

**TECHNOLOGY MATTERS DBA
TECH MATTERS**

(A California Nonprofit Public Benefit Corporation)

**FINANCIAL STATEMENTS
AND
INDEPENDENT AUDITOR'S REPORT**

YEAR ENDED DECEMBER 31, 2023

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

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Board of Directors
Technology Matters dba Tech Matters
Palo Alto, California

INDEPENDENT AUDITOR'S REPORT

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Technology Matters dba Tech Matters, a California nonprofit public benefit corporation, which comprise the statement of financial position as of December 31, 2023, and the related statement of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Technology Matters dba Tech Matters as of December 31, 2023, 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.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards* (*Government Auditing Standards*), issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Technology Matters dba Tech Matters and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. 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 Technology Matters dba Tech Matters' ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's 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 auditor's 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 and *Government Auditing Standards* 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, including omissions, 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 and *Government Auditing Standards*, 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 Technology Matters dba Tech Matters' 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 Technology Matters dba Tech Matters' 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.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated August 29, 2024 on our consideration of Technology Matters dba Tech Matters' 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 solely 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 the effectiveness of Technology Matters dba Tech Matters' 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 Technology Matters dba Tech Matters' internal control over financial reporting and compliance.

Sindquist, von Husen and Joyce LLP

August 29, 2024

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2023

ASSETS

Current assets:	
Cash and cash equivalents	\$ 1,163,812
Receivables:	
Grants and contributions – current portion (Note 3)	381,820
Program services (Note 4)	105,479
Prepaid expenses	13,900
Total current assets	<u>1,665,011</u>
Grants and contributions receivable – net of current portion (Note 3)	<u>100,862</u>
Total assets	<u><u>\$ 1,765,873</u></u>

LIABILITIES AND NET ASSETS

Current liabilities:	
Accounts payable and accrued expenses	\$ 106,491
Accrued vacation	40,412
Deferred revenue	181,779
Total current liabilities	<u>328,682</u>
Total liabilities	<u>328,682</u>
Net assets:	
Without donor restrictions	182,104
With donor restrictions – net (Note 5)	<u>1,255,087</u>
Total net assets	<u>1,437,191</u>
Total liabilities and net assets	<u><u>\$ 1,765,873</u></u>

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

TECHNOLOGY MATTERS DBA TECH MATTERS

(A California Nonprofit Public Benefit Corporation)

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2023

	<i>Without Donor Restrictions</i>	<i>With Donor Restrictions</i>	<i>Total</i>
Support and revenue:			
Support:			
Government	\$ 434,352	\$ -	\$ 434,352
Foundation and corporate	327,562	3,495,859	3,823,421
Donations	14,453	-	14,453
In-kind contributions (Note 7)	57,891	-	57,891
Net assets released from restrictions (Note 5)	2,240,772	(2,240,772)	-
Total support	3,075,030	1,255,087	4,330,117
Revenue:			
Program services	1,042,444	-	1,042,444
Interest and other income	32,512	-	32,512
Total revenue	1,074,956	-	1,074,956
Total support and revenue	4,149,986	1,255,087	5,405,073
Expenses:			
Program services	3,408,798	-	3,408,798
Management and general	556,439	-	556,439
Fundraising	2,645	-	2,645
Total expenses	3,967,882	-	3,967,882
Change in net assets	182,104	1,255,087	1,437,191
Net assets, beginning of year	-	-	-
Net assets, end of year	\$ 182,104	\$ 1,255,087	\$ 1,437,191

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

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED DECEMBER 31, 2023

	<i>Program Services</i>	<i>Management and General</i>	<i>Fundraising</i>	<i>Total</i>
Salaries	\$ 1,656,317	\$ 306,994	\$ 2,117	\$ 1,965,428
Professional services	1,087,116	98,630	-	1,185,746
Payroll taxes and employee benefits	345,223	64,040	442	409,705
Program expenses	98,906	111	-	99,017
Travel and meals	74,936	16,984	-	91,920
In-kind services	10,000	47,891	-	57,891
Information technology	42,911	5,086	23	48,020
Contribution expense	45,000	-	-	45,000
Insurance	10,772	8,328	11	19,111
Conferences and meetings	10,731	2,244	-	12,975
Office expenses and supplies	2,378	3,237	1	5,616
Occupancy	640	-	50	690
Miscellaneous	23,868	2,894	1	26,763
Total expenses	\$ 3,408,798	\$ 556,439	\$ 2,645	\$ 3,967,882

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

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2023

Cash flows from operating activities:	
Change in net assets	\$ 1,437,191
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
(Increase) decrease in assets:	
Grants and contributions receivable	(482,682)
Program services receivable	(105,479)
Prepaid expenses	(13,900)
Increase (decrease) in liabilities:	
Accounts payable and accrued expenses	106,491
Accrued vacation	40,412
Deferred revenue	<u>181,779</u>
Net cash provided by operating activities	<u>1,163,812</u>
Increase in cash and cash equivalents	1,163,812
Cash and cash equivalents, beginning of year	<u>-</u>
Cash and cash equivalents, end of year	<u><u>\$ 1,163,812</u></u>

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

TECHNOLOGY MATTERS DBA TECH MATTERS

(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2023

NOTE 1 – ORGANIZATION AND NATURE OF ACTIVITIES

Technology Matters dba Tech Matters (the Organization), a California nonprofit benefit corporation, was formed in 2022. The activities of Tech Matters started as a project in 2018 under a fiscal sponsorship agreement with Beneficent Technology, Inc. (Benetech), a nonprofit corporation which was also founded by the Organization's Founder and CEO, Jim Fruchterman.

The Organization began active operations on January 1, 2023 with the transfer of the Tech Matters activities, including employees and the remaining net assets (see Note 5), from Benetech as part of a planned transition which ended the fiscal sponsorship agreement. The Organization also received recognition of its exempt status under 501(c)(3) in January 2023.

Tech Matters is dedicated to using technology for social good impact, creating and operating technology social enterprises that have the potential to dramatically improve entire social sector fields and better the lives of over 10,000,000 people.

The Organization is focused in three areas: upgrading the field of crisis response helplines with modern technology; supporting local leaders around the world with the tools to build local regenerative economies; and building the tech for social good field. The Organization has three projects:

Aselo

The Organization developed Aselo to address the fact that as many as one third of all calls to helplines are not answered due to lack of resources and aging technology. Designed specifically for the needs of crisis response helplines, Aselo is a cloud-based, open source contact center platform that supports counseling, referral, and case management. Aselo was deployed in fifteen countries on every major continent at the end of 2023. Aselo adds text channels to helplines handling voice calls, while also improving the efficiency of helplines – its impact goal is to double the number of people helped by partner helplines with their existing staff levels.

Terraso

Tech Matters is developing Terraso to address the issue that climate change discussions are primarily focused internationally and nationally, even though many essential decisions are made at the community level. Terraso channels tools, data and funding to leaders at the farm/district/county/state/province level, supporting them to make better decisions for their communities and the planet. Terraso is being co-developed with local leaders from all over the world, delivering better data collection, analysis, story-telling, and soil assessment tools. Terraso will equip those on the front lines of the climate crisis with the data and tech tools they need to build more equitable and regenerative local economies.

Building the Tech for Good Field

Field-building work includes no-charge tech strategy consulting to nonprofit leaders, a podcast featuring tech for good leaders, public speaking and written articles. Tech Matters is also championing the Better Deal for Data (BD4D), a set of principles promoting the ethical use of data for social good, modelled after the open source and Creative Commons movements. By encouraging many organizations to commit to a common set of socially responsible principles, Tech Matters expect to unlock data across different organizations for impact, research, and ethically developed AI tools.

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Method

The Organization uses the accrual method of accounting, which recognizes income in the period earned and expenses when incurred, regardless of the timing of payments.

Estimates

The preparation 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 revenue and expense during the reporting period. Actual results could differ from those estimates.

Basis of Presentation

The Organization reports information regarding its financial position and activities according to two classes of net assets, as applicable: net assets without donor restrictions and net assets with donor restrictions.

- Net assets without donor restrictions include those assets over which the Board of Directors has discretionary control in carrying out the operations of the Organization.
- Net assets with donor restrictions include those assets subject to donor restrictions and for which the applicable restrictions were not met as of the end of the current reporting period. 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. When a donor restriction expires – that is, when a stipulated time restriction ends or purpose restriction is accomplished – net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as *net assets released from restrictions*. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates the resources be maintained in perpetuity. The Organization has no assets with non-expiring donor restrictions as of December 31, 2023.

Revenue Recognition

Contributions

Contributions are recognized as revenue when they are unconditionally communicated. Grants represent contributions if resource providers receive no value in exchange for the assets transferred. Contributions are recorded at their fair value as support without donor restrictions or support with donor restrictions, depending on the absence or existence of donor-imposed restrictions as applicable. When a restriction expires (that is when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as *net assets released from restrictions*. Contributions restricted for the purchase of long-lived assets, are reported as without donor restriction when the assets are placed in service.

Unconditional promises to give are recognized as contribution revenue in the period made 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 more than one year are recorded at fair value, which is measured as the present value of their future cash flows. The discounts on those amounts are computed using the estimated interest rate applicable to the years in which the promises are received. Amortization of discounts is included in contribution revenue.

TECHNOLOGY MATTERS DBA TECH MATTERS

(A California Nonprofit Public Benefit Corporation)

NOTES TO FINANCIAL STATEMENTS

YEAR ENDED DECEMBER 31, 2023

Conditional promises to give – that is, those with a measurable performance or other barrier and a right of return – are not recognized until the conditions on which they depend have been met. A portion of the Organization’s revenue is derived from cost-reimbursable private and government grants and contracts, which are conditioned upon the incurrence of allowable qualifying expenses and/or accomplishment of programmatic objectives. Amounts received are recognized as revenue when the Organization has incurred expenditures and/or accomplished programmatic objectives in compliance with specific contract or grant provisions. Amounts received prior to incurring qualifying expenditures and/or accomplishing programmatic objectives are reported as deferred revenue in the accompanying statement of financial position.

Government Contracts

Government contracts are disclosed as conditional promises to give until qualified expenses have been incurred for cost reimbursement basis contracts or until the services have been provided and/or other conditions have been met.

Program Service Revenue

Program service contracts primarily are comprised of an exchange element base on the value of benefits provided and are recognized as revenue when the related performance obligations are satisfied. Performance obligations represent specific services provided to customers under such contracts. Amounts received prior to fulfilled performance obligations are reported as deferred revenue in the accompanying statement of financial position.

In-Kind Contributions and Contributed Services

In-kind contributions are reflected as contributions at their fair value at date of donation and are reported as unrestricted support unless explicit donor stipulations specify how donated assets must be used. Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation, are recorded at their fair values in the period received.

Cash and Cash Equivalents

Cash is defined as cash in demand deposit accounts as well as cash on hand. Cash equivalents are highly liquid investments that are readily convertible to known amounts of cash. Generally, only investments with original maturities of three (3) months or less qualify as cash equivalents. The Organization occasionally maintains cash on deposit at a bank in excess of the Federal Deposit Insurance Corporation limit and the Securities Investor Protection Corporation limit. The uninsured cash balance was approximately \$76,000 as of December 31, 2023. The Organization has not experienced any losses in such accounts.

Grant and Contributions Receivable

Grants and contributions receivable that are expected to be collected within one year are recorded at net realizable value. Grants and contributions receivable expected to be received in future years are recorded at the present value of their estimated cash flows. The Organization considers all grants and contributions receivable to be fully collectible at December 31, 2023. Accordingly, no allowance for doubtful accounts was deemed necessary. If amounts become uncollectible, they are charged to expense in the period in which that determination is made.

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

Program Services Receivable

Program services receivable are related to income earned from program services. An allowance for credit losses is provided which is an estimate based upon historical account write-off trends, facts about the current financial condition and forecasts of future operating results. Credit quality is monitored through the timing of payments compared to payment terms and known facts about customers. Accounts receivable balances are charged off against the allowance for credit losses after recovery efforts have ceased. Management has determined that no allowance for uncollectible accounts is deemed necessary as of December 31, 2023.

Income Taxes

The Organization is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code and the related California code sections.

The Organization believes that it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements. The Organization's federal and state information returns for the year 2023 are subject to examination by regulatory agencies, generally for three years and four years after they were filed for federal and state, respectively.

Functional Expenses Allocation

The costs of providing program services and supporting services are summarized on a functional basis in the statements of activities and statements of functional expenses. Accordingly, certain costs are allocated among program services and supporting services.

Subsequent Events

Management has evaluated subsequent events through August 29, 2024, the date on which the financial statements were available to be issued.

NOTE 3 – GRANTS AND CONTRIBUTIONS RECEIVABLE

Grants receivables are summarized as follows:

Frey Charitable Foundation	\$ 217,960
Child Helpline International	123,050
U.S. Department of Agriculture	79,486
Rainforest Alliance, Inc.	51,750
Wolfe's Neck Farm Foundation	<u>18,554</u>
Gross grants receivable	490,800
Less: unamortized discount	<u>(8,118)</u>
Net grants receivable	<u><u>\$ 482,682</u></u>
Amounts due in:	
Less than one year	<u>\$ 381,820</u>
One to five years	<u><u>\$ 100,862</u></u>

Contributions due in more than one year are reflected at the present value of estimated future cash flows using a discount rate of 4.23%.

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

NOTE 4 – PROGRAM SERVICES RECEIVABLE

Program services receivables are summarized as follows:

Youthline Auckland Charitable Trust	\$ 80,000
Kids Help Phone	19,659
Others	<u>5,820</u>
Total	<u><u>\$ 105,479</u></u>

NOTE 5 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are summarized as follows:

	<i>January 1, 2023</i>	<i>Contributions</i>	<i>Releases from Restrictions</i>	<i>December 31, 2023</i>
Aselo Program	\$ -	\$ 1,723,218	\$ (1,336,440)	\$ 386,778
Terrasos Program	-	1,262,399	(748,445)	513,954
Field Program	-	496,396	(154,691)	341,705
Others	-	13,846	(1,196)	12,650
	<u>\$ -</u>	<u>\$ 3,495,859⁽¹⁾</u>	<u>\$ (2,240,772)</u>	<u>\$ 1,255,087</u>

- ⁽¹⁾ The Organization started under a fiscal sponsorship agreement with Beneficent Technology, Inc. (Benetech), a nonprofit corporation. In January 2023, the Organization obtained its tax exempt status under IRS 501(c) and ended its fiscal sponsorship agreement. Benetech transferred \$2,368,043 of net assets to the Organization on January 1, 2023 of which \$2,264,859 is included in contributions with donor restrictions.

NOTE 6 – CONDITIONAL PROMISE TO GIVE

The Organization receives conditional grants which are not recognized as revenue until the conditions on which they depend have been met. A portion of the Organization's revenue is derived from cost-reimbursable government grants and contracts, which are conditioned upon the incurrence of allowable qualifying expenses and/or accomplishment of programmatic objectives. Consequently, at December 31, 2023, contributions of approximately \$61,000, was not recognized in the accompanying statement of activities because the condition on which they depend has not yet been met.

NOTE 7 – IN-KIND CONTRIBUTIONS

During the year ended December 31, 2023, the Organization received non-cash donations of services that have been reflected in the financial statements. Contributions of non-financial assets are summarized as follows:

Legal services	\$ 47,891
Amazon Web Services promotional credits	<u>10,000</u>
	<u><u>\$ 57,891</u></u>

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

Amounts have been recognized as revenues and expenses in the accompanying financial statements for the fair market value of the donated services and credits. Legal services and promotional credits benefit the Organization's operations during the year ended December 31, 2023.

NOTE 8 – LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is without donor or other restriction limiting their use, within one year of the statement of financial position, comprise the following:

Financial assets available within one year:	
Cash and cash equivalents	\$ 1,163,812
Grants and contributions receivable	381,820
Program services receivable	105,479
	<hr/> 1,651,111
Less financial assets not available for general expenditures:	
Donor-restricted net assets	<hr/> (1,255,087)
Financial assets available for general expenditures within one year	<hr/> <hr/> \$ 396,024

As part of the Organization's liquidity management, the Organization monitors liquidity in order to fulfill its operating cash needs. The Organization has various sources that provide liquidity during the year such as contract revenue, program fees, and grants and contributions. The Organization operates within a budget and anticipates collecting sufficient revenue to cover general expenditures.

NOTE 9 – FUNCTIONAL ALLOCATION OF EXPENSES

The costs of program and supporting services activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses present the natural classification detail of expenses by function. Certain categories of expenses are attributed to more than one program or supporting function that require consistent allocation on a reasonable basis. Expenses that are allocated include employee benefits and payroll taxes, outside services, facility and other office expenses, travel, communications, supplies, and miscellaneous expenses. These expenses have been allocated on the basis of salaries per function over total salaries of all functions.

NOTE 10 – RETIREMENT PLAN

The Organization maintains a 401(k) retirement plan which eligible employees may contribute to each pay period. The Organization matches 100% of employee contributions up to a maximum of 4% of the employees' gross salary. All full-time and part-time employees are eligible to participate in the retirement plan on the date of hire. Employer contributions were \$71,900 for the year ended December 31, 2023.

TECHNOLOGY MATTERS DBA TECH MATTERS
(A California Nonprofit Public Benefit Corporation)
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2023

NOTE 11 – COMMITMENTS AND CONTINGENCIES AND OTHER MATTERS

Grants

Grant awards require the fulfillment of certain conditions as set forth in the instrument of grant. Failure to fulfill the conditions could result in the return of the funds to the grantors. The Organization deems this contingency remote since by accepting the grants and their terms, it has accommodated the objectives of the Organization to the provisions of the grants. The Organization's management is of the opinion that the Organization has complied with the terms of all grants.

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Board of Directors
Technology Matters dba Tech Matters
Palo Alto, California

**INDEPENDENT AUDITOR'S 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**

We have audited, in accordance with the 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, the financial statements of Technology Matters dba Tech Matters, which comprise the statement of financial position as of December 31, 2023, and the related statement of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated August 29, 2024.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered Technology Matters dba Tech Matters's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Technology Matters dba Tech Matters's internal control. Accordingly, we do not express an opinion on the effectiveness of Technology Matters dba Tech Matters'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 or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether Technology Matters dba Tech Matters's 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 financial statements. 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 Organization'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 Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Lindquist, von Husen and Joyce LLP

August 29, 2024