For the Year Ending January 31, 2013

FINANCIAL STATEMENTS

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Independent Auditor's Report

To the Board of Directors of Fiver Children's Foundation, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Fiver Children's Foundation, Inc. (the Foundation) (a nonprofit organization) which comprise the statements of financial position as of January 31, 2013 and 2012, and the related statements of activities, functional expenses, 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 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Foundation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Fiver Children's Foundation, Inc. as of January 31, 2013 and 2012, 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.

August 1, 2013

D'arcangelo + Co., LLP

Syracuse, New York

STATEMENTS OF FINANCIAL POSITION

January 31, 2013 and 2012

	2013	2012		
Assets				
Current Assets				
Cash and Cash Equivalents	\$ 160,892	\$ 323,879		
Prepaid Expenses	3,943	4,012		
Pledges Receivable	270,000	0		
Security Deposit	73,070	73,070		
Total Current Assets	507,905	400,961		
Property				
Land	278,275	278,275		
Buildings and Improvements	3,856,464	3,853,223		
Furniture and Equipment	459,160	439,606		
Total Property	4,593,899	4,571,104		
Less: Accumulated Depreciation	1,553,864	1,410,397		
Net Property	3,040,035	3,160,707		
Total Assets	<u>\$ 3,547,940</u>	\$ 3,561,668		
Liabilities and Net Asset	ts			
Current Liabilities				
Accounts Payable and Accrued Liabilities	\$ 45,519	\$ 37,004		
Line of Credit	260,000	0		
Total Current Liabilities	305,519	37,004		
Loan Payable	400,000	400,000		
Net Assets				
Unrestricted	2,842,421	3,124,664		
Total Liabilities and Net Assets	\$ 3,547,940	\$ 3,561,668		

STATEMENTS OF ACTIVITIES

For the Years Ended January 31, 2013 and 2012

	2013	2012		
Unrestricted Public Support and Revenue				
Fund-Raising	\$ 423,497	\$ 336,671		
Contributions	1,120,898	1,268,695		
Investment Income	62	121		
Unrealized Gain (Loss) on Investments	12	(627)		
Other Income	40,943	64,004		
Total Public Support and Revenue	1,585,412	1,668,864		
Expenses				
Program Services	1,429,749	1,474,535		
Management and General	161,929	145,399		
Fund-Raising	275,977	210,022		
Total Expenses	1,867,655	1,829,956		
Decrease in Net Assets	(282,243)	(161,092)		
Net Assets, Beginning of Year	3,124,664	3,285,756		
Net Assets, End of Year	<u>\$ 2,842,421</u>	<u>\$ 3,124,664</u>		

STATEMENTS OF FUNCTIONAL EXPENSES

For the Year Ended January 31, 2013

With Comparative Totals for January 31, 2012

	P	rogram		Management and General Fundra		Fundraising		Fundraising		Total sing 2013		Total 2012
Personnel Costs												
Salaries	\$	683,769	\$	60,176	\$	65,407	\$	809,352	\$	846,452		
Employee Benefits		75,532		7,450		4,505		87,487	•	86,175		
Payroll Taxes	-	57,987		5,785		3,498		67,270		71,860		
Total Personnel Costs		817,288		73,411		73,410	-	964,109	3 .	1,004,487		
Other Expenses												
Summer Program		147,520		0		0		147,520		154,381		
Supplies		13,926		1,322		799		16,047		16,876		
Advertising and Promotion		10,122		1,010		13,287		24,419		15,790		
Professional Fees		0		36,837		128		36,965		17,284		
Telephone		6,538		652		394		7,584		7,369		
Utilities		22,838		2,278		1,378		26,494		29,417		
Postage		8,467		619		962		10,048		11,652		
Rent		137,483		13,716		8,294		159,493		159,493		
Professional Development		3,306		0		0		3,306		6,056		
Year-Round Program Expense		15,655		0		0		15,655		16,379		
Insurance		62,042		5,951		3,598		71,591		60,256		
Repairs and Maintenance		38,143		0		0		38,143		45,645		
Fiver Benefit		0		0		111,267		111,267		65,140		
Miscellaneous		22,752		0		0		22,752		9,424		
Bank Charges		0		13,795		0		13,795		5,692		
Total Other Expenses	_	488,792		76,180	_	140,107		705,079	_	620,854		
Total Expenses Before Other Items		1,306,080		149,591		213,517		1,669,188		1,625,341		
Other Items												
Donated Marketing Services		0		0		55,000		55,000		55,000		
Depreciation		123,669		12,338		7,460	-	143,467		149,615		
Total Other Items	-	123,669	-	12,338		62,460	7	198,467		204,615		
Total Expenses	\$	1,429,749	\$	161,929	\$	275,977	\$	1,867,655	<u>\$</u>	1,829,956		

STATEMENTS OF CASH FLOWS

For the Years Ended January 31, 2013 and 2012

	2013		2012		
Cash Flows from (Used by) Operating Activities					
Decrease in Net Assets	\$	(282,243)	\$	(161,092)	
Adjustments for Noncash Transactions					
Realized Loss on Investments		0		627	
Depreciation		143,467		149,615	
Donated Investments and Other Assets		(38,405)		(532,437)	
(Increase) Decrease in Assets					
Security Deposit		0		684	
Prepaid Expenses		69		3,053	
Pledges Receivable		(270,000)		0	
Increase in Liabilities					
Accounts Payable and Accrued Liabilities		8,515		5,672	
Net Cash (Used by) Operating Activities		(438,597)		(533,878)	
Cash Flows from (Used by) Investing Activities					
Proceeds from Sale of Investments		20,075		528,910	
Purchase of Property and Equipment		(4,465)		(3,935)	
Net Cash from Investing Activities		15,610		524,975	
Cash Flows from Financing Activities					
Increase in Short-Term Borrowings		260,000		0	
Net Cash from Financing Activities	1/-	260,000	-	0	
•	-		-		
Net (Decrease) in Cash and Cash Equivalents		(162,987)		(8,903)	
Cash and Cash Equivalents, Beginning of Year	_	323,879		332,782	
Cash and Cash Equivalents, End of Year	<u>\$</u>	160,892	<u>\$</u>	323,879	
Noncash Operating Activities	;				
Donated Equipment	\$	18,330	\$_	2,900	
Supplemental Cash Flow Disclosi	ures				
Cash Paid During the Year For:					
Interest	\$	<u>5,367</u>	\$	0	
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Income Taxes		0	<u> </u>	0	

The Accompanying Notes are an Integral Part of These Financial Statements.

NOTES TO FINANCIAL STATEMENTS

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES

Nature of the Organization

The Fiver Children's Foundation, Inc. (the Foundation), is a comprehensive youth development organization that empowers children from underserved communities to develop life skills and to reach their full potential. Fiver's ten year commitment to each child includes year-round mentoring and counseling programs, a character building residential summer camp, and partnerships with schools and community based organizations.

Basis of Presentation

The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. These financial statements, presented on the accrual basis of accounting, have been prepared to focus on the Foundation as a whole and present balances and transactions according to the existence or absence of donor-imposed restrictions. This has been accomplished by reporting information regarding its financial position and activities according to three classes of net assets: permanently restricted, temporarily restricted, or unrestricted.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash held in checking accounts and certificates of deposit with maturities of less than 90 days. Included in cash is a money market mutual fund held in an investment account. Donations of stock are deposited into this account; however, it is Management's policy to sell the stock as soon as practicably possible.

Receivables

Pledges receivable as of January 31, 2013 in the amount of \$270,000 represents an unconditional promise to give that is due in one year.

The Foundation considers its receivables, which are recorded at cost, to be fully collectible; accordingly, no allowance for doubtful accounts is required. If amounts become uncollectible, they will be charged to operations when that determination is made.

NOTES TO FINANCIAL STATEMENTS

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Property

Purchased property is recorded at cost, less an allowance for depreciation. Contributed property is recorded at fair value at the date of donation. If donors stipulate how long the asset must be used, the contributions are recorded as restricted support. In the absence of such stipulations, property contributions are recorded as unrestricted support. Depreciation is provided on the straight-line method over the estimated useful lives of the assets as follows:

Buildings and Improvements 40 Years Furniture and Equipment 5-10 Years

The Foundation capitalizes all expenditures for property and equipment in excess of \$1,000.

Contributions and Donations

The Foundation reports contributions as unrestricted, temporarily restricted, or permanently restricted support, depending on the existence and/or nature of any donor restrictions. Contributions are received in the form of cash, and property and equipment. Support 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 support 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 (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 Statement of Activities as net assets released from restrictions.

Donations other than cash are recorded at fair market value at the date of the gift.

Donated Services

The Foundation pays for most services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Foundation with specific programs.

During 2012, the Foundation received \$55,000 of marketing services as a donation, which is presented separately on the statement of functional expenses.

Advertising

The cost of advertising is charged to expense as incurred.

NOTES TO FINANCIAL STATEMENTS

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

Expense Allocation

The costs of providing various programs and other activities have been summarized on a functional basis in the statements of activities and in the statements of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Expenses were allocated according to specific identification and management estimates.

NOTE 2 INCOME TAX STATUS

The Foundation is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and utilizes January 31 as its fiscal year end. The Foundation has also been determined to be other than a private foundation as described in Section 509(a)(1) of the Code.

The Foundation's returns for tax years prior to 2009 are no longer subject to examination by the respective tax authorities.

NOTE 3 PROPERTY

Property consists of the following at January 31:

	2013	2012
Land	\$ 278,275	\$ 278,275
Buildings and Improvements	3,856,464	3,853,223
Furniture and Equipment	459,160	439,606
Less: Accumulated Depreciation	(1,553,864)	(1,410,397)
Net Property	\$_3,040,035	\$_3,160,707

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NOTE 4 LINE OF CREDIT

In April 2012, the Foundation obtained a \$400,000 line of credit from a bank. The line carries an interest rate equal to the Prime Rate plus 1.00% and is secured by property located in Madison County, New York, equipment, and accounts receivable. There was \$260,000 outstanding on this line as of January 31, 2013.

NOTES TO FINANCIAL STATEMENTS

NOTE 5 LOAN PAYABLE

Loan payable represents unsecured loans from a Board Member made to the Foundation through a series of advances. No repayment terms have been specified. The holder has waived all rights to interest during the year.

NOTE 6 DEFINED CONTRIBUTION RETIREMENT BENEFIT PLAN

The Foundation maintains a 403(b) retirement plan allowing for pre-tax employee contributions and an elective employer match. The plan covers substantially all full-time permanent employees. During the years ended January 31, 2013 and 2012 matching contributions to the plan were \$7,758 and \$9,100, respectively.

NOTE 7 OPERATING LEASE

The Foundation leases office space under a non-cancelable agreement that expires in December 2016. The lease calls for agreed upon monthly payments, escalating each year. Rent expense is recorded on a straight line basis over the lease term. The cumulative difference between lease payments and rent expense of \$17,286 and \$17,036 is reflected in the statement of financial position in accrued liabilities as of January 31, 2013 and 2012, respectively. The Foundation is also required to pay annually, an amount equal to 2% of any increase in real estate taxes over the amount of taxes in the first year of the agreement. Rent expense under this agreement was \$159,493 for both years.

The annual future minimum lease payments for the years ended January 31, are as follows:

2014	\$ 151,510
2015	\$ 155,297
2016	\$ 159,180
2017	\$ 149,252

NOTE 8 CONCENTRATION OF CREDIT RISK

The Foundation maintains its cash balances (including money market account balances) with several financial institutions, which act as custodians for these accounts. Cash balances occasionally exceed the amounts insured by the Federal Deposit Insurance Corporation. The amount in excess of the FDIC limits totaled \$22,472 and \$166,680 as of January 31, 2013 and 2012, respectively.

NOTE 9 SUBSEQUENT EVENTS

Management has evaluated subsequent events through August 1, 2013, the date on which the financial statements were available to be issued.