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**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

**CONSOLIDATED FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULES,
and
ADDITIONAL INFORMATION**

DECEMBER 31, 2012

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Western Center on Law and Poverty, Inc.
and The WCLP Endowment Foundation

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation (nonprofit organizations), which comprise the Consolidated Statement of Financial Position as of December 31, 2012, and the related Consolidated Statements of Activities, Functional Expenses, and Cash Flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation as of December 31, 2012, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

INDEPENDENT AUDITORS' REPORT

continued

Other Matters

Supplemental Schedules

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The Consolidating Schedules of Financial Position and Activities are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Summarized Comparative Information

We have previously audited Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation's December 31, 2011 consolidated financial statements, and our report dated April 18, 2012 expressed an unmodified opinion on those consolidated financial statements. In our opinion the summarized comparative information presented herein as of and for the year ended December 31, 2011, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated May 30, 2013 on our consideration of Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation's internal control over financial reporting and compliance.

Harrington Group

Pasadena, California

May 30, 2013

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

December 31, 2012

With comparative totals at December 31, 2011

	Unrestricted	Unrestricted Board Designated	Unrestricted Total	Temporarily Restricted	2012	2011
Assets						
Cash and cash equivalents (Note 2)	\$ 149,516	\$ 59,041	\$ 208,557	\$ 163,075	\$ 371,632	\$ 478,651
Grants and accounts receivable (Note 2)	46,275		46,275	421,709	467,984	516,538
Pledges receivable (Note 3)	29,256		29,256		29,256	28,946
Prepaid expenses and other assets	66,828		66,828		66,828	64,781
Investments (Note 4)	2,144,805	3,163,760	5,308,565	197,976	5,506,541	3,824,507
Property and equipment (Note 5)	96,132		96,132		96,132	120,348
Total assets	\$ 2,532,812	\$ 3,222,801	\$ 5,755,613	\$ 782,760	\$ 6,538,373	\$ 5,033,771
Liabilities and net assets						
Liabilities						
Accounts payable	\$ 31,064	\$ -	\$ 31,064	\$ -	\$ 31,064	\$ 27,366
Accrued liabilities (Note 6)	585,866		585,866		585,866	200,074
Total liabilities	616,930	-	616,930	-	616,930	227,440
Net assets						
Unrestricted	1,915,882		1,915,882		1,915,882	770,805
Unrestricted - Board designated (Notes 2 and 9)		3,222,801	3,222,801		3,222,801	2,924,202
Temporarily restricted (Note 8)				782,760	782,760	1,111,324
Total net assets	1,915,882	3,222,801	5,138,683	782,760	5,921,443	4,806,331
Total liabilities and net assets	\$ 2,532,812	\$ 3,222,801	\$ 5,755,613	\$ 782,760	\$ 6,538,373	\$ 5,033,771

The accompanying notes are an integral part of these consolidated financial statements.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATED STATEMENT OF ACTIVITIES
For the year ended December 31, 2012
With comparative totals for the year ended December 31, 2011

	Unrestricted	Unrestricted Board Designated	Unrestricted Total	Temporarily Restricted	2012	2011
Revenue and support						
Court awarded fees and costs	\$ 2,178,203	\$ -	\$ 2,178,203	\$ -	\$ 2,178,203	\$ 434,604
Contributions	651,595		651,595		651,595	597,540
Grants	85,250		85,250	508,851	594,101	1,358,267
Investment income (loss), net (Note 4)	104,286	298,599	402,885	11,056	413,941	(66,055)
Contributed attorneys fees	200,000		200,000		200,000	-
Contract revenue	150,617		150,617		150,617	-
Special events, net of direct benefits of \$47,098	55,088		55,088		55,088	104,279
Cy-près	21,874		21,874		21,874	77,098
Publications	17,984		17,984		17,984	36,351
Other income	13,152		13,152		13,152	17,428
Net assets released from program restrictions	627,206		627,206	(627,206)	-	-
Net assets released from time restrictions	221,265		221,265	(221,265)	-	-
Total revenue and support	<u>4,326,520</u>	<u>298,599</u>	<u>4,625,119</u>	<u>(328,564)</u>	<u>4,296,555</u>	<u>2,559,512</u>
Expenses						
Program services	2,287,161		2,287,161		2,287,161	2,120,057
Management and general	504,167		504,167		504,167	529,179
Fundraising	390,115		390,115		390,115	368,349
Total expenses	<u>3,181,443</u>	<u>-</u>	<u>3,181,443</u>	<u>-</u>	<u>3,181,443</u>	<u>3,017,585</u>
Change in net assets	1,145,077	298,599	1,443,676	(328,564)	1,115,112	(458,073)
Net assets, beginning of year	<u>770,805</u>	<u>2,924,202</u>	<u>3,695,007</u>	<u>1,111,324</u>	<u>4,806,331</u>	<u>5,264,404</u>
Net assets, end of year	<u>\$ 1,915,882</u>	<u>\$ 3,222,801</u>	<u>\$ 5,138,683</u>	<u>\$ 782,760</u>	<u>\$ 5,921,443</u>	<u>\$ 4,806,331</u>

The accompanying notes are an integral part of these consolidated financial statements.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

For the year ended December 31, 2012

With comparative totals for the year ended December 31, 2011

	Program Services	Management and General	Fundraising	Total Expenses	
				2012	2011
Salaries	\$ 1,453,716	\$ 244,914	\$ 258,024	\$ 1,956,654	\$ 1,925,564
Payroll taxes	110,416	18,603	19,598	148,617	145,026
Employee benefits	189,918	44,356	33,709	267,983	192,296
Total personnel costs	<u>1,754,050</u>	<u>307,873</u>	<u>311,331</u>	<u>2,373,254</u>	<u>2,262,886</u>
Occupancy	217,880	34,900	17,480	270,260	255,214
Accounting		111,504		111,504	111,504
Telephone	44,423	7,484	7,884	59,791	56,800
Travel	55,988	1,078	1,481	58,547	57,551
Library	44,868	5,396		50,264	40,610
Annual events			37,668	37,668	29,527
Office expenses	17,490	11,116	4,448	33,054	38,799
Contract expenses	28,102	2,387	200	30,689	21,178
Litigation and advocacy	28,806			28,806	15,078
Insurance	12,465	12,973		25,438	19,745
Depreciation	17,989	3,030	3,196	24,215	31,626
Technology	15,621	2,633	2,769	21,023	22,284
Professional fees	14,051			14,051	14,369
Printing and publications	12,067	668	703	13,438	18,864
Staff development	8,974	1,512	1,592	12,078	4,813
Postage and shipping	7,302	1,230	1,296	9,828	14,328
Conferences and meetings	7,085	383	67	7,535	1,956
Interest				-	453
Total 2012 functional expenses	<u>\$ 2,287,161</u>	<u>\$ 504,167</u>	<u>\$ 390,115</u>	<u>\$ 3,181,443</u>	
Total 2011 functional expenses	<u>\$ 2,120,057</u>	<u>\$ 529,179</u>	<u>\$ 368,349</u>		<u>\$ 3,017,585</u>

The accompanying notes are an integral part of these consolidated financial statements.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended December 31, 2012

With comparative totals for the year ended December 31, 2011

	2012	2011
Cash flows from operating activities:		
Change in net assets	\$ 1,115,112	\$ (458,073)
Adjustments to reconcile change in net assets to net cash (used) provided by operating activities:		
Depreciation expense	24,216	31,626
(Gain) loss on investments, net	(261,704)	164,658
Donated stocks	-	(10,330)
Reinvested interest and dividends	(152,237)	(121,774)
Changes in operating assets and liabilities		
Decrease in grants and accounts receivable	48,554	6,442
(Increase) decrease in pledges receivable	(310)	15,329
(Increase) in prepaid expenses and other assets	(2,047)	(8,469)
Increase (decrease) in accounts payable	3,698	(2,974)
Increase in accrued liabilities	385,792	3,142
	1,161,074	(380,423)
Cash flows from investing activities:		
Proceeds from sale of investments	840,580	300,000
Purchases of investments	(2,108,673)	-
	(1,268,093)	300,000
Cash flows from financing activities:		
Payments on capital lease obligation	-	(8,903)
	-	(8,903)
Net (decrease) in cash and cash equivalents	(107,019)	(89,326)
Cash and cash equivalents, beginning of year	478,651	567,977
Cash and cash equivalents, end of year	\$ 371,632	\$ 478,651
Supplemental information:		
Cash paid during the year for interest	\$ -	\$ 453

The accompanying notes are an integral part of these consolidated financial statements.

WESTERN CENTER ON LAW AND POVERTY, INC. AND THE WCLP ENDOWMENT FOUNDATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Organization

Mission:

Western Center on Law and Poverty, Inc. ("WCLP, Inc.") leads the fight in the courts, counties, and capital to secure housing, health care, and a strong safety net for low-income Californians. The WCLP Endowment Foundation ("the Foundation") was formed as a supporting organization to WCLP, Inc. Due to common control of these organizations and an economic interest, consolidated financial statements are prepared for both WCLP, Inc. and the Foundation, collectively referred to as "the Center".

History:

The Center was created in 1967, when a passionate group of attorneys and legal scholars from the law schools at Loyola, UCLA and USC acted on their shared vision that low-income Californians deserved the finest possible legal representation before every institution that shaped their lives. The Center has been true to that vision for over four decades, bringing and winning major impact litigation, supporting legal aid organizations throughout the state and aggressively advocating nationally, in Sacramento and locally for laws, policies and programs that guarantee system-wide change for its clients.

Programs:

Working collaboratively with nearly 100 legal services organizations serving every county in California, the Center takes the lead on advocacy designed to make large scale improvements in the lives of 7.7 million poor Californians. The Center employs forceful, creative strategies integrating pivotal impact litigation; legislative and administrative advocacy; technical support; community education and coalition-building to fulfill its mission. Western Center advocates have secured billions of dollars in benefits for its clients; protected and expanded affordable housing throughout the state; prevented homelessness for countless families; expanded food and nutrition programs for hundreds of thousands of households; guaranteed healthcare services for millions; and defended safety-net public benefits programs supporting children, women and men throughout California.

Health Advocacy: The Center works on behalf of low-income Californians to: (1) expand and preserve eligibility for health coverage; (2) expand and preserve the types and amounts of health care services available; (3) improve the quality of health care services available; (4) improve access to health care services while maintaining choice in accessing care; (5) promote structural reform of the health care system; (6) diminish the burden of medical debt; (7) mitigate efforts to implement laws which harm consumers; (8) inform, shape and create context for the health care advocacy landscape; (9) protect the rights of health care consumers in the public and private spheres; and (10) diversify and expand funding available for health care work.

Housing Advocacy: The Center advances and enforces the rights to safe, decent and affordable housing for low-income Californians. We work to: (1) increase the production of affordable housing; (2) preserve the existence, affordability and condition of the current affordable housing stock; and (3) protect the housing rights of low-income people.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. **Organization, continued**

Public Assistance Advocacy: The Center works on behalf of low-income Californians to: (1) preserve and expand the public assistance programs and services that provide a safety net to low-income families, individuals, children, persons with disabilities and senior citizens; (2) educate the legal service community and the public at large about issues related to public assistance; and (3) ensure that the voice of poor people is heard in the policy debates that affect their lives.

Access to Justice: The Center works to expand access to justice by low-income Californians by: (1) enforcing court rules and fee waivers designed to ensure that low-income litigants have meaningful access to our courts; (2) serving as a clearinghouse for California's legal advocates on access to justice issues; and (3) actively participating in coordinated efforts to enhance, improve and streamline California's legal services delivery system.

2. **Summary of Significant Accounting Policies**

A summary of the significant accounting policies applied in the preparation of the accompanying consolidated financial statements is as follows:

Basis of Presentation

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of WCLP, Inc. and the Foundation, collectively referred to as "the Center". All intercompany transactions and balances have been eliminated upon consolidation.

Accounting

To ensure observance of certain constraints and restrictions placed on the use of resources, the accounts of the Center are maintained in accordance with the principles of net asset accounting. This is the procedure by which resources for various purposes are classified for accounting and reporting purposes into net asset classes that are in accordance with specified activities or objectives. Accordingly, all financial transactions have been recorded and reported by net asset class as follows:

Unrestricted. These generally result from revenues generated by receiving unrestricted contributions, providing services, and receiving interest from investments less expenses incurred in providing program-related services, raising contributions, and performing administrative functions.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2. **Summary of Significant Accounting Policies**, continued

Accounting, continued

Unrestricted – Board Designated. These are comprised of resources that the Board of Directors has established as being designated for future program operations. The amount reflects the net assets of the Center, which include Board designated endowed funds. For purposes of complying with net assets accounting, these assets are included in unrestricted net assets at December 31, 2012. The Center has Board designated net assets of \$3,222,801 at December 31, 2012.

Temporarily Restricted. The Center reports gifts of cash and other assets as temporarily restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or the purpose of the restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the Consolidated Statement of Activities as net assets released from program or time restrictions. The Center has temporarily restricted net assets of \$782,760 at December 31, 2012.

Cash and Cash Equivalents

The Center has defined cash and cash equivalents as cash in banks and money market accounts at securities institutions. The carrying value at December 31, 2012 approximates fair value.

The Center maintains a separate cash account for its clients. These are funds awarded by the court for WCLP, Inc. clients and are maintained in these accounts until distribution.

Investments

The Center values its investments at fair value. Realized and unrealized gains or losses (including investments bought, sold, and held during the period) are reflected in the Consolidated Statement of Activities as investment income (loss), net.

Fair Value Measurements

Generally accepted accounting principles provide guidance on how fair value should be determined when financial statement elements are required to be measured at fair value. Valuation techniques are ranked in three levels depending on the degree of objectivity of the inputs used with each level:

Level 1 inputs - quoted prices in active markets for identical assets

Level 2 inputs - quoted prices in active or inactive markets for the same or similar assets

Level 3 inputs - estimates using the best information available when there is little or no market

The Center is required to measure its investments at fair value. The specified technique used to measure fair value for the element is described in the note below that relate to the element.

continued

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2. **Summary of Significant Accounting Policies, continued**

Grants and Accounts Receivable, Court Fees Receivable, and Pledges Receivable

The Center receives substantial grant revenue from private foundations, as well as support from individuals, corporations, and trusts. Unconditional contributions and pledges are recognized as revenues in the period received. Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. The Center reports unconditional contributions as restricted support if they are received with donor stipulations that limit the use of the contribution.

Court awarded fees and cy-pres are recognized as revenue upon the court's final approval of the settlement.

At December 31, 2012, management assessed the collectability of grants and accounts receivable, pledges receivable, and court fees receivable, concluding that no allowance was considered necessary.

Concentration of Credit Risks

The Center places its temporary cash investments with high-credit, quality financial institutions. At times, such investments may be in excess of the Federal Deposit Insurance Corporation insurance limit. The Center has not incurred losses related to these investments.

The Center holds investments in the form of equities, bond funds, equity funds, mutual funds, and a private placement limited partnership. Market values of such investments and credit ratings of bond issuers are routinely reviewed by the Investment Committee.

Property and Equipment

Property and equipment are recorded at cost or at fair value at the date of donation, if donated. Depreciation is computed on the straight-line basis over the estimated useful lives of the related assets. Estimated useful lives of equipment and the law library are 3-7 years, and 10 years, respectively. The law library was donated to the Center in 1975 and recorded at fair value.

Maintenance and repair costs are charged to expense as incurred. Property and equipment are capitalized if the cost of an asset is greater than or equal to five thousand dollars and the useful life is greater than one year.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

2. Summary of Significant Accounting Policies, continued

Income Taxes

The Center is exempt from taxation under Internal Revenue Code Section 501(c)(3) and California Revenue and Taxation Code Section 23701d.

Generally accepted accounting principles provide accounting and disclosure guidance about positions taken by an organization in its tax returns that might be uncertain. Management has considered its tax positions and believes that all of the positions taken by the Center in its federal and state exempt organization tax returns are more likely than not to be sustained upon examination. The Center's returns are subject to examination by federal taxing authorities, generally for three years, respectively, after they are filed.

Functional Allocation of Expenses

Costs of providing the Center's programs and other activities have been presented in the Consolidated Statement of Functional Expenses. During the year, such costs are accumulated into separate groupings as either direct or indirect. Indirect or shared costs are allocated among program and support services by a method that best measures the relative degree of benefit. The Center uses the percentage of staff time to allocate indirect costs.

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect reported amounts of assets, liabilities, revenues, and expenses as of the date and for the period presented. Actual results could differ from those estimates.

Comparative Totals

The consolidated financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Center's consolidated financial statements for the year ended December 31, 2011, from which the summarized information was derived.

Subsequent Events

Management has evaluated subsequent events through May 30, 2013, the date which the consolidated financial statements were available.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3. Pledges Receivable

Pledges receivable are recorded as support when pledged unless designated otherwise. Management deems pledges receivable to be fully collectible and, therefore, no allowance for doubtful accounts has been established. Pledges receivable at December 31, 2012 consists of \$29,256. The balance of pledges receivable at December 31, 2012 is expected to be collected within one year.

4. Investments

Significant information about investments at December 31, 2012 is summarized as follows:

Beginning balance, January 1, 2012	\$3,824,507
Purchases	2,108,673
Sales	(840,580)
Gain on investment	291,447
Less: fees	(29,743)
Interest and dividends reinvested	<u>152,237</u>
Ending balance, December 31, 2012	<u>\$5,506,541</u>

Composition of investments at December 31, 2012 is as follows:

Equity funds	\$2,141,832
Bond funds	2,216,947
Cash and money market funds	688,785
Investment in private placement limited partnership	449,032
Equities	<u>9,945</u>
Total	<u>\$5,506,541</u>

5. Property and Equipment

Property and equipment at December 31, 2012 consists of the following:

Law library	\$ 240,330
Computer equipment	122,205
Less: accumulated depreciation	<u>(266,403)</u>
	<u>\$ 96,132</u>

Depreciation expense for the year ended December 31, 2012 was \$24,215.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

6. Accrued Liabilities

Accrued liabilities at December 31, 2012 consist of the following:

Court awarded fees payable to co-counsel	\$415,408
Accrued vacation and compensatory time	<u>170,458</u>
	<u>\$585,866</u>

7. Commitments and Contingencies

Obligations Under Operating Leases

The Center leases offices under operating leases expiring in 2014 and 2016. Future minimum payments under these leases, with an initial or remaining term of one year or more, are as follows:

<u>Year Ended December 31,</u>	
2013	\$196,842
2014	63,426
2015	52,399
2016	<u>49,145</u>
	<u>\$361,812</u>

Rental expense under operating leases was \$221,796 for the year ended December 31, 2012, and is included in occupancy expense in the Consolidated Statement of Functional Expenses. Rental income from month-to-month subleases for the year ended December 31, 2012 was \$17,021.

Contracts and Grants

The Center's grants and contracts are subject to inspection and audit by the appropriate state and county funding agency. The purpose is to determine whether program funds were used in accordance with their respective guidelines and regulations. The potential exists for disallowance of previously-funded program costs. The ultimate liability, if any, which may result from these audits cannot be reasonably estimated and, accordingly, the Center has no provisions for the possible disallowance of program costs on its consolidated financial statements.

Disputes

The Center is a party to an employment claim, and management intends to defend the agency vigorously in this matter. It is not possible at this time to predict the probable outcome or the extent of the Center's liability, if any.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

8. Temporarily Restricted Net Assets

Temporarily restricted net assets at December 31, 2012 consist of the following:

Health	\$ 253,430
Max Gillam Fellowship	197,976
Time restricted	156,709
Housing	151,312
Welfare	<u>23,333</u>
	<u>\$782,760</u>

Temporarily restricted net assets released for the year ended December 31, 2012 were \$848,471, consisting of \$627,206 released from program restrictions and \$221,265 released from time restrictions.

9. Board-Designated Endowment

The Center's endowment consists of funds established for a variety of purposes. As a Board-Designated Endowment, these assets are included as a component of unrestricted net assets. Significant information about the Board-designated endowment as of December 31, 2012 is as follows:

Board-Designated Endowment Net Asset Composition by Type of Fund:

	<u>Total</u>
Board-Designated	<u>\$3,222,801</u>

Changes in Board-Designated Endowment Net Assets:

	<u>Unrestricted</u>
Beginning of year, January 1, 2012	\$2,924,202
Interest and dividends	93,747
Unrealized gains	220,852
Less: investment fees	<u>(16,000)</u>
End of year, December 31, 2012	<u>\$3,222,801</u>

continued

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

10. Fair Market Value

The table below presents the balances of assets or liabilities measured at fair value at December 31, 2012 on a recurring basis:

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Bond funds	\$2,216,947	\$ -	\$ -	\$2,216,947
Equity funds	2,141,832			2,141,832
Equities	9,945			9,945
Investment in private placement limited partnership			<u>449,032</u>	<u>449,032</u>
Fair value at December 31, 2012	<u>\$4,368,724</u>	<u>\$ -</u>	<u>\$449,032</u>	<u>\$4,817,756</u>

The fair value of marketable securities within the Level 1 inputs are based on quoted market prices as of the closing of the last business day of the fiscal year.

The fair value of the investment in private placement limited partnership within the Level 3 inputs is based on quoted prices per unit of investment as provided by the Center's investment institution as of the closing of the last business day of the fiscal year.

Significant information about investments within the Level 3 inputs is summarized below:

Beginning balance, January 1, 2012	\$383,641
Net gain on investments	<u>65,391</u>
Ending balance, December 31, 2012	<u>\$449,032</u>

11. Employee Benefit Plan

The Center sponsors a 403(b) tax shelter annuity ("TSA") plan for the benefit of its employees, all of whom are eligible to participate after meeting minimum eligibility requirements. The Center has elected to make bi-weekly discretionary contributions to the TSA plan on behalf of participating employees, as well as a dollar for dollar matching contribution up to \$1,000 of a participating employee's salary deferral. For the year ended December 31, 2012, the Center's contributions to the plan were \$100,769.

SUPPLEMENTAL SCHEDULES

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

December 31, 2012

With comparative totals at December 31, 2011

	WCLP	The WCLP Endowment Foundation	2012	2011
Assets				
Cash and cash equivalents (Note 2)	\$ 312,591	\$ 59,041	\$ 371,632	\$ 478,651
Grants and accounts receivable (Note 2)	467,984		467,984	516,538
Pledges receivable (Note 3)	29,256		29,256	28,946
Prepaid expenses and other assets	66,828		66,828	64,781
Investments (Note 4)	2,342,781	3,163,760	5,506,541	3,824,507
Property and equipment (Note 5)	96,132		96,132	120,348
	Total assets	\$ 3,222,801	\$ 6,538,373	\$ 5,033,771
Liabilities and net assets				
Liabilities				
Accounts payable	\$ 31,064	\$ -	\$ 31,064	\$ 27,366
Accrued liabilities (Note 6)	585,866		585,866	200,074
	Total liabilities	-	616,930	227,440
Net assets				
Unrestricted	1,915,882		1,915,882	770,805
Unrestricted - Board designated (Notes 2 and 9)		3,222,801	3,222,801	2,924,202
Temporarily restricted (Note 8)	782,760		782,760	1,111,324
	Total net assets	3,222,801	5,921,443	4,806,331
	Total liabilities and net assets	\$ 3,222,801	\$ 6,538,373	\$ 5,033,771

The accompanying notes are an integral part of these consolidated financial statements.

**WESTERN CENTER ON LAW AND POVERTY, INC.
AND THE WCLP ENDOWMENT FOUNDATION**

CONSOLIDATING STATEMENT OF ACTIVITIES

For the year ended December 31, 2012

With comparative totals for the year ended December 31, 2011

	WCLP	The WCLP Endowment Foundation	2012	2011
Revenue and support				
Court awarded fees and costs	\$ 2,178,203	\$ -	\$ 2,178,203	\$ 434,604
Contributions	651,595		651,595	597,540
Grants	594,101		594,101	1,358,267
Investment income (loss), net (Note 4)	115,342	298,599	413,941	(66,055)
Contributed attorneys fees	200,000		200,000	-
Contract revenue	150,617		150,617	-
Special events, net of direct benefits of \$47,098	55,088		55,088	104,279
Cy-près	21,874		21,874	77,098
Publications	17,984		17,984	36,351
Other income	13,152		13,152	17,428
Total revenue and support	<u>3,997,956</u>	<u>298,599</u>	<u>4,296,555</u>	<u>2,559,512</u>
Expenses				
Program services	2,287,161		2,287,161	2,120,057
Management and general	504,167		504,167	529,179
Fundraising	390,115		390,115	368,349
Total expenses	<u>3,181,443</u>	<u>-</u>	<u>3,181,443</u>	<u>3,017,585</u>
Change in net assets	816,513	298,599	1,115,112	(458,073)
Net assets, beginning of year	<u>1,882,129</u>	<u>2,924,202</u>	<u>4,806,331</u>	<u>5,264,404</u>
Net assets, end of year	<u>\$ 2,698,642</u>	<u>\$ 3,222,801</u>	<u>\$ 5,921,443</u>	<u>\$ 4,806,331</u>

The accompanying notes are an integral part of these consolidated financial statements.

ADDITIONAL INFORMATION



Harrington Group
CERTIFIED PUBLIC ACCOUNTANTS, LLP

J. Joseph Harrington
Emeritus

Job M. Quesada
Sean E. Cain
Tonetta L. Conner

**Independent Auditors' Report on Internal Control Over Financial Reporting
and on Compliance and Other Matters Based on an Audit of Financial Statements
Performed in Accordance With *Government Auditing Standards***

To the Board of Directors
Western Center on Law and Poverty, Inc.
and The WCLP Endowment Foundation

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to consolidated financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of Western Center on Law and Poverty, Inc. and The WCLP Endowment Foundation ("the Center") which comprise the Consolidated Statement of Financial Position as of December 31, 2012, and the related Consolidated Statements of Activities, Functional Expenses and Cash Flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated May 30, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Center's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Center's internal control. Accordingly, we do not express an opinion on the effectiveness of the Center's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Center's consolidated financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of consolidated financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Center's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Harrington Group

Pasadena, California
May 30, 2013