

Financial Statements and Report of Independent
Certified Public Accountants in Accordance with
the Uniform Guidance

**Nutritional Development Services of
the Archdiocese of Philadelphia**

June 30, 2016 and 2015

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Grant Thornton LLP
Two Commerce Square
2001 Market St., Suite 700
Philadelphia, PA 19103
T 215.561.4200
F 215.561.1066
GrantThornton.com
[linkd.in/GrantThorntonUS](https://www.linkedin.com/company/grantthorntonus)
twitter.com/GrantThorntonUS

Report of Independent Certified Public Accountants

The Board of Directors
Nutritional Development Services
of the Archdiocese of Philadelphia

Report on the financial statements

We have audited the accompanying financial statements of Nutritional Development Services of the Archdiocese of Philadelphia (“Nutritional Development Services” or “NDS”), which comprise the statements of financial position as of June 30, 2016 and 2015, and the related statements of activities and changes 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 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 and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from 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 NDS’ 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 NDS’ 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

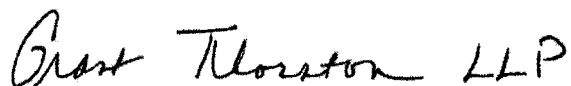
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Nutritional Development Services of the Archdiocese of Philadelphia as of June 30, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary statements of activities and changes in net assets by program and the schedule of cash receipts are presented for the purpose of additional analysis and are not a required part of the financial statements. The schedule of expenditures of federal and state awards, as required by Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, is presented for purposes of additional analysis and is not a required part of the financial statements. Such supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures. These additional procedures included comparing and reconciling the information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other reporting required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report, dated November 14, 2016, on our consideration of NDS' internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering NDS' internal control over financial reporting and compliance.



Philadelphia, Pennsylvania

November 14, 2016

Nutritional Development Services of the Archdiocese of Philadelphia

STATEMENTS OF FINANCIAL POSITION

June 30,

	<u>2016</u>	<u>2015</u>
Assets		
Current assets		
Cash - government funded programs	\$ 3,279,670	\$ 2,424,590
Cash	978,306	808,174
Grants receivable	3,430,033	3,225,139
Other receivables	248,610	272,141
Inventory	467,129	427,324
Prepaid expenses	<u>60,985</u>	<u>60,985</u>
Total current assets	8,464,733	7,218,353
Equipment, net	<u>956,170</u>	<u>1,047,323</u>
Total assets	<u>\$ 9,420,903</u>	<u>\$ 8,265,676</u>
Liabilities and net assets		
Current liabilities		
Accounts payable and accrued expenses	<u>\$ 1,295,881</u>	<u>\$ 1,254,507</u>
Total liabilities	<u>1,295,881</u>	<u>1,254,507</u>
Net assets		
Unrestricted	846,980	532,263
Unrestricted - government funded programs	7,123,582	6,284,213
Temporarily restricted	<u>154,460</u>	<u>194,693</u>
Total net assets	<u>8,125,022</u>	<u>7,011,169</u>
Total liabilities and net assets	<u>\$ 9,420,903</u>	<u>\$ 8,265,676</u>

The accompanying notes are an integral part of these financial statements.

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

Year ended June 30, 2016

	<u>Unrestricted</u>	Unrestricted - government funded programs	Temporarily restricted	<u>Total</u>
Revenue				
Grants				
Federal and state governments	\$ -	\$ 19,047,044	\$ -	\$ 19,047,044
City of Philadelphia	1,600	-	25,267	26,867
Nongovernment meal receipts	-	1,289,857	-	1,289,857
Contributions from Operation Rice Bowl	-	-	94,332	94,332
Contributions - other	23,112	250	725	24,087
Subsidy from Catholic Charities Appeal Fund	125,000	-	-	125,000
Interest income	2,260	8,784	-	11,044
Other income	469,696	6,507	46,763	522,966
Net assets released from restrictions	<u>207,320</u>	<u>-</u>	<u>(207,320)</u>	<u>-</u>
 Total revenue	 <u>828,988</u>	 <u>20,352,442</u>	 <u>(40,233)</u>	 <u>21,141,197</u>
Expenses				
Food costs	255,465	13,598,891	-	13,854,356
Compensation	185,816	2,398,117	-	2,583,933
Office	10,612	131,996	-	142,608
Transportation	13,177	87,387	-	100,564
Fixed charges	1,259	112,590	-	113,849
Program administration	45,845	2,922,646	-	2,968,491
Depreciation	1,997	261,114	-	263,111
Miscellaneous expenses	<u>100</u>	<u>332</u>	<u>-</u>	<u>432</u>
 Total expenses	 <u>514,271</u>	 <u>19,513,073</u>	 <u>-</u>	 <u>20,027,344</u>
 Change in net assets	 314,717	 839,369	 (40,233)	 1,113,853
Net assets				
Beginning of year	<u>532,263</u>	<u>6,284,213</u>	<u>194,693</u>	<u>7,011,169</u>
 End of year	 <u>\$ 846,980</u>	 <u>\$ 7,123,582</u>	 <u>\$ 154,460</u>	 <u>\$ 8,125,022</u>

The accompanying notes are an integral part of this financial statement.

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

Year ended June 30, 2015

	<u>Unrestricted</u>	Unrestricted - government funded programs	Temporarily restricted	<u>Total</u>
Revenue				
Grants				
Federal and state governments	\$ -	\$ 17,470,599	\$ -	\$ 17,470,599
City of Philadelphia	1,600	-	23,543	25,143
Nongovernment meal receipts	-	1,415,325	-	1,415,325
Contributions from Operation Rice Bowl	-	-	102,402	102,402
Contributions - other	26,588	-	5,721	32,309
Subsidy from Catholic Charities Appeal Fund	125,000	-	-	125,000
Interest income	691	7,509	-	8,200
Other income	383,255	65,859	28,835	477,949
Net assets released from restrictions	<u>140,251</u>	<u>-</u>	<u>(140,251)</u>	<u>-</u>
 Total revenue	 <u>677,385</u>	 <u>18,959,292</u>	 <u>20,250</u>	 <u>19,656,927</u>
Expenses				
Food costs	325,973	12,891,284	-	13,217,257
Compensation	174,897	2,402,302	-	2,577,199
Office	7,983	110,590	-	118,573
Transportation	14,435	89,697	-	104,132
Fixed charges	1,216	120,380	-	121,596
Program administration	47,998	2,536,199	-	2,584,197
Depreciation	2,087	260,044	-	262,131
Miscellaneous expenses	<u>441</u>	<u>354</u>	<u>-</u>	<u>795</u>
 Total expenses	 <u>575,030</u>	 <u>18,410,850</u>	 <u>-</u>	 <u>18,985,880</u>
 Change in net assets	 102,355	 548,442	 20,250	 671,047
Net assets				
Beginning of year	<u>429,908</u>	<u>5,735,771</u>	<u>174,443</u>	<u>6,340,122</u>
 End of year	 <u>\$ 532,263</u>	 <u>\$ 6,284,213</u>	 <u>\$ 194,693</u>	 <u>\$ 7,011,169</u>

The accompanying notes are an integral part of this financial statement.

STATEMENTS OF CASH FLOWS

Year ended June 30,

	<u>2016</u>	<u>2015</u>
Cash flows from operating activities		
Change in net assets	\$ 1,113,853	\$ 671,047
Adjustments to reconcile change in net assets to net cash provided by operating activities		
Depreciation	263,111	262,131
Loss on disposition of equipment	-	5,581
Changes in net assets and liabilities		
Grants receivable	(204,894)	572,403
Other receivables	23,531	196,901
Inventory	(39,805)	(52,777)
Prepaid expenses	-	2
Accounts payable, accrued expenses, and other liabilities	<u>41,374</u>	<u>(749,160)</u>
Net cash provided by operating activities	1,197,170	906,128
Cash flows from investing activities		
Capital expenditures	<u>(171,958)</u>	<u>(206,196)</u>
Net cash used in investing activities	<u>(171,958)</u>	<u>(206,196)</u>
Net increase in cash	1,025,212	699,932
Cash		
Beginning of year	<u>3,232,764</u>	<u>2,532,832</u>
End of year	<u>\$ 4,257,976</u>	<u>\$ 3,232,764</u>

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

June 30, 2016 and 2015

NOTE A - ORGANIZATION AND PURPOSE

Nutritional Development Services (“NDS”) is a corporation of the Archdiocese of Philadelphia whose purpose is to obtain and distribute nutritious foods at a minimum cost to those attending or residing in educational or charitable institutions, or to those whose physical or financial circumstances require a specialized delivery of food; to provide food procurement and delivery services contemplated by governmental agencies; to conduct nutrition awareness programs in conjunction with these activities and to cooperate with and render technical assistance and advice to others working in this field.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Presentation

The financial statements of NDS have been prepared in conformity with accounting principles generally accepted in the United States of America (“GAAP”). The significant accounting policies followed are described below.

Net assets and revenues, expenses, gains and losses are categorized into two categories, based on the existence or absence of donor-imposed restrictions.

Temporarily restricted net assets include contributions, which can be expended but for which restrictions have not yet been met.

Unrestricted net assets are free of donor-imposed restrictions and are all the remaining net assets of NDS.

2. Funding

NDS receives the majority of its revenues from performance-based contracts with various governmental agencies. These revenues are subject to audit, which could result in repayment or reversal of revenues.

The various school, childcare, and summer meals programs are funded by the U.S. Department of Agriculture through the Pennsylvania Department of Education. The State Food Purchase Program is funded by the Commonwealth of Pennsylvania. Programs listed as part of the Child Nutrition Cluster in this report are governed by the United States Department of Agriculture regulations including 7 CFR 210, 220, 215, and 226 and FNS Instruction 796-2, in addition to guidance from the Pennsylvania Department of Education. Surpluses within these programs that are not required to be returned or spent are to be retained for that particular program exclusively. These funds are to be used to improve operations or be set aside against possible future losses within the specific program. These cash balances and net assets are recorded as unrestricted; however, the government regulations for these programs place restrictions on their use.

3. Contributions

Gifts of long-lived assets are reported at fair value as unrestricted revenue. Gifts specified for the acquisition or construction of long-lived assets are reported as unrestricted net assets when the assets are placed in service.

(Continued)

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - Continued

4. Classification of Gifts

NDS reports gifts of cash and 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 statements of activities and changes in net assets as net assets released from restrictions. Donor-restricted contributions are reported as unrestricted operating revenue when the restriction is satisfied within the same year that the contribution is received.

5. Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make significant estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures 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.

6. Equipment and Depreciation

Equipment purchased is stated at cost, while donated assets are stated at fair market value on the date of donation. Depreciation is provided over the estimated useful lives of the assets and is computed using the straight-line method. The estimated useful life for equipment ranges from three to twelve years.

7. Cash

NDS maintains its cash on deposit with a large commercial bank, and the deposit typically exceeds federally insured limits.

8. Inventory

Inventory consists of food and supplies used for the programs and is stated at the lower of cost or market value. Cost is determined by the first-in, first-out method.

NOTE C - EQUIPMENT

Equipment at June 30, 2016 and 2015 consisted of:

	<u>2016</u>	<u>2015</u>
Equipment at schools	\$ 2,395,725	\$ 2,513,829
Office equipment	<u>695,207</u>	<u>633,698</u>
	3,090,932	3,147,527
Less: accumulated depreciation	<u>(2,134,762)</u>	<u>(2,100,204)</u>
	<u>\$ 956,170</u>	<u>\$ 1,047,323</u>

Depreciation expense for the years ended June 30, 2016 and 2015 amounted to \$263,111 and \$262,131, respectively.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

NOTE D - OPERATING LEASES

NDS has non-cancellable operating leases for two copiers and two vehicles. Future minimum rental payments for non-cancellable lease terms in excess of one year as of June 30, 2016 are as follows:

<u>Leases</u>	
2017	\$ 16,987
2018	16,987
2019	<u>16,987</u>
	<u>\$ 50,961</u>

Rental expense related to these leases for the years ended June 30, 2016 and 2015 was \$16,987 and \$18,442, respectively.

NOTE E - PENSIONS

1. Lay Employees' Retirement Plan - Frozen Effective June 30, 2014

Through June 30, 2014, the eligible lay employees of NDS were covered under the Archdiocese of Philadelphia Lay Employees' Retirement Plan (the "Plan"), which is a defined benefit pension plan covering substantially all lay employees of the Archdiocese of Philadelphia, based on age and service requirements. The Plan is administered by the Trustees of the Plan. NDS made annual contributions to the Plan at a rate of 4.0% of the salaries of eligible employees for each of the years ended June 30, 2016 and 2015. The amount expended by NDS for contributions to the Plan was \$71,620 and \$71,944 for the fiscal years ended June 30, 2016 and 2015, respectively. Separate accounts for vested benefits and pension fund assets are not maintained for each institution.

2. Archdiocese of Philadelphia 403(b) Retirement Plan

Effective July 1, 2014, the Archdiocese of Philadelphia established a 403(b) defined contribution plan ("403(b) plan"). Under the 403(b) plan, and subject to statutory limits, all employees at least 18 years of age are immediately eligible to make voluntary deferred salary contributions into the 403(b) plan.

Employer contributions, which cover employees meeting the eligibility requirements below, are discretionary. The following are the eligibility requirements for the employer contributions:

Grandfathered Employees - Any employee who was accruing benefits as an active participant in the Plan as of its freeze date of June 30, 2014 is a grandfathered employee and will be eligible to receive employer contributions beginning with the first payroll on or after September 1, 2014.

(Continued)

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

NOTE E - PENSIONS - Continued

Non-Grandfathered Employees - Non-grandfathered employees are eligible to receive the employer contributions beginning with the first payroll coinciding with or immediately following the completion of 1,000 hours of service during the 18-month period beginning July 1, 2014 through December 31, 2015. The employee must also have attained at least 18 years of age to be eligible. For a non-grandfathered employee hired prior to July 1, 2014 who does not meet the eligibility requirements for an employer contribution in the time frame described above, the period for determining whether or not one meets the 1,000 hour service requirement was modified to the calendar year beginning January 1, 2016.

Vesting - Vesting in employer contributions to a 403(b) plan account will be immediate for any grandfathered employee who has completed 12 months of service as of June 30, 2014. Vesting in employer contributions for all other employees will take place after the completion of 12 months of service.

In fiscal year 2015, the Archdiocese of Philadelphia employer contribution rate was 4.5% of base salary for eligible employees. The contributions by NDS into the 403(b) plan totaled \$80,572 and \$80,936 for the years ended June 30, 2016 and 2015, respectively.

NOTE F - INCOME TAXES

NDS is a nonprofit corporation which has received exempt status from federal taxation under Section 501(c)(3) of the Internal Revenue Code.

NDS follows the accounting guidance for uncertainties in income tax positions, which requires that a tax position be recognized or derecognized based on a “more likely than not” threshold. This applies to positions taken or expected to be taken in a tax return. NDS does not believe its financial statements include any material uncertain tax positions.

NOTE G - CONTRIBUTIONS OF FOOD

During 2016 and 2015, approximately 880,010 pounds and 829,270 pounds, respectively, of food with an estimated fair value of \$1,496,017 and \$1,376,588, respectively, were donated from various nongovernment sources. This food was redistributed to organizations feeding the needy and is not reflected in these financial statements.

NOTE H - FUNCTIONAL EXPENSES

The following table summarizes program and supporting expenses for the years ended June 30:

	<u>2016</u>	<u>2015</u>
Program expenses	\$ 17,367,182	\$ 16,276,467
Support expenses	<u>2,660,162</u>	<u>2,709,413</u>
	<u>\$ 20,027,344</u>	<u>\$ 18,985,880</u>

Program expenses consist of food, program compensation, transportation, depreciation and program administrative costs. Support expenses consist of supporting compensation, office expenses, fixed charges and miscellaneous costs.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2016 and 2015

NOTE I - RELATED PARTY TRANSACTIONS

NDS provides meals to elementary schools and child care centers of parishes in the Archdiocese of Philadelphia. These meals are purchased by NDS and distributed in schools and centers under the federally funded child nutritional programs. During fiscal years 2016 and 2015, a total of \$562,340 and \$636,858, respectively, was purchased by the students, of which \$72,087 and \$88,395 was included in other receivables at June 30, 2016 and 2015, respectively.

NDS receives subsidies from the Catholic Charities Appeal Fund (“Catholic Charities”), which is a fund administered for the Archdiocese of Philadelphia. Subsidies for the administrative costs of the Community Food Program were \$125,000 for each of the years ended June 30, 2016 and 2015. Additionally, Catholic Charities through a separate annual appeal raises funds to be used for program costs by the Community Food Program and contributed \$421,854 and \$304,552 for the years ended June 30, 2016 and 2015, respectively.

NDS also receives funds from Operation Rice Bowl, which is also a program administered by the Archdiocese of Philadelphia, in which contributions are received from churches throughout the Archdiocese of Philadelphia. Contributions at June 30, 2016 and 2015 were \$94,332 and \$102,402, respectively.

NDS rents certain facilities, utilized in the delivery of its services, from the Archdiocese of Philadelphia. Rent expense on these facilities was \$101,781 for both fiscal years 2016 and 2015. It is presented as part of fixed charges on the statements of activities and changes in net assets.

NDS reimburses Catholic Social Services (“CSS”) of the Archdiocese of Philadelphia for meals served at the residential child care centers and group homes. These meals are served in accordance with the regulations of the National School Lunch and Breakfast Program. As of June 30, 2016 and 2015, NDS has amounts payable to CSS totaling \$74,139 and \$157,623, respectively.

In July 2009, with subsequent amendments in October 2010 and July 2013, NDS entered into separate loan and security agreements with Catholic Health Care Services of the Archdiocese of Philadelphia for a revolving line of credit of \$500,000, which terminated on June 30, 2016. The line of credit accrued interest monthly on the effective interest rate of the borrower. No amounts were drawn on this agreement during the years ended June 30, 2016 and 2015.

NOTE J - SUBSEQUENT EVENTS

NDS evaluated events subsequent to June 30, 2016 and through November 14, 2016, the date the financial statements were available to be issued. Pursuant to the requirements, there were no events or transactions occurring during the subsequent event reporting period which required recognition or disclosure in the financial statements.

SUPPLEMENTARY INFORMATION

Nutritional Development Services of the Archdiocese of Philadelphia

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS BY PROGRAM

Year ended June 30, 2016

	School-Based Program	Seamless Summer Option	Child Care Program	Community Food	Food Program Admin	CFP Special Appeal	Total all Programs
Revenue							
Grants							
Federal and state governments	\$ 11,234,355	\$ 2,173,151	\$ 5,639,538	\$ -	\$ -	\$ -	\$ 19,047,044
City of Philadelphia	-	-	-	25,267	1,600	-	26,867
Nongovernment meal receipts	971,788	-	318,069	-	-	-	1,289,857
Contributions from Operation Rice Bowl	-	-	-	94,332	-	-	94,332
Contributions - other	-	250	-	725	23,112	-	24,087
Subsidy from Catholic Charities Appeal Fund	-	-	-	-	125,000	-	125,000
Interest income	4,750	777	3,257	-	139	2,121	11,044
Other income	1,007	5,500	-	-	94,606	421,854	522,966
Total revenue	<u>12,211,900</u>	<u>2,179,678</u>	<u>5,960,864</u>	<u>120,324</u>	<u>244,456</u>	<u>423,975</u>	<u>21,141,197</u>
Expenses							
Food costs	7,029,400	1,834,665	4,734,826	160,557	-	94,908	13,854,356
Compensation	1,208,602	242,355	947,160	-	185,816	-	2,583,933
Office	58,042	16,706	57,247	-	10,488	124	142,608
Transportation	34,884	13,983	38,519	-	13,177	-	100,564
Fixed charges	77,508	1,539	33,543	-	1,259	-	113,849
Program administration	2,463,112	235,942	223,592	-	45,775	70	2,968,491
Depreciation	245,753	1,849	13,513	-	1,997	-	263,111
Miscellaneous expenses	331	-	-	-	90	10	432
Total expenses	<u>11,117,633</u>	<u>2,347,039</u>	<u>6,048,400</u>	<u>160,557</u>	<u>258,602</u>	<u>95,112</u>	<u>20,027,344</u>
Change in net assets	1,094,267	(167,361)	(87,536)	(40,234)	(14,146)	328,863	1,113,853
Net assets (deficiency)							
Beginning of year	<u>5,663,187</u>	<u>(357,881)</u>	<u>978,904</u>	<u>194,694</u>	<u>(35,014)</u>	<u>567,279</u>	<u>7,011,169</u>
End of year	<u>\$ 6,757,454</u>	<u>\$ (525,242)</u>	<u>\$ 891,368</u>	<u>\$ 154,460</u>	<u>\$ (49,160)</u>	<u>\$ 896,142</u>	<u>\$ 8,125,022</u>

Nutritional Development Services of the Archdiocese of Philadelphia

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS BY PROGRAM

Year ended June 30, 2015

	<u>School-Based Program</u>	<u>Seamless Summer Option</u>	<u>Child Care Program</u>	<u>Community Food</u>	<u>Food Program Admin</u>	<u>Archbishop's Special Appeal</u>	<u>Total all Programs</u>
Revenue							
Grants							
Federal and state governments	\$ 9,844,004	\$ 2,069,697	\$ 5,556,898	\$ -	\$ -	\$ -	\$ 17,470,599
City of Philadelphia	-	-	-	23,543	1,600	-	25,143
Nongovernment meal receipts	1,101,941	-	313,384	-	-	-	1,415,325
Contributions from Operation Rice Bowl	-	-	-	102,402	-	-	102,402
Contributions - other	-	-	-	5,721	26,588	-	32,309
Subsidy from Catholic Charities Appeal Fund	-	-	-	-	125,000	-	125,000
Interest income	4,156	562	2,791	-	76	615	8,200
Other income	65,552	-	308	-	107,527	304,562	477,949
Total revenue	<u>11,015,653</u>	<u>2,070,259</u>	<u>5,873,381</u>	<u>131,666</u>	<u>260,791</u>	<u>305,177</u>	<u>19,656,927</u>
Expenses							
Food costs	6,586,775	1,571,621	4,732,888	194,903	-	131,070	13,217,257
Compensation	1,247,852	215,744	938,706	-	174,897	-	2,577,199
Office	52,803	15,019	42,768	-	7,157	826	118,573
Transportation	36,680	14,139	38,878	-	14,359	76	104,132
Fixed charges	83,073	889	36,418	-	1,216	-	121,596
Program administration	2,127,586	140,984	267,629	-	19,946	28,052	2,584,197
Depreciation	243,620	1,901	14,523	-	2,087	-	262,131
Miscellaneous expenses	338	10	6	-	441	-	795
Total expenses	<u>10,378,727</u>	<u>1,960,307</u>	<u>6,071,816</u>	<u>194,903</u>	<u>220,103</u>	<u>160,024</u>	<u>18,985,880</u>
Change in net assets	636,926	109,952	(198,435)	(63,237)	40,688	145,153	671,047
Net assets (deficiency)							
Beginning of year	<u>5,026,261</u>	<u>(467,833)</u>	<u>1,177,339</u>	<u>257,931</u>	<u>(75,702)</u>	<u>422,126</u>	<u>6,340,122</u>
End of year	<u>\$ 5,663,187</u>	<u>\$ (357,881)</u>	<u>\$ 978,904</u>	<u>\$ 194,694</u>	<u>\$ (35,014)</u>	<u>\$ 567,279</u>	<u>\$ 7,011,169</u>

SCHEDULE OF EXPENDITURES OF FEDERAL AND STATE AWARDS

Year ended June 30, 2016

<u>Federal Grantor/Pass-through Grantor/Program Title</u>	<u>Federal CFDA number</u>	<u>Pass-through grantor's number</u>	<u>Program expenditures per fiscal year</u>
<u>Federal Awards</u>			
Department of Agriculture			
Child Nutrition Cluster			
VPI Commodity Pilot	10.555	226-51053-2/326-51005-4	\$ 972,004
Total direct awards			<u>972,004</u>
Pass-through from Pennsylvania Department of Education			
National School Lunch Program	10.555	226-51053-2/326-51005-4	9,022,395
School Breakfast Program	10.553	226-51053-2/326-51005-4	2,629,957
Special Milk Program for Children	10.556	226-51053-2	43,420
After School Snack Program	10.555	326-51005-4	<u>52,935</u>
			<u>11,748,708</u>
Total Child Nutrition Cluster			12,720,712
Child and Adult Care Program	10.558	226-51053-2	5,639,538
Fresh Fruit and Vegetable Program	10.582	226-51053-2	<u>131,015</u>
Total expenditures of federal awards			<u>18,491,265</u>
<u>State Awards</u>			
National School Lunch Program	N/A	N/A	409,457
School Breakfast Program	N/A	N/A	<u>146,323</u>
Total expenditures of state awards			<u>555,780</u>
Total expenditures of federal and state awards			<u>\$ 19,047,044</u>

See accompanying notes to Schedule of Expenditures of Federal and State Awards.

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AND STATE AWARDS

Year ended June 30, 2016

NOTE A - GENERAL

The accompanying Schedule of Expenditures of Federal and State Awards ("SEFA") presents the activities in all the federal and state financial assistance programs of NDS. All financial awards received directly from federal agencies, as well as federal financial awards passed through other governmental agencies or nonprofit organizations, are included on the SEFA.

NOTE B - BASIS OF ACCOUNTING

The accompanying SEFA has been prepared on an accrual basis of accounting.

NOTE C - DESCRIPTION OF AWARDS

The SEFA represents the number of meals served under the program multiplied by the reimbursement rate applicable to that program. Included as part of the awards listed on the SEFA, NDS receives funding from the Commonwealth of Pennsylvania. The amounts noted in the table below for the school lunch and breakfast programs are matches of the Federal awards received. The Commonwealth matches the number of claimable breakfast and lunches at \$0.10 on each dollar award by the Federal government. An additional reimbursement amount is paid for lunch of \$0.04 or \$0.02 on the dollar if breakfast participation is greater than or less than 20%, respectively.

Commonwealth Awards	
National School Lunch Program	\$ 409,457
School Breakfast Program	<u>146,323</u>
	<u>\$ 555,780</u>

SCHEDULE OF CASH RECEIPTS

Year ended June 30, 2016

<u>Federal Grantor/Pass-through Grantor/Program Title</u>	<u>Federal CFDA number</u>	<u>Pass-through grantor's number</u>	<u>Program cash receipts per PDE</u>
<u>Federal Awards</u>			
Department of Agriculture			
Child Nutrition Cluster			
VPI Commodity Pilot	10.555	226-51053-2/326-51005-4	\$ 972,004
Total direct awards			<u>972,004</u>
Pass-through from Pennsylvania Department of Education			
National School Lunch Program	10.555	226-51053-2/326-51005-4	8,961,579
School Breakfast Program	10.553	226-51053-2/326-51005-4	2,621,208
Special Milk Program for Children	10.556	226-51053-2	45,115
After School Snack Program	10.555	326-51005-4	<u>62,367</u>
			<u>11,690,268</u>
Total Child Nutrition Cluster			<u>12,662,272</u>
Child and Adult Care Program	10.558	226-51053-2	5,509,402
Fresh Fruit and Vegetable Program	10.582	226-51053-2	<u>117,340</u>
Total receipts of federal awards			<u>18,289,014</u>
<u>State Awards</u>			
National School Lunch Program	N/A	N/A	406,856
School Breakfast Program	N/A	N/A	<u>146,280</u>
Total receipts of state awards			<u>553,136</u>
Total receipts of federal and state awards			<u>\$ 18,842,150</u>

Report of Independent Certified Public Accountants
on Internal Control Over Financial Reporting and on
Compliance and Other Matters Required by
Government Auditing Standards

The Board of Directors
Nutritional Development Services
of the Archdiocese of Philadelphia

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Nutritional Development Services of the Archdiocese of Philadelphia (“Nutritional Development Services” or “NDS”), which comprise the statement of financial position as of June 30, 2016, and the related statements of activities and changes in net assets and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated November 14, 2016.

Internal control over financial reporting

In planning and performing our audit of the financial statements, we considered NDS’ internal control over financial reporting (“internal control”) to design audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of internal control. Accordingly, we do not express an opinion on the effectiveness of NDS’ internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of NDS’ financial statements will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

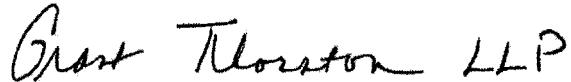
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses. Given these limitations, during our audit we did not identify any deficiencies in NDS’ internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and other matters

As part of obtaining reasonable assurance about whether NDS' financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Intended purpose

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of NDS' internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering NDS' internal control and compliance. Accordingly, this report is not suitable for any other purpose.

A handwritten signature in black ink that reads "Grant Thornton LLP". The signature is written in a cursive, flowing style.

Philadelphia, Pennsylvania

November 14, 2016

Report of Independent Certified Public Accountants
on Compliance for Each Major Federal Program and
on Internal Control Over Compliance Required by
the Uniform Guidance

The Board of Directors
Nutritional Development Services
of the Archdiocese of Philadelphia

Grant Thornton LLP
Two Commerce Square
2001 Market St., Suite 700
Philadelphia, PA 19103
T 215.561.4200
F 215.561.1066
GrantThornton.com
[linkd.in/GrantThorntonUS](https://www.linkedin.com/company/grantthorntonus)
twitter.com/GrantThorntonUS

Report on compliance for each major federal program

We have audited the compliance of Nutritional Development Services of the Archdiocese of Philadelphia (“Nutritional Development Services” or “NDS”) with the types of compliance requirements described in the U.S. Office of Management and Budget’s *OMB Compliance Supplement* that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2016. NDS’ major federal programs are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs

Management’s responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to NDS’ federal programs.

Auditor’s responsibility

Our responsibility is to express an opinion on compliance for each of NDS’ major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States; and the audit requirements of Title 2 *U.S. Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about NDS’ compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of NDS’ compliance.

Opinion on each major federal program

In our opinion, NDS complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2016.

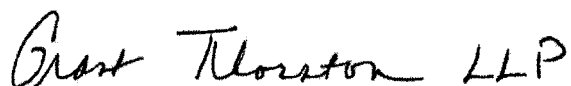
Report on internal control over compliance

Management of NDS is responsible for designing, implementing, and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered NDS' internal control over compliance with the types of compliance requirements that could have a direct and material effect on its major federal program to design audit procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for its major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of NDS' internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in NDS' internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this Report on Internal Control Over Compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.



Philadelphia, Pennsylvania

November 14, 2016

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

For the year ended June 30, 2016

Section I - Summary of Auditor's Results

Financial Statements

Type of auditor's report issued: Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? _____ yes X no
- Significant deficiency(s) identified that are not considered to be material weakness(es)? _____ yes X none reported
- Noncompliance material to financial statements noted? _____ yes X no

Federal and State Awards

Internal control over the major federal programs:

- Material weakness(es) identified? _____ yes X no
- Significant deficiency(s) identified that are not considered to be material weakness(es)? _____ yes X none reported

Type of auditor's report issued on compliance for major federal programs: Unmodified

Any audit findings disclosed that are required to be reported in accordance with the Uniform Guidance? _____ yes X no

Identification of major federal program:

CFDA Number

Name of Federal Program or Cluster

10.558

Child and Adult Care Program

Dollar threshold used to distinguish between type A and type B programs: \$750,000

Auditee qualified as low-risk auditee? X yes _____ no

SCHEDULE OF FINDINGS AND QUESTIONED COSTS - CONTINUED

For the year ended June 30, 2016

Section II - Financial Statement Findings

None noted.

Section III - Findings and Questioned Costs for Federal Awards

None noted.

SUMMARY OF PRIOR YEAR AUDIT FINDINGS

For the year ended June 30, 2016

Section IV - Summary of Prior Year Audit Findings

None noted.