FOOOCONK® St. Louis Area Foodbank

FISCAL YEAR 2023 AUDIT

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INDEPENDENT AUDITOR'S REPORT

Board of Directors St. Louis Area Food Bank, Inc. Bridgeton, Missouri

Opinion

We have audited the accompanying financial statements of St. Louis Area Food Bank, Inc. (the "Organization"), which comprise the statements of financial position as of June 30, 2023 and 2022, 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 St. Louis Area Food Bank, Inc. as of June 30, 2023 and 2022, 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 for 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 St. Louis Area Food Bank, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Change in Accounting Principle

As described in Note 2 to the financial statements, the Organization has adopted Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 842, *Leases*. Our opinion is not modified with respect to that matter.

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 St. Louis Area Food Bank, Inc.'s 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, including omissions, 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 St. Louis Area Food Bank, Inc.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about St. Louis Area Food Bank, Inc.'s ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information on pages 44 - 53 is presented for purposes of additional analysis and is not a required part of the financial statements. Additionally, the accompanying schedule of expenditures of federal awards, as required by Title 2 U.S. Code of Federal Regulations (CFR) 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 information 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 December 4, 2023, 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, and grant agreements and other matters. The purpose of that report is 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 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.

 $Armanino^{LLP} \\$

St. Louis, Missouri

amanino LLP

December 4, 2023

St. Louis Area Food Bank, Inc. Statements of Financial Position June 30, 2023 and 2022

	 2023	 2022
ASSETS		
Current assets		
Cash and cash equivalents Accounts receivable, net Grants receivable	\$ 5,182,474 116,143 295,723	\$ 5,908,641 128,909 725,888
Current portion of unconditional promises to give Inventory Prepaid expenses and other current assets	452,182 3,778,317	232,345 5,877,348 159,711
Investments - operating Total current assets	 358,577 2,038 10,185,454	139,711 14,715 13,047,557
Long-term assets Unconditional promises to give, net of current	175,000	
Investments - board designated	16,275,764	13,678,023
Investments - endowment	5,650,853	4,243,114
Operating lease right-of-use asset	62,258	-
Property and equipment, net	 10,999,999	 11,049,494
Total long-term assets	 33,163,874	 28,970,631
Total assets	\$ 43,349,328	\$ 42,018,188
LIABILITIES AND NET ASSETS		
Current liabilities		
Accounts payable	\$ 1,628,008	\$ 1,150,478
Accrued expenses	627,238	609,531
Current maturities of operating lease obligations	16,466	
Current maturities of finance lease obligations	 272,181	 215,274
Total current liabilities	 2,543,893	 1,975,283
Long-term liabilities		
Long-term operating lease obligations	45,792	-
Long-term finance lease obligations	914,739	 787,124
Total long-term liabilities	 960,531	 787,124
Total liabilities	 3,504,424	 2,762,407
Net assets		
Without donor restrictions		
Board designated endowment	5,650,853	4,243,114
Board designated reserves	16,275,764	13,678,023
Invested in property and equipment, net of debt	9,813,079	10,047,096
Undesignated, available for operations	7,478,026	 10,598,873
Total without donor restrictions	39,217,722	38,567,106
With donor restrictions	 627,182	 688,675
Total net assets	 39,844,904	 39,255,781
Total liabilities and net assets	\$ 43,349,328	\$ 42,018,188

St. Louis Area Food Bank, Inc. Statement of Activities For the Year Ended June 30, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Support, revenue, and gains (losses)			
Program fees	\$ 1,093,205	\$ -	\$ 1,093,205
Contributions	13,229,606	999,989	14,229,595
Government grants	7,222,320	-	7,222,320
Investment income (loss), net	2,069,510	-	2,069,510
Other revenue	26,862	-	26,862
Consumable product donations/receipts	82,900,235	-	82,900,235
Net assets released from restriction	1,061,482	(1,061,482)	
Total support, revenue, and gains (losses)	107,603,220	(61,493)	107,541,727
Functional expenses Program services Support services Management and general Fundraising Total support services Total functional expenses	2,367,222 1,772,680 4,139,902 106,952,604		2,367,222 1,772,680 4,139,902 106,952,604
Change in net assets	650,616	(61,493)	589,123
Net assets, beginning of year	38,567,106	688,675	39,255,781
Net assets, end of year	\$ 39,217,722	\$ 627,182	\$ 39,844,904

St. Louis Area Food Bank, Inc. Statement of Activities For the Year Ended June 30, 2022

	Without Donor Restrictions	With Donor Restrictions	Total
Support, revenue, and gains (losses)			
Program fees	\$ 361,112	\$ -	\$ 361,112
Contributions	12,183,206	492,960	12,676,166
Government grants	6,122,364	-	6,122,364
Investment income (loss), net	(2,917,091)	-	(2,917,091)
Other revenue	67,624	-	67,624
Consumable product donations/receipts	94,109,061	-	94,109,061
Net assets released from restriction	639,939	(639,939)	-
Total support, revenue, and gains (losses)	110,566,215	(146,979)	110,419,236
Functional expenses			
Program services	112,231,036	<u>-</u>	112,231,036
Support services			
Management and general	1,866,673	-	1,866,673
Fundraising	1,467,329	-	1,467,329
Total support services	3,334,002		3,334,002
Total functional expenses	115,565,038		115,565,038
Change in net assets	(4,998,823)	(146,979)	(5,145,802)
Net assets, beginning of year	43,565,929	835,654	44,401,583
Net assets, end of year	\$ 38,567,106	\$ 688,675	\$ 39,255,781

St. Louis Area Food Bank, Inc. Statement of Functional Expenses For the Year Ended June 30, 2023

		Program Services	Ianagement nd General	<u>F</u>	undraising	_	Total
Expenses							
Salaries and related items	\$	5,188,196	\$ 1,229,861	\$	823,111	\$	7,241,168
Professional fees		70,017	176,993		3,447		250,457
Supplies		439,976	13,864		1,674		455,514
Telephone		69,271	27,512		8,229		105,012
Postage and shipping		589	21,668		662		22,919
Occupancy		553,177	9,745		7,455		570,377
Rental and maintenance		272,594	153,698		67,938		494,230
Printing and publications		51,889	92,232		814,184		958,305
Meetings and travel		45,590	25,282		9,217		80,089
Food and product distribution		93,873,553	-		-		93,873,553
Fleet management		908,023	1,772		849		910,644
Grants to agencies		165,875	-		-		165,875
Miscellaneous		101,788	203,291		9,081		314,160
Insurance		191,848	17,859		3,368		213,075
Dues		23,199	 104,125		1,923		129,247
Total expenses before							
depreciation and amortization		101,955,585	 2,077,902		1,751,138		105,784,625
Depreciation and amortization		857,117	 289,320		21,542	_	1,167,979
	\$	102,812,702	\$ 2,367,222	\$	1,772,680	\$	106,952,604
Percentage of total	_	96.1 %	2.2 %		1.7 %	_	100.0 %

St. Louis Area Food Bank, Inc. Statement of Functional Expenses For the Year Ended June 30, 2022

		Program Services	Management and General	F	undraising		Total
Expenses							
Salaries and related items	\$	4,377,867	\$ 1,291,731	\$	544,872	\$	6,214,470
Professional fees		49,704	125,584		28,665		203,953
Supplies		326,937	30,544		6,576		364,057
Telephone		70,700	12,378		7,188		90,266
Postage and shipping		17,072	4,026		5,694		26,792
Occupancy		410,625	184,188		12,089		606,902
Rental and maintenance		363,863	53,569		68,688		486,120
Printing and publications		41,998	2,555		677,980		722,533
Meetings and travel		15,335	23,166		11,844		50,345
Food and product distribution		104,403,432	-		-		104,403,432
Fleet management		630,515	2,149		41		632,705
Grants to agencies		249,597	-		-		249,597
Miscellaneous		6,671	59,385		65,518		131,574
Insurance		146,114	32,106		12,637		190,857
Dues		122,669	13,677		3,421		139,767
Total expenses before							
depreciation and amortization		111,233,099	1,835,058		1,445,213		114,513,370
Depreciation and amortization	_	997,937	 31,615		22,116		1,051,668
	\$	112,231,036	\$ 1,866,673	\$	1,467,329	\$	115,565,038
Percentage of total	_	97.1 %	 1.6 %		1.3 %	_	100 %

St. Louis Area Food Bank, Inc. Statements of Cash Flows For the Years Ended June 30, 2023 and 2022

		2023	_	2022
Cash flows from operating activities				
Change in net assets	\$	589,123	\$	(5,145,802)
Adjustments to reconcile change in net assets to net cash				
provided by operating activities				
Depreciation and amortization		1,167,979		1,051,668
Realized and unrealized (gains)/losses on investments		(1,591,833)		3,160,558
(Gain)/loss on disposal of property and equipment		-		(21,815)
Donated securities		182,857		271,054
Changes in operating assets and liabilities				
Accounts receivable, net		12,766		(72,030)
Grants receivable		430,165		372,051
Unconditional promises to give		(394,837)		(6,691)
Inventory		2,099,031		2,767,320
Prepaid expenses and other current assets		(198,866)		(3,245)
Accounts payable		477,530		565,059
Accrued expenses		17,707		(139,314)
Deferred revenue				(1,400)
Net cash provided by operating activities		2,791,622		2,797,413
Cash flows from investing activities				
Proceeds from sales of investments		6,893,930		9,350,774
Purchases of investments		(9,477,757)		(18,001,042)
Proceeds from sale of property and equipment		-		21,815
Purchases of property and equipment		(778,331)		(995,938)
Net cash used in investing activities		(3,362,158)		(9,624,391)
Coal Commission division		_		
Cash flows from financing activities		(155 (21)		(202.00()
Payments of finance lease obligations		(155,631)		(302,886)
Net cash used in financing activities		(155,631)		(302,886)
Net decrease in cash and cash equivalents		(726,167)		(7,129,864)
Cash and cash equivalents, beginning of year		5,908,641		13,038,505
Cash and cash equivalents, end of year	\$	5,182,474	\$	5,908,641
Supplemental disclosure of cash flow infor	mat	ion		
Cash paid during the year for interest	\$	64,174	\$	56,400
Supplemental schedule of noncash investing and fin	anci	ng activities		
Acquisition of property and equipment through finance lease				
arrangements	\$	340,153	\$	52,636

1. NATURE OF OPERATIONS

St. Louis Area Food Bank, Inc. (the "Organization") is a not-for-profit organization established to collect, warehouse, and distribute food and household items to social service agencies for food and product distribution and on-site programs. The Organization receives funding from federal and state governing agencies along with contributions from various grantors and donors.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting and financial statement presentation

The accompanying financial statements have been prepared in accordance with the provisions of the Financial Accounting Standards Board, Accounting Standards Codification (the "FASB ASC"), which is the source of authoritative, nongovernmental accounting principles generally accepted in the United States of America ("U.S. GAAP"). All references to authoritative accounting guidance contained in our disclosures are based on the general accounting topics within the FASB ASC.

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

- Net assets without donor restrictions Net assets that are not subject to donor-imposed stipulations. Board designated funds are established by the Board of Directors and represent net assets without donor restrictions that have been set aside to help ensure the financial stability of the Organization. These funds shall be utilized only when costs cannot be otherwise funded by operations or specific donations.
- Net assets with donor restrictions Net assets subject to donor-imposed stipulations that may
 be satisfied by specific activities or the passage of time, or are required to be maintained in
 perpetuity by the Organization. The income earned on any related investments may be subject
 to donor-imposed stipulations.

Use of estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and cash equivalents

Cash and cash equivalents include a checking account and highly-liquid investments with original maturities of three months or less. Amounts held in financial institutions are occasionally in excess of the Federal Deposit Insurance Corporation limits of \$250,000; however, management believes the Organization is not exposed to significant risk at their banking institution.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair value measurements

The Organization follows guidance issued by the FASB on fair value measurements, which establishes a framework for measuring fair value, clarifies the definition of fair value within that framework, and expands disclosures about the use of fair value measurements. This guidance applies whenever fair value is the applicable measurement. The three general valuation techniques used to measure fair value are the market approach, cost approach, and income approach.

Investments

The Organization carries investments at fair value with unrealized holding gains and losses included in earnings. Realized gains and losses are included in earnings and are derived using the average cost method for determining the cost of securities sold. Dividend and interest income is recognized when earned. Investment income (e.g. interest and dividends and realized and unrealized gains and losses) with donor-imposed restrictions that are met in the same year as earned are reported as net assets without donor restrictions.

The Organization maintains its investments primarily with one brokerage firm. Securities held at this firm are insured by the Securities Investor Protection Corporation up to \$500,000; however, management believe the Organization is not exposed to significant risk at their brokerage firm.

Accounts receivable

Accounts receivable are uncollateralized obligations due primarily for shared maintenance fees from member agencies under normal trade terms generally requiring payment within 30 days of the invoice date.

The Organization provides an allowance for doubtful accounts equal to the estimated losses that will be incurred in the collection of accounts receivable. This estimate is based on historical experience coupled with a review of the current status of existing receivables. The allowance and associated accounts receivable are reduced when the receivables are determined to be uncollectible. The allowance for doubtful accounts receivable totaled \$14,285 and \$4,258 for years ended June 30, 2023 and 2022, respectively.

Grants receivable

Grants receivable includes amounts due from various funding agencies under binding contracts with the Organization for services rendered or expenses incurred prior to year-end. The Organization considers grants receivable to be fully collectible; accordingly, no allowance for doubtful grants receivable is deemed necessary.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Unconditional promises to give

Unconditional promises to give due in the next year are recorded at their net realizable value. Unconditional promises to give due in subsequent years are reported at the present value of their net realizable value using risk-free interest rates applicable to the years in which the promises are to be received.

The Organization provides an allowance for doubtful promises to give equal to the estimated losses that will be incurred in the collection of unconditional promises to give. This estimate is based on historical experience coupled with a review of the current status of existing promises. The allowance and associated promises are reduced when the promises are determined to be uncollectible. The Organization considers unconditional promises to give to be fully collectible; accordingly, no allowance for doubtful promises to give is deemed necessary.

Inventory

The Organization's inventory consists of donated food items, USDA product, and purchased product. The donated products received and distributed by the Organization have been valued and recorded in the accompanying financial statements in accordance with the FASB's guidance on accounting for contributions received and contributions made. Donated products are valued at fair value using product distribution pricing guidelines provided by Feeding America, a national consortium of regional food banks. The estimated fair value prices per pound of \$1.93 and \$1.57 were used in determining general donated and federal government donated product, respectively, as of June 30, 2023. The estimated fair value prices per pound of \$1.92 and \$1.53 were used in determining general donated and federal government donated product, respectively, as of June 30, 2022.

Property and equipment

Property and equipment acquisitions with a cost in excess of \$5,000 are capitalized and recorded at cost, while maintenance and repairs are expensed as incurred. Donated assets are recorded at fair value at the date of donation. Such donations are reported as increases in net assets without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Major additions and improvements are capitalized, while maintenance and repairs are expensed as incurred. When assets are sold or otherwise disposed of, the related cost and accumulated depreciation are removed from the accounts. Any gain or loss arising from such disposition is included as income or expense in the year of disposition.

Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Amortization is computed using the straight-line method over the lesser of the length of the related lease or the estimated useful life of the asset.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Property and equipment (continued)

The estimated lives for computing depreciation on property and equipment are:

Buildings and improvements	5 - 40 years
Machinery and equipment	5 - 20 years
Vehicles	2 - 10 years
Office equipment	2 - 15 years

Long-lived asset impairment

The Organization evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset are less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value. No asset impairment was recognized during the years ended June 30, 2023 and 2022.

Leases

The Organization has operating leases for copiers and finance leases for vehicles. As of July 1, 2022, operating leases are required to be included in right-of-use ("ROU") assets and lease liabilities on the statement of financial position. ROU assets represent the Organization's right to use an underlying asset for the lease term and lease liabilities represent the Organization's obligation to make lease payments arising from the lease at the commencement date of the lease. The lease liability is initially and subsequently recognized based on the present value of its future lease payments. The ROU asset is subsequently measured throughout the lease term at the amount of the remeasured lease liability, plus unamortized initial direct costs, plus (minus) any prepaid (accrued) lease payments, less the unamortized balance of lease incentives received and any impairment recognized. Variable payments are included in the future lease payments when those variable payments depend on an index or a rate. For operating leases with a term of one year or less, the Organization has elected to not recognize a lease liability or ROU asset on the statement of financial position. Instead, lease payments are recognized as expenses on a straight-line basis over the lease term.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Leases (continued)

The Organization determines if an arrangement is a lease, or contains a lease, at inception of a contract or when the terms of an existing contract are changed. Finance and operating lease ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. As the Organization's leases do not provide an implicit rate, the Organization uses the risk free rate commensurate with the lease term based on the information available at commencement date in determining the present value of lease payments. The lease ROU asset also includes any lease payments made and excludes lease incentives. Option periods are included in the ROU asset and liability when it is reasonably certain the option will be exercised. Rent expense for lease payments is recognized on a straight-line basis over the lease term.

For any lease agreements with lease and non-lease components, the Organization has elected to apply the practical expedient that allows leases and their associated maintenance services to be accounted for as a single combined operating lease component. The Organization is a lessee in a lease agreement with third parties that do not contain material restrictions or covenants in their lease agreements, sale-leaseback transactions, land easements or residual value guarantees.

Support and revenue

Contributions are recorded as received, and unconditional promises to give are recorded as the promise is made. Promises to give are considered conditional when a measurable barrier and right of return or release exists. The promises to give become unconditional and are recognized as revenue when the barriers upon which they depend are overcome. When the satisfaction of a barrier is accomplished in the same period that the contribution is made, conditional contributions are recorded as unconditional. All contributions are available for general activities unless specifically restricted by the donor. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions. Contributions with donor restrictions in which the restrictions are met within the same year as received are reported as contributions without donor restrictions in the accompanying financial statements.

Program revenue consists of buying club revenue and shared maintenance fees. Buying club revenue is recognized at a point in time, when the partner agencies purchase food. Shared maintenance fees are recognized over time as the maintenance, delivery, or handling service is performed.

Government contracts are generally recognized as revenue in the period that the measurable barrier is overcome (i.e. specific services are provided or the qualified expenses are incurred).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Donated materials and services

Donated noncash assets are recorded as contributions at their fair values at the date of donation. Significant food products, services, and materials are donated to the Organization by various individuals, organizations, and state governments. The Organization reports the fair value of donated food over which it has control (i.e., variance power) as consumable product donations/receipts, without donor restrictions, and immediately thereafter, as food and product distributions when donated to agencies and partners. Other donated goods and services meeting recognition criteria under U.S. GAAP are also recorded as contributions and as expense, based on estimated fair values. The Organization did not monetize any contributed nonfinancial assets and unless otherwise noted, contributed nonfinancial assets did not have donor restrictions.

Donated services are recognized as contributions if the services create or enhance nonfinancial assets or require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization. There were no donated services recognized in the financial statements as of June 30, 2023 and 2022.

Functional expense allocation

The costs of program services and supporting activities 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 program services and supporting activities benefited. Expenses that can be identified with a specific program and supporting service are allocated directly according to their natural expenditure classifications. Certain categories of expenses are attributed to more than one program or supporting function; therefore, expenses require allocation on a reasonable basis that is consistently applied.

Expenses related to the building and grounds as a whole are allocated on a square footage basis such as insurance, occupancy, rental and maintenance, cleaning supplies, and depreciation. Salaries and related items, printing, and supplies are allocated on the basis of estimates of time and effort. Other expenses that occur when distribution costs are incurred are allocated based on the pounds distributed such as warehouse supplies and trash.

Income tax status

The Organization is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (the "Code"), except on net income derived from unrelated business activities as defined in the Code. Accordingly, the Organization files as a tax exempt organization.

The Organization follows guidance issued by the FASB on accounting for income taxes and has evaluated its tax positions, expiring statutes of limitations, audits, proposed settlements, changes in tax law and new authoritative rulings, and believes that no provision for income taxes is necessary to cover any uncertain tax positions.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Change in accounting principle

In February 2016, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2016-02, Leases (Topic 842), including subsequently issued ASUs, to increase transparency and comparability among organizations by requiring the recognition of right of use ("ROU") assets and lease liabilities on the statement of financial position. Most prominent among the changes in the standard is the recognition of ROU assets and lease liabilities by lessees for those leases classified as operating leases. Under the standard, disclosures are required to meet the objective of enabling users of financial statements to assess the amount, timing, and uncertainty of cash flows arising from leases.

The Organization adopted FASB Topic 842, Leases, using the modified-retrospective transition as of July 1, 2022 for the date of initial adoption. The Organization elected the package of practical expedients permitted under the transition guidance within the new standard, which allowed the Organization to not reassess expired or existing contracts for lease identification, the lease classification for any existing or expired leases, or the initial direct costs for any existing leases. The Organization adopted the standard effective July 1, 2022 and recognized and measured leases existing at, or entered into after, July 1, 2022, with certain practical expedients available. Lease disclosures for the year ended June 30, 2022 are made under prior lease guidance in FASB ASC 840. The adoption of ASC 842 on July 1, 2022 did not have an effect on net assets.

The Organization elected the available practical expedients to account for existing capital leases and operating leases as finance leases and operating leases, respectively, under the new guidance, without reassessing (a) whether the contracts contain leases under the new standard, (b) whether classification of capital leases or operating leases would be different in accordance with the new guidance, or (c) whether the unamortized initial direct costs before transition adjustments would have met the definition of initial direct costs in the new guidance at lease commencement.

Subsequent events

The Organization has evaluated subsequent events through December 4, 2023, the date the financial statements were available to be issued.

3. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The following reflects the Organization's financial assets as of June 30, 2023 and 2022, reduced by amounts not available for general use within one year because of contractual or donor-imposed restrictions or internal designations. Amounts available include the Board-approved appropriation from the endowment fund for the following year as well as donor-restricted amounts that are available for expenditure in the following year. Amounts not available include amounts set aside for operating and other reserves that could be drawn upon if the Board approves that action.

3. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS (continued)

As of June 30, the following were financial assets available to meet cash needs for expenditures within one year:

		2023	_	2022
Cash and cash equivalents	\$	5,182,474	\$	5,908,641
Accounts receivable, net		116,143		128,909
Grants receivable		295,723		725,888
Current portion of unconditional promises to give		452,182		232,345
Investments, at fair value		21,928,655		17,935,852
Donor restrictions (excluding timing restrictions over 1				
year)		(462,182)		(688,675)
Board designations	_	(21,926,617)	_	(17,921,137)
	\$	5,586,378	\$	6,321,823

The Organization has certain board designated and donor-restricted assets limited to use which are available for general expenditure within one year in the normal course of operations. Accordingly, these have been included in the qualitative information above. Additionally, certain other board designated assets are designated for an operating reserve. However, the board designated amounts could be made available, if necessary.

The Organization's primary sources of support are contributions, grants, and income from investing its endowment and reserve. Some support is required to be used in accordance with the purpose restrictions imposed by the donors. As part of a liquidity management plan, the Organization invests cash in excess of daily requirements in short-term investments and money market funds. Occasionally, the Board designates a portion of any operating surplus to its operating reserves. To further manage liquidity, the Organization maintains a \$1,500,000 line of credit with a bank that is drawn upon as needed during the year to manage cash flow. There were no draws on the line of credit during fiscal years 2023 or 2022.

4. UNCONDITIONAL PROMISES TO GIVE

Unconditional promises to give consisted of the following:

	 2023	 2022
Current portion of unconditional promises to give Unconditional promises to give, net of current portion	\$ 452,182 175,000	\$ 232,345
	\$ 627,182	\$ 232,345

4. UNCONDITIONAL PROMISES TO GIVE (continued)

Unconditional promises to give, net, are expected to be collected in the following periods:

2024 2025	\$	452,182 175,000
	\$	627,182

5. FAIR VALUE MEASUREMENTS

The framework for measuring fair value establishes a fair value hierarchy which prioritizes the inputs to valuation techniques used to measure fair value into Levels 1, 2, and 3. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three levels of the fair value hierarchy are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical instruments in active markets.
- Level 2 Inputs to the valuation methodology to include quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in inactive markets, inputs other than quoted prices that are observable for the instrument, or inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The instruments' 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 maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for instruments measured at fair value:

• Mutual funds, including fixed income securities, alternative securities, hedge funds, equities, exchange traded funds, are valued at the daily closing price as reported by the fund. Mutual funds held by the Organization are open-end mutual funds that are registered with the Securities Exchange Commission ("SEC"). These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds, fixed income securities, and alternative securities held by the Organization are deemed to be actively traded.

5. FAIR VALUE MEASUREMENTS (continued)

The following table presents the fair value measurements of instruments recognized in the accompanying statement of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements are categorized at June 30, 2023:

	Level 1	Level 2	Level 3	Fair Value
Mutual funds Fixed income Alternative	\$ 12,560,470 6,945,645 892,368	\$ - - -	\$ - - -	\$ 12,560,470 6,945,645 892,368
	\$ 20,398,483	<u>\$</u>	\$ -	20,398,483
Money market funds				1,530,172
				\$ 21,928,655

The following table presents the fair value measurements of instruments recognized in the accompanying statement of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements are categorized at June 30, 2022:

	Level 1	Level 2	Level 3	Fair Value
Mutual funds Fixed income Alternative	\$ 10,489,809 5,818,765 487,428	\$ - - -	\$ - - -	\$ 10,489,809 5,818,765 487,428
	\$ 16,796,002	<u>\$</u>	\$ -	16,796,002
Money market funds				1,139,850
				\$ 17,935,852

6. INVESTMENTS

A summary of the cost and fair value of the Organization's investments as of June 30, 2023 is as follows:

	Cost	Unrealized ins (Losses)	 Fair Value
Money market funds Mutual funds Fixed income Alternative	\$ 1,530,172 9,689,727 7,717,712 850,000	\$ 2,870,743 (772,067) 42,368	\$ 1,530,172 12,560,470 6,945,645 892,368
	\$ 19,787,611	\$ 2,141,044	\$ 21,928,655

A summary of the cost and fair value of the Organization's investments as of June 30, 2022 is as follows:

		Cost	Unrealized Gains (Losse	s)	Fair Value
Money market funds Mutual funds Fixed income Alternative	\$	1,139,850 9,306,493 6,612,540 489,344	\$ 1,183,31 (793,77 (1,91	5)	1,139,850 10,489,809 5,818,765 487,428
	<u>\$</u>	17,548,227	\$ 387,62	<u>5</u> <u>\$</u>	17,935,852

Investment income for the year ended June 30, is summarized as follows:

	 2023	 2022
Interest and dividend income	\$ 553,597	\$ 317,812
Net realized and unrealized gains (losses) on investments	 1,591,833	(3,160,558)
· , ,	 2,145,430	(2,842,746)
Less: Investment expenses	 (75,920)	 (74,345)
	\$ 2,069,510	\$ (2,917,091)

6. INVESTMENTS (continued)

All investments, except for Endowment funds with donor restrictions, are part of a Board Designated Reserve (the "Reserve") established by the Board of Directors, managed by an outside investment advisor, and governed by a Board approved investment policy. The general purpose of the Reserve is to help ensure the long-term financial stability of the Organization and position it to respond to varying economic conditions and changes affecting the Organization's financial position and the ability of the Organization to continuously carry out its mission. The Board believes that the achievement of the desired investment performance is primarily a function of asset class mix. It further believes that diversification is important for minimizing risk for a given level of returns. Assets should be allocated to various asset classes that serve the purpose of asset growth, principal protection, and/or inflation hedging.

7. INVENTORY AND FOOD DISTRIBUTIONS

The Organization distributed products to 607 and 608 social service agencies in 2023 and 2022, respectively, for use in their food distribution and on-site serving programs. The Organization distributes USDA product primarily through The Emergency Food Assistance Program ("TEFAP") and the Commodity Supplemental Food Program ("CSFP") in Missouri and Illinois.

Food products distributed during the years ended June 30 are as follows:

20	2023		022
Pounds	Amount	Pounds	Amount
34,665,815	\$ 66,905,024	37,834,652	\$ 72,642,532
2,904,161	6,069,169	1,532,205	2,054,983
4,969,781	7,802,557	7,885,313	12,064,529
1,798,280	2,823,299	2,069,835	3,166,848
2,277,898	3,576,299	4,694,303	7,181,866
904,274	1,419,710	1,018,200	1,557,846
		_	
47,520,209	\$ 88,596,058	55,034,508	\$ 98,668,604
	Pounds 34,665,815 2,904,161 4,969,781 1,798,280 2,277,898 904,274	Pounds Amount 34,665,815 \$ 66,905,024 2,904,161 6,069,169 4,969,781 7,802,557 1,798,280 2,823,299 2,277,898 3,576,299 904,274 1,419,710	Pounds Amount Pounds 34,665,815 \$ 66,905,024 37,834,652 2,904,161 6,069,169 1,532,205 4,969,781 7,802,557 7,885,313 1,798,280 2,823,299 2,069,835 2,277,898 3,576,299 4,694,303 904,274 1,419,710 1,018,200

Inventory as of June 30, is as follows:

	20)23	202	22
	Pounds	Amount	Pounds	Amount
Donated products	539,889	\$ 1,041,987	917,152	\$ 1,753,870
Purchased products	480,331	1,214,503	517,204	865,759
Missouri USDA (TEFAP)	455,682	715,420	807,990	1,236,225
Missouri USDA (CSFP)	229,699	360,627	764,345	1,169,447
Illinois USDA (TEFAP)	167,756	263,377	129,023	197,405
Illinois USDA (CSFP)	131,587	182,403	427,871	654,642
, , ,				
	2,004,944	\$ 3,778,317	3,563,585	\$ 5,877,348

8. PROPERTY AND EQUIPMENT

Property and equipment consisted of the following:

	 2023	_	2022
Land	\$ 1,322,800	\$	1,322,800
Buildings and improvements	10,504,820		10,504,820
Machinery and equipment	2,190,756		2,115,633
Vehicles	1,644,341		1,040,133
Office equipment	690,252		690,252
Construction in progress	99,000		-
Vehicles under finance leases	 1,898,408		1,558,255
	18,350,377		17,231,893
Accumulated depreciation and amortization	 (7,350,378)		(6,182,399)
	\$ 10,999,999	\$	11,049,494

Depreciation and amortization expense was \$1,167,979 and \$1,051,668 for the years ended June 30, 2023 and 2022, respectively.

9. LINE OF CREDIT

The Organization has a line of credit agreement (the "Agreement") of \$1,500,000 scheduled to expire on April 19, 2024. Borrowings are charged interest at the Chicago Mercantile Exchange ("CME") Term Secured Overnight Financing Rate ("SOFR") plus 1.60 percent (6.67 percent at June 30, 2023), and are secured by the Organization's operating facility. At June 30, 2023 and 2022, there were no borrowings outstanding under the line of credit.

10. NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions at June 30, are as follows:

	2023	2022
Timing restrictions: United Way	\$ 277,18	32 \$ 232,345
Other timing restrictions	350,00 627,18	
School markets expansion		- 456,330
	\$ 627,18	<u>\$ 688,675</u>

10. NET ASSETS WITH DONOR RESTRICTIONS (continued)

Net assets with donor restrictions released from restriction during the year were as follows:

	2023	2022
Timing restrictions: United Way Other timing restrictions Foundation grants and corporate contributions for operations	\$ 430,152 175,000 	130,000
Purpose restrictions: School markets expansion	456,330 456,330 \$ 1,061,482	53,670

11. ENDOWMENT FUNDS

In September 2015, the Board of Directors approved the establishment of an Endowment Fund (the "Endowment") to provide a continuous source of income to support the Organization's mission.

Interpretation of relevant law

The Organization's Board of Directors has interpreted Uniform Prudent Management of Institutional Funds Act ("UPMIFA") 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 Organization classifies as net assets with donor restriction that are perpetual in nature (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the perpetual endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in net assets with donor restrictions that are perpetual in nature is classified as net assets with donor restrictions that are temporary in nature until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

11. ENDOWMENT FUNDS (continued)

Interpretation of relevant law (continued)

In accordance with UPMIFA, the Organization 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

Return objectives and risk parameters

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the Organization must hold in perpetuity or for a donor-specified period(s). Under this policy, as approved by the Board of Directors, the Organization diversifies its investments, subject to practicality constraints, among a variety of asset classes so as to provide a balance that will enhance total real return while avoiding undue risk concentration in any single asset class or investment category.

Spending policy

Under the current policy, disbursements, other than amounts to pay investment fees, require the approval of the Board of Directors. The Board of Director have endorsed a spending rate of up to 5% annually of the average market value of the investment portfolio's fiscal year-end balance using a trailing average over the prior three years. No endowment distributions were taken during 2023 or 2022.

Endowment composition

Endowment funds at June 30, are as follows:

		2023	2022
Board-designated endowment funds	<u>\$</u>	5,650,853	\$ 4,243,114

11. ENDOWMENT FUNDS (continued)

Endowment composition (continued)

Changes in endowment net assets for the fiscal year ended June 30, 2023 is as follows:

	Without Donor Restrictions
Balance, June 30, 2022	\$ 4,243,114
Contributions Investment income, net of fees Unrealized and realized gains	825,000 89,870 492,869
Balance, June 30, 2023	\$ 5,650,853

Changes in endowment net assets for the fiscal year ended June 30, 2022 is as follows:

	Without Donor Restrictions
Balance, June 30, 2021	\$ 2,809,048
Contributions Investment income, net of fees Unrealized and realized losses	2,159,930 45,809 (771,673)
Balance, June 30, 2022	<u>\$ 4,243,114</u>

12. DONATED GOODS AND SERVICES

Donated food for the fiscal years ended June 30, 2023 and 2022, included in the financial statements, were as follows:

	_	2023	 2022
Donated TEFAP CSFP	\$	68,683,473 10,948,061 3,268,701	\$ 73,154,400 17,270,296 3,684,365
	<u>\$</u>	82,900,235	\$ 94,109,061

Donated food includes the following main categories: proteins, produce, dairy, bread, and beverages as well as a minimal amount of essential household and personal product. The food product was donated to the Organization by various individuals, organizations, and state governments.

12. DONATED GOODS AND SERVICES (continued)

The donated food is recorded in the financial statements as consumable product donations/receipts and as food and product distributions at the estimated average fair value of one pound of donated food product at the national level of \$1.93 and \$1.92, for the fiscal years ended June 30, 2023 and 2022, respectively. Government food commodities are recorded at the estimated average fair value of one pound of donated food product at the national level of \$1.57 and \$1.53, for the fiscal years ended June 30, 2023 and 2022, respectively. These values were determined based on upon calendar year 2022 and 2021 studies performed by Feeding America. Each of the annual studies involves a review of 31 product categories and wholesale prices using a national wholesaler's pricing catalogs. Other independent sources may also be used as necessary for items not included in the catalogs. The average value of one pound of donated product will vary from year-to-year based on the mix of product items donated. As part of the study, Feeding America analyzes and reviews the results to determine the accuracy and understand the key components of the valuation and the year-over-year changes.

In addition, volunteers provided various services throughout the year that are not recognized as contributions in the financial statements since the recognition criteria were not met. During the years ended June 30, 2023 and 2022, these volunteers donated approximately 62,565 and 55,656 hours, respectively, with an estimated value of \$1,803,136 and \$1,528,321, respectively. This value was computed using an estimated hourly rate of \$28.82 and \$27.46 in 2023 and 2022, respectively, based upon the average hourly earnings of all production and nonsupervisory workers on private nonfarm payrolls, as determined by the U.S. Department of Labor's Bureau of Labor Statistics and reported by Independent Sector, plus 12 percent for estimated fringe benefits.

13. AGREEMENTS AND CONTRACTS

The Organization has primary responsibility for warehousing, handling, and distributing USDA-donated foods under TEFAP within its Missouri and Illinois service territories. The Organization receives grants from the Missouri Department of Social Services, Division of Family Services, and Illinois Department of Human Services to offset certain operating expenses incurred in the distribution of the food. The donated foods received by the Organization under TEFAP are distributed to food pantries and on-site serving centers.

In addition, the Organization has responsibility for warehousing, handling, repackaging and distributing USDA-donated and other foods under Commodity Supplemental Food Program ("CSFP"), Coronavirus Food Assistance Program ("CFAP"), and Temporary Assistance for Needy Families Program ("TEFAP"). The Organization receives grants through the Missouri Department of Health and Senior Services and the Illinois Department of Human Services to offset certain expenses incurred in the repackaging and distribution of this food.

Under these government contracts and agreements, the Organization is required to fulfill certain conditions such as specific services provided, specified commodities provided, or the qualified expenses incurred. Failure to fulfill the conditions could result in the return of the funds or no release of the funds. No amounts have been reflected in these financial statements for these contracts until conditions are satisfied.

14. AFFILIATE AGREEMENT

The Organization is a member in the national network of Feeding America through an Affiliate Contract that is in place. The Affiliate Contract establishes the Organization's exclusive service area and sets forth a variety of compliance requirements. Dues are remitted to Feeding America by the Organization based on a formula defined in the agreement. During the years ended June 30, 2023 and 2022, the Organization paid dues in the amount of \$32,740.

15. RETIREMENT PLAN

The Organization maintains a contributory retirement savings plan under Section 403(b) of the Code. The plan covers employees that meet certain eligibility requirements. Employees may make discretionary contributions to the plan through payroll deductions up to the maximum amount allowed by the Code. For the years ended June 30, 2023 and 2022, the Organization contributed three percent of each eligible employee's base salary and matched 100 percent of the first three percent of employee contributions to the plan. The Organization, at its discretion, can contribute additional funds to the plan for each employee regardless of the employees contribution level. Contributions to the plan were \$403,117 and \$323,081 for the years ended June 30, 2023 and 2022, respectively, inclusive of a 5% discretionary contribution.

16. LEASES

For operating leases, the Organization leases multiple copiers for monthly installments ranging from \$225 to \$389 expiring in June 2025 through May 2027.

For finance leases, the Organization leases certain vehicles for which principal and interest are payable in monthly installments ranging from \$1,723 to \$2,654 expiring in July 2026 through October 2029.

As a result of adopting the new standards effective July 1, 2022, the Organization recorded net operating lease assets and lease liabilities of approximately \$78,164. Adoption of the new standard does not impact the Organization's change in net assets and had no impact on beginning net assets.

16. LEASES (continued)

The following summarizes the line items on the statement of financial position as of June 30, 2023:

Operating leases	Ф. (2.250)
Operating lease right-of-use assets	<u>\$ 62,258</u>
Operating leases	
Operating lease obligations, current	\$ 16,466
Operating lease obligations, noncurrent	45,792
	\$ 62,258
T: 1	
Finance leases Vehicles	¢ 1 000 400
Accumulated amortization	\$ 1,898,408 (779,174)
Accumulated amortization	(7/9,1/4)
	\$ 1,119,234
	
Finance lease liabilities	
Finance lease obligations, current	\$ 272,181
Finance lease obligations, noncurrent	914,739
	.
	<u>\$ 1,186,920</u>
The following summarizes the line items on the statement of activities for 2023:	the year ended June 30,
Operating	
Operating leases included in operating expenses	\$ 18,319
operating reases included in operating expenses	18,319
Finance	
Amortization of assets included in depreciation and amortization	259,053
Interest, included in interest expense	64,174
	323,227
	<u>\$ 341,546</u>

16. LEASES (continued)

The following summarizes the cash flow information related to leases for the year ended June 30, 2023:

Cash paid for amounts included in the measurement of lease obligations:	
Operating cash flows from operating leases	\$ 18,319
Operating cash flows from finance leases	259,053
Financing cash flow from finance leases	155,631
	 433,003
Lease assets obtained in exchange for lease obligations:	
Operating leases	78,164
Finance leases	 340,153
	 418,317
	\$ 851,320

The following summarizes the weighted average remaining lease term and discount rate as of June 30, 2023:

Weighted average discount rate	
Operating leases	3.5 %
Finance leases	5.0 %
Weighted average remaining lease term in years	
Operating leases	3.6
Finance leases	4.5

The maturities of lease obligations as of June 30, 2023 were as follows:

Year ending June 30,	Operating		Finance	
2024	\$	18,319	\$	320,040
2025		18,319		320,040
2026		18,319		320,040
2027		14,319		199,209
2028				93,491
Thereafter		<u>-</u>		80,161
		69,276		1,332,981
Less: interest		(7,018)		(146,061)
Present value of lease obligations		62,258		1,186,920
Current portion		(16,466)		(272,181)
Long-term portion	\$	45,792	\$	914,739







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

Board of Directors St. Louis Area Food Bank, Inc. Bridgeton, Missouri

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 St. Louis Area Food Bank, Inc. (the "Organization"), which comprise the statement of financial position as of June 30, 2023, 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 December 4, 2023.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Organization'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 Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 Organization'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 results of that testing, and not to provide an opinion on the effectiveness of the Organization'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 Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Armanino^{LLP}

St. Louis, Missouri

armanino LLP

December 4, 2023



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

Board of Directors St. Louis Area Food Bank, Inc. Bridgeton, Missouri

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited St. Louis Area Food Bank, Inc. (the "Organization")'s 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 each of the Organization's major federal programs for the year ended June 30, 2023. The Organization's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Organization complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2023.

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 the Organization 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 each major federal program. Our audit does not provide a legal determination of the Organization'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 Organization'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 Organization'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 Organization'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 Organization'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 Organization'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 Organization'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 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.

Armanino^{LLP}

St. Louis, Missouri

armanino LLP

December 4, 2023

St. Louis Area Food Bank, Inc. Schedule of Expenditures of Federal Awards For the Year Ended June 30, 2023

Federal Grantor/Pass-Through Grantor/	Federal AL	Pass-Through Entity Identifying	Total Federal	Passed Through
Program or Cluster Title	Number	Number	Expenditures	to Subrecipients
Expenditures of Federal Awards				
Expenditures of Federal Awards				
U.S. Department of Agriculture				
Pass-through programs from the Missouri Department of Social Services				
Emergency Food Assistance Program (Administrative Costs)	10.568	ER113170006	\$ 660,676	\$ -
Emergency Food Assistance Program (Food Commodities)	10.569	ER113170006	7,802,557	7,802,557
Commodities)	10.307	ER113170000	8,463,233	7,802,557
Pass-through program from the Illinois Department of Human Services Emergency Food Assistance Program (Administrative				
Costs) Emergency Food Assistance Program (Administrative Costs)	10.568	FCSBH01403	236,656	-
Commodities)	10.569	FCSBH01403	3,576,299	3,576,299
,			3,812,955	3,576,299
Total Emergency Food Assistance Program			12,276,188	11,378,856
Pass-through programs from the Missouri Department of Health and Senior Services Commodity Supplemental Food Program				
(Administrative Costs) Commodity Supplemental Food Program (Food	10.565	CS222552002	416,033	-
Commodities)	10.565	CS222552002	2,823,299	2,823,299
			3,239,332	2,823,299
Pass-through programs from the Illinois Department of Human Services Commodity Supplemental Food Program				
(Administrative Costs) Commodity Supplemental Food Program (Food	10.565	FCSBQ00669	292,556	-
Commodities)	10.565	FCSBQ00669	1,419,710	1,419,710
			1,712,266	1,419,710
Total Commodity Supplemental Food Program			4,951,598	4,243,009
Total Food Distributions Program - Cluster			17,227,786	15,621,865
Pass-through programs from Feeding Illinois				
Supplemental Nutrition Assistance Program	10.551		61,827	<u>-</u>
Pass-through program from Feeding Missouri				
Supplemental Nutrition Assistance Program	10.551		63,770	
Total Supplemental Nutrition Assistance Program			125,597	
Total U.S. Department of Agriculture			17,353,383	15,621,865

St. Louis Area Food Bank, Inc. Schedule of Expenditures of Federal Awards For the Year Ended June 30, 2023

Federal Grantor/Pass-Through Grantor/ Program or Cluster Title	Federal AL Number	Pass-Through Entity Identifying Number	Total Federal Expenditures	Passed Through to Subrecipients
Trogram of Claster Title	Trainioci	1 (4111001	Emportation	to Subrecipients
U.S. Department of Health and Human Services Pass-through program from the Illinois Department of Human Services	02.550	ECODIVIDA 403	40.500	
Temporary Assistance for Needy Families	93.558 93.558	FCSBH01403 FCSBH06964	40,566 80,478	-
	93.336	FC3BH00904	50,778	
Total U.S. Department of Health and Human Services			121,044	
U.S. Department of Homeland Security Pass-through program from:				
Missouri Department of Social Services	97.036		3,094,279	-
EFSP National Board Emergency Food & Shelter			, ,	
Program	97.024		367,818	
Total U.S. Department of Homeland Security			3,462,097	
Total U.S. Department of Homeland Security			3,462,097	
U.S. Department of Economic Development Pass-through program from:				
Missouri Department of Economic Development	94.006		20,052	
AmeriCorps Total U.S. Department of Economic Development	94.000		20,052	
Total 5.5. Department of Economic Development			20,032	
Total Expenditures of Federal Awards			\$ 20,956,576	\$ 15,621,865

St. Louis Area Food Bank, Inc. Notes to Schedule of Expenditures of Federal Awards June 30, 2023

1. BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal award activity of St. Louis Area Food Bank, Inc. (the "Organization") under programs of the federal government for the year ended June 30, 2023. The information in this Schedule is presented in accordance with the 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). Because the Schedule presents only a selected portion of the operations of the Organization, it is not intended to and does not present the financial position, changes in net assets, or cash flows of the Organization.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or limited as to reimbursement. The Organization elected to use the 10 percent de minimus indirect cost rate primarily for fiscal year 2023.

Pass-through entity identifying numbers are presented where available and applicable.

3. ASSISTANCE PROVIDED TO SUBRECIPIENTS

Non-monetary assistance is reported in the Schedule at the fair value of commodities. Of the federal expenditures presented in the Schedule, the Organization provided non-monetary federal awards to subrecipients as follows:

Missouri Department of Social Services	\$ 7,802,557
Missouri Department of Health and Senior Services	2,823,299
Illinois Department of Human Services	 4,996,009
	\$ 15,621,865

No monetary federal awards were provided to subrecipients.

4. INVENTORY

Government commodities stated at fair value included in inventory at June 30, 2023 are as follows:

Missouri Department of Social Services	\$ 715,420
Missouri Department of Health and Senior Services	360,627
Illinois Department of Human Services	 445,780
	\$ 1 521 827

St. Louis Area Food Bank, Inc. Notes to Schedule of Expenditures of Federal Awards June 30, 2023

5. FEDERAL INSURANCE AND LOAN PROGRAMS

The Organization had no federal insurance programs in effect and no loan or loan guarantee programs outstanding during the year ended June 30, 2023.

6. RELATIONSHIP TO BASIC FINANCIAL STATEMENTS

Federal awards included in the accompanying Schedule, excluding federal awards of food commodities, are reported as government grants support and revenue in the Organization's basic financial statements. Federal awards of food commodities included in the accompanying Schedule are reported as consumable product donations/receipts support and revenue in the Organization's basis financial statements.

7. PRE-AWARD COSTS

Grants awarded in fiscal year 2023 that were received from the Federal Emergency Management Agency ("FEMA") through the Missouri Department of Social Services allowed for organizations to reimburse for costs in previous fiscal years. As such, expenditures, included in the accompanying schedule of expenditures of federal awards, totaling \$3,094,279, were incurred in fiscal year 2022 and 2021.

St. Louis Area Food Bank, Inc. Schedule of Findings and Questioned Costs For the Year Ended June 30, 2023

SECTION I - SUMMARY OF AUDITOR'S RESULTS

Financial	Statements

Unmodified Type of auditor's report issued:

Internal control over financial reporting:

Material weakness(es) identified? No

Significant deficiency(ies) identified that are not considered to be material weaknesses? None reported

Noncompliance material to financial statements noted? No

Federal Awards

Internal control over major programs:

Material weakness(es) identified? No

Significant deficiency(ies) identified that are not considered to be material weaknesses?

None reported

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 200.516(a)? No

Identification of major programs:

Name of Federal Program or Cluster AL Number

United States Department of Agriculture, Food Distribution Program

Cluster 10.568, 10.569, 10.565

Dollar threshold used to distinguish between Type A and Type B

programs \$750,000

Auditee qualified as low-risk auditee? Yes

St. Louis Area Food Bank, Inc. Schedule of Findings and Questioned Costs For the Year Ended June 30, 2023

SECTION II - SUMMARY OF FINANCIAL STATEMENT FINDINGS

There are no financial statement findings to be reported.

SECTION III - SUMMARY OF FEDERAL AWARD FINDINGS AND QUESTIONED COSTS

There are no federal award findings to be reported.

St. Louis Area Food Bank, Inc. Summary Schedule of Prior Audit Findings For the Year Ended June 30, 2023

There were no prior year findings.



<u>Grantee Portal</u> / <u>Audit Reviews</u> / <u>Audit</u> / <u>CYEFR</u> / Program

Cancel Save		
Agency	Department Of Human Services (444)	
Program	Emergency Food Assistance Program (Administrative Costs) (444-80-0166)	
	This program as added due to awards found in the CSFA. It cannot be removed.	
Program Limitations	○ Yes No	
	Identify Limitations (required if Yes)	
Mandatory Match %	○ Yes	
Indirect Cost Rate	0.00%	
Indirect Cost Rate Base		

Category	State Amount	Federal Amount	Match Amount	Total
Personal Services (Salaries and Wages)	0.00	134346.00	0.00	134,346.00
Fringe Benefits	0.00	37509.00	0.00	37,509.00
Travel	0.00	0.00	0.00	0.00
Equipment	0.00	145279.00	0.00	145,279.00
Supplies	0.00	0.00	0.00	0.00
Contractual Services	0.00	0.00	0.00	0.00
Consultant (Professional Services)	0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00	0.00
Occupancy - Rent and Utilities	0.00	0.00	0.00	0.00

Category	State Amount	Federal Amount	Match Amount	Total
Research and Development	0.00	0.00	0.00	0.00
Telecommunications	0.00	0.00	0.00	0.00
Training and Education	0.00	0.00	0.00	0.00
Direct Administrative Costs	0.00	0.00	0.00	0.00
Miscellaneous Costs	0.00	40566.00	0.00	40,566.00
Third-party in-kind contributions	0.00	0.00	0.00	0.00
Total Direct Expenses	0.00	357,700.00	0.00	357,700.00
Indirect Costs	0.00	0.00	0.00	0.00
Total Expenses	0.00	357,700.00	0.00	357,700.00

<u>Grantee Portal</u> / <u>Audit Reviews</u> / <u>Audit</u> / <u>CYEFR</u> / Program

Cancel Save	
Agency	Department Of Human Services (444)
Program	Commodity Supplemental Food Program (444-80-0667) This program as added due to awards found in the CSFA. It cannot be removed.
Program Limitations	○ Yes ● No Identify Limitations (required if Yes)
Mandatory Match %	○ Yes No Rate (required if Yes):
Indirect Cost Rate	0.00%
Indirect Cost Rate Base	

Category	State Amount	Federal Amount	Match Amount	Total
Personal Services (Salaries and Wages)	0.00	195033.00	0.00	195,033.00
Fringe Benefits	0.00	38108.00	0.00	38,108.00
Travel	0.00	0.00	0.00	0.00
Equipment	0.00	0.00	0.00	0.00
Supplies	0.00	3702.00	0.00	3,702.00
Contractual Services	0.00	0.00	0.00	0.00
Consultant (Professional Services)	0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00	0.00
Occupancy - Rent and Utilities	0.00	17881.00	0.00	17,881.00

Category	State Amount	Federal Amount	Match Amount	Total
Research and Development	0.00	0.00	0.00	0.00
Telecommunications	0.00	0.00	0.00	0.00
Training and Education	0.00	0.00	0.00	0.00
Direct Administrative Costs	0.00	0.00	0.00	0.00
Miscellaneous Costs	0.00	11825.00	0.00	11,825.00
Total Direct Expenses	0.00	266,549.00	0.00	266,549.00
Indirect Costs	0.00	16,371.00	0.00	16,371.00
Total Expenses	0.00	282,920.00	0.00	282,920.00

<u>Grantee Portal</u> / <u>Audit Reviews</u> / <u>Audit</u> / <u>CYEFR</u> / Program

Cancel Save	
Agency	Department Of Human Services (444)
Agency	Department of Human Services (444)
Program	Hunger Relief - 0706 (444-80-2224) This program as added due to awards found in the CSFA. It cannot be removed.
Program Limitations	○ Yes
Mandatory Match %	○ Yes No Rate (required if Yes):
Indirect Cost Rate	0.00%
Indirect Cost Rate Base	

Category	State Amount	Federal Amount	Match Amount	Total
Personal Services (Salaries and Wages)	0.00	0.00	0.00	0.00
Fringe Benefits	0.00	0.00	0.00	0.00
Travel	0.00	0.00	0.00	0.00
Equipment	0.00	0.00	0.00	0.00
Supplies	0.00	0.00	0.00	0.00
Contractual Services	0.00	0.00	0.00	0.00
Consultant (Professional Services)	0.00	0.00	0.00	0.00
Construction	0.00	0.00	0.00	0.00
Occupancy - Rent and Utilities	0.00	0.00	0.00	0.00

Category	State Amount	Federal Amount	Match Amount	Total
Research and Development	0.00	0.00	0.00	0.00
Telecommunications	0.00	0.00	0.00	0.00
Training and Education	0.00	0.00	0.00	0.00
Direct Administrative Costs	0.00	0.00	0.00	0.00
Miscellaneous Costs	0.00	17486.00	0.00	17,486.00
Total Direct Expenses	0.00	17,486.00	0.00	17,486.00
Indirect Costs	0.00	0.00	0.00	0.00
Total Expenses	0.00	17,486.00	0.00	17,486.00

Grantee Portal / Audit Reviews / Audit / CYEFR / Program

Cancel

Save

Program

Other grant programs and activities

Category	Direct Federal	Other Amount	Total
Personal Services (Salaries and Wages)	772776.00	0.00	772,776.00
Fringe Benefits	250081.00	0.00	250,081.00
Travel	8988.00	0.00	8,988.00
Equipment	0.00	0.00	0.00
Supplies	86742.00	0.00	86,742.00
Contractual Services	139075.00	0.00	139,075.00
Consultant (Professional Services)	13804.00	0.00	13,804.00
Construction	0.00	0.00	0.00
Occupancy - Rent and Utilities	112048.00	0.00	112,048.00
Research and Development	0.00	0.00	0.00
Telecommunications	13657.00	0.00	13,657.00
Training and Education	0.00	0.00	0.00
Direct Administrative Costs	0.00	0.00	0.00
Miscellaneous Costs	18901588.00	0.00	18,901,588.00

Category	Direct Federal	Other Amount	Total
Total Direct Expenses	20,298,759.00	0.00	20,298,759.00

<u>Grantee Portal</u> / <u>Audit Reviews</u> / <u>Audit</u> / <u>CYEFR</u> / Program

Cancel

Save

Program

All other costs not allocated

Category	Other Amount
Personal Services (Salaries and Wages)	4422226.00
Fringe Benefits	1391087.00
Travel	71101.00
Equipment	0.00
Supplies	365070.00
Contractual Services	347022.00
Consultant (Professional Services)	236653.00
Construction	0.00
Occupancy - Rent and Utilities	440448.00
Research and Development	0.00
Telecommunications	91354.00
Training and Education	0.00
Direct Administrative Costs	0.00
Miscellaneous Costs	78637842.00
Total Direct Expenses	86,002,803.00