Value				
Funds Held with Others: Investments Held with Others	\$ -	\$ 882,145	\$-	\$ 882,145				

NOTE 4 PROPERTY AND EQUIPMENT

Property and equipment consists of the following at December 31:

	 2023	 2022
Software	\$ 179,238	\$ 179,238
Less: Accumulated Depreciation	 (179,238)	 (178,703)
Net Property, Equipment, and Software	\$ -	\$ 535

NOTE 5 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are available for operating support for the following years at December 31:

	2	023	2022			
Future Operating Deficits	\$	91,753	\$	91,753		

In the years ended December 31, 2023 and 2022, there were no net assets released from restriction.

NOTE 6 PARENT ORGANIZATION SUPPORT

UCNS established a "Policy on Financial Contributions from Parent Organizations (Policy). Each of the five parents shall pay an annual contribution (seat fee) toward the support of UCNS in such an amount as the UCNS board shall establish. The Policy also allows UCNS to assess parent organizations an annual operating support assessment. Any assessment received from the parents, including seat fees, is considered grants to support UCNS. There has been no parent organization assessment for the years ended December 31, 2023 and 2022.

NOTE 7 MEMBER DUES AND SEAT FEES

UCNS received seat fees and dues from organizations in the following amounts for the years ended December 31:

	2023			2022
American Academy of Neurology Institute	\$	1,500	\$	1,500
American Neurological Association		1,500		1,500
Association of University Professors of Neurology		1,500		1,500
Child Neurology Society		1,500		1,500
Professors of Child Neurology		1,500		1,500
Subtotal Seat Fees		7,500		7,500
Subspecialty Membership Dues		10,000		11,000
Total Membership Dues and Seat Fees	\$	17,500	\$	18,500

NOTE 8 RELATED PARTY TRANSACTION

UCNS purchases various services from American Academy of Neurology (AAN). These services include office space, information technology, financial reporting, and legal services. Total amount of services purchased by UCNS from AAN as of December 31, 2023 and 2022 was approximately \$161,196 and \$129,400, respectively. UCNS leases all its employees from AAN. The total amount of contracted salaries and related benefits as of December 31, 2023 and 2022 was approximately \$698,900 and \$694,800, respectively. UCNS owed the following to the related parties, which are included in accounts payable as of December 31:

	2023			2022
American Academy of Neurology	\$	60,603	\$	52,804

NOTE 9 LIQUIDITY

UCNS maintains liquid financial assets sufficient to cover two years of general expenditures. Financial assets are defined as cash and cash equivalents and accounts receivable expected to be received within 12 months. UCNS invests cash exceeding daily requirements in certificates of deposit, money market funds and other short-term investments. Management provides the board an annual projection of cash flow to insure funds are available to meet obligations as incurred.

During the years ended December 31, 2023 and 2022, UCNS's liquid financial assets were defined as follows and were sufficient to meet succeeding years budgeted operating expenses:

	 2023		2022	
Cash and Cash Equivalents	\$ 212,496	\$	130,945	
Accounts Receivable	49,375		80,298	
Short-Term Investments	1,508,386		1,819,387	
Investments Held for Others	1,490,605		882,145	
Assets Restricted by Donor	 (91,753)		(91,753)	
Excess Operating Reserves	\$ 3,169,109	\$	2,821,022	

Based on analyses of its revenue cycles and per its financial policies, UCNS maintains a minimum net assets without donor restrictions reserve calculated using the following criteria: 75% of the three-year average expense budgets; 50% of the three-year average of accreditation and certification revenue; \$500,000 to cover uninsurable losses. The reserve itself consists of these assets without donor restrictions: cash and cash equivalents, accounts receivable, and short-term investments.

The purpose of the UCNS Net Assets Without Donor Restrictions Reserve Policy is to build and maintain an adequate level of net assets to support the organization's day-to-day operations in the event of unforeseen shortfalls. The reserve may also be used for one-time, nonrecurring expenses that will build long-term capacity, such as staff development, research and development, or investment in infrastructure. Operating reserves are not intended to replace a permanent loss of funds or eliminate an ongoing budget gap. The organization intends for the operating reserves to be used and replenished within a reasonable period of time.

NOTE 9 LIQUIDITY (CONTINUED)

The reserve policy is calculated as follows for the years ended December 31:

	 2023		2022	
75% of Three-Year Average Expense Budgets	\$ 798,546	\$	778,885	
50% of Three-Year Average Accreditation and				
Certification Revenue	626,948		576,708	
Uninsurable Losses	 500,000		500,000	
Operating Reserve Target	\$ 1,925,494	\$	1,855,593	



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