

Healthy Harvest Food Bank, Inc.
Financial Statements
June 30, 2023 and 2022



WELLS COLEMAN

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Healthy Harvest Food Bank, Inc.
Warsaw, Virginia

Opinion

We have audited the accompanying financial statements of Healthy Harvest Food Bank, Inc. (the Food Bank), which comprise the statements of financial position as of June 30, 2023 and 2022, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the assets, liabilities, and net assets of Healthy Harvest Food Bank, Inc. as of June 30, 2023 and 2022, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audits of the Financial Statements section of our report. We are required to be independent of Healthy Harvest Food Bank, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Healthy Harvest Food Bank, Inc.'s ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

- Continued -

Auditor's Responsibilities for the Audits of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Healthy Harvest Food Bank, Inc.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Healthy Harvest Food Bank, Inc.'s ability to continue as a going concern for a reasonable period of time.

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



May 29, 2024

HEALTHY HARVEST FOOD BANK, INC.
STATEMENTS OF FINANCIAL POSITION

June 30, 2023 and 2022

ASSETS

	<u>2023</u>	<u>2022</u>
Current Assets		
Cash and cash equivalents	\$ 561,621	\$ 509,463
Accounts receivable	13,921	8,482
Promises to give	10,000	11,000
Prepaid expenses	27,416	9,548
Inventory	<u>203,158</u>	<u>302,458</u>
Total current assets	<u>816,116</u>	<u>840,951</u>
Property and Equipment		
Land	108,621	108,621
Building	2,706,718	2,548,265
Equipment	464,591	464,326
Vehicles	286,027	290,027
Construction in progress	3,194,877	73,011
Land Improvements	<u>20,911</u>	<u>20,911</u>
	6,781,745	3,505,161
Accumulated depreciation	<u>(698,714)</u>	<u>(553,977)</u>
Net property and equipment	<u>6,083,031</u>	<u>2,951,184</u>
 Total Assets	 <u>\$ 6,899,147</u>	 <u>\$ 3,792,135</u>

See accompanying notes to financial statements.

LIABILITIES AND NET ASSETS

	<u>2023</u>	<u>2022</u>
Current Liabilities		
Current portion of long-term debt	\$ 24,220	\$ 23,270
Constuction line of credit	1,500,000	7,500
Accounts payable	15,604	5,665
Accrued expenses	26,030	17,749
Accrued construction costs	974,200	-
Payroll liabilities	<u>15,310</u>	<u>6,177</u>
Total current liabilities	2,555,364	60,361
Notes Payable - Long-Term	<u>372,675</u>	<u>393,625</u>
Total liabilities	<u>2,928,039</u>	<u>453,986</u>
Net Assets		
Without donor restrictions	3,912,358	3,167,925
With donor restrictions	<u>58,750</u>	<u>170,224</u>
Total net assets	<u>3,971,108</u>	<u>3,338,149</u>
 Total Liabilities and Net Assets	 <u>\$ 6,899,147</u>	 <u>\$ 3,792,135</u>

HEALTHY HARVEST FOOD BANK, INC.

STATEMENT OF ACTIVITIES

For the year ended June 30, 2023

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Support and Revenue			
Contributions	\$ 700,657	\$ 777,487	\$ 1,478,144
Contributions in-kind	3,834,238	-	3,834,238
Program revenue	258,730	-	258,730
Special event revenue, net of \$86,300 in costs of direct benefit to donors	113,296	-	113,296
Interest income	1,430	-	1,430
Net assets released from restrictions:			
Satisfaction of purpose restrictions	887,961	(887,961)	-
Satisfaction of time restrictions	<u>1,000</u>	<u>(1,000)</u>	<u>-</u>
Net support and revenue	<u>5,797,312</u>	<u>(111,474)</u>	<u>5,685,838</u>
Expenses			
Program	<u>4,726,631</u>	<u>-</u>	<u>4,726,631</u>
Supporting services expense			
General and administrative	106,846	-	106,846
Fundraising and development	<u>200,369</u>	<u>-</u>	<u>200,369</u>
	<u>307,215</u>	<u>-</u>	<u>307,215</u>
Total expenses	<u>5,033,846</u>	<u>-</u>	<u>5,033,846</u>
Other Income and (Expense)			
Gain on sale of assets	15,541	-	15,541
Interest expense	<u>(34,574)</u>	<u>-</u>	<u>(34,574)</u>
Total other income (expense)	<u>(19,033)</u>	<u>-</u>	<u>(19,033)</u>
Change in net assets	744,433	(111,474)	632,959
Net Assets, beginning of year	<u>3,167,925</u>	<u>170,224</u>	<u>3,338,149</u>
Net Assets, end of year	<u>\$ 3,912,358</u>	<u>\$ 58,750</u>	<u>\$ 3,971,108</u>

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.

STATEMENT OF ACTIVITIES

For the year ended June 30, 2022

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
Support and Revenue			
Contributions	\$ 663,434	\$ 172,285	\$ 835,719
Contributions in-kind	3,781,745	-	3,781,745
Program revenue	238,826	-	238,826
Special event revenue, net of \$57,615 in costs of direct benefit to donors	109,392	-	109,392
Interest income	309	-	309
Net assets released from restrictions:			
Satisfaction of purpose restrictions	94,053	(94,053)	-
Satisfaction of time restrictions	<u>3,491</u>	<u>(3,491)</u>	<u>-</u>
Net support and revenue	<u>4,891,250</u>	<u>74,741</u>	<u>4,965,991</u>
Expenses			
Program	<u>4,425,747</u>	<u>-</u>	<u>4,425,747</u>
Supporting services expense			
General and administrative	85,619	-	85,619
Fundraising and development	<u>161,714</u>	<u>-</u>	<u>161,714</u>
	<u>247,333</u>	<u>-</u>	<u>247,333</u>
Total expenses	<u>4,673,080</u>	<u>-</u>	<u>4,673,080</u>
Other Income and (Expense)			
Interest expense	<u>(16,238)</u>	<u>-</u>	<u>(16,238)</u>
Total other income (expense)	<u>(16,238)</u>	<u>-</u>	<u>(16,238)</u>
Change in net assets	201,932	74,741	276,673
Net Assets, beginning of year	<u>2,965,993</u>	<u>95,483</u>	<u>3,061,476</u>
Net Assets, end of year	<u>\$ 3,167,925</u>	<u>\$ 170,224</u>	<u>\$ 3,338,149</u>

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.

STATEMENT OF FUNCTIONAL EXPENSES

For the year ended June 30, 2023

	<u>Program</u>	<u>General and Administrative</u>	<u>Fundraising and Development</u>	<u>Total</u>
Payroll and benefits	\$ 433,973	\$ 53,503	\$ 107,007	\$ 594,483
Advertising	-	-	8,502	8,502
Depreciation	119,242	14,502	27,393	161,137
Direct program expense	83,316	-	-	83,316
Food	3,926,442	-	-	3,926,442
Information technology	3,979	419	838	5,236
Insurance	4,839	589	1,112	6,540
Meals and entertainment	1,647	439	8,895	10,981
Office	20,754	2,185	32,694	55,633
Professional fees	-	26,011	-	26,011
Repairs and maintenance	33,607	-	-	33,607
Taxes	31,910	5,926	7,749	45,585
Travel	15,202	1,849	3,492	20,543
Truck	34,847	-	-	34,847
Utilities	11,697	1,423	2,687	15,807
Warehouse	5,176	-	-	5,176
	<u>\$ 4,726,631</u>	<u>\$ 106,846</u>	<u>\$ 200,369</u>	<u>\$ 5,033,846</u>

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.

STATEMENT OF FUNCTIONAL EXPENSES

For the year ended June 30, 2022

	<u>Program</u>	<u>General and Administrative</u>	<u>Fundraising and Development</u>	<u>Total</u>
Payroll and benefits	\$ 327,719	\$ 40,404	\$ 80,807	\$ 448,930
Advertising	-	-	5,367	5,367
Depreciation	112,991	13,742	25,957	152,690
Direct program expense	19,336	-	-	19,336
Food	3,832,612	-	-	3,832,612
Information technology	3,955	416	832	5,203
Insurance	4,598	559	1,056	6,213
Meals and entertainment	1,405	374	7,582	9,361
Office	7,090	745	29,817	37,652
Professional fees	-	22,510	-	22,510
Repairs and maintenance	37,264	-	-	37,264
Taxes	24,806	4,607	6,024	35,437
Travel	2,592	315	595	3,502
Truck	30,437	-	-	30,437
Utilities	16,008	1,947	3,677	21,632
Warehouse	4,934	-	-	4,934
	<u>\$ 4,425,747</u>	<u>\$ 85,619</u>	<u>\$ 161,714</u>	<u>\$ 4,673,080</u>

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.

STATEMENTS OF CASH FLOWS

For the years ended June 30, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Cash Flows from Operating Activities		
Change in net assets	\$ 632,959	\$ 276,673
Adjustments to reconcile change in net assets to net cash and cash equivalents provided by operating activities		
Depreciation	161,137	152,691
Gain on sale of assets	(15,541)	-
(Increase) decrease in operating assets		
Accounts receivable	(5,439)	61
Pledges receivable	1,000	3,491
Inventory	99,300	38,000
Prepaid expenses	(17,868)	4,678
Increase (decrease) in operating liabilities		
Accounts payable	9,939	(11,030)
Accrued expenses	8,281	6,600
Payroll liabilities	<u>9,133</u>	<u>(3,554)</u>
Net cash and cash equivalents provided by operating activities	<u>882,901</u>	<u>467,610</u>
Cash Flows from Investing Activities		
Proceeds from sale of property and equipment	16,000	-
Purchase of property and equipment	<u>(2,319,243)</u>	<u>(209,067)</u>
Net cash and cash equivalents used by investing activities	<u>(2,303,243)</u>	<u>(209,067)</u>
Cash Flows from Financing Activities		
Advance on construction line of credit	1,492,500	7,500
Repayment of loan	<u>(20,000)</u>	<u>(231,048)</u>
Net cash and cash equivalents provided (used) by financing activities	<u>1,472,500</u>	<u>(223,548)</u>

- Continued -

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.
STATEMENTS OF CASH FLOWS - CONTINUED

For the years ended June 30, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Increase in cash and cash equivalents	52,158	34,995
Cash and Cash Equivalents, beginning of year	<u>509,463</u>	<u>474,468</u>
Cash and Cash Equivalents, end of year	<u>\$ 561,621</u>	<u>\$ 509,463</u>
Supplemental Disclosure of Cash Flow Information		
Cash paid for interest	\$ 34,574	\$ 16,238

See accompanying notes to financial statements.

HEALTHY HARVEST FOOD BANK, INC.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023 and 2022

1. Nature of Organization

Healthy Harvest Food Bank, Inc. (the Food Bank), a Virginia non-profit corporation, was established in 2010. The Food Bank advocates for new and existing food banks in the Northern Neck area by providing low-cost nutritional food and logistical support in the way of storage, transportation, and distribution. The Food Bank is supported primarily through contributions.

2. Summary of Significant Accounting Policies

Method of Accounting: The financial statements of the Food Bank have been prepared on the accrual basis of accounting. Under this accounting method, income is recorded as earned and expenses are recorded as incurred.

Cash and Cash Equivalents: Cash and cash equivalents consist of unrestricted demand deposits and all highly liquid debt securities with maturities of three months or less at purchase.

Receivables: Bad debts are written off as the receivables are determined to be uncollectible. No allowance for doubtful accounts is considered necessary.

Promises to Give: Promises to give are recorded at net realizable value if expected to be collected in one year and at present value of their estimated future cash flows if expected to be collected in more than one year. The discounts on amounts to be collected in more than one year are computed using risk-free interest rates.

Inventory: Inventory consists primarily of in-kind donations of food and is valued at estimated fair value based on average value-per-pound of food. The average value-per-pound of food was \$1.93 and \$1.92 at June 30, 2023 and 2022, respectively, and is based upon a study performed by Feeding America to assist food banks in valuing their inventory.

Property and Equipment: Property and equipment are recorded at historical cost. Items are depreciated using the straight-line method over the estimated useful lives of assets, which range from 3 to 40 years. Maintenance and repairs are expensed as incurred.

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

- Net assets without donor restrictions - Net assets available for use in general operations and not subject to donor-imposed restrictions.
- Net assets with donor restrictions - Net assets subject to donor-imposed restrictions that can be filled by actions of the Food Bank pursuant to those restrictions or that expire by the passage of time. Some donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions. When restrictions are met in the same period the contribution is received, the contribution is recorded as unrestricted for financial statement purposes.

HEALTHY HARVEST FOOD BANK, INC.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2023 and 2022

2. Summary of Significant Accounting Policies - Continued

Contributions: The Food Bank adheres to Financial Accounting Standards Board Accounting Standards Codification 958-605, "*Revenue Recognition*", whereby contributions received are recorded as support with or without donor restrictions depending on the existence and/or nature of any donor restrictions. Net assets with donor restrictions are reclassified to net assets without donor restrictions upon satisfaction of the time or purpose restrictions.

Revenue: Revenue is measured based on consideration specified in a contract with a customer. The Food Bank recognizes revenue in the period the program is effective.

Nature of Goods and Services: The following is a description of principal activities, separated by reportable segments, from which the Food Bank generates its revenue. Reportable segments are shown separately on the statements of activities.

- Program services - the Food Bank provides a la carte product for food pantries, churches, and other organizations. The Food Bank recognizes revenue at the time of transaction. Typically, the product is delivered and billed within the same day and payment is collected within 30 days of the transaction.

Advertising: Advertising costs are expensed as incurred.

Functional Allocation of Expenses: The costs of program and supporting services activities have been summarized on a functional basis in the statements of activities. The statements of functional expenses present the natural classification detail of expenses by function. Expenses are reviewed by management and allocated appropriately based on the type and purpose of the expense. Salaries and other overhead expenses are based on estimated allocation percentages determined by staff time spent between program, administrative, and fundraising tasks.

Income Tax Status: The Food Bank is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and, accordingly, the financial statements do not reflect a provision for income taxes. The Food Bank is required to file annually a Return of Organization Exempt from Income Tax (Form 990). The Food Bank's tax returns are subject to examination by the Internal Revenue Service, generally for three years after they were filed.

Use of Estimates: Management uses estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses.

Evaluation of Subsequent Events: Management has evaluated subsequent events through May 29, 2024, which is the date the financial statements were available to be issued.

HEALTHY HARVEST FOOD BANK, INC.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2023 and 2022

3. Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the balance sheet date, comprise the following:

Cash and cash equivalents	\$ 561,621
Accounts receivable	13,921
Less cash unavailable for general expenditures within one year, due to:	
Donor-imposed restrictions	(48,750)
	<u>\$ 526,792</u>

As part of the Food Bank's liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

4. Promises to Give

Promises to give at June 30, 2023 and 2022 consist of the following:

	<u>2023</u>	<u>2022</u>
Due in less than one year	\$ 10,000	\$ 11,000
Due in one to five years	<u>-</u>	<u>-</u>
	<u>\$ 10,000</u>	<u>\$ 11,000</u>

The current promises to give at June 30, 2023 and 2022 are shown net of an allowance for uncollectible promises of \$0.

5. Concentrations of Credit Risk

Financial instruments that potentially subject the Food Bank to concentrations of credit risk consist principally of cash in excess of FDIC insurance limits and accounts receivable. From time to time, the cash balance may exceed the FDIC insurance limit of \$250,000.

6. Line of Credit

In April 2022, the Food Bank obtained a line of credit with a financial institution that allows it to borrow up to \$1,500,000 to build a new aquaponics facility. The line is secured by a deed of trust on real property located at 55 Commerce Parkway, Warsaw, VA 22572, and expires July 2023. The credit agreement provides for monthly interest payments on the outstanding balance at a fixed rate of 2.65%. There was an outstanding balance of \$1,500,000 and \$7,500 on the line as of June 30, 2023 and 2022, respectively.

HEALTHY HARVEST FOOD BANK, INC.
NOTES TO FINANCIAL STATEMENTS - CONTINUED
June 30, 2023 and 2022

7. Notes Payable

Long-term debt consists of the following as of June 30, 2023 and 2022:

	<u>2023</u>	<u>2022</u>
Note payable, bank, \$4,513 due monthly, including interest of 4.00%. Secured by construction deed of trust on real estate. Balloon payment of balance due April 2027.	\$ 396,895	\$ 416,895
Current portion	<u>(24,220)</u>	<u>(23,270)</u>
Long-term portion of notes payable	<u>\$ 372,675</u>	<u>\$ 393,625</u>

Principal repayment requirements in the succeeding five years are as follows:

<u>Years ending June 30:</u>	
2024	\$ 24,220
2025	25,210
2026	26,235
2027	321,230
Thereafter	<u>-</u>
Total	<u>\$ 396,895</u>

8. Net Assets with Donor Restrictions

Net assets with donor restrictions as of June 30, 2023 and 2022 are as follows:

	<u>Balance 6/30/2022</u>	<u>Receipts</u>	<u>Released from Restrictions</u>	<u>Balance 6/30/2023</u>
Net assets restricted by purpose:				
Aquaponics	\$ 110,474	\$ 777,487	\$ 887,961	\$ -
Box truck	48,750	-	-	48,750
	<u>159,224</u>	<u>777,487</u>	<u>887,961</u>	<u>48,750</u>
Net assets restricted by time:				
Promises to give	11,000	-	1,000	10,000
	<u>11,000</u>	<u>-</u>	<u>1,000</u>	<u>10,000</u>
Total Net Assets with Donor Restrictions	<u>\$ 170,224</u>	<u>\$ 777,487</u>	<u>\$ 888,961</u>	<u>\$ 58,750</u>

HEALTHY HARVEST FOOD BANK, INC.

NOTES TO FINANCIAL STATEMENTS - CONTINUED

June 30, 2023 and 2022

9. Retirement Plan

The Food Bank offers a Simple IRA plan to all employees earning at least \$5,000 per year. For employees electing to participate, the Food Bank matches their contributions in an amount up to 3% of the participant's compensation with a maximum employer contribution of \$8,000. Employer contributions amounted to \$10,677 and \$9,501 for the years ended June 30, 2023 and 2022, respectively.

10. In-Kind Contributions

The Food Bank recognizes contribution revenue for food inventory received at fair value based on the average value-per-pound of food on the date of the contribution. In-kind contributions of food for the years ended June 30, 2023 and 2022 totaled \$3,834,238 and \$3,781,745, respectively.

11. Contributed Services

A substantial number of unpaid volunteers have made significant contributions of their time to aid the Food Bank in its general activities. The value of this contributed time is not reflected in these statements since it does not meet the recognition criteria as defined in Financial Accounting Standards Board ASC 958-225-45, *"Accounting for Contributions Received and Contributions Made"*.

12. Major Contributors

The Food Bank receives its in-kind contributions primarily from regional food distributors and governmental agencies. In-kind contributions from two organizations totaled 41% and 43%, respectively, of total revenue for the years ended June 30, 2023 and 2022.

13. Subsequent Events

The Food Bank received funding of \$3.4 million in September 2023 in the form of a term loan bearing interest at 6.25% and maturing in March 2025. The financing extinguished the \$1.5 million construction line of credit and the outstanding balance of \$396,895 on the long-term debt. Remaining funds were used towards the accrued construction costs of \$974,200.

In the fall of 2023, the aquaponics facility opened. All construction in progress (CIP) amounts were capitalized and depreciation commenced.

In January 2024, a new box truck was purchased totaling \$150,000.