

### **BRONXWORKS, INC. AND SUBSIDIARIES**

Consolidated Financial Statements and Supplementary Information (Together with Independent Auditors' Report)

**Years Ended June 30, 2021 and 2020** 



### **BRONXWORKS, INC. AND SUBSIDIARIES**

### CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION (Together with Independent Auditors' Report)

### **YEARS ENDED JUNE 30, 2021 AND 2020**

### **CONTENTS**

	<u>Page</u>
Independent Auditors' Report	1-2
Consolidated Financial Statements:	
Consolidated Statements of Financial Position	3
Consolidated Statements of Activities	4
Consolidated Statements of Functional Expenses	5-6
Consolidated Statements of Cash Flows	7
Notes to Consolidated Financial Statements	8-14
Supplementary Information:	
Consolidating Schedule of Financial Position	15
Consolidating Schedule of Activities	16

Marks Paneth LLP 685 Third Avenue New York, NY 10017 P 212.503.8800 F 212.370.3759 markspaneth.com



#### INDEPENDENT AUDITORS' REPORT

The Board of Directors of BronxWorks, Inc. and Subsidiaries

We have audited the accompanying consolidated financial statements of BronxWorks, Inc. and Subsidiaries (the "Organization"), which comprise the consolidated statements of financial position as of June 30, 2021 and 2020, and the related consolidated statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the consolidated financial statements.

#### Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated 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 consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of BronxWorks, Inc. and Subsidiaries as of June 30, 2021 and 2020, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.



#### **Other Matters**

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information shown on pages 15-16 is presented for the purposes of additional analysis of the basic consolidated financial statements, rather than to present the financial position, change in net assets and cash flows of the individual companies, and is not a required part of the basic consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

New York, NY

December 21, 2021

Marks Paneth UP



## BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS OF JUNE 30, 2021 AND 2020

		2021		2020
ASSETS				
Cash and cash equivalents (Notes 2D, 3 and 13A)	\$	5,859,658	\$	438,177
Investments (Notes 2E, 3, 4 and 8)		3,939,068		3,347,382
Accounts receivable, net (Notes 2H, 2I, 3 and 13B)		44,788,776		35,457,212
Prepaid expenses and other assets		441,022		615,786
Property, equipment and leasehold improvements, net (Notes 2F and 5)		4,406,123	_	4,794,766
TOTAL ASSETS	<u>\$</u>	59,434,647	\$	44,653,323
LIABILITIES				
Accounts and accrued expenses payable	\$	10,975,790	\$	9,645,108
Accrued salaries and related liabilities (Note 11E)		5,601,437		4,575,047
Deferred rent (Note 2J)		836,013		822,681
Deferred revenue/due to funding sources (Notes 2G and 11A)		14,986,063		10,733,858
Line of credit (Note 8)		2,506,940		3,000,000
Mortgages payable (Note 6)		570,633		764,854
Paycheck Protection Program loan (Note 7)		7,938,700		
TOTAL LIABILITIES	_	43,415,576		29,541,548
COMMITMENTS AND CONTINGENCIES (Note 11)				
NET ASSETS (Note 2C)				
Without donor restrictions:				
Net invested in property and equipment		3,835,490		4,029,912
Operations		10,243,823		9,711,105
Total without donor restrictions		14,079,313		13,741,017
With donor restrictions (Notes 3 and 9)		1,939,758		1,370,758
TOTAL NET ASSETS	_	16,019,071		15,111,775
TOTAL LIABILITIES AND NET ASSETS	<u>\$</u>	59,434,647	\$	44,653,323

### BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF ACTIVITIES FOR THE YEARS ENDED JUNE 30, 2021 AND 2020

	202	1 2020
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS FROM OPERATIONS		
OPERATING SUPPORT AND REVENUE:		
Earned Revenue:		
Government grants (Notes 2G, 13B and 14)	\$ 90,993,348	
Program service fees (Note 12) Medicaid (Notes 2G and 12)	1,339,451 1,275,407	
Investment income (Note 4)	542,957	
Other revenues	392,294	
Total Earned Revenue	94,543,457	82,241,912
Public Support:		
Foundation grants and other contributions (Note 2H)	1,419,307	
Contributed services (Note 2L)  Net assets released from restrictions (Notes 2C and 9)	111,341 3,120,863	
Total Public Support	4,651,511	
TOTAL OPERATING SUPPORT AND REVENUE	99,194,968	-
OPERATING EXPENSES (Note 2K):	00,104,000	00,047,000
Program Services:		
BronxWorks programs	5,211,740	7,035,799
Services for the elderly	2,315,877	
Homeless/prevention/relocation	31,691,547	
Homeless shelters	25,416,232	
Supportive housing	4,010,453	
Health programs Children and youth	3,067,459 9,101,003	
Workforce development	3,209,325	
Bronx Point Project (Note 14)	4,519,716	
Total program services	88,543,352	75,509,669
Supporting services:		
Management and general	8,471,011	
Fundraising	824,339	
Total supporting services	9,295,350	8,223,077
TOTAL OPERATING EXPENSES	97,838,702	83,732,746
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS FROM OPERATIONS	1,356,266	1,315,222
NONOPERATING SUPPORT AND REVENUE:		
Other income	-	552,789
TOTAL NONOPERATING SUPPORT AND REVENUE	-	552,789
NONOPERATING EXPENSES:		
Depreciation and amortization expense (Note 5)	388,643	392,243
Interest expense (Notes 6 and 8)	129,327	,
Reserves - maintenance improvements/repairs  TOTAL NONOPERATING EXPENSES	500,000 1,017,970	
	· · · · · · · · · · · · · · · · · · ·	· ·
CHANGE IN NONOPERATING ACTIVITY	(1,017,970	
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS  Net Assets Without Donor Restrictions - Beginning of Year	338,296 13,741,017	
· ·		
NET ASSETS WITHOUT DONOR RESTRICTIONS - END OF YEAR	14,079,313	3 13,741,017
CHANGE IN NET ASSETS WITH DONOR RESTRICTIONS:		
Foundation grants and other contributions (Note 2H)  Net assets released from restrictions (Notes 2C and 9)	3,689,863 (3,120,863	
CHANGE IN NET ASSETS WITH DONOR RESTRICTIONS	569,000	_
Net Assets With Donor Restrictions - Beginning of Year	1,370,758	•
NET ASSETS WITH DONOR RESTRICTIONS - END OF YEAR	1,939,758	3 1,370,758
CHANGE IN TOTAL NET ASSETS	907,296	
TOTAL NET ASSETS - END OF YEAR	\$ 16,019,071	\$ 15,111,775
	10,010,011	<u> </u>

# BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED JUNE 30, 2021 (With Comparative Totals for June 30, 2020)

Program Services Supporting Services

	-										-		-		
	BronxWorks Programs	Services for the Elderly	Homeless/ Prevention/ Relocation	Homeless Shelters	Supportive Housing	Health Programs	Children and Youth	Workforce Development	Bronx Point Project	Total Program Services	Management and General	Fundraising	Total Supporting Services	Total 2021	Total 2020
Salaries Payroll taxes and benefits (Notes 10 and 11E)	\$ 3,698,544 869,842	\$ 1,648,998 440,690	\$ 13,618,200 3,634,110	\$ 9,070,672 2,433,492	\$ 2,007,175 530,098	\$ 2,017,619 527,492	\$ 6,028,285 1,475,510	\$ 2,143,419 560,394	\$ <u>-</u>	\$ 40,232,912 10,471,628	\$ 4,555,931 1,113,765	\$ 488,798 127,989	\$ 5,044,729 1,241,754	\$ 45,277,641 \$ 11,713,382	43,330,516 10,814,957
Total salaries and related costs	4,568,386	2,089,688	17,252,310	11,504,164	2,537,273	2,545,111	7,503,795	2,703,813	-	50,704,540	5,669,696	616,787	6,286,483	56,991,023	54,145,473
Professional fees (Note 2L) Office supplies Occupancy (Note 11C) Telephone	45,015 54,264 26,294 54,975	15,452 18,223 16,222 47,985	663,071 264,358 748,305 271,065	3,566,139 189,092 853,347 126,470	302,245 65,016 18,694 42,166	10,430 26,905 171,726 65,895	123,730 94,709 190,171 88,891	180,413 13,651 94,464 46,308	:	4,906,495 726,218 2,119,223 743,755	579,151 259,930 412,215 86,406	171,599 15,366 - 3,787	750,750 275,296 412,215 90,193	5,657,245 1,001,514 2,531,438 833,948	3,200,323 507,266 5,719,445 693,192
Repairs and maintenance Printing and publications Travel and meetings	20,588 12,710 309	26,897 11,672 40	782,184 59,050 25,650	1,720,139 34,123 15,251	21,313 18,974 5,154	10,671 24,524 5,784	60,727 32,989 40,294	12,151 9,943 51	- - -	2,654,670 203,985 92,533	661,600 30,776 81,930	520 3,435	662,120 34,211 81,930	3,316,790 238,196 174,463	2,729,318 230,493 357,197
Insurance Postage	38,868 687	32,920 -	514,549 6,920	367,277 271	49,935 371	60,151 1,076	186,720 444	46,668 791	- -	1,297,088 10,560	93,012 11,678	160 -	93,172 11,678	1,390,260 22,238	1,017,326 22,653
Program supplies Food and entertainment Equipment/rental/furniture	34,586 218,591 47,961	7,212 18,005 26,748	110,679 328,704 729,891	130,876 535,121 274,777	34,557 12,485 77,466	36,413 16,683 37,304	241,709 89,144 174,787	23,313 595 46,668	- -	619,345 1,219,328 1,415,602	21,614 13,953 116,662	5,344 - 94	26,958 13,953 116,756	646,303 1,233,281 1,532,358	379,251 2,046,503 862,709
Direct assistance to individuals Subcontracted services and stipends Payroll service and bank charges	73,398 976 -	2,191 - -	2,439,950 56,559 -	177,931 - -	597,520 201,130 -	28,449 14 -	210,204 2,455 -	26,712 - -	- - -	3,556,355 261,134 -	7,946 - 371,468	160 - -	8,106 - 371,468	3,564,461 261,134 371,468	3,301,063 313,872 329,676
Bad debt expense Interest (Notes 6, 7 and 8) Depreciation and amortization (Note 5)	- - -	- - -	- - -	- - -	- - -	- - -	- - -	- -	- -	- - -	550,172 129,327 388,643	- - -	550,172 129,327 388,643	550,172 129,327 388,643	428,236 68,441 392,243
Miscellaneous	14,132	2,622	38,319	36,580	26,154	26,323	60,234	3,784	-	208,148	2,802	7,087	9,889	218,037	224,494
Subtotal	5,211,740	2,315,877	24,291,564	19,531,558	4,010,453	3,067,459	9,101,003	3,209,325		70,738,979	9,488,981	824,339	10,313,320	81,052,299	76,969,174
Pass-through expenses (Note 2N): Occupancy (Note 11C) Direct assistance to individuals Construction and improvements (Note 14) Subtotal pass-through expenses	- - - -	- - - -	4,842,045 2,557,938 - 7,399,983	5,884,674 - - - 5,884,674	- - - -	- - - -	- - - -	- - -	- - 4,519,716 -	10,726,719 2,557,938 4,519,716 17,804,373	- - - -	- - - -	- - - -	10,726,719 2,557,938 4,519,716 17,804,373	5,844,916 1,379,340 - 7,224,256
TOTAL EXPENSES	\$ 5,211,740	\$ 2,315,877	\$ 31,691,547	\$ 25,416,232	\$ 4,010,453	\$ 3,067,459	\$ 9,101,003	\$ 3,209,325	\$ 4,519,716	\$ 88,543,352	\$ 9,488,981	\$ 824,339	\$ 10,313,320	\$ 98,856,672 \$	84,193,430

### BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED JUNE 30, 2020

	Program Services												Supporting Services									
	BronxWork Program		Services for the Elderly		Homeless/ Prevention/ Relocation		Homeless Shelters		Health Programs		Children and Youth	 Workforce Development		Total Program Services		Management and General	<u>F</u>	<u>undraising</u>		Total Supporting Services		Total 2020
Salaries Payroll taxes and benefits (Notes 10 and 11E)	\$ 3,815,00 982,81		1,831,987 476,301	\$	12,278,305 3,100,372	\$	10,428,394 2,590,171	\$	1,581,757 418,774	\$	7,464,595 1,776,030	\$ 1,445,157 375,873	\$	38,845,204 9,720,333	\$	3,981,803 964,407	\$	503,509 130,217	\$	4,485,312 1,094,624	\$	43,330,516 10,814,957
Total salaries and related costs	4,797,82	1	2,308,288		15,378,677		13,018,565		2,000,531		9,240,625	1,821,030		48,565,537		4,946,210		633,726		5,579,936		54,145,473
Professional fees (Note 2L)	247,85	3	36,290		1,046,770		880,560		535		194,690	35,200		2,441,898		588,002		170,423		758,425		3,200,323
Office supplies	34,01		41,161		148,307		134,027		10,211		84,693	19,482		471,899		35,214		153		35,367		507,266
Occupancy (Note 11C)	131,74		23,062		795,066		4,137,724		136,143		162,797	94,464		5,480,996		238,207		242		238,449		5,719,445
Telephone	101,40		41,241		199,484		86,852		63,159		85,310	19,670		597,117		92,766		3,309		96,075		693,192
Repairs and maintenance	101,41		58,195		731,538		1,615,445		5,413		58,670	4,097		2,574,768		154,515		35		154,550		2,729,318
Printing and publications	22,12		18,872		54,441		37,146		9,641		51,028	8,396		201,650		18,077		10,766		28,843		230,493
Travel and meetings	36,65		3,609		52,195		21,919		10,456		40,571	3,631		169,040		169,184		18,973		188,157		357,197
Insurance	50,04	3	52,569		331,994		261,234		31,371		149,577	25,761		902,549		114,777		-		114,777		1,017,326
Postage	59		63		4,612		1,219		918		217	1,070		8,695		13,914		44		13,958		22,653
Program supplies	63,86		27,539		35,205		65,969		15,052		146,040	1,412		355,081		22,993		1,177		24,170		379,251
Food and entertainment	73,83	5	365,249		451,319		894,227		39,102		168,274	13,450		2,005,456		41,047		-		41,047		2,046,503
Equipment/rental/furniture	138,59	0	31,903		287,365		163,783		28,096		108,889	24,726		783,352		75,092		4,265		79,357		862,709
Direct assistance to individuals	1,145,79	7	49,542		1,305,700		293,719		51,230		371,305	66,135		3,283,428		17,635		-		17,635		3,301,063
Subcontracted services and stipends	69,03	2	-		-		239,025		330		4,985	-		313,372		500		-		500		313,872
Payroll service and bank charges	-		-		-		-		-		-	-		-		329,676		-		329,676		329,676
Bad debt expense	-		-		-		-		-		-	-		-		428,236		-		428,236		428,236
Interest (Notes 6, 7 and 8)	-		-		-		-		-		-	-		-		68,441		-		68,441		68,441
Depreciation and amortization (Note 5)	-		-		-		-		-		-	-		-		392,243		-		392,243		392,243
Miscellaneous	21,01	<u> </u>	8,475		22,110		40,364	_	4,100	_	32,836	 1,676		130,575		92,677		1,242		93,919		224,494
Subtotal	7,035,79	<u> </u>	3,066,058		20,844,783		21,891,778	_	2,406,288		10,900,507	 2,140,200		68,285,413		7,839,406		844,355		8,683,761		76,969,174
Pass-through expenses (Note 2N): Occupancy (Note 11C) Direct assistance to individuals Subtotal pass-through expenses	- - -	- <u>-</u>	- - -		3,181,188 1,379,340 4,560,528	_	2,663,728 - 2,663,728	_	- - -	_	<u>-</u> -	 - - -	_	5,844,916 1,379,340 7,224,256	_	- - -	_	- - -		- - -		5,844,916 1,379,340 7,224,256
TOTAL EXPENSES	\$ 7,035,79	<u> </u>	3,066,058	\$	25,405,311	\$	24,555,506	\$	2,406,288	\$	10,900,507	\$ 2,140,200	\$	75,509,669	\$	7,839,406	<u>\$</u>	844,355	\$	8,683,761	\$	84,193,430

## BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED JUNE 30, 2021 AND 2020

		2021		2020
CASH FLOWS FROM OPERATING ACTIVITIES: Change in total net assets	\$	907,296	\$	1,693,889
Adjustments to reconcile change in total net assets to net cash used in operating activities:				
Bad debt		550,172		428,236
Depreciation and amortization		388,643		392,243
Net realized/unrealized gain on investments		(477,451)		(83,023)
		1,368,660		2,431,345
Changes in operating assets and liabilities:				
(Increase) decrease in assets: Accounts receivable		(0.004.706)		(40, 400, 400)
Prepaid expenses and other assets		(9,881,736) 174,764		(12,402,423) (59,117)
		,		(,,
Increase in liabilities:				
Accounts and accrued expenses payable		1,330,682		2,539,865
Accrued salaries and related liabilities  Deferred revenue / due to funding sources		1,026,390 4,252,205		2,558,122 3,908,401
Deferred rent		13,332		126,614
Bolonica form		10,002		120,011
Net Cash Used in Operating Activities		(1,715,703)		(897,193)
CASH FLOWS FROM INVESTING ACTIVITIES:				
Purchase of investments		(114,235)		(35,424)
Net Cash Used in Investing Activities		(114,235)		(35,424)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Principal payments on mortgages payable		(194,221)		(184,028)
Paycheck Protection Program loan		7,938,700		-
Repayment of line of credit		(3,000,000)		(1,700,000)
Proceeds from line of credit		2,506,940		3,000,000
Net Cash Provided by Financing Activities		7,251,419		1,115,972
NET INCREASE IN CASH AND CASH EQUIVALENTS		5,421,481		183,355
Cash and cash equivalents - beginning of year		438,177		254,822
CASH AND CASH EQUIVALENTS - END OF YEAR	\$	5,859,658	\$	438,177
Supplemental Disclosure of Cook Flow Information:				
Supplemental Disclosure of Cash Flow Information: Cash paid during the year for interest	\$	129,327	\$	68,441
and part of interest	Ψ	120,021	Ψ	50,771

### NOTE 1 — ORGANIZATION AND NATURE OF ACTIVITIES

The consolidated financial statements of BronxWorks, Inc. and Subsidiaries (collectively referred to as the "Organization") have been prepared by consolidating: BronxWorks, Inc., Citizens' Advice Bureau Property Holding Company, Inc. ("CAB") and Bronx Point Housing Development Fund Corporation, Inc. ("Bronx Point HDFC") (the "Subsidiaries"). BronxWorks, Inc. is a sole member and accordingly, has effective control over and has an economic interest in the Subsidiaries.

BronxWorks, Inc. (the "Agency" or "BronxWorks") is a Bronx-based nonprofit organization which helps individuals and families improve their economic and social well-being. From toddlers to seniors, BronxWorks feeds, shelters, teaches and supports its neighbors to build a stronger community. BronxWorks is supported primarily by grants from governmental agencies, foundation grants and other contributions.

BronxWorks is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and is a publicly supported organization as described in Section 509(a).

CAB owns the property located at 60 East Tremont Avenue, Bronx, New York (the "Headquarters Property"), which is used by the Organization as its headquarters office.

BronxWorks, Inc. is the sole member of Bronx Point HDFC, a tax-exempt New York not-for-profit corporation. Bronx Point HDFC is the indemnified record leaseholder of the Bronx Point Project (the "Project"). In that role, Bronx Point HDFC is solely a nominee of, and on behalf of, Bronx Point Owner LLC, an entity which is not affiliated with BronxWorks, and which possesses all equitable and beneficial interest in the Project. The City approved the Project on the condition that Bronx Point Owner LLC design and construct certain improvements for a public esplanade adjacent to the Project. See Note 14.

The Subsidiaries are exempt from federal income tax under Section 501(c)(2) of the Internal Revenue Code.

#### NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- A. Basis of Accounting and Principles of Consolidation The Organization's consolidated financial statements have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). All significant intercompany transactions have been eliminated during consolidation.
- B. Use of Estimates The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.
- C. Net Assets The Organization maintains its net assets in accordance with the following:

Without donor restrictions – represents net assets not subject to any donor-imposed stipulations or other restrictions over which the Board of Directors have discretionary control.

With donor restrictions – represents assets that are subject to donor-imposed stipulations. 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 consolidated statements of activities as net assets released from restrictions. Net assets with donor restrictions are released from donor restrictions by incurring expenses, thereby satisfying the restricted purposes of providing services as specified by the donors. Unconditional promises to give that are due in future periods to support the current-period activities are reported as net assets without donor restrictions.

D. **Cash and Cash Equivalents** – Cash and cash equivalents consist of all highly liquid instruments with maturities of three months or less when acquired, except for amounts held at an investment institution.

### NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

- E. Investments and Fair Value Measurements Investments are reported at fair value. Investment income consisting of interest, dividends, realized and unrealized gains or losses is classified as operating revenue and is available to support operations. Fair value measurements are based on 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. In order to increase consistency and comparability in fair value measurements, a fair value hierarchy prioritizes observable and unobservable inputs used to measure fair value into three levels, as described in Note 4.
- F. **Property, Equipment and Leasehold Improvements** Property, equipment and leasehold improvements are stated at cost less accumulated depreciation or amortization. These amounts do not purport to represent replacement or realizable values. Depreciation is provided on a straight-line basis over the estimated useful lives of the assets. Leasehold improvements are amortized over the lesser of the useful lives of the improvements or the term of the applicable lease. The Organization capitalizes all owned property and equipment having a useful life of greater than one year and a cost of \$5,000 or more. There may be instances where certain expenditures for property and equipment are included in the consolidated financial statements as expenses because the cost of these items was reimbursed by certain governmental funding sources and/or the contractual agreement specifies that title to these assets rests with the funding sources rather than the Organization.
- G. Revenue Recognition The Organization records receivables and revenue when earned based on established rates or contracts for services provided. Government grants are recorded as revenues to the extent that expenses have been incurred for the purposes specified by the grantors. Government grants are nonexchange transactions and accounted for under Financial Accounting Standards Board ("FASB") Accounting Standards Update ("ASU") 2018-08. Government grants are recognized as revenue when barriers within the contract are overcome, and there is no right of return / release from obligations. Government grants amounted to \$90,993,348 and \$78,674,041 for the years ended June 30, 2021 and 2020, respectively, and are included in the consolidated statements of activities.

As of June 30, 2021 and 2020, the Organization received conditional grants and contracts from government agencies in the aggregate amounts of approximately \$120 million and \$135 million, respectively. Such grants have not been recognized in the accompanying consolidated financial statements as they are for future periods and will be recognized when contract barriers are overcome. Such barriers include expending these funds in accordance with their agreements. If such services are not provided, the governmental entities are not obligated to expend the funds allotted under the grants and contracts and the Organization may be required to return the funds already remitted.

To the extent amounts received exceed amounts spent, the Organization records deferred revenue / due to funding sources as a liability. As of June 30, 2021 and 2020, the Organization received advances from government agencies in the aggregate amounts of \$14,436,063 and \$10,183,858, respectively.

Laws and regulations governing Medicaid programs are subject to interpretation. Noncompliance with such laws and regulations could result in fines, penalties and exclusion from Medicaid programs. Revenues from government contracts are subject to audit and negotiations between the Organization and the government agencies.

- H. Contributions Contributions are accounted for under ASU 2018-08. Unconditional promises to give that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. When material, the discounts on those amounts are computed using risk-adjusted interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.
- I. Allowance for Uncollectable Receivables The Organization determined as of June 30, 2021 and 2020 an allowance for accounts receivable of \$600,000 and \$500,000, respectively, was necessary. Such estimate is based on management's assessments of the creditworthiness of its donors and other funders, the aged basis of its receivables, as well as current economic conditions and historical information.

### NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

- J. **Operating Leases** U.S. GAAP requires that the Organization account for free rent and landlord credits. This accounting treatment is commonly referred to as "straight-lining of rent." The difference between rent expense, under this method, and the lower rental amounts actually paid to the landlord are reported as a "deferred rent" obligation in the accompanying consolidated statements of financial position. The change in the deferred rent liability is reflected in the accompanying consolidated statements of activities.
- K. Functional Allocation of Expenses The costs of program and supporting services activities have been summarized on a functional basis in the consolidated statements of functional expenses. The consolidated statements of functional expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited. The consolidated 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. Salaries, wages, benefits, and payroll taxes are allocated on the basis of time and effort. Insurance and telephone expenses are allocated based on the number of full-time equivalents charged to the respective program and supporting function. The remainder of the functional expenses are charged directly to the program and supporting function.
- L. Contributed Property, Services, Rent and Other In-Kind Donated services are recognized in the consolidated financial statements at fair value, if the services enhance or create non-financial assets or require specialized skills, provided the individuals possess those skills and would typically need to be purchased, if not provided by donation. For the years ended June 30, 2021 and 2020, donated goods and services amounted to \$111,341 and \$268,608, respectively, and are included as revenue and expenses in the accompanying consolidated statements of activities.
- M. **Operating and Non-Operating Activity** The Organization's non-operating activity includes depreciation and amortization, interest expense and reserves for future building maintenance improvements and repairs, as well as other income.
- N. Pass-Through Expenses There are certain expenses related to rents, real estate taxes, and stabilization of beds for the Department of Homeless Services ("DHS") contracts and construction and improvements expenses related to the Bronx Point Project as further described in Note 14. The role of the Organization is to be a conduit to pay such expenses. DHS reimburses the Organization for these expenses without any administrative costs being added. Accordingly, such expenses are referred to as pass-through and included in program service expenses in the consolidated statements of activities.

#### NOTE 3 — LIQUIDITY AND AVAILABILITY

As part of liquidity management, the Organization 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 Organization has two lines of credit with the aggregate borrowing amount of \$9,000,000, which it could draw upon if necessary. Although BronxWorks does not intend to spend from its investment portfolio, amounts from the portfolio could be made available, if necessary.

BronxWorks financial assets available within one year of the consolidated statements of financial position date for general expenditure are as follows as of June 30:

		2021	 2020
Cash and cash equivalents Investments Accounts receivable, net	\$	5,859,658 3,939,068 14,788,776	\$ 438,177 3,347,382 35,457,212
Less: assets with donor restrictions		54,587,502 (1,939,758)	 39,242,771 (1,370,758)
	\$ 5	52,647,744	\$ 37,872,013

### NOTE 4 - INVESTMENTS AND FAIR VALUE MEASUREMENTS

The fair value hierarchy defines three levels as follows:

Level 1: Valuations based on quoted prices (unadjusted) in an active market that are accessible at the measurement date for identical assets or liabilities. The fair value hierarchy gives the highest priority to Level 1 inputs. Level 1 instrument valuations are obtained from real-time quotes for transactions in active exchange markets involving identical assets.

Level 2: Valuations based on observable inputs other than Level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in inactive markets; or model-derived valuations in which all significant inputs are observable or can be derived principally from or corroborated with observable market data.

Level 3: Valuations based on unobservable inputs are used when little or no market data is available. The fair value hierarchy gives the lowest priority to Level 3 inputs.

In determining fair value, the Organization utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible as well as considers counterparty credit risk (or other parties such as counterparty in a swap) in its assessment of fair value.

Investments consist of mutual funds and money markets and are measured on a recurring basis and are classified as Level 1 as of June 30, 2021 and 2020. Such investments are subject to market volatility that could substantially change their value in the near term.

Investment activity consisted of the following for the years ended June 30:

	 2021	 2020
Interest income	\$ 95,788	\$ 53,195
Realized/unrealized gain on investment	477,451	83,023
Investment fees	(30,282)	 (17,551)
	\$ 542,957	\$ 118,667

#### NOTE 5 — PROPERTY, EQUIPMENT AND LEASEHOLD IMPROVEMENTS, NET

Property, equipment and leasehold improvements consisted of the following as of June 30:

	 2021	 2020	Estimated <u>Useful Lives</u>
Land	\$ 190,000	\$ 190,000	40.40.7
Building and improvements Equipment and vehicles	8,984,995 40,022	8,984,995 40,022	10-40 Years 3-5 Years
Equipment and venicles	 40,022	 40,022	3-3 Teals
Total cost	9,215,017	9,215,017	
Less: accumulated depreciation and amortization	 (4,808,894)	 (4,420,251)	
Net book value	\$ 4,406,123	\$ 4,794,766	

For the years ended June 30, 2021 and 2020, depreciation and amortization expense amounted to \$388,643 and \$392,243, respectively.

### NOTE 6 — MORTGAGES PAYABLE

- A. In 2006, CAB borrowed \$680,000 to fund a portion of the purchase price of the Headquarters Property, (the "First Mortgage"). The First Mortgage, secured by the Headquarters Property, has a term of 15 years with a principal and interest payment of \$5,970 due monthly and matured in December 2021. The interest rate on the First Mortgage is 5.24%. The outstanding balance of the First Mortgage as of June 30, 2021 and 2020 amounted to \$34,295 and \$99,566, respectively. CAB's obligations under the First Mortgage are guaranteed by BronxWorks.
- B. CAB obtained a 15-year fixed-rate loan in the amount of \$1,680,000, secured by a second mortgage on the Headquarters Property (the "Second Mortgage"). The Second Mortgage was taken out to finance the necessary renovations and repairs of the Headquarters Property. The Second Mortgage bears interest at 5.28% with a monthly principal and interest payment of \$13,531 and matures in December 2024. The outstanding balance of the Second Mortgage as of June 30, 2021 and 2020 was \$536,338 and \$665,288, respectively. CAB's obligations under the Second Mortgage are guaranteed by BronxWorks.

Future annual principal payments are as follows for the fiscal years ending after June 30, 2021:

2022	\$ 171,368
2023	143,488
2024	151,337
2025	 104,440
	\$ 570,633

The interest expense for the years ended June 30, 2021 and 2020 amounted to \$129,327 and \$68,441, respectively. Unless material, below market interest loans are not discounted to fair value.

### NOTE 7 — PAYCHECK PROTECTION PROGRAM LOAN

On March 27, 2020, in response to COVID-19, the federal government passed the Coronavirus Aid, Relief, and Economic Security Act ("CARES Act"). Among many other provisions, to help businesses retain employees, the CARES Act provides relief to qualifying businesses through a program called the Paycheck Protection Program ("PPP"). Participating in the PPP enables the business to obtain a loan from the Small Business Administration ("SBA") sector of the government. The maximum loan amount is equal to the lesser of (a) 2.5 times the entity's average monthly payroll costs, as defined and incurred during the one-year period before the date on which the loan is made; or (b) \$10 million. The term of the loan is two years and bears interest at a fixed rate of 1% per annum. If the proceeds from the loan are used for specified purposes, some or all of the loan can be forgiven, based on how much is spent in the 24-week period immediately following funding of the loan times a forgiveness factor that is based on employee headcount and amounts paid to the Organization's employees. The Organization applied for this loan in May 2021, through an SBA authorized lender, Spring Bank, and has been approved and funded by the lender in the amount of \$7,938,700. Accrued interest was not recorded since it was immaterial to the consolidated financial statements.

The Organization is guided by FASB Accounting Standards Codification ("ASC") Topic 470, "Debt." Based on the guidance in ASC 470, the loan would remain recorded as a loan payable until it is in part or wholly forgiven and legal release is received or the entity pays off the loan. Once the loan is forgiven in part of wholly, and legal release is received, the Organization will reduce the liability by the amount forgiven and record a gain on extinguishment. In November 2021, \$4.9 Million of the loan was forgiven by SBA.

### NOTE 8 — BANK LINES OF CREDIT

- A. The Organization has a revolving line of credit with Bank of America which is payable on demand. The line of credit is collateralized by investments with Merrill Lynch with a maximum borrowing of \$2,500,000. The line has a floating interest rate based on 1.25% above the one month London Interbank Offered Rate ("LIBOR). The interest rate was 1.36% at June 30, 2021. The outstanding balance plus accrued interest on the line of credit amounted to \$2,506,940 and \$0 as of June 30, 2021 and 2020, respectively. There were no outstanding borrowings as of December 21, 2021.
- B. The Organization has a second line of credit with Chase Bank with a maximum borrowing limit of \$6,500,000, interest rate of LIBOR plus 4.70%, and an expiration date of April 22, 2022. The interest rate was 4.81% at June 30, 2021. The outstanding balance on the line of credit amounted to \$0 and \$3,000,000 as of June 30, 2021 and 2020, respectively. There were no outstanding borrowings as of December 21, 2021.

### NOTE 9 — NET ASSETS WITH DONOR RESTRICTIONS

As of June 30, 2021 and 2020, net assets with donor restrictions were available for programmatic purposes and amounted to \$1,939,758 and \$1,370,758, respectively.

Net assets amounting to \$3,120,863 and \$1,836,372 were released from restrictions during the years ended June 30, 2021 and 2020, respectively, by incurring expenses or the passage of time, thus satisfying the restricted purpose.

### NOTE 10 — PENSION PLAN

The Organization sponsors a defined contribution pension plan covering all employees except for those who are non-resident aliens with no U.S. source of income, those who are classified and treated as independent contractors and leased employees. Employees become participants of the Plan after attaining age 21 and completing one year of service. Pension expense was \$2,232,179 and \$3,027,184 for the years ended June 30, 2021 and 2020, respectively.

### NOTE 11 — COMMITMENTS AND CONTINGENCIES

- A. The Organization is responsible to report to and is regulated by various governmental third parties. These agencies have the right to audit the Organization's fiscal and programmatic compliance. Laws and regulations governing the Organization's programs are complex and subject to interpretation. As a result, there is at least a reasonable possibility that recorded estimates might change in the near term. Additionally, noncompliance with such laws and regulations could result in fines, penalties and exclusions from these programs.
- B. The Organization is a party to various lawsuits or complaints generally arising in the ordinary course of business. The Organization believes it has adequate insurance to cover any material damages and, accordingly, such litigation will not have a material adverse effect on its financial condition.
- C. The Organization is obligated under lease commitments for facilities and equipment. Certain facilities leases have a termination clause and can be terminated upon the suspension of the program and/or discontinuance of the governmental funding.

Future minimum lease payments are as follows for each of the fiscal years ending after June 30, 2021 and thereafter:

2022	\$ 6,571,000
2023	6,590,000
2024	4,016,000
2025	4,119,000
2026	4,151,000
Thereafter	 5,983,000
	\$ 31,430,000

Rent expense amounted to \$10,749,789 and \$9,072,478 for the years ended June 30, 2021 and 2020, respectively, and is included in occupancy expense in the accompanying consolidated financial statements.

- D. The Organization believes it has no uncertain tax positions as of June 30, 2021 and 2020 in accordance with FASB ASC Topic 740, "Income Taxes," which provides standards for establishing and classifying any tax provisions for uncertain tax positions.
- E. The COVID-19 pandemic remains a rapidly evolving situation. The extent of the impact of COVID-19 on the Organization's business and financial results will depend on future developments, including the duration and spread of the outbreak. The Organization will continue to monitor evolving economic and general business conditions and the actual and potential impacts on its financial position and results.

In response to COVID-19, the federal government passed the CARES Act. Under one of the provisions of the CARES Act, the Organization has elected to defer the remittance of certain employer payroll taxes as permitted by the CARES Act. The deferred amounts would be payable over the next two years – 50% due December 31, 2021, and the remaining 50% due December 31, 2022. As of June 30, 2021 and 2020, the amounts deferred were \$1,813,646 and \$611,786, respectively.

### NOTE 12 — REVENUE FROM CONTRACTS WITH CUSTOMERS

**Service Contracts** – The Organization receives revenue from contracts with various government agencies, including the New York State Department of Health ("DOH") to provide support and services to individuals and family members of individuals with behavioral health, home health and family support. Revenue is reported at the amount that reflects the consideration to which the Organization expects to be entitled in exchange for providing the contracted services.

**Performance Obligation** – Performance obligations are determined based on the nature of the services provided by the Organization in accordance with the contract. Revenue for performance obligations satisfied over time is recognized as the services are provided. This method depicts the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. The Organization measures the performance obligation from the beginning of the next month or day to the point when it is no longer required to provide services under the contract or has met the requirements to bill for the services provided, which is generally at the end of each month or period of time allowed based on the government agency's stipulations.

All performance obligations relate to contracts with a duration of less than one year, therefore, there are no performance obligations or contract balances that are unsatisfied as of June 30, 2021 and 2020. The performance obligations for these contracts are completed when the service is completed and upon submission of required documentation. The Organization determines the transaction price based on established rates and contracts for services provided.

Revenue from contracts with customers and program service fees consist of revenues for the Home Health and other similar programs and amounted to \$2,614,858 and \$3,260,559 for the years ended June 30, 2021 and 2020, respectively.

### **NOTE 13 — CONCENTRATIONS**

- A. Cash and cash equivalents that potentially subject the Agency to a concentration of credit risk include cash accounts with a bank that exceed the Federal Deposit Insurance Corporation ("FDIC") limits. Accounts are insured up to \$250,000 per depositor. As of June 30, 2021 and 2020, there was approximately \$5,659,000 and \$723,000, respectively, of cash and cash equivalents held by two banks and one investment institution. This excess includes outstanding checks.
- B. For the years ended June 30, 2021 and 2020, approximately 55% and 52% of government revenue was from a single governmental funder. In addition, approximately 55% and 47% of accounts receivable was due from a single governmental entity.

### NOTE 14 — BRONX POINT PROJECT

Bronx Point HDFC is the indemnified grant recipient of an Urban Development Action Area Project Grant (the "UDAAP Grant") that has been awarded by the City of New York, through its Department of Housing Preservation and Development ("HPD"), to fund the cost of designing and constructing certain improvements for a public esplanade adjacent to the Bronx Point Project (the "Esplanade Work"). In that role, Bronx Point HDFC performs all obligations as recipient under the UDAAP Grant in connection with the receipt and payment of UDAAP Grant funds solely at the direction of HPD and Bronx Point Owner LLC.

Bronx Point HDFC is not the owner of the Project assets that are constructed or acquired with the proceeds of the UDAAP Grant. Assets related to the Esplanade Work are the property of the City. Therefore, Bronx Point HDFC reports no infrastructure assets or construction work in progress, instead construction costs are reported as an expense. During the years ended June 30, 2021 and 2020, Bronx Point HDFC received proceeds from the UDAAP Grant in the amounts of \$4,519,716 and \$0, respectively, which is included as government grants revenue and construction and improvements expense in the accompanying consolidated financial statements.

#### **NOTE 15 — SUBSEQUENT EVENTS**

Management has evaluated, for potential recognition and disclosure events subsequent to the date of the consolidated statement of financial position through December 21, 2021, the date the consolidated financial statements were available to be issued.

### BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATING SCHEDULE OF FINANCIAL POSITION AS OF JUNE 30, 2021

(With Comparative Totals for June 30, 2020)

### Citizens' Advice

	Bronx	Bureau Property BronxWorks, Inc. Holding Company, Inc. Bronx Point HDFC			Bronx Point HDFC	rcompany ninations	Total 2021			Total 2020	
ASSETS  Cash and cash equivalents Investments Accounts receivable, net Prepaid expenses and other assets Property, equipment and leasehold improvements, net	\$	5,761,907 3,939,068 42,114,033 441,022 2,346,747	\$	97,751 - - - 2,059,376	\$	- - 2,674,743 - -	\$ - - - (5,161) -	\$	5,859,658 3,939,068 44,788,776 441,022 4,406,123	\$	438,177 3,347,382 35,457,212 615,786 4,794,766
TOTAL ASSETS	\$	54,602,777	\$	2,157,127	\$	2,674,743	\$ (5,161)	\$	59,434,647	\$	44,653,323
LIABILITIES  Accounts and accrued expenses payable Accrued salaries and related liabilities Deferred rent Deferred revenue / Due to funding sources Line of credit Mortgages payable Paycheck Protection Program loan  TOTAL LIABILITIES		8,295,886 5,601,437 836,013 14,986,063 2,506,940 - 7,938,700 40,165,039	\$	5,161 - - - - 570,633 - 575,794	\$	2,674,743 - - - - - - 2,674,743	\$ (5,161) - - - - - - - (5,161)	\$	10,975,790 5,601,437 836,013 14,986,063 2,506,940 570,633 7,938,700 43,415,576		9,645,108 4,575,047 822,681 10,733,858 3,000,000 764,854 - 29,541,548
NET ASSETS  Without donor restrictions With donor restrictions  TOTAL NET ASSETS		12,497,980 1,939,758 14,437,738		1,581,333	_	-	 		14,079,313 1,939,758 16,019,071	_	13,741,017 1,370,758 15,111,775
TOTAL LIABILITIES AND NET ASSETS	\$	54,602,777	\$	2,157,127	\$	2,674,743	\$ (5,161)	\$	59,434,647	\$	44,653,323

#### BRONXWORKS, INC. AND SUBSIDIARIES CONSOLIDATING SCHEDULE OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2021 (With Comparative Totals for June 30, 2020)

Citizens' Advice Bureau

Property Holding Consolidated Bronx Point Consolidating Consolidated BronxWorks, Inc. Company, Inc. HDFC Sub-total Eliminations Total 2021 Total 2020 OPERATING SUPPORT AND REVENUE: Earned Revenue: Government grants 86,473,632 4.519.716 \$ 90.993.348 90.993.348 \$ 78 674 041 1.339.451 1.339.451 1.989.528 Program service fees 1.339.451 Medicaid 1,275,407 1,275,407 1,275,407 1,271,031 Investment income 542.957 542 957 542.957 118.667 236,428 628,722 (236,428) 392,294 188,645 392,294 Total Earned Revenue 90,023,741 236,428 4,519,716 94,779,885 (236,428) 94,543,457 82,241,912 Public Support: Foundation grants and other contributions 5,109,170 5,109,170 5,109,170 2,824,010 Contributed services 111.341 111.341 111.341 268,608 Total Public Support 3,092,618 5,220,511 5,220,511 5,220,511 TOTAL OPERATING SUPPORT AND REVENUE 95.244.252 236.428 4,519,716 100.000.396 (236,428) 99.763.968 85.334.530 OPERATING EXPENSES: Program Services: BronxWorks programs 5,235,254 5,211,740 5,235,254 (23,514) 7,035,799 Services for the elderly 2,315,877 2,315,877 2,315,877 3,066,058 31,707,647 25,416,232 31,691,547 25,416,232 Homeless/prevention/relocation 31,707,647 (16,100) 25,405,311 25.416.232 24.555.506 Homeless shelters Supportive housing 4,010,453 4,010,453 4,010,453 2,406,288 Health programs 3.067.459 3.067.459 3.067.459 Children and youth 9,101,003 9,101,003 9,101,003 10,900,507 3.209.325 Workforce development 3.209.325 3.209.325 2.140.200 Bronx Point Project 4,519,716 4,519,716 4,519,716 Total program services 84,063,250 4,519,716 88,582,966 (39,614) 88,543,352 75,509,669 Supporting Services: 8,667,825 8,667,825 (196,814) 8,471,011 7,378,722 Management and general Fundraising 824,339 824.339 824.339 844.355 Total supporting services 9,492,164 9.492.164 (196.814) 9.295.350 8.223.077 TOTAL OPERATING EXPENSES 93,555,414 4,519,716 98,075,130 (236,428) 97,838,702 83,732,746 **CHANGE IN OPERATING NET ASSETS** 1.688.838 236.428 1.925.266 1.925.266 1,601,784 NONOPERATING SUPPORT AND REVENUE: 552,789 Other income TOTAL NONOPERATING SUPPORT AND REVENUE 552,789 NONOPERATING EXPENSES: Depreciation and amortization expense 274.233 114.410 388.643 388.643 392.243 93.120 36.207 129.327 129.327 68.441 Interest expense Reserves - maintenance improvements/repairs 500,000 500,000 500,000 TOTAL NONOPERATING EXPENSES 150,617 460,684 867,353 1,017,970 1,017,970 CHANGE IN NONOPERATING ACTIVITY (867,353) (150,617) (1,017,970) (1,017,970) 92,105 **CHANGE IN TOTAL NET ASSETS** 821,485 85,811 907,296 907,296 1,693,889 Total net assets - beginning of year 13,616,253 1,495,522 15,111,775 15,111,775 13,417,886 TOTAL NET ASSETS - END OF YEAR 14,437,738 1,581,333 16,019,071 16,019,071 15,111,775