Accountants' Report and Consolidated Financial Statements

December 31, 2011 and 2010



December 31, 2011 and 2010

Contents

| Independent Accountants' Report | 1 |
|-----------------------------------|---|
| Consolidated Financial Statements | |
| Statements of Financial Position | 2 |
| Statements of Activities | 3 |
| Statements of Functional Expenses | 4 |
| Statements of Cash Flows | 6 |
| Notes to Financial Statements | 7 |



Independent Accountants' Report

Board of Directors Goodwill of Western Missouri and Eastern Kansas Kansas City, Missouri

We have audited the accompanying consolidated statements of financial position of Goodwill of Western Missouri and Eastern Kansas and The Helping Hand of Goodwill Industries Extended Employment Sheltered Workshop as of December 31, 2011 and 2010, and the related consolidated statements of activities, functional expenses and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. 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 audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Goodwill of Western Missouri and Eastern Kansas and The Helping Hand of Goodwill Industries Extended Employment Sheltered Workshop as of December 31, 2011 and 2010, and the consolidated changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

BKD, LLP

March 27, 2012





Consolidated Statements of Financial Position December 31, 2011 and 2010

Assets

| | | 2011 | | 2010 |
|---|----|------------------------|----|------------------------|
| | | | | Restated - Note 11) |
| Cash and cash equivalents | \$ | 954,582 | \$ | 612,449 |
| Accounts receivable, net of allowance; 2011 - \$10,970, 2010 - \$11,627 | | 1 402 046 | | 701.059 |
| Inventories | | 1,403,946 1,329,934 | | 791,958 1,002,202 |
| Prepaid supplies and expenses | | 255,400 | | 1,002,202 |
| Deposits | | 233,400 86,986 | | 96,417 |
| Investments | | 886,728 | | 3,007,428 |
| Property and equipment, net of accumulated depreciation; | | 000,720 | | 3,007,428 |
| 2011 - \$5,536,177, 2010 - \$5,148,793 | | 2,237,275 | | 2,082,089 |
| Total assets | \$ | 7,154,851 | \$ | 7,729,959 |
| Liabilities Liabilities Liabilities | ¢. | | Φ | 1 402 712 |
| Line of credit | \$ | - | \$ | 1,493,712 |
| Accounts payable | | 641,463 | | 729,132 |
| Accrued expenses | | 1,522,980 | | 1,456,918 |
| Deferred revenue | | 70,966 | | 3,495 |
| Long-term debt | | 341,865 | | |
| Total liabilities | | 2,577,274 | | 3,683,257 |
| Net Assets | | | | |
| Unrestricted | | 4,575,058 | | 4,046,702 |
| Temporarily restricted | | 2,519 | | |
| Total net assets | | 4,577,577 | | 4,046,702 |
| Total liabilities and net assets | \$ | 7,154,851 | \$ | 7,729,959 |
| | | | | |

Consolidated Statements of Activities Years Ended December 31, 2011 and 2010

| | 2011 | 2010 |
|--|---------------|---------------|
| | | (Restated - |
| Unrestricted Net Assets | | Note 11) |
| Revenues, gains and other support | | |
| Sales to the public | \$ 15,623,083 | \$ 12,148,719 |
| Industrial and janitorial services | 4,866,779 | 5,605,770 |
| Contributions | 507,879 | 296,224 |
| Governmental agencies and programs | 1,093,680 | 1,278,100 |
| Investment return | 33,621 | 346,974 |
| Other | 75,737 | 214,866 |
| Net assets released from restrictions | 1,438 | |
| Total revenues, gains and | | |
| other support | 22,202,217 | 19,890,653 |
| Expenses and losses | | |
| Program services | | |
| Retail operations | 13,695,718 | 12,007,463 |
| Workforce development (KS) | 66,314 | 95,912 |
| Workforce development (MO) | 1,178,952 | 1,559,162 |
| Sheltered workshop | 4,433,993 | 4,575,787 |
| Total program services | 19,374,977 | 18,238,324 |
| Management and general | 2,069,850 | 1,918,686 |
| Fundraising | 229,034 | 150,389 |
| Total expenses and losses | 21,673,861 | 20,307,399 |
| Change in unrestricted net assets | 528,356 | (416,746) |
| Temporarily Restricted Net Assets | | |
| Contributions | 3,957 | - |
| Net assets released from restrictions | (1,438) | |
| Change in temporarily restricted | | |
| net assets | 2,519 | |
| Change in Net Assets | 530,875 | (416,746) |
| Net Assets, Beginning of Year as Previously Reported | - | 4,999,487 |
| Adjustment Applicable to Prior Years | <u>-</u> _ | (536,039) |
| Net Assets, Beginning of Year as Restated | 4,046,702 | 4,463,448 |
| Net Assets, End of Year | \$ 4,577,577 | \$ 4,046,702 |

Consolidated Statement of Functional Expenses Year Ended December 31, 2011

| | Retail Operations | Workforce Development (Kansas) | Workforce Development (Missouri) | Sheltered Workshop | Total Program Services | Management and General | Fundraising | Total |
|-------------------------------------|----------------------|--------------------------------------|--|-----------------------|------------------------------|------------------------|-------------|---------------|
| Salaries | \$ 5,951,262 | \$ 38,044 | \$ 715,634 | \$ 2,548,500 | \$ 9,253,440 | \$ 1,048,817 | \$ 102,024 | \$ 10,404,281 |
| Employee benefits | 355,922 | 4,708 | 151,197 | 670,684 | 1,182,511 | 106,081 | 16,336 | 1,304,928 |
| Payroll taxes | 731,838 | 5,748 | 80,765 | 314,075 | 1,132,426 | 100,019 | 10,294 | 1,242,739 |
| Professional fees | 551,734 | - | 18 | 239,954 | 791,706 | 185,070 | 11,750 | 988,526 |
| Supplies | 421,644 | 2,228 | 15,537 | 365,385 | 804,794 | 56,502 | 19,239 | 880,535 |
| Cost of merchandise | 175,595 | - | 1,905 | 2,346 | 179,846 | 12,039 | - | 191,885 |
| Occupancy | 4,552,391 | 7,528 | 134,273 | 140,685 | 4,834,877 | 140,050 | 5,327 | 4,980,254 |
| General insurance | 74,232 | 665 | 8,623 | 33,195 | 116,715 | 15,613 | 868 | 133,196 |
| Interest | 4,571 | - | - | 1,076 | 5,647 | 64,701 | - | 70,348 |
| Employee recruitment | 29,494 | 176 | 893 | 4,227 | 34,790 | 18,898 | 1,073 | 54,761 |
| Marketing | 15,566 | 819 | 443 | 23,386 | 40,214 | 20,899 | 41,134 | 102,247 |
| Mileage expense | 39,601 | 5,055 | 42,614 | 9,922 | 97,192 | 2,189 | 428 | 99,809 |
| Vehicle operations | 435,941 | - | 28 | 22,304 | 458,273 | 6,725 | - | 464,998 |
| Conferences, meetings and trainings | 8,977 | 218 | 3,301 | 10,042 | 22,538 | 33,758 | 4,611 | 60,907 |
| Fund development | - | - | - | - | - | 4,460 | 12,371 | 16,831 |
| Memberships | 1,713 | 10 | 2,170 | - | 3,893 | 127,345 | 2,312 | 133,550 |
| Community support | - | 789 | 1,592 | - | 2,381 | 18,447 | _ | 20,828 |
| Depreciation | 318,656 | 326 | 4,322 | 45,867 | 369,171 | 79,808 | 476 | 449,455 |
| Miscellaneous | 26,581 | | 15,637 | 2,345 | 44,563 | 28,429 | 791 | 73,783 |
| Total functional expenses | \$ 13,695,718 | \$ 66,314 | \$ 1,178,952 | \$ 4,433,993 | \$ 19,374,977 | \$ 2,069,850 | \$ 229,034 | \$ 21,673,861 |

Consolidated Statement of Functional Expenses Year Ended December 31, 2010

| | Retail Operations | Workforce Development (Kansas) | Devel | kforce opment souri) | Sheltered Workshop | Total Program Services | nagement d General | Fur | ndraising | Total |
|-------------------------------------|----------------------|--------------------------------------|-------|----------------------------|-----------------------|------------------------------|-----------------------|-----|-----------|------------------|
| Salaries | \$ 4,942,790 | \$ 46,613 | \$ | 942,915 | \$ 2,559,935 | \$ 8,492,253 | \$ 949,546 | \$ | 71,966 | \$ 9,513,765 |
| Employee benefits | 333,740 | 6,170 | | 183,302 | 706,032 | 1,229,244 | 135,747 | | 23,786 | 1,388,777 |
| Payroll taxes | 669,915 | 4,653 | | 93,728 | 306,852 | 1,075,148 | 98,538 | | 6,399 | 1,180,085 |
| Professional fees | 300,983 | 3,825 | | 7,453 | 291,097 | 603,358 | 121,023 | | 15,629 | 740,010 |
| Supplies | 340,884 | 5,966 | | 38,755 | 378,900 | 764,505 | 42,706 | | 3,196 | 810,407 |
| Cost of merchandise | 242,647 | - | | 6,376 | 5,456 | 254,479 | - | | - | 254,479 |
| Occupancy | 4,200,474 | 9,069 | | 148,490 | 140,436 | 4,498,469 | 240,118 | | 5,161 | 4,743,748 |
| General insurance | 83,982 | 574 | | 14,304 | 38,202 | 137,062 | 4,671 | | 309 | 142,042 |
| Interest | 1,206 | - | | - | 160 | 1,366 | 48,578 | | - | 49,944 |
| Employee recruitment | 34,286 | 542 | | 1,264 | 6,404 | 42,496 | 3,403 | | 13 | 45,912 |
| Marketing | 23,279 | 83 | | 861 | 29,146 | 53,369 | 1,096 | | 15,726 | 70,191 |
| Mileage expense | 42,809 | 7,285 | | 72,384 | 11,488 | 133,966 | 984 | | 73 | 135,023 |
| Vehicle operations | 359,458 | - | | - | 29,135 | 388,593 | 194 | | - | 388,787 |
| Conferences, meetings and trainings | 4,946 | 3,752 | | 4,426 | 3,645 | 16,769 | 46,845 | | 2,718 | 66,332 |
| Fund development | - | - | | - | - | - | 53 | | 100 | 153 |
| Memberships | 1,698 | - | | 2,342 | 125 | 4,165 | 130,335 | | 435 | 134,935 |
| Community support | 684 | 6,594 | | 19,142 | - | 26,420 | 1,714 | | - | 28,134 |
| Depreciation | 408,873 | 786 | | 13,283 | 43,589 | 466,531 | 76,170 | | 4,607 | 547,308 |
| Miscellaneous | 14,809 | | | 10,137 | 25,185 | 50,131 | 16,965 | | 271 | 67,367 |
| Total functional expenses | \$ 12,007,463 | \$ 95,912 | \$ 1, | 559,162 | \$ 4,575,787 | \$18,238,324 | \$ 1,918,686 | \$ | 150,389 | \$ 20,307,399 |

Consolidated Statements of Cash Flows Years Ended December 31, 2011 and 2010

| | 2011 | 2010 | | |
|--|----------------------|----------------|--|--|
| Operating Activities | | | | |
| Change in net assets | \$ 530,875 | \$ (416,746) | | |
| Items not requiring (providing) operating activities cash flows | \$ 330,673 | \$ (410,740) | | |
| Depreciation | 449,455 | 547,308 | | |
| Net realized and unrealized gains on investments | 60,681 | (270,082) | | |
| (Gain) loss on disposition of property and equipment | (5,455) | 29,529 | | |
| Changes in | (3,433) | 29,329 | | |
| Accounts receivable | (611,988) | (60,529) | | |
| Inventories | (327,732) | 77,777 | | |
| Prepaid supplies and expenses | (117,984) | (97,025) | | |
| | 9,431 | 5,050 | | |
| Deposits Accounts payable | | 28,734 | | |
| | (87,669) | | | |
| Accrued expenses | 66,062 | 277,694 | | |
| Deferred revenue | 67,471 | | | |
| Net cash provided by operating activities | 33,147 | 121,710 | | |
| Investing Activities | | | | |
| Purchase of property and equipment | (341,454) | (343,751) | | |
| Proceeds from disposition of property and equipment | 30,000 | - | | |
| Purchase of investments | (240,584) | (199,009) | | |
| Proceeds from disposition of investments | 2,300,603 | 257,916 | | |
| Net cash provided by (used in) investing activities | 1,748,565 | (284,844) | | |
| Financing Activities | | | | |
| Net borrowings (payments) on line of credit | (1,493,712) | 600,000 | | |
| Proceeds from issuance of long-term debt | 66,189 | - | | |
| Principal payments on long-term debt | (12,056) | | | |
| Net cash provided by (used in) financing activities | (1,439,579) | 600,000 | | |
| Increase in Cash | 342,133 | 436,866 | | |
| Cash and Cash Equivalents, Beginning of Year | 612,449 | 175,583 | | |
| Cash and Cash Equivalents, End of Year | \$ 954,582 | \$ 612,449 | | |
| Supplemental Cash Flows Information Interest paid Long-term debt incurred for purchase of property and equipment | \$ 70,348 287,732 | \$ 49,944 - | | |

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

Goodwill of Western Missouri and Eastern Kansas, (the "Organization") is a not-for-profit organization whose mission is to help people with disabilities or disadvantages by maximizing their vocational potential. The Organization's revenues and other support are derived primarily from the sale of donated clothing and merchandise, contracts, grants and contributions. The Organization operates in 18 counties in northwest Missouri and northeast Kansas.

Principles of Consolidation

The consolidated financial statements include the accounts of the Organization and its wholly-owned subsidiary, The Helping Hand of Goodwill Industries Extended Employment Sheltered Workshop (Sheltered Workshop). All significant intercompany accounts and transactions have been eliminated in consolidation.

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, expenses, gains, losses and other changes in net assets during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Organization considers all liquid investments with original maturities of three months or less to be cash equivalents. At December 31, 2011, cash equivalents consisted primarily of money market accounts with brokers.

Effective July 21, 2010, the FDIC's insurance limits were permanently increased to \$250,000. At December 31, 2011, the Organization's cash accounts did not exceed federally insured limits. Pursuant to legislation enacted in 2010, the FDIC will fully insure all noninterest-bearing transaction accounts beginning December 31, 2010 through December 31, 2012, at all FDIC-insured institutions.

Investments and Investment Return

Investments in equity securities having a readily determinable fair value and in all debt securities are carried at fair value. Investment return includes dividend, interest and other investment income; realized and unrealized gains and losses on investments carried at fair value.

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Investment return that is initially restricted by donor stipulation and for which the restriction is met in the same time period is recorded as temporarily restricted and then released from restriction. Other investment return is reflected in the consolidated statements of activities as unrestricted, temporarily restricted or permanently restricted based upon the existence and nature of any donor or legally imposed restrictions.

Accounts Receivable

Accounts receivable are stated at the amount billed to customers. The Organization provides an allowance for doubtful accounts, which is based upon a review of outstanding receivables, historical collection information and existing economic conditions. Accounts receivable are ordinarily due 30 days after the issuance of the invoice. Accounts past due more than 90 days are considered delinquent. Delinquent receivables are written off based on individual credit evaluation and specific circumstances of the customer.

Inventories

Inventories generally consist of donated goods that are to be sold in the Organization's retail stores. Inventory value is estimated based on average sales adjusted for inventory turnover, which approximates fair value.

Property and Equipment

Property and equipment are stated at cost less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful life of each asset. Assets under capital lease obligations and leasehold improvements are depreciated over the shorter of the lease term or their respective estimated useful lives.

The estimated useful lives for each major depreciable classification of property and equipment are as follows:

Buildings40 yearsLeasehold improvements3-10 yearsFurniture, fixtures and equipment3-7 yearsVehicles3 years

Long-lived Asset Impairment

The Organization evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value. No asset impairment was recognized during the years ended December 31, 2011 and 2010.

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Temporarily Restricted Net Assets

Temporarily restricted net assets are those whose use by the Organization has been limited by donors to a specific time period or purpose.

Government Contracts

Revenue received from government agencies and programs is recognized as the Organization performs the contracted services or incurs outlays eligible for reimbursement under the contract agreements. Government programs are subject to audit and acceptance by the government agency and, as a result of such audit, adjustments could be required.

Contributions

Gifts of cash and other assets received without donor stipulations are reported as unrestricted revenue and net assets. Gifts received with a donor stipulation that limits their use are reported as temporarily or permanently restricted revenue and net assets. When a donor 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. Gifts that are originally restricted by the donor and for which the restriction is met in the same time period are recorded as temporarily restricted and then released from restriction.

Gifts of land, buildings, equipment and other long-lived assets are reported as unrestricted revenue and net assets unless explicit donor stipulations specify how such assets must be used, in which case the gifts are reported as temporarily or permanently restricted revenue and net assets. Absent explicit donor stipulations for the time long-lived assets must be held, expirations of restrictions resulting in reclassification of temporarily restricted net assets as unrestricted net assets are reported when the long-lived assets are placed in service.

Deferred Revenue

Revenue from grants and contracts is deferred and recognized over the periods to which the revenues relate.

Income Taxes

The Organization is exempt from income taxes under Section 501 of the Internal Revenue Code and a similar provision of state law. However, the Organization is subject to federal income tax on any unrelated business taxable income. With a few exceptions, the Organization is no longer subject to the U.S. federal examinations by tax authorities for years before 2008.

Functional Allocation of Expenses

The costs of supporting the various programs and other activities have been summarized on a functional basis in the statements of activities. Certain costs have been allocated among the program, management and general and fund raising categories based on estimated usage.

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Reclassifications

Certain reclassifications have been made to the 2010 financial statements to conform to the 2011 financial statement presentation. These reclassifications had no effect on the change in net assets.

Note 2: Investments and Investment Return

Investments at December 31 consisted of the following:

| | 2011 | | | 2010 | | | |
|--|------|-----------|----|-----------|--|--|--|
| Money market funds | \$ | 886,728 | \$ | 90,293 | | | |
| Mutual funds | | _ | | 30,856 | | | |
| Common and preferred stock | | - | | 2,037,042 | | | |
| Other equity securities | | - | | 69,247 | | | |
| Corporate debt securities | | - | | 779,990 | | | |
| | \$ | 886,728 | \$ | 3,007,428 | | | |
| Total investment return is comprised of the following: | | | | | | | |
| | | 2011 | | 2010 | | | |
| Interest and dividend income | \$ | 94,302 | \$ | 76,892 | | | |
| Net realized gains | | 401,450 | | 168,180 | | | |
| Change in unrealized gains (losses) | | (462,131) | | 101,902 | | | |
| | \$ | 33,621 | \$ | 346,974 | | | |

Note 3: Property and Equipment

Property and equipment at December 31 consisted of the following:

| | 2011 | 2010 |
|--|--------------|--------------|
| Land | \$ 934,312 | \$ 954,632 |
| Buildings and leasehold improvements | 4,676,706 | 3,953,491 |
| Furniture, fixtures and equipment | 1,796,293 | 2,290,363 |
| Vehicles | 366,141 | 32,396 |
| | 7,773,452 | 7,230,882 |
| Less accumulated depreciation and amortization | 5,536,177 | 5,148,793 |
| | \$ 2,237,275 | \$ 2,082,089 |

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Note 4: Line of Credit

The Organization had a \$2,100,000 revolving bank line of credit, which was cancelled by the Organization in January 2012. At December 31, 2011 and 2010, there was \$0 and \$1,493,712, respectively, borrowed against this line. The line was collateralized by all of the Organization's investments. Interest varied with the bank's prime rate, which was 3.25% on December 31, 2011 and 2010, and was payable monthly.

In 2011, the Organization also entered into a \$300,000 revolving bank line of credit, which expired in March 2012. There were no borrowings against this line of credit at December 31, 2011. The line was collateralized by the Organization's accounts receivable. Interest varied with the bank's prime rate, which was 3.25% on December 31, 2011, and was payable monthly.

Note 5: Long-term Debt

Long-term debt at December 31 consisted of the following:

| | 2011 | | 20 |)10 |
|--|------|---------|----|-----|
| Note payable to bank; due May 2016; payable \$482 monthly, including interest at 5.5%; collateralized by vehicle | \$ | 22,228 | \$ | - |
| Note payable to bank; due May 2016; payable \$348 monthly, including interest at 5.5%; collateralized by vehicle | | 16,048 | | - |
| Note payable to bank; due October 2016; payable \$436 monthly, including interest at 5.5%; collateralized by vehicle | | 21,807 | | - |
| Capital lease for tractors; due October 2017; payable \$4,200 monthly, including interest at 8.0% | | 234,245 | | - |
| Capital lease for forklifts; due December 2016; payable \$886 monthly, including interest at 3.9% | | 47,537 | | |
| | \$ | 341,865 | \$ | |

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Aggregate annual maturities of long-term debt and payments on capital lease obligations at December 31, 2011, are:

| | (Ex | ng-term Debt cluding eases) | Capital Lease Obligation | | |
|--|-----|--------------------------------------|--------------------------------|---------|--|
| 2012 | \$ | 12,155 | \$ | 61,031 | |
| 2013 | | 12,852 | | 61,031 | |
| 2014 | | 13,588 | | 61,031 | |
| 2015 | | 14,366 | | 61,031 | |
| 2016 | | 7,122 | | 60,135 | |
| Thereafter | | - | | 41,997 | |
| | \$ | 60,083 | | 346,256 | |
| Less amount representing interest | | | | 64,474 | |
| Present value of future minimum lease payments | | | \$ | 281,782 | |

Property and equipment include the following property under capital leases at December 31:

| | 2011 | 20 | 010 |
|-------------------------------|---------------|----|-----|
| Equipment | \$ 48,768 | \$ | - |
| Vehicles | 238,964 | | - |
| | 287,732 | | - |
| Less accumulated depreciation | 7,465 | | |
| | \$ 280,267 | \$ | - |

Note 6: Operating Leases

Noncancellable operating leases, primarily for retail store locations, expire in various years through 2022. These leases generally contain renewal options for periods ranging from 5 to 10 years and require the Organization to pay part or all executory costs (property taxes, maintenance and insurance).

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Future minimum lease payments under operating leases at December 31, 2011, were:

| 2012 | \$ 2,290,795 |
|------------------------------|------------------|
| 2013 | 1,999,852 |
| 2014 | 1,536,445 |
| 2015 | 1,387,344 |
| 2016 | 1,014,578 |
| Later years | 1,896,396 |
| Total minimum lease payments | \$ 10,125,410 |

In accordance with ASC Topic 840, *Leases*, rental agreements with escalating lease payments are recognized in the consolidated statements of activities on a straight-line basis. The difference between the cash payments and amount recognized are recorded as a deferred liability. Deferred rent liability at December 31, 2011 and 2010 was \$511,740 and \$536,039, respectively, and is included in accrued expenses on the consolidated statements of financial position. Rental expense for all operating leases amounted to \$3,162,435 and \$3,121,790 for the years ended December 31, 2011 and 2010, respectively.

Note 7: Retirement Plans

The Organization has a defined contribution plan covering substantially all employees. The Organization contributes a matching contribution up to 4% of gross salaries for eligible employees. The Organization's expense related to this plan was \$50,791 and \$59,297 in 2011 and 2010, respectively.

An employee 401(a) plan covers employees whose services are provided pursuant to a service contract entered into by the employer under the Javits, Wagner, O'Day Act. Benefit amounts are determined by the annual contract. The amounts paid for 2011 and 2010 were \$468,024 and \$560,401, respectively.

Note 8: Disclosures About Fair Value of Assets and Liabilities

ASC Topic 820, *Fair Value Measurement*, defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Topic 820 also specifies a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1 Quoted prices in active markets for identical assets or liabilities

Notes to Consolidated Financial Statements December 31, 2011 and 2010

- **Level 2** Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities
- **Level 3** Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities

Following is a description of the valuation methodologies and inputs used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated statements of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include money market funds, mutual funds, common and preferred stock and other equity securities. If quoted market prices are not available, then fair values are estimated by using pricing models, quoted prices of securities with similar characteristics or discounted cash flows. Level 2 securities include corporate debt securities. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy.

The following table presents the fair value measurements of assets recognized in the accompanying consolidated statements of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31:

| | | | Fair Value Measurements Using | | | | | | |
|-------------------------|------------|-----------|-------------------------------|-----------|--|----------|---------------------------------|-----------|--|
| | | | Quoted Prices | | | | | | |
| | | | in Active | | Significant | | | | |
| | Fair Value | | Markets for Identical Assets | | Other Observable Inputs (Level 2) | | Significant Unobservable Inputs | | |
| | | ali value | | (Level 1) | (| Level Z) | | (Level 3) | |
| 2011 | | | | | | | | | |
| Money market funds | \$ | 886,728 | \$ | 886,728 | \$ | | \$ | - | |
| | | | | | | | | | |
| 2010 | | | | | | | | | |
| Money market funds | \$ | 90,293 | \$ | 90,293 | \$ | - | \$ | - | |
| Mutual funds | | 30,856 | | 30,856 | | - | | - | |
| Common and preferred | | | | | | | | | |
| stock | | 2,037,042 | | 2,037,042 | | - | | - | |
| Other equity securities | | 69,247 | | 69,247 | | - | | - | |
| Corporate debt | | | | | | | | | |
| securities | | 779,990 | | - | | 779,990 | | - | |
| | | | | | | | | | |
| | \$ | 3,007,428 | \$ | 2,227,438 | \$ | 779,990 | \$ | | |
| | | | | | | | | · | |

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Note 9: Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

Accounts Receivable

Approximately 46% of the Organization's accounts receivable balance in 2011 is due from one government contract.

Inventories

As discussed in Note 1, inventory value is estimated based on average sales adjusted for inventory turnover.

Investments

The Organization invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the accompanying consolidated statements of financial position.

Revenue

The Organization's contracts and programs are funded by various governmental agencies. These funds are 27% and 35% of the total revenue of the Organization for the years ended December 31, 2011 and 2010, respectively.

Litigation

The Organization is subject to claims and lawsuits that arise primarily in the ordinary course of its activities. It is the opinion of management that the disposition or ultimate resolution of such claims and lawsuits will not have a material adverse effect on the financial position, change in net assets and cash flows of the Organization. Events could occur that would change this estimate materially in the near term.

Current Economic Conditions

The current protracted economic decline continues to present not-for-profit organizations with difficult circumstances and challenges, which in some cases have resulted in large and unanticipated declines in the fair value of investments and other assets, declines in contributions and grant revenue, constraints on liquidity and difficulty obtaining financing. The financial statements have been prepared using values and information currently available to the Organization.

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Current economic conditions have made it difficult for many donors to continue to contribute to not-for-profit organizations. A significant decline in contribution revenue and grant revenue could have an adverse impact on the Organization's future operating results.

In addition, given the volatility of current economic conditions, the values of assets and liabilities recorded in the financial statements could change rapidly, resulting in material future adjustments in investment values and other assets that could negatively impact the Organization's ability to maintain sufficient liquidity.

Note 10: Subsequent Events

Subsequent events have been evaluated through the date of the Independent Accountants' Report, which is the date the financial statements were available to be issued.

In March 2012, the Organization entered into two new loan agreements to purchase vehicles totaling \$40,373 with the following terms: interest rate of 5.5%, payable in monthly installments of \$772 for 60 months, balance due February 2017, collateralized by the vehicles purchased.

In March 2012, the Organization entered into two new operating leases with escalating annual rental payments to be recognized on the straight-line basis of \$220,564 and \$127,880 annually through 2022. Each lease contains two five year renewal options and requires the Organization to pay its proportionate share of executor costs (property taxes, maintenance and insurance).

Notes to Consolidated Financial Statements December 31, 2011 and 2010

Note 11: Restatement of Financial Statements

In 2011, the Organization determined there was a computational error of \$536,039 in the December 31, 2010 deferred rent liability calculation. The 2010 consolidated financial statements have been restated to correct this error. The restatement had no impact on previously reported 2010 changes in net assets.

The following financial statement line items for fiscal year 2010 were affected by the correction:

| | As | Effect of | Other | | |
|----------------------------------|------------|------------|------------|--------------|--|
| | Originally | Restate- | Reclassi- | As | |
| | Reported | ment | fications | Restated | |
| Consolidated Statement of | | | | | |
| Financial Position | | | | | |
| Accrued expenses | \$ 924,374 | \$ 536,039 | \$ (3,495) | \$ 1,456,918 | |
| Total liabilities | 3,147,218 | 536,039 | | 3,683,257 | |
| Net assets - unrestricted | 4,582,741 | (536,039) | | 4,046,702 | |
| Total net assets | 4,582,741 | (536,039) | | 4,046,702 | |
| Consolidated Statement of | | | | | |
| Activities | | | | | |
| Net assets, beginning of year | 4,999,487 | (536,039) | | 4,463,448 | |
| Net assets, end of year | 4,582,741 | (536,039) | | 4,046,702 | |