

INTERNATIONAL UNION OF  
PURE AND APPLIED CHEMISTRY

Financial Statements

December 31, 2014 and 2013

(With Independent Auditors' Report Thereon)

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**Independent Auditors' Report**

The Executive Committee  
International Union of Pure and Applied Chemistry:

***Report on the Financial Statements***

We have audited the accompanying financial statements of International Union of Pure and Applied Chemistry ("IUPAC"), which comprise the statements of financial position as of December 31, 2014 and 2013, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

***Auditors' Responsibility***

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

*Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of IUPAC as of December 31, 2014 and 2013, 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.

*Batchelor, Tillery & Roberts, LLP*

July 8, 2015

INTERNATIONAL UNION OF PURE  
AND APPLIED CHEMISTRY

Statements of Financial Position

December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
<u>Assets</u>		
Current assets:		
Cash and cash equivalents	\$ 694,098	402,248
Subscriptions receivable (net of allowance for doubtful accounts of \$74,674 in 2014 and \$36,700 in 2013)	114,821	72,000
Accrued interest receivable	20,010	-
Inventories	34,045	31,052
Prepaid expenses	<u>6,650</u>	<u>1,853</u>
Total current assets	869,624	507,153
Investments, at market value	3,669,326	3,897,078
Furniture, fixtures, and equipment, net	9,744	26,696
Deposits	<u>3,565</u>	<u>-</u>
	\$ <u>4,552,259</u>	<u>4,430,927</u>
<u>Liabilities and Net Assets</u>		
Current liabilities:		
Accounts payable and accrued expenses	153,548	107,567
Unearned subscriptions	<u>212,097</u>	<u>99,275</u>
Total current liabilities	<u>365,645</u>	<u>206,842</u>
Commitments		
Net assets:		
Unrestricted	3,897,323	3,955,711
Temporarily restricted	96,934	76,017
Permanently restricted	<u>192,357</u>	<u>192,357</u>
Total net assets	<u>4,186,614</u>	<u>4,224,085</u>
	\$ <u>4,552,259</u>	<u>4,430,927</u>

See accompanying notes to financial statements.

INTERNATIONAL UNION OF PURE  
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Statements of Activities

Year ended December 31, 2014, with comparative totals for 2013

	2014				
	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Permanently restricted</u>	<u>Total</u>	<u>2013</u>
Support:					
Grants and contributions	\$ 12,496	58,751	-	71,247	64,990
National subscriptions and service charges	912,351	-	-	912,351	898,072
Affiliate membership program	40,291	-	-	40,291	42,937
Total support	<u>965,138</u>	<u>58,751</u>	<u>-</u>	<u>1,023,889</u>	<u>1,005,999</u>
Other revenue:					
Publications	99,217	-	-	99,217	563,844
Investment return, net	105,146	9,958	-	115,104	409,362
Total other revenue	<u>204,363</u>	<u>9,958</u>	<u>-</u>	<u>214,321</u>	<u>973,206</u>
Total support and other revenue	1,169,501	68,709	-	1,238,210	1,979,205
Net assets released from restrictions	47,792	(47,792)	-	-	-
	<u>1,217,293</u>	<u>20,917</u>	<u>-</u>	<u>1,238,210</u>	<u>1,979,205</u>
Expenses:					
Program and publications	517,273	-	-	517,273	1,322,532
Management and general	758,408	-	-	758,408	869,322
Total expenses	<u>1,275,681</u>	<u>-</u>	<u>-</u>	<u>1,275,681</u>	<u>2,191,854</u>
(Decrease) increase in net assets	(58,388)	20,917	-	(37,471)	(212,649)
Net assets, beginning of year	<u>3,955,711</u>	<u>76,017</u>	<u>192,357</u>	<u>4,224,085</u>	<u>4,436,734</u>
Net assets, end of year	\$ <u>3,897,323</u>	<u>96,934</u>	<u>192,357</u>	<u>4,186,614</u>	<u>4,224,085</u>

(Continued)

INTERNATIONAL UNION OF PURE  
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Statements of Activities, Continued

Year ended December 31, 2013

	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Permanently restricted</u>	<u>Total</u>
Support:				
Grants and contributions	\$ 48,990	16,000	-	64,990
National subscriptions and service charges	898,072	-	-	898,072
Affiliate membership program	<u>42,937</u>	<u>-</u>	<u>-</u>	<u>42,937</u>
Total support	<u>989,999</u>	<u>16,000</u>	<u>-</u>	<u>1,005,999</u>
Other revenue:				
Publications	563,844	-	-	563,844
Investment return, net	<u>399,645</u>	<u>9,717</u>	<u>-</u>	<u>409,362</u>
Total other revenue	<u>963,489</u>	<u>9,717</u>	<u>-</u>	<u>973,206</u>
Total support and other revenue	1,953,488	25,717	-	1,979,205
Net assets released from restrictions	<u>558</u>	<u>(558)</u>	<u>-</u>	<u>-</u>
	<u>1,954,046</u>	<u>25,159</u>	<u>-</u>	<u>1,979,205</u>
Expenses:				
Program and publications	1,322,532	-	-	1,322,532
Management and general	<u>869,322</u>	<u>-</u>	<u>-</u>	<u>869,322</u>
Total expenses	<u>2,191,854</u>	<u>-</u>	<u>-</u>	<u>2,191,854</u>
(Decrease) increase in net assets	(237,808)	25,159	-	(212,649)
Net assets, beginning of year	<u>4,193,519</u>	<u>50,858</u>	<u>192,357</u>	<u>4,436,734</u>
Net assets, end of year	\$ <u>3,955,711</u>	<u>76,017</u>	<u>192,357</u>	<u>4,224,085</u>

See accompanying notes to financial statements.

INTERNATIONAL UNION OF PURE  
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Statements of Functional Expenses

Year ended December 31, 2014, with comparative totals for 2013

	2014			2013
	<u>Program and publications</u>	<u>Management and general</u>	<u>Total</u>	
Travel and subsistence	\$ 356,649	99,554	456,203	698,402
Salaries	-	295,808	295,808	396,186
Contracted services	92,334	48,210	140,544	387,067
Payroll taxes and benefits	-	77,839	77,839	110,824
Office supplies and expenses	-	59,502	59,502	37,450
Administrative and project costs	36,716	10,764	47,480	302,885
Bad debt expense (recoveries)	-	44,805	44,805	(9,500)
Audit and accounting	-	35,635	35,635	36,540
Building operations	-	27,091	27,091	25,539
Contributions	26,189	-	26,189	28,472
Utilities	-	21,879	21,879	17,162
Depreciation and amortization	-	21,746	21,746	26,594
Postage	2,471	5,766	8,237	68,038
Printing and publications	1,914	1,983	3,897	7,875
Prizes and awards	1,000	-	1,000	51,689
Miscellaneous	-	7,826	7,826	6,631
	<u>\$ 517,273</u>	<u>758,408</u>	<u>1,275,681</u>	<u>2,191,854</u>

(Continued)

INTERNATIONAL UNION OF PURE  
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Statements of Functional Expenses, Continued

Year ended December 31, 2013

	<u>Program and publications</u>	<u>Management and general</u>	<u>Total</u>
Travel and subsistence	\$ 589,039	109,363	698,402
Salaries	-	396,186	396,186
Contracted services	377,926	9,141	387,067
Administrative and project costs	210,551	92,334	302,885
Payroll taxes and benefits	-	110,824	110,824
Postage	62,161	5,877	68,038
Prizes and awards	51,689	-	51,689
Office supplies and expenses	-	37,450	37,450
Audit and accounting	-	36,540	36,540
Contributions	28,472	-	28,472
Building operations	-	25,539	25,539
Depreciation and amortization	-	26,594	26,594
Utilities	-	17,162	17,162
Printing and publications	2,694	5,181	7,875
Bad debt recoveries	-	(9,500)	(9,500)
Miscellaneous	-	6,631	6,631
	<u>\$ 1,322,532</u>	<u>869,322</u>	<u>2,191,854</u>

See accompanying notes to financial statements.



INTERNATIONAL UNION OF PURE  
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Statements of Cash Flows

Years ended December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Cash flows from operating activities:		
Decrease in net assets	\$ (37,471)	(212,649)
Adjustments to reconcile decrease in net assets to net cash provided by (used in) operating activities:		
Depreciation and amortization	21,746	26,594
Realized gains on investments	(476,692)	(7,667)
Unrealized losses (gains) on investments	491,904	(257,296)
Changes in operating assets and liabilities:		
Subscriptions receivable	(42,821)	30,600
Accrued interest receivable	(20,010)	-
Inventories	(2,993)	(1,115)
Prepaid expenses	(4,797)	39,472
Accounts payable and accrued expenses	45,981	25,651
Unearned subscriptions	112,822	(289,370)
Net cash provided by (used in) operating activities	<u>87,669</u>	<u>(645,780)</u>
Cash flows from investing activities:		
Proceeds from sales of investments	3,239,267	408,125
Purchases of investments	(3,026,727)	(39,894)
Deposits	(3,565)	-
Purchases of furniture, fixtures, and equipment	(4,794)	(2,795)
Net cash provided by investing activities	<u>204,181</u>	<u>365,436</u>
Net increase (decrease) in cash and cash equivalents	291,850	(280,344)
Cash and cash equivalents, beginning of year	<u>402,248</u>	<u>682,592</u>
Cash and cash equivalents, end of year	\$ <u>694,098</u>	<u>402,248</u>

See accompanying notes to financial statements.

INTERNATIONAL UNION OF PURE  
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Notes to Financial Statements

December 31, 2014 and 2013

(1) Nature of Organization and Significant Accounting Policies

International Union of Pure and Applied Chemistry ("IUPAC"), founded in 1919, is a voluntary nongovernmental, nonprofit association of sixty-five national adhering organizations representing the chemists of their countries. Additionally, there are three associate national adhering organizations, sixty-nine company associates, and thirty-four associated organizations.

The objectives of IUPAC are to promote continuing cooperation among the chemists of the member countries, to study topics of international importance to pure and applied chemistry which need standardization or codification, to cooperate with other international organizations which deal with topics of a chemical nature, and to contribute to the advancement of pure and applied chemistry in all its aspects.

The significant accounting policies of IUPAC are as follows:

(a) Support, Revenues, and Expenses

IUPAC derives its revenues primarily from national subscriptions, publication income, and investment income. Support, revenues, and expenses are recorded on the accrual basis of accounting, and revenue received for future subscriptions is deferred until the applicable year.

Contributions received are measured at their fair values and are reported as an increase in net assets. IUPAC reports contributions of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets or if they are designated as support for future periods. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Donor restricted contributions whose restrictions are met in the same reporting period are reported as unrestricted support.

(b) Endowment Funds

The Executive Committee of IUPAC has interpreted relevant state law as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, IUPAC classifies as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by IUPAC in a manner consistent with the relevant endowment fund. IUPAC considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(1) Nature of Organization and Significant Accounting Policies, Continued

(b) Endowment Funds, Continued

- (1) The duration and preservation of the fund
- (2) The purposes of the organization and the donor-restricted endowment fund
- (3) General economic conditions
- (4) The possible effect of inflation and deflation
- (5) The expected total return from income and the appreciation of investments
- (6) Other resources of the organization
- (7) The investment policies of the organization

*Funds with Deficiencies*

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor requires the organization to retain as a fund of perpetual duration. In accordance with accounting principles generally accepted in the United States of America ("GAAP"), deficiencies of this nature are reported in unrestricted net assets. There were no such deficiencies as of December 31, 2014 and 2013.

*Return Objectives and Risk Parameters*

IUPAC has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that IUPAC must hold in perpetuity or for a donor-specified period(s), as well as any board-designated funds. Under this policy, as approved by the Executive Committee, the endowment assets are invested in a manner that is intended to produce results that exceed the price and yield results of a benchmark portfolio and its respective market index, while assuming a moderate level of investment risk. IUPAC expects its endowment funds, over time, to provide an average rate of return of approximately 4.5% annually. Actual returns in any given year may vary from this amount.

*Strategies Employed for Achieving Objectives*

To satisfy its long-term rate-of-return objectives, IUPAC relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). IUPAC targets a diversified asset allocation for its entire investment portfolio that places an emphasis on mutual funds, bonds and cash equivalents to achieve its long-term return objectives within prudent risk constraints.

INTERNATIONAL UNION OF PURE  
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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(1) Nature of Organization and Significant Accounting Policies, Continued

(b) Endowment Funds, Continued

*Spending Policy and How the Investment Objectives Relate to Spending Policy*

IUPAC has a policy of appropriating for distribution each year the interest income allocated to each of its endowment funds, with such allocation approximating a 4% return for both 2014 and 2013. In establishing this policy, management of IUPAC considered the long-term expected return on its endowment. This is consistent with IUPAC's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return.

(c) Cash and Cash Equivalents

Cash and cash equivalents include commercial checking and money market accounts. At year-end and throughout the year, IUPAC had on deposit with a financial institution amounts in excess of FDIC insurance limits of \$250,000. IUPAC has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

(d) Allowance for Doubtful Accounts

An allowance is provided for uncollectible receivables equal to the losses that are estimated to be incurred in the collection of all receivables. The allowance is based on historical collection experience combined with a review of the current status of the existing receivables.

(e) Inventories

Inventories, consisting of various publications, are stated at the lower of cost or market, with cost determined on the weighted-average method.

(f) Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. Relevant accounting standards establish a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Three levels of inputs may be used to measure fair value:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

Level 3: one or more significant inputs or significant value drivers are unobservable or based on market assumptions

INTERNATIONAL UNION OF PURE  
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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(1) Nature of Organization and Significant Accounting Policies, Continued

(g) Investments

Investments in marketable securities are stated at fair market value. The fair value of mutual funds is based on quoted prices in active markets (Level 1). The fair values of bonds and fixed rate securities are based on information from pricing services and yields currently available on comparable securities (Level 2). Investment income (including gains and losses on investments, interest, and dividends) is included in the statements of activities as a change in unrestricted net assets, except for earnings on permanently restricted net assets which are reported as temporarily restricted.

(h) Furniture, Fixtures, and Equipment

Furniture, fixtures, and equipment are recorded at cost if purchased and fair value if contributed. Depreciation and amortization is provided over the estimated useful lives of the assets using the straight-line method.

(i) Income Taxes

IUPAC is exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and applicable state statutes. Management of IUPAC does not believe the financial statements include any uncertain tax positions. Tax years ending December 31, 2011 through December 31, 2014 remain open for the examination by taxing authorities as of the date of this report.

(j) Use of 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 changes in net assets during the reporting period. Accordingly, actual results could differ from those estimates.

INTERNATIONAL UNION OF PURE  
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Notes to Financial Statements, Continued

December 31, 2014 and 2013

2) Investments

IUPAC's investments were held by Wells Fargo Advisors in 2013 and part of 2014. All investments were transferred to and are held by BB&T Securities as of December 31, 2014. The following tables present the fair value of those investments (individual investment representing ten percent or more of net assets is separately identified):

		2014			
		Number of shares/par	Level 1	Level 2	Total
Mutual funds:					
Federated Floating Rate Strategy Income	45,389	\$	447,535	-	447,535
Other	-		2,201,423	-	2,201,423
			2,648,958	-	2,648,958
Corporate bonds (2.30% - 7.25%), with					
various maturities through February 2022	\$ 984,000		-	1,020,368	1,020,368
		\$	2,648,958	1,020,368	3,669,326
		2013			
		Number of shares/par	Level 1	Level 2	Total
Mutual funds	-	\$	1,707,428	-	1,707,428
Corporate bonds (2.30% - 7.25%), with					
various maturities through February 2022	\$ 1,250,000		-	1,346,830	1,346,830
Foreign bonds (3.25%-6.50%), with					
various maturities through July 2018	\$ 600,000		-	842,820	842,820
		\$	1,707,428	2,189,650	3,897,078

The cost of investments totaled \$3,671,726 and \$3,407,575 as of December 31, 2014 and 2013, respectively.

Investment return, net, consists of the following:

	2014	2013
Dividends and interest	\$ 151,728	147,560
Realized gains	476,692	7,667
Unrealized (losses) gains	(491,904)	257,296
Foreign exchange rate losses	(21,412)	(3,161)
	\$ 115,104	409,362

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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(3) Furniture, Fixtures, and Equipment

Furniture, fixtures, and equipment consist of the following:

	<u>2014</u>	<u>2013</u>
Equipment	\$ 71,217	66,423
Furniture and fixtures	48,877	48,877
Leasehold improvements	16,097	16,097
Website	<u>264,145</u>	<u>264,145</u>
	400,336	395,542
Less accumulated depreciation and amortization	<u>(390,592)</u>	<u>(368,846)</u>
	\$ <u>9,744</u>	<u>26,696</u>

(4) Leases

IUPAC leased its facilities under an operating lease, which began in March 1997. The lease had a term of ten years with options to extend the term of the lease for successive one-year periods not to exceed ten additional years. Building operating expenses totaled \$27,091 and \$25,539 in 2014 and 2013, respectively.

IUPAC entered into a lease for new office space beginning in May 2015 for an initial term of seventy-four months with a five-year renewal option.

IUPAC leases office equipment under operating lease agreements that expire at various dates through 2020. Equipment lease expense totaled approximately \$760 and \$501 for 2014 and 2013, respectively.

Future minimum rental payments required under these operating leases are as follows:

<u>Year ending December 31,</u>	
2015	\$ 34,744
2016	49,024
2017	50,333
2018	51,062
2019	52,194
Thereafter	<u>74,933</u>
	\$ <u>312,290</u>

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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(5) Net Assets

Temporarily restricted net assets as of December 31, 2014 and 2013 consist of interest earned on permanently restricted net assets and four grants in 2014 and two grants in 2013 that were not fully expended.

Permanently restricted net assets include donor-restricted endowment funds and consist of the Paulo Fransozini Endowment Fund totaling \$5,659, the CHEMRAWN VII Fund totaling \$48,698, and the Samsung General Chemicals Endowment Fund totaling \$138,000, as of December 31, 2014 and 2013. Income earned by the Paulo Fransozini Endowment Fund is restricted for awards to science students to attend particular IUPAC meetings. Income earned by the CHEMRAWN VII Fund is restricted for awards to support the work of the CHEMRAWN VII Future Actions Committee. Income earned by the Samsung General Chemicals Endowment Fund is restricted for awards to students and researchers in the field of polymer science and support of educational projects of the IUPAC Macromolecular Division. Such income is recorded as temporarily restricted when earned.

The following represents changes in endowment net assets (all donor-restricted endowment funds) for 2014 and 2013 (does not include temporarily restricted net assets of \$40,058 related to four grants as of December 31, 2014 and \$16,000 related to two grants as of December 31, 2013):

	<u>Temporarily restricted</u>	<u>Permanently restricted</u>	<u>Total</u>
Endowment net assets, December 31, 2012	\$ 50,858	192,357	243,215
Investment interest income	9,717	-	9,717
Appropriation of endowment assets for expenditure	<u>(558)</u>	<u>-</u>	<u>(558)</u>
Endowment net assets, December 31, 2013	60,017	192,357	252,374
Investment interest income	9,958	-	9,958
Appropriation of endowment assets for expenditure	<u>(13,099)</u>	<u>-</u>	<u>(13,099)</u>
Endowment net assets, December 31, 2014	\$ <u>56,876</u>	<u>192,357</u>	<u>249,233</u>



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Notes to Financial Statements, Continued

December 31, 2014 and 2013

(6) Concentrations of Credit and Market Risk

Financial instruments that potentially expose IUPAC to concentrations of credit and market risk consist primarily of cash equivalents, investments, and subscriptions receivable. Cash equivalents and investments are held by BB&T Securities, and one investment exceeds ten percent of net assets (see footnote 2). Subscriptions receivable are amounts due from national adhering organizations. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual accounts.

National adhering organizations are billed their annual national subscriptions in their national foreign currency. As a result, IUPAC assumes the risk of changes in the foreign currency rates in relation to the United States dollar on these billings. IUPAC has made purchases of certain foreign currency-denominated investments in an effort to reduce the risk of foreign currency exchange losses on these billings when collected.

(7) Retirement Plans

IUPAC has established a defined contribution retirement plan. The plan covers all employees and offers 100% vesting after one year of service. IUPAC made no contributions to the plan in 2014 or 2013.

(8) Subsequent Events

The date to which events occurring after December 31, 2014, the date of the most recent statement of financial position, have been evaluated for possible adjustment to the financial statements or disclosure is July 8, 2015, the date the financial statements were available to be issued.