Consolidated Financial Statements

June 30, 2023 and 2022



Table of Contents

	Page
Independent Auditor's Report	1
Consolidated Financial Statements	
Consolidated Statements of Financial Position	3
Consolidated Statement of Activities (with Comparative Totals)	4
Consolidated Statement of Functional Expenses (with Comparative Totals)	5
Consolidated Statements of Cash Flows	6
Notes to Consolidated Financial Statements	7
Supplementary Information	
Consolidating Statement of Financial Position	17
Consolidating Statement of Activities	18
Consolidating Statement of Functional Expenses	19

San Antonio, Texas 78229 Phone: 210-680-0350





Independent Auditor's Report

To the Board of Directors of Girls Inc. of San Antonio

Opinion

We have audited the accompanying consolidated financial statements of Girls Inc. of San Antonio (Girls Inc.) (a nonprofit organization), which comprise the consolidated statement of financial position as of June 30, 2023, and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Girls Inc. as of June 30, 2023 and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of Girls Inc. and to meet our other ethical responsibilities in accordance with the 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 audit opinion.

Responsibilities of Management for the Consolidated Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated 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
 consolidated 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 purposes of expressing an opinion on the effectiveness of Girls Inc.'s internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant
 accounting estimates made by management, as well as evaluate the overall presentation of the
 consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that
 raise substantial doubt about Girls Inc.'s ability to continue as a going concern for a reasonable period
 of time.

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

Report on Summarized Comparative Information

We have previously audited Girls Inc. of San Antonio's 2022 financial statements, and we expressed an unmodified opinion on those audited financial statements in our report dated March 9, 2023. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2022 is consistent, in all material respects, with the audited financial statements from which it has been derived.

Report on Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The supplemental consolidating information is presented for purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated 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 consolidated financial statements as a whole.

Schriver, Carmona & Company, PLLC

San Antonio, Texas

May 23, 2024



Consolidated Statements of Financial Position June 30, 2023 and 2022

Assets		2023		2022
Current Assets:				
Cash and Cash Equivalents	\$	4,371,363	\$	3,268,124
Cash and Cash Equivalents - Restricted for Capital Campaign	•	1,159,998	*	1,842,910
Cash and Cash Equivalents - Reserved		414,192		-
Investments		2,537,546		_
Accounts Receivable		240,069		182,453
Current Portion of Pledges Receivable		404,000		612,000
Prepaid Expenses		8,226		6,269
Total Current Assets		9,135,394		5,911,756
Notes Receivable - New Market Tax Credit		6,555,000		_
Property and Equipment, Net of Accumulated Depreciation		6,087,032		2,746,535
Long-term Portion of Pledges Receivable, Net of Discount		355,000		498,266
Other Assets		26,950		60,000
Total Assets	\$	22,159,376	\$	9,216,557
Liabilities and Net Assets				
Current Liabilities:				
Accounts Payable	\$	1,033,566	\$	45,392
Payroll Liabilities		20,185		22,522
Accrued Liabilities		21,136		-
Construction Retainage		278,928	_	55,151
Total Current Liabilities		1,353,815		123,065
Long-Term Liabilities				
Construction Line of Credit - New Market Tax Credit		3,000,000		-
New Market Tax Credit Financing, Net		8,262,755		
Total Long-Term Liabilities		11,262,755		-
Total Liabilities		12,616,570		123,065
Net Assets:				
Without Donor Restrictions		6,489,389		5,486,785
With Donor Restrictions		3,053,417		3,606,707
Total Net Assets		9,542,806		9,093,492
Total Liabilities and Net Assets	\$ <u></u>	22,159,376	\$	9,216,557

Consolidated Statement of Activities Year Ended June 30, 2023 (with Comparative Totals for the Year Ended June 30, 2022)

		Without Donor Restrictions		With Donor Restrictions			2022 Totals
Support and Revenues	-		_				
Support:							
Contributions and Grants	\$	305,757	\$	664,534	\$	970,291	1,242,793
Contributed Nonfinancial Assets		158,350		-		158,350	-
Grants - State Government		237,561		-		237,561	216,936
Grants - Local Government		107,572		-		107,572	70,419
Capital Campaign		45,734		443,438		489,172	1,435,471
Gain on Extinguishment of Debt - Forgiven							
Paycheck Protection Program Loan		-		-		-	138,132
Special Events, net of expenses of							
\$61,395 and \$38,915 in 2023 and							
2022, respectively		148,445		-		148,445	111,611
Revenues:							
Program Service Fees		46,773		7,238		54,011	45,675
Unrealized Gain on Investments		34,365		-		34,365	-
Interest and Dividend Income		25,812		-		25,812	390
Net Assets Released from Restrictions	-	1,668,500	-	(1,668,500)	_	<u> </u>	
Total Support and Revenues	-	2,778,869		(553,290)		2,225,579	3,261,427
Expenses							
Program Services		1,193,281		-		1,193,281	866,618
Support Services:							
Management and General		419,384		-		419,384	239,341
Fundraising	-	163,600	-	-	_	163,600	115,889
Total Expenses	-	1,776,265			_	1,776,265	1,221,848
Change in Net Assets		1,002,604		(553,290)		449,314	2,039,579
Net Assets at Beginning of Year	-	5,486,785	_	3,606,707	. <u> </u>	9,093,492	7,053,913
Net Assets at End of Year	\$_	6,489,389	\$_	3,053,417	\$_	9,542,806	9,093,492

Girls Inc. of San Antonio

Consolidated Statement of Functional Expenses Year Ended June 30, 2023 (with Comparative Totals for the Year Ended June 30, 2022)

		Support Services					_		
		Program		Management				2023	2022
	_	Services	_	and General		Fundraising		Totals	Totals
Salaries and Wages	\$	559,882	\$	54,040	\$	102,833	\$	716,755	614,629
Payroll Taxes	*	53,862	Ψ.	4,276	Ψ.	8,679	*	66,817	54,047
Employee Benefits		37,811		2,508		6,502		46,821	40,954
Total Salaries and Related Expenses		651,555	_	60,824		118,014		830,393	709,630
Bank Fees		_		4,592		-		4,592	4,548
Capital Campaign		29,295		-		-		29,295	-
Contributed Nonfinancial Assets - Goods		-		20,080		-		20,080	-
Dues and Subscriptions		11,899		659		1,318		13,876	13,375
Fundraising		1,048		-		983		2,031	4,171
Furniture, Equipment and Maintenance		62,572		3,863		-		66,435	97,349
Insurance		42,716		2,209		4,417		49,342	41,049
Information Technology and Telephone		9,318		246		492		10,056	9,140
Interest Expense		-		94,861		-		94,861	246
Marketing		396		467		-		863	272
Meetings and Conferences		18,655		7,623		84		26,362	8,148
Printing, Publications and Postage		9,590		40		29		9,659	6,600
Professional Fees		84,908		175,906		35,755		296,569	85,045
Rent and Occupancy		91,111		339		450		91,900	31,646
Activities and Supplies		160,776		1,338		2,058		164,172	159,222
Travel and Transportation	_	7,869		44		-		7,913	4,597
Total Expenses before Depreciation		1,181,708		373,091		163,600		1,718,399	1,175,038
Depreciation	_	11,573	. <u>-</u>	46,293		-		57,866	46,810
Total Expenses	\$	1,193,281	\$_	419,384	\$_	163,600	\$	1,776,265	1,221,848

Consolidated Statements of Cash Flows Years Ended June 30, 2023 and 2022

	 2023	 2022
Cash Flows From Operating Activities:		
Change in Net Assets	\$ 449,314	\$ 2,039,579
Adjustments to Reconcile Change in Net Assets		
to Net Cash Provided by Operating Activities:		
Depreciation	57,866	46,810
Gain on Extinguisment of Debt - Forgiven		
Paycheck Protection Program Loan	-	(138,132)
Change in Discount on Pledges Receivable	(45,734)	(29,750)
Unrealized Gain on Investments	(34,365)	-
(Increase) Decrease in:		
Accounts Receivable	(57,616)	104,765
Pledges Receivable	397,000	139,000
Prepaid Expenses	(1,957)	(218)
Other Assets	33,050	(60,000)
Increase (Decrease) in:		
Accounts Payable	988,174	42,694
Payroll Liabilities	(2,337)	(37,505)
Accrued Liabilities	21,136	(948)
Accrued Interest on Paycheck Protection Program Loan	-	(390)
Construction Retainage	 223,777	 55,151
Net Cash Provided by Operating Activities	 2,028,308	 2,161,056
Cash Flows From Investing Activities:		
Purchase of Property and Equipment	(3,398,363)	(709,095)
Purchase of Investments	(2,500,000)	-
Reinvestment of Interest and Dividends, net of fees	(3,181)	-
Investment in Notes Receivable - New Market Tax Credit	(6,555,000)	-
Net Cash Used by Investing Activities	 (12,456,544)	 (709,095)
Cash Flows From Financing Activities:		
Proceeds from Construction Line of Credit	3,000,000	-
Proceeds from New Market Tax Credit Financing	8,850,000	-
Payment of Debt Issuance Costs	 (587,245)	
Net Cash Provided by Financing Activities	 11,262,755	
Net Increase in Cash and Cash Equivalents	834,519	1,451,961
Cash and Cash Equivalents, Beginning of Year	 5,111,034	3,659,073
Cash and Cash Equivalents, End of Year	\$ 5,945,553	\$ 5,111,034
Supplemental Disclosures:		-
Interest Paid	\$ 61,750	\$

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note A: Nature of Organization

Girls Inc. of San Antonio (Girls Inc.) was incorporated on November 10, 2004 in the State of Texas as a nonprofit corporation. The mission of Girls Inc. is to inspire all girls to be strong, smart, and bold. Girls Inc.'s comprehensive approach to whole girl development equips girls to navigate gender, economic, and social barriers and grow up healthy, educated, and independent. Research-based programs take place in partnership with schools and community organizations both during the school day and during out-of-school time, holidays and summer break.

GISA Leadership Fund for Girls, Inc. was incorporated on July 15, 2022 as a non-profit organization exclusively for the benefit of Girls Inc. GISA Leadership Fund for Girls, Inc. is a Qualified Active Low Income Community Business (QALICB) which owns majority of the construction project and is part of the New Market Tax Credit (NMTC) financing.

Note B: Basis of Consolidation

The consolidated financial statements include the accounts of Girls Inc. and GISA Leadership Fund for Girls, Inc. All significant intercompany account balances and transactions have been eliminated in the accompanying consolidated financial statements.

Note C: Summary of Accounting Principles

Basis of Accounting

The consolidated financial statements are prepared on the accrual basis of accounting in conformity with generally accepted accounting principles (GAAP). Net assets, support and revenue, and expenses are classified according to two classes of net assets:

- Without Donor Restrictions net assets available for use in general operations and not subject to donor restrictions. Grant and contributions gifted for recurring programs of Girls Inc. generally are not considered "restricted" under GAAP, though for internal reporting Girls Inc. such grants and contributions to verify the disbursement matches the intent. Assets restricted solely through the actions of the Board of Directors are reported as Net Assets Without Donor Restrictions, Board Designated.
- With Donor Restrictions net assets subject to donor-imposed stipulations that are more restrictive than
 Girls Inc.'s mission and purpose. Some donor restrictions are temporary in nature, such as those that
 will be met by the passage of time. 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. Other donor imposed restrictions are perpetual in nature, where the
 donor stipulates that resources be maintained in perpetuity.

Methods Used for Allocation of Expenses among Program and Support Services

The consolidated financial statements report certain categories of expenses that are attributed to more than one program or support function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Expenses which can be directly identified with specific programs are allocated to those programs. Any expenses not directly chargeable are allocated to programs and support service classifications based on management estimates. For example, payroll expenses are allocated based on a percentage of the actual time worked by employees in each functional class. Expenses such as occupancy and other general expenses are allocated to support services based upon the CEO's time and effort allocation, with the remaining portion allocated to programs.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note C: Summary of Accounting Principles (Continued)

Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and disclosure of contingent liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of reporting cash flows, Girls Inc. considers all highly liquid investments with original maturities of three months or less to be cash equivalents. At June 30, 2023 and 2022, there were no cash equivalents.

Promises to Give

Unconditional promises to give are recognized as contributions in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefit received. Promises to give are recorded at net realizable value if they are expected to be collected within one year and at net present value if they are expected to be collected in more than one year. Conditional promises to give are recognized when the conditions on which they depend are substantially met.

Investments

Investments are carried at fair value based on quoted market prices for financial statement purposes. A provision for unrealized gains or losses is made each year to adjust to the appropriate value. Realized and unrealized gains and losses are determined by comparison to cost to proceeds or fair value, respectively. Cost is determined by historical purchase price or, in the case of any donated investments, the fair market value of those investments at the date of the gift.

Property and Equipment

Property and equipment are recorded at cost, if purchased, or if donated, at the fair market value at the date of donation. Costs for major improvements to fixed assets are capitalized. Expenditures for repairs and maintenance are expensed as incurred. Donations of property and equipment are reported as Without Donor Restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash must be used to acquire property and equipment are reported as With Donor Restrictions. Absent donor stipulations regarding how long those donated assets are placed in service as instructed by the donor, Girls Inc. reclassifies With Donor Restrictions to Without Donor Restrictions at that time. Girls Inc. capitalizes all expenditures for property and equipment in excess of \$2,500. Land and Construction in Progress are not depreciated.

Depreciation is computed for financial statement purposes on a straight-line basis over the estimated lives useful lives as follow:

Vehicles 5 years
Furniture and Fixtures 7 years
Building and Building Improvements 15 - 30 years

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note C: Summary of Accounting Principles (Continued)

Revenue Recognition

Contributions and Grants

Girls Inc. recognizes contributions and grants when cash, securities or other assets, an unconditional promise to give, or a notification of a beneficial interest is received. Conditional promises to give, that is, those with a measurable performance or other barrier and a right of return, are not recognized until the conditions on which they depend have been met. Girls Inc. reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets, or if they are designated as support for future periods. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, With Donor Restrictions are reclassified to Without Donor Restrictions and reported in the Consolidated Statement of Activities as Net Assets Released from Restrictions. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as Without Donor Restrictions.

Grants from State and Local Governments and Program Service Fees

Grants from the State of Texas and City of San Antonio are either reimbursement contracts or fee for service contracts. Revenue derived from reimbursement contracts is recorded when expenses are incurred. Revenue derived from fee for service contracts and other program service fees is recognized in the period it is earned.

Special Events

Girls Inc. records special events revenue equal to the fair value of direct benefits to donors, and contribution income for the excess received when the event takes place.

Advertising Costs

Advertising costs are expensed as incurred. Advertising expenses for the years ended June 30, 2023 and 2022 were \$863 and \$272, respectively.

Fair Value of Financial Instruments

Girls Inc.'s financial instruments include cash and cash equivalents, receivables, investments, and payables. The carrying amount of these financial instruments, except for investments (Refer to **Note N**), as reflected in the Consolidated Statements of Financial Position approximates fair value.

Restricted Cash

Girls Inc. is currently undergoing construction and building renovations. Included in restricted cash are amounts received from donors that are to be used towards construction and renovations. Restricted cash at June 30, 2023 and 2022 was **\$1,159,998** and \$1,842,910, respectively.

Accounts Receivable

Grants and other receivables are stated at the amount management expects to collect from outstanding balances. Uncollectible accounts receivable, including promises to give, are written off after management has made reasonable collection efforts and such receivables are then determined to be losses. As of June 30, 2023 and 2022, management believes all accounts receivable will be fully collected, and accordingly, no allowance for doubtful accounts is considered necessary.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note C: Summary of Accounting Principles (Continued)

Fair Value Measurements

The Fair Value Measurements and Disclosures Topic of the FASB ASC, 820·10, defines fair value, establishes a three-level valuation hierarchy for disclosure of fair value measurements, and expands disclosures about fair value measurements. An instrument's categorization within the hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

- Level 1 Inputs that utilize quoted prices (unadjusted) in active markets for identical assets that Girls Inc. has the ability to access.
- 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.

Federal and State Income Taxes

Girls Inc. is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code and therefore has made no provision for federal income taxes in the accompanying statements. In addition, Girls Inc. has been determined by the Internal Revenue Service not to be a "private foundation" within the meaning of Section 509(a) for the Internal Revenue Code. There was no unrelated business income for the years ended June 30, 2023 and 2022. Girls Inc. is not subject to the Texas margin tax. Management is not aware of any tax position that would have a significant impact on its financial position.

Prepaid Expenses

Expenses recorded in advance of the service or product being received are deferred and carried on the Consolidated Statement of Financial Position as prepaid expenses.

Contributed Nonfinancial Assets

Donated services, materials, and facilities are valued based on their estimated fair market value on the date of the contribution. A substantial number of volunteers donate significant amounts of their time to Girls Inc., and no amounts for these services are reflected in these consolidated financial statements because these services do not meet the criteria for recognition as a contribution in accordance with GAAP. For donated goods and services during 2023 and 2022, refer to **Note H**.

Recently Issued Accounting Pronouncements

Adopted During 2023

In February 2016, The Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-02, *Leases*, effective for fiscal years beginning after December 15, 2021 and interim periods within fiscal years beginning after December 15, 2022. Under this new pronouncement, generally, leases with terms of more than 12 months will be recognized in the Consolidated Statements of Financial Position as an asset (right to use leased asset) and a liability (lease liability). The implementation of ASU 2016-02 did not have an impact to the consolidated financial statements as of and for the year ended June 30, 2023.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note C: Summary of Accounting Principles (Continued)

Summarized Financial Information

The consolidated financial statements include certain prior year summarized comparative information in total, but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with Girls Inc.'s financial statements for the year ended June 30, 2022 from which the summarized information was derived.

Note D: Risk and Uncertainty

Current Economic Events

Certain current economic events have arisen which could impact Girls Inc.'s ongoing operations. The effects of economic stimulus programs and U.S. Federal Reserve actions remain uncertain. These matters could impact numerous facets of the business environment including interest rates, inflation, and the availability of goods, capital and labor. Any related financial impact cannot be reasonably estimated at this time.

Investment Risks

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

Note E: Liquidity and Availability of Financial Assets

The following represents Girls Inc.'s financial assets at June 30, 2023 and 2022 available to meet general expenditures over the next twelve months:

	 2023	2022
Financial assets at year end:		
Cash and Cash Equivalents	\$ 5,945,553 \$	5,111,034
Investments	2,537,546	-
Accounts Receivable	240,069	182,453
Pledges Receivable, Net of Discount	 759,000	1,110,266
Total Financial Assets	 9,482,168	6,403,753
Less those unavailable for general expenditures over the next twelve months due to:		
Net Assets with Donor Restrictions	3,053,417	3,606,707
Construction Retainage	278,928	55,151
Cash and Cash Equivalents - Reserved	414,192	-
Less net assets with timing restrictions to be met over the		
next twelve months	 	
	 3,746,537	3,661,858
Financial assets available to meet general expenditures		
over the next twelve months	\$ 5,735,631 \$	2,741,895

Girls Inc. regularly monitors liquidity to meet its operating needs. Girls Inc.'s goal is generally to maintain financial assets to meet 90 days of operating expenses. Girls Inc. has various resources of liquidity at its disposal, including cash and cash equivalents, investments, various receivables, and a line of credit.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note F: Pledges Receivable

Pledges receivable consist of unconditional promises to give from various contributors totaling **\$759,000** and \$1,156,000 at June 30, 2023 and 2022, respectively. The outstanding amounts pledged range from \$14,000 to \$400,000 and are to be received over a range of one to four years. No discount to present values has been recorded on the pledges due to the insignificance of the discount involved.

Pledges Receivable are scheduled to be collected as follows at June 30, 2023:

2024	\$	404,000
2025		155,000
2026		100,000
2027	_	100,000
Total Pledges Receivable		759,000
Less: Current Portion of Pledges Receivable	_	(404,000)
Long-Term Portion of Pledges Receivable	\$	355,000

Note G: Property and Equipment

Property and Equipment, Net of Accumulated Depreciation consisted of the following at June 30,:

	 2023	 2022
Vehicles	\$ 114,591	\$ 114,591
Land	383,640	383,640
Building	1,566,360	1,567,540
Building Improvements	138,270	-
Furniture and Fixtures	8,447	-
Construction in Progress (See Note L)	 4,161,392	 908,566
Total Property and Equipment	6,372,700	2,974,337
Less: Accumulated Depreciation	 (285,668)	 (227,802)
	\$ 6,087,032	\$ 2,746,535

Depreciation expense for the years ended June 30, 2023 and 2022 was \$57,866 and \$46,810, respectively.

Note H: Contributed Nonfinancial Assets

Girls Inc. received donated goods consisting of office equipment, supplies and a playground with an estimated fair value of \$158,350 and \$0 for the years ended June 30, 2023 and 2022, respectively. Donated goods in the amount of \$138,270 and \$0 are recorded as Building Improvements on the Consolidated Statement of Financial Position for the years ended June 30, 2023 and 2022, respectively. \$20,080 and \$0 is recorded as Contributed Goods on the Consolidated Statement of Functional Expense for the years ended June 30, 2023 and 2022, respectively.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note I: Concentrations

Credit Risk of Financial Instruments

Financial instruments that potentially subject Girls Inc. to concentrations of credit risk consist of its cash balances at financial institutions if such balances exceed the amount insured by Federal Deposit Insurance Corporation (FDIC). Accounts at the financial institutions are insured by the FDIC up to \$250,000. At June 30, 2023 and 2022, Girls Inc.'s cash balances at financial institutions were in excess of the FDIC limit by **\$4,677,341** and \$4,603,892, respectively. Girls Inc. has not experienced any losses in such accounts, and management believes there to be little exposure to any significant risk to cash on deposit with banks or investment companies.

Girls Inc. maintains an investment account at an institution in San Antonio, Texas. The account at the institution is insured by the Securities Investor Protection Corporation (SIPC) up to \$500,000 for securities. At June 30, 2023 and 2022, Girls Inc's investment balance at its financial institution exceeded the SIPC limit by **\$2,037,546** and \$0, respectively.

Support and Revenues

The Organization received approximately **33%** and 31% of total support and revenues from 3 grantors and 2 grantors during 2023 and 2022, respectively. The purpose of this funding is primarily for the Organization's building renovation project.

Note J: Net Assets With Donor Restrictions

Net Assets With Donor Restrictions consisted of the following at June 30,:

	_	2023	 2022
Restricted by Purpose			
Capital Campaign	\$	1,159,998	\$ 1,842,910
Science Festival		48,689	34,754
Summer Programs		174,186	68,874
School Based Programs		41,148	47,113
Operation SMART		395,168	164,508
Leadership Programs		213,712	217,548
STEM		75,000	75,000
Behavioral Health and Wellness for Girls	_	186,516	
		2,294,417	2,450,707
Restricted by Time		759,000	 1,156,000
Total Net Assets With Donor Restrictions	\$_	3,053,417	\$ 3,606,707

Note K: Debt

Operating Line of Credit

Girls Inc. has a \$250,000 line of credit agreement with Broadway Bank that matured on June 17, 2023 and was renewed to mature on June 17, 2024. The line of credit is secured by all business assets owned by Girls Inc and bears an interest rate of prime plus 1.00%, or **9.25%** and 5.75% at June 30, 2023 and 2022, respectively. At June 30, 2023 and 2022, the line of credit balance was **\$0**.

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note K: Debt (Continued)

Construction Line of Credit - New Market Tax Credit

In November 2021, Girls Inc. entered into a line of credit agreement for \$3 million with Frost Bank. The line of credit is secured by capital campaign pledge receivables. The line of credit matures on November 10, 2026 and bears an interest rate of 2.85%. At June 30, 2023 and 2022, the line of credit balance was **\$3,000,000** and \$0, respectively.

Bridge Loan - New Market Tax Credit

On September 27, 2022, Girls Inc. entered into a bridge loan agreement with JPMorgan Chase Bank in the amount of \$2,717,553. The note matured and was paid in full on September 29, 2022 and bore an interest rate of 8.5%.

Note L: Commitments and Contingencies

The Organization engaged a general contractor for the completion of Girls Inc. building renovations that commenced during 2022. The following represents the Organization's construction commitment at June 30, 2023:

Total Contract	\$ 3,661,255
Less: Payments Made as of June 30, 2023	(2,809,950)
Less: Construction Retainage at June 30, 2023	(278,928)
Remaining Commitment	\$ 572,377

Construction retainage payable of **\$278,928** and \$55,151 is included on the Consolidated Statement of Financial Position as of June 30, 2023 and 2022, respectively.

Note M: New Market Tax Credit Financing and Notes Receivable

GISA Leadership Fund for Girls, Inc. executed a seven-year new market tax credit (NMTC) loan agreement on September 27, 2022 with TMF Sub-CDE 48, LLC and CNMC Sub-CDE 202, LLC in the amount of \$8,850,000. The loan carries an interest rate of 1.22% per annum and qualifies as a NMTC enhanced loan. The loan matures on December 31, 2052 and has a compliance period of seven years.

TMF Sub-CDE 48, LLC (TMF) and CNMC Sub-CDE 202, LLC (CNMC) are Community Development Entities which receive an allocation of NMTC pursuant to Section 45D of the Internal Revenue Code in order to assist eligible businesses in making new investments in certain low-income communities.

The borrowings on the NMTC loan are being used to finance the construction, development, and improvement of its current facilities. The NMTC loan is secured by the collateral of the land, building and the improvements made to the building.

Note M: New Market Tax Credit Financing and Notes Receivable (Continued)

Interest on the loan is to be paid annually, which commenced in December 2022, and the agreement prevents GISA Leadership Fund for Girls, Inc. from prepayment of any portion of the principal balance on the borrowings until the seventh anniversary date. On the seventh anniversary date, Chase Community Equity, LLC (the Investor) can put its rights to the investment fund (known as Chase NMTC Girls Investment Fund, LLC, or the Fund) to Girls Inc. for \$1,000, which will allow Girls Inc. to cancel debts from GISA Leadership Fund for Girls, Inc. As of June 30, 2023, the outstanding loan balance was \$8,850,000. The unamortized debt issuance costs, which are recognized as a deduction of debt in the Consolidated Statements of Financial Position, totaled \$587,245 for the year ended June 30, 2023. GISA Leadership Fund for Girls, Inc. incurred interest expense of \$33,111 for the year ended June 30, 2023 and is reported as Interest Expense in the Consolidated Statement of Functional Expenses. In accordance with the loan agreement, GISA Leadership Fund for Girls, Inc. is required to maintain a lender reserve account at JPMorgan Chase Bank in the initial amount of \$428,750. The reserve account is to be used to pay interest, fees, and expenses to the lender. As of June 30, 2023, the balance of the reserve account is \$414,192 and is reported as Cash and Cash Equivalents – Reserved for Debt Service in the Consolidated Statements of Financial Position.

The New Market Tax Credit Financing, net consisted of the following as of December 31:

New Market Tax Credit Financing	\$ 8,850,000
Less: Unamortized Debt Issuance Costs	 (587,245)
New Market Tax Credit Financing, net	\$ 8,262,755

The Investor invested a total of \$2,632,500 into the Fund in the form of NMTC equity and Girls Inc. capitalized the same entity with a \$6,555,000 leverage loan. The result of the transaction left Girls Inc. with a net benefit of \$2,295,000. The leverage loan matures on December 31, 2052 and bears an interest rate of 1%. As of June 30, 2023, the leverage loan balance was \$6,555,000 and is reported as Notes Receivable - NMTC in the Consolidated Statements of Financial Position.

The NMTC loan requires GISA Leadership Fund for Girls, Inc. to complete quarterly and annual compliance reporting and to maintain its status as a qualified active low-income business as defined by the Internal Service Revenue Code Section 45D. Management believes GISA Leadership Fund for Girls, Inc. was in compliance with all significant financial covenants since inception through the date of this report.

Note N: Investments and Fair Value Measurements

The reporting entity uses fair value measurements to record fair value adjustments to certain assets and liabilities to determine fair value disclosures. For additional information on how Girls Inc. measures fair value, refer to **Note C.** The following describes the valuation methods and assumptions used by Girls Inc. in estimating the value disclosures for investments.

Fixed Income is valued at fair value at quoted dealer prices for assets not traded regularly.

The following table sets forth by level, within the fair value hierarchy, Girls Inc.'s investments at fair value as of June 30, 2023:

	Level 1		 Level 2		Level 3	_	Total	
Fixed Income	\$	-	\$ 2,537,546	\$_		\$_	2,537,546	
Total Investments at Fair Value	\$	_	\$ 2,537,546	\$	-	\$	2,537,546	

Notes to Consolidated Financial Statements Years Ended June 30, 2023 and 2022

Note O: Reclassification

Certain amounts in the 2022 presentation have been reclassified to conform to the 2023 presentation. Net assets and change in net assets are unchanged due to the reclassifications.

Note P: Subsequent Events

Subsequent events have been evaluated through May 23, 2024, which is the date the financial statements were available to be issued.



Consolidating Statement of Financial Position Year Ended June 30, 2023

Assets	_	Girls, Inc.	GISA Leadership Fund	Eliminating Entries		Totals
Current Assets:						
Cash and Cash Equivalents	\$	941,049	\$ 3,430,314	\$ -	\$	4,371,363
Cash and Cash Equivalents - Restricted for Capital Campaign	Ψ	1,159,998	- 0,.00,0	-	•	1,159,998
Cash and Cash Equivalents - Reserved		-,,	414,192	_		414,192
Investments		2,537,546	- 111,102	_		2,537,546
Accounts Receivable		240,069	_	_		240,069
Current Portion of Pledges Receivable		404,000	_	_		404,000
Prepaid Expenses		8,226	-	-		8,226
Total Current Assets		5,290,888	3,844,506	-		9,135,394
Notes Receivable - New Market Tax Credit		6,555,000	_	_		6,555,000
Property and Equipment, Net of Accumulated Depreciation		815,206	5,271,826			6,087,032
Long-term Portion of Pledges Receivable		355,000	3,271,020	_		355,000
Other Assets		26,950	-	-		26,950
Total Assets		13,043,044	9,116,332			22,159,376
Liabilities and Net Assets						_
Current Liabilities:						
Accounts Payable		38,457	995,109	_		1,033,566
Payroll Liabilities		20,185	-	_		20,185
Accrued Liabilities		21,136	_	_		21,136
Construction Retainage		278,928				278,928
Total Current Liabilities	_	358,706	995,109			1,353,815
Long-Term Liabilities						
Construction Line of Credit - New Market Tax Credit		3,000,000	-	-		3,000,000
New Market Tax Credit Financing, Net		-	8,262,755			8,262,755
Total Long-Term Liabilities		3,000,000	8,262,755	-		11,262,755
Total Liabilities	_	3,358,706	9,257,864			12,616,570
Net Assets:						
Without Donor Restrictions		6,630,921	(141,532)	-		6,489,389
With Donor Restrictions		3,053,417			_	3,053,417
Total Net Assets	_	9,684,338	(141,532)		_	9,542,806
Total Liabilities and Net Assets	_	13,043,044	9,116,332			22,159,376

Consolidating Statement of Activities Year Ended June 30, 2023

								GISA								
		Girls, Inc.				Le	eadership Fund		_	Consolidated						
	W	ithout Donor		With Donor			,	Without Donor				Without Donor		With Donor		
		Restrictions	ictions Restrictions		Totals	Restrictions		!	Eliminations	_	Restrictions		Restrictions	Totals		
Support and Revenues																
Support:																
Contributions and Grants	\$	305,757	\$	664,534	\$	970,291	\$	-	\$	-	\$	305,757	\$	664,534	\$	970,291
Contributed Nonfinancial Assets		158,350		-		158,350		-		-		158,350		-		158,350
Grants - State Government		237,561		-		237,561		-		-		237,561		-		237,561
Grants - Local Government		107,572		-		107,572		-		-		107,572		-		107,572
Capital Campaign		45,734		443,438		489,172		-		=		45,734		443,438		489,172
Special Events, net of expenses of																
\$61,395 and \$38,915 in 2023 and																
2022, respectively		148,445		_		148,445		-		-		148,445		-		148,445
Revenues:																
Program Service Fees		46,773		7,238		54,011		-		-		46,773		7,238		54,011
Unrealized Gain on Investments		34,365		-		34,365		-		-		34,365		-		34,365
Interest and Dividend Income		7,975		-		7,975		17,837		-		25,812		-		25,812
Transfers In (Out)		(22,221)		_		(22,221)		22,221		-		_		-		-
Net Assets Released from Restrictions		1,668,500		(1,668,500)		-		-		=		1,668,500		(1,668,500)		-
									_		_					
Total Support and Revenues		2,738,811		(553,290)		2,185,521		40,058		-		2,778,869		(553,290)		2,225,579
		,		· · · · ·		, ,		•	_		_	, ,		, , ,		
Expenses																
Program Services		1,193,281		-		1,193,281		-		-		1,193,281		=		1,193,281
Support Services:																
Management and General		237,794		_		237,794		181,590		_		419,384		_		419,384
Fundraising		163,600		_		163,600		-		_		163,600		_		163,600
3		,							_		_	,			_	
Total Expenses		1,594,675				1,594,675		181,590	_	-	_	1,776,265				1,776,265
Change in Net Assets		1,144,136		(553,290)		590,846		(141,532)		-		1,002,604		(553,290)		449,314
Net Assets at Beginning of Year		5,486,785		3,606,707		9,093,492						5,486,785		3,606,707		9,093,492
Het Assets at Deginning Or Teal	-	3,400,703		3,000,707	-	3,030,432	_	-	-	<u> </u>	_	3,400,703		3,000,707	_	3,033,432
Net Assets at End of Year	\$	6,630,921	\$	3,053,417	\$	9,684,338	_	(141,532)	\$_		\$_	6,489,389	\$_	3,053,417	\$	9,542,806

Consolidating Statement of Functional Expenses Year Ended June 30, 2023

			Girls	nc.								
	· ·	Support Services										
		Program	Management			_			GISA			Consolidated
		Services	and General	_	Fundraising	_	Totals	<u>Lea</u>	adership Fund	Eliminations	_	Totals
Salaries and Wages	\$	559,882 \$	54,040	\$	102,833	\$	716,755	\$	- 9	-	\$	716,755
Payroll Taxes	·	53,862	4,276		8,679		66,817	·	_ `	<u>-</u>		66,817
Employee Benefits		37,811	2,508		6,502		46,821		-	_		46,821
Total Salaries and Related Expenses		651,555	60,824	_	118,014		830,393	_	-	-	_	830,393
Bank Fees		-	4,270		-		4,270		322	-		4,592
Capital Campaign		29,295	-		-		29,295		-	-		29,295
Contributed Goods		-	20,080		_		20,080		-	-		20,080
Dues and Subscriptions		11,899	659		1,318		13,876		-	-		13,876
Fundraising		1,048	-		983		2,031		-	-		2,031
Furniture, Equipment and Maintenance		62,572	3,863		_		66,435		-	-		66,435
Insurance		42,716	2,209		4,417		49,342		-	-		49,342
Information Technology and Telephone		9,318	246		492		10,056		-	-		10,056
Interest Expense		-	61,750		_		61,750		33,111	-		94,861
Marketing		396	467		_		863		-	-		863
Meetings and Conferences		18,655	7,623		84		26,362		-	-		26,362
Printing, Publications and Postage		9,590	40		29		9,659		-	-		9,659
Professional Fees		84,908	27,749		35,755		148,412		148,157	-		296,569
Rent and Occupancy		91,111	339		450		91,900		-	-		91,900
Activities and Supplies		160,776	1,338		2,058		164,172		-	-		164,172
Travel and Transportation		7,869	44	_	-		7,913	_			_	7,913
Total Expenses before Depreciation		1,181,708	191,501		163,600		1,536,809		181,590	-		1,718,399
Depreciation		11,573	46,293	_			57,866	_			_	57,866
Total Expenses	\$	1,193,281 \$	237,794	\$_	163,600	\$	1,594,675	\$	181,590	§	\$_	1,776,265