Financial statements of:

SECOND HARVEST HEARTLAND

Years ended September 30, 2019 and 2018

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INDEPENDENT AUDITOR'S REPORT

Board of Directors Second Harvest Heartland 1140 Gervais Ave. Maplewood, MN 55109

Report on the Financial Statements

We have audited the accompanying financial statements of Second Harvest Heartland (the Organization) which comprise the statements of financial position as of September 30, 2019 and 2018, and the related statements of activities and changes in net assets, cash flows and functional expenses for the years then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of September 30, 2019 and 2018, 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.

Emphasis of Matter

On August 18, 2016, FASB issued Accounting Standards Update (ASU) 2016-14, Not-for-Profit Entities (Topic 958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, provides additional information about liquidity and availability of resources, and improves the consistency in the type of information provided about expenses and investment return. ASU 2016-14 was implemented in 2019 and has been reflected in the presentation of these financial statements. The ASU has been applied retrospectively to all periods presented. Our opinion is not modified with respect to this matter.

Schechter Dokken Kanter Andrews & Seleer Ltd.

December 12, 2019

	2019	2018
Assets:		
Current assets:		
Cash and cash equivalents	\$ 6,561,160	\$ 2,072,293
Investments	8,198,254	6,860,604
Receivables:		
Trade, net	819,250	968,799
Grants	550,859	658,443
Pledges, current portion, net	256,409	169,532
Other	43,491	26,204
Inventory	5,794,329	5,341,205
Prepaid expense	752,581	517,950
Total current assets	22,976,333	16,615,030
Property and equipment, net	25,700,651	20,056,124
Capital campaign pledges, net of reserve	3,037,142	5,932,497
Total assets	\$ 51,714,126	\$ 42,603,651

	2019	2018
Liabilities and net assets: Current liabilities:		
Accounts payable	\$ 1,919,491	\$ 1,630,520
Fiscal agent payable	3 1,919,491 16,821	18,594
Accrued expenses	1,242,498	973,796
Capital leases, current portion	470,203	320,791
Notes payable, current portion	3,000,000	320,731
Deferred revenue	12,867	74,015
Total current liabilities	6,661,880	3,017,716
Long - term liabilities, net of current portions:		
Notes payable	13,400,000	13,400,000
Capital leases	1,760,195	1,247,604
	15,160,195	14,647,604
Total liabilities	21,822,075	17,665,320
Net assets:		
Without donor restrictions:		
Operations	18,178,256	12,416,647
In-kind inventory	5,224,781	4,705,688
	23,403,037	17,122,335
With donor restrictions	6,489,014	7,815,996
Total net assets	29,892,051	24,938,331
Total liabilities and net assets	\$ 51,714,126	\$ 42,603,651

	Without donor	With donor	
	restrictions	restrictions	Total
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Revenues:	ć 2.002.04 <i>C</i>		ć 2.002.04 <i>C</i>
Program services	\$ 3,992,816		\$ 3,992,816
Purchase program	7,342,897		7,342,897
Government contracts	3,560,309		3,560,309
Contributions	16,100,778	\$ 4,351,161	20,451,939
Special Events, net of expenses of \$420,112			
and \$479,117 in 2019 and 2018, respectively	298,333		298,333
In-Kind donations:			
Product	125,776,454		125,776,454
Services	305,355		305,355
Investment income	528,133		528,133
Miscellaneous income	94,184		94,184
	157,999,259	4,351,161	162,350,420
Net assets released from restrictions	5,678,143	(5,678,143)	
Total support and revenues	163,677,402	(1,326,982)	162,350,420
Expenses:			
Programs	149,090,170		149,090,170
General & administrative	3,799,466		3,799,466
Fundraising	4,507,064		4,507,064
Total expenses	157,396,700		157,396,700
Change in net assets	6,280,702	(1,326,982)	4,953,720
Change in net assets, increase (decrease) from:			
Operations	5,761,609	(1,326,982)	4,434,627
In-kind inventory change	519,093		519,093
Total change in net assets	6,280,702	(1,326,982)	4,953,720
Net assets, beginning	17,122,335	7,815,996	24,938,331
Net assets, ending	\$ 23,403,037	\$ 6,489,014	\$ 29,892,051

	2018								
Without donor	With donor	_							
restrictions	restrictions	Total							
\$ 3,670,744		\$ 3,670,744							
7,489,739		7,489,739							
3,127,595		3,127,595							
15,493,994	\$ 6,080,935	21,574,929							
567,714		567,714							
116,328,488		116,328,488							
645,721		645,721							
111,995		111,995							
233,482		233,482							
147,669,472	6,080,935	153,750,407							
3,981,280	(3,981,280)								
151,650,752	2,099,655	153,750,407							
139,910,110		139,910,110							
3,542,218		3,542,218							
5,009,483		5,009,483							
148,461,811		148,461,811							
3,188,941	2,099,655	5,288,596							
2,383,401	2,099,655	4,483,056							
805,540		805,540							
3,188,941	2,099,655	5,288,596							
13,933,394	5,716,341	19,649,735							
\$ 17,122,335	\$ 7,815,996	\$ 24,938,331							

	2019		 2018		
Cash flows from operating activities:					
Change in net assets	\$	4,953,720	\$ 5,288,596		
Adjustments to reconcile change in net assets to cash					
provided by (used in) operating activities:					
Depreciation and amortization		1,223,141	996,201		
Donated securities		(1,303,921)	(868,394)		
Loss on disposal of equipment		13,750	18,700		
Realized and unrealized gains		(464,837)	(105,352)		
Capital campaign cash contributions with donor restriction		(8,635,034)	(3,740,174)		
Decrease (increase) in:					
Receivables, net		3,048,324	(3,045,866)		
Prepaid expenses		(234,631)	(140,077)		
Inventory		(453,124)	(898,674)		
Other assets - deposits		-	18,649		
Decrease (increase) in:					
Accounts payable		288,971	216,751		
Fiscal agent payable		(1,773)	6,226		
Accrued expenses		268,702	166,406		
Deferred:					
Revenue		(61,148)	74,015		
Rent		-	(14,554)		
Net cash used in operating activities		(1,357,860)	 (2,027,547)		
Cash flows from investing activities:					
Purchase of:		(= 000 (=0)	(2 = 2 = 2 2 4)		
Property and equipment		(5,833,472)	(2,705,894)		
Investments		(1,300,000)	(132,322)		
Proceeds from sale of:		(40.750)	(40.700)		
Property and equipment		(13,750)	(18,700)		
Investments		1,731,108	 945,836		
Net cash used in investing activities		(5,416,114)	(1,911,080)		

	 2019	 2018
Cash flows from financing activities: Capital campaign cash contributions Payments on:	\$ 8,635,034	\$ 3,740,174
Capital leases Proceeds from notes payable	(372,193) 3,000,000	 (293,171)
Net cash provided by financing activities	11,262,841	3,447,003
Net increase (decrease) in cash and cash equivalents	4,488,867	(491,624)
Cash and cash equivalents, beginning	 2,072,293	 2,563,917
Cash and cash equivalents, ending	\$ 6,561,160	\$ 2,072,293
Supplemental disclosure of cash flow information:		
Cash paid for interest	\$ 322,377	\$ 227,716
Purchase of equipment through capital leases	\$ 1,034,196	\$ 423,330

			Programs	
				Community
	CSFP	Food Bank	Food Sourcing	Outreach
Wages and temporary services	\$ 313,657	\$ 2,391,678	\$ 1,689,301	\$ 1,531,756
Fringe benefits and payroll taxes	69,935	550,537	414,753	349,695
Professional fees	81	74,069	21,840	352,554
In-kind professional fees	142,010	5,200	18,400	17,900
Occupancy	155,368	532,516	10,039	23,647
Vehicles operation	34,944	602,932	392,510	8,414
Procurement	61,910	104,509	3,652,729	2,034
Equipment	26,762	464,145	109,416	144,553
Supplies	21,459	57,490	19,624	52,369
Meeting, travel and staff development	6,291	6,272	40,310	125,802
Promotions and marketing	661	-	770	41,045
Special events expense	-	-	-	-
Direct mail	-	816	-	-
Cluster/network fees	-	-	-	-
Agency assistance	-	162	151	282,629
In-kind distributed*	5,557,075	119,700,285	-	-
Cost of purchased product disbursed	-	7,273,781	-	175,649
Other	-	211	-	-
Depreciation and amortization	29,701	1,051,732	75,507	24,240
Bad debts	-	553	-	-
Interest	-	260,688	14,526	577
	6,419,854	133,077,576	6,459,876	3,132,864
Less:				
Special events direct expenses				
	\$ 6,419,854	\$ 133,077,576	\$ 6,459,876	\$ 3,132,864

^{*}Food Bank In-kind distributed includes Food Rescue product.

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Programs		General &		Support					2018		
	total		ministrative	F	undraising		total	Total		Total	
	_		_					_			
\$	5,926,392	\$	2,391,226	\$	1,863,482	\$	4,254,708	\$ 10,181,100	\$	10,148,263	
	1,384,920		471,476		442,240		913,716	2,298,636		2,344,630	
	448,544		387,887		219,207		607,094	1,055,638		1,181,434	
	183,510		59,040		62,805		121,845	305,355		634,471	
	721,570		123,828		20,752		144,580	866,150		980,667	
	1,038,800		8,280		229		8,509	1,047,309		1,187,406	
	3,821,182		-		33		33	3,821,215		3,501,331	
	744,876		26,756		127,534		154,290	899,166		1,130,475	
	150,942		11,470		151,416		162,886	313,828		415,911	
	178,675		68,789		23,253		92,042	270,717		372,947	
	42,476		143,350		172,585		315,935	358,411		517,776	
	-		55		420,057		420,112	420,112		363,634	
	816		2,018		1,398,389		1,400,407	1,401,223		1,466,233	
	-		23,985		-		23,985	23,985		30,888	
	282,942		10		-		10	282,952		191,055	
	125,257,360		-		-		-	125,257,360		115,522,947	
	7,449,430		10,263		-		10,263	7,459,693		7,651,968	
	211		1,529		91		1,620	1,831		94,209	
	1,181,180		18,355		23,606		41,961	1,223,141		996,201	
	553		6,060		-		6,060	6,613		(19,234)	
	275,791		45,144		1,442		46,586	322,377		227,716	
	149,090,170		3,799,521		4,927,121		8,726,642	157,816,812		148,940,928	
	_		55		420,057		420,112	 420,112		479,117	
\$	149,090,170	\$	3,799,466	\$	4,507,064	\$	8,306,530	\$ 157,396,700	\$	148,461,811	

		Programs						
							C	Community
		CSFP		Food Bank	Fo	od Sourcing	Outreach	
Wages and temporary services	\$	310,909	\$	2,369,583	\$	1,570,803	\$	1,638,840
Fringe benefits and payroll taxes	•	69,802	•	611,890	•	385,909		384,920
Professional fees		484		21,500		2,497		484,436
In-kind professional fees		150		7,800		506,089		4,200
Occupancy		116,764		771,331		12,362		25,363
Vehicles operation		38,514		708,800		417,542		13,857
Procurement		63,672		35,316		3,394,726		7,617
Equipment		38,489		476,555		146,578		183,828
Supplies		28,019		83,950		30,992		40,334
Meeting, travel and staff development		12,036		11,841		58,593		144,526
Promotions and marketing		1,151		-		992		38,737
Direct events		-		-		-		-
Direct mail		-		-		-		-
Cluster/network fees		-		-		-		-
Agency assistance		-		2,384		4,449		183,796
In-kind distributed*		6,033,916		109,489,031		-		-
Cost of purchased product disbursed		-		7,423,993		-		212,353
Other		-		91,769		1,895		1,165
Depreciation and amortization		19,401		872,092		56,052		18,368
Bad debts		-		41		-		-
Interest		-		217,533		9,520		55
		6,733,307		123,195,409		6,598,999		3,382,395
Less:								
Special events direct expenses								
	\$	6,733,307	\$	123,195,409	\$	6,598,999	\$	3,382,395

^{*}Food Bank In-kind distributed includes Food Rescue product.

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 	Support services							
Programs	(General &			Support			
total	ad	ministrative	F	undraising		total		Total
\$ 5,890,135	\$	2,208,194	\$	2,049,934	\$	4,258,128	\$	10,148,263
1,452,521		402,942		489,167		892,109		2,344,630
508,917		397,836		274,681		672,517		1,181,434
518,239		4,219		112,013		116,232		634,471
925,820		29,964		24,883		54,847		980,667
1,178,713		7,963		730		8,693		1,187,406
3,501,331		-		-		-		3,501,331
845,450		94,740		190,285		285,025		1,130,475
183,295		56,413		176,203		232,616		415,911
226,996		99,910		46,041		145,951		372,947
40,880		194,273		282,623		476,896		517,776
-		-		363,634		363,634		363,634
-		7,789		1,458,444		1,466,233		1,466,233
-		30,888		-		30,888		30,888
190,629		426		-		426		191,055
115,522,947		-		-		-		115,522,947
7,636,346		15,622		-		15,622		7,651,968
94,829		(1,420)		800		(620)		94,209
965,913		11,568		18,720		30,288		996,201
41		(19,275)		-		(19,275)		(19,234)
227,108		166		442		608		227,716
 139,910,110		3,542,218		5,488,600		9,030,818		148,940,928
				479,117		479,117		479,117
\$ 139,910,110	\$	3,542,218	\$	5,009,483	\$	8,551,701	\$	148,461,811

1. Summary of significant accounting policies:

Nature of activities:

Second Harvest Heartland (the Organization) is a Minnesota not-for-profit organization dedicated to ending hunger through community partnerships and increasing public awareness of hunger. The Organization obtains, stores and distributes donated and purchased food to approximately 1,100 member agency programs and directly to low income individuals in Minnesota and Western Wisconsin. The Organization is a member of Feeding America, an association of more than 200 food banks serving the entire country. Through partnerships with public agencies and other nonprofit organizations, the Organization assists in the administration of two government programs: The Emergency Food Assistance Program (TEFAP) and the Commodity Supplemental Food Program (CSFP). The organization is engaged in a capital campaign for funding of capital expansion and improvements. Private and governmental funding was raised in 2019 and 2018 to pursue expansion of services in partnership with the health care industry. The Organization also administers a food rescue program as well as provides food to member agencies (food bank program) and other programs that address hunger issues. Financial funding for the Organization comes from general contributions, grants, fees charged to member agencies and non-financial funding comes from donations and grants of food.

The Organization is engaged in a Capital Campaign to raise \$50 million to support acquisition and improvements for a new food bank facility, upgrade its truck fleet and support new and growing programs to enhance its hunger relief efforts.

The Capital Campaign includes \$18 million of funding sponsored by a General Obligation Grant from the State of Minnesota (State) to the City of Brooklyn Park (City) for renovation of the food bank facility. Approval for the State Grant occurred June 1, 2018 and a grant agreement between the State and City was signed September 12, 2019. Initial funding for project costs occurred in November 2019 with a portion reimbursed to the Organization for qualifying expenses and the remainder paid directly to vendors.

Access to grant funds by the organization to complete the food bank facility required ownership of the food bank facility by the City. On February 11, 2019 the Organization leased the land and food bank facility to the City for 37.5 years resulting in constructive ownership as required by State regulations. No amounts are due under this lease.

The Organization will operate the food bank facility under the control of a lease-use agreement between the Organization and the City signed February 11, 2019. The term of the lease-use agreement is 15 years. The Organization has two renewal options (15 years and 7.5 years). In the event that the lease-use is not renewed or the agreement is terminated early, the City has the option to buy the facility or sell the facility. Proceeds from the sale of the facility must be used to repay State bond funding, outstanding debt and Organization improvements to the facility. No amounts are due under this lease-use agreement.

Renovation of the facility commenced in April of 2019. The new volunteer center opened in September 2019 with full completion of the food bank facility anticipated for March of 2020.

The Capital Campaign has achieved 95% of the funding goal and the food bank facility is fully funded. The Organization anticipates completion of the Capital Campaign in 2020.

1. Summary of significant accounting policies (continued):

Change in accounting principle:

On August 18, 2016, FASB issued Accounting Standards Update (ASU) 2016-14, Not-for-Profit entities (Topic 958) — Presentation of Financial Statements of Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, provides information about liquidity and availability of resources, and improves consistency in the type of information provided about expenses and investment return. ASU 2016-14 was adopted as of and for the year ended September 30, 2019 and has been reflected in the presentation in these financial statements accordingly. The ASU has been applied retrospectively to all periods presented.

Use of estimates:

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America which requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results could differ from those estimates. Significant estimates include in-kind donated food inventory, receipts and distributions and in-kind donated services.

Major source of revenue:

The Organization received approximately 12% and 9% of total support and revenue from one governmental agency for the years ended September 30, 2019 and 2018, respectively.

Contributions and grants:

All contributions and grants are considered to be without donor restrictions and available for use unless specifically restricted by the donor. Donor-restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions. If a restriction expires in the same fiscal year in which the contribution was recognized, the contribution is reported as an increase in net assets without donor restriction. At the end of fiscal years 2019 and 2018, the Organization did not have any net assets with donor restrictions in perpetuity.

Net assets:

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

Net assets without donor restrictions – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. The Organization presents its net assets without donor restrictions in two categories: operations and in-kind inventory. The in-kind inventory category is the accumulated effect that in-kind activity has on ending inventory, while the operations amount is the accumulated effect of change in net assets excluding the in-kind inventory activity.

Net assets with donor restrictions — Net assets subject to donor- (or certain grantor-) 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 resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

1. Summary of significant accounting policies (continued):

Functional allocation of expenses:

The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities and change in net assets. Expenses that relate to more than one program or function have been allocated based on the best estimates of management. Salary expenditures and related benefits are allocated directly to the appropriate departments based on time records. Occupancy and depreciation/interest charges are allocated based on a combination of square footage (for warehouse space) and FTEs (for office space). Supplies & technology and management/admin expenses are allocated to various departments based on FTEs at the end of each month. Communications and advocacy expenses are allocated based on estimates of content of communications materials.

Received product:

The Organization reports contributions of food over which it has control as in-kind donations without donor restriction. Public donations of food and food obtained through USDA commodity programs (TEFAP and CSFP) are valued based on a weighted average wholesale value per pound. This valuation is determined using a report provided annually by Feeding America based on an annual study. During fiscal years 2019 and 2018, the Organization received 117,675,000 and 108,090,000 pounds of food, respectively. The Organization reported in-kind donations for donated food, along with purchased product valued at cost, as follows:

	2019			
	Pounds	<u>Dollars</u>		
Donated product TEFAP CSFP	84,748,000 8,454,000 3,354,000	\$107,918,000 12,564,000 5,294,000		
In-kind donations	96,556,000	125,776,000		
Purchased	14,292,000	7,488,000		
In-kind donations as agent	6,827,000	12,838,000		
Total received	117,675,000	<u>\$146,102,000</u>		
	Pounds 2	018 Dollars		
Donated product	Pounds 77,776,000	Dollars \$103,046,000		
TEFAP	Pounds 77,776,000 3,942,000	Dollars \$103,046,000 6,759,000		
•	Pounds 77,776,000	Dollars \$103,046,000		
TEFAP	Pounds 77,776,000 3,942,000	Dollars \$103,046,000 6,759,000		
TEFAP CSFP In-kind donations Purchased	77,776,000 3,942,000 3,854,000 85,572,000 16,126,000	Dollars \$103,046,000 6,759,000 6,523,000 116,328,000 7,820,000		
TEFAP CSFP In-kind donations	Pounds 77,776,000 3,942,000 3,854,000 85,572,000	Dollars \$ 103,046,000 6,759,000 6,523,000 116,328,000		

1. Summary of significant accounting policies (continued):

The Organization acts as an agent for five other Feeding America Food Banks with locations in Minnesota. Per contractual arrangements, the Organization re-distributes certain products to these other Feeding America locations.

Distributed product:

During fiscal years 2019 and 2018, the Organization distributed 113,367,000 and 104,239,000 pounds of food, respectively, to member agencies and partners. The following reflects all of the Organization's distributions (including purchased product, but excluding waste) during fiscal years 2019 and 2018:

	2019		
	Pounds	Dollars	
Donated product TEFAP CSFP	80,884,000 7,796,000 <u>3,447,000</u>	\$ 103,976,000 11,818,000 5,516,000	
In-kind distributions Purchased In-kind distributions as agent	92,127,000 14,449,000 6,791,000	121,310,000 7,550,000 12,865,000	
Total distributions	113,367,000	\$141,725,000	
	2 Pounds	018 Dollars	
Donated product TEFAP CSFP	74,307,000 4,037,000 3,546,000	\$ 98,900,000 7,028,000 5,928,000	
In-kind distributions Purchased	81,890,000 15,996,000	111,856,000 7,736,000	
In-kind distributions as agent	6,353,000	13,585,000	

1. Summary of significant accounting policies (continued):

Contributed services:

The Organization received donated in-kind professional services, skilled volunteer services, and in-kind rent in 2019 and 2018 which were recorded as revenue and expense at the fair value as established by the donor of \$305,355 and \$645,721, respectively.

Members of the Organization and volunteers have donated significant amounts of their time to enhancing the Organization's activities. The number of unique volunteers and hours of service totaled 24,193 and 105,515 in 2019, respectively. The number of unique volunteers and hours of service totaled 27,530 and 105,634 in 2018, respectively. The value of these donated services totaled \$1,040,380 and \$1,019,368 in 2019 and 2018, respectively, however the amount is not reflected in the accompanying financial statements as they are non-specialized services.

Cash and cash equivalents:

Cash and cash equivalents include interest bearing money market accounts and any debt securities with an original maturity of three months or less. The Organization maintains its cash and cash equivalents with various financial institutions. At times, these balances may exceed federally insured limits. The Organization has not experienced a loss as a result of these deposits.

Investments:

Investments in marketable securities with readily determinable fair value and all investments in debt securities are valued at their fair values in the statement of financial position. Unrealized gains and losses are included in the change in net assets.

Fair value measurements:

The Organization's investments are reported using a framework for measuring fair value. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are described below:

<u>Level 1</u> - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets, for which prices are available at the measurement date.

<u>Level 2</u> - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

1. Summary of significant accounting policies (continued):

Fair value measurements (continued):

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used must maximize the use of observable inputs and minimize the use of unobservable inputs.

Inventory:

Inventory is valued on a first-in, first-out basis. Public donations of food and food obtained through USDA commodity programs (TEFAP and CFSP) are valued based on a weighted average wholesale price per pound. This valuation is determined using a report provided annually by Feeding America based on an annual study. Purchased food is valued based on actual cost. Inventory is shown net of any inventory on-hand that is allocated to Feeding America entities for which the Organization is only acting as an agent.

Property and equipment:

Property and equipment are stated at cost. Contributed property and equipment are recorded at fair value at the date of donation. Depreciation is provided over the estimated useful lives of the assets by the straight-line method. The capitalization policy of the Organization is to capitalize all property and equipment over \$5,000. Asset lives are as follows:

Buildings 40 years
Building improvements 10-25 years
Equipment 3-10 years
Autos and trucks 3-10 years

Computer software:

The Organization capitalizes the costs of obtaining or developing internal use software including directly related payroll costs and amortizes those costs over a period of three years, beginning when the software is ready for its intended use.

1. Summary of significant accounting policies (continued):

Trade receivable and bad debt:

Trade receivables are stated at original invoice amount less an estimate for doubtful receivables based on management's review of all outstanding amounts and historical experience. Accounts receivable are written-off when deemed uncollectible. Recoveries of accounts previously written-off are recorded when received. The allowance for doubtful accounts was \$14,200 and \$12,498 as of September 30, 2019 and 2018, respectively. The Organization transacts with its member agencies on open credit and such accounts receivable are uncollateralized. The maximum loss that would be incurred if a member agency failed to pay amounts owed would be limited to the recorded amount due after any allowances provided.

An account is considered past due if the balance is outstanding for more than 60 days.

Grants receivable:

Grants receivable are stated at the estimated net realizable value after provision for doubtful accounts. There was no allowance related to grants receivable at September 30, 2019 and 2018. Grants receivable at September 30, 2019 and 2018 are due in less than one year.

Capital Campaign and Pledges receivable:

Unconditional promises to give are recorded at net realizable value. The allowance for uncollectible pledges was \$70,935 and \$95,939 as of September 30, 2019 and 2018, respectively. Capital campaign pledges to be utilized for a long-term purpose are recorded as long term. Conditional promises to give are recognized when the conditions are met.

Income taxes:

The Organization is exempt, as a public charity, from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code and applicable state statutes. However, income from certain activities not directly related to the Organization's tax-exempt purpose could result in taxable income.

The Organization has evaluated its tax positions for uncertainty and has no unrecognized tax matters that are required to be disclosed.

Advertising costs:

Advertising costs are expensed as incurred. Total advertising expense was \$1,768,044 and \$1,896,143 for the years ended September 30, 2019 and 2018, respectively.

Subsequent events:

The Organization evaluated for subsequent events through December 12, 2019 the date the financial statements were available for issuance.

2. Liquidity:

The following represents the Organization's financial assets at September 30, 2019 and 2018:

	 2019	_	2018
Financial assets at year end:			
Cash and cash equivalents	\$ 6,561,160	\$	2,072,293
Investments	8,198,254		6,860,604
Accounts receivable, trade, net	819,250		968,799
Grants receivable	550,859		658,443
Pledges receivable, current portion, net	256,409		169,532
Other	 43,491		26,204
Total financial assets	 16,429,423		10,755,875
Less amounts not available to be used within one year:			
Net assets with donor restrictions	6,489,014		7,815,996
Less net assets with purpose restrictions to be met in less than a year	 (256,409)		(14,533)
	 6,232,605		7,801,463
Financial assets available to meet general expenditures over the next			
twelve months	\$ 10,196,818	\$	2,954,412

The Organization regularly monitors the availability of resources required to meet it operating needs and other contractual commitments, while striving to maximize the investment of its available funds. For purposes of analyzing resources available to meet general expenditures over a 12 month period, the Organization considers all funding sources and expenditures related to operations and capital improvements.

Financial assets include the following and generally are expected to be managed as defined below:

- Operating Cash maintain 30 to 45 days of cash operating expense.
- Investments excess operating reserves to be managed in accordance with investment policy.
- Investments for restricted purposes (i.e.: Capital Campaign) to be managed in accordance with investment policy and donor wishes with respect to timing of expenditure.
- Accounts receivable provide 30 to 45 days of credit to agencies.
- Contracts receivable per contract terms.
- Pledges receivable per pledge agreement terms.
- Prepaid expenses minimize based on financial value and contractual terms.
- Donated Stock liquidate as soon as practical and in accordance with gift receipt policy.

2. Liquidit	y (continued):
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Funding and management of liquidity and investment returns may be facilitated by the following:

- Accounts payable payment according to vendor terms to avoid finance charges.
- Short-term Debt/Line of credit maintain a line of credit based on short-term financial exposure.
- Long-term Debt obtain based on Board authorized financial plan.
- Restricted assets maintain based on restricted expenditure timeframe.

3. Fair value measurements:

The following table presents the fair value hierarchy for the balances of the assets of the Organization measured at fair value on a recurring basis as of September 30, 2019 and 2018.

		:	2019	
	Level 1	Level 2	Level 3	Total
Equity Fixed income	\$ 1,114,796 7,083,458			\$ 1,114,796 7,083,458
	\$ 8,198,254			\$ 8,198,254
			2018	
	Level 1	Level 2	Level 3	Total
Equity Fixed income	\$ 1,854,942 5,005,662			\$ 1,854,942 5,005,662
	\$ 6,860,604			\$ 6,860,604
4. Inventory:				
Ending inventory is comprised of the following:		2019	2018	
Donated TEFAP CSFP Purchased		\$ 2,610,132 1,208,947 1,405,703 569,547	495,103 1,668,309	

\$ 5,794,329 \$ 5,341,205

\$ 25,700,651 \$ 20,056,124

5. Pledges and capital campaign pledges receivable:

Unconditional promises to give are recorded as pledges receivable and revenue of the appropriate net asset category.

Unconditional promises to give at September 30 are as follows:

OII	conditional profitises to give at september 30 are as follows.		2019		2018
		_		_	2010
	Promises without donor restriction	\$	438,920	\$	14,533
	Promises with donor restriction		2,854,631	_	6,087,496
	Pledges and capital campaign pledges receivable	<u>\$</u>	3,293,551	\$	6,102,029
	Amounts due in:				
	Less than one year	\$	1,431,897	\$	3,254,000
	One to five years	\$	1,861,654	\$	2,848,029
6.	Property and equipment:				
			2019		2018
	Building	\$	12,028,904	\$	12,028,904
	Building improvements		12,061,436		7,481,524
	Office equipment		3,499,991		2,543,119
	Warehouse equipment		2,317,198		2,166,220
	Autos and trucks		6,172,869		5,292,287
	Land	_	2,690,000		2,690,000
			38,770,398		32,202,054
	Less accumulated depreciation and amortization		13,069,747		12,145,930

7. Line of credit and revolving bridge promissory note:

The Organization has a bank line of credit, secured by certain assets, in the amount of \$2,000,000. The line carries an interest rate of 2.50% over 1-month LIBOR rate (LIBOR rate is 2.02% at September 30, 2019). No balance was drawn on the line of credit at September 30, 2019 and 2018. The line is scheduled to expire on May 31, 2020.

Revolving Bridge Promissory Note whereby the Organization may borrow up to \$4,000,000 with Interest at 2.25% over 1-month LIBOR rate with a floor of 2.25%. Accrued interest payable monthly and all unpaid principal and interest due at maturity on February 1, 2022. No amounts were outstanding on this note as of September 30, 2019. The note is subject to a pledge of existing and future donations, gifts, and contributions, including balances in investment accounts.

8. Long-term debt:		
	2019	2018
Mortgage payable with interest at 2.25% over 1-month LIBOR rate with a floor of 2.25% through February 28, 2022, and interest at 2.45% over the business day yield on 5 year Interest Rate Swaps after that date. The 1-month LIBOR rate was 2.02% at September 30, 2019. Interest accrues and is due monthly through March 1, 2022 Beginning April 1, 2022, monthly installments of principal and interest in order to fully amortize outstanding principal due for 20 years from February 11, 2019 are due. In addition, principal payments in order to reduce the principal balance to the following amounts as of February 11 of each year are required: \$7,266,000 by 2020, \$5,266,000 by 2021 and \$4,000,000 by 2022. All unpaid principal and interest is due February 1, 2027. Mortgage is Collateralized by building and accessories.		\$ 10,266,000
Mortgage payable with interest at 2.25% over 1-month LIBOR rate with a floor of 2.25%. The 1-month LIBOR rate was 2.02% at September 30, 2019. Interest accrues and is due monthly beginning March 1, 2019. Mortgage is collateralized by building and accessories, and matures on February 1, 2022.	3,134,000	3,134,000
Note payable with interest only payments through maturity date. Interest payments of 2% per annum on the unpaid principal balance due January 14, 2020, 2021, and at maturity of January 14, 2022, when the entire unpaid principal and interest is due.	3,000,000	
	16,400,000	13,400,000
Less current portion	3,000,000	
	\$ 13,400,000	\$ 13,400,000

8. Long-term debt (continued):

Future maturities of long-term debt are as follows:

Year ending		
September 30		Amount
2020	\$	3,000,000
2021		2,000,000
2022		7,400,000
2023		513,300
2024		513,300
Thereafter	<u></u>	2,973,400
	<u>\$</u>	16,400,000

9. Operating leases:

The Organization leases equipment through a lease expiring in 2020. Total rent expense for the years ended September 30, 2019 and 2018 was \$246,641 and \$303,612, respectively.

The Organization also leased space to carry out organization objectives. This lease expired in May 2018. In addition to minimum base rental payments, the Organization was required to pay its proportional share of real estate taxes and operating expenses. Rent expense was \$214,729 for the year ended September 30, 2018.

10. Capital leases:

The Organization has capital leases for vehicles and warehouse equipment which expire at various dates during fiscal years 2022 – 2026. The vehicles and warehouse equipment were recorded at fair value on the lease commitment date.

The cost and accumulated amortization related to an asset that is held under capital leases are as follows:

		2019	 2018
Equipment cost Less accumulated amortization	\$	3,361,735 1,201,020	\$ 2,327,539 827,240
	<u>\$</u>	2,160,715	\$ 1,500,299

10. Capital leases (continued):

Future principal and interest payments under the capital lease as of September 30, 2019, are as follows:

Year ending	
September 30	Amount
2020	\$ 541,294
2021	541,294
2022	533,108
2023	317,694
2024	239,506
Thereafter	261,496
Less amounts representing interest	 203,994
Present value of net minimum lease obligation payments	\$ 2,230,398

11. Net assets with donor restrictions:

Net assets with donor restrictions are available for the following purposes:

		2019	2018	
Child Nutrition	\$	35,140	\$	28,000
Capital investment		-		13,333
Equipment		35,000		38,603
Hunger and Health		12,190		2,553
Capital Campaign		6,253,430		7,403,126
Other programming and fundraising		153,254		330,381
	\$	6,489,014	\$	7,815,996

12. Net assets released from restriction:

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of other events specified by donors as follows:

	_	2019	 2018
SNAP	\$	3,615	\$ 35,300
Child Nutrition		28,000	70,745
Capital investment		13,333	40,000
Equipment		38,603	39,978
Hunger and Health		15,364	445,920
Capital Campaign		5,247,717	2,919,352
Other programming and fundraising		331,511	 429,985
	<u>\$</u>	5,678,143	\$ 3,981,280

13. Fiscal agent:

During the years ending September 30, 2019 and 2018, the Organization received cash from donors for which it is acting as a fiscal agent, which were not fully disbursed at September 30, 2019 and 2018. As such, these funds have been treated as current liabilities in the accompanying financial statements.

The Organization has received food donations that are, by contract, allocated to other food banks. Amounts of inventory on-site that were so allocated were \$443,447 and \$533,709 for September 30, 2019 and 2018, respectively. These amounts were not included in the final inventory as presented on the statement of financial position.

14. Retirement plan:

The Organization has a defined contribution 403(b) thrift plan, in which employees are eligible to participate on the first of the month following 30 days of employment. The Organization contributes 4% of the employees' annual salaries to the Plan regardless of whether the employees contributes any of their pretax wages to the Plan. The Organization also matches 50% of employees' contributions up to 4% of the employees' annual salaries. The employees vest at a rate of 25% per year and are fully vested after four years in the plan. The Organization's employer contributions were \$480,985 and \$497,363 to the for the years ended September 30, 2019 and 2018, respectively.