

Financial Statements June 30, 2019

Utah Food Bank

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Independent Auditor's Report

To the Board of Directors Utah Food Bank Salt Lake City, Utah

Report on the Financial Statements

We have audited the accompanying financial statements of Utah Food Bank (a Utah nonprofit corporation) (the Organization), which comprise the statement of financial position as of June 30, 2019, and the related statements of activities, functional expenses, and cash flows for the year 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in the *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free 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.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Utah Food Bank as of June 30, 2019, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the Organization's 2018 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated December 6, 2018. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2018 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued a report dated December 4, 2019, on our consideration of the Organization's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the operating effectiveness of the Organization's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control over financial reporting and compliance.

Salt Lake City, Utah

Esde Saelly LLP

December 4, 2019

Utah Food Bank

Statement of Financial Position June 30, 2019

(with summarized financial information for 2018)

	2019	2018
Assets		
Cash and cash equivalents Accounts receivable Government contracts Promise to give Other Food inventory Prepaid expenses Investments in certificates of deposit Land, building and equipment, net of accumulated depreciation	\$ 1,716,251 1,265,465 26,000 73,454 2,408,474 42,581 7,519,085 10,381,182 \$ 23,432,492	\$ 1,246,276 711,102 38,600 40,404 2,767,178 59,350 5,537,232 10,710,093 \$ 21,110,235
Liabilities and Net Assets		
Liabilities Accounts payable Accrued liabilities Contingencies Total liabilities	\$ 331,215 979,132 326,053 1,636,400	\$ 542,832 606,839 326,053 1,475,724
Net Assets Without donor restrictions Designated Food inventory Property and equipment, net of related debt Undesignated	2,408,474 10,381,182 8,760,536	2,767,178 10,710,093 5,999,169
Total net assets without donor restrictions	21,550,192	19,476,440
With donor restrictions	245,900	158,071
Total net assets	21,796,092	19,634,511
	\$ 23,432,492	\$ 21,110,235

(with summarized financial information for 2018)

	Without Donor Restrictions	With Donor Restrictions Total 2019		Total 2018
Public Support and Revenues				
In-Kind Support Services	\$ 20,369	\$ -	\$ 20,369	\$ 32,691
Advertising Food Other supplies and equipment	71,627,702 259,481	- - 	71,627,702 259,481	599 70,719,073 121,706
Total in-kind support	71,907,552		71,907,552	70,874,069
Direct Contributions Special events Less cost of direct benefit to donors	541,031 (222,470)	- -	541,031 (222,470)	511,227 (196,707)
Net special events revenue Contributions Grants	318,561 8,140,100 2,107,916	157,500 88,400	318,561 8,297,600 2,196,316	314,520 7,073,268 2,576,457
United Way Net assets released from restrictions	141,951 158,071	(158,071)	141,951 	162,591
Total direct contributions	10,866,599	87,829	10,954,428	10,126,836
Revenues Government contracts Interest income and other	2,987,803 277,098	<u>-</u>	2,987,803 277,098	2,435,490 50,290
Total revenues	3,264,901		3,264,901	2,485,780
Total public support and revenues	86,039,052	87,829	86,126,881	83,486,685
Program Expenses Statewide food distribution Direct food programs	77,507,965 2,840,476	<u>-</u>	77,507,965 2,840,476	75,739,225 2,673,121
Total program expenses	80,348,441		80,348,441	78,412,346
Support Expenses Development Management and general	1,669,521 1,947,338	<u>-</u>	1,669,521 1,947,338	1,796,359 1,855,455
Total support expenses	3,616,859		3,616,859	3,651,814
Total expenses	83,965,300		83,965,300	82,064,160
Change in Net Assets	2,073,752	87,829	2,161,581	1,422,525
Net Assets, Beginning of Year	19,476,440	158,071	19,634,511	18,211,986
Net Assets, End of Year	\$ 21,550,192	\$ 245,900	\$ 21,796,092	\$ 19,634,511

Utah Food Bank Statement of Functional Expenses Year Ended June 30, 2019 (with summarized financial information for 2018)

	ewide Food stribution	rect Food rograms	 Total Programs	De	velopment	agement and General	Т	otal 2019	T	otal 2018
Salaries and wages Payroll taxes and benefits	\$ 2,176,205 684,348	\$ 917,634 262,468	\$ 3,093,839 946,816	\$	384,084 108,369	\$ 1,134,614 275,033	\$	4,612,537 1,330,218	\$	4,461,597 1,464,794
Total salaries and related expenses	2,860,553	1,180,102	4,040,655		492,453	1,409,647		5,942,755		5,926,391
Insurance Office supplies Postage and printing Professional fees Project costs Direct solicitations Warehouse supplies Vehicle fuel and taxes Food transportation Utilities and property taxes Building and equipment rent Repairs and maintenance Communications Travel	83,133 2,836 3,993 20,044 30,528 - 162,151 290,968 453,347 105,390 59,762 479,719 30,262 13,732	9,386 4,095 5,291 534 21,022 - 17,701 - 57,077 21,696 - 3,688 6,854 4,165	92,519 6,931 9,284 20,578 51,550 - 179,852 290,968 510,424 127,086 59,762 483,407 37,116 17,897		2,043 35,513 30,401 328,608 821,769 - - - 1,935 4,158 5,487	26,491 13,330 10,420 77,986 18,361 - - - 22,435 4,428 53,410 20,874 14,027		119,010 22,304 55,217 128,965 398,519 821,769 179,852 290,968 510,424 149,521 64,190 538,752 62,148 37,411		114,740 19,008 66,306 111,091 352,199 799,681 228,868 236,437 606,778 151,065 16,630 520,063 58,644 31,701
Dues and subscriptions Employee training and seminars	33,587 6,540	789 5,493	34,376 12,033		61,156 7,058	9,572 16,892		105,104 35,983		97,489 32,259
Financial fees Advertising	-	-	-		-	91,613		91,613		85,013 -
Non-capital equipment purchases Interest expense	29,155 -	29,230	58,385 -		349	36,656 -		95,390 -		84,608
Purchased food In-kind food distribution In-kind services In-kind project supplies In-kind advertising	 51,011 72,014,796 - 76,172	1,395,573 2,126 - - -	1,446,584 72,016,922 - 76,172		- 30 65,254 -	20,339 3,257		1,446,584 72,016,922 20,369 144,683		1,370,873 70,381,943 32,691 109,869 599
Total before depreciation Depreciation	 76,807,679 700,286	 2,764,822 75,654	79,572,501 775,940		1,856,214 35,777	 1,849,738 97,600		83,278,453 909,317		81,434,946 825,921
Total expenses by function	77,507,965	2,840,476	80,348,441		1,891,991	1,947,338		84,187,770		82,260,867
Less expenses included with revenues on the statement of activities Cost of direct benefit to donors	 	<u>-</u>	<u>-</u>		(222,470)	<u>-</u>		(222,470)		(196,707)
Total expenses included in the expense section in the statement of activities	\$ 77,507,965	\$ 2,840,476	\$ 80,348,441	\$	1,669,521	\$ 1,947,338	\$	83,965,300	\$	82,064,160

See Notes to Financial Statements 5

	2019	2018
Operating Activities		
Change in net assets	\$ 2,161,581	\$ 1,422,525
Adjustments to reconcile change in net assets		
to net cash from operating activities		
Depreciation	909,317	825,921
Gain on disposal of equipment	(96,445)	(4,750)
In-kind food support In-kind food distribution	(71,627,702)	(70,719,073)
In-kind rood distribution In-kind equipment donations	72,016,922 (113,466)	70,381,943 (8,175)
Changes in assets and liabilities	(113,400)	(0,173)
Government contracts receivable	(554,363)	(188,719)
Other receivables	(59,050)	(60,515)
Food inventory	(30,516)	11,139
Prepaid expenses	16,769	13,963
Accounts payable	(211,617)	440,322
Accrued liabilities	372,293	119,879
Net Cash from Operating Activities	2,783,723	2,234,460
Investing Activities		
Purchase of certificates of deposit	(2,006,316)	(4,263,060)
Proceeds from sales/maturities of certificates of deposit	24,463	472,950
Proceeds from sale of equipment	100,619	4,750
Purchase of land, building, and equipment	(471,114)	(489,256)
Net Cash used for Investing Activities	(2,352,348)	(4,274,616)
Financing Activities		
Receipts on promises to give with donor restrictions	38,600	134,059
Net Cash from Financing Activities	38,600	134,059
Net Change in Cash and Cash Equivalents	469,975	(1,906,097)
Cash and Cash Equivalents, Beginning of Year	1,246,276	3,152,373
Cash and Cash Equivalents, End of Year	\$ 1,716,251	\$ 1,246,276

Note 1 - Principal Activity and Significant Accounting Policies

Organization

Utah Food Bank (the Organization) is a nonprofit organization established in 1904 to provide various community services to other agencies and to individuals in need. Utah Food Bank currently operates from two main facilities – one in Saint George, Utah and one in Salt Lake City, Utah, which allows the Organization's efforts to reach individuals throughout the state of Utah. The Organization is governed by an independent, volunteer Board of Directors who oversees the Organization's operations.

The accompanying financial statements have been prepared in accordance with standards for nonprofit organizations adopted by the American Institute of Certified Public Accountants. They are stated on the accrual basis of accounting whereby expenses are recorded when incurred, donations are recorded when received, promises to give are recorded when promised and collection is reasonably assured, and grant revenues are recorded when earned.

Comparative Financial Information

Financial information for the fiscal year ended June 30, 2018, is included for comparison only and is not complete. The accompanying financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America (GAAP). Accordingly, such information should be read in conjunction with our audited financial statements for the year ended June 30, 2018, from which the summarized information was derived.

Cash and Cash Equivalents

The Organization considers all cash and highly liquid financial instruments with original maturities of three months or less, and which are neither held for nor restricted by donors for long-term purposes, to be cash and cash equivalents. Cash and highly liquid financial instruments restricted to other long-term purposes are excluded from this definition. In addition, management also considers money market funds to be cash equivalents.

Program and Support Services – Support and program services provided by the Organization are as follows:

Statewide Food Distribution – The operations department at the Utah Food Bank is responsible for collecting, storing and distributing millions of pounds of food each year to partner food pantries and agencies throughout the state of Utah. This includes the Grocery Rescue Program where fresh and perishable food nearing expiration is picked up daily from grocery retailers and immediately taken to food pantries. The operations department is responsible for the: buildings, fleet of vehicles, warehouse safety, maintenance, cleanliness, and efficient and accurate movement of product. The department also includes the Organization's Chief Operating Officer.

Direct Food Programs – These include the departments of the Utah Food Bank that are responsible for direct and indirect food distribution service to clients and agencies. These programs include: Mobile SchoolPantry Program, Community Mobile Program, Food Box Program, Kids Cafe Program, BackPack Program, and agency relations.

Development – The development department at Utah Food Bank is responsible for all fund raising, marketing, public relations, food procurement, and volunteer efforts of the Organization. This department also includes the Organization's Chief Development Officer.

Management and General – Management and general consists of the finance, human resources, and general office support functions of the Organization. The department also houses portions of the Organization's leadership, most notably the Chief Executive Officer and the Chief Financial Officer.

Inventory

Inventory consists principally of donated food which is valued at a nationally established price consistently applied. The price was \$1.57 per pound for food received from federal programs and \$1.68 per pound for all other food and related items received from July 1, 2018 through December 31, 2018. Beginning on January 1, 2019 and through June 30, 2019, the price was \$1.52 per pound for food received from federal programs and \$1.62 per pound for all other food and related items. The Organization applies these two different prices, depending on the source, because the commodities from the federal programs consist solely of food, while other donations can at times include non-food items.

Property and Equipment

Property and equipment additions over \$3,000 are recorded at cost or, if donated, at fair value on the date of donation. Depreciation is computed using the straight-line method over the estimated useful lives of the assets ranging from three to ten years for equipment and ten to forty years for buildings and improvements or, in the case of capitalized leased assets or leasehold improvements, the lesser of the useful life of the asset or the lease term. When assets are sold or otherwise disposed of, the cost and related depreciation is removed from the accounts, and any resulting gain or loss is included in the statements of activities. Costs of maintenance and repairs that do not improve or extend the useful lives of the respective assets are expensed currently.

The carrying values of property and equipment are reviewed for impairment whenever events or circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. When considered impaired, an impairment loss is recognized to the extent carrying value exceeds the fair value of the asset. There were no indicators of asset impairment during the year ended June 30, 2019.

Investments

The Organization holds certificates of deposit with original maturities exceeding ninety days but less than one year. The Organization has not elected the fair value reporting option for this other type of investment, and the balance is therefore reported at cost in the accompanying financial statements. Net investment return is reported with interest income in the statement of activities and consists of interest income, less external and direct internal investment expenses.

Fair Value of Financial Instruments

The Organization has a number of financial instruments, none of which are held for trading purposes. The Organization estimates that the fair value of all financial instruments at June 30, 2019, does not differ materially from the aggregate carrying values of its financial instruments recorded in the accompanying financial statements.

Contributions and Net Assets

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor or grantor 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 governing board has designated, from net assets without donor restrictions, certain net assets that are not expected to be converted to cash.

Net Assets With Donor Restrictions – Net assets subject to donor (or certain grantor) restrictions. Some donor imposed (or grantor) 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 restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. The Organization reports contributions restricted by donors as increases in net assets with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends, or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

Revenue and Revenue Recognition

Revenue is recognized when earned. Program service fees and payments under cost-reimbursable contracts received in advance are deferred to the applicable period in which the related services are performed or expenditures are incurred, respectively. Contributions are recognized when cash, securities or other assets, an unconditional promise to give, or notification of a beneficial interest is received.

In-Kind Support

The Organization receives donations from a variety of sources for services and products in the furtherance of its objectives. The in-kind support consists principally of food donated for distribution to food pantries, advertising contributed by the local major media, and goods and service items donated by companies and individuals. Contributed materials and equipment are recorded at fair value at the date of donation. The Organization records donated professional services at the respective fair values of the services received.

In addition to the recorded in-kind support, the Organization receives substantial assistance from volunteers who donate significant amounts of their time in program services and food donation campaigns. Time donated for work that does not require a professional or craftsman cannot be recorded on the financial statements. Volunteer hours (unaudited) which fall into this category were 107,428 for the year ended June 30, 2019. For management purposes, unrecorded volunteer hours were tracked at a value of \$24.99 per hour for the year

ended June 30, 2019. The value of volunteer hours (unaudited) donated to the Organization was \$2,684,626 for the year ended June 30, 2019.

Shipping and Handling Costs

Transportation costs reimbursed by government agencies are considered to be government contract revenue and related transportation costs are included in program expenses.

Functional Allocation of Expenses

The costs of providing the various programs and services have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and services benefited. The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Expenses are directly attributable to a functional category without significant allocation, except for depreciation on certain building and improvements and for the CEO's compensation. Depreciation on the building and certain building improvements are allocated between programs and management and general based on the square footage used by each function. The CEO's compensation is allocated based on an estimate of time spent on each function.

Income Taxes

The Organization is a qualified charitable organization under Section 501(c)(3) of the Internal Revenue Code and under State of Utah tax regulations and, therefore, is not subject to federal or state income taxes in regard to its exempt activities. The Organization has been determined not to be a private foundation under Sections 509(a)(1) and (3).

The Organization is annually required to file a Return of Organization Exempt from Income Tax (Form 990) with the IRS. In addition, the Organization is subject to income tax on net income that is derived from business activities that are unrelated to its exempt purposes. When applicable, the Organization files Exempt Organization Business Income Tax Return (Form 990-T) with the IRS to report its unrelated business taxable income. The Organization believes that it has appropriate support for any tax positions taken affecting its annual filing requirements, and as such, does not have any uncertain tax positions that are material to the financial statements. The Organization would recognize future accrued interest and penalties related to unrecognized tax benefits and liabilities in income tax expense if such interest and penalties are incurred.

Use of Estimates

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

Financial Instruments and Credit Risk

The Organization manages deposit concentration risk by placing cash, money market accounts, and certificates of deposit with financial institutions believed by management to be creditworthy. At times, amounts on deposit may exceed insured limits or include uninsured investments in certificates of deposit. To date, the Organization has not experienced losses in any of these accounts. Credit risk associated with accounts receivable is considered to be limited due to high historical collection rates and because substantial portions of the outstanding amounts are due from governmental agencies and foundations supportive of the Organization's mission.

Adoption of Financial Accounting Standards Board (FASB) Accounting Standards Update 2016-14

As of July 1, 2018, Utah Food Bank adopted the provisions of FASB Accounting Standards Update (ASU) 2016-14, *Presentation of Financial Statements of Not-For-Profit- Entities*. Utah Food Bank believes the standard improves the usefulness and understandability of Utah Food Bank's financial statement reporting. Accordingly, the accompanying financial statements and related notes follow the net asset classification, presentation, and disclosure requirements prescribed by the ASU. This new standard should be applied on a retrospective basis; however, if presenting comparative financial statements, the ASU allows for the option to omit, for any periods presented before the period of adoption the disclosure about liquidity and availability of resources. Utah Food Bank has elected not to present comparative information for the disclosure about liquidity and availability of resources.

Subsequent Events

Subsequent events have been evaluated through December 4, 2019, the date the financial statements were available to be issued.

Note 2 - Liquidity

Utah Food Bank operates on a balanced budget and regularly monitors liquidity to meet its operating needs and other contractual commitments while also striving to maximize its mission. Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position date, comprise the following:

	Balance
Cash and cash equivalents Accounts receivable Investments in certificates of deposit	\$ 1,716,251 1,364,919 7,519,085
	\$ 10,600,255

Note 3 - Inventory

The following table indicates the inventory activity for the year ended June 30, 2019:

	Pounds		
Beginning food inventory Inventory valuation change	1,712,314	\$ 2,767,178	
Food received (donations and purchases) Food shipped and other adjustments	45,803,512 (45,963,680)	73,671,238 (74,029,942)	
Ending food inventory	1,552,146	\$ 2,408,474	

Donated inventory was valued at \$1.52 or \$1.62 per pound, depending on the type, as of June 30, 2019, which values were nationally established. Purchased inventory is valued at the lower of cost or net realizable value determined by the first-in, first-out method.

Note 4 - Land, Building and Equipment

The carrying value of land, building and equipment as of June 30, 2019 was as follows:

	Useful Life	Balance
Land Building and improvements Furniture, vehicles and equipment	10-40 years 3-10 years	\$ 1,851,633 9,620,600 5,300,913
Total cost		16,773,146
Less accumulated depreciation		(6,391,964)
Net land, building and equipment		\$ 10,381,182

The Organization recognized depreciation expense of \$909,317 during the year ended June 30, 2019.

Note 5 - Net Assets with Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes or periods:

Promises to give that are not restricted by donors, but which are unavailable for expenditure until due	\$ 26,000
Restricted by donors for food purchases	88,400
Other time restrictions (proceeds are not restricted by donors)	 131,500
	\$ 245,900

Note 6 - Employee Benefit Plan

The Organization has adopted a 403(b) Thrift Plan for its employees whereby employees can contribute a certain percentage of their compensation. The Organization may also contribute to the plan, at the Organization's discretion. The Organization made contributions of \$216,675 for the plan year ended June 30, 2019. See also Note 8.

Note 7 - Related Party Transactions

During the year ended June 30, 2019, the Organization purchased \$226,305 of fuel through a shipping company of which one of the board members is the President.

Note 8 - Contingencies

During the year ended June 30, 2017, the Organization's management became aware that there were certain provisions of the Organization's 403(b) Thrift Plan that the Organization had not been following correctly to calculate certain contributions. The Organization is in the process of formulating a plan to voluntarily correct these errors and/or to amend the employee benefit plan documents. The Organization has determined that a liability likely exists, related to previous fiscal years, with respect to additional plan contributions and/or penalties associated with this matter, and has estimated and recognized a contingent liability of \$326,053.