

**THE FOODBANK OF MONMOUTH AND
OCEAN COUNTIES, INC. DBA: FULFILL**

**FINANCIAL STATEMENTS,
SUPPLEMENTARY INFORMATION, AND
UNIFORM GUIDANCE REPORTS**

YEARS ENDED JUNE 30, 2019 AND 2018



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**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
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INDEPENDENT AUDITORS' REPORT

Board of Trustees
The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill
Neptune, New Jersey

Report on the Financial Statements

We have audited the accompanying financial statements of The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill, which comprise the statements of financial position as of June 30, 2019 and 2018, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill as of June 30, 2019 and 2018, 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.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedules of expenditures of federal awards and state awards, as required by *Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and New Jersey's OMB Circular 15-08-OMB, *Single Audit Policy for Recipients of Federal Grants, State Grants and State Aid*, 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 relate directly to the underlying accounting and other records used to prepare the financial statements. Such 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 auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated February 17, 2020, on our consideration of The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill'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 result of that testing, and not to provide an opinion on the effectiveness of The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill'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 FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill's internal control over financial reporting and compliance.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
February 17, 2020

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
STATEMENTS OF FINANCIAL POSITION
JUNE 30, 2019 AND 2018

ASSETS	2019	2018
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 1,346,323	\$ 1,479,726
Cash and Cash Equivalents - Restricted for B.E.A.T. Center	27,549	518,273
Total Cash and Cash Equivalents	1,373,872	1,997,999
Accounts Receivable, Net	41,648	63,669
Investments	6,362,320	5,844,518
Inventory	1,697,076	1,449,300
Grants Receivable	75,399	187,538
Prepaid Expenses	39,432	98,619
Current Portion of Unconditional Promises to Give	36,355	396,603
Total Current Assets	9,626,102	10,038,246
PROPERTY AND EQUIPMENT, NET	2,457,122	2,790,186
UNCONDITIONAL PROMISES TO GIVE, NET	349,822	462,003
SECURITY DEPOSIT	14,000	14,000
Total Assets	\$ 12,447,046	\$ 13,304,435
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 390,286	\$ 534,768
Deferred Revenue	5,693	80,280
Agency Funds	70,180	53,437
Total Current Liabilities	466,159	668,485
NET ASSETS		
Without Donor Restrictions:		
Undesignated	6,412,025	6,442,194
Board Designated Operating Reserves For:		
Capital Expenditures	445,000	475,000
Disaster Relief	2,055,000	2,105,000
Food Purchases	2,985,000	2,985,000
Total Net Assets Without Donor Restrictions	11,897,025	12,007,194
With Donor Restrictions	83,862	628,756
Total Net Assets	11,980,887	12,635,950
Total Liabilities and Net Assets	\$ 12,447,046	\$ 13,304,435

See accompanying Notes to Financial Statements.

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
STATEMENTS OF ACTIVITIES
YEARS ENDED JUNE 30, 2019 AND 2018**

	2019			2018		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT AND REVENUE						
Contributed Goods	\$ 16,088,109	\$ -	\$ 16,088,109	\$ 17,991,690	\$ -	\$ 17,991,690
Contributions	2,763,920	65,207	2,829,127	2,927,401	75,872	3,003,273
Grants	2,744,381	-	2,744,381	3,216,322	-	3,216,322
Fundraising Events	1,123,570	-	1,123,570	1,124,934	-	1,124,934
Food Distribution Revenue	550,890	-	550,890	547,711	-	547,711
Contributed Services and Equipment Program, Other	313,787 92,993	- -	313,787 92,993	401,052 35,253	- -	401,052 35,253
Investment Income	507,156	-	507,156	450,498	-	450,498
Net Assets Released from Restrictions	602,056	(610,101)	(8,045)	570,706	(570,706)	-
Total Support and Revenue	<u>24,786,862</u>	<u>(544,894)</u>	<u>24,241,968</u>	<u>27,265,567</u>	<u>(494,834)</u>	<u>26,770,733</u>
EXPENSES						
Program Services	23,523,659	-	23,523,659	26,155,118	-	26,155,118
Support Services:						
Management and General	263,724	-	263,724	245,944	-	245,944
Fundraising	1,109,648	-	1,109,648	956,612	-	956,612
Total Support Services	<u>1,373,372</u>	<u>-</u>	<u>1,373,372</u>	<u>1,202,556</u>	<u>-</u>	<u>1,202,556</u>
Total Expenses	<u>24,897,031</u>	<u>-</u>	<u>24,897,031</u>	<u>27,357,674</u>	<u>-</u>	<u>27,357,674</u>
CHANGE IN NET ASSETS	(110,169)	(544,894)	(655,063)	(92,107)	(494,834)	(586,941)
Net Assets - Beginning of Year	<u>12,007,194</u>	<u>628,756</u>	<u>12,635,950</u>	<u>12,099,301</u>	<u>1,123,590</u>	<u>13,222,891</u>
NET ASSETS - END OF YEAR	<u>\$ 11,897,025</u>	<u>\$ 83,862</u>	<u>\$ 11,980,887</u>	<u>\$ 12,007,194</u>	<u>\$ 628,756</u>	<u>\$ 12,635,950</u>

See accompanying Notes to Financial Statements.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED JUNE 30, 2019

	Program Services			Supporting Services		
	Emergency Food Distribution (Alleviating Hunger)	Other Programs (Building Food Security)	Total Program Expenses	Management and General	Fundraising	Total
Advertising	\$ -	\$ 56,199	\$ 56,199	\$ -	\$ 443	\$ 56,642
Agencies Assistance	419,345	-	419,345	-	-	419,345
Assistance to BEAT Center Partner	-	26,981	26,981	-	-	26,981
Benefits	288,658	179,889	468,547	21,759	57,570	547,876
Computer Expense	72,850	81,847	154,697	5,456	23,847	184,000
Conferences, Meetings, and Travel	28,489	61,663	90,152	4,048	13,580	107,780
Contributed Services	207,879	104,158	312,037	1,369	380	313,786
Culinary Program	-	161,323	161,323	-	-	161,323
Depreciation	313,613	196,708	510,321	8,843	17,356	536,520
Direct Mail	-	23,688	23,688	-	426,044	449,732
Equipment Leases	637	521	1,158	64	128	1,350
Fees, Permits, and License	3,448	4,671	8,119	55,312	19,836	83,267
Food Distributed	15,840,334	-	15,840,334	-	-	15,840,334
Food Purchases and Distribution	1,609,171	-	1,609,171	-	-	1,609,171
Insurance	65,213	58,959	124,172	6,526	12,815	143,513
Office Expense	51,281	25,027	76,308	3,015	10,063	89,386
Outside Services	50,607	3,127	53,734	375	976	55,085
Payroll Taxes	84,543	68,440	152,983	27,664	32,780	213,427
Postage	5,125	6,565	11,690	635	2,013	14,338
Printing and Newsletter	2,142	18,959	21,101	182	14,342	35,625
Professional Fees	145,286	141,037	286,323	12,424	65,193	363,940
Program Expense (Grant Subrecipient)	-	21,143	21,143	-	-	21,143
Rent	34,272	103,530	137,802	2,142	2,856	142,800
Repairs and Maintenance	96,736	13,201	109,937	475	942	111,354
Salaries and Wages	1,105,936	951,404	2,057,340	104,452	306,508	2,468,300
Special Events	2,045	285	2,330	-	88,693	91,023
Supplies	29,285	19,660	48,945	3,827	2,192	54,964
Temporary Employment	193,623	128,424	322,047	1,789	3,881	327,717
Transportation and Freight	178,615	-	178,615	-	-	178,615
Utilities and Telephone	119,483	72,650	192,133	3,367	7,210	202,710
Warehouse Expense	44,984	-	44,984	-	-	44,984
Total Functional Expenses	\$ 20,993,600	\$ 2,530,059	\$ 23,523,659	\$ 263,724	\$ 1,109,648	\$ 24,897,031

See accompanying Notes to Financial Statements.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
STATEMENT OF FUNCTIONAL EXPENSES
YEAR ENDED JUNE 30, 2018

	Program Services			Supporting Services		
	Emergency Food Distribution (Alleviating Hunger)	Other Programs (Building Food Security)	Total Program Expenses	Management and General	Fundraising	Total
Advertising	\$ 424	\$ 23,886	\$ 24,310	\$ 43	\$ 386	\$ 24,739
Agencies Assistance	475,346	31,944	507,290	-	-	507,290
Assistance to BEAT Center Partner	-	40,052	40,052	-	-	40,052
Benefits	334,275	201,903	536,178	19,006	49,871	605,055
Computer Expense	62,205	79,834	142,039	6,996	22,088	171,123
Conferences, Meetings, and Travel	43,865	56,173	100,038	3,724	8,573	112,335
Contributed Services	220,249	179,833	400,082	760	211	401,053
Culinary Program	-	161,627	161,627	-	-	161,627
Depreciation	290,428	190,000	480,428	7,758	15,206	503,392
Direct Mail	-	35,775	35,775	-	427,648	463,423
Equipment Leases	849	695	1,544	86	170	1,800
Fees, Permits, and License	4,280	6,102	10,382	50,324	15,899	76,605
Food Distributed	17,882,323	-	17,882,323	-	-	17,882,323
Food Purchases and Distribution	1,807,292	-	1,807,292	-	-	1,807,292
Insurance	58,353	53,143	111,496	5,834	11,451	128,781
Office Expense	42,167	22,227	64,394	2,980	7,232	74,606
Outside Services	69,557	5,062	74,619	607	1,579	76,805
Payroll Taxes	101,433	82,980	184,413	10,277	20,318	215,008
Postage	7,724	9,599	17,323	976	1,742	20,041
Printing and Newsletter	2,789	13,089	15,878	228	8,849	24,955
Professional Fees	77,303	90,381	167,684	5,569	11,123	184,376
Program Expense (Grant Subrecipient)	-	108,572	108,572	-	-	108,572
Rent	28,224	85,260	113,484	1,764	2,352	117,600
Repairs and Maintenance	123,131	12,906	136,037	439	850	137,326
Salaries and Wages	1,209,079	989,247	2,198,326	122,551	242,324	2,563,201
Special Events	2,165	982	3,147	-	95,178	98,325
Supplies	36,824	32,769	69,593	1,983	2,518	74,094
Temporary Employment	151,126	135,284	286,410	1,304	5,396	293,110
Transportation and Freight	244,377	-	244,377	-	-	244,377
Utilities and Telephone	122,172	63,237	185,409	2,735	5,648	193,792
Warehouse Expense	44,596	-	44,596	-	-	44,596
Total Functional Expenses	\$ 23,442,556	\$ 2,712,562	\$ 26,155,118	\$ 245,944	\$ 956,612	\$ 27,357,674

See accompanying Notes to Financial Statements.

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
STATEMENTS OF CASH FLOWS
YEARS ENDED JUNE 30, 2019 AND 2018**

	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in Net Assets	\$ (655,063)	\$ (586,941)
Adjustments to Reconcile Change in Net Assets to Net Cash Used by Operating Activities:		
Depreciation	536,520	503,392
Net Unrealized and Realized Gains on Investments	(332,200)	(288,887)
Effect of changes in operating assets and liabilities:		
Accounts Receivable, Net	22,021	12,000
Inventory	(247,776)	(109,367)
Grants Receivable	112,139	(63,483)
Prepaid Expenses	59,187	(15,892)
Current Portion of Unconditional Promises to Give, Net	360,248	183,430
Accounts Payable and Accrued Expenses	(144,482)	(46,288)
Deferred Revenue	(74,587)	(301,431)
Agency Funds	16,743	(36,866)
Noncurrent Portion of Unconditional Promises to Give, Net	112,181	362,042
Net Cash Used by Operating Activities	(235,069)	(388,291)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property and Equipment	(203,456)	(102,466)
Purchases of Investments	(516,921)	(1,131,993)
Proceeds from Sale of Investments	331,319	945,146
Net Cash Used by Investing Activities	(389,058)	(289,313)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(624,127)	(677,604)
Cash and Cash Equivalents - Beginning of Year	1,997,999	2,675,603
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 1,373,872	\$ 1,997,999

See accompanying Notes to Financial Statements.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill (Fulfill, or the Organization) is a New Jersey nonprofit corporation incorporated in 1984. As Fulfill, the Organization mobilizes the entire community with a comprehensive approach to efficiently fight and win against hunger.

Fulfill's base of activities is at its main location, 3300 Route 66, Neptune, New Jersey, as well as its satellite location at the B.E.A.T. Center, 1769 Hooper Avenue, Toms River, New Jersey. The acronym stands for Bringing Everyone All Together, and is the result of collaboration between Fulfill, Inspire NJ (dba: People's Pantry) and the JBJ Soul Kitchen. The mission of Fulfill is to alleviate hunger and build food security in Monmouth and Ocean Counties, New Jersey. Fulfill envisions Monmouth and Ocean Counties as a food secure community where all people at all times have access to enough nutritious food to maintain an active and healthy life. Fulfill is a member of Feeding America, the nation's food bank network.

Nature of Activities

Key activities of Fulfill include the following:

Food Distribution

Fulfill acquires nutritious food for distribution to families in need in Monmouth and Ocean Counties. Fulfill primarily delivers nutritious food through a network of charitable agencies, our mobile pantries, and Kids' Feeding Programs. Sources of donated food include local food donations, national donations through Feeding America, and government food such as The Emergency Food Assistance Program (TEFAP). Fulfill supplements donated food and products with specific grocery items purchased through a small bulk co-op program, as well as purchases made with funding from the State Food Purchase Program and other funding.

Fulfill also prepares meals for 300 children in afterschool programs and participates in the Summer Food Service Program, sponsoring the provision of breakfasts and/or lunches to over 1,000 children in low income areas attending summer programs.

Reducing the Need

In addition to food distribution, Fulfill identifies opportunities and resources designed to reduce the need and keep our families food secure.

The Culinary Training Program provides hands-on training in an onsite production kitchen for underprivileged adults in need of permanent employment. The program helps men and women become self-sufficient by providing the skills they need to obtain better-paying jobs and operates out of both Neptune and Toms River locations. The Culinary Training Program helps prepare hot meals for the after-school and summer food programs.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Nature of Activities (Continued)

Reducing the Need (Continued)

Fulfill assists households to access benefits and resources that will help them address the budget shortfall which can cause hunger and prevent food security. Resources include but are not limited to outreach and application assistance for Supplemental Nutrition Assistance Program (SNAP), free tax assistance through the Volunteer Income Tax Assistance (VITA) and as navigators in applying for health insurance under the Affordable Care Act and Medicaid/NJ Family Care. Activities are conducted locally and at as many as 25 community sites each month.

Awareness and Engagement

Fulfill also promotes awareness of hunger and the solutions available through campaigns and other activities including:

Community Volunteer Garden Program helps adults and youth grow fresh produce as a community service.

Children's Education Programs enable youth groups to visit Fulfill to learn about hunger, its causes, and solutions, or display their works in an Art Gallery depicting important social themes such as hunger and volunteerism.

Volunteer Program provides community service opportunities for businesses, civic groups, schools and individuals.

Classification of Net Assets

Resources in the accompanying financial statements are classified for accounting and reporting purposes reflect all significant receivables, payables, and other liabilities. Financial statement presentation follows the recommendations of the *Financial Statements of Not-for-Profit Organizations* topic of the Financial Accounting Standards Board (FASB) Standards Codification. The Organization is required to report information regarding its financial position and activities according to two classes of net assets:

Net Assets Without Donor Restrictions

A portion of net assets is not subject to donor-imposed restrictions. Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Undesignated

Net assets that are not subject to donor-imposed stipulations.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Classification of Net Assets (Continued)

Net Assets Without Donor Restrictions (Continued)

Board-Designated Net Assets

Net assets without donor restrictions subject to self-imposed limits by action of the governing board. Board-designated net assets may be earmarked for future programs, investment, contingencies, purchase, or construction of fixed assets, or other uses.

Net Assets With Donor Restrictions

A portion of net assets subject to donor-imposed restrictions that may or will be met, either by actions of the Organization and/or the passage of time or specifically for a purpose. When a restriction expires, net assets are reclassified to net assets without donor restrictions as a satisfaction of a purpose or time restriction and reported in the statement of activities as a release from restrictions.

Net assets subject to donor-imposed stipulations that they be maintained permanently by the Organization which would be considered perpetual net assets with donor restrictions. The Organization does not have any of these net assets.

For the years ended June 30, 2019 and 2018, net assets with donor restrictions amounted to \$83,862 and \$628,756, respectively.

Revenues are reported as increases in net assets without donor restrictions unless use of the related assets is limited by donor-imposed restrictions. Expenses are generally reported as decreases in net assets without donor restrictions. Expirations of donor-imposed stipulations that simultaneously increase one class of net assets and decrease another are reported as net assets satisfaction of restrictions.

The Organization considers government awards to be exchange transactions in which each party receives and sacrifices commensurate value. Accordingly, government awards do not affect net assets with donor restrictions and funds received in advance are deferred revenue and funds disbursed and not reimbursed represent receivables.

Use of Estimates

The process of preparing financial statements in conformity with generally accepted accounting principles in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, support, revenues, and expenses. Such estimates primarily relate to unsettled transactions and events as of the date of the financial statements. Accordingly, upon settlement, actual results may differ from estimated amounts.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Cash and Cash Equivalents

Management considers all highly liquid debt instruments purchased with a maturity of three months or less and money market accounts to be cash equivalents.

Pursuant to Feeding America's contract, a member organization shall have demonstrated unrestricted cash reserves equal to or greater than an average quarter's cash operating expenses.

Credit Risk Arising from Cash Deposits in Excess of Insured Limits

Fulfill maintains cash balances at various financial institutions, in which deposits are insured by a federal agency up to \$250,000. At various times, cash balances at these institutions may exceed the insurance limits. Fulfill monitors these banks and believes the risk of loss to be minimal.

Accounts Receivable, Net

Accounts and grants receivable are stated at the amount management expects to collect from outstanding accounts. The allowance was assessed at \$-0- for the years ended June 30, 2019 and 2018. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to accounts or grants receivable.

Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values as determined by quoted market prices or cost, when such cost approximates fair value. Certificates of deposit are recorded at cost plus interest which approximates fair value and were \$106,863 and \$106,649 for the years ended June 30, 2019 and 2018, respectively. Realized and unrealized gains and losses are included in the change in net assets.

Fair Value Measurements

Fulfill measures fair value using a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability. Inputs may be observable or unobservable and refer broadly to the assumptions that market participants would use in pricing the asset or liability. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability based on market data obtained from sources independent of the reporting entity's own assumptions about the assumptions that market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy consists of three levels of inputs that may be used to measure fair value as follows:

Level 1 – Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that Fulfill has the ability to access.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurements (Continued)

Level 2 – Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

Level 3 – Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

Inventory

Inventory consists primarily of food commodities that have been contributed to or purchased by Fulfill. All contributed food items are valued using a weighted average price per pound determined using studies commissioned by Feeding America, the nation's largest nongovernmental food distribution program. When the food is distributed, the value of the food is released from inventory and recorded as distributed in-kind food. Purchased food is recorded as inventory at the lower of cost or net realizable value.

Property and Equipment

Fulfill capitalizes all expenditures for property and equipment in excess of \$5,000. Property and equipment are recorded at cost or fair market value at date of contribution (if donated). Depreciation is provided using straight-line methods over the estimated useful lives of the assets.

Contributions

All other donor-restricted contributions are reported as increases in net assets with donor restrictions, depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

Promises to Give

Unconditional promises to give are recognized as support or gains in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when conditions on which they depend are substantially met and the promises become unconditional. Management provides for probable uncollectible amounts through a provision for bad debt expense and an adjustment to a valuation allowance based on its assessment of the current status of individual accounts. Balances that are still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance and a credit to promises to give.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contributed Goods

Fulfill receives a significant amount of contributed food inventory that is recorded in the accompanying financial statements as contributions without donor restrictions, net of amounts related to food that is unusable or spoiled when received. One of the major sources of contributed food is the United States Department of Agriculture (USDA) which allocates food commodities to Fulfill under The Emergency Food Assistance Program (TEFAP) and the Commodity Supplemental Food Program (CSFP). For the years ended June 30, 2019 and 2018, approximately 37% and 33%, respectively, of contributed goods were received under TEFAP and CSFP.

Under these programs, food commodities are distributed without cost to all eligible recipients within the approved service areas. Upon distribution, the food is recorded as a decrease in net assets without donor restrictions.

All contributed food items are valued using a weighted average price per pound determined by using studies commissioned by Feeding America, the nation's largest nongovernmental food distribution program.

For the years ended June 30, 2019 and 2018, the weighted average value per pound for TEFAP and CSFP food was \$1.52 and \$1.57, respectively, and the total net value of all TEFAP and CSFP contributed food was \$5,917,448 and \$5,974,348, respectively.

For the years ended June 30, 2019 and 2018, the weighted average value per pound of all other contributed food was \$1.62 and \$1.68, respectively, and the total net value of all contributed food was \$10,170,661 and \$12,017,342, respectively.

Contributed services are recognized as contributions if the services received (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by people with those skills, and would otherwise be purchased by Fulfill. The estimated number of hours was approximately 6,189 and 8,570 for the years ended June 30, 2019 and 2018, respectively. The fair value of such services for the years ended June 30, 2019 and 2018 was approximately \$178,367 and \$242,702, respectively. Additionally, there were approximately \$135,420 and \$158,530 in-kind broadcasting and advertising services which have been recorded as revenue for 2019 and 2018, respectively.

Fulfill also receives a significant amount of contributed time from volunteers that is not recognized as contributions in the financial statements since the recognition criteria under FASB ASC 958-605-25-16 were not met. Between July 1, 2018 and June 30, 2019, Fulfill volunteers together donated approximately 26,831 hours of work. Fulfill gratefully acknowledges the time and effort of these compassionate individuals, without whom it would not be able to distribute as much food and services as necessary to local families in need.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Allocation of Functional Expense

The costs of providing various programs and other activities have been summarized on a functional basis in the statement of activities and in the statement of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Fulfill allocated joint costs for certain program activities that include fundraising. Salaries and wages, as well as related benefits and taxes, were allocated among program and supporting services based upon an estimate of the actual time each employee contributed to each function. Other costs were allocated primarily based on square footage.

Income Taxes

Fulfill is a nonprofit organization as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from state and federal taxes.

Fulfill is required to file Form 990, *Return of Organization Exempt from Income Tax*, with the Internal Revenue Service and the New Jersey *Charities Registration & Investigation Form (CRI)*. These forms are subject to examination for up to three years after they are filed. The Organization follows the income tax standard for uncertain tax positions. This standard had no impact on the Organization's financial statements. The Organization's income tax returns are subject to review and examination by federal and state authorities.

Shared Maintenance Fees

Fulfill may charge a shared maintenance fee of up to \$0.19 per pound to the recipient agency or other charitable organization, which takes donated food and commodities and redistributes to the poor, needy and hungry. This fee is included in support and revenue.

Advertising

Advertising costs are expensed as incurred.

Adoption of Accounting Principle

For the year ended June 30, 2018, Fulfill adopted ASU No. 2016-14—*Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. The standard is intended to improve net asset classification requirements and the information presented in the financial statements and notes about Fulfill's liquidity, financial performance, and cash flows. The standard required Fulfill to reclassify its net assets from three categories (i.e. unrestricted, temporarily restricted, and permanently restricted) into two categories: net assets without donor restrictions and net assets with donor restrictions. In addition, the guidance requires enhanced disclosures about governing board designations; composition of net assets with donor restrictions; Fulfill's liquidity; and expenses by both their natural and functional classification.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

In preparing these financial statements, Fulfill has evaluated events and transactions for potential recognition or disclosure through February 17, 2020, the date the financial statements were available to be issued.

NOTE 2 INVESTMENTS

Investments at June 30 consist of the following:

	<u>2019</u>	<u>2018</u>
Equity Securities	\$ 3,715,021	\$ 3,700,739
Bonds	2,647,299	2,143,779
Total Investments	<u>\$ 6,362,320</u>	<u>\$ 5,844,518</u>

Fulfill uses fair value measurements to record fair value adjustment to certain assets and to determine fair value disclosures. For additional information on how Fulfill values all other assets, refer to Note 1 – Summary of Significant Accounting Policies. Fulfill considers all investments to be Level 1 within the fair value hierarchy.

Investment income for the years ended June 30 consisted of the following:

	<u>2019</u>	<u>2018</u>
Dividends and Interest, Net of Fees	\$ 174,956	\$ 161,611
Unrealized and Realized Gain on Investments	332,200	288,887
Total	<u>\$ 507,156</u>	<u>\$ 450,498</u>

NOTE 3 UNCONDITIONAL PROMISES TO GIVE

Unconditional promises to give, net of discount to net present values as of June 30 are as follows:

	<u>2019</u>	<u>2018</u>
Receivable in One Year or Less	\$ 36,355	\$ 396,603
Receivable in Two to Five Years	368,339	559,841
Total Unconditional Promises to Give	<u>\$ 404,694</u>	<u>\$ 956,444</u>
Less Present Value Discount	18,517	97,838
Total Unconditional Promises to Give, Net	<u>\$ 386,177</u>	<u>\$ 858,606</u>

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 4 PROPERTY AND EQUIPMENT

Property and equipment is summarized as follows at June 30:

	2019	2018
Land	\$ 97,500	\$ 97,500
Land Improvements	787,629	787,629
Leasehold Improvements - The B.E.A.T. Center	1,303,200	1,303,200
Buildings	3,182,551	3,175,812
Furniture and Fixtures	95,171	95,171
Furniture and Fixtures - The B.E.A.T Center	25,561	25,561
Transportation Equipment	869,246	790,546
Equipment	597,934	597,934
Equipment - The B.E.A.T. Center	505,868	505,868
Website Development	27,253	27,253
Appliances	16,604	16,604
Appliances - The B.E.A.T. Center	1,962	1,962
Computer Equipment	278,752	160,735
Total	7,789,231	7,585,775
Less: Accumulated Depreciation	5,332,109	4,795,589
Total Property and Equipment	\$ 2,457,122	\$ 2,790,186

NOTE 5 COMMITMENTS AND CONTINGENCIES

Operating Leases

Fulfill leases office machinery under one noncancelable operating lease which expires in March 2020. Rent expense under this lease for the year ended June 30, 2019 and 2018 was approximately \$1,800 each year.

Fulfill entered into a 10-year renewable lease agreement with Rocco Berardi on April 1, 2015, to lease approximately 12,000 square feet of space at Silverton Plaza, 1769 Hooper Avenue, Toms River, New Jersey, referred to as the B.E.A.T. Center.

The rental commencement date was March 9, 2016, which was the earlier of the following date: (a) one hundred twenty (120) days from the receipt of building permits from the Township of Toms River or (b) upon Tenant's receipt of a Certificate of Occupancy. The total due under this 10-year lease is \$1,177,350 as of June 30, 2019. Gross rent expense under this lease for the year ended June 30, 2019 was \$168,000 and net rent expense was \$142,800.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 5 COMMITMENTS AND CONTINGENCIES (CONTINUED)

Operating Leases (Continued)

Fulfill's future lease payments under both leases are as follows:

<u>Year Ending June 30,</u>	<u>Amount</u>
2020	169,350
2021	170,100
2022	176,400
2023	176,400
2024	176,400
Thereafter	308,700
Total	<u>\$ 1,177,350</u>

Fulfill entered into a five-year renewable sublease agreement with Jon Bon Jovi Soul Foundation (JBJSF) on April 1, 2015 wherein JBJSF will sublease approximately 1,600 square feet of the B.E.A.T. Center space. The total due to Fulfill under this sublease is \$112,000. The rental commencement date was March 9, 2016. The total rent income for the year ended June 30, 2019 was \$22,400.

Fulfill entered into a 10-year sublease agreement with Inspire NJ, Inc. (dba: the People's Pantry) on April 1, 2015 wherein Inspire NJ, Inc. will sublease approximately 2,000 square feet of the B.E.A.T. Center space. The total due to Fulfill under this sublease is \$287,000. The rental commencement date was March 9, 2016. The total rent income for the year ended June 30, 2019 was \$28,000.

Fulfill's future receipts under both leases are as follows:

<u>Year Ending June 30,</u>	<u>Amount</u>
2020	50,400
2021	45,150
2022	29,400
2023	29,400
2024	29,400
Thereafter	53,900
Total	<u>\$ 237,650</u>

The B.E.A.T. Center

The B.E.A.T. Center (Bringing Everyone All Together) opened in the spring of 2016 and is collaboration among three nonprofit organizations: Fulfill, JBJSF, and Inspire-NJ, and serves as a place where families and individuals can access food, job training, and resources to help end the cyclical causes of hunger in Ocean County.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 5 COMMITMENTS AND CONTINGENCIES (CONTINUED)

The B.E.A.T. Center (Continued)

The three collaborating nonprofits entered into a Memorandum of Understanding (MOU) on March 27, 2015 to establish donor solicitation parameters and appropriations of donated funds, services and other gifts-in-kind based on the original vision case and investment needed. An addendum to the MOU was entered into in April of 2016 because there were not sufficient anticipated receipts of grants and donations to cover the cash flow needs of the project as payments became due and there were significant increases to the preliminary estimates for build-out costs, start-up costs, and first year occupancy costs.

JBJSF committed up to \$200,000 as a working capital appropriation to be repaid by future pledges. Through June 30, 2019, JBJSF had advanced the B.E.A.T. Center \$125,298 to be repaid from future pledges. As of June 30, 2019, the advance was repaid in full.

Fulfill opened a separate bank account for B.E.A.T. Center activity. While Fulfill is the owner and custodian of these funds, these funds are held for use of the three B.E.A.T. Center nonprofits as indicated in the MOU and the addendum to the MOU and are recorded as restricted cash on the statement of financial position at June 30, 2019.

Contractual Adjustments

The contracts under which Fulfill conducts its programs contain provisions defining costs, which are allowable and reimbursable within the program. Program billings are subject to audit by various governmental funding sources. Audits of these billings may result in adjustments for disallowances. No provision has been made for any liabilities that may arise from such audits since the amounts, if any, cannot be determined to date.

NOTE 6 EMPLOYEE BENEFIT PLAN

Fulfill adopted a 401(k) retirement savings plan effective January 1, 2009. This plan is available to employees who have completed three months of service and meet other eligibility requirements. Fulfill may contribute to the 401(k) plan on a matching and/or discretionary basis. For the years ended June 30, 2019 and 2018, Fulfill matched, on a 50% basis, employees' contributions of up to 6%. For the years ended June 30, 2019 and 2018, Fulfill elected to make a basic/discretionary contribution to eligible employees of 2% of fiscal year 2019 and 2018 compensation. Total employer contributions to the 401(k) plan for the years ended June 30, 2019 and 2018 were \$70,246 and \$97,847, respectively.

NOTE 7 MEMBERSHIP/AFFILIATION RELATIONSHIP

Fulfill paid a membership fee of \$6,520 and \$6,520 to Feeding America for the years ended June 30, 2019 and 2018, respectively. Food received through Feeding America's Choice System represented approximately 12% and 12% of the total amount of donated food for the years ended June 30, 2019 and 2018, respectively.

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2019 AND 2018

NOTE 7 MEMBERSHIP/AFFILIATION RELATIONSHIP (CONTINUED)

Choice System is a web-based tool that allows members of Feeding America to acquire product donations made available through the national office. The Choice System eliminates subjectivity and inefficiency in matching local food inventories with donation offers and provides more food to hungry Americans across the country.

NOTE 8 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions consist of contributions available for use, but expendable or distributable only for purposes specified by the donor. At June 30, 2019 and 2018, net assets with donor restrictions are restricted for the following purposes:

	2019	2018
The B.E.A.T. Center	\$ 34,017	\$ 587,638
Other Program	49,845	41,118
Total Net Assets with Donor Restrictions	\$ 83,862	\$ 628,756

NOTE 9 LIQUIDITY

Fulfill has \$1,463,370 of financial assets available within one year of the statement of financial position date consisting of cash of \$1,346,323, and accounts and grants receivable of \$117,047. None of the financial assets are subject to donor or other contractual restrictions that make them unavailable for general expenditure within one year of the statement of position date. The accounts receivable are not subject to any time or purpose restrictions and will be collected within one year. Fulfill has a goal to maintain financial assets, which consist of cash and accounts receivable on hand to meet 60 days of normal operating expenses, which are, on average approximately \$1,420,030.

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
YEAR ENDED JUNE 30, 2019**

Federal Pass-through Grantor/Program or Cluster Title	Federal CFDA/ Grant Number	Pass-Through Grantor's Number	Award Period	Current Year Expenditures	Pass-Through to Subrecipients
U.S. Department of Agriculture					
New Jersey Department of Agriculture:					
Food Distribution Cluster:					
The Emergency Food Assistance Program (TEFAP):					
Administrative Costs	10.568	055030	07/01/18-06/30/19	\$ 302,006	\$ -
Food Commodities - TEFAP	10.569	055030	07/01/18-06/30/19	4,289,073	4,289,073
Commodity Supplemental Food Program - Food Commodities	10.565	N/A	07/01/18-06/30/19	204,891	204,891
Subtotal U.S. Department of Agriculture, Food Distribution Cluster				<u>4,795,970</u>	<u>4,493,964</u>
Trade Mitigation Program (TMP) - Administrative Funds	10.178	055030	01/01/19-06/30/19	67,518	-
Subtotal U.S. Department of Agriculture, TMP Administrative Funds				<u>67,518</u>	<u>-</u>
Child and Adult Care Food Program	10.558	N/A	09/01/18-06/30/19	109,707	-
Subtotal U.S. Department of Agriculture, Child and Adult Care Food Program				<u>109,707</u>	<u>-</u>
Child Nutrition Cluster:					
Summer Food Service Program for Children	10.559	N/A	07/01/18-06/30/19	133,382	-
Subtotal U.S. Department of Agriculture, Child Nutrition Cluster				<u>133,382</u>	<u>-</u>
SNAP Cluster:					
Supplemental Nutrition Assistance Program	10.551	N/A	10/01/18-09/30/19	100,716	-
Subtotal U.S. Department of Agriculture, SNAP Cluster				<u>100,716</u>	<u>-</u>
Total U.S. Department of Agriculture				5,207,293	4,493,964
U.S. Department of Homeland Security					
New Jersey Department of Human Services:					
Emergency Food and Shelter National Board Program	97.024	N/A	07/01/18-06/30/19	56,879	-
U.S. Department of Housing and Urban Development					
Ocean County Board of Chosen Freeholders: Emergency Food Services					
Community Development Block Grant- CDBG Entitlement Grants Cluster	14.218	N/A	07/01/18-06/30/19	12,500	-
U.S. Department of Health and Human Services					
Cooperative Agreement to Support Navigators in Federally-Facilitated and State Partnership Marketplaces					
	93.332	N/A	09/01/18-08/31/19	126,935	-
New Jersey Department of Human Services:					
Ocean County Board of Chosen Freeholders Social Services Block Grant	93.667	N/A	07/01/18-06/30/19	70,000	-
Monmouth County Board of Chosen Freeholders	N/A	N/A	07/01/18-06/30/19	8,361	-
Total U.S. Department of Health and Human Services				<u>205,296</u>	<u>-</u>
U.S. Department of the Treasury					
Volunteer Income Tax Assistance (VITA) Matching Grant Program	21.009	N/A	07/01/18-06/30/19	22,000	-
Total Expenditures of Federal Awards				<u>\$ 5,503,968</u>	<u>\$ 4,493,964</u>

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
SCHEDULE OF EXPENDITURES OF STATE AWARDS
YEAR ENDED JUNE 30, 2019**

State of New Jersey Grantor/Program	State of New Jersey Account/ Grant Number	Award Amount	Grant Period		FY 2019 Expenditures	Total Expenditures
			From	To		
New Jersey Department of Agriculture						
New Jersey State Food Purchase Program	55020	\$ 7,064,109	06/01/07	N/A	\$ 706,077	\$ 7,770,186
New Jersey State Food Purchase Program - Distribution Costs	55020	<u>757,367</u>	06/01/07	N/A	<u>78,238</u>	<u>835,605</u>
Total Expenditures of State Awards		<u><u>\$ 7,821,476</u></u>			<u><u>\$ 784,315</u></u>	<u><u>\$ 8,605,791</u></u>

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
NOTES TO SCHEDULES OF EXPENDITURES OF FEDERAL AND STATE AWARDS
YEAR ENDED JUNE 30, 2019**

NOTE 1 BASIS OF PRESENTATION

The accompanying schedules of expenditures of federal and state awards include the federal and state grant activity of Fulfill and are presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of *Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and New Jersey's OMB Circular 15-08, *Single Audit Policy for Recipients of Federal Grants, State Grants, and State Aid*. Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of the basic financial statements. Because the accompanying schedules present only a selected portion of the operations of Fulfill, it is not intended to and does not present the financial position, changes in net assets, or cash flows of Fulfill. Fulfill has elected to use the 10-percent de minimis indirect cost rate as allowed under the Uniform Guidance.

NOTE 2 FOOD COMMODITIES

Contributed food items are valued using a weighted average price per pound determined by studies commissioned by Feeding America, the nation's largest nongovernmental food distribution program. For the year ended June 30, 2019, the weighted average value per pound for this contributed food was \$1.52.



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

Board of Trustees
The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill
Neptune, New Jersey

We have audited, in accordance with the 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 The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill (Fulfill), which comprise the statement of financial position as of June 30, 2019, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated February 17, 2020.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Fulfill's internal control over financial reporting (internal control) to determine 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 Fulfill's internal control. Accordingly, we do not express an opinion on the effectiveness of Fulfill'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 entity'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.

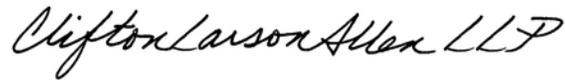
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Fulfill’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 determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

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 result of that testing, and not to provide an opinion on the effectiveness of the entity’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 entity’s internal control and compliance. Accordingly, this communication is not suitable for any other purpose.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
February 17, 2020



INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL AND STATE PROGRAM AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE AND NEW JERSEY OMB CIRCULAR 15-08

Board of Trustees

The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill
Neptune, New Jersey

Report on Compliance for Each Major Federal and State Program

We have audited The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill's (Fulfill) compliance with the types of compliance requirements described in the *OMB Compliance Supplement* and the *New Jersey State Grant Compliance Supplement* that could have a direct and material effect on each of Fulfill's major federal and state programs for the year ended June 30, 2019. Fulfill's major federal and state programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its federal and state programs.

Auditors' Responsibility

Our responsibility is to express an opinion on compliance for each of Fulfill's major federal and state programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; audit requirements as prescribed by the Department of Treasury, State of New Jersey; *Title 2 U.S. Code of Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance)* and *State of New Jersey Circular 15-08-OMB, Single Audit Policy for Recipients of Federal Grants, State Grants and State Aid*. Those standards, the Uniform Guidance, and State of New Jersey Circular 15-08-OMB, require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal or state program occurred. An audit includes examining, on a test basis, evidence about Fulfill's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal and state program. However, our audit does not provide a legal determination of Fulfill's compliance.

Opinion on Each Major Federal and State Program

In our opinion, Fulfill 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 and state programs for the year ended June 30, 2019.

Report on Internal Control Over Compliance

Management of Fulfill is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered Fulfill’s internal control over compliance with the types of requirements that could have a direct and material effect on each major federal and state program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal and state program and to test and report on internal control over compliance in accordance with the Uniform Guidance and State of New Jersey Circular 15-08-OMB, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of The FoodBank of Monmouth and Ocean Counties, Inc. dba: Fulfill’s internal control over compliance.

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

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

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the result of that testing based on the requirements of the Uniform Guidance and state of New Jersey Circular 15-08-OMB. Accordingly, this report is not suitable for any other purpose.



CliftonLarsonAllen LLP

Plymouth Meeting, Pennsylvania
February 17, 2020

**THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
YEAR ENDED JUNE 30, 2019**

Section I – Summary of Auditors’ Results

Financial Statements

1. Type of auditors’ report issued: Unmodified
2. Internal control over financial reporting:
- Material weakness(es) identified? _____ yes x no
 - Significant deficiency(ies) identified? _____ yes x none reported
3. Noncompliance material to financial statements noted? _____ yes x no

Federal Awards

1. Internal control over major federal programs:
- Material weakness(es) identified? _____ yes x no
 - Significant deficiency(ies) identified? _____ yes x none reported
2. Type of auditors’ report issued on compliance for major federal programs: Unmodified
3. Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a)? _____ yes x no

Identification of Major Federal and State Programs

CFDA Number(s)	Name of Federal Program or Cluster
10.565, 10.568, 10.569, 10.178	Food Distribution Cluster
055030	State Food Purchase Program

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

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

THE FOODBANK OF MONMOUTH AND OCEAN COUNTIES, INC. DBA: FULFILL
SCHEDULE OF FINDINGS AND QUESTIONED COSTS (CONTINUED)
YEAR ENDED JUNE 30, 2019

Section II – Financial Statement Findings

Our audit did not disclose any matters required to be reported in accordance with *Government Auditing Standards*.

Section III – Findings and Questioned Costs – Major Federal Programs

Our audit did not disclose any matters required to be reported in accordance with 2 CFR 200.516(a).

Section IV – Prior Findings

There were no findings disclosed in the prior year auditor's report for the year ended June 30, 2018.

