FAMILY AND CHILDREN'S ASSOCIATION, INC. AND AFFILIATE

Mineola, New York

COMBINED FINANCIAL STATEMENTS

Including Independent Auditors' Report

As of and for the Years Ended December 31, 2014 and 2013

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COMBINED FINANCIAL STATEMENTS

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INDEPENDENT AUDITORS' REPORT

Board of Trustees
Family and Children's
Association, Inc. and Affiliate
Mineola, New York

Report on the Financial Statements

We have audited the accompanying combined financial statements of Family and Children's Association, Inc. and Affiliate (the "Organization") which comprise the combined statements of financial position as of December 31, 2014 and 2013, and the related combined statements of activities and change in net assets and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 combined financial statements that are free from material misstatements, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these combined financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the combined financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Organization's preparation and fair presentation of the combined 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 Organization'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 combined financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Board of Trustees
Family and Children's
Association, Inc. and Affiliate

Opinion

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the financial position of Family and Children's Association, Inc. and Affiliate as of December 31, 2014 and 2013, and the change in their net assets and their cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the combined financial statements as a whole. The supplementary information on page 15 is presented for the purposes of additional analysis and is not a required part of the combined 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 combined financial statements. The information has been subjected to the auditing procedures applied in the audits of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined 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 combined financial statements taken as a whole.

Baker Tilly Virchow Krause, LLP

Melville, New York
May 14, 2015

Combined Statements of Financial Position

As of December 31,		2014		2013
Assets				
Current Assets:				
Cash and cash equivalents	$	**624,205**	$	565,793
Investments		**4,171,947**		4,212,952
Accounts receivable, net of allowance of approximately $199,500 and $184,200, respectively		**3,097,289**		3,533,185
Pledges receivable		**-**		202,500
Prepaid expenses and other current assets		**174,204**		234,741
Assets - discontinued operations (Note 16)		**30,324**		36,112
Investments held as collateral (Note 2)		**6,482,412**		6,482,412
Total Current Assets		**14,580,381**		15,267,695
Property, Plant and Equipment, net		**4,180,049**		4,618,669
Other Assets		**115,371**		203,987
Total Assets	$	**18,875,801**	$	20,090,351
Liabilities and Net Assets				
Current Liabilities:				
Notes payable to bank	$	**6,482,412**	$	6,482,412
Accounts payable and accrued expenses		**1,935,443**		1,947,741
Refundable advances		**213,172**		221,592
Current portion of long-term debt		**73,450**		191,998
Liabilities - discontinued operations (Note 16)		**2,409,790**		2,483,109
Total Current Liabilities		**11,114,267**		11,326,852
Long-Term Debt		**789,579**		822,264
Other Long-Term Liabilities		**26,873**		26,873
Total Liabilities		**11,930,719**		12,175,989
Net Assets:				
Unrestricted (Note 9)		**6,554,630**		7,431,685
Temporarily restricted		**208,119**		300,344
Permanently restricted		**182,333**		182,333
Total Net Assets		**6,945,082**		7,914,362
Total Liabilities and Net Assets	$	**18,875,801**	$	20,090,351

Combined Statements of Activities and Change in Net Assets

For the Years Ended December 31,	**2014**	2013
Change in Unrestricted Net Assets from Operations:		
Support and revenue:		
Contracts and fees from government agencies	**$ 15,573,979**	$ 14,525,386
Revenue from services to other agencies	**690,530**	978,533
Other program fees	**558,026**	817,072
Contributions and grants	**771,376**	767,416
Special events revenue	**467,194**	454,536
Special event costs of direct benefits to donors	**(145,426)**	(136,770)
Loss from rental operations	**(74,772)**	(194,811)
Other income	**190,898**	194,959
Net assets released from restriction	**222,614**	224,224
Total Unrestricted Support and Revenue	**18,254,419**	17,630,545
Expenses:		
Program services:		
Mental health services	**4,692,596**	4,195,252
Runaway and homeless youth services	**3,122,588**	2,781,102
Family services	**3,174,679**	3,273,781
Services to the aged	**2,009,273**	1,974,485
Drug and alcohol services	**2,150,782**	2,302,124
Group home services	**69,129**	74,285
Independent living services	**603,608**	571,998
Adult and children and general counseling services	**385,048**	219,970
Crisis intervention and advocacy services	**67,598**	51,544
Total program services	**16,275,301**	15,444,541
Supporting services:		
Management and general	**2,132,686**	2,281,083
Fundraising	**344,562**	334,738
Total supporting services	**2,477,248**	2,615,821
Services to other agencies	**640,513**	885,178
Total Expenses	**19,393,062**	18,945,540
Change in Unrestricted Net Assets before Transfer from Investments and Non-Operating Activities	**(1,138,643)**	(1,314,995)
Transfer from Investments for Operations and Capital Expenditures	**300,000**	-
Change in Unrestricted Net Assets after Transfer for Operations and Capital Expenditures and before Non-Operating Activities	**(838,643)**	(1,314,995)

See notes to financial statements.

Combined Statements of Activities and Change in Net Assets (continued)

For the Years Ended December 31,	**2014**	2013
Change in Unrestricted Net Assets from Non-Operating Activities:		
Interest and dividend income, net of fees of $77,012 and $68,395, respectively	$ **27,288**	$ 21,217
Net realized gains on sale of investments	**349,417**	522,741
Unrealized (depreciation) appreciation in fair market value of investments	**(115,117)**	624,165
Transfer from investments for operations and capital expenditures	**(300,000)**	-
Change in Unrestricted Net Assets from Non-Operating Activities	**(38,412)**	1,168,123
Change in Unrestricted Net Assets	**(877,055)**	(146,872)
Change in Temporarily Restricted Net Assets:		
Contributions	**130,389**	41,100
Net assets released from restriction	**(222,614)**	(224,224)
Change in Temporarily Restricted Net Assets	**(92,225)**	(183,124)
Change in Net Assets	**(969,280)**	(329,996)
Net Assets, beginning of year	**7,914,362**	8,244,358
Net Assets, end of year	$ **6,945,082**	$ 7,914,362

Combined Statements of Cash Flows

For the Years Ended December 31,	2014	2013
Cash Flows from Operating Activities:		
Change in net assets	$ (969,280)	$ (329,996)
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Depreciation and amortization	642,415	637,339
Loss on sale of fixed assets	13,013	11,729
Increase in allowance for doubtful accounts	15,254	14,766
Net realized and unrealized gains on investments	(234,300)	(1,146,906)
(Increase) decrease in operating assets:		
Accounts receivable	420,642	(685,127)
Pledges receivable, net	202,500	206,981
Prepaid expenses and other current assets	60,537	(121,911)
Assets - discontinued operations	5,788	168,025
Other assets	88,616	88,714
(Decrease) increase in operating liabilities:		
Accounts payable and accrued expenses	(12,298)	256,105
Refundable advances	(8,420)	69,589
Liabilities - discontinued operations	(73,319)	(67,425)
Other long-term liabilities	-	(5,792)
Net Cash Provided by (Used in) Operating Activities	151,148	(903,909)
Cash Flows from Investing Activities:		
Purchase of property, plant and equipment	(216,808)	(115,191)
Purchase of investments	(7,831,367)	(10,768,475)
Proceeds from the sale of investments	8,106,672	10,751,035
Net Cash Provided by (Used in) Investing Activities	58,497	(132,631)
Cash Flows from Financing Activities:		
Proceeds from notes payable	-	6,732,412
Repayments of notes payable	-	(5,250,000)
Payments on long-term debt	(151,233)	(180,450)
Net Cash (Used in) Provided by Financing Activities	(151,233)	1,301,962
Net Increase in Cash and Cash Equivalents	58,412	265,422
Cash and Cash Equivalents, beginning of year	565,793	300,371
Cash and Cash Equivalents, end of year	$ 624,205	$ 565,793
Supplemental Information:		
Interest paid	$ 126,157	$ 148,454

See notes to financial statements.

Notes to Combined Financial Statements

As of and for the Years Ended December 31, 2014 and 2013

1. Description of Organization and Summary of Significant Accounting Policies

Nature of operations - Family and Children's Association, Inc. and Affiliate ("FCA" or the "Organization") is a New York State charitable not-for-profit organization established in 1998, following the merger of Family Services Association of Nassau County, Inc. with Children's House. The combined financial statements include the programs of its affiliate, Community Advocates Housing Development Fund Company, Inc. ("CAHD"), which operates a housing project in Roslyn Heights for low income families. All intercompany activities have been eliminated.

FCA provides a broad range of programs and services, which are designed to support families who are experiencing difficulties. Assistance is provided through professional counseling and through participation in community activities directed toward family well-being. The Organization works with other service providers and organizations to improve the well-being of its target population and to enhance the delivery and accessibility of programs through the greater Long Island region. Such programs include Mental Health Counseling, Family Support, Drug and Alcohol, Runaway and Homeless Youth Services, Crisis Intervention and Advocacy, Services to the Aged, as well as Independent Living Services and Group Homes.

Basis of presentation - The combined financial statements have been prepared on the accrual basis.

Revenue recognition - The Organization derives its revenue from, among other sources, contracts and fees for service from federal, state and county (Nassau and Suffolk Counties) governments; contributions and grants from individuals and organizations; Long Island's United Way contributions; fundraising drives and rental income. Revenues from reimbursement contracts are recorded as expenditures are made under the contracts.

Contributions - The Organization reports gifts of cash or other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the combined statements of activities and change in net assets as net assets released from restrictions. Temporarily restricted contributions that originate in a given year and are released from restriction in the same year by meeting the donors' restricted purposes are reflected in unrestricted net assets.

The Organization reports gifts of property, plant and equipment as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

Net assets - The net assets of the Organization are reported as follows:

> ***Unrestricted -*** Net assets which are not donor restricted and are available for general operations.
>
> ***Temporarily restricted -*** Net assets which are limited by donor restrictions that either expire with the passage of time or can be fulfilled and removed by actions of the Organization.
>
> ***Permanently restricted -*** Net assets subject to donor-imposed restrictions that stipulate resources be maintained in perpetuity, but generally permit the Organization to utilize earnings for unrestricted or temporarily restricted purposes.

Donated services - A number of volunteers have donated significant amounts of their time in the Organization's program services and fundraising campaigns. The value of this contributed time is not reflected in the accompanying combined financial statements for the years ended December 31, 2014 and 2013, as it does not meet the criteria for recognition under generally accepted accounting principles.

Pledges (unconditional promises to give) - Pledges (unconditional promises to give) that are expected to be collected within one year are recorded at net realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using a discount rate applicable to the year in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

Investments - Investments consist primarily of cash and cash equivalents and corporate stocks which are carried at fair value The change in unrealized appreciation (depreciation) in the fair value of investments is reflected in the accompanying combined statements of activities and change in net assets.

Fair value - In accordance with Accounting Standards Codification ("ASC") 820, the Organization must determine whether its assets and liabilities recorded at fair value are valued based on Level 1 (valued based on quoted prices in an active market for identical assets), Level 2 (valued based on significant other observable inputs) or Level 3 (valued based on significant unobservable inputs) measurements.

Property, plant and equipment, depreciation and amortization - Property, plant and equipment are stated at cost except for donated assets, which are recorded at fair value at the time of donation. The Organization capitalizes property and equipment with a cost of $1,000 or higher, and a useful life of at least two years. Depreciation is provided using the straight-line method calculated over the estimated lives of the related assets, which range from 2 to 40 years. Amortization of leasehold improvements is provided over the shorter of their useful lives or the terms of the lease period using the straight-line method.

Functional allocation of expenses - The costs of providing the various programs and other activities have been summarized on a functional basis in the combined statements of activities and change in net assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited based on various allocation factors.

Tax status - The Organization's income is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and a similar provision of the New York State income tax laws, except for income not related to its tax-exempt purpose (revenue from certain rental income). No income taxes were incurred for the years ended December 31, 2014 and 2013.

Uncertain tax positions - Management evaluated the Organization's tax positions and concluded that the Organization had taken no uncertain tax provisions that require adjustment to the combined financial statements to comply with the provisions of FASB Accounting Standards Codification No. 740. Generally, the Organization is no longer subject to income tax examinations by the United States federal, state or local tax authorities for the years before 2011, which is the standard statute of limitations look-back period.

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.

Cash and cash equivalents - The Organization considers all highly liquid debt instruments purchased with an original maturity of three months or less on the date of purchase to be cash equivalents, except for amounts held by investment managers, which are included in investments.

Allowance for doubtful accounts - Management must make estimates of uncollectability of accounts receivable. Management specifically analyzes accounts receivable, historical bad debts, current funding trends and changes in payment trends and rates when evaluating the adequacy of the allowance for doubtful accounts.

Evaluation of subsequent events - Management has evaluated subsequent events through May 14, 2015, the date the combined financial statements are available for issuance, for inclusion or disclosure in the combined financial statements.

2. Investments

Investments consist of the following:

As of December 31,	**2014**		2013	
	Cost	**Market Value**	Cost	Market Value
Cash and Cash Equivalents	**$ 1,615,348**	**$ 1,615,348**	$ 4,584,679	$ 4,584,679
Corporate Stocks	**4,330,489**	**5,036,609**	5,303,012	6,110,685
Corporate Bonds	**4,015,966**	**4,002,402**	-	-
Total	**$ 9,961,803**	**$ 10,654,359**	$ 9,887,691	$ 10,695,364

The following represents unrealized appreciation (depreciation) in fair market value of investments:

For the Years Ended December 31,	**2014**	2013
Unrealized Appreciation, beginning of year	**$ 807,673**	$ 183,508
Unrealized (Depreciation) Appreciation in Fair Market Value of Investments, during fiscal year	**(115,117)**	624,165
Unrealized Appreciation, end of year	**$ 692,556**	$ 807,673

Interest and dividend income was approximately $3,375 and $100,925, respectively, for 2014 and $6,495 and $83,105, respectively, for 2013.

Fair value measurements - All assets and liabilities held by the Organization that are measured at fair value as of December 31, 2014 and 2013 are Level 1 in the fair value hierarchy. The Organization had no Level 2 or Level 3 investments at December 31, 2014 or 2013.

At December 31, 2014 and 2013, $6,482,412 of the investment portfolio was held as collateral for the note payable to the bank (Note 7).

3. Transfer from Investments

The board of trustees may authorize a transfer of a designated amount from investments to the Organization's operating account. This designated amount is identified in the Organization's annual budget in order to assist with operating expenses, and is at the discretion of management and the board of trustees. For the year ended December 31, 2014, $300,000 was transferred. An endowment transfer did not occur for the year ended December 31, 2013.

4. Scholarship Fund

The Organization's scholarship fund consists of restricted cash, included in investments, and board designated funds, which together represent an endowment for scholarships.

Interpretation of relevant law - The spending of endowment funds by a not-for-profit corporation in the State of New York is governed by the New York Prudent Management of Institutional Funds Act ("NYPMIFA"). The Organization has interpreted NYPMIFA as requiring the preservation of the original value of a gift for gifts received prior to September 17, 2010, absent donor stipulations to the contrary, and for post September 17, 2010 gifts, as allowing the Organization to appropriate for expenditure or accumulate earnings as the Organization determines is prudent for the uses, benefits, purposes and duration for which the endowment fund is established, subject to the intent of the donor as expressed in the gift instrument. As a result of this interpretation, the Organization has classified as permanently restricted net assets (a) the original value of gifts donated to the permanent endowment and (b) the original value of subsequent gifts to the permanent endowment. 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.

Spending policy - The Organization may spend earnings from the scholarship fund annually to provide scholarships.

Endowment investment policy - The Organization has adopted an investment policy for endowment assets that attempts to provide a predictable stream of returns that can be utilized to fund scholarships while seeking to maintain the purchasing power of the endowment assets.

Under this policy, as approved by the board of trustees, the endowment assets are invested in a manner that is intended to achieve investment returns that are competitive versus pools of assets of similar nature and circumstances.

The following presents the composition of endowment net assets by fund type:

As of December 31,	**2014**		2013	
	Unrestricted	**Permanently Restricted**	Unrestricted	Permanently Restricted
Board Designated Endowment Funds	**$ 248,208**	**$ -**	$ 249,746	$ -
Donor Restricted Endowment Funds	**-**	**182,333**	-	182,333

The changes in endowment net assets were as follows:

For the Years Ended December 31,	**2014**		2013	
	Board Designated	**Permanently Restricted**	Board Designated	Permanently Restricted
Net Assets, beginning of year	**$ 249,746**	**$ 182,333**	$ 225,167	$ 182,333
Investment (Loss) Income	**(1,538)**	**4,477**	24,579	19,844
Appropriated	-	**(4,477)**	-	(19,844)
Net Assets, end of year	**$ 248,208**	**$ 182,333**	$ 249,746	$ 182,333

Notes to Combined Financial Statements

As of and for the Years Ended December 31, 2014 and 2013

5. Pledges Receivable

For the year ended December 31, 2013, pledges receivable consisted of $202,500 due within one year. There were no pledges receivable as of December 31, 2014.

6. Property, Plant and Equipment, Net

Property, plant and equipment, net, consists of the following:

As of December 31,	**2014**	2013
Land	$ **762,782**	$ 762,782
Building and Improvements	**7,376,024**	8,266,603
Furniture and Equipment	**2,744,355**	3,362,156
Vehicles	**370,944**	426,236
Construction in Progress	**-**	87,884
	11,254,105	12,905,661
Accumulated Depreciation and Amortization	**7,074,056**	8,286,992
	$ **4,180,049**	$ 4,618,669

Total depreciation and amortization expense for the years ended December 31, 2014 and 2013 was approximately $642,400 and $637,000, respectively, including approximately $16,700 and $9,700 of depreciation expense that has been offset against income from rental operations in the years ended December 31, 2014 and 2013, respectively.

In October 2013, the Organization decided to close its After School and Day Care Programs effective April 30, 2014, causing a change in estimate in the useful life of the fixed assets used in these Programs. The resulting accelerated depreciation was approximately $261,000 in 2013. An additional $298,000 of accelerated depreciation was recorded in 2014.

7. Notes Payable to Bank

At December 31, 2014 and 2013, the Organization maintained a line of credit with a financial institution for $7,500,000, of which, $6,482,412 was outstanding for each of the years then ended. Interest was payable monthly at 30 day LIBOR (0.154% and .0167% at December 31, 2014 and 2013 respectively), plus 1.00%. The line of credit expires on October 1, 2015, and is secured by the Organization's investments as collateral as such term is defined in the Uniform Commercial Code of New York.

Interest expense on the line for the years ended December 31, 2014 and 2013 approximated $75,000 and $79,000, respectively.

8. Long-Term Debt

Long-term debt consists of the following:

As of December 31,	**2014**	2013
Mortgage Note (a)	$ **611,815**	$ 705,625
New York State Medical Care Facilities Finance Agency Mortgage Payable (b)	**59,877**	91,604
New York State Medical Care Facilities Finance Agency Mortgage Payable (c)	**191,337**	217,033
	863,029	1,014,262
Less Current Portion of Debt	**73,450**	191,998
Long-Term Portion of Debt	$ **789,579**	$ 822,264

Notes to Combined Financial Statements

As of and for the Years Ended December 31, 2014 and 2013

(a) Effective September 2014, the Organization refinanced this pre-existing mortgage to a lower rate of 3.75%, with monthly interest payments of $2,851 payable through July 1, 2018. The remaining balance of unpaid principal, together with accrued interest is to be paid on August 1, 2018. For the period January 1, 2014 through August 31, 2014 and the year ended December 31, 2013, the mortgage was payable in monthly installments of $14,576, including interest at 6.25%, through August 2018. The mortgage note is secured by the Organization's administrative offices located in Mineola, New York.

(b) The mortgage obtained from New York State Medical Care Facilities Finance Agency bears interest at the rate of 9.59% per annum. Principal and interest of $19,560 are payable semi annually until June 1, 2016, when the entire unpaid balance of principal and interest shall become due and payable. The Organization receives annual funding from the New York State Department of Mental Health for payment of principal and interest.

(c) The mortgage acquired through merger with West Nassau Counseling Center from New York State Medical Care Facilities Finance Agency bears interest at the rate of 5.58% per annum. Principal and interest of $18,609 are payable semi annually until December 1, 2020, when the entire unpaid balance of principal and interest shall become due and payable. The Organization receives annual funding from DMH for payment of principal and interest.

Future principal payments on the above listed debt are approximately as follows:

Years Ending December 31,		
2015	$	73,000
2016		64,000
2017		44,000
2018		87,000
2019		180,000
Thereafter		415,000
	$	863,000

Interest expense for the years ended December 31, 2014 and 2013 approximated $51,000 and $70,000, respectively, of which, $32,000 and $47,000 has been offset against income from rental operations in 2014 and 2013, respectively.

9. Net Assets

Temporarily restricted net assets are available for the following purposes:

As of December 31,		**2014**		2013
Fund for the Future	**$**	**-**	$	207,733
Scholarships		**97,779**		62,730
UCC - Walk About/ Mental Health		**75,340**		-
Citibank - Step Up to Success		**20,000**		-
Hempstead S.T.E.M. Project		**15,000**		15,000
Central Administration - Technology		**-**		14,881
	$	**208,119**	$	300,344

The following is a summary of the net assets that were released from donor restrictions:

Years Ended December 31,		**2014**		2013
Fund for the Future	**$**	**207,733**	$	200,000
McCormick Client Relief		**-**		24,224
Central Administration - Technology		**14,881**		-
	$	**222,614**	$	224,224