Attachment 2

TRAVEL COSTA MESA

FINANCIAL STATEMENTS

June 30, 2025 and 2024

TRAVEL COSTA MESA
Costa Mesa, California

FINANCIAL STATEMENTS
June 30, 2025 and 2024

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Crowe

Crowe LLP
Independent Member Crowe Global

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Travel Costa Mesa

Opinion

We have audited the financial statements of Travel Costa Mesa (the "Organization"), a California nonprofit corporation, which comprise the statements of assets, liabilities and net assets - cash basis as of June 30, 2025 and 2024, and the related statements of revenue and expenses - cash basis for the years then ended and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the assets and liabilities arising from cash transactions of the Organization as of June 30, 2025 and 2024, and its revenue collected and expenses paid during the years then ended in accordance with the cash basis accounting principles described in Note 1.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS). 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 the Organization and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Basis of Accounting

We draw attention to Note 1 of the financial statements, which describes the basis of accounting. The financial statements are prepared on the cash basis of accounting, which is a basis of accounting other than accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the cash basis of accounting described in Note 1, and for determining that the cash basis of accounting is an acceptable basis for the preparation of the financial statements in the circumstances. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

(Continued)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS 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 are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, 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 the Organization'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 the Organization'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.

Crowe LLP

Crowe LLP

Los Angeles, California
December 19, 2025

TRAVEL COSTA MESA
STATEMENTS OF ASSETS, LIABILITIES AND NET ASSETS - CASH BASIS
Years Ended June 30, 2025 and 2024

	June 30,	
	2025	**2024**
ASSETS		
Cash	$ 2,647,036	$ 3,131,781
LIABILITIES		
Current liabilities	$ -	$ -
Commitments and contingencies	-	-
NET ASSETS		
Net assets without donor restrictions	2,647,036	3,131,781
Total liabilities and net assets	$ 2,647,036	$ 3,131,781

TRAVEL COSTA MESA
STATEMENTS OF REVENUE AND EXPENSES - CASH BASIS
Years Ended June 30, 2025 and 2024

	For The Years Ended June 30	
	2025	**2024**
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS		
Revenues and other income		
Business improvement area assessment, net of handling fees	$ 3,304,903	$ 3,286,105
Interest income	36,992	5,230
Net revenues and other income	3,341,895	3,291,335
Expenses:		
Hotel marketing funds (taken out of bank reserves)	475,172	463,049
Marketing	1,908,531	1,585,828
City sponsorship funds (taken out of bank reserves)	164,000	164,000
Sales department	185,544	150,827
Group incentive program	16,473	74,000
Salaries and benefits	797,580	708,742
Personnel incentive payout (taken out of bank reserves)	30,181	-
Other (taken out of bank reserves)	32,450	3,864
General and administrative	216,710	187,991
Total expenses	3,826,640	3,338,301
Decrease in net assets without donor restrictions	(484,745)	(46,966)
Net assets without donor restrictions, beginning of year	3,131,781	3,178,747
Net assets without donor restrictions, end of year	2,647,036	3,131,781

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Activities

Travel Costa Mesa (the "Organization") is a California non-profit corporation formed in 1995 to market the City of Costa Mesa (the "City") as a leisure travel and group business destination.

The vision of the Organization is to be a destination-marketing leader by supporting and selling the City's distinct visitor brand experiences and advocating community tourism benefits. The Organization's mission is to enhance and promote the City's brand experience, thus increasing visitor spending for industry and community economic viability, sustainability and quality of life.

The Organization is funded by the eleven member hotels that comprise the Business Improvement Area ("BIA") established by the City. The member hotels are Costa Mesa Marriott, Hilton Costa Mesa, Hampton by Hilton Costa Mesa Newport Beach, Residence Inn by Marriott, Avenue of the Arts, A Tribute Portfolio Hotel, Ayres Hotel, The Westin South Coast Plaza, Ramada Inn and Suites Costa Mesa, Best Western Plus Newport Mesa Inn, Crowne Plaza, and OC Hotel Costa Mesa.

California state law provides that BIA assessments are to be used for the purposes specified in the authorizing resolution that established the assessment. The City's resolution that established the BIA stated that its purpose is to promote tourism to the City and to fund programs and activities that benefit the hotel and motel business within the City.

Basis of Presentation

The accompanying financial statements have been prepared on the cash basis of accounting, which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America. Consequently, revenues are recognized when received rather than when earned, and expenses are recognized when disbursed rather than when the obligation is incurred.

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

Without donor restrictions – Net assets that are not subject to donor-imposed stipulations. These assets are available to support the Organization's general activities and operations at the discretion of the Board of Directors.

With donor restrictions - Net assets that are subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that such resources be maintained in perpetuity. Generally, the donors of these assets permit the Organization to use all or part of the income earned on related investments for general or specific purposes.

As of and for the years ended June 30, 2025 and 2024, the Organization had no net assets with donor restrictions.

(Continued)

NOTE 1 – NATURE OF ACTIVITIES AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenues are reported as increases in net assets without donor restrictions unless use of the related assets is limited by donor-imposed restrictions. Expenses are reported as decreases in net assets without donor restrictions. Gains and losses on investments and other assets are reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulations or by law.

Tax Status

The Organization qualifies as a tax-exempt organization for Federal income taxes under Section 501(c)(6) of the United States Internal Revenue Code and for California state income taxes under Section 23701(d) of the California Revenue and Taxation Code; therefore, the Organization has no provision for federal or state income taxes. During the years ended June 30, 2025 and 2024, the Organization had no unrelated business income.

The Organization annually evaluates tax positions as part of the preparation of its exempt tax return. This process includes an analysis of whether tax positions the Organization takes with regard to a particular item of income or deduction would meet the definition of an uncertain tax position under current accounting guidance. The Organization believes its tax positions are appropriate based on current facts and circumstances. The Organization's policy is to recognize interest accrued related to unrecognized tax benefits in interest expense and penalties in operating expenses. At June 30, 2025 and 2024, the Organization did not have any unrecognized tax benefits. The Organization is no longer subject to U.S. Federal and state income tax examinations by tax authorities for tax years before 2021.

Use of Estimates

The preparation of financial statements in conformity with the cash basis of accounting requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Significant estimates made by the Organization's management include, but are not limited to, the allocation of expenses to program expenses. Actual results could differ from those estimates.

Revenues and Other Income

The City levies a special assessment on the eleven-member hotels in the BIA based on the sale of overnight guest room stays. For the fiscal years ended June 30, 2025 and 2024, the levy was three percent (3%). The levy is transmitted by the hotels to the City; the City then aggregates the levies and sends a monthly remittance to the Organization, net of a one percent (1%) handling fee.

Allocated Expenses

The costs of providing program activities and supporting services have been summarized on a functional basis in Note 7. The Organization incurs expenses that directly relate to, and can be assigned to, a specific program or supporting activity. The Organization also conducts a number of activities which benefit both its program objectives as well as supporting services. These costs, which are not specifically attributable to a specific program or supporting activity, are allocated by management on a consistent basis among program and supporting services benefited, based on either financial or nonfinancial data, such as headcount, occupancy or estimates of time and effort incurred by personnel.

(Continued)

NOTE 2 – LIQUIDITY AND AVAILABILITY

At June 30, 2025 and 2024, the Organization has $2,647,036 and $3,131,781, respectively, of financial assets available within one year of the date of the statement of assets, liabilities and net assets – cash basis to meet cash needs for general expenditures, all of which consist of cash. None of the financial assets are subject to donor or other contractual restrictions that make them unavailable for general expenditures within one year of the statement of assets, liabilities and net assets – cash basis. The Organization has a goal to maintain financial assets, which consist of cash on hand to meet six months of normal operating expenses per the Organization's reserves. The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

Funding for the Organization is dependent on the hotel room nights booked in the City each year and the subsequent portion of the levy that is allocated through the City to the Organization. Annual revenue fluctuates depending on annual visitors to the City. As a result, the Organization closely monitors the monthly projected and received revenue to determine if any change needs to be made to budgeted expenditures.

NOTE 3 – CASH

Cash consists of demand deposits at the following institutions as of June 30:

	2025	2024
Citizens Business Bank	$ -	$ 549,314
Pacific Premier Bank	121,026	2,582,467
Cash equivalents (Treasury Bills)	2,526,011	-
	$ 2,647,036	$ 3,131,781

The Organization maintains cash deposits at institutions which are insured by the Federal Deposit Insurance Corporation ("FDIC") up to $250,000. At various times during 2025 and 2024, the Organization maintained balances in excess of FDIC limits. The Organization periodically reviews the quality of the financial institutions it has deposits with to minimize risk of loss.

Cash equivalents consist of Treasury Bills with original maturities of three months or less.

NOTE 4 – HOTEL MARKETING FUNDS EXPENSE

During portions of each of the fiscal years ended June 30, 2025 and 2024, the Organization allocated $200 per room to each BIA member hotel for hotel-specific marketing purposes. The allocation subsidizes hotel-specific advertising and marketing efforts that may also include the Organization's logo. Vendor invoices are paid by the Organization and, in some cases, paid by the hotel and reimbursed by the Organization.

Samples of advertising and marketing material are submitted for reimbursement. For advertising or marketing material where the Organization's logo cannot be used, the Organization requests that the hotel partners use the following verbiage, "*Hotel partner name* is a proud partner of Travel Costa Mesa." Hotel marketing funds expense totaled $475,172 and $463,049 for fiscal years ended June 30, 2025 and 2024, respectively. If the hotels do not use all their allocated funds, the funds revert to the Organization.

(Continued)

NOTE 5 – GROUP INCENTIVE PROGRAM

The Organization has a group incentive program which is used for certain qualifying groups and was created to assist the Organization's partners and the City with group business. The group incentive program funds totaled $16,473 and $74,000 during the years ended June 30, 2025 and 2024, respectively.

NOTE 6 – MARKETING EXPENSE

The Organization incurs marketing expenses related to its mission of promoting the City as a tourist destination. For the fiscal years ended June 30, 2025 and 2024, marketing expenses totaled $1,908,531 and $1,585,828, respectively.

Marketing expenses include online marketing, video and photography production, electronic collateral, print advertising, various promotions, and tradeshow costs.

NOTE 7 – STATEMENT OF FUNCTIONAL EXPENSES

The statement of functional expenses for the year ended June 30, 2025 is as follows:

	Program Activities	General and Administrative	Total
Salaries and benefits	$ 667,581	$ 161,730	$ 829,311
Marketing (Eblasts and Web Hosting)	7,226	-	7,226
Hotel marketing funds	475,172	-	475,172
Online marketing	1,901,305	-	1,901,305
City sponsorship	164,000	-	164,000
Sales department	185,544	-	185,544
Group incentive program	16,473	-	16,473
Office and copier leases	41,431	10,037	51,468
Travel, meetings, conferences and mileage	88,470	-	88,470
Accounting and fees	-	14,579	14,579
Insurance	-	10,661	10,661
Dues and subscriptions	-	19,465	19,465
Office supplies	-	4,856	4,856
Telephone and internet	-	24,422	24,422
Banking charges	-	401	401
Filing fee and state assessment	-	6	6
Postage	-	785	785
Parking	-	673	673
Recruiting services	-	923	923
Professional services	-	30,900	30,900
Total functional expenses	$ 3,547,202	$ 279,438	$ 3,826,640

(Continued)

NOTE 7 – STATEMENT OF FUNCTIONAL EXPENSES (Continued)

The statement of functional expenses for the year ended June 30, 2024 is as follows:

	Program Activities	General and Administrative	Total
Salaries and benefits	$ 570,525	$ 138,217	$ 708,742
Marketing (Eblasts and Web Hosting)	6,883	-	6,883
Hotel marketing funds	463,049	-	463,049
Online marketing	1,578,945	-	1,578,945
City sponsorship	164,000	-	164,000
Sales department	150,827	-	150,827
Group incentive program	74,000	-	74,000
Office and copier leases	38,696	9,374	48,070
Travel, meetings, conferences and mileage	61,246	-	61,246
Accounting and fees	-	12,363	12,363
Insurance	-	22,310	22,310
Dues and subscriptions	-	14,254	14,254
Office supplies	-	7,304	7,304
Telephone and internet	-	20,921	20,921
Banking charges	-	255	255
Filing fee and state assessment	-	63	63
Postage	-	550	550
Parking	-	212	212
Recruiting services	-	443	443
Professional services	-	3,864	3,864
Total functional expenses	$ 3,108,171	$ 230,130	$ 3,338,301

NOTE 8 – COMMITMENTS AND CONTINGENCIES

Indemnities

The Organization has made certain indemnities, under which it may be required to make payments to an indemnified party, in relation to certain actions or transactions. The Organization indemnifies its directors, officers, employees and agents, as permitted under the laws of the State of California. In connection with its facility lease, the Organization has indemnified its lessor for certain claims arising from the use of the facilities. The duration of the indemnities varies and is generally tied to the life of the agreement. These indemnities do not provide for any limitation of the maximum potential future payments the Organization could be obligated to make. Historically, the Organization has not been obligated nor incurred any payments for these obligations and, therefore, no liabilities have been recorded for these indemnities in the accompanying statements of assets, liabilities and net assets – cash basis.

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NOTE 8 – COMMITMENTS AND CONTINGENCIES (Continued)

Operating Leases

The Organization has a lease for office space through December 2030. The Organization also has a lease for a color copier through September 2028. Total rent expense for the fiscal years ended June 30, 2025 and 2024 totaled $51,468 and $48,070, respectively.

Future minimum lease obligations as of June 30, 2025 consist of the following:

Years Ending June 30,	
2026	$ 59,256
2027	70,012
2028	70,012
2029	68,509
2030	34,104
	$ 301,893

Litigation

In the ordinary course of business, the Organization may face various claims brought by third parties and they may, from time to time, make claims or take legal actions to assert their rights. Any of these claims could subject the Organization to costly litigation and, while the Organization generally believes that it has adequate insurance to cover many different types of potential liabilities, its insurance carriers may deny coverage or its policy limits may be inadequate to fully satisfy any damage awards or settlements. If this were to happen, the payment of any such awards could have a material adverse effect on the Organization's operations and financial position. Additionally, any such claims, whether or not successful, could damage the Organization's reputation and business.

NOTE 9 – EMPLOYEE BENEFIT PLAN

The Organization sponsors a defined contribution salary deferral plan (the "Plan") covering all employees. Beginning in April 2012, the Board of Directors agreed to Safe Harbor contributions of 3% of the eligible employee's salary. During each of the fiscal years ended June 30, 2025 and 2024, Safe Harbor contributions totaled approximately $16,000, which are recorded in salaries and benefits in the accompanying statements of revenue and expenses – cash basis.

NOTE 10 – RISKS AND UNCERTAINTIES

Due to the nature of the Organization's business, the Organization's revenue is entirely dependent on the City and the member hotels. The City established the BIA and collects the BIA levy from the eleven hotels in Costa Mesa and the member hotels are voluntary participants (see Note 1). A cancellation of the BIA or withdrawal of the member hotels would adversely and severely impact the Organization's financial position.

(Continued)

NOTE 11 – SUBSEQUENT EVENTS

Management has evaluated and determined that no other events have occurred through December 19, 2025, the date that the financial statements were available to be issued, which would require inclusion or disclosure in its financial statements, except as disclosed herein.