FINANCIAL STATEMENTS

December 31, 2006

(WITH COMPARATIVE TOTALS FOR December 31, 2005)

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INDEPENDENT AUDITORS' REPORT

Board of Directors Center for Resource Solutions San Francisco, California

We have audited the accompanying statement of financial position of Center for Resource Solutions (a nonprofit California corporation) as of December 31, 2006, and the related statements of activities, functional expenses, and cash flows for the year then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based on our audit. The prior year summarized comparative information has been derived from the Center for Resource Solutions' 2005 financial statements and, in our report, dated May 26, 2006, we expressed an unqualified opinion on those financial statements.

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 financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Center for Resource Solutions as of December 31, 2006, and the changes in its net assets and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued a report dated February 23, 2007, on our consideration of Center for Resource Solutions' 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 the internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

Certified Public Accountants Oakland, California February 23, 2007

Statement of Financial Position December 31, 2006

(With Comparative Totals for December 31, 2005)

	2006	2005		
Assets				
Current Assets				
Cash	\$ 120,892	\$	21,322	
Accounts receivable	234,996		295,842	
Grants receivable	25,000		-	
Prepaid expenses	7,235		7,236	
Total current assets	388,123		324,400	
Property and equipment, net (Note 3)	768		2,089	
Deposits	4,800		4,800	
Total Assets	\$ 393,691	\$	331,289	
Liabilities and Net Assets				
Liabilities				
Accounts payable and accrued expenses	\$ 278,052	\$	229,380	
Line of credit (Note 4)			10,000	
Total liabilities	 278,052		239,380	
Commitments and contingencies (Notes 5 and 6)				
Net Assets				
Unrestricted	(4,984)		(66,437)	
Temporarily restricted (Note 7)	120,623		158,346	
Total net assets	115,639		91,909	
Total Liabilities and Net Assets	\$ 393,691	\$	331,289	

Statement of Activities Year Ended December 31, 2006 (With Comparative Totals for the Year Ended December 31, 2005)

			Te	mporarily	Tot	al	al	
	Un	restricted	R	estricted	 2006		2005	
Revenue and Support								
Government contracts	\$	153,876	\$		\$ 153,876	\$	808,718	
Grants		92,714		485,000	577,714		587,000	
Certification fees		353,378			353,378		256,190	
Conference fees		252,560			252,560		-	
Consulting		485,064			485,064		332,215	
Net assets released from restriction (Note 7)		522,723		(522,723)				
Total Revenue and Support		1,860,315		(37,723)	1,822,592	1	,984,123	
Expenses								
Program services		1,414,123			1,414,123	1	,515,495	
General and administrative		318,456			318,456		287,314	
Fundraising		66,283			66,283		73,759	
Total Expenses		1,798,862			1,798,862	1	,876,568	
Change in Net Assets		61,453		(37,723)	23,730		107,555	
Net Assets, beginning of year		(66,437)		158,346	91,909		(15,646)	
Net Assets, end of year	\$	(4,984)	\$	120,623	\$ 115,639	\$	91,909	

Statement of Cash Flows Year Ended December 31, 2006 (With Comparative Totals for the Year Ended December 31, 2005)

		2006	2005		
Cash flows from operating activities:					
Change in net assets	\$	23,730	\$	107,555	
Adjustments to reconcile change in net assets to					
net cash provided (used) by operating activities:					
Depreciation		1,319		1,984	
Changes in assets and liabilities:					
Accounts receivable		60,846		(171,601)	
Grants receivable		(25,000)		-	
Contract in progress		-		50,199	
Accrued payable and accrued expenses		48,675		(16,900)	
Deferred revenue				(28,185)	
Net cash provided (used) by operating activities		109,570		(56,948)	
Cash flows from financing activities:					
Proceeds from borrowing		-		10,141	
Repayments		(10,000)		(8,550)	
Net cash provided (used) by financing activities		(10,000)		1,591	
Net change in cash		99,570		(55,357)	
Cash, beginning of year		21,322		76,679	
Cash, end of year	\$	120,892	\$	21,322	
Supplemental disclosures: Interest paid	\$	_	\$	197	
interest paid	Ψ		Ψ	191	

Statement of Functional Expenses Year Ended 2006

(With Comparative Totals for the Year Ended December 31, 2005)

Program Domestic and International Management Certification Public Expert Project Total and Total Development 2006 2005 Programs Partnerships Assistance Program administrative Fundraising Salaries \$ 50,584 \$ 45,392 \$ 557,785 \$ 45,392 682,010 441,394 20,415 78,833 \$ \$ 634,191 Payroll taxes 36,981 1,601 3,796 3,553 45,931 2,828 3,553 52,312 48,329 Pension contributions 44,786 2,219 5,505 5,162 57,672 9,067 5,162 71,901 58,188 1,394 2,692 44,835 Other employee benefits 24,810 5,800 2,692 34,696 6,186 43,574 Total personnel 547,971 25,629 65,685 56,799 696,084 96,914 56,799 849,797 785,540 221 305 30,295 2,703 34,589 146,875 147,401 180,399 Meetings and supplies Telephone 1,748 1,073 10,981 6,829 1,159 18,969 18,522 8,160 2,479 50 2,529 822 170 4,928 Postage 3,521 82,227 82,227 81,024 Occupancy 10,871 10,871 Printing and publications 3,728 14,599 11,266 Interest 197 Travel, meals and entertainment 20,790 9,871 11,192 41,853 320 2,467 44,640 57,464 Depreciation 1,984 1,319 1,319 Insurance 15,981 15,981 17,843 Professional services 162,105 265,190 77,109 504,404 80.021 2.985 587,410 863,211 302,709 318,456 899,251 155,364 56,799 \$ 1,414,123 66,283 \$ 1,798,862 \$ 1,876,568

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2006 (WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2005)

NOTE 1: NATURE OF ACTIVITIES

Center for Resource Solutions (the Organization) is a California nonprofit public benefit corporation that brings together diverse interests to preserve the environment, encourage sustainable economic growth and promote clean energy. The Organization administers national and international programs that promote renewable energy through the design and implementation of sustainable energy policies, strategies and technologies as follows:

• Domestic Certification Programs:

Administers two voluntary certification programs - the Green-E Renewable Electricity Certification Program and the Green Pricing Accreditation Initiative that aim to increase the market for renewable energy by recognizing and verifying superior green electricity offerings in competitive and regulated electricity markets.

• Public Energy Partnerships:

Supports the public power sector in the development of utility-scale generation projects from renewable resources.

• International Expert Assistance:

Participates in international programs and policy forums and provides direct technical assistance in several developing countries, including China and Mexico. The Organization aids in the development of renewable energy policy and initiatives that enhance the national and international market for renewables, efficacy and distributed energy technologies.

• Project Development:

Advances information exchange and technology development by researching, exploring and evaluating renewable energy solutions, strategies, and market mechanisms. This includes but is not limited to micro-enterprise development, renewable energy and appropriate technology applications, and tradable renewable energy credits.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Basis of Presentation

The Organization reports information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. The Organization has no permanently restricted net assets.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2006 (WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2005)

Revenue Recognition

Contributions are recognized as revenue when received or unconditionally promised. Contributions are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions.

All donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a 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.

Income Taxes

The Internal Revenue Service and the California Franchise Tax Board have determined that the Organization is exempt from federal and state income taxes under Internal Revenue Code Section 501 (c) (3) and the California Revenue and Taxation Code Section 23701(d).

Donated Services

Donated services are recognized as contributions if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Property and Equipment

All acquisitions of property and equipment in excess of \$1,000 and all expenditures for repairs and maintenance, renewals, and betterments that materially prolong the useful lives of assets are capitalized. Property and equipment are stated at cost or, if donated, at the approximate fair value at the date of donation. Depreciation is computed using the straight-line method over the estimated useful lives on the property and equipment.

Functional Allocation of Expenses

The costs of providing the various programs and activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2006 (WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2005)

Reclassifications

Certain accounts in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current-year financial statements.

Prior Year Summarized Information

The 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 generally accepted accounting principles. Accordingly, such information should be read in conjunction with the Organization's financial statements for the year ended December 31, 2005, from which the summarized information was derived.

NOTE 3: PROPERTY AND EQUIPMENT

Property and equipment consist of the following at December 31:

	<u>2006</u>	<u>2005</u>
Furniture and equipment	\$ 42,743	\$ 42,743
Less accumulated depreciation	(41,975)	(40,654)
Total	<u>\$ 768</u>	<u>\$ 2,089</u>

NOTE 4: LINE OF CREDIT

As of December 31, 2006 the Organization had a \$10,000 unsecured line of credit with a local bank to be drawn down as needed, with interest at 12.25%. There was no outstanding balance at December 31, 2006.

NOTE 5: COMMITMENTS

Operating Leases

The Organization has entered into an agreement to lease office space from the Presidio Trust for \$6,255 per month that expires on June 30, 2007 and to reimburse the Presidio Trust for utilities and certain telecommunications connect services. Future minimum operating lease payments through the end of the lease is \$37,530.

The total rent expense for the years ended December 31, 2006 and 2005 were \$75,071 and \$72,422, respectively.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2006

(WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2005)

NOTE 6: CONTINGENCIES

Cash

The Organization maintains deposits in excess of federally insured limits. Statement of Financial Accounting Standards No. 105 identifies these items as concentration of credit risk requiring disclosure regardless of the degree of risk. The risk is managed by maintaining all deposits in high quality financial institutions.

Grant Award Conditions

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.

NOTE 7: TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets were available as follows on December 31:

	<u>2006</u>	<u>2005</u>
Green E	\$ -	\$ 92,545
China Sustainable Energy Program	37,449	31,801
Climate Change	41,422	20,446
Measurement and Verification	15,000	6,928
North American Association of Issuing Bodies	<u>26,752</u>	<u>6,626</u>
Total	\$ 120.623	\$ 158,346

Temporarily restricted net assets were released from donor restriction by incurring expenses satisfying the purposes specified by donors as follows:

	<u>2006</u>	<u>2005</u>
Green E	\$ 212,548	\$ 271,519
China Sustainable Energy Program	174,352	181,543
Climate Change	64,024	86,554
Measurement and Verification	31,928	8,072
North American Association of Issuing Bodies	39,871	53,374
Handbook and workshops		8,686
Total	\$ 522,723	\$ 609,748

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2006 (WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2005)

NOTE 8: RETIREMENT PLAN

The Organization offers a tax-deferred retirement plan that has been recognized by the Internal Revenue Service as qualifying under IRS Code Section 403(b) as well as a Simplified Employee Pension (SEP) plan. All employees are eligible to make personal contributions to the 403(b) plan subject to IRS defined limitations. The Organization makes additional contributions in an amount equal to 10% of the employee's gross salary, annually to the SEP, subject to IRS defined limitations for all eligible employees. Total contributions made by the Organization for 2006 and 2005 were \$71,901 and \$58,187 respectively.

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

Board of Directors Center for Resource Solutions San Francisco, California

We have audited the financial statements of Center for Resource Solutions (a nonprofit organization) as of and for the year ended December 31, 2006, and have issued our report thereon dated February 23, 2007. 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.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered Center for Resource Solutions' internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide an opinion on the internal control over financial reporting. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control that might be material weaknesses. A material weakness is a reportable condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. We noted no matters involving the internal control over financial reporting and its operation that we consider to be material weaknesses.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Center for Resource Solutions' financial statements are free of 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 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*.

This report is intended solely for the information and use of the Board of Directors, management, federal awarding agencies and pass-through entities and is not intended to be and should not be used by anyone other than these specified parties.

Certified Public Accountants Oakland, California February 23, 2007