

FINANCIAL STATEMENTS

Year Ended December 31, 2015 with Independent Auditors' Report

FINANCIAL STATEMENTS

December 31, 2015

CONTENTS

<u>Page</u>
Independent Auditors' Report1 – 2
Financial Statements: Consolidated Statement of Financial Position
Consolidated Statement of Activities and Changes in Net Assets
Consolidated Statement of Functional Expenses5
Consolidated Statement of Cash Flows6
Notes to Financial Statements
Supplemental Information: Independent Auditors' Report on Supplemental Information
Consolidating Statement of Financial Position
Consolidating Statement of Activities and Changes in Net Assets
Consolidating Statement of Cash Flows



INDEPENDENT AUDITORS' REPORT

Board of Directors **Boys & Girls Clubs of Greater Kansas City**

We have audited the accompanying consolidated financial statements of **Boys & Girls Clubs of Greater Kansas City** (the Clubs) (a nonprofit organization), which comprise the consolidated statement of financial position as of December 31, 2015, and the related consolidated statements of activities and changes in net assets, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the 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 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 audit. We conducted our audit 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 auditors' 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 auditors consider 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 financial position of **Boys & Girls Clubs of Greater Kansas City** as of December 31, 2015, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Report on Summarized Comparative Information

We have previously audited the **Boys & Girls Clubs of Greater Kansas City's** 2014 consolidated financial statements, and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated July 16, 2015. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2014, is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

Keller x Ovens, LLC

Overland Park, Kansas June 24, 2016

CONSOLIDATED STATEMENT OF FINANCIAL POSITION December 31, 2015

(With comparative totals as of December 31, 2014)

ASSETS

	2015			2014
Current Assets:				
Cash and cash equivalents:	\$	627 269	\$	272 544
Operating Designated cash	Ф	637,268 9,138	Ф	373,544 3,424
Total Cash and Cash Equivalents		646,406		376,968
Certificates of deposit, at cost		214,760		214,365
Operating pledges current		56,250		13,625
Investments		799,015		855,685
Grants and accounts receivable		606,098		820,030
Note receivable - KCMO Investment Fund		3,726,000		3,726,000
Unconditional promises to give, current portion				
less allowance for uncollectibles		508,519		160,853
Prepaid expenses and deposits		59,526		67,306
Total Current Assets		6,616,574		6,234,832
Cash Restricted for Capital Improvements		60,826		276,709
Long-term Unconditional Promises to Give, less current portion above		150,444		107 941
Long-Term Operating Pledges		50,000		197,841
Interest in Affiliated Entity		2,271,305		2,376,790
Property and Equipment, at cost,		2,271,303		2,370,770
less accumulated depreciation		11,852,300		12,531,210
Total Assets	\$	21,001,449	\$	21,617,382
LIABILITIES AND NET ASS	<u>ETS</u>			
Current Liabilities:				
Accounts payable and accrued expenses	\$	500,258	\$	649,853
Deferred rent		57,891		22,014
Other deferred revenue		409,277		414,098 27,463
Current portion of long-term debt		38,704	-	
Total Current Liabilities		1,006,130		1,113,428
Long-Term Debt - New Markets		4,900,000		4,900,000
Long-Term Debt - other, less current portion above		62,734		44,313
Total Long-Term Liabilities		4,962,734		4,944,313
Total Liabilities		5,968,864		6,057,741
Net Assets:				
Unrestricted:				
Undesignated		13,095,750		13,895,067
Board designated		729,168		772,405
Total Unrestricted Net Assets		13,824,918		14,667,472
Temporarily restricted		1,200,984		885,486
Permanently restricted		6,683		6,683
Total Net Assets		15,032,585		15,559,641
Total Liabilities and Net Assets	\$	21,001,449	\$	21,617,382

CONSOLIDATED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS Year Ended December 31, 2015

(With comparative totals for the year ended December 31, 2014)

			20)15				
	Unrestricted		emporarily Restricted	Permanently Restricted	Totals		2014 Totals	
Grants and Contributions	\$ 3,977,649	\$	833,074	\$ -	\$	4,810,723	\$	4,349,856
Other Support and Revenue:								
Special events:								
Special event income	1,673,719		-	-		1,673,719		1,331,748
Special event expenses	(537,069)		<u>-</u>			(537,069)		(430,056)
Net special event income	1,136,650		-	-		1,136,650		901,692
Membership dues and program service fees	50,534		-	-		50,534		52,194
Rental income	157,782		-	-		157,782		162,378
Investment return	(26,180)		(7,328)	-		(33,508)		27,792
Equity in earnings of affiliated entity	(105,485)		-	-		(105,485)		(90,140)
Summer school	573,189		-	-		573,189		474,821
Food subsidy	554,500		-	-		554,500		443,555
Other income	136,287		-	-		136,287		113,345
Net assets released from restrictions	510,248		(510,248)			<u> </u>		
Total Other Support and Revenue	2,987,525		(517,576)		_	2,469,949		2,085,637
Total Support and Revenue	6,965,174		315,498	-		7,280,672		6,435,493
Expenses:								
Program services	6,156,018		-	-		6,156,018		5,798,052
Supporting services:								
Fundraising	642,576		-	-		642,576		741,093
Management and general	1,009,134					1,009,134		1,011,390
Total Supporting Services	1,651,710					1,651,710		1,752,483
Total Expenses	7,807,728	_	<u>-</u>		_	7,807,728		7,550,535
Change in Net Assets	(842,554)		315,498	-		(527,056)		(1,115,042)
Net Assets, Beginning of Year	14,667,472		885,486	6,683	_	15,559,641		16,674,683
Net Assets, End of Year	\$ 13,824,918	\$	1,200,984	\$ 6,683	\$	15,032,585	\$	15,559,641

See accompanying notes

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES Year Ended December 31, 2015

(With comparative totals for the year ended December 31, 2014)

	2015
	Ma
Englariain a	

		2015				
	Program			nnagement d General Total		
	110814111	Fundraising	una General	10141	2014	
Salaries	\$ 2,696,933	\$ 381,711	\$ 493,525	\$ 3,572,169	\$ 3,497,225	
Employee benefits	517,902	100,651	116,429	734,982	724,845	
Professional fees	212,299	944	137,567	350,810	325,984	
Supplies	267,170	12,116	21,990	301,276	356,316	
Telephone	50,358	6,593	5,605	62,556	74,804	
Postage	3,882	9,231	1,436	14,549	6,470	
Occupancy	856,367	39,446	23,116	918,929	877,655	
Printing and subscriptions	39,229	1,969	-	41,198	5,557	
Transportation	96,443	4,974	5,928	107,345	106,514	
Equipment rental/maintenance	19,519	3,024	1,381	23,924	22,351	
Food and beverage	327,202	1,703	11,689	340,594	275,573	
Dues and contributions	173,668	5,296	29,671	208,635	220,519	
Bank fees	-	-	68,005	68,005	68,005	
Marketing and advertising	40,774	34,859	-	75,633	49,417	
Training	39,940	5,073	13,859	58,872	40,668	
Miscellaneous	7,327	-	5,403	12,730	26,287	
Interest, fees and credit card interest	2,325		38,544	40,869	49,920	
Total Expenses Before Depreciation	5,351,338	607,590	974,148	6,933,076	6,728,110	
Depreciation	804,680	34,986	34,986	874,652	822,425	
Total Functional Expenses	\$ 6,156,018	\$ 642,576	\$ 1,009,134	\$ 7,807,728	\$ 7,550,535	

See accompanying notes

CONSOLIDATED STATEMENT OF CASH FLOWS Year Ended December 31, 2015

(With comparative totals for the year ended December 31, 2014)

		2015		2014
Cash Flows From Operating Activities:		_		
Change in net assets	\$	(527,056)	\$ (1,115,042)
Adjustments to reconcile change in net assets to				
net cash flows provided (used) by operating activities:				
Depreciation		874,652		822,425
Loss on disposal of fixed assets		3,427		-
Donated stock		(60,703)		(69,076)
Realized and unrealized loss (gain) on investments		53,446		(9,065)
Operating pledges - current		(42,625)		61,201
Operating pledges - Olathe		(130,867)		16,020
Operating pledges - long term		(50,000)		_
Interest in affiliated entity		105,485		90,139
Change in operating assets and liabilities:				
Grants and accounts receivable		213,932		(559,324)
Prepaid expenses and deposits		7,780		(8,880)
Deferred rent		35,877		22,014
Accounts payable and other deferred revenue		(154,416)		265,587
Net Cash Provided (Used) by Operating Activities		328,932		(484,001)
Cash Flows from Investing Activities:				
Net capital campaign activity		(169,402)		250,533
Net change in certificates of deposit, at cost		(395)		(200)
Change in assets restricted for renovation of Independence unit		215,883		1,206,699
Change in assets for Leslie renovation		-	(1,602,879)
Purchase of property and equipment		(123,908)		(68,368)
Proceeds from sale of investments		840,317		1,345,567
Purchase of investments		(776,390)		(789,134)
Net Cash (Used) Provided by Investing Activities	_	(13,895)		342,218
Cash Flows from Financing Activities:				
Proceeds from long-term debt		650,000		680,000
Repayment of long-term debt	_	(695,599)		(696,269)
Net Cash Used by Financing Activities	_	(45,599)		(16,269)
Net Change in Cash and Cash Equivalents		269,438		(158,052)
Cash and Cash Equivalents, Beginning of Year	_	376,968		535,020
Cash and Cash Equivalents, End of Year	\$	646,406	\$	376,968

NOTES TO FINANCIAL STATEMENTS December 31, 2015

1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization - **Boys and Girls Clubs of Greater Kansas City** (the Clubs) is a Missouri not-for-profit corporation organized to promote educational, vocational, social, character and leadership development of youth. The aim is to help young people improve their lives by building self-esteem and developing values and skills during critical periods of growth. The Clubs' donors and program participants are mainly located in the Kansas City, Missouri metropolitan area.

Boys and Girls Clubs New Markets, Inc. (the Markets) was formed under the laws of Missouri on December 8, 2009, to meet the necessary structuring requirements to enter into a transaction intended to qualify for the New Markets Tax Credit, as outlined in Internal Revenue Code (IRC) Section 45D.

Advertising - The Clubs expense advertising costs as they are incurred. During 2015, \$75,633 was expensed.

Basis of Accounting - The financial statements have been prepared on the accrual basis of accounting.

Basis of Presentation - Financial statement presentation follows the recommendations of the Financial Accounting Standards Board ("FASB") in FASB Accounting Standards Codification ("ASC") 958-210. Under FASB ASC 958-210, the Clubs are required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Board Designated Net Assets - Board designated net assets consist primarily of reserves for specific uses, including operating reserves, endowment funds and other reserves.

Cash and Cash Equivalents – For purposes of the statement of cash flows, cash consists of cash, non-interest-bearing checking accounts and short-term money market investments. Cash does not include cash restricted for long-term purposes such as capital improvements.

Comparative Information – The financial statements include certain prior year summarized information in total, but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Clubs' financial statements for the year ended December 31, 2014 from which the information is derived.

Concentration of Risk – The Clubs maintain their cash and cash equivalents in four financial institutions located in the greater Kansas City, Missouri area. At times during the year some of the Clubs' balances exceed federally insured limits. The Clubs have not experienced any losses in these accounts in the past, and management believes the Clubs are not exposed to significant credit risks as they periodically evaluate the strength of the financial institutions in which the Clubs deposits funds.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Contributions - The Clubs follow the accounting principles under FASB ASC 958-605. In accordance with FASB ASC 958-605, contributions received are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. Support and investment income that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the income is recognized. All other donor-restricted support is reported as an increase in temporarily or permanently restricted net assets, depending on the nature of the restriction. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

Donated Assets and Services – Donated assets and services are reflected as contributions at their estimated fair value at the date of receipt. During the year, \$59,500 of advertising, \$28,250 related to special events, \$38,500 of printing, and supplies and other miscellaneous non-cash donations of \$149,938 were donated. Six stock donations were received during the year with fair values at the date of the gifts totaling \$60,703. In addition, a substantial number of volunteers have donated thousands of hours of their time during the years ended December 31, 2015 and 2014, which do not meet the requirements of contributions under Statement of Financial Accounting Standards FASB ASC 958-605 and, accordingly, are not recorded in these financial statements.

Functional Expenses – The Clubs allocate expenses on a functional basis among the various programs and support services. Expenses that can be identified with a specific program and support service are allocated directly according to their natural expenditure classification. Other expenses that are common to several functions are allocated by management's estimate of resources devoted to the program or support service.

Income Taxes - The Clubs are classified as tax exempt under Section 501(c)(3) of the Internal Revenue Code and do not incur income taxes. In addition, the Clubs have been classified as a publicly-supported organization which is not a private foundation within the meaning of Section 509(a)(1) of the code.

The Clubs have adopted FASB ASC 740-10 as it might apply to the Clubs' financial transactions. The Clubs' policy is to record a liability for any tax position that is beneficial to the Clubs, including any related interest and penalties, when it is more likely than not the position taken by management with respect to the transaction or class of transactions will be overturned by a taxing authority upon examination. Management believes there are no such positions as of December 31, 2015 and, accordingly, no liability has been accrued. However, in general, tax years for the three prior years remain subject to IRS examination.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investments - Investments in marketable securities with readily determinable fair values and all investments in debt securities are stated at fair value. Unrealized gains and losses are included in investment income in the accompanying statement of activities.

Permanently Restricted Net Assets – Permanently restricted net assets consist of a single contribution of cash, the interest on which is to be used for scholarships. Amounts received during the year that are permanently restricted by donors are recorded as being permanently restricted. Earnings on permanently restricted net assets that are to be expended in accordance with the desires of donors are recorded as temporarily restricted net assets. Once expenses are incurred for their donor-restricted purpose the earnings are released from restriction.

Principles of Consolidation - The consolidated statements of the Clubs and the Markets are prepared in accordance with accounting principles generally accepted in the United States of America applicable to not-for-profits related by common control. All material intercompany balances and transactions have been eliminated in consolidation.

Property and Equipment - Property and equipment are stated at cost at the date of acquisition or fair value at date of donation, over a nominal amount, in the case of gift. If donors stipulate how long the assets must be used, the contributions are recorded as restricted support. In the absence of such stipulations, contributions of property and equipment are recorded as unrestricted support. Maintenance and repairs are charged to expense as incurred. When items of property or equipment are sold or retired, the related cost is removed from the accounts and any gain or loss is included in the results of operations. Depreciation is provided over the estimated useful lives of the respective assets on the straight-line basis. Lives for depreciation are as follows:

Building and improvements	10 - 30 years
Furniture and equipment	3 - 10 years
Vehicles	3 - 5 years

Reclassifications – Certain accounts in the prior-year comparative financial statements have been reclassified for comparative purposes to conform to the presentation in the current-year financial statements.

Subsequent Events - Management has evaluated events and transactions that have occurred since December 31, 2015 and reflected their effects, if any, in these financial statements through June 24, 2016, the date the financial statements were available to be issued.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

1. ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Unconditional Promise to Give – 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. The discounts on those amounts are computed using interest rates applicable to the years in which the promises are received.

Use of Estimates - The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

2. FAIR VALUE MEASUREMENTS OF ASSETS AND LIABILITIES

The objective of a fair value measurement is to determine 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 (an exit price). Accordingly, the fair value hierarchy gives the highest priority to quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The three-tier hierarchy of inputs is summarized in the three broad levels below:

- Level 1 inputs are unadjusted quoted market prices in active independent markets for identical assets and liabilities;
- Level 2 inputs are directly or indirectly observable estimates from quotes for similar but not identical assets and liabilities, market trades for identical assets not actively traded or other external independent means;
- Level 3 inputs are unobservable and reflect assumptions on the part of the reporting entity.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

2. FAIR VALUE MEASUREMENTS OF ASSETS AND LIABILITIES (continued)

The following table sets forth information about the level within the fair value hierarchy at which the Clubs' financial assets and liabilities are measured on a recurring basis at December 31, 2015:

	F:	air Value	Ac Fe <u>Asse</u>	Unc	Significant Unobservable Inputs (Level 3)	
Assets:						
Investments:						
Cash and cash						
equivalents	\$	9,853	\$	8,954	\$	899
Equities:						
Domestic		357,594		324,838		32,756
Fixed Income:						
Domestic		431,568		409,514		22,054
Total Assets,						
recurring basis	\$	799,015	\$	743,306	\$	55,709

The following table sets forth information about the level within the fair value hierarchy at which the Clubs' financial assets and liabilities are measured on a recurring basis at December 31, 2014:

	Fa	Fair Value		Quoted Prices In Active Markets For Identical Assets (Level 1)		gnificant observable os (Level 3)
Assets:						
Investments:						
Cash and cash						
equivalents	\$	6,050	\$	5,952	\$	98
Equities:						
Domestic		572,803		537,941		34,862
Fixed Income:						
Domestic		276,832		253,563		23,269
Total Assets,						
recurring basis	<u>\$</u>	855,685	\$	797,456	\$	58,229

NOTES TO FINANCIAL STATEMENTS December 31, 2015

2. FAIR VALUE MEASUREMENTS OF ASSETS AND LIABILITIES (continued)

Assets measured at fair value on a recurring basis using significant unobservable inputs (Level 3) include investments with a community foundation:

December 31, 2013	\$	57,755
Total gains or losses (realized/unrealized) Grants approved		2,472 (2,654)
Net investment income/fees		656
December 31, 2014		58,229
Total gains or losses (realized/unrealized)		(1,206)
Grants approved		(2,804)
Net investment income/fees		1,490
December 31, 2015	<u>\$</u>	55,709

The amount of total losses for the year ended December 31, 2015 included in net unrestricted net assets attributable to the change in unrealized losses relating to assets still held at the reporting date is \$1,388.

Net losses (realized and unrealized) for 2015 included in unrestricted net assets for the year are reported in investment return as \$1,206.

Fair value for the beneficial interest in community foundation (Level 3) is based upon the stated fair value obtained from the community foundation.

3. INVESTMENTS

Investments at December 31 consisted of the following:

		2015	 2014
Exchange traded funds Cash and cash equivalents Fixed income securities	\$	357,594 9,853 431,568	\$ 572,803 6,050 276,832
Total Investments	\$	799,015	\$ 855,685
Return from investments is summarized as follows:			
Interest and dividends Net realized gains Net unrealized gains Management fees	\$	26,167 155,777 (209,223) (6,229)	\$ 25,020 44,224 (35,159) (6,293)
Total Investment Return	<u>\$</u>	(33,508)	\$ 27,790

NOTES TO FINANCIAL STATEMENTS December 31, 2015

4. UNCONDITIONAL PROMISES TO GIVE

Included in unconditional promises to give are unconditional promises to give to operations and capital campaigns:

			2015		2015 2014		2014
Unconditional promises to give - capital campaign pledges Less: Unamortized discount Less: Allowance for uncollectibles Net unconditional promise to give		\$ 	774,769 9,556 765,213 - 765,213	\$ 	387,978 15,659 372,319 - 372,319		
Amounts due in:							
Years Ending December 31, 2016 2017 2018	\$	170	4,769),000 <u>),000</u>				
Total	<u>\$</u>	774	<u> 1,769</u>				

5. INTEREST IN AFFILIATED ENTITY

The Clubs have entered into a joint venture with Mt. Carmel Redevelopment Corporation (MCRC), an unrelated not-for-profit organization, to construct and operate a community center in Kansas City, Kansas. During December 2004, the Clubs formalized this venture by forming Heathwood Community Center LLC (HCC), a not-for-profit organized under Internal Revenue Code Section 501(c)(3). The operating agreement provides for each entity to maintain 50% control over the project. The Clubs have accounted for their interest in HCC under the equity method of accounting and have included the value on the statement of financial position as an interest in affiliated entity. Any inter-company transactions have been eliminated. The following information summarizes the total activity of the joint venture through December 31, 2015: Total assets \$4,551,526, total liabilities \$8,916, net assets \$4,542,610, revenues \$260,508, net loss \$(210,968).

NOTES TO FINANCIAL STATEMENTS December 31, 2015

6. PROPERTY AND EQUIPMENT

Property and equipment includes the following:

	2015	2014
Buildings and improvements	\$ 22,102,431	\$ 22,057,688
Furniture and equipment	1,369,833	1,310,097
Vehicles	265,972	261,586
	23,738,236	23,629,371
Accumulated depreciation	(12,727,006)	(11,891,231)
	11,011,230	11,738,140
Land	793,070	793,070
Construction in progress	48,000	
Total Property and Equipment	<u>\$ 11,852,300</u>	<u>\$ 12,531,210</u>

The aggregate depreciation expense charged to operations for the years ended December 31, 2015 and 2014 was \$874,652 and \$822,425 respectively.

7. LINE OF CREDIT

The Clubs have a \$500,000 bank line of credit that has a variable rate of interest based on the UMB prime rate, with a floor of 3.25%. The interest rate at December 31, 2015 was 3.5%. The line of credit was renewed in April, 2013 as a revolving line of credit that is due on demand. The loan is secured by the endowment assets.

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NOTES TO FINANCIAL STATEMENTS December 31, 2015

8. LONG-TERM DEBT

	 2015	_	2014
Note bearing interest at 1.39%, payable in quarterly installments of \$12,914, interest only through February, 2017 at which time principal and interest payments of \$36,092 per quarter will be due. The loan matures on February 19, 2045. The loan is collateralized by property owned by the Clubs (*Leslie property, East 43 rd property and Elmwood property). The Clubs were not in compliance with a covenant to supply audited financial statements to the lender within a specified time period after year-end. The lender has waived the requirement for this year.	\$ 3,726,000	\$	3,726,000
Note bearing interest at 1.39%, payable in quarterly installments of \$4,069, interest only until February, 2017 at which time quarterly interest and principal payments of \$11,371 will be due. The loan matures on February 19, 2045. The loan is collateralized by property owned by the Clubs*. The Clubs were not in compliance with a covenant to supply audited financial statements to the lender within a specified time period after year-end. The lender has waived that requirement for this year.	1,174,000		1,174,000
Note bearing interest at 4.2%, payable in monthly installments of \$587 including interest. The loan was paid off in 2015. The note is collateralized by the vehicle financed by this note.	-		18,785
Note bearing interest at 3.84%, interest and principal payments of \$550 due through November, 2021 at which time any interest and remaining principal payments become due. The note is collateralized by the vehicle financed by this note.	35,316		-
Note bearing interest at 4.0%, interest and principal payments of \$380 due through June 2017 at which time any interest and remaining principal payments become due. The note is collateralized by the vehicle financed by this note.	6,593		10,797

NOTES TO FINANCIAL STATEMENTS December 31, 2015

8. LONG	-TERM DEBT	(continued)
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LONG-TERM DEDT (continued)	2015	2014
Note bearing interest at 5.0%, interest and principal payments of \$472 due through January, 2017 at which time any interest and remaining principal payments become due. The note is collateralized by the vehicle financed by this note. The Clubs were not in compliance with a covenant to supply audited financial statements to the lender within a specified time period after year-end. The lender has waived that requirement for this year.	5,959	11,178
Note bearing interest at 3.75% payable in monthly installments of \$1,176 including interest. Final payment is due May, 2018. The note is collateralized by the computers financed by this note.	32,539	-
Note bearing interest at 3.75% payable in monthly installments of \$913 including interest. Final payment is due October, 2017. The note is collateralized by the computers financed by this note. Current portion of long-term debt	21,031 \$ 5,001,438 (38,704)	31,016 \$ 4,971,776 (27,463)
Total Long-term Debt	\$ 4,962,734	\$ 4,944,313
Maturities on long-term debt are as follows:		
Years Ending December 31		
2016 2017 2018 2019 2020 Thereafter	\$ 38,704 122,533 137,173 131,568 133,552 4,437,908	
Total	\$ 5,001,438	

NOTES TO FINANCIAL STATEMENTS December 31, 2015

9. ENDOWMENTS

The Board of Directors of the Clubs have interpreted the Missouri Uniform State 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 Clubs classify as permanently restricted net assets (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 permanent 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 permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the organization in a manner consistent with the standard of prudence prescribed by UPMIFA. 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.

As of December 31, 2015, the Board of Directors had designated \$448,510 of unrestricted net assets as a general endowment for membership and college scholarships for kids. Since this amount resulted from an internal designation and is not donor-restricted, it is classified and reported as unrestricted net assets. In addition, donors had contributed an additional \$293,743 for the same purpose. These funds are classified as temporarily restricted net assets until used for the purposes the donor stipulated.

The Clubs have a combined 5% spending policy of appropriating for distribution each year of the temporarily restricted portion of the endowment's fair value and of the board-designated unrestricted portion of the endowment's fair value. In establishing this policy, the Clubs considered the long-term expected investment return on its endowment. Accordingly, over the long-term, the Clubs expect the current spending policy to allow this endowment fund to grow at an average of 5% annually. This is consistent with the Clubs' objective to maintain the historic dollar value of the endowment assets as well as to provide additional growth through investment return.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

9. ENDOWMENTS (continued)

To achieve that objective, the Clubs have adopted an investment policy that attempts to maximize total return consistent with an acceptable level of risk. Endowment assets are invested in a variety of equity mutual funds that are intended to result in a consistent inflation-protected rate of return that has sufficient liquidity to make the annual distributions while growing the fund if possible. The Clubs have established the following ranges by investment type: equities – 40% to 70%; fixed income – 15% to 60%; cash and equivalents – 0% to 30%; and alternative assets – 0% to 15%. The Clubs expect its endowment assets, over time, to produce an average rate of return over inflation, as measured by the Consumer Price Index, of approximately 5% annually, after fees. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund; investment assets and allocations between asset classes and strategies are managed to not expose the fund to unacceptable risks.

Composition of and changes in endowment net assets for the year ended December 31, 2015 were as follows:

		Board-]	Donor-
	Designated		Restricted	
Net assets, beginning of year	\$	496,284	\$	301,071
Contributions Investment income		13,403		20,928 7,927
Net depreciation		(57,620)		(34,079)
Fees and disbursement amounts appropriated for expenditure		(3,557)		(2,104)
Net assets, end of year	\$	448,510	\$	293,743

Composition of and changes in endowment net assets for the year ended December 31, 2014 were as follows:

	_ <u>D</u>	Board- esignated	Donor- estricted
Net assets, beginning of year	\$	509,276	\$ 290,438
Contributions		-	15,545
Investment income		15,615	5,904
Net appreciation		4,567	1,719
Fees and disbursement amounts appropriated for expenditure		(33,174)	 (12,535)
Net assets, end of year	<u>\$</u>	496,284	\$ 301,071

NOTES TO FINANCIAL STATEMENTS December 31, 2015

10. OPERATING LEASES

The Clubs entered into a lease agreement for office space on August 15, 2014 and certain equipment under operating leases. Future minimum rental payments required under operating leases that have initial or remaining noncancellable lease terms in excess of one year are as follows:

Year Ending December 31,		Office		Equipment		<u>Total</u>	
2016	\$	129,830	\$	21,780	\$	151,610	
2017		131,899		21,780		153,679	
2018		133,968		21,780		155,748	
2019		136,037		1,912		137,949	
2020		138,106		-		138,106	
Thereafter		609,845				609,845	
Totals	<u>\$</u>	1,279,685	\$	67,252	\$	1,346,937	

Total rental expense under operating leases with terms in excess of one month amounted to \$165,766 and \$164,515 for the years ended December 31, 2015 and 2014, respectively.

11. LEASE COMMITMENTS

The Organization rents a portion of the "Thornberry Unit" to a school. The lease calls for rent in the amount of \$1.00 per month. In addition, the school is required to pay additional rent equal to the allocated expenses of the property. The lease is for 30 years but also has two optional 10-year renewal terms. Total rent received was \$157,782 and \$162,378 for the years ending December 2015 and 2014, respectively.

12. PENSION PLAN

The Clubs have a defined contribution pension plan covering substantially all full-time employees who have completed at least one year of service. The Clubs make discretionary contributions based on the participants' qualifying wages and their contributions through compensation reduction. No discretionary contributions were made in 2015. The 401(K) match was \$68,546 and \$68,355 for the years ending December 31, 2015 and 2014, respectively.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

13. CASH FLOW DISCLOSURES

Designated cash includes funds that have been designated by the Board of Directors for specific uses, including operating reserves, and other reserves.

	2015	2014
The following is the supplemental disclosure to the statement of cash flows:		
Cash paid for interest	<u>\$ 7,755</u>	\$ 8,432
The following is a summary of non-cash investing and financing activities:		
Property and equipment acquired using debt	<u>\$ 75,261</u>	<u>\$ 31,016</u>

14. NEW MARKETS TAX CREDIT

In 2010, **Boys and Girls Clubs New Markets, Inc.** obtained financing through the New Market Tax Credit (NMTC) program. The proceeds of \$4,900,000 were used to rehabilitate property owned by the Clubs. The NMTC financing is provided through two loans, an "A" loan and a "B" loan. Loan A, in the amount of \$3,726,000 is at a fixed rate of 1.38639% per annum and requires quarterly interest payments of \$12,914 until February, 2017 at which time quarterly principal and interest payments of \$36,092 will be due with a maturity date of February 19, 2045. No prepayment is allowed during the first seven years. Loan B, in the amount of \$1,174,000 is at a fixed rate of 1.38639% per annum and requires quarterly interest payments of \$4,069 until February, 2017 at which time quarterly principal and interest payments of \$11,371 will be due with a maturity date of February 19, 2045. No prepayment is allowed during the first seven years.

In addition, the Clubs loaned KCMO Investment Fund I, LLC \$3,726,000 which was used as the investment into KCMO CDE I, LLC which is the Community Development Entity that loaned the funds to **Boys and Girls Clubs New Markets, Inc.** The loan term is 30 years at a rate of 1.96833% and requires quarterly principal and interest payments to the Clubs of \$46,214. This loan along with a \$1,306,500 capital investment from U.S. Bancorp Community Development Corporation funded KCMO Investment Fund I, LLC.

At the end of the seven-year term, a put/call agreement may be exercised whereby U.S. Bancorp Community Development Corporation's interest is sold to the Clubs.

NOTES TO FINANCIAL STATEMENTS December 31, 2015

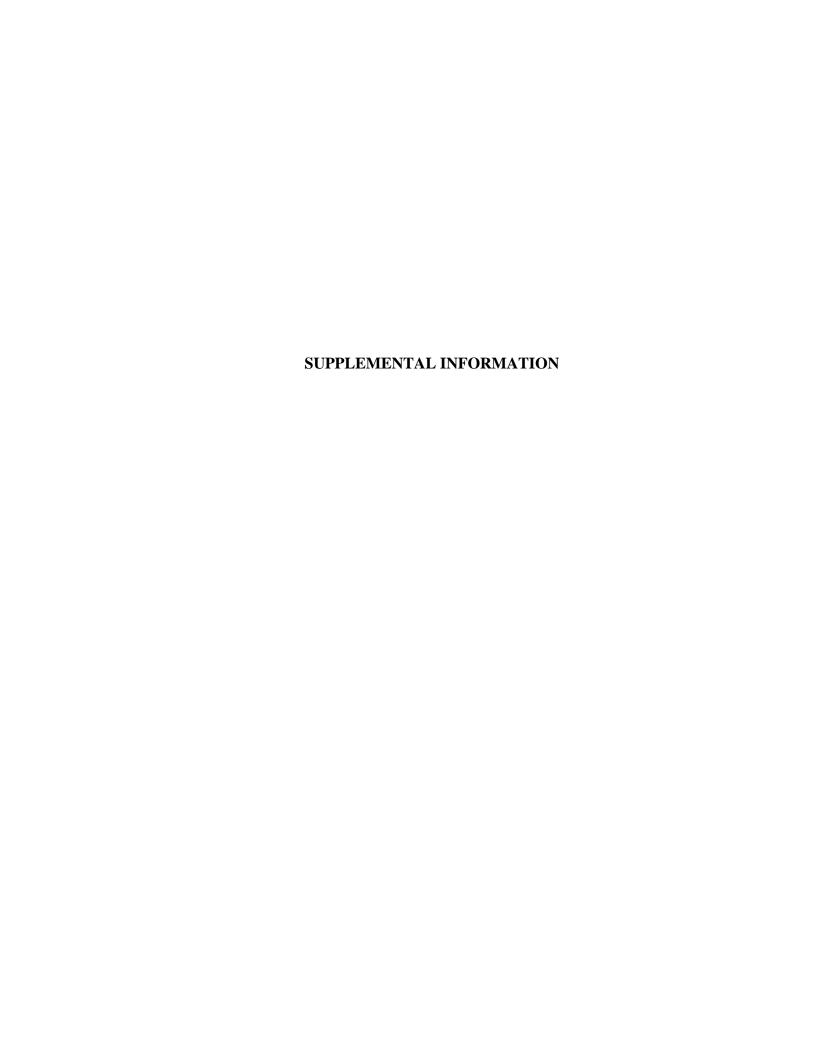
15. RESTRICTED NET ASSETS

Restricted net assets consist of the following for the years ended December 31:

	2015	2014
Temporarily restricted net assets Endowment funds Pool repairs Campaign funds	\$ 293,743 81,200 60,828	\$ 301,071 - 212,096
Total purpose restrictions Pledges receivable restricted for future periods Total time restrictions	435,771 <u>765,213</u> <u>765,213</u>	513,167 <u>372,319</u> <u>372,319</u>
Total Temporarily Restricted Net Assets	<u>\$ 1,200,984</u>	\$ 885,486
Permanently restricted net assets Endowment funds	<u>\$ 6,683</u>	\$ 6,683

The sources of net assets released from temporary donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of events specified by the donors were as follows for the years ended December 31, 2015 and 2014.

Funds restricted for Independence unit project	\$ -	\$ 1,527,862
Funds restricted for pool	48,000	-
Funds restricted for salary and operating	 462,248	 918,207
Net Assets Released from Restrictions	\$ 510,248	\$ 2,446,069





Keller & Owens, LLC

Certified Public Accountants

INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTAL INFORMATION

Board of Directors **Boys and Girls Clubs of Greater Kansas City**

We have audited the consolidated financial statements of **Boys and Girls Clubs of Greater Kansas City** as of and for the year ended December 31, 2015, and have issued our report thereon dated June 24, 2016, which contained an unmodified opinion on those financial statements and appears on pages 1-2. We have previously issued our opinion dated July 16, 2015 on the 2014 financial statements and supplemental information. Our audit was performed for the purpose of forming an opinion on the consolidated financial statements as a whole.

The consolidating statements on pages 23 - 25 are presented for purposes of additional analysis and are not a required part of the 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 audit 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.

Keller x Ovens, LLC

Overland Park, Kansas June 24, 2016

CONSOLIDATING STATEMENT OF FINANCIAL POSITION December 31, 2015

(With comparative totals as of December 31, 2014)

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	ASS	SETS			
	Boys & Girls	Boys & Girls			
	Clubs of Greater	Clubs New			
	Kansas City	Markets Inc.	Eliminations	Total	2014
Current Assets:					
Cash and cash equivalents:					
Operating	\$ 637,213	\$ 55	\$ -	\$ 637,268	\$ 373,544
Designated cash	9,138	Ψ 55	Ψ _	9,138	3,424
Total Cash and Cash Equivalents	646,351	55		646,406	376,968
Certificates of deposit, at cost	214,760	33	-	214,760	214,365
		-	-		
Operating pledges current	56,250	-	-	56,250	13,625
Investments	799,015	-	-	799,015	855,685
Grants and accounts receivable	606,098	-	-	606,098	820,030
Note receivable - KCMO Investment Fund	3,726,000	-	-	3,726,000	3,726,000
Unconditional promises to give, current portion					
less allowance for uncollectibles	508,519	-	-	508,519	160,853
Prepaid expenses and deposits	59,526			59,526	67,306
Total Current Assets	6,616,519	55	-	6,616,574	6,234,832
	60.026			60.026	27 (700
Cash Restricted for Capital Improvements	60,826	-	-	60,826	276,709
Long-term Unconditional Promises to Give,					
less current portion above	150,444	-	-	150,444	197,841
Long-term Operating Pledges	50,000	-	-	50,000	-
Interest in Affiliated Entity	2,271,305	-	-	2,271,305	2,376,790
Property and Equipment, at cost,					
less accumulated depreciation	4,073,495	7,778,805	_	11,852,300	12,531,210
Total Assets	\$ 13,222,589	\$ 7,778,860	\$ -	\$ 21,001,449	\$ 21,617,382
	ABILITIES A	ND NET ASS	<u>SETS</u>		
Current Liabilities:					
Accounts payable and accrued expenses	\$ 500,258	\$ -	\$ -	\$ 500,258	\$ 649,853
Deferred rent	57,891	-	-	57,891	22,014
Other deferred revenue	409,277	-	-	409,277	414,098
Current portion of long-term debt	38,704			38,704	27,463
Total Current Liabilities	1,006,130	-	-	1,006,130	1,113,428
I T DI N M I .		4 000 000		4 000 000	4 000 000
Long-Term Debt - New Markets		4,900,000	-	4,900,000	4,900,000
Long-Term Debt - other, less current portion above	62,734			62,734	44,313
Total Long-Term Liabilities	62,734	4,900,000		4,962,734	4,944,313
Total Liabilities	1,068,864	4,900,000		5,968,864	6,057,741
Net Assets:					
Unrestricted:	10.01.000	2 070 0 00		12 00 5 5 5 0	40.005.055
Undesignated	10,216,890	2,878,860	-	13,095,750	13,895,067
Board designated	729,168			729,168	772,405
Total Unrestricted Net Assets	10,946,058	2,878,860	-	13,824,918	14,667,472
Temporarily restricted	1,200,984	-	-	1,200,984	885,486
Permanently restricted	6,683			6,683	6,683
Total Net Assets	12,153,725	2,878,860		15,032,585	15,559,641
Total Liabilities and Net Assets	\$ 13,222,589	\$ 7,778,860	\$ -	\$ 21,001,449	\$ 21,617,382

CONSOLIDATING STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS Year Ended December 31, 2015

(With comparative totals for the year ended December 31, 2014)

		2015					
	Boys & Girls Clubs of Greater Kansas City	Boys & Girls Clubs New Markets, Inc.	Eliminations	Totals	2014		
Grants and Contributions	\$ 4,810,723	\$ 80,216	\$ (80,216)	\$ 4,810,723	\$ 4,349,856		
Other Support and Revenue:	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,	. (, -,	, ,- ,	, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
Special events:							
Special event income	1,673,719	-	-	1,673,719	1,331,748		
Special event expenses	(537,069)			(537,069)	(430,056)		
Net special event income	1,136,650	-	-	1,136,650	901,692		
Membership dues and program service fees	50,534	-	-	50,534	52,194		
Rental income	157,782	-	-	157,782	162,378		
Investment return	(33,510)	2	-	(33,508)	27,792		
Equity in earnings of affiliated entity	(105,485)	-	-	(105,485)	(90,140)		
Summer school	573,189	-	-	573,189	474,821		
Food subsidy	554,500	-	-	554,500	443,555		
Other income	136,287			136,287	113,345		
Total Other Support and Revenue	2,469,947	2		2,469,949	2,085,637		
Total Support and Revenue	7,280,670	80,218	(80,216)	7,280,672	6,435,493		
Expenses:							
Program services	5,830,204	406,030	(80,216)	6,156,018	5,798,052		
Supporting services:							
Fundraising	625,217	17,359	-	642,576	741,093		
Management and general	918,902	90,232		1,009,134	1,011,390		
Total Supporting Services	1,544,119	107,591		1,651,710	1,752,483		
Total Expenses	7,374,323	513,621	(80,216)	7,807,728	7,550,535		
Change in Net Assets	(93,653)	(433,403)	-	(527,056)	(1,115,042)		
Net Assets, Beginning of Year	12,247,378	3,312,263		15,559,641	16,674,683		
Net Assets, End of Year	<u>\$ 12,153,725</u>	\$ 2,878,860	\$ -	\$ 15,032,585	\$ 15,559,641		

See accompanying notes

CONSOLIDATING STATEMENT OF CASH FLOWS Year Ended December 31, 2015

(With comparative totals for the year ended December 31, 2014)

	2015							
	Boys & Girls Clubs of Greater		Boys & Girls					
			Clu	ıbs New				
	Kansas	City	Mai	rkets Inc.	Eliminations		Total	2014
Cash Flows From Operating Activities:								
Change in net assets	\$	(93,653)	\$	(433,403)	\$ -	\$	(527.056)	\$ (1,115,042)
Adjustments to reconcile change in net assets to	T	(,,,,,,,	-	(100,100)	T	-	(==,,===)	+ (-,,- :-)
net cash flows provided (used) by operating activities:								
Depreciation	2	141,536		433,116	_		874,652	822,425
Loss on disposal of fixed assets		3,427		.00,110	_		3,427	-
Donated stock		(60,703)		_	_		(60,703)	(69,076)
Realized and unrealized loss (gain) on investments		53,446		_	_		53,446	(9,065)
Operating pledges - current		(42,625)		_	_		(42,625)	61,201
Operating pledges - Olathe		(42,623) (30,867)			_		(130,867)	16,020
Operating pleges - long term	,	(50,000)			_		(50,000)	10,020
Interest in affiliated entity		105,485			_		105,485	90,139
Change in operating assets and liabilities:		105,465		-	-		105,465	90,139
Grants and accounts receivable	,	213,932					213,932	(559,324)
	4			-	-			
Prepaid expenses and deposits		7,780		-	-		7,780	(8,880)
Deferred rent	(1)	35,877		-	-		35,877	22,014
Accounts payable and other deferred revenue	(154,416)			-	_	(154,416)	265,587
Net Cash Provided (Used) by Operating Activities	3	329,219		(287)			328,932	(484,001)
Cash Flows from Investing Activities:								
Net capital campaign activity	C	169,402)		_	_		(169,402)	250,533
Net change in certificates of deposit, at cost	(-	(395)		_	_		(395)	(200)
Change in assets restricted for renovations		(5)5)					(5,5)	(200)
of Independence Unit		215,883		_	_		215,883	1,206,699
Change in assets for Leslie renovation	-	-		_	_		210,000	(1,602,879)
Purchase of property and equipment	(1	23,908)					(123,908)	(68,368)
Proceeds from sale of investments		340,317					840,317	1,345,567
Purchase of investments		766,390)					(766,390)	(789,134)
Purchase of investments		(00,390)				-	(700,390)	(789,134)
Net Cash (Used) Provided by Investing Activities		(3,895)					(3,895)	342,218
Cash Flows from Financing Activities:								
Proceeds from long-term debt		550,000		_	_		650,000	680,000
Repayment of long-term debt		595,599)			_		(695,599)	(696,269)
Repayment of long-term deor		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		<u></u>		-	(0/3,3//)	(070,207)
Net Cash Used by Financing Activities		(45 <u>,599</u>)				_	(45,599)	(16,269)
Net Change in Cash and Cash Equivalents	2	279,725		(287)	-		279,438	(158,052)
Cash and Cash Equivalents, Beginning of Year	3	376,626		342		_	376,968	535,020
Cash and Cash Equivalents, End of Year	\$ 6	556,351	\$	55	\$ -	\$	656,406	\$ 376,968