

Saltmarsh

Saltmarsh, Cleaveland & Gund

CERTIFIED PUBLIC ACCOUNTANTS AND CONSULTANTS

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.

PENSACOLA, FLORIDA

FINANCIAL STATEMENTS

JUNE 30, 2023 AND 2022

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.

PENSACOLA, FLORIDA

FINANCIAL STATEMENTS

JUNE 30, 2023 AND 2022

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Florida Institute for Human and Machine Cognition, Inc.
Pensacola, Florida

Opinion

We have audited the accompanying financial statements of Florida Institute for Human and Machine Cognition, Inc. ("IHMC") (a nonprofit organization), which comprise the statements of financial position as of June 30, 2023 and 2022, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of IHMC as of June 30, 2023 and 2022, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *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 IHMC and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

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.

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 IHMC's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibility

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 generally accepted auditing standards 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 generally accepted auditing standards 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 IHMC's 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 IHMC's 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.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of contract revenue is presented for purposes of additional analysis and is not a required part of the financial statements. The accompanying schedules of expenditures of federal awards and state financial assistance, as required by Title 2 U.S. *Code of Federal Regulations* (“CFR”) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and Chapter 10.650, Rules of the Auditor General are presented for purposes of additional analysis and are not a required part of the 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 financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the 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 financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 13, 2023, on our consideration of IHMC’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 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 IHMC’s 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 IHMC’s internal control over financial reporting and compliance.



Pensacola, Florida
December 13, 2023

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF FINANCIAL POSITION
JUNE 30, 2023 AND 2022

ASSETS

	2023	2022
Current Assets:		
Cash	\$ 3,339,616	\$ 2,725,325
Restricted cash held by trustee	683,146	667,083
Grants and contracts receivables	4,561,989	4,980,341
Prepaid expenses	131,945	101,750
Total current assets	8,716,696	8,474,499
Property and Equipment, net	30,735,218	19,614,607
Right-of-Use Asset, Operating	346,086	-
Other Assets:		
Deposits	40,693	11,522
Total Assets	\$ 39,838,693	\$ 28,100,628
LIABILITIES AND NET ASSETS		
Current Liabilities:		
Current maturities of long-term debt	\$ 891,289	\$ 757,358
Current maturities of operating lease liabilities	97,908	-
Accounts payable	4,828,997	1,569,920
Accrued payroll and related liabilities	275,994	986,256
Accrued interest	62,313	71,250
Refundable advances	566,396	357,384
Total current liabilities	6,722,897	3,742,168
Long-Term Liabilities:		
Long-term debt, less current maturities	11,844,250	6,654,404
Operating lease liabilities, less current maturities	249,668	-
Total long-term liabilities	12,093,918	6,654,404
 Total liabilities	 18,816,815	 10,396,572
Net Assets:		
Without donor restrictions	20,940,278	17,608,003
With donor restrictions	81,600	96,053
Total net assets	21,021,878	17,704,056
Total Liabilities and Net Assets	\$ 39,838,693	\$ 28,100,628

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

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF ACTIVITIES
YEARS ENDED JUNE 30, 2023 AND 2022

	2023	2022
Change in Net Assets Without Donor Restrictions:		
Support, Revenue and Reclassifications:		
Research and development grants and contracts -		
Federal grants	\$ 3,753,531	\$ 3,040,897
State grants	2,000,000	-
Contracts	19,648,101	20,765,572
Legislative appropriation	4,039,184	4,039,184
Contributions	143,685	75,625
Other revenue	215,668	331,838
Net assets released from restrictions	15,773	79,446
 Total support, revenue and reclassifications	 29,815,942	 28,332,562
 Expenses:		
Program services -		
Research and development grants and contracts	21,969,192	22,942,762
Other program services	97,237	77,787
Total program services	22,066,429	23,020,549
Supporting services -		
Fundraising services -		
Salaries and employee benefits	322,517	31,096
Other fundraising expenses	7,435	-
General and administrative	4,087,286	3,482,382
Total supporting services	4,417,238	3,513,478
 Total expenses	 26,483,667	 26,534,027
 Change in net assets without donor restrictions from operating activities	 3,332,275	 1,798,535

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

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF ACTIVITIES
YEARS ENDED JUNE 30, 2023 AND 2022
(Continued)

	<u>2023</u>	<u>2022</u>
Change in Net Assets With Donor Restrictions:		
Contributions	1,320	45,397
Net assets released from restrictions	<u>(15,773)</u>	<u>(79,446)</u>
Change in net assets with donor restrictions	<u>(14,453)</u>	<u>(34,049)</u>
Change in Net Assets	3,317,822	1,764,486
Net Assets, Beginning of Year	<u>17,704,056</u>	<u>15,939,570</u>
Net Assets, End of Year	<u><u>\$ 21,021,878</u></u>	<u><u>\$ 17,704,056</u></u>

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

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF FUNCTIONAL EXPENSES
YEAR ENDED JUNE 30, 2023

	Program					2023 Total
	Research and development grants and contract	Other program services	Total program services	General and Administrative	Fundraising	
Salaries	\$ 9,005,366	\$ -	\$ 9,005,366	\$ 4,703,047	\$ 262,003	\$ 13,970,416
Payroll taxes	610,728	-	610,728	286,140	20,493	917,361
Employee benefit programs	1,742,969	-	1,742,969	843,547	40,021	2,626,537
Subcontract	3,395,250	-	3,395,250	-	-	3,395,250
Travel	376,021	5,576	381,597	116,801	-	498,398
Meals and entertainment	23,191	14,753	37,944	34,138	433	72,515
Insurance	-	-	-	478,242	-	478,242
Legal and professional	218,418	61,208	279,626	427,521	6,488	713,635
Occupancy, including in-kind	-	-	-	681,858	-	681,858
Interest and amortization expense	-	-	-	361,585	-	361,585
Repairs and maintenance	-	-	-	32,611	-	32,611
Office expenses	542,046	-	542,046	320,903	514	863,463
Bad debt	-	-	-	44,920	-	44,920
Telephone	-	-	-	92,524	-	92,524
Lobbying costs	-	-	-	196,057	-	196,057
Licenses and fees	127,120	-	127,120	122,984	-	250,104
Memberships and continuing education	2,471	-	2,471	66,221	-	68,692
Employee morale and welfare	833	-	833	46,044	-	46,877
Other	12,591	15,700	28,291	110,426	-	138,717
Depreciation	-	-	-	1,033,905	-	1,033,905
Indirect applied overhead, payroll taxes and employee benefits	5,912,188	-	5,912,188	(5,912,188)	-	-
Total	\$ 21,969,192	\$ 97,237	\$ 22,066,429	\$ 4,087,286	\$ 329,952	\$ 26,483,667

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

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF FUNCTIONAL EXPENSES
YEAR ENDED JUNE 30, 2022
(Continued)

	Program					2022 Total
	Research and development grants and contract	Other program services	Total program services	General and Administrative	Fundraising	
Salaries	\$ 8,315,868	\$ -	\$ 8,315,868	\$ 4,384,871	\$ 25,096	\$ 12,725,835
Payroll taxes	554,898	-	554,898	269,804	1,963	826,665
Employee benefit programs	1,591,665	-	1,591,665	792,459	4,037	2,388,161
Subcontract	5,790,717	-	5,790,717	-	-	5,790,717
Travel	242,719	1,292	244,011	52,827	-	296,838
Meals and entertainment	11,279	4,495	15,774	20,034	-	35,808
Insurance	-	-	-	307,860	-	307,860
Legal and professional	439,185	60,600	499,785	430,007	-	929,792
Occupancy, including in-kind	-	-	-	510,514	-	510,514
Interest and amortization expense	-	-	-	379,101	-	379,101
Repairs and maintenance	-	-	-	24,014	-	24,014
Office expenses	436,235	-	436,235	289,786	-	726,021
Bad debt	-	-	-	144	-	144
Telephone	-	-	-	78,678	-	78,678
Lobbying costs	-	-	-	199,126	-	199,126
Licenses and fees	152,269	-	152,269	103,230	-	255,499
Memberships and continuing education	5	-	5	45,591	-	45,596
Employee morale and welfare	-	-	-	32,442	-	32,442
Other	9,588	11,400	20,988	47,570	-	68,558
Depreciation	-	-	-	912,658	-	912,658
Indirect applied overhead, payroll taxes and employee benefits	5,398,334	-	5,398,334	(5,398,334)	-	-
Total	\$ 22,942,762	\$ 77,787	\$ 23,020,549	\$ 3,482,382	\$ 31,096	\$ 26,534,027

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

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2023 AND 2022

	2023	2022
Cash Flows From Operating Activities:		
Change in net assets	\$ 3,317,822	\$ 1,764,486
Adjustments to reconcile change in net assets to net cash provided by operating activities -		
Depreciation	1,033,905	912,658
Amortization of debt issuance costs	35,876	13,288
Bad debt expense	44,920	144
Loss on disposition of property and equipment	11,528	218
Changes in operating assets and liabilities -		
Grants and contracts receivables	373,432	(285,326)
Prepaid expenses	(30,195)	102,811
Right-of-use assets, operating	59,544	-
Other assets	(29,171)	3,000
Accounts payable	3,259,077	(959,654)
Accrued payroll and related liabilities	(710,262)	204,569
Accrued interest	(8,937)	(8,625)
Refundable advances	209,012	(159,042)
Operating lease liabilities	(58,054)	-
Net cash provided by operating activities	7,508,497	1,588,527
Cash Flows From Investing Activities:		
Purchases of property and equipment	(12,166,044)	(2,536,933)
Cash Flows From Financing Activities:		
Principal payments of long-term debt	(864,193)	(765,264)
Proceeds from mortgage refinance	-	11,619
Proceeds from bond issuance	6,152,094	-
Net cash provided by (used in) financing activities	5,287,901	(753,645)
Net Increase (Decrease) in Cash	630,354	(1,702,051)
Cash at Beginning of Year	3,392,408	5,094,459
Cash at End of Year	\$ 4,022,762	\$ 3,392,408
Displayed As:		
Cash	\$ 3,339,616	\$ 2,725,325
Restricted cash held by trustee	683,146	667,083
	\$ 4,022,762	\$ 3,392,408
Supplemental Disclosure of Cash Flow Information:		
Interest paid	\$ 410,821	\$ 374,438
Supplemental Disclosure of Noncash Investing and Financing Activities:		
Financing costs paid from long-term debt proceeds	\$ -	\$ 399,329
Refinancing costs paid from long-term debt proceeds	\$ -	\$ 1,760,934
Recognition of right-of-use assets, operating, upon adoption of ASC 842	\$ 405,630	\$ -

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

NOTES TO FINANCIAL STATEMENTS

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Purpose:

Florida Institute for Human and Machine Cognition, Inc. (“IHMC”) was organized as a Florida not-for-profit corporation on February 25, 2004, pursuant to Section 1004.447, Florida Statutes, exclusively as an information-technology related organization for research, education, scientific advancement, and economic development.

Basis of Accounting:

IHMC follows standards of accounting and financial reporting prescribed for not-for-profit organizations. It uses the accrual basis of accounting, which recognizes revenue when earned and expenses as incurred.

Basis of Presentation:

Net assets, revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of IHMC and changes therein are classified as follows:

Net assets with donor restrictions are subject to donor-imposed stipulations that can be fulfilled by actions of IHMC pursuant to those stipulations, that expire by the passage of time, or the assets be maintained permanently, but permit IHMC to use or expend part or all of the income derived from the donated assets for either specified or unspecified purposes.

Net assets without donor restrictions are not subject to donor-imposed stipulations, or the donor-imposed restrictions have expired. Net assets without donor restrictions may be designated for specific purposes by the action of the Board of Directors, or may otherwise be limited by contractual agreements with outside parties.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Measure of Operations:

The statement of activities reports all changes in net assets, including changes in net assets from operating and non-operating activities. Operating activities consist of those items attributable to IHMC’s ongoing activities. Non-operating activities are limited to other activities considered to be of a more unusual or nonrecurring nature.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Legislative Appropriation:

Support from legislative appropriation represents amounts received from the Florida state budget, general revenue fund.

Contributions:

Contributions are reported as revenues with donor restrictions if the donor limits the use of the donated assets. When the restrictions expire, these net assets with donor restrictions are reclassified to net assets without donor restrictions and are reported in the statement of activities as *net assets released from restrictions*. Donor-restricted contributions are classified as revenues without donor restrictions if the restrictions are met in the same reporting period in which the contributions are received.

Unconditional promises to give are reported when the pledges are received at the present value of their net realizable value. Conditional promises to give are not recorded in the financial statements.

Noncash contributions are recorded at fair market value at the time of donation.

Grants and Contracts:

Revenue from grants and contracts, awarded to and accepted by IHMC, is recognized as earned, that is, as the related allowable costs are incurred or the performance of milestones is achieved under the grant or contract agreements. Management considers all grants and contracts receivables at June 30, 2023 and 2022 to be fully collectible; therefore, no allowance for uncollectible accounts has been established.

Facilities and administrative costs recovered on grants and contracts are recorded at rates established by IHMC with its Federal cognizant agency, or predetermined by the non-Federal sponsor. Facilities and administrative cost rates for government grants and contracts are subject to audit, and subsequent final settlements, if any, are recorded as current period adjustments. Management believes the impact of any future settlements to be immaterial to the financial statements.

Restricted Cash:

Restricted cash represents funds held by the note trustee for debt service.

Debt Issuance Costs:

Debt issuance costs are amortized over the term of the debt using the straight-line method since the difference between this method and the effective interest method is not material to the financial statements. Amortization of debt issuance costs is reported as interest expense in the statements of functional expenses and totaled \$34,208 and \$13,288 for the years ended June 30, 2023 and 2022, respectively.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property and Equipment:

Property and equipment are recorded at cost or at their estimated fair value at date of donation. Depreciation is provided using the straight-line method over the estimated useful lives of the assets as follows:

Building	15-39 years
Computers and software	3-5 years
Machinery and equipment	5-30 years
Robotics	3-5 years
Furniture and fixtures	5 years
Vehicle	5 years

Additions and betterments of \$5,000 or more are capitalized, while maintenance and repairs that do not improve or extend the useful lives of the respective assets are expensed currently. Costs of equipment that are acquired or constructed for research and development activities are generally expensed; however, equipment acquired or constructed which have alternative future uses in research and development projects or otherwise are also capitalized. Depreciation of idle equipment is discontinued until such assets are placed back into service. IHMC did not incur any impairment losses related to idle equipment.

Refundable Advances:

Refundable advances represent funds received by IHMC from grantor agencies that have not been spent at the end of the year. Advances must be returned to the grantor agency if not spent for their intended purpose within the grant period unless re-appropriated or extended by the grantor.

Advertising Costs:

Advertising costs are expensed when incurred.

Income Taxes:

IHMC is a nonprofit organization exempt from federal income taxes under Internal Revenue Code Section 501(c)(3) and has been classified by the Internal Revenue Service as a public charity. Accordingly, no provision for income taxes has been provided in the accompanying financial statements.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncement:

In February 2016, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) No. 2016-02, *Leases (Topic 842)*. The guidance in this topic supersedes the requirements in Accounting Standards Codification (“ASC”) Topic 840, *Leases*. With the exception of short-term leases, the updated guidance requires lessees to recognize a lease liability representing the lessee’s obligation to make lease payments arising from a lease, measured on a discounted basis, and a right-of-use (“ROU”) asset representing the lessee’s right to use, or control the use of, a specified asset for the lease term upon adoption. Lessor accounting was largely unchanged under the new guidance, except for clarification of initial direct cost which provided additional guidance on the timing of recognition of those costs. Subsequent to the issuance of this update, the FASB issued three additional ASU’s that provide codification improvements and certain transition elections. IHMC adopted the standard effective July 1, 2022, using the modified retrospective transition method permitted by ASU 2018-11.

IHMC’s lessee arrangements include operating leases for office space and equipment leases. Under these arrangements, IHMC records ROU assets and corresponding operating lease liabilities, each of which is based on the present value of the remaining lease payments discounted using the risk-free rate practical expedient allowable under ASC 842. ROU assets are reported as noncurrent assets and the related operating lease liabilities are reported in current and long-term liabilities on the statement of financial position. All leases are recorded on the statement of financial position except for leases with an initial term less than 12 months for which IHMC elected the short-term lease recognition under ASC 842. Lease terms may contain renewal and extension options and early termination features. Lease expense is recognized on a straight-line basis over the lease term. IHMC has included new lease disclosures in Note 5.

Subsequent Events:

Management has evaluated subsequent events through December 13, 2023, the date on which the financial statements were available for issue.

NOTE 2 - RESTRICTED CASH HELD BY TRUSTEE

Restricted cash is comprised of the following:

	2023	2022
Debt service -		
Note principal	\$ 620,833	\$ 595,833
Note interest	62,313	71,250
	\$ 683,146	\$ 667,083

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 3 - PROPERTY AND EQUIPMENT

Property and equipment is comprised of the following:

	<u>2023</u>	<u>2022</u>
Land	\$ 3,316,994	\$ 3,316,994
Buildings	17,668,532	17,651,097
Computers and software	1,210,785	1,182,327
Machinery and equipment	3,585,412	2,125,393
Robotics	1,014,362	1,014,362
Furniture and fixtures	908,293	895,169
Vehicle	54,197	54,197
	<u>27,758,575</u>	<u>26,239,539</u>
Less accumulated depreciation and amortization	<u>9,523,868</u>	<u>8,495,037</u>
	18,234,707	17,744,502
Art collection	5,950	5,950
Idle equipment, net	164,091	153,057
Construction in progress	<u>12,330,470</u>	<u>1,711,098</u>
	<u>\$ 30,735,218</u>	<u>\$ 19,614,607</u>

Depreciation and amortization expense for the years ended June 30, 2023 and 2022 was \$1,033,905 and \$912,658, respectively.

Construction in progress at June 30, 2023, represents costs for new robots and a building.

IHMC capitalizes interest costs on borrowings incurred during the construction or upgrade of qualifying assets. Capitalized interest is added to the cost of the underlying assets and is amortized over the useful lives of the assets.

Certain fixed assets of IHMC were purchased with federal, state and local grants and contracts. As a result, if such assets are disposed, the granting agency that participated in the funding of the purchase has a contractual right to participate in the proceeds from the disposition. Also, at the end of the project for which the asset was purchased, the granting agency has the right to reclaim such equipment. IHMC accounts for these items separately until final release of the item has been received by IHMC.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 3 - PROPERTY AND EQUIPMENT (Continued)

In September 2008, IHMC received a grant for \$958,300 from the U.S. Department of Commerce’s Economic Development Administration (“EDA”) for the renovation of the Ocala, Florida facility. The grant restricts the use of the building to research and development, unless an alternate purpose is approved by the grantor agency administrators. The EDA has determined the useful life of the project for purposes of this restriction to be 20 years.

NOTE 4 - LONG-TERM DEBT

Long-term debt consists of the following:

	2023	2022
\$7,700,000 Capital Improvement Refunding Revenue Bonds, Series 2018, due in monthly installments of \$47,638 to \$76,667, from January 1, 2019 through September 1, 2028, with an interest rate of 5%, secured by mortgage and security agreement	\$ 4,985,000	\$ 5,700,000
\$25,000,000 Research and Development Revenue Bonds, Series 2022, due in monthly installments of \$51,061 to \$81,615, from April 1, 2024 through April 1, 2037, with an interest rate of 3.47%, secured by mortgage and security agreement	6,526,519	374,425
\$1,800,000 Note, due in monthly installments of \$9,814, from April 28, 2022 through February 28, 2037, balloon payment due March 28, 2037, with an interest rate of 4.25%, secured by mortgage and security agreement	1,614,488	1,763,681
	13,126,007	7,838,106
Less unamortized debt issuance costs	390,468	426,344
	12,735,539	7,411,762
Less current maturities	891,289	757,358
	\$ 11,844,250	\$ 6,654,404

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 4 - LONG-TERM DEBT (Continued)

Scheduled maturities on long-term debt are as follows:

2024	\$ 891,289
2025	1,453,081
2026	1,508,445
2027	1,569,765
2028	1,636,892
Thereafter	<u>6,066,535</u>
	<u>\$ 13,126,007</u>

In November 2013, Escambia County, Florida (“the County”), issued a \$12,000,000 industrial development revenue note to provide financial assistance to IHMC for the refunding of the Commission’s 2008 \$4,292,500 industrial revenue bonds, and for the financing of the construction of a new research facility. The note is payable solely from the payments received from the underlying financing agreement. Pursuant to the financing and construction agreements, IHMC agreed to make monthly installments to the County sufficient to pay all principal and interest amounts. IHMC executed and delivered a promissory note to the County, who is assigned all rights to receive payments from IHMC related to these agreements. The County has no obligation in any manner for repayment of the note. During 2014 and 2015, the County disbursed \$6,460,476 to IHMC to refund the Commission’s bonds payable, pay for new debt issuance costs, pay for architect costs and construction costs of the new research facility. During 2016, the County disbursed \$5,316,173 to IHMC to pay for construction costs of the new research facility. The remaining \$223,351 was disbursed by the County during 2018 as IHMC received the certificate of occupancy for the new research building. During 2019, the County refunded the \$12,000,000 industrial development revenue note and issued \$7,700,000 Capital Improvement Refunding Revenue Bonds, Series 2018.

During 2022, Florida Development Finance Corporation (“FDFC”) issued a not-to-exceed \$25,000,000 Revenue Bond to provide financial assistance to IHMC to finance the construction of a new building. The note is payable to Smartbank Corporation (“Smartbank”) as lender, solely from the payments received from the underlying financing agreement. IHMC executed and delivered a promissory note to Smartbank, who is assigned all rights to receive payments from IHMC related to these agreements. FDFC has no obligation in any manner for repayment of the note. As of June 30, 2023, proceeds disbursed totaled \$6,526,519. IHMC will make interest-only payments through April 2024, at which point in time the total outstanding principal and interest payments begin.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 5 - LEASES

IHMC leases office space and equipment under operating leases expiring through September 2026. As of June 30, 2023, the ROU assets related to operating leases totaled \$346,086 and the related lease liabilities totaled \$347,576. Rent expense, including operating leases, totaled \$130,944 and \$40,187 for the years ended June 30, 2023 and 2022 and is included in occupancy expenses in the accompanying statements of functional expenses. The following table presents supplemental information pertaining to the operating leases as of and for the year ended June 30, 2023:

Operating cash flows from operating leases	\$	67,159
ROU asset obtained in exchange for operating lease liabilities	\$	405,630
Weighted-average remaining lease term for operating leases		4.33 years
Weighted-average discount rate for operating leases		3.47%

The following table presents the maturities of IHMC's operating lease liabilities and the present value discount as of June 30, 2023:

2024	\$	108,137
2025		110,104
2026		113,113
2027		36,410
Total undiscounted cash flows		<u>367,764</u>
Less: present value discount		<u>(20,188)</u>
Total lease liabilities	\$	<u>347,576</u>

NOTE 6 - NET ASSETS

Net assets with donor restrictions include contributions for specific purposes that have not yet been accomplished and unconditional promises to give with payments due in future periods to be used for the activities of IHMC. Net assets with donor restrictions at June 30, 2023 and 2022 are presented as follows:

	<u>2023</u>	<u>2022</u>
Educational Outreach Youth Programs	\$ 77,069	\$ 79,917
Other	<u>4,531</u>	<u>16,136</u>
	<u>\$ 81,600</u>	<u>\$ 96,053</u>

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 7 - RETIREMENT PLANS

IHMC established a defined contribution retirement plan that operates under Section 403(b) of the Internal Revenue Code on March 1, 2005. The purpose of the plan is to provide retirement benefits for participating employees. Benefits are provided through Teachers Insurance and Annuity Association (“TIAA”), College Retirement Equities Fund (“CREF”). The plan year begins on July 1 and ends on June 30. All benefits under the Plan are fully funded and provided through the funding vehicle(s) selected by the participant. Benefits are not subject to, nor covered by, federal plan termination insurance.

The plan covers substantially all employees except part-time and leased. IHMC contributes 11% of eligible employee’s compensation on a bi-weekly basis. Contributions to the plan amounted to \$1,328,731 in 2023 and \$1,218,839 in 2022.

In addition to the defined contribution plan, IHMC also established an elective deferral plan with TIAA CREF. To participate, an eligible employee must enter into a written salary reduction agreement with IHMC. Under the salary reduction agreement, the employee’s salary (paid after the agreement is signed) is reduced and the amount of the reduction is applied as premiums to the funding vehicles available under this plan.

IHMC has established an elective deferral plan that operates under Section 457(b) of the Internal Revenue Code. To participate, an eligible employee must enter into a written salary reduction agreement with IHMC. Under the salary reduction agreement, the employee’s salary (paid after the agreement is signed) is reduced and the amount of the reduction is applied as premiums to the funding vehicles available under this plan’s provider, Edward Jones.

NOTE 8 - RELATED PARTY TRANSACTIONS

Prior to the creation of IHMC as a separate nonprofit entity, the University of West Florida Institute for Human and Machine Cognition (“UWF IHMC”) performed information-technology research as a research division of the University. To assist in the transition of UWF IHMC activities to IHMC, the University of West Florida (“the University”) and IHMC have entered into an affiliation agreement (“the agreement”) that addresses IHMC’s use of or participation in University programs and services, including monies, personnel or services, and the use of facilities. One member of IHMC’s Board of Directors serves on the Board of Trustees for the University. This individual is asked to abstain from voting on items before the Board of Directors that will be funded by the University.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 9 - COMMITMENTS AND CONTINGENCIES

Concentration of Credit Risk - Uninsured Cash Balances:

IHMC maintains cash balances with two banks. In addition to the FDIC coverage provided by the two banks, the demand deposit accounts held at one bank are also protected under Chapter 280, Florida Statutes, Public Deposits Trust Fund. At June 30, 2023, IHMC had cash balances in excess of insured limits of approximately \$790,000.

Lines of Credit:

IHMC has two revolving, unsecured, lines of credit, each totaling \$2,000,000 with two financial institutions. Both lines of credit carry interest of 2.5% over the one-month LIBOR rate and expire on February 22, 2024, and April 10, 2025. IHMC had no amounts outstanding as of June 30, 2023 and 2022 under the lines of credit.

Contingencies:

The Defense Contract Audit Agency (“DCAA”) is the federal agency tasked with auditing grant compliance on behalf of the Office of Naval Research (“ONR”), which is IHMC’s cognizant agency. As noted in their audit reports for the fiscal years ended June 30, 2008 through 2013, and again in their audit report for the fiscal year ended June 30, 2020, DCAA had questioned a portion of indirect costs included in the indirect cost pool. As of June 30, 2021, ONR had issued final indirect cost rates for the fiscal years ended June 30, 2008 through 2019. Subsequent to June 30, 2021, IHMC received final indirect cost rates for fiscal years ended June 30, 2020 and 2021. Some of the finalized rates were lower than those rates applied by IHMC during the time under audit. The overall effects of the lower rates cannot accurately be determined and as such, no provision for any possible payback has been recorded in the financial statements.

Grants and contracts require the fulfillment of certain conditions as set forth in the applicable agreements. Failure to fulfill the conditions could result in the return of funds to the grantors or contracting agencies. Although that is a possibility, IHMC deems the contingency remote, since by acceptance of the grants and contracts and their terms, it has structured the objectives of IHMC to meet the provisions of the agreements.

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2023 AND 2022

NOTE 10 - LIQUIDITY

IHMC's financial assets available within one year of the statement of financial position date for general expenditure are as follows:

Cash and cash equivalents	\$ 3,339,616
Grants and contracts receivable	<u>4,561,989</u>
	<u>\$ 7,901,605</u>

As part of IHMC's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities and other obligations come due. To help manage unanticipated liquidity needs, IHMC has two lines of credit, each in the amount of \$2,000,000, which it could draw upon.

SUPPLEMENTARY INFORMATION

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF CONTRACT REVENUE
YEAR ENDED JUNE 30, 2023

Contract Description	CFDA Number	Revenue
VISTa: Virtual Integrated Social Task (2023-003-01)	12.430	\$ 373,770
ARL Intelligent Systems (2019-035-01)	12.431	1,329,181
ARL Intelligent Systems (2019-035-03)	12.431	19,759
Robust Humanoid Walking and Recovery on Rough Terrain (2021-022-01)	12.431	216,083
Spatial Orientation Modeling Expert Workgroup (SOMEW) (2022-024-03)	12.431	9,991
Breaching and Accessing Urban Structures with Humanoid Robots (2023-004-01)	12.431	112,569
Real-Time Assessment & Augmentation of Cognitive Performance in Extreme Environments (2022-022-01)	12.800	2,534,619
Mobility and Planning Algorithms for NASA JSC Valkyrie Robot (2020-017-01)	43.009	338,285
CCRI: Planning-C: Developing a Minecraft-based Testbed for Evaluating Human-AI Teaming Research (2022-025-01)	47.070	10,000
PhD Mentorship of Daniel Pfister Summer 2023 (2023-013-01)	N/A	7,607
MetaData (2015-040-01)	N/A	9,534
CAPSTONE 2017 (2017-048-01)	N/A	22,498
SquadBot: High Performance Humanoid Robot for Urban Operations (2018-040-01)	N/A	922,346
Butler Hine IPA (2019-006-01)	N/A	174,943
Human Performance Optimization: Ketone Esters for Optimization of Operator Performance in Hypoxia (2019-010-01)	N/A	407,098
Closed-Loop Feedback Control for Transcranial Direct Current Stimulation, Phase II, STTR Topic AF17B-T002 (2019-011-01)	N/A	14,512
UWF (2019-023-01)	N/A	486,756
ASIST Predicting Effective Performance in Teams (PEPT) TA 2 (2019-039-01)	N/A	727,114
LEAP-Learning through Electrical Augmentation of Plasticity (2020-008-01)	N/A	22,680
Research and Development of Wearable Robotics to Enhance Worker Safety (2020-022-01)	N/A	1,139,747
Suri IPA - 2020-2022 (2020-023-01)	N/A	46,857
Evaluation of the U.S Air Force Performance Assessment Tool to Detect the Cognitive Performance Effects of Operator Dehydration (2020-029-01)	N/A	2,527
OTA Advance Visualization Techniques (2021-005-01)	N/A	820,734
A Low-cost IoT-based Virtual Fencing, Perimeter Monitoring, Threat Detection, and Notification System (IoT-Fence) (2021-006-01)	N/A	442,499
Improving Human Performance Through Sleep Restoration Phase II (2021-009-01)	N/A	61,866
Virtual Reality (VR) Design Workbench (2021-011-02)	N/A	742,978
Virtual Reality (VR) Design Workbench (2021-011-03)	N/A	107,054
QUASAR SBIR Individualized, Noninvasive Speech Indicators for Tracking Elevations in Phase II (2021-016-01)	N/A	6,977
Understanding Private States: Attitudes in Argumentation (2021-019-01)	N/A	54,723
RADII: Reticular Analysis of Discourse for Influence Indicators (INCAS) (2021-020-01)	N/A	407,451
Central Florida Pharmacy (2021-023-01)	N/A	6,500
Syracuse University Consulting Agreement (2021-026-01)	N/A	1,278
Dialogue Assistant for Engaging in Social-Cybermediation (2021-028-01)	N/A	659,575
FW-HTF-T/Collaborative Research: Occupational Exoskeletons and the Human-Technology Partnership: Achieving Scale and Integration into the Future of Work (2022-001-01)	N/A	114,089
Air Force Research Lab (AFRL) Headquarters (HQ): Designing for the Future (2022-002-01)	N/A	9,567
Enhancement of Pathway-Level Information Extractor for Omics Data Interpretation (EPLIER) (2022-004-01)	N/A	186,469

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF CONTRACT REVENUE
YEAR ENDED JUNE 30, 2023
(Continued)

Contract Description	CFDA Number	Revenue
Strategies To Augment Ketosis (STAK) Mild Traumatic Brain Injury (mTBI) (2022-007-01)	N/A	1,335,518
Community Foundation for Ocala/Marion County (2022-008-01)	N/A	2,020
Optimus V2 Robot (2022-009-01)	N/A	204,234
Cockpit Electromagnetic Radiation Testing And Interpretation (CERTAIN) (2022-010-01)	N/A	49,076
COEUS: A Co-Training Methodology for Improved Performance in Human-Machine Teams (2022-011-01)	N/A	235,016
Gulf Coast State College Automation Training Program - Consulting (2022-012-01)	N/A	7,724
Halodi Agreement (2022-013-01)	N/A	52,138
PROtotype Testing Environment for User Situation awareness (PROTEUS) (2022-014-01)	N/A	928,851
Collaboration and Secure Tasking for Multi-Agent Swarms (2022-015-01)	N/A	114,920
Combat Marksmanship in Extremely Cold Environments: Assessing Impacts on Cognitive Function and Developing Data-Driven Countermeasures (2022-018-01)	N/A	172,672
JAG Consulting Agreement - Dave Morris (2022-019-01)	N/A	37,092
INCiST: Information Competition with Stance and Topics (2022-020-01)	N/A	23,472
Optimus V3 Robot (2022-021-01)	N/A	361,580
Tactile Gloves for Cold Weather (2022-023-01)	N/A	111,574
Spatial Orientation Modeling Expert Workgroup (SOMEW) (2022-024-01)	N/A	50,651
Spatial Orientation Modeling Expert Workgroup (SOMEW) (2022-024-02)	N/A	50,651
SeAR: Panama City Beach Seashore Discovery Augmented Reality App for Tourism and Citizen Science: A Path to Connect, Inform, and Educate and Support Smart Community Resiliency (2022-026-01)	N/A	33,171
Intergovernmental Personnel Act (IPA) for Dr. Niranjani Suri (2022-027-01)	N/A	124,269
Agile Information Management and Dissemination for Federated and Multi-domain Environments over Disadvantaged Tactical Networks (2022-028-01)	N/A	434,557
Tactical Personal Area Network for Ground Soldier Systems (TacPAN-GSS) Development (2022-029-01)	N/A	43,894
Assessment and Enhancement of Airman and Teams in Operational Environments (2022-030-01)	N/A	56,790
(2023-001-01)	N/A	4,379
Human Subjects Pilot Program Eyvr Foods Phase 2 (2023-002-01)	N/A	7,205
Bella Mente Quantum Racing Association Corp R&D Agreement, WO #1 (2023-005-01)	N/A	16,902
GAP(2023-006-01)	N/A	12,000
Cognitive Agent Support for CASC2 program (2023-007-01)	N/A	5,240
ShoeV4 Robot (2023-008-01)	N/A	231,912
SupplyBot: Extreme Mobility Resupply Robot Phase II (2023-010-01)	N/A	25,167
PhD Mentorship of Daniel Pfister Spring 2023 (2023-011-01)	N/A	23,310
IHMC Center for Human Healthspan, Resilience and Performance (the Center) Triumph (2021-008-01)	N/A	2,341,880
		<u>\$ 19,648,101</u>

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2023

Federal Grantor, Pass-through Grantor, Program or Cluster Title	CFDA Number	Pass-through Agency's Identifying Number	Expenditures	Transfer to Subrecipients
<u>Research and Development Cluster:</u>				
<u>Office of Naval Research</u>				
Michigan State	12.300	N00014-20-1-2005	\$ 146,575	\$ -
Human Glymphatic Function in Extreme Environments	12.300	N00014-20-1-2463	179,298	173,076
Validation of an Underwater Oculometric Assessment Tool	12.300	N00014-20-1-4002	400,787	-
Evaluating the Benefits of Intranasal Oxytocin Administration on Human Performance and Metabolism Under Extreme Conditions	12.300	N00014-21-1-2201	1,015,804	35,688
Machine Learning Approach to Identifying Hypercapnia Through Breath Sounds in Mask Worn Breathing Systems	12.300	N00014-21-1-2667	528,524	95,062
High Performance Humanoid Robot for Urban Exploration	12.300	N00014-22-1-2593	1,181,463	626,989
Total Office of Naval Research			<u>3,452,451</u>	<u>930,815</u>
<u>National Science Foundation</u>				
Collaborative Research: RI: Small: Modeling and Learning Ethical Principles for Embedding into Group Decision Support Systems	47.070	2008011	9,681	-
PIPP Phase I: Computational Theory of the Co-evolution of Pandemics, (Mis)information, and Human Mindsets and Behavior	47.070/47.075	2200112	280,857	105,100
Total National Science Foundation			<u>290,538</u>	<u>105,100</u>
Total Research & Development Cluster			3,742,989	1,035,915
<u>Department of Homeland Security</u>				
Disaster Grants - Public Assistance (Presidentially Declared Disasters)	97.036	N/A	10,542	-
Total Expenditures of Federal Awards			<u>\$ 3,753,531</u>	<u>\$ 1,035,915</u>

NOTE 1: This schedule is presented on the accrual basis of accounting in accordance with generally accepted accounting principles.

NOTE 2: IHMC did not use the de minimus cost rate.

**FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF EXPENDITURES OF STATE FINANCIAL ASSISTANCE
YEAR ENDED JUNE 30, 2023**

State Grantor, Pass-through Grantor, Program or Cluster Title	CSFA Number	Pass-through Agency's Identifying Number	Expenditures
<u>Florida Department of Economic Opportunity</u> Space Florida	40.040	SEEDTF	<u>\$ 2,000,000</u>

NOTE: This schedule is presented on the accrual basis of accounting in accordance with generally accepted accounting principles.

OTHER REPORTS AND SCHEDULE

**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**

To the Board of Directors
Florida Institute for Human and Machine Cognition, Inc.
Pensacola, Florida

We have audited, 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, the financial statements of Florida Institute for Human and Machine Cognition, Inc. ("IHMC"), which comprise the statement of financial position as of June 30, 2023, and the related statements 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 December 13, 2023.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered IHMC'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 financial statements, but not for the purpose of expressing an opinion on the effectiveness of IHMC's internal control. Accordingly, we do not express an opinion on the effectiveness of IHMC'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 combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of IHMC'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 the 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.

Board of Directors
Florida Institute for Human and Machine Cognition, Inc.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether IHMC'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 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*.

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 IHMC's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering IHMC's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



Pensacola, Florida
December 13, 2023

**INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH
MAJOR PROGRAM AND STATE PROJECT AND ON INTERNAL
CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE
AND CHAPTER 10.650, RULES OF THE AUDITOR GENERAL**

To the Board of Directors
Florida Institute for Human and Machine Cognition, Inc.
Pensacola, Florida

Report on Compliance for Each Major Federal Program and State Project

We have audited Florida Institute for Human and Machine Cognition, Inc.'s (“IHMC”) compliance with the types of compliance requirements described in the *OMB Compliance Supplement* and the requirements described in the *Executive Office of the Governor’s State Project Compliance Supplement* that could have a direct and material effect on IHMC’s major federal programs and state project for the year ended June 30, 2023. IHMC’s major federal programs and state project are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

Management’s Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal programs and state project.

Auditor’s Responsibility

Our responsibility is to express an opinion on compliance for each of IHMC’s major federal programs and state project based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (“Uniform Guidance”); and Chapter 10.650, Rules of the Auditor General. Those standards, Uniform Guidance and Chapter 10.650, Rules of the Auditor General, require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program or state project occurred. An audit includes examining, on a test basis, evidence about IHMC’s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program and state project. However, our audit does not provide a legal determination of IHMC’s compliance.

Opinion on Each Major Federal Program and State Project

In our opinion, IHMC complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal programs and state project for the year ended June 30, 2023.

Report on Internal Control Over Compliance

Management of IHMC is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered IHMC's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program or state project to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program or state project and to test and report on internal control over compliance in accordance with the Uniform Guidance and Chapter 10.650, Rules of the Auditor General, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of IHMC's internal control over compliance.

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

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

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance and Chapter 10.650, Rules of the Auditor General. Accordingly, this report is not suitable for any other purpose.



Pensacola, Florida
December 13, 2023

FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2023

A. SUMMARY OF AUDITOR'S RESULTS

1. The independent auditor's report expresses an unmodified opinion on the financial statements of Florida Institute for Human and Machine Cognition, Inc.
2. No significant deficiencies in internal control relating to the audit of the financial statements are reported in the 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*.
3. No instances of noncompliance material to the financial statements of Florida Institute for Human and Machine Cognition, Inc., which would be required to be reported in accordance with *Government Auditing Standards*, were disclosed during the audit.
4. No significant deficiencies relating to the audit of the major federal award program or state project are reported in the Independent Auditor's Report on Compliance For Each Major Federal Program and State Project and on Internal Control Over Compliance Required by the Uniform Guidance and Chapter 10.650, Rules of the Auditor General.
5. The auditor's report on compliance for the major federal award program and state project for Florida Institute for Human and Machine Cognition, Inc. expresses an unmodified opinion.
6. There are no audit findings relative to the major federal program and state project for Florida Institute for Human and Machine Cognition, Inc. which are required to be reported in accordance with Section 2 CFR section 200.516(a) of the Uniform Guidance and Chapter 10.650, Rules of the Auditor General.
7. The program/project tested as the major program/project included the following:

Federal Program

Research and Development Cluster:

Basic and Applied Scientific Research	CFDA No. 12.300
Computer and Information Science and Engineering	CFDA No. 47.070
Social, Behavioral, and Economic Sciences	CFDA No. 47.075

State Project

Space Florida	CSFA No. 40.040
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FLORIDA INSTITUTE FOR HUMAN AND MACHINE COGNITION, INC.
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2023
(Continued)

A. SUMMARY OF AUDITOR'S RESULTS (Continued)

8. The threshold used for distinguishing between Type A and B programs was \$750,000 for major federal programs and state projects.
9. Florida Institute for Human and Machine Cognition, Inc. was determined to be a low-risk auditee pursuant to the Uniform Guidance.

B. FINDINGS - FINANCIAL STATEMENT AUDIT

There were no findings relating to the financial statements which are required to be reported in accordance with *Government Auditing Standards*.

C. FINDINGS AND QUESTIONED COSTS - MAJOR FEDERAL AWARD PROGRAM

There were no findings and questioned costs relating to the major federal award program which are required to be reported in accordance with the Uniform Guidance.

D. FINDINGS AND QUESTIONED COSTS - MAJOR STATE PROJECT

There were no findings and questioned costs relating to the major state project which are required to be reported in accordance with Chapter 10.650, Rules of the Auditor General.

In accordance with Rules of the Auditor General, Section 10.656(3)(e), no management letter is required because there were no findings required to be reported in the management letter.