Financial Statements and Other Financial Information

June 30, 2023 and 2022

(With Independent Auditors' Report Thereon)



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Second Harvest Food Bank of East Tennessee Roster of Board of Directors and Executive Staff As of June 30, 2023

Board of Directors

Jacob Ogle President

Lori Hickok Secretary/Treasurer
Patrick Birmingham Vice President

Drew Everett Member **David Keim** Member **David Reynolds** Member **Tim McLemore** Member **Dean John Ross** Member **Bob Haralson** Member Member **David Owens Benjamin Ridder** Member **Jennifer Oswalt** Member

Executive Staff

Elaine Streno Chief Executive Officer



INDEPENDENT AUDITORS' REPORT

The Board of Directors
Second Harvest Food Bank of East Tennessee:

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Second Harvest Food Bank of East Tennessee (the "Organization"), which comprise the statements of financial position as of June 30, 2023 and 2022, and the related statements of activities and changes in net assets, cash flows and functional expenses 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 financial position of the Organization 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 ("GAAP").

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS") and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Organization 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 opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with GAAP, and for 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 the Organization's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

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 auditors' 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 GAAS and *Government 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 GAAS and Government 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 the Organization'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 the Organization'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 audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal and state awards and related notes on pages 20 through 22, as required by Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, are presented for purposes of additional analysis and are not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such 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 GAAS. In our opinion, the schedule of expenditures of federal and state awards and related notes are fairly stated in all material respects in relation to the financial statements as a whole.

Other Information

Management is responsible for the other information included in the financial statements. The other information comprises the Roster of Board of Directors and Executive Staff on page 1, but does not include the basic financial statements and our auditors' report thereon. Our opinions on the basic financial statements do not cover the other information and, accordingly, we do not express an opinion or provide any assurance on that information.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected misstatement of the other information exists, we are required to describe it in our report.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated December 8, 2023, on our consideration of the Organization's 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 solely 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 the Organization's 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 the Organization's internal control over financial reporting and compliance.

LBMC, PC

Knoxville, Tennessee December 8, 2023

Statements of Financial Position

June 30, 2023 and 2022

Assets

Current assets: Cash \$ 807,350 \$ 2,088,122 Accounts and other receivables 332,850 206,107 Grants receivable 777,968 173,324 Investments 20,055,672 18,083,390 Prepaid expenses 125,914 49,627 Products held for distribution 1,740,245 1,838,250 Total current assets 23,839,999 22,438,820 Property and equipment, net: 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment, net 6,352,186 9,817,625 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Total current liabilities			<u>2023</u>		<u>2022</u>
Cash \$ 807,350 \$ 2,088,122 Accounts and other receivables 332,850 206,107 Grants receivable investments 20,055,672 18,083,390 Prepaid expenses 125,914 49,627 Products held for distribution 1,740,245 1,838,250 Total current assets 23,839,999 22,438,820 Property and equipment, net: 418,093 418,093 Land 418,093 4,242,301 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment, 9,938,046 9,817,625 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets 2023 2022 Current liabilities	Current assets:				
Accounts and other receivables 332,850 206,107 Grants receivable 777,968 173,324 Investments 20,055,672 18,083,390 Prepaid expenses 125,914 49,627 Products held for distribution 1,740,245 1,838,250 Total current assets 23,839,999 22,438,820 Property and equipment, net: Land 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets Current liabilities \$623,478 603,564 Accrued compe		\$	807,350	\$	2,088,122
Grants receivable Investments 777,968 173,324 (18,083,390) 18,083,390) 125,914 (19,627) 18,083,390) 49,627 (18,083,390) 125,914 (19,627) 49,627 (18,083,250) 1,740,245 (18,382,50) 1,838,250 1,839,930 418,093<	Accounts and other receivables	·		·	
Investments 20,055,672 18,083,390 Prepaid expenses 125,914 49,627 Products held for distribution 1,740,245 1.838,250 Total current assets 23,839,999 22,438,820 Property and equipment, net: 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,052,523 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Current liabilities \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: With donor restrictions	Grants receivable		777,968		
Prepaid expenses 125,914 49,627 Products held for distribution 1,740,245 1,838,250 Total current assets 23,839,999 22,438,820 Property and equipment, net: 2 Land 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 2,638,19 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets 2023 2022 Current liabilities: \$ 603,564 460,352,478 603,564 Accrued compensation 193,382 106,452 Total current liabilities 316,860	Investments		20,055,672		-
Total current assets 23,839,999 22,438,820 Property and equipment, net: 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets 2023 2022 Current liabilities: 2023 2022 Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 685,552 682,937	Prepaid expenses				
Property and equipment, net: 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 1,570 Liabilities and Net Assets Liabilities and Net Assets Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937		_	1,740,245	_	
Land 418,093 418,093 Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets 2023 2022 Current liabilities: \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Total current assets		23,839,999		22,438,820
Building 4,422,849 4,242,301 Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets 2023 2022 Current liabilities: \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Property and equipment, net:				
Warehouse equipment 695,033 682,643 Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets 2023 2022 Current liabilities: \$623,478 \$603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Land		418,093		418,093
Automobiles and trucks 2,055,995 2,052,523 Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets \$ 2023 2022 Current liabilities: \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Building		4,422,849		4,242,301
Cold storage equipment 2,082,257 2,026,074 Office furniture and equipment 263,819 395,991 9,938,046 9,817,625 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets Liabilities and Net Assets Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Warehouse equipment		695,033		682,643
Office furniture and equipment 263,819 395,991 Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets 2023 2022 Current liabilities: 2023 2022 Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Automobiles and trucks		2,055,995		2,052,523
Accumulated depreciation 9,938,046 9,817,625 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 3,949 3,949 1,570 1,57	Cold storage equipment		2,082,257		2,026,074
Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets Liabilities and Net Assets Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Office furniture and equipment	_	<u> 263,819</u>	_	<u>395,991</u>
Accumulated depreciation 3,585,860 3,476,189 Property and equipment, net 6,352,186 6,341,436 Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 Liabilities and Net Assets Liabilities and Net Assets Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937			9,938,046		9,817,625
Beneficial interest in assets held by others 3,949 3,949 Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Accumulated depreciation	_		_	
Deposits 1,570 1,570 \$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets 2023 2022 Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Property and equipment, net		6,352,186		6,341,436
\$ 30,197,704 \$ 28,785,775 Liabilities and Net Assets 2023 2022 Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Beneficial interest in assets held by others		3,949		3,949
Liabilities and Net Assets 2023 2022 Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Deposits	_	1,570	_	1,570
Current liabilities: \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937		\$_	30,197,704	\$_	28,785,775
Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	<u>Liabilities and Net Assets</u>				
Current liabilities: Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937			2023		2022
Trade accounts and other payables \$ 623,478 \$ 603,564 Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Commant liabilities				
Accrued compensation 193,382 106,452 Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937		ć	622 470	ć	602 564
Total current liabilities 816,860 710,016 Net assets: Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937		Ą	•	Ą	-
Net assets: Without donor restrictions With donor restrictions 28,515,292 27,392,822 865,552 682,937	·	_		_	
Without donor restrictions 28,515,292 27,392,822 With donor restrictions 865,552 682,937	Total current liabilities	_	816,860	-	710,016
With donor restrictions <u>865,552</u> <u>682,937</u>	Net assets:				
	Without donor restrictions		28,515,292		27,392,822
Total net assets <u>29,380,844</u> <u>28,075,759</u>	With donor restrictions	_	865,552	_	682,937
	Total net assets	_	29,380,844	_	28,075,759
\$ <u>30,197,704</u> \$ <u>28,785,775</u>		\$ <u>_</u>	30,197,704	\$ <u>_</u>	28,785,775

See accompanying notes to the financial statements.

Statement of Activities and Changes in Net Assets

Year ended June 30, 2023

	Without Donor <u>Restrictions</u>	With Donor Restrictions	<u>Total</u>
Support and revenue:			
Contributed product	\$ -	\$ 25,388,843	\$ 25,388,843
Other contributions	6,239,809	123,849	6,363,658
Government grants	1,558,263	424,525	1,982,788
United Way	414,378	-	414,378
Distribution fees	3,690,168	-	3,690,168
In-kind donations	219,206	-	219,206
Event revenue, net of expenses of \$216,267	<u>2,185,139</u>		<u>2,185,139</u>
Total support and revenue	14,306,963	25,937,217	40,244,180
Net assets released from restrictions	25,754,602	(25,754,602)	
Total revenue, gains and other support	40,061,565	182,615	40,244,180
Expenses:			
Food distribution program	39,121,685	-	39,121,685
Fundraising	1,255,657	-	1,255,657
Management and general	<u>557,151</u>		<u>557,151</u>
Total expenses	40,934,493		40,934,493
Other changes in net assets			
Interest and dividend income	518,265	-	518,265
Investment income	1,476,193	-	1,476,193
Other income	1,681	-	1,681
Loss on disposal of equipment	(741)		<u>(741</u>)
Total other changes	1,995,398		1,995,398
Change in net assets	1,122,470	182,615	1,305,085
Net assets at beginning of year	27,392,822	682,937	28,075,759
Net assets at end of year	\$ <u>28,515,292</u>	\$ <u>865,552</u>	\$ <u>29,380,844</u>

Statement of Activities and Changes in Net Assets

Year ended June 30, 2022

	Without Donor <u>Restrictions</u>	With Donor Restrictions	<u>Total</u>
Support and revenue:			
Contributed product	\$ -	\$ 27,820,761	\$ 27,820,761
Other contributions	5,344,726	723,812	6,068,538
Government grants	291,000	462,169	753,169
United Way	283,870	-	283,870
Distribution fees	2,509,881	-	2,509,881
In-kind donations	146,187	-	146,187
Event revenue, net of expenses of \$130,315	<u>1,886,455</u>		<u>1,886,455</u>
Total support and revenue	10,462,119	29,006,742	39,468,861
Net assets released from restrictions	29,993,902	(29,993,902)	
Total revenue, gains and other support	40,456,021	(987,160)	39,468,861
Expenses:			
Food distribution program	37,610,977	-	37,610,977
Fundraising	1,180,181	-	1,180,181
Management and general	398,852	-	398,852
Total expenses	39,190,010		39,190,010
Other changes in net assets			
Interest and dividend income	97,094	-	97,094
Investment income	(1,351,702)	-	(1,351,702)
Paycheck Protection Program loan forgiveness	409,301	-	409,301
Gain on disposal of equipment	21,493		21,493
Total other changes	(823,814)		(823,814)
Change in net assets	442,197	(987,160)	(544,963)
Net assets at beginning of year	26,950,625	1,670,097	28,620,722
Net assets at end of year	\$ <u>27,392,822</u>	\$ 682,937	\$ <u>28,075,759</u>

Statements of Cash Flows

Years ended June 30, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Cash provided by operating activities:		
Change in net assets	\$ 1,305,085	\$ (544,963)
Adjustments to reconcile change in net assets to cash (used)	,	,,
provided by operating activities:		
Depreciation	420,899	402,752
Loss (gain) on disposal of equipment	741	(21,493)
Investment (income) loss	(1,476,193)	1,351,702
Paycheck Protection Program loan forgiveness	-	(409,301)
(Increase) decrease in:		
Accounts and other receivables	(126,743)	(170,439)
Grants receivable	(604,644)	(44,919)
Prepaid expenses	(76,287)	16,496
Product held for distribution	98,005	905,050
Increase (decrease) in:		
Trade accounts and other payables	19,914	309,119
Accrued compensation	86,930	(4,218)
Deferred event revenue		(305,679)
Total adjustments	(1,657,378)	2,029,070
Net cash (used) provided by operating activities	(352,293)	1,484,107
Cash used by investing activities:		
Purchases of property and equipment	(432,390)	(660,979)
Proceeds from disposal of equipment	-	45,000
Proceeds from sale of investments	2,470,787	25,354
Purchases of investments	(2,966,876)	(19,054,544)
Net cash used by investing activities	(928,479)	(19,645,169)
Decrease cash and cash equivalents	(1,280,772)	(18,161,062)
Cash at beginning of year	2,088,122	20,249,184
Cash at end of year	\$ <u>807,350</u>	\$ <u>2,088,122</u>

Statement of Functional Expenses

Year ended June 30, 2023

		Food Distribution			Management		
		<u>Program</u>		<u>Fundraising</u>	and General		<u>Totals</u>
Product distribution	\$	34,379,294	\$	-	\$ -	\$	34,379,294
Salaries and wages		1,983,485		657,838	290,381		2,931,704
Payroll taxes		140,053		46,450	20,504		207,007
Health insurance		264,281		87,650	38,691		390,622
Retirement contributions		45,071		14,949	6,598		66,618
Other employee benefits		42,526		11,414	5,038		58,978
Depreciation		350,630		20,985	49,284		420,899
Printing and publications		2,736		14,136	385		17,257
Direct mail		-		240,974	-		240,974
Postage		4,943		157	694		5,794
Office supplies		33,104		1,981	4,653		39,738
Office equipment lease		14,874		591	1,386		16,851
Telephone		34,581		2,070	4,861		41,512
Utilities		84,732		5,071	11,910		101,713
Insurance		112,048		13,720	11,203		136,971
Fuel and vehicle registration		263,792		-	-		263,792
Repairs and maintenance		474,036		17,998	42,267		534,301
Conferences and travel		28,394		11,571	11,235		51,200
Dues and licenses		13,089		3,287	16,360		32,736
Professional services		66,516		22,060	9,738		98,314
Agency grants		455,582		-	-		455,582
Agency expenses		55,360		-	-		55,360
Warehouse and program expenses		271,687		-	-		271,687
Credit card processing fees		-		57,577	-		57,577
Other	_	871	_	25,178	31,963	_	58,012
	\$_	39,121,685	\$_	1,255,657	\$ <u>557,151</u>	\$	40,934,493

Statement of Functional Expenses

Year ended June 30, 2022

		Food					
		Distribution			Mana	gement	
		<u>Program</u>		Fundraising		General	<u>Totals</u>
Product distribution	\$	33,385,645	\$	-	\$	-	\$ 33,385,645
Salaries and wages		1,660,842		586,882		235,652	2,483,376
Payroll taxes		122,190		43,178		17,337	182,705
Health insurance		250,991		88,692		35,612	375,295
Retirement contributions		40,106		14,172		5,691	59,969
Other employee benefits		37,215		12,153		4,880	54,248
Depreciation		362,477		24,165		16,110	402,752
Printing and publications		3,714		38,037		501	42,252
Direct mail		-		234,216		-	234,216
Postage		6,580		372		887	7,839
Office supplies		7,111		402		958	8,471
Office equipment lease		26,568		400		954	27,922
Telephone		26,092		1,476		3,516	31,084
Utilities		84,783		4,796		11,426	101,005
Insurance		88,235		9,696		7,820	105,751
Fuel and vehicle registration		177,511		-		-	177,511
Repairs and maintenance		440,673		14,225		33,895	488,793
Conferences and travel		14,691		5,631		5,529	25,851
Dues and licenses		9,489		2,422		8,659	20,570
Professional services		60,042		21,217		8,519	89,778
Agency grants		243,868		-		-	243,868
Agency expenses		163,570		-		-	163,570
Warehouse and program expenses		395,352		-		-	395,352
Credit card processing fees		-		59,509		-	59,509
Other	_	3,232	_	18,540		906	 22,678
	\$_	37,610,977	\$_	1,180,181	\$	398,852	\$ 39,190,010

Notes to the Financial Statements

June 30, 2023 and 2022

(1) Nature of activities

Second Harvest Food Bank of East Tennessee ("Second Harvest"), was incorporated in July 1981 and is certified as a member of Feeding America.

Second Harvest, located in Maryville, Tennessee, is a non-profit service organization dedicated to alleviating hunger in the community. Its primary commitment to the surrounding eighteen counties of East Tennessee is to provide and distribute food to those agencies who feed the hungry. Second Harvest receives contributions of surplus or salvage food from national and local food producers and United States Department of Agriculture ("USDA") food products from the Tennessee Department of Agriculture, and distributes these products to certified charitable organizations such as church sponsored pantries that provide emergency food baskets, programs for disadvantaged children, programs for the handicapped, low income day care centers, and homeless shelters. Second Harvest also operates a Food Rescue program where donated food is picked up from area grocery stores and restaurants and distributed to local distribution programs.

(2) Summary of significant accounting policies

(a) Basis of presentation

The Organization reports information regarding its financial position and activities based on the existence or absence of donor or grantor imposed restrictions. Net assets of the Organization are presented as follows:

Net Assets Without Donor Restrictions - Net assets available for use in general operations and not subject to donor or grantor imposed restrictions.

Net Assets With Donor Restrictions - Net assets subject to donor or grantor imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Contributions received are recorded as without donor restrictions or with donor restrictions depending on the existence and/or nature of any donor restrictions.

Notes to the Financial Statements

June 30, 2023 and 2022

(b) Accounts receivable

Second Harvest sells purchased food and supplies to their partner agencies at cost. Accounts receivable are reported at gross sales price less any applicable payments or adjustments. Second Harvest extends trade credit based on evaluation of those agencies' financial condition and, generally, does not require collateral. Second Harvest does not charge interest on past due accounts.

Second Harvest estimates an allowance for doubtful accounts on trade accounts receivable, which may not be fully collectible, based on its knowledge of partner agencies' individual credit circumstances, the historical loss experience and current economic conditions. Accounts determined to be uncollectible are charged off against the allowance in the period of determination. There were no charge offs for the years ended June 30, 2023 or 2022.

Accounts receivable are deemed to be fully collectible by management, and no allowance for doubtful accounts is considered necessary at June 30, 2023 or 2022.

(c) <u>Investments</u>

Investments in marketable equity securities with readily determinable fair values and all investments in debt securities are shown at their fair values in the statement of financial position. Investment income (loss) shown in the statement of activities and changes in net assets includes realized and unrealized gains and losses, net of investment expenses. Investment return is reported in the period earned as an increase in net assets without donor restrictions unless the use of the assets received is limited by donor-imposed restrictions. Investment return that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restrictions are met or expire in the year in which the income is recognized. All other donor-restricted investment return is reported as an increase in net assets with donor restrictions depending on the nature of the restrictions.

(d) Products held for distribution

Products held for distribution include donated inventory, purchased inventory, program inventory, and undistributed USDA commodities and consists primarily of assorted food, beverages, and condiments ("food"). Donated food received from food drives, food companies, grocery stores and Feeding America is valued at \$1.93 per pound for 2023 and \$1.92 per pound for 2022, which represents the estimated average market value of the food at the date of the gift based on a study commissioned by Feeding America. Purchased and program inventory is reported at cost. USDA inventory is valued at \$1.93 and \$1.92 using the price established by Feeding America for 2023 and 2022, respectively.

Notes to the Financial Statements

June 30, 2023 and 2022

(e) Property and equipment

Property and equipment are reported at cost or, in the case of contributed property, at the estimated fair value at the date of receipt. It is Second Harvest's policy to capitalize property and equipment expenditures with a useful life of greater than one year and a cost in excess of \$2,500. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets, which range from three to thirty-nine years.

(f) Contributions and support

Contributions are recorded as support when cash or other assets are received. Contributed food and other products for distribution are recorded as support at their estimated average market value on the date of receipt. Contributions are considered to be available for unrestricted use unless specifically restricted by the donor.

Gifts of cash and other assets that are designated for future periods or restricted by the donor for specific purposes are reported as support with donor restrictions. When a donor restriction expires, that is when a stipulated time restriction ends or purpose restriction is accomplished, 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.

Contributions of property and equipment and other long-lived assets with explicit restrictions that specify how the assets are to be used, including cash contributed to acquire such assets, are recorded as restricted support. Absent explicit donor stipulations about how long those long-lived assets must be maintained, the expiration of donor restrictions is reported when the donated or acquired assets are placed in service.

In-kind contributions are recorded based on their estimated fair value at the date of donation.

Distribution fees are recognized upon transfer of control, title and risk of loss, which is generally upon the product being picked up by the customer.

(g) Functional expense allocation

The costs to provide programs and services are summarized on a functional basis in the accompanying financial statements. Accordingly, certain expenses have been allocated among the program and supporting services benefited. Costs directly related to a specific function are charged to that function. Salaries and benefits are allocated based on an analysis of employee time spent on program services and other activities. Occupancy costs are allocated based on the use of the space. Other costs are allocated based on management's best estimates.

Notes to the Financial Statements

June 30, 2023 and 2022

(h) Income taxes

Second Harvest qualifies as a tax-exempt organization under Section 501(c)(3) of the U.S. Internal Revenue Code as a public charity. As such, no accrual for income taxes has been made in the accompanying financial statements.

An uncertain tax position is recognized as a benefit only if it is "more likely than not" that the tax position would be sustained in a tax examination, with a tax examination being presumed to occur. The amount recognized is the largest amount of tax benefit that is greater than 50% likely of being realized on examination. For tax positions not meeting the "more likely than not" test, no tax benefit is recorded. The Organization has no material uncertain tax positions that qualify for either recognition or disclosure in the financial statements as of June 30, 2023 and 2022.

As of June 30, 2023 and 2022, the Organization has accrued no interest and no penalties related to uncertain tax positions. It is the Organization's policy to recognize interest and/or penalties related to income tax matters in income tax expense. The Organization files a U.S. Federal informational tax return annually. The Organization is subject to routine audits under the Internal Revenue Service, and there are no audits currently in process.

(i) Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosure of contingent assets and liabilities in the financial statements and accompanying notes. Although these estimates are based on management's knowledge of current events and actions they may undertake in the future, actual results could differ from those estimates.

(j) Long-lived assets

Management evaluates the recoverability of the investment in long-lived assets on an ongoing basis and recognizes any impairment in the year of determination. It is reasonably possible that relevant conditions could change in the near term and necessitate a change in management's estimate of the recoverability of these assets.

(k) Events occurring after reporting date

Second Harvest has evaluated events and transactions that occurred between June 30, 2023 and December 8, 2023 which is the date that the financial statements were available to be issued, for possible recognition or disclosure in the financial statements. There have been no events since June 30, 2023 that require additional disclosure.

Notes to the Financial Statements

June 30, 2023 and 2022

(3) Liquidity

A summary of the Organization's financial assets as of June 30, 2023 and 2022 available to meet cash needs for general expenditures within one year of the statement of financial position date is as follows:

	<u>2023</u>	<u>2022</u>
Cash	807,350	2,088,122
Accounts and other receivables	332,850	206,107
Grants receivable	777,968	173,324
Investments	20,055,672	18,083,390
Beneficial interest in assets held by others	<u>3,949</u>	3,949
Financial assets at end of year	21,977,789	20,554,892
Less assets unavailable for general expenditures within	one year:	
Financial assets subject to donor restrictions	(211,845)	(243,965)
Financial assets available to meet cash needs for general expenditures within one year	\$ <u>21,765,944</u>	\$ <u>20,310,927</u>

Additionally as described in Note (6), the Organization has a bank line of credit that could be made available for operations, if necessary.

(4) Assets and liabilities measured at fair value

Fair value is a market-based measurement, not an entity-specific measurement. Therefore, a fair value measurement should be determined based on the assumptions that market participants would use in pricing the asset or liability. As a basis for considering market participant assumptions in fair value measurements, fair value accounting standards establish a fair value hierarchy that distinguishes between market participant assumptions based on market data obtained from sources independent of the reporting entity including quoted market prices in active markets for identical assets (level 1), or significant other observable inputs (level 2) and the reporting entity's own assumptions about market participant assumptions (level 3). The Organization does not have any fair value measurements using significant unobservable inputs (Level 3) as of June 30, 2023 or 2022.

(a) Financial instruments

The carrying amount of financial instruments, consisting of cash, accounts and other receivable, grants receivable, products held for distribution, other current assets, trade accounts and other payables, accrued compensation, and other current liabilities approximate their fair value due to their relatively short maturities.

Notes to the Financial Statements

June 30, 2023 and 2022

(b) Non-financial assets

The Organization's non-financial assets, which include property and equipment, are not required to be measured at fair value on a recurring basis. However, if certain triggering events occur, or if an annual impairment test is required and the Organization is required to evaluate the non-financial instrument for impairment, a resulting asset impairment would require that the non-financial asset be recorded at the fair value. During the years ended June 30, 2023 and 2022, the Organization did not measure any non-financial assets at fair value or recognize any revenues or expenses related to changes in fair value for non-financial assets.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in methodologies used at June 30, 2023 and 2022.

- (i) Mutual funds: Valued based on the funds' reported closing net asset values of shares held by the Organization as of the last business day of the year. The mutual funds are deemed to be actively traded.
- (ii) Common stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

The following table sets forth by level, within the fair value hierarchy, the Organization's assets at fair value:

Fair Value Measurements as of June 30, 2023 using the following inputs

	Level 1	Level 2	Level 3	<u>Total</u>
Financial assets				
Mutual Funds	6,276,491	-	-	6,276,491
Common stocks	13,779,181		<u> </u>	<u>13,779,181</u>
Total financial assets	\$ <u>20,055,672</u>	\$ -	\$ -	\$ 20,055,672

Fair Value Measurements as of June 30, 2022 using the following inputs

	<u>Level 1</u>	Level 2	<u>Level 3</u>	<u>Total</u>
Financial assets				
Mutual Funds	6,645,121	-	-	6,645,121
Common stocks	11,438,269		<u> </u>	11,438,269
Total financial assets	\$ 18,083,390	\$ -	\$ -	\$ 18,083,390

Notes to the Financial Statements

June 30, 2023 and 2022

Investment securities have the following unrealized (depreciation) appreciation in fair value by investment type as follows:

June 30, 2023

Julie 30, 2023	<u>Cost</u>	Fair <u>Value</u>	Unrealized (Depreciation) Appreciation
Mutual Funds Common stocks	\$ 6,536,346 12,995,365	\$ 6,276,491 13,779,181	\$ (259,855) 783,816
	\$ <u>19,531,711</u>	\$ <u>20,055,672</u>	\$ <u>523,961</u>
<u>June 30, 2022</u>			Unrealized
	<u>Cost</u>	Fair Value	Appreciation
Mutual Funds Common stocks	\$ 6,577,138 <u>12,523,245</u>	\$ 6,645,121 11,438,269	\$ 67,983 (1,084,976)
	\$ <u>19,100,383</u>	\$ <u>18,083,390</u>	\$ <u>(1,016,993</u>)

Investment securities, in general, are exposed to various risks, such as interest rate, credit, and market 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 changes could materially affect the amounts reported in the consolidated statements of financial position.

(5) Products held for distribution

Products held for distribution consisted of the following at June 30, 2023 and 2022:

		<u>23</u>	<u>2022</u>	
Donated food	\$ 1	68,556	\$	61,912
USDA inventory	1	.69,253		88,750
Purchased inventory	9	42,193		1,222,005
Program inventory	4	60,243		465,583
	\$ <u> 1,7</u>	40,245	\$	1,838,250

Notes to the Financial Statements

June 30, 2023 and 2022

(6) Line of credit

Second Harvest has a bank line of credit, secured by a building, property and products held for distribution, in the amount of \$1,000,000 with a variable rate of interest (8.50% at June 30, 2023). The line of credit expires December 7, 2029. There was no interest incurred for the years ended June 30, 2023 and June 30, 2022. There was no outstanding balance as of June 30, 2023 and 2022.

(7) Net assets with donor restrictions

Net assets with donor restrictions are available for the following purposes at June 30, 2023 and 2022:

		<u>2023</u>		
Product distribution	\$	798,052	\$	616,245
Equipment		-		66,692
Food assistance	_	<u>67,500</u>	_	
	\$	865,552	\$	682,937

(8) Employee benefits

Second Harvest has a simplified employee pension plan that covers all full-time employees who earn at least \$5,000 during any preceding years and worked at least 1,000 hours. Employee contributions to the plan are matched 100% up to 3% of each eligible employee's compensation. Retirement contribution expense was \$66,618 and \$59,969 the years ended June 30, 2023 and 2022, respectively.

(9) Donated materials and services

Second Harvest receives contributions of food from individuals, private companies, government agencies, stores, restaurants, churches, and other food banks and not-for-profit organizations for distribution. Second Harvest received \$25,388,843 and \$27,820,761 during the years ended June 30, 2023 and 2022, respectively, in contributions of food and distributed \$25,207,036 and \$30,333,822 of food (including purchased food) during the years ended June 30, 2023 and 2022, respectively.

Second Harvest received in-kind donations valued at \$219,206 and \$146,187 during the years ended June 30, 2023 and 2022, respectively. The amounts are recorded in property and equipment, event revenue, contributions, and program services based on their intended use.

Notes to the Financial Statements

June 30, 2023 and 2022

(10) Credit risk and other concentrations

The Organization generally maintains cash on deposit at a bank in excess of federally insured amounts. The Organization has not experienced any losses in such accounts and management believes the Organization is not exposed to any significant credit risk related to cash.

(11) Beneficial interest in assets held by others

An endowment held by the East Tennessee Foundation (the "Foundation") for the benefit of Second Harvest is administered by the Foundation.

Endowment income is distributed to Second Harvest based on a spending policy. Additional disbursements may be made with seventy-five percent vote of approval from Second Harvest's Board of Directors. Second Harvest has granted the Foundation variance power, which is defined as the power to modify any restriction or condition on the distribution of funds for the specified charitable purposes or to be a specified organization if, in the sole judgment of the Foundation's board, such restrictions or conditions become, in effect unnecessary, undesirable, impracticable, incapable of fulfillment, or inconsistent with the charitable needs of the community served. Assets held by the Foundation for the benefit of Second Harvest are recorded as beneficial interest in assets held by others in the accompanying statements of financial position.



Schedule of Expenditures of Federal and State Awards

Year ended June 30, 2023

				OTHER INFORMATION					
Federal Assistance Listing Number (ALN)	Name of <u>Program</u>	Contracting <u>Agency</u>	Amount Expended	Products Balance July 1, 2022	Balance July 1, 2022 <u>Receivable</u>	Contract Funds <u>Received</u>	Amount Earned (Adjusted)	Balance June 30, 2023 <u>Receivable</u>	Products Balance June 30, 2023
FEDERAL AWAR	DS								
10.568	Emergency Food Assistance Program - Administrative Costs	US Dept of Agriculture Pass through Tennessee Dept of Agriculture 84794			173,324	173,324			
10.568	Emergency Food Assistance Program -	US Dept of Agriculture Pass through Tennessee Dept							
	Administrative Costs	of Agriculture 90034	424,525			284,129	424,525	140,396	
		Total ALN 10.568	424,525		173,324	<u>457,453</u>	424,525	140,396	
10.569	Emergency Food Assistance Program -	US Dept of Agriculture Pass through Tennessee Dept	2 000 022	00.750		4 000 530	2 000 022		100 247
	Food Commodities	of Agriculture (noncash)	3,980,032	88,750	<u> </u>	4,060,529	3,980,032	-	169,247
		Total ALN 10.569 (noncash)	3,980,032	88,750		4,060,529	3,980,032		169,247
		Total food distribution program cluster	4,404,557	88,750	173,324	4,517,982	4,404,557	140,396	169,247
10.182	Pandemic Relief Activities: Local Food Assistance Grant - Local Food	US Dept of Agriculture Pass through Tennessee Dept of Agriculture 76615							
	Purchase Assistance	· ·	242,205				242,205	242,205	
		Total US Dept of Agriculture	4,646,762	<u>88,750</u>	173,324	4,517,982	4,646,762	<u>382,601</u>	169,247
14.228	Community Development Block Grant - Food Bank Support/State's Program and Non-entitlement Grants in Hawaii	US Dept of Housing and Urban Development Pass through Tennessee Dept of Economic and Community Development							
		15222	1,026,059			630,691	1,026,059	<u>395,368</u>	
		Total Federal Awards	5,672,821	<u>88,750</u>	<u>173,324</u>	5,148,673	5,672,821	777,969	169,247

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

See accompanying independent auditors' report.

Schedule of Expenditures of Federal and State Awards, continued

Year ended June 30, 2023

					OTHER INFORMATION				
Federal Assistance Listing Number (ALN)	Name of <u>Program</u>	Contracting Agency	Amount <u>Expended</u>	Products Balance July 1, 2022	Balance July 1, 2022 <u>Receivable</u>	Contract Funds <u>Received</u>	Amount Earned (Adjusted)	Balance June 30, 2023 <u>Receivable</u>	Products Balance June 30, 2023
STATE AWARDS									
N/A	Direct Appropriation Grant - Purchase of Food	Tennessee Department of Human Services	200,000			200,000	200,000	<u> </u>	
		Total State Awards	200,000			200,000	200,000	<u> </u>	
	Total Federal and State Awa	ards	\$ <u>5,872,821</u>	\$ 88,750	\$ <u>173,324</u>	\$ <u>5,348,673</u>	\$ <u>5,872,821</u>	. \$ <u>777,969</u>	\$ <u>169,247</u>

Notes to the Schedule of Expenditures of Federal and State Awards

Year ended June 30, 2023

(1) Basis of presentation

The accompanying schedule of expenditures of federal and state awards (the "Schedule") includes award activity of Second Harvest Food Bank of East Tennessee under programs of the federal and state governments for the year ended June 30, 2023. The information in this Schedule is presented in accordance with the requirement of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirement for Federal Awards ("Uniform Guidance"). Because the Schedule presents only a selected portion of the operations of the Organization, it is not intended to and does not present the financial position, changes in net assets, or cash flows of the Organization.

(2) Summary of significant accounting policies for federal expenditures

Expenditures reported on the Schedule are reported on the accrual basis of accounting. The expenditures reported in the Schedule follow the cost principles contained in the Uniform Guidance.

(3) Indirect cost rate

The Organization has elected not to use the 10% de minimis indirect cost rate allowed under the Uniform Guidance.

(4) Passed through to subrecipients

There were no awards passed through to subrecipients.



INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

The Board of Directors of Second Harvest Food Bank of East Tennessee:

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 Second Harvest Food Bank of East Tennessee (the "Organization") (a nonprofit organization), which comprise the statement of financial position as of June 30, 2023, and the related statements of activities and changes in net assets, cash flows and functional expenses for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated December 8, 2023.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Organization's internal control over financial reporting (internal control) as a basis for designing the 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 the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization's 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 the Organization's 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 or significant deficiencies. Given these limitations during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS - Continued

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's 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 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*.

Purpose of this Report

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 the Organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

LBMC,PC

Knoxville, Tennessee December 8, 2023



INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE

The Board of Directors of Second Harvest Food Bank of East Tennessee:

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited Second Harvest Food Bank of East Tennessee's (the "Organization") compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Organization's major federal programs for the year ended June 30, 2023. The Organization's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Organization 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, 2023.

Basis for Opinion on Each Major Federal Program

We conducted our audit 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 Requirement for Federal Awards* ("Uniform Guidance"). Our responsibilities under those standards and the Uniform Guidance are further described in the *Auditors' Responsibilities for the Audit of Compliance section of our report*.

We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the Organization's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirement of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Organization's federal programs.

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR THE MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE - Continued

Auditors' Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Organization's compliance based on our audit. 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, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance 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. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Organization's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 Organization's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Organization's internal control over compliance relevant to
 the audit in order to design audit procedures that are appropriate in the circumstances 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 the
 Organization's internal control over compliance. Accordingly, no such opinion is
 expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR THE MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE - Continued

Report on 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 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 *Auditors' Responsibilities for the Audit of Compliance* section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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.

LBMC,PC

Knoxville, Tennessee December 8, 2023

Schedule of Findings and Questioned Costs

Year Ended June 30, 2023

SECTION I - SUMMARY OF AUDITORS' RESULTS

None.

Financial Statements Unmodified Type of auditors' report issued: Internal control over financial reporting: Material weakness(es) identified? X___No Yes ____ Yes X None Reported Significant deficiency(ies) identified? Noncompliance material to financial statements noted? Yes X No **Federal Awards** Internal control over major programs: Material weakness(es) identified? _____ Yes <u>X</u> No Significant deficiency(ies) identified? Yes X None Reported Type of auditors' report issued on compliance for major Unmodified programs: Any audit findings disclosed that are required to be reported in accordance with Uniform Guidance _____ Yes <u>X</u> No **Identification of Major Programs:** Federal Assistance Listing Number - 10.568 (portion of **Emergency Food Assistance Program** cluster) **Administrative Costs** Federal Assistance Listing Number - 10.569 (portion of **Emergency Food Assistance Program** cluster) **Food Commodities** Federal Assistance Listing Number - 14.228 **Community Development Block Grant -Food Bank Support** Dollar threshold used to distinguish between type A and type B programs: <u>\$750,000</u> Auditee qualified as low risk auditee X Yes ____ No **SECTION II - FINANCIAL STATEMENT FINDINGS** None. **SECTION III - FEDERAL AWARD FINDINGS AND QUESTIONED COSTS**

Summary Schedule of Prior Audit Findings

June 30, 2023

There were no findings or questioned costs relative to federal and state awards reported in the financial statement audit of Second Harvest Food Bank of East Tennessee as of and for the year ended June 30, 2022.