

**BOYS AND GIRLS CLUBS
OF THE MIDLANDS**

FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020
(WITH INDEPENDENT AUDITOR'S REPORT)



FrankelZacharia^{LLC}

Certified Public Accountants

INDEPENDENT AUDITOR'S REPORT

The Board of Directors
Boys and Girls Clubs of the Midlands
Omaha, Nebraska:

Opinion

We have audited the accompanying financial statements of Boys and Girls Clubs of the Midlands (a nonprofit organization) which comprise the statements of financial position as of December 31, 2021 and 2020, 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 Boys and Girls Clubs of the Midlands as of December 31, 2021 and 2020, 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 of 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 Boys and Girls Clubs of the Midlands 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 opinions.

Responsibilities of Management 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, and 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.

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 Boys and Girls Clubs of the Midlands' ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

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 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 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 Boys and Girls Clubs of the Midlands' 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 Boys and Girls Clubs of the Midlands' 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 expenditures of federal awards, as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, is presented for purposes of additional analysis and is 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 schedule of expenditures of federal awards 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 June 15, 2022, on our consideration of Boys and Girls Clubs of the Midlands' 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 result of that testing, and not to provide an opinion on the effectiveness of Boys and Girls Clubs of the Midlands' 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 Boys and Girls Clubs of the Midlands' internal control over financial reporting and compliance.

FRANKEL ZACHARIA LLC

Omaha, NE
June 15, 2022

BOYS AND GIRLS CLUBS OF THE MIDLANDS**STATEMENTS OF FINANCIAL POSITION**

DECEMBER 31	2021	2020
ASSETS		
Cash	\$ 2,097,509	1,522,854
Investments (Notes 3, 6 and 13)	21,780,591	20,165,014
Receivables		
United Way of the Midlands	207,500	197,500
Grants	850,281	1,373,762
Capital campaign pledges (Note 4)	454,000	1,396,180
Total receivables	1,511,781	2,967,442
Cash restricted for capital projects	875,195	617,388
Land, buildings and equipment, net (Note 7)	10,437,622	10,852,496
Intangible assets, net (Note 8)	12,376,239	12,953,915
Other	22,836	166,723
TOTAL ASSETS	\$ 49,101,773	49,245,832
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable and accrued expenses	\$ 282,288	500,815
Funds held for others	58,791	57,713
Refundable advances - grants	384,927	384,958
Payable for use agreement (Note 8)	---	821,464
Deferred insurance proceeds	55,102	51,941
Capital lease obligations (Note 10)	240,252	104,656
Paycheck protection program refundable advance (Note 11)	745,933	1,003,334
Total liabilities	1,767,293	2,924,881
Net assets		
Without donor restrictions		
Undesignated	23,228,458	23,057,601
Board-designated endowment	7,787,124	6,813,684
Total without donor restrictions	31,015,582	29,871,285
With donor restrictions (Note 12)	16,318,898	16,449,666
Total net assets	47,334,480	46,320,951
TOTAL LIABILITIES AND NET ASSETS	\$ 49,101,773	49,245,832

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2021

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues, gains and other support			
Contributions - Cash and other financial assets	\$ 2,139,396	47,717	2,187,113
Grants - Indirect federal	1,826,584	---	1,826,584
Grants - Other	1,489,796	788,739	2,278,535
Contributions - Nonfinancial assets	1,337,552	---	1,337,552
Allocated by United Way of the Midlands	232,500	207,500	440,000
Membership dues, fees, and incidental charges	156,380	---	156,380
Investment income, net	984,085	1,271,976	2,256,061
Special fundraising events (net of direct expenses of \$153,099)	970,130	---	970,130
PPP loan forgiveness	1,003,334	---	1,003,334
Rental and miscellaneous	19,128	---	19,128
Total revenues, gains and other support	10,158,885	2,315,932	12,474,817
Net assets released from restrictions (Note 12)	2,446,700	(2,446,700)	---
Functional expenses			
Program services			
Basic needs	3,535,767	---	3,535,767
Ready to learn	5,864,864	---	5,864,864
Ready to work	147,278	---	147,278
Total program services	9,547,909	---	9,547,909
Supporting services			
Management and general	1,199,554	---	1,199,554
Fundraising	713,825	---	713,825
Total supporting services	1,913,379	---	1,913,379
Total functional expenses	11,461,288	---	11,461,288
INCREASE (DECREASE) IN NET ASSETS	1,144,297	(130,768)	1,013,529
Net assets at beginning of year	29,871,285	16,449,666	46,320,951
NET ASSETS AT END OF YEAR	\$ 31,015,582	16,318,898	47,334,480

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

STATEMENT OF ACTIVITIES

YEAR ENDED DECEMBER 31, 2020

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues, gains and other support			
Contributions - Cash and other financial assets	\$ 2,394,184	180,979	2,575,163
Grants - Indirect federal	1,874,889	---	1,874,889
Grants - Other	1,213,287	887,269	2,100,556
Contributions - Nonfinancial assets	762,857	---	762,857
Allocated by United Way of the Midlands	197,500	197,500	395,000
Membership dues, fees, and incidental charges	54,524	---	54,524
Investment income, net	737,777	1,007,774	1,745,551
Special fundraising events (net of direct expenses of \$32,867)	1,030,002	---	1,030,002
PPP loan forgiveness	---	---	---
Rental and miscellaneous	20,352	---	20,352
Total revenues, gains and other support	8,285,372	2,273,522	10,558,894
Net assets released from restrictions (Note 12)	2,938,699	(2,938,699)	---
Functional expenses			
Program services			
Basic needs	3,347,302	---	3,347,302
Ready to learn	5,992,911	---	5,992,911
Ready to work	160,967	---	160,967
Total program services	9,501,180	---	9,501,180
Supporting services			
Management and general	1,152,293	---	1,152,293
Fundraising	701,354	---	701,354
Total supporting services	1,853,647	---	1,853,647
Total functional expenses	11,354,827	---	11,354,827
DECREASE IN NET ASSETS	(130,756)	(665,177)	(795,933)
Net assets at beginning of year	30,002,041	17,114,843	47,116,884
NET ASSETS AT END OF YEAR	\$ 29,871,285	16,449,666	46,320,951

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2021

	Program Services				Supporting Services			Total Functional Expenses
	Basic Needs	Ready to Learn	Ready to Work	Total	Management and General	Fundraising	Total	
Salaries	\$ 1,241,435	2,533,876	86,799	3,862,110	563,334	538,873	1,102,207	4,964,317
Employee benefits	251,230	468,565	10,910	730,705	103,661	71,045	174,706	905,411
Payroll taxes	85,645	164,243	5,784	255,672	44,057	36,806	80,863	336,535
Total employee compensation	1,578,310	3,166,684	103,493	4,848,487	711,052	646,724	1,357,776	6,206,263
Specific assistance to individuals	253,922	13,981	2,493	270,396	---	---	---	270,396
Professional fees and contract service payments	17,361	41,153	608	59,122	176,447	22,970	199,417	258,539
Awards and grants	3,117	375,235	18,704	397,056	7,725	1,371	9,096	406,152
Supplies	45,999	696,454	9,078	751,531	95,674	6,801	102,475	854,006
Telephone	15,795	49,673	930	66,398	33,276	5,198	38,474	104,872
Occupancy	633,149	561,701	---	1,194,850	38,489	---	38,489	1,233,339
Insurance	80,057	83,541	1,983	165,581	27,637	2,677	30,314	195,895
Printing	943	4,837	---	5,780	10,815	14,990	25,805	31,585
Student transportation and meetings	75,614	105,094	3,829	184,537	3,765	4,451	8,216	192,753
Conferences, conventions, meetings, and major trips	8,839	7,573	---	16,412	393	1,677	2,070	18,482
Rental and maintenance	31,148	37,429	355	68,932	10,852	1,591	12,443	81,375
Equipment	13,750	17,601	5,755	37,106	1,859	454	2,313	39,419
National dues	---	---	---	---	27,987	---	27,987	27,987
Miscellaneous	871	3,182	50	4,103	7,883	4,921	12,804	16,907
Expenses before depreciation	2,758,875	5,164,138	147,278	8,070,291	1,153,854	713,825	1,867,679	9,937,970
Depreciation and amortization	776,892	700,726	---	1,477,618	45,700	---	45,700	1,523,318
Total expenses	\$ 3,535,767	5,864,864	147,278	9,547,909	1,199,554	713,825	1,913,379	11,461,288

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

STATEMENT OF FUNCTIONAL EXPENSES

YEAR ENDED DECEMBER 31, 2020

	Program Services				Supporting Services			Total Functional Expenses
	Basic Needs	Ready to Learn	Ready to Work	Total	Management and General	Fundraising	Total	
Salaries	\$ 1,109,978	2,890,890	111,216	4,112,084	528,759	534,267	1,063,026	5,175,110
Employee benefits	163,760	416,734	16,989	597,483	58,860	76,948	135,808	733,291
Payroll taxes	76,491	209,136	7,252	292,879	14,389	25,837	40,226	333,105
Total employee compensation	1,350,229	3,516,760	135,457	5,002,446	602,008	637,052	1,239,060	6,241,506
Specific assistance to individuals	404,428	12,428	2,451	419,307	---	---	---	419,307
Professional fees and contract service payments	13,908	46,921	810	61,639	298,997	7,056	306,053	367,692
Awards and grants	2,123	344,347	15,173	361,643	8,924	700	9,624	371,267
Supplies	24,476	578,281	2,949	605,706	48,720	16,553	65,273	670,979
Telephone	11,202	36,324	621	48,147	22,046	3,347	25,393	73,540
Occupancy	587,897	513,806	---	1,101,703	34,252	---	34,252	1,135,955
Insurance	68,416	74,032	2,405	144,853	32,916	3,245	36,161	181,014
Printing	2,568	9,519	---	12,087	6,705	19,636	26,341	38,428
Student transportation and meetings	62,835	93,101	641	156,577	6,137	3,080	9,217	165,794
Conferences, conventions, meetings, and major trips	3,523	4,956	---	8,479	---	4,051	4,051	12,530
Rental and maintenance	13,626	33,041	375	47,042	11,019	985	12,004	59,046
Equipment	1,304	3,253	17	4,574	4,247	676	4,923	9,497
National dues	---	---	---	---	25,453	---	25,453	25,453
Miscellaneous	1,565	5,293	68	6,926	3,857	4,973	8,830	15,756
Expenses before depreciation	2,548,100	5,272,062	160,967	7,981,129	1,105,281	701,354	1,806,635	9,787,764
Depreciation and amortization	799,202	720,849	---	1,520,051	47,012	---	47,012	1,567,063
Total expenses	\$ 3,347,302	5,992,911	160,967	9,501,180	1,152,293	701,354	1,853,647	11,354,827

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31	2021	2020
Cash flows from operating activities:		
Increase (decrease) in net assets	\$ 1,013,529	(795,933)
Adjustments to reconcile change in net assets to net cash from operating activities:		
Depreciation and amortization	1,523,318	1,567,063
Net realized and unrealized gain on investments	(2,016,741)	(1,452,692)
Contributions restricted for capital projects	(8,319)	(132,900)
Contributions restricted for scholarships	(39,398)	(32,000)
(Increase) decrease in operating assets:		
Receivables:		
United Way of the Midlands	(10,000)	75,000
Grants	523,481	(545,137)
Contributions and other	---	217,033
Other	143,887	(134,459)
Increase (decrease) in operating liabilities:		
Accounts payable and accrued expenses	(238,801)	45,702
Funds held for others	1,078	(462)
Refundable advances - grants	(31)	(127,777)
Paycheck protection program refundable advance	(257,401)	1,003,334
Net cash provided (used) by operating activities	634,602	(313,228)
Cash flows from investing activities:		
Acquisition of building and equipment	(272,466)	(670,944)
Payments for use agreement	(821,464)	(992,836)
Receipt (use) of insurance settlement proceeds	3,161	(81,217)
Purchase of investments	(7,680,561)	(3,074,576)
Proceeds from sale of investments	8,081,725	2,955,404
Net cash used by investing activities	(689,605)	(1,864,169)
Cash flows from financing activities:		
Contributions restricted for capital projects	950,499	2,786,846
Contributions restricted for scholarships	39,398	32,000
Payments on capital lease obligation	(102,432)	(84,604)
Net cash provided by financing activities	887,465	2,734,242
NET INCREASE IN CASH AND RESTRICTED CASH	832,462	556,845
Cash and restricted cash at beginning of year	2,140,242	1,583,397
Cash and restricted cash at end of year	\$ 2,972,704	2,140,242
Non-cash investing and financing activity:		
Equipment acquired by capital lease	\$ 238,028	---
Building and equipment in accounts payable	20,274	---
Intangible assets in payable for use agreement	---	821,464
Supplemental data:		
Interest paid	5,376	6,781

See accompanying notes to financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2021 AND 2020

Boys and Girls Clubs of the Midlands (the Club) provides youth development programs and opportunities as Boys and Girls Clubs of Omaha, Boys and Girls Clubs of Carter Lake and Boys and Girls Clubs of Council Bluffs.

The Club is a not-for-profit organization established to inspire and enable all young people, especially those who need us most, to realize their full potential as productive, responsible, healthy and caring citizens.

The Club provides programs in three core areas:

- Basic needs – Food. Shelter. Healthcare. Safety. These are some of life’s most basic needs. Without resources to meet them, young people struggle to survive, let alone succeed. The Club provides programs that help the most vulnerable members of our community who struggle to secure these basic services. Addressing basic needs will always be a key part of our mission.
- Ready to learn – Remove the barriers that local children face in learning and help them build skills that lead to school success.
- Ready to work – Collaborate with other community organizations to provide young adults with a choice of high-quality paths to train for and join the workforce.

1. Summary of Significant Accounting and Reporting Policies

A. Basis of Presentation

The financial statements are prepared in accordance with accounting principles generally accepted in the United States of America and specifically with Accounting Standards Codification (ASC) section 958, Not-for-Profit Entities, issued by the Financial Accounting Standards Board (FASB). Net assets are classified as without donor restrictions and with donor restrictions, defined as follows:

The use of net assets without donor restrictions is not limited by donor-imposed stipulations and are, therefore, available for general operations.

Net assets with donor restrictions result from contributions and revenues the use of which is limited by donor or grant-imposed stipulations that are more specific than broad limits resulting from 1) the nature of the not-for-profit entity; 2) the environment in which it operates; and 3) the purposes specified in its articles of incorporation or by-laws or comparable documents.

B. Estimates and Assumptions

Management uses estimates and assumptions in preparing financial statements in accordance with accounting principles generally accepted in the United States of America. Estimates and assumptions affect the reported amounts of assets, liabilities, revenues, expenses and related disclosures. Because of the inherent uncertainties in this process, it is likely that actual results will vary from the estimates.

The Club invests in securities exposed to interest rate, market and credit risks. Accordingly, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and such changes could materially affect the amounts reported in the statements of financial position and activities.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

1. Summary of Significant Accounting and Reporting Policies - Continued

C. Cash and Restricted Cash

The following table provides a reconciliation of cash and restricted cash at December 31 reported in the statements of financial position that sum to the total shown on the statements of cash flows.

	<u>2021</u>	<u>2020</u>
Cash	\$ 2,097,509	1,522,854
<u>Cash restricted for capital projects</u>	<u>875,195</u>	<u>617,388</u>
Total cash and restricted cash as presented in the Statements of Cash Flows	\$ 2,972,704	2,140,242

D. Investments

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Changes in the fair value of investments are reported in the statement of activities. Dividends and interest are recognized as earned.

E. Land, Buildings and Equipment

Land, buildings and equipment are reported at cost or the fair value of donated items at the time of donation. Assets with a cost exceeding \$2,000 and an estimated life of more than one year are capitalized. Depreciation is computed by the straight-line method over estimated useful lives.

Land improvements	10 to 15 years
Buildings and improvements	5 to 50 years
Furniture, fixtures, and equipment	3 to 15 years
Automobiles	5 years

F. Contributions

Contributions are recognized as revenue when cash, securities or other assets, including unconditional promise to give are received from a donor. Conditional promises to give, that is, those with a measurable performance or other barrier and a right of return are recognized as revenue when the conditions upon which they depend are substantially met.

The Club recognizes contributions as support with donor restrictions if they are subject to donor stipulations that limit the use of the donated assets. When donor restrictions are satisfied, net assets with donor restrictions are reclassified to without donor restrictions and reported in the statement of activities as "net assets released from restrictions". Contributions received with donor-imposed restrictions that are satisfied in the same year the contribution is received are reported as revenues without donor restrictions.

Contributions of nonfinancial assets, including in-kind rent for use of facilities, internet and other professional services, are reported at fair value on the date received.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

1. Summary of Significant Accounting and Reporting Policies - Continued

G. Grant Revenue

Grant revenue is recognized in accordance with grant terms. Cost reimbursement grants are considered conditional contributions and revenue is recognized as the Club incurs allowable qualifying expenses and bills the respective grantor. Unearned grant advances are presented as refundable advances in the statements of financial position. All grant receivables are considered fully collectible by Club management.

H. Contributed Services

Volunteers contributed approximately 1,300 and 1,800 hours of services to the Club in 2021 and 2020, respectively. The value of such services is not reported, as these services do not require specialized skills.

I. Exchange Transaction Revenue

The Club recognizes exchange transaction revenue from the following sources:

- Membership dues, fees, and incidental charges
- Special fundraising events

The Club charges school-aged youth annual membership dues of \$30 for access to the Clubs. Dues are recognized as revenue over time in the applicable calendar year. In addition, the Club charges fees for early arrival at the facility after school, summer camp, sports, and other activities which are recognized at the point in time the service is provided. The performance obligation for each service is completed within the same reporting period, thus there are no receivables, prepaid membership dues or fees that would be considered a liability.

Special fundraising events are held throughout the year in which a portion of the gross proceeds received from participants represents payment for the direct cost of benefits received by event participants. Generally, the fair value of the direct benefit received is measured at the actual direct cost to the Club. The event fee is set by Club management and is recognized at a point in time when the event is held. The fee net of direct expenses is presented as special fundraising events revenue on the statement of activities.

J. Income Taxes

The Club is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code. Accordingly, no taxes are included in these financial statements.

Accounting standards require disclosure and recognition in financial statements of positions taken in a tax return about the treatment of transactions and events that more likely than not would not be sustained upon examination by tax authorities. Tax positions relative to a not-for-profit organization include activities that may endanger its exempt purpose and status as an exempt organization. The Club believes it complies with all relevant tax laws and regulations and has no significant uncertain tax positions. Therefore, no liability for uncertain taxes has been recorded in the financial statements.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

1. Summary of Significant Accounting and Reporting Policies - Continued

K. Functional Expenses

The financial statements report expenses that are attributable to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses are allocated on the basis of estimates of time and effort spent by personnel in the various program and supporting services. In addition, building and technology costs are allocated based on usage of space and equipment.

L. Subsequent Events

Management evaluated transactions and events occurring subsequent to December 31, 2021, and through June 15, 2022, the date the financial statements were available to be issued, to determine whether any events should be recognized or disclosed in these statements. There were no material transactions or events in the subsequent period requiring disclosure or recognition in the statements, except as discussed in Note 11.

M. Reclassifications

Reclassifications have been made to the presentation of 2020 balances to conform to the current year presentation. There were no resulting changes to total net assets or change in net assets as a result of these changes.

2. Liquidity and Availability of Funds

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

	2021	2020
Total assets at year-end	\$ 49,101,773	49,245,832
Less:		
Investments including:		
Board-designated endowment	(7,787,124)	(6,813,684)
Other endowments	(9,860,215)	(8,988,167)
Restricted for capital projects	(4,133,252)	(4,363,163)
Capital campaign pledges receivable	(454,000)	(1,396,180)
Cash restricted for capital projects	(875,195)	(617,388)
Land, buildings and equipment, net	(10,437,622)	(10,852,496)
Intangible assets, net	(12,376,239)	(12,953,915)
Other	(22,836)	(166,723)
Total financial assets available for general expenditures as of year-end	\$ 3,155,290	3,094,116

The Club's endowment funds consist primarily of donor-restricted endowments to support Club activities and operations. Income from all endowment funds is subject to appropriation by the board.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

2. Liquidity and Availability of Funds - Continued

As part of the Club'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, the Club has a borrowing capacity on its line of credit in the amount of \$600,000, which it could draw upon. Additionally, the Club has board-designated endowment funds of \$7.7 million at December 31, 2021. Although the Club does not intend to spend from its board-designated endowment funds other than amounts appropriated for general expenditure as part of its annual appropriation process, amounts from its board-designated endowment could be made available if necessary.

3. Fair Value Measurements

Accounting standards provide the framework for measuring fair value. That 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 under FASB ASC 820 are described below:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Club has the ability to access.

Level 2: 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.

If the asset or liability has a specific (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 assets 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 need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methodology could produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Club believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS**NOTES TO FINANCIAL STATEMENTS - CONTINUED****DECEMBER 31, 2021 AND 2020**

3. Fair Value Measurements – Continued

The following tables set forth by level, within the fair value hierarchy, the Club's assets at fair value as of December 31, 2021 and December 31, 2020.

Assets at Fair Value as of December 31, 2021

	Level 1	Level 2	Level 3	Total
Recurring measurements				
Investments:				
Money market funds	\$ 4,692,246	--	--	4,692,246
Mutual and exchange traded funds				
Bond	3,581,506	--	--	3,581,506
Domestic equity	9,005,904	--	--	9,005,904
International equity	2,783,411	--	--	2,783,411
Common stock	453,294	--	--	453,294
	<u>\$ 20,516,361</u>	--	--	20,516,361
Investment fund measured at net asset value (1)				<u>1,264,230</u>
Total investments				<u>\$ 21,780,591</u>

Assets at Fair Value as of December 31, 2020

	Level 1	Level 2	Level 3	Total
Recurring measurements				
Investments:				
Money market funds	\$ 4,703,584	--	--	4,703,584
Mutual and exchange traded funds				
Bond	3,350,355	--	--	3,350,355
Domestic equity	8,651,939	--	--	8,651,939
International equity	1,947,351	--	--	1,947,351
Common stock	347,805	--	--	347,805
	<u>\$ 19,001,034</u>	--	--	19,001,034
Investment fund measured at net asset value (1)				<u>1,163,980</u>
Total investments				<u>\$ 20,165,014</u>

(1) In accordance with FASB ASC 820-10, certain investments that were measured at net asset value per share (or its equivalent) as a practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to investments at fair value presented on the balance sheet.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

3. Fair Value Measurements – Continued

Fair Value of Investments in Entities That Use Net Asset Value Per Share

The investment fund’s investment strategy is to allocate its assets among various investment strategies in an effort to generate long-term positive returns with a low correlation to equity markets. The following table summarizes investments measured at fair value based on net asset value per share:

	<u>Fair Value</u>	<u>Unfunded Commitments</u>	<u>Redemption Frequency</u>	<u>Redemption Notice Period</u>
<i>December 31, 2021</i>				
Investment fund	\$ 1,264,230	n/a	Annually	120 days
<i>December 31, 2020</i>				
Investment fund	\$ 1,163,980	n/a	Annually	120 days

4. Capital Campaign Pledges Receivable

During 2016, the Club initiated a capital campaign with the goal of raising approximately \$25 million to provide for the opening of three new club sites, renovation of a current club, and upkeep on existing facilities. The Club received unconditional promises to give (pledges) for the campaign that were to be collected over the next six years. The Club considers the remaining pledges to be fully collectible and an allowance is unnecessary. A discount rate of 3.50%, which approximates an appropriate risk-free rate adjusted for risks related to collection at the time of the pledges, was used to determine present value. Net capital campaign pledges receivable at December 31, 2021 of \$454,000 are to be received in less than one year.

5. Conditional Contributions

As of December 31, 2021, there were unrecognized conditional contributions of \$440,000 for “The Club” Teen Center Program operation. In addition, approximately \$322,000 is available under current cost-reimbursement grants for future expenses.

6. Investments

	Cost	Net Unrealized		Fair Value
		Gain	Loss	
Money market funds	\$ 4,692,246	--	--	4,692,246
Mutual and exchange traded funds				
Bond	3,534,843	46,663	--	3,581,506
Domestic equity	4,884,370	4,121,534	--	9,005,904
International equity	2,468,471	314,940	--	2,783,411
Common stock	91,121	362,173	--	453,294
Investment fund	900,000	364,230	--	1,264,230
Balance at December 31, 2021	\$ 16,571,051	5,209,540	--	21,780,591
Balance at December 31, 2020	\$ 16,057,407	4,107,607	--	20,165,014

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

7. Land, Buildings and Equipment

	2021	2020
Land	\$ 691,872	691,872
Land improvements	112,899	112,899
Buildings	16,204,867	16,117,930
Furniture and fixtures	3,287,388	3,151,955
Vehicles	718,933	672,203
Equipment	1,374,787	1,122,119
Pool	270,000	270,000
	22,660,746	22,138,978
<u>Less accumulated depreciation</u>	<u>12,223,124</u>	<u>11,286,482</u>
<u>Net land, buildings and equipment</u>	<u>\$ 10,437,622</u>	<u>10,852,496</u>

Depreciation expense was \$945,642 and \$1,003,108 for the years ended December 31, 2021 and 2020, respectively.

8. Intangible Assets

In January 2009, the Club opened its Council Bluffs location at the Charles E. Lakin Human Services Campus (see Note 18). The Campus entities are required to participate in the cost of common property improvements. The Club's share of the common property improvements is \$665,000. The improvements are being amortized on a straight-line basis over 15 years.

The Club has various agreements with area school districts whereby the Club contributed to the cost of construction of the facilities and was given occupancy and use rights of the property in exchange. If the agreements are terminated by the owners, a portion of the original cost, that decreases over time, will be refunded. The costs of facility use are being amortized over the expected term of the agreements based on the applicable termination payment schedules. The intangible assets related to the agreements with Omaha Public Schools (OPS), Millard School District (Millard), and Westside School District (Westside) are summarized below.

	Expiration Year	2021			2020 Net
		Cost	Accumulated Amortization	Net	
Council Bluffs Lakin Campus	2024	\$ 665,000	561,554	103,446	155,168
OPS Mount View Elementary	2057	1,300,000	800,000	500,000	550,000
OPS Florence Elementary	2067	2,223,306	323,700	1,899,606	1,996,716
Millard Central Middle School	2067	3,524,946	546,040	2,978,906	3,142,594
Westside Westbrook Elementary	2043	4,464,991	214,273	4,250,718	4,344,711
OPS Bryan Middle School	2068	2,917,600	274,037	2,643,563	2,764,726
				\$ 12,376,239	12,953,915

Amortization expense was \$577,676 and \$563,956 for the years ended December 31, 2021 and 2020, respectively.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

8. Intangible Assets – Continued

Amortization costs related to these intangible assets over the next five years is expected to be as follows:

2022	\$	577,676
2023		556,483
2024		672,092
2025		672,092
2026		672,092
Thereafter		9,225,804
		<u>\$ 12,376,239</u>

The agreement for the Millard Central Middle School provided for delayed payments of the Club's portion of construction costs. The balance due was paid in full in the year ended December 31, 2021.

9. Debt

The Club has an unsecured \$600,000 revolving note payable with interest at the lenders national base rate, less 0.25%, but never less than 3.75%. The effective rate was 3.75% as of December 31, 2021. The agreement matured on May 31, 2022, but management expects to renew the agreement. There was no outstanding balance at December 31, 2021 or 2020.

10. Capital Lease Obligations

The Club leases office equipment under capital leases. The obligations are recorded at the present value of the minimum lease payments. The equipment is amortized over their estimated productive lives.

The following is a summary of equipment under capital leases:

	<u>2021</u>	<u>2020</u>
Equipment	\$ 873,241	635,213
Accumulated amortization	(616,111)	(543,018)
	<u>\$ 257,130</u>	<u>92,195</u>

Minimum future payments under the capital leases are as follows:

	<u>Amount</u>
2022	\$ 82,062
2023	50,724
2024	50,724
2025	50,724
2026	42,270
	<u>276,504</u>
Amount representing interest	(36,252)
<u>Present value of net minimum lease payments</u>	<u>\$ 240,252</u>

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

11. Paycheck Protection Program Refundable Advance

In April 2020, the Club applied for and received a U.S. Small Business Administration loan in the amount of \$1,003,334 under the Paycheck Protection Program (PPP) of the Coronavirus Aid Relief and Economic Security (CARES) Act. The Club is following its contribution accounting policies and treating the advance as a liability until the barrier of forgiveness is satisfied. The Club's PPP loan was forgiven in full in June 2021 and is recognized as income in the statement of activities.

In March 2021, the Club applied for and received a second loan pursuant to the PPP in the amount of \$745,933. This loan has substantially the same characteristics and requirements of the first PPP advance referenced above. The balance of the second loan is presented as a refundable advance as of December 31, 2021, as it was not forgiven until January 25, 2022.

12. Net Assets With Donor Restrictions

Net assets with donor restrictions are as follows:

	<u>2021</u>	<u>2020</u>
Subject to expenditure for a specific purpose:		
Capital campaign	\$ 5,462,447	6,376,731
Ready to learn programs	788,739	812,518
Teen program	--	74,751
Subject to the passage of time:		
United Way	207,500	197,500
Subject to the Club's spending policy and appropriation:		
Scholarships	6,540,440	5,786,399
Scholarship administration	559,842	691,073
Council Bluffs club	1,875,338	1,665,470
Capital projects	245,550	218,068
Other	132,592	120,706
Endowment funds restricted in perpetuity	506,450	506,450
	<u>\$ 16,318,898</u>	<u>16,449,666</u>

The following restrictions were satisfied:

	<u>2021</u>	<u>2020</u>
Purpose	\$ 2,249,200	2,666,199
Time	197,500	272,500
	<u>\$ 2,446,700</u>	<u>2,938,699</u>

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

13. Endowments

Interpretation of Relevant Law

The Board of Directors of the Club has interpreted the Nebraska Uniform Prudent Management of Institutional Funds Act (NUPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Club classifies as net assets with donor restrictions (a) the original value of initial and subsequent gift amounts donated to the donor-restricted endowment funds, and (b) any accumulations to the donor-restricted endowment funds that are required to be maintained in perpetuity in accordance with the direction of the applicable donor gift instrument. The Club has interpreted NUPMIFA to permit spending from underwater funds in accordance with the prudent measures required under the law. In accordance with NUPMIFA, the Club considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

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

Endowment Net Asset Composition by Type of Fund

	<u>December 31, 2021</u>		
	<u>Without Donor</u>	<u>With Donor</u>	<u>Total</u>
	<u>Restrictions</u>	<u>Restrictions</u>	
Donor-restricted endowment funds:			
Perpetual in duration – original gift amount	\$ --	506,450	506,450
Other	--	9,353,765	9,353,765
Board-designated endowment funds	7,787,124	--	7,787,124
Total funds	\$ 7,787,124	9,860,215	17,647,339

	<u>December 31, 2020</u>		
	<u>Without Donor</u>	<u>With Donor</u>	<u>Total</u>
	<u>Restrictions</u>	<u>Restrictions</u>	
Donor-restricted endowment funds:			
Perpetual in duration – original gift amount	\$ --	506,450	506,450
Other	--	8,481,717	8,481,717
Board-designated endowment funds	6,813,684	--	6,813,684
Total funds	\$ 6,813,684	8,988,167	15,801,851

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

13. Endowments – Continued

Changes in Endowment Net Assets

	Without Donor Restrictions	With Donor Restrictions	Total
Endowment net assets, December 31, 2019	\$ 6,043,335	8,207,795	14,251,130
Investment return, net	740,406	1,004,423	1,744,829
Contributions	29,943	32,000	61,943
<u>Appropriation of endowment assets for expenditure</u>	<u>--</u>	<u>(256,051)</u>	<u>(256,051)</u>
Endowment net assets, December 31, 2020	\$ 6,813,684	8,988,167	15,801,851
Investment return, net	978,068	1,281,802	2,259,870
Contributions	46,872	39,398	86,270
<u>Appropriation of endowment assets for expenditure</u>	<u>(51,500)</u>	<u>(449,152)</u>	<u>(500,652)</u>
Endowment net assets, December 31, 2021	\$ 7,787,124	9,860,215	17,647,339

Strategies Employed for Achieving Objectives

The Club protects assets and preserves purchasing power by earning a total rate of return for each category of funds appropriate to each category's time horizon, liquidity needs and risk tolerance. Funds designated as reserves have objectives that emphasize safety, liquidity and yield. Funds with a long-term horizon are managed with a long-term total return objective, which will build value at a rate of the Consumer Price Index plus 3%-5% depending on the asset mix of the portfolio. Assets committed to equity securities are maintained at approximately 60% of total assets, with the remaining 40% committed to fixed income securities. The Club allows for a 10% plus or minus variance with these percentages.

Spending Policy and How the Investment Objectives Relate to Spending Guidelines

The Club sets an annual distribution rate up to 5% each year, to be determined through consultation between the Finance Committee and the administration of the Club. The spending rate will take into account the historic returns and forecasted economic conditions.

Return Objectives and Risk Parameters

The Club has adopted investment and spending guidelines for endowment assets that attempt to preserve the principal and purchasing power of the endowment fund. Under these guidelines, as approved by the Board of Directors, the endowment assets are invested in a manner that is intended to produce results that provide a return on investment consistent with the spending policy and sufficient to increase the long-term value of the fund net of inflation. The Club's investment goal of the endowment fund is to maintain a rate of return at least equal to the distribution rate plus a rate of return that varies depending on the type of investment. Actual returns in any given year may vary from this amount.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

13. Endowments – Continued

Underwater Endowment Funds

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or NUPMIFA requires the Club to retain as a fund of perpetual duration. These deficiencies may result from unfavorable market fluctuations that occurred after the investment of donor-restricted endowment funds and appropriation for programs that was deemed prudent by the Board of Directors. There were deficiencies of approximately \$5,300 as of December 31, 2021.

Board Designations

Board-designated endowment funds are presented as net assets without donor restrictions. These funds are designated to support operations as needed.

14. Retirement Plans

Employees who have completed one year of service are eligible to participate in a defined contribution plan. Eligible employees may make elective contributions to the plan. The Club made discretionary contributions in 2021 and 2020 based on 5% of participant compensation. The Club also made mandatory matching contributions on employee deferrals up to 5% of compensation. Total Club contributions were \$323,057 and \$280,964 for 2021 and 2020, respectively.

15. Contributions – nonfinancial assets

Contributions of nonfinancial assets recognized in the statement of activities were for services and property. These contributions were not monetized by the Club; however, after donated items are accepted, the Club retains the right to dispose of a gift as it sees fit, unless another arrangement has been made with the donor. There were no donor-imposed restrictions on the contributions. The Club operates club locations at a number of schools within the Omaha Public, Millard Public and Westside Community school districts as discussed in the intangible asset disclosure (Note 8) and the summary of significant accounting and reporting policies (Note 1.E). Further in-kind contributions relate to professional fees provided at no charge to the Club.

	2021	2020	Utilization in Programs	Valuation Techniques and Inputs
Professional fees	\$ 48,222	--	Management and General	Estimated costs for services provided as received from legal representatives including a board member.
Use of building	885,273	762,857	Basic Needs, Ready to Learn, Management and General	Estimated values of utility and occupancy expenses based on actual costs and square footage of shared space.
Internet fees	404,057	--	Ready to Learn	Estimated based on actual costs paid in the prior year.
	<u>\$ 1,337,552</u>	<u>762,857</u>		

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

16. Concentrations

The Club participates in federal and non-federal grant programs that are subject to review and audit by the grantor. Entitlement to these resources is generally conditional upon compliance with the terms and conditions of grant agreements and applicable federal regulations, including the expenditures of resources for allowable purposes. Any disallowance resulting from an audit may become a liability of the Club.

The Club receives an annual award from the United Way. Notification of its award for July 2021 through June 2022 was received in June 2021. Subsequent funding is at the discretion of the United Way and is dependent on the United Way meeting its funding goals.

Grants receivable includes approximately \$231,000 from one grantor. Indirect federal grant revenue includes approximately \$1,370,000 from two grantors and other grant revenue includes approximately \$1,100,000 from three grantors.

Capital campaign pledges receivable include \$450,000 due from two donors.

The Club regularly maintains cash balances in excess of FDIC insured limits.

17. Related Party Transactions

The Club has various service agreements with entities controlled by members of the Board of Directors. These agreements were entered into prior to the members' election to the Board or with complete disclosure of the relationship to the Board. In addition, revenues received from members of the Board of Directors are reflected in the statement of activities.

18. Charles E. Lakin Human Services Campus

The Club and four other local not-for-profit entities are party to a cooperative agreement related to the construction and operation of the Charles E. Lakin Human Services Campus in Council Bluffs, Iowa. The Campus offers various services for low-income individuals, including housing, emergency assistance, shelter, parenting classes and afterschool activities. The agreement governs fund-raising, development and operations related to the Campus. A separate not-for-profit entity, Legacy Family Campus, Inc., holds title to the common Campus real property. Each agency is required to share in associated maintenance costs. The expenses incurred are paid through endowment fund earnings held by the Charles E. Lakin Campus Foundation. If costs exceed the earnings, assessments for the remaining costs are provided to each agency for payment. Each entity owns its respective buildings and the land upon which they are constructed.

19. Risks and Uncertainties

As a result of the coronavirus (COVID-19) pandemic, economic and operating uncertainties continue, which may negatively impact the Club. The extent of the impact on the Club's operational and financial performance will depend on future developments, all of which at present cannot be determined. Accordingly, the ultimate impact on the Club's financial position and changes in net assets and cash flows is uncertain and the accompanying financial statements include no adjustments relating to the effects of this pandemic.

Continued

BOYS AND GIRLS CLUBS OF THE MIDLANDS

NOTES TO FINANCIAL STATEMENTS - CONTINUED

DECEMBER 31, 2021 AND 2020

20. Adoption of New Accounting Standard

The Club adopted the provisions of Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) 2020-07, *Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets*. As a result of the implementation, contributed nonfinancial assets are required to be presented as a separate line item in the statements of activities, apart from contributions of cash and other financial assets. The standard also requires qualitative and quantitative disclosures designed to enhance the transparency about the measurement of contributed nonfinancial assets recognized by Not-for-Profit entities. The ASU has been retrospectively applied to all periods presented, with no effect on net assets previously reported in the financial statements.

21. Recently Issued Pronouncements

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2016-02 *Leases (Topic 842)*. Under this standard, operating and finance leases with a lease term of more than 12 months will be recorded in the balance sheet as right-of-use assets with offsetting lease liabilities based on the present value of future lease payments. The standard also requires qualitative and quantitative disclosures designed to assess the amount, timing, and uncertainty of cash flows arising from leases. This standard is effective for the Club's year ending December 31, 2022 with earlier adoption permitted. Management has not completed evaluation of the impact of the adoption of this standard on our financial statements.

BOYS AND GIRLS CLUBS OF THE MIDLANDS

SUPPLEMENTARY SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

YEAR ENDED DECEMBER 31, 2021

FEDERAL GRANTOR

<i>Pass-through Grantor</i> Program Title	Federal CFDA #	Pass-through Entity Identifying #	Total Expenditures
--	-------------------	---	-----------------------

U.S. DEPARTMENT OF JUSTICE

<i>Boys and Girls Clubs of America</i>			
Juvenile Mentoring Program	16.726	OJP-2020-48670 OJP-2020-48671 OJP-2020-48672	\$ 54,400
<i>City of Omaha</i>			
Edward Byrne Memorial Justice Assistance Grant Program	16.738	2018-DJ-BX-0171 2019-DJ-BX-0620	70,234
Total U.S. Department of Justice, CFDA 16.726 & 16.738			\$ 124,634

U.S. DEPARTMENT OF AGRICULTURE

<i>Nebraska Department of Education</i>			
Child and Adult Care Food Program	10.558	202121N109943 202122N109943 202121H170643	\$ 116,751
<i>Iowa Department of Education</i>			
Child and Adult Care Food Program	10.558	None	55,959
Subtotal	CFDA #10.558		172,710
<i>Nebraska Department of Education</i>			
Summer Food Service Program for Children	10.559	202120N109943	\$ 146,644
<i>Iowa Department of Education</i>			
Summer Food Service Program for Children	10.559	None	10,002
Subtotal	CFDA #10.559		156,646
Total U.S. Department of Agriculture, CFDA 10.558 & CFDA 10.559			\$ 329,356

U.S. DEPARTMENT OF EDUCATION

<i>Collective for Youth</i>			
Twenty-First Century Community Learning Centers	84.287	None	533,267
Total U.S. Department of Education, CFDA 84.827			\$ 533,267

Total Federal Awards expended **\$ 987,257**

Note to Schedule of Federal Awards

The above Schedule of Expenditures of Federal Awards includes the Federal grant activity of Boys and Girls Clubs of the Midlands (the Club) and is presented on the accrual basis of accounting. This information is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance).

The Club elected to use the 10% de minimis indirect cost rate.

The Club did not pass through any funds from federal awards to subrecipients.

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
Boys and Girls Clubs of the Midlands
Omaha, Nebraska

We have audited, in accordance with the 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 Boys and Girls Clubs of the Midlands (the Club), which comprise the statement of financial position as of December 31, 2021, 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 June 15, 2022.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Club's internal control over financial reporting (internal control) as a basis for designing 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 the Club's internal control. Accordingly, we do not express an opinion on the effectiveness of the Club'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 a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the entity'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 our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Club'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 financial statements. 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 result of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

FRANKEL ZACHARIA LLC

Omaha, NE
June 15, 2022

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR
EACH MAJOR PROGRAM AND ON INTERNAL CONTROL
OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE

The Board of Directors
Boys and Girls Clubs of the Midlands
Omaha, Nebraska

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited Boys and Girls Clubs of the Midlands' (the Club) compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on the Club's major federal program for the year ended December 31, 2021. The Club's major federal program is identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Club 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 program for the year ended December 31, 2021.

Basis for Opinion on Each Major Federal Program

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). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor's Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of Boys and Girls Clubs of the Midlands and to meet our other ethical responsibilities, in accordance with 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 opinion on compliance for the major federal program. Our audit does not provide a legal determination of the Club's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Club's federal programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Club's compliance based on our audit. 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, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Club's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 Club's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Club's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Club's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on 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 on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a 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 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 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 Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weakness or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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. Accordingly, this report is not suitable for any other purpose.

FRANKEL ZACHARIA LLC

Omaha, NE
June 15, 2022

BOYS AND GIRLS CLUBS OF THE MIDLANDS

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

YEAR ENDED DECEMBER 31, 2021

Section I – Summary of Auditor’s Results

Financial Statements

Type of auditor’s report issued	Unmodified
Internal control over financial reporting Material weakness(es) identified?	No
Significant deficiency(ies) identified not considered to be material weaknesses?	No
Noncompliance material to financial statements noted?	No

Federal Awards

Internal Control over major programs Material weakness(es) identified?	No
Significant deficiency(ies) identified not considered to be material weaknesses?	No
Type of auditor’s report issued on compliance for major programs	Unmodified
Any audit findings disclosed that are required to be reported in accordance with 2 CFR, Section 200.516(a)?	No

Identification of major programs

<u>CFDA Number</u>	<u>Name of Federal Program or Cluster</u>
84.287	Twenty-First Century Community Learning Centers
Dollar threshold used to distinguish between Type A and Type B programs	\$ 750,000
Auditee qualified as low-risk auditee:	Yes

Section II – Financial Statement Findings

No matters reported

Section III – Federal Awards Findings and Questioned Costs

No matters reported

BOYS AND GIRLS CLUBS OF THE MIDLANDS

SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS

YEAR ENDED DECEMBER 31, 2021

2020-001 Accounting Transactions

Criteria: Internal controls should be in operation that provide reasonable assurance of the Club's ability to report financial data reliably in accordance with generally accepted accounting principles (GAAP).

Condition: The Club's accounting personnel must review and record all transactions related to the current period in the general ledger in accordance with GAAP.

Cause: The Club did not review all transactions to identify and record significant receivable and investment changes and the related revenue implications in its general ledger.

Effect: The Club had significant unrecorded or improperly recorded transactions in the general ledger which resulted in a significant number of adjusting entries that were material to the financial statements.

Response: The Club added additional staff to the accounting department to allow for separation of duties, better tracking and additional oversight from month to month. In addition, the CFO will work closely with the General Ledger Accountant to ensure that any items identified will be reviewed and corrected in a timely manner.

Current Year Status – This finding was not repeated as a finding for the year ending December 31, 2021.