CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

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INDEPENDENT AUDITOR'S REPORT

Board of Directors

EDWINS Leadership and Restaurant Institute, EDWINS Second Chance Life Skills Center, EDWINS Foundation, EDWINS Butcher Shop and Training Center, and EDWINS Bakery and Training Center

Cleveland, Ohio

We have audited the accompanying consolidated financial statements of EDWINS Leadership and Restaurant Institute, EDWINS Second Chance Life Skills Center, EDWINS Foundation, EDWINS Butcher Shop and Training Center, and EDWINS Bakery and Training Center (nonprofit organizations) which comprise the consolidated statements of financial position as of July 31, 2020 and 2019, and the related consolidated statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of EDWINS Leadership and Restaurant Institute, EDWINS Second Chance Life Skills Center, EDWINS Foundation, EDWINS Butcher Shop and Training Center, and EDWINS Bakery and Training Center as of July 31, 2020 and 2019, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Zinner & Co. LLP

Beachwood, Ohio

March 22, 2021



CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

JULY 31, 2020 AND 2019

	2020	2019
Assets		
Cash and cash equivalents	\$ 614,771	\$ 395,034
Unconditional promises to give		
Without donor restrictions	149,515	262,553
With donor restrictions	0	125,000
Contract and accounts receivable	2,177	52,286
Inventory	89,731	79,515
Prepaid expenses	13,805	13,223
Liquor license	41,800	30,000
Deposits	5,015	5,015
Smallwares	12,792	12,792
Property and equipment		
Construction in progress	0	66,985
Building and improvements	2,504,893	2,282,009
Furniture and equipment	463,489	132,300
Vehicles	10,837	10,837
Accumulated depreciation	(574,141)	(408,470)
Total Assets	\$ 3,334,684	\$ 3,059,079
Liabilities		
Accounts payable	\$ 71,864	\$ 88,493
Accrued expenses	164,106	105,452
Total Liabilities	235,970	193,945
Net Assets		
Without donor restrictions	3,098,714	2,740,134
With donor restrictions - Time and Purpose	0	125,000
Total Net Assets	3,098,714	2,865,134
Total Liabilities and Net Assets	\$ 3,334,684	\$ 3,059,079

CONSOLIDATED STATEMENT OF ACTIVITIES

	Without Donor Restrictions	With Donor Restrictions	Total
Support			
Contributions			
Individual	\$ 528,649	\$ 0	\$ 528,649
Corporate	131,773	0	131,773
Foundations	540,099	0	540,099
Restaurant	276,230	0	276,230
Government	319,266	0	319,266
Special events			
Gross revenue	13,204	0	13,204
Less: Direct expenses	(11,370)	0	(11,370)
Miscellaneous fees and income	63,317	0	63,317
Total Support	1,861,168	0	1,861,168
Net assets released from restrictions:			
Satisfaction of program restrictions	125,000	(125,000)	0
Total Reclassifications	125,000	(125,000)	0
Revenue			
Restaurant operations	2,131,373	0	2,131,373
Cost of goods sold	(943,762)	0	(943,762)
Net Revenue	1,187,611	0	1,187,611
Total Support and Revenue	3,173,779	(125,000)	3,048,779
Expenses			
Program expenses	1,056,194	0	1,056,194
Restaurant expenses	1,300,387	0	1,300,387
Management and general	247,524	0	247,524
Fundraising	211,094	0	211,094
Total Expenses	2,815,199	0	2,815,199
Change in Net Assets	358,580	(125,000)	233,580
Net Assets at Beginning of Year	2,740,134	125,000	2,865,134
Net Assets at End of Year	\$ 3,098,714	\$ 0	\$ 3,098,714

CONSOLIDATED STATEMENT OF ACTIVITIES

	Without Donor Restrictions	With Donor Restrictions	Total
Support			
Contributions			
Individual	\$ 637,915	\$ 25,000	\$ 662,915
Corporate	494,589	0	494,589
Foundations	559,242	0	559,242
Restaurant	263,303	0	263,303
Special events			
Gross revenue	167,434	0	167,434
Less: Direct expenses	(54,457)	0	(54,457)
Miscellaneous fees and income	132,668	0	132,668
Total Support	2,200,694	25,000	2,225,694
Net assets released from restrictions:			
Satisfaction of program restrictions	340,378	(340,378)	0
Total Reclassifications	340,378	(340,378)	0
Revenue			
Restaurant operations	1,601,158	0	1,601,158
Cost of goods sold	(657,989)	0	(657,989)
Net Revenue	943,169	0	943,169
Total Support and Revenue	3,484,241	(315,378)	3,168,863
Expenses			
Program expenses	1,196,138	0	1,196,138
Restaurant expenses	1,009,884	0	1,009,884
Management and general	198,754	0	198,754
Fundraising	234,314	0	234,314
Total Expenses	2,639,090	0	2,639,090
Change in Net Assets	845,151	(315,378)	529,773
Net Assets at Beginning of Year	1,894,983	440,378	2,335,361
Net Assets at End of Year	\$ 2,740,134	\$ 125,000	\$ 2,865,134

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

	Program Expenses	estaurant xpenses	nagement d General	Fu	ındraising	Total
Salaries and Related Expenses	 	 	 			
Salaries and wages	\$ 655,823	\$ 709,089	\$ 128,232	\$	150,854	\$ 1,643,998
Payroll taxes	37,749	60,859	11,076		10,856	120,540
Employee benefits	 0	 0	 48,025		0	 48,025
Total Salaries and Related Expenses	693,572	769,948	187,333		161,710	1,812,563
Contract Services						
Professional fees	70,381	56,066	5,662		3,976	136,085
Bank fees	962	52,577	2,913		0	56,452
Other services	 10,834	 11,446	 984		901	 24,165
Total Contract Services	82,177	120,089	9,559		4,877	216,702
Facilities and Equipment						
Equipment rental and maintenance	7,831	37,037	3,565		1,227	49,660
Rent	29,875	25,915	3,909		4,788	64,487
Utilities	35,553	49,574	7,950		1,849	94,926
Telephone	1,437	17,765	1,454		818	21,474
Printing and copying	21,090	36,844	4,873		21,523	84,330
Decorations	0	6,195	0		674	6,869
Other facility costs	39	30,961	116		1,115	32,231
Total Facilities and Equipment	95,825	204,291	21,867		31,994	353,977

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JULY 31, 2020 (CONTINUED FROM PREVIOUS PAGE)

		rogram kpenses		staurant xpenses	nagement l General	Fu	ndraising	Total
Other Expenses					 _		_	 _
Supplies	\$	9,439	\$	99,165	\$ 7,106	\$	4,949	\$ 120,659
Uniforms		5,568		0	0		0	5,568
Travel, meals, and entertainment		16,458		4,091	1,125		3,829	25,503
Education and training		15,776		1,670	490		0	17,936
Insurance		39,202		30,520	3,195		0	72,917
Donations and gifts		3,735		0	0		3,735	7,470
Miscellaneous		13,337		2,194	 703		0	 16,234
Total Other Expenses		103,515		137,640	 12,619		12,513	 266,287
Total Expenses Before Depreciation								
and Amortization and Eliminations		975,089	1	,231,968	231,378		211,094	2,649,529
Depreciation and Amortization Expense		81,105		68,419	 16,146		0	 165,670
Total Expenses	<u>\$ 1</u>	,056,194	\$ 1	,300,387	\$ 247,524	\$	211,094	\$ 2,815,199
		38%		46%	9%		7%	100%

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

	Program xpenses	estaurant Expenses	nagement l General	Fu	ndraising	Total
Salaries and Related Expenses						
Salaries and wages	\$ 682,041	\$ 466,781	\$ 91,660	\$	138,437	\$ 1,378,919
Payroll taxes	39,087	50,602	9,826		9,807	109,322
Employee benefits	 0	0	 27,806		0	 27,806
Total Salaries and Related Expenses	721,128	517,383	129,292		148,244	1,516,047
Contract Services						
Professional fees	66,919	59,610	7,137		4,945	138,611
Bank fees	644	41,354	961		0	42,959
Other services	 20,419	6,352	 856		1,289	 28,916
Total Contract Services	87,982	107,316	8,954		6,234	210,486
Facilities and Equipment						
Equipment rental and maintenance	12,027	47,980	4,094		2,024	66,125
Rent	19,145	23,759	3,385		3,992	50,281
Utilities	66,486	39,394	7,029		2,168	115,077
Telephone	2,846	14,241	1,233		665	18,985
Printing and copying	22,640	32,474	3,636		22,895	81,645
Decorations	0	9,323	0		887	10,210
Other facility costs	0	 31,539	0		1,203	 32,742
Total Facilities and Equipment	123,144	198,710	19,377		33,834	375,065

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JULY 31, 2019 (CONTINUED FROM PREVIOUS PAGE)

		rogram xpenses		staurant xpenses	nagement l General	Fu	ndraising	Total
Other Expenses								
Supplies	\$	17,831	\$	66,329	\$ 5,744	\$	2,753	\$ 92,657
Uniforms		16,416		234	49		0	16,699
Travel, meals, and entertainment		27,595		4,100	5,919		5,084	42,698
Education and training		16,354		414	90		0	16,858
Insurance		31,481		29,729	2,370		0	63,580
Donations and gifts		60,703		63,535	11,913		36,732	172,883
Fundraising and campaign costs		0		0	0		1,433	1,433
Miscellaneous		7,450		5,773	 8,674		0	21,897
Total Other Expenses		177,830		170,114	 34,759		46,002	 428,705
Total Expenses Before Depreciation								
and Amortization	1	,110,084		993,523	192,382		234,314	2,530,303
Depreciation and Amortization Expense		86,054		16,361	 6,372		0	 108,787
Total Expenses	\$ 1	,196,138	\$ 1	,009,884	\$ 198,754	\$	234,314	\$ 2,639,090
		46%		38%	8%		8%	100%

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED JULY 31, 2020 AND 2019

		2020	2019		
Cash Flows from Operating Activities					
Changes in net assets	\$	233,580	\$	529,773	
Adjustments to reconcile changes in net assets to					
net cash provided by operating activities:					
Depreciation		165,670		108,787	
(Increase) decrease in operating assets					
Unconditional promises to give					
Without donor restrictions		113,038		(122,509)	
With donor restrictions		125,000		318,221	
Contract and accounts receivable		50,109		(51,426)	
Inventory		(10,216)		(21,812)	
Prepaid expenses		(582)		4,782	
Increase (decrease) in operating liabilities					
Accounts payable		(16,629)		69,736	
Accrued expenses		58,655		26,274	
Deferred lease liability		0		(7,189)	
Net Cash Provided by Operating Activities		718,625		854,637	
Cash Flows from Investing Activities					
Additions of equipment and construction in progress		(498,888)		(883,403)	
Net Cash Used by Investing Activities		(498,888)		(883,403)	
Net Increase (Decrease) in Cash and Cash Equivalents		219,737		(28,766)	
Cash and Cash Equivalents at Beginning of Year	-	395,034		423,800	
Cash and Cash Equivalents at End of Year	\$	614,771	\$	395,034	

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Nature of the Organizations

The accompanying consolidated financial statements include the accounts of EDWINS Leadership and Restaurant Institute (EDWINS), EDWINS Second Chance Life Skills Center (Second Chance), EDWINS Foundation (Foundation), EDWINS Butcher Shop and Training Center (Butcher Shop) and EDWINS Bakery and Training Center (Bakery) (collectively referred to as the Organizations). Intercompany transactions and balances have been eliminated in consolidation. EDWINS was incorporated as not-for-profit corporation in July 2007, Second Chance was incorporated as a not-for-profit corporation in July 2015, Foundation was incorporated as a not-for-profit corporation in April 2016, the Butcher Shop was incorporated as a not-for-profit corporation in December 2016 and the Bakery was incorporated as a not-for-profit corporation in June 2019. EDWINS takes a unique approach at giving formerly-incarcerated adults a foundation in the hospitality industry while providing a support network necessary for a successful reentry into society, by teaching a skilled trade in the culinary arts, empowering willing minds through passion for the hospitality industry and preparing students for a successful transition into the world EDWINS also enhances the community of Cleveland's of business professionals. vulnerable neighborhoods by providing for its future leaders. Second Chance is a living community designed to provide program participants with a stable living environment that is nearby and affordable, which increases the participants' likelihood of completing the programs and moving forward into future career success. The Butcher Shop and Bakery are educational facilities that additionally provide formerly-incarcerated individuals education and skills related to the culinary, vocational and operational aspects of a butcher shop and bakery, respectively.

Foundation was formed to coordinate, promote and oversee the operations of EDWINS, Second Chance, the Butcher Shop and the Bakery. The Butcher Shop and Bakery as well as other future entities are incorporated as sole member LLCs under Foundation's 501(c)(3) status with Foundation being the sole member. Foundation began operating in 2017. Foundation's main purpose is to fundraise and use those funds to support the not-for-profit organizations listed above, which will then enable those organizations to focus on their programmatic goals of assisting with the challenges of reentry.

Basis of Presentation

Consolidated financial statement presentation follows the recommendations of the Financial Accounting Standards Board (FASB) in its Accounting Standards Codification (ASC) 958-205. Under ASC 958-205, the Organizations are required to report information regarding their consolidated financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Basis of Accounting

The consolidated financial statements of the Organizations have been prepared on the accrual basis of accounting and accordingly reflect all significant receivables, payables, and other liabilities.

Cash and Cash Equivalents

For purposes of the Statement of Cash Flows, the Organizations consider all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. Cash and cash equivalents received with donor-imposed restrictions limiting their use to long-term purposes are not considered cash and cash equivalents for purposes of the Statement of Cash Flows.

Accounts Receivable

Accounts receivable are reported at the amount management expects to collect on balances outstanding at year-end. Management closely monitors outstanding balances and writes off any uncollectible portion at year-end.

Promises to Give

Unconditional promises to give that are expected to be collected within one year are recorded at realizable value. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. The discounts on those amounts are computed using risk-free interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met.

The Organizations use the allowance method to determine uncollectible unconditional promises receivable. The allowance is based on prior years' experience and management's analysis of specific promises made. As of July 31, 2020 and 2019, management believes that all receivables are collectible and therefore no valuation allowance is necessary.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Valuation of Long-Lived Assets

The Organizations review for impairment whenever events or changes in circumstances indicate the carrying amount of an asset may not be recoverable. An impairment loss is recognized when the estimated future net cash flows are less than the carrying amount of the asset. No impairment losses were recognized in fiscal years 2020 and 2019.

Property and Equipment

Property and equipment are carried at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. It is the Organizations' policy to capitalize expenditures for these items in excess of \$1,000.

Donated Equipment

Donations of property and equipment are recorded as support at their estimated fair value at the date of donation. There was no donated equipment during the years ended July 31, 2020 and 2019.

Inventory

Inventory is stated at the lower of cost or fair market value on a first-in, first-out method of valuation and consisted of the following at July 31, 2020 and 2019:

	2020	2019
Merchandise	\$ 5,585	\$ 6,885
Food	40,856	29,327
Beverage	43,290	43,303
Total	\$ 89,731	\$ 79,515

Revenue Recognition for Contracts with Customers

The Organizations' revenue streams under contracts with customers consists primarily of revenues under the following categories:

Restaurant Revenue: The Organizations operate a restaurant, a butcher shop, and a bakery. These entities sell prepared food, drinks, meats, and baked goods. Revenues from these sales are recognized at time of sale.

Special Events: Revenues related to ticket sales and other exchanges of value that take place are recognized as revenue at the point in time in which the event occurs.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Revenue Recognition for Contracts with Customers (Continued)

Miscellaneous Revenue: The Organizations also receives various other income from speaking fees, consulting fees, and other adjacent activities. Revenue from these activities is recognized at the time the services are performed.

Revenue recognition for each of the revenue streams identified above are subject to the satisfaction of performance obligations. Revenue is recognized when performance obligations are satisfied over a period of time or at a point in time. Revenue is measured as the amount of consideration the Organizations expect to receive in exchange for providing services. Any payments received in advance of satisfaction of performance obligations are recorded as deferred revenue until the obligation is met.

Revenues subject to ASC Topic 606 were recognized as follows:

	2020	2019
Revenues recognized at a point time:		
Leadership restaurant	\$1,534,885	\$1,304,026
Leadership special events	13,204	166,934
Leadership miscellaneous	26,974	87,093
Second Chances miscellaneous	27,125	44,170
Butcher Shop restaurant	427,053	297,132
Butcher Shop miscellaneous	9,418	1,905
Bakery restaurant	169,235	0
	2,207,894	1,901,260
Total revenue recognized subject to ASC Topic 606	\$2,207,894	\$1,901,260

Net Assets Without Donor Restrictions

Net assets without donor restrictions are available for use at the discretion of the Board of Directors and/or management for general operating purposes. From time to time the Board designates a portion of these net assets for specific purposes which makes them unavailable for use at management's discretion.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Assets With Donor Restrictions

Net assets with donor restrictions consist of assets whose use is limited by donor-imposed, time and/or purpose restrictions. The Organizations report gifts of cash and other assets as revenue with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, the net assets are reclassified as net assets without donor restrictions and are reported in the Consolidated Statement of Activities as net assets released from restrictions.

Contributions and Support

Contributions, grants and other support are recognized as revenue when they are received or unconditionally pledged. Contributions, grants and other support are recorded as either without donor restrictions or with donor restrictions, depending on the existence and/or nature of any donor restrictions. Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in net assets with donor restrictions. When a restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the Statement of Activities as net assets released from restrictions. Funds received related to conditional grants are classified as refundable advances until expended for the purposes of the grants.

Government Funding

The Organizations received loans from The Huntington National Bank, pursuant to the Paycheck Protection Program (PPP Loan), a program implemented by the U.S. Small Business Administration under the Coronavirus Aid, Relief, and Economic Security Act. The Organizations received the following principal amounts:

EDWINS Restaurant & Leadership Institute	May 5, 2020	\$ 216,624
EDWINS Second Chance Life Skills Center	May 6, 2020	24,600
EDWINS Butcher Shop and Training Center	April 21, 2020	37,108
EDWINS Bakery and Training Center	May 8, 2020	40,934
Total		\$ 319,266

The principal amounts of the PPP Loans are subject to forgiveness under the Paycheck Protection Program upon the Organizations' requests, to the extent that the PPP Loan proceeds are used to pay expenses permitted by the Paycheck Protection Program. Permitted expenses include certain payroll costs, covered rent and mortgage obligations, and covered utility payments incurred by the Organizations.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Government Funding (Continued)

The Organizations intend to apply for forgiveness of the PPP Loan with respect to these covered expenses. Management considers the bank and SBA approval of forgiveness to be administrative requirements and not a barrier. To the extent that the PPP Loans are not forgiven, the Organizations will be required to pay interest on the PPP Loan at a rate of 1.0% per annum, and principal and interest payments will be required through various maturity dates up to May 2022. Loan payments will be deferred for borrowers who apply for forgiveness until the SBA remits the borrower's loan forgiveness amount to the lender. If a borrower does not apply for loan forgiveness, payments are deferred 10 months after the end of the covered period of either 8 weeks or 24 weeks. During the year ended July 31, 2020, the Organizations recognized \$319,266 of government revenue upon meeting the performance requirements of the PPP Loans.

Functional Expense Allocation

Costs of providing various programs, restaurant operations and supporting services are allocated based on specific identification, if practical. Certain categories of expenses are attributable to more than one program or supporting function. Therefore, these expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include contract services, other expenses, depreciation and amortization and facilities and equipment. Rent was allocated based on use of square-footage. Salaries and wages, payroll taxes and employee benefits are allocated based on estimates of time and effort. Certain expense within categories were allocated based on time and effort of certain employees.

Pervasiveness of Estimates

Management uses estimates and assumptions in preparing financial statements in accordance with generally accepted accounting principles. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could vary from the estimates that were used.

Concentrations of Credit Risk

Financial instruments that potentially subject the Organizations to concentrations of credit risk consist primarily of cash and cash equivalents and accounts and pledges receivable. The Organizations maintain their cash and cash equivalents with financial institutions and limit their exposure to any one financial institution. Concentrations with respect to trade and pledges receivable are limited due to the varied customer and donor base. As of July 31, 2020 and 2019, the Organizations had no other significant concentrations of credit risk.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recently Adopted Accounting Pronouncements

In August 2016, the FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements for Not-for-Profit Entities. The ASU amends the current reporting model for not-for-profit organizations and requires enhanced disclosures. The major changes include: (a) requiring the presentation of only two classes of net assets now entitled "net assets without donor restrictions" and "net assets with donor restrictions", (b) modifying the presentation of underwater endowment funds and related disclosures, (c) requiring that all not-for-profit organizations present an analysis of expenses by function and nature in either the statement of activities, a separate statement, or in the notes and disclose a summary of the allocation methods used to allocate costs, (d) requiring the disclosure of quantitative and qualitative information regarding liquidity and availability of resources, (e) presenting investment returns net of external and direct expenses, and (f) modifying other financial statement reporting requirements and disclosures intended to increase the usefulness of the financial statements. The ASU was effective for the Organizations' financial statements for fiscal years beginning after December 15, 2017. The provisions of the ASU were applied on a retrospective basis for all years presented.

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2014-09, Revenue from Contracts with Customers (Topic 606), requiring an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. This ASU provides a robust framework for addressing revenue recognition issues and, upon its effective date, replaces existing revenue recognition guidance, including industry specific guidance, in current U.S. Generally Accepted Accounting Principles (GAAP). The Organizations adopted ASU 2014-09 effective August 1, 2019 using the modified retrospective transition method. There was no cumulative effect on the opening net asset balance as a result of adopting Topic 606. Results for the year ended July 31, 2020 are presented under Topic 606 and the year ended July 31, 2019 comparative information has not been restated and is reported under the accounting standards in effect for that period. However, there were no material changes to the recording of revenue by the Organizations with the implementation of this ASU. The adoption of this standard also resulted in additional disclosures for revenue recognition in Note A.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE A - NATURE OF THE ORGANIZATIONS AND SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recently Adopted Accounting Pronouncements (Continued)

In June 2018, the FASB issued ASU 2018-08, Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made. The objective of this statement is to assist entities in evaluating whether transactions should be accounted for as contributions within the scope of Topic 958, Not-for-Profit Entities, or as exchange transactions subject to other guidance and determining whether a contribution is conditional. For resource recipients, this new standard was effective for annual periods beginning after December 15, 2018. The Organizations adopted ASU 2018-08 effective August 1, 2019 using the modified prospective transition method. The adoption of this standard did not have a material impact on the consolidated financial statements for the year ended July 31, 2020.

Recently Issued Accounting Pronouncements

In February 2016, the FASB issued ASU No. 2016-02, Leases (Topic 842) ("ASU 2016-02"). The objective of ASU 2016-02 is to recognize lease assets and lease liabilities for those leases classified as operating leases under previous generally accepted accounting principles (GAAP). In June 2020, the FASB issued ASU 2020-05 as a limited deferral of the effective dates of two Updates, one of which is ASU 2016-02. Lease rules will now be applied to fiscal years beginning after December 15, 2021 for private companies and not-for-profit organizations, excluding public not-for-profit entities, who have not yet issued their financial statements reflecting the adoption of Leases. Management will be evaluating the potential impact of adopting this guidance on its consolidated financial statements.

Advertising

Advertising costs are expensed when incurred.

Subsequent Events

The Organizations have evaluated subsequent events through March 22, 2021, the date the consolidated financial statements were available to be issued. The COVID-19 outbreak continues to cause business disruption through mandated and voluntary closings of many of the Organizations' facilities, business partners, donors and general disruptions to program participants, employees and customers. The extent of the impact of COVID-19 on the Organizations' operational and financial performance will depend on certain developments, including the duration and spread of the outbreak and the continued impact on the Organizations' facilities, business partners, donors, program participants, employees, customers and vendors, all of which are uncertain and cannot be predicted. At this point, the extent to which COVID-19 may impact the Organizations' future financial condition or results of operations is uncertain.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE B - PROMISES TO GIVE

Unconditional promises to give at July 31, 2020 and 2019 consist of:

	2020	2019
Promises to give - without donor restrictions	\$ 150,000	\$ 264,000
With donor restrictions for expansion With donor restrictions for funding in subsequent years	 0	 100,000 25,000
Gross unconditional promises to give Less: Unamortized discount	150,000 485	 389,000 1,447
Net unconditional promises to give	\$ 149,515	\$ 387,553
Amounts due in:		
Less than one year	\$ 125,000	\$ 339,000
One to five years	 25,000	 50,000
Total Amounts Due	\$ 150,000	\$ 389,000

NOTE C - RESTRICTIONS ON NET ASSETS

Temporarily restricted net assets at July 31, 2020 and 2019 are available for the following purposes or periods:

	202	20	 2019
Future expansion	\$	0	\$ 100,000
Subsequent fiscal years		0	25,000
	\$	0	\$ 125,000

NOTE D - DONATED SERVICES

EDWINS received donated legal services related to legal situations surrounding the formation of the Foundation and the various entities. The value of the donated legal services was not provided by the legal firm for the years ended July 31, 2020 and 2019 and therefore could not be determined.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE E - LINE OF CREDIT

In March, 2018, EDWINS entered into a \$50,000 revolving line of credit with a bank with interest at the Prime Rate (3.25% and 5.50% at July 31, 2020 and 2019). The line of credit is secured by all the assets of EDWINS and automatically renews annually as long as EDWINS is in good standing with the bank. The line of credit had a balance of \$0 as of both the years ended July 31, 2020 and 2019.

NOTE F - OPERATING LEASES

The Organizations lease equipment and restaurant space. The following is a schedule by years of future minimum rental payments required under operating leases that have initial or remaining non-cancelable lease terms in excess of one year as of July 31, 2020:

2021	\$ 79,704
2022	77,632
2023	71,640
2024	69,140
2025	68,640
Thereafter	 137,280
Total minimum payments required	\$ 504,036

NOTE G - INCOME TAXES

The Organizations are exempt from Federal income taxes under section 501(c)(3) of the Internal Revenue Code, except for any unrelated business income, including unrelated debt-financed income and advertising income, which is subject to taxation.

As of August 1, 2018 and for the years ended July 31, 2020 and 2019, the Organizations had not engaged in any activity which management considers to be activity that could result in a loss of their 501(c)(3) IRS designations. As well, management does not consider any of the activity of the Organizations to be considered unrelated business income that could result in income tax.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

JULY 31, 2020 AND 2019

NOTE G - INCOME TAXES (CONTINUED)

For the years ended July 31, 2020 and 2019, there was no tax, interest or penalties reflected in the consolidated statement of activities or in the consolidated statement of financial position. The Organizations' income tax filings are subject to audit by various taxing authorities.

EDWINS, Second Chance and the Foundation file separate applicable tax returns. The Butcher Shop and Bakery are wholly owned by the Foundation and report all activity on the applicable Foundation tax return.

NOTE H - LIQUIDITY

The Organizations' financial assets available within one year of the Consolidated Statement of Financial Position date for general expenditure are as follows:

	 2020	 2019
Cash and cash equivalents	\$ 614,771	\$ 395,034
Unconditional promises to give		
Without donor restrictions	149,515	262,553
With donor restrictions	0	125,000
Contract and accounts receivable	2,177	 52,286
Total financial assets	766,463	834,873
Less: Amounts unavailable for general expenditures within one year due to:		
Unconditional promises to give with donor restrictions	 0	 (100,000)
Total financial assets available to meet cash needs for		
general expenditures within one year	\$ 766,463	\$ 734,873

The Organizations also have a committed line of credit in the amount of \$50,000 (See Note E), which can be drawn upon in the event of liquidity needs.



INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATING INFORMATION

Board of Directors

EDWINS Leadership and Restaurant Institute, EDWINS Second Chance Life Skills Center, EDWINS Foundation, EDWINS Butcher Shop and Training Center, and EDWINS Bakery and Training Center

Cleveland, Ohio

We have audited the consolidated financial statements of EDWINS Leadership and Restaurant Institute, EDWINS Second Chance Life Skills Center, EDWINS Foundation, EDWINS Butcher Shop and Training Center, and EDWINS Bakery and Training Center as of and for the years ended July 31, 2020 and 2019, and our report thereon dated March 22, 2021, which expressed an unmodified opinion on those financial statements, appears on page 1. Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating 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 consolidating information is fairly stated in all material respects in relation to the consolidated financial statements taken as a whole.

Zinner & Co. LLP

Beachwood, Ohio

March 22, 2021

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

	EDWINS Restaurant & Leadership Institute		Restaurant & Second Chance Leadership Life Skills			DWINS undation	But and	DWINS tcher Shop d Training Center	l and	DWINS Bakery I Training Center		Total
Assets												
Cash and cash equivalents	\$	352,402	\$	67,912	\$	111,329	\$	26,386	\$	56,742	\$	614,771
Unconditional promises to give												
Without donor restrictions		0		100,000		49,515		0		0		149,515
Contract and accounts receivable		1,085		0		0		555		537		2,177
Inventory		58,613		0	0		22,161			8,957		89,731
Prepaid expenses		0	4,515			7,515		1,775		0		13,805
Liquor license		40,950		0		0		0		850		41,800
Deposits		5,015		0		0		0		0		5,015
Smallwares		12,792		0		0		0		0		12,792
Property and equipment												
Building and improvements		99,876	1	,225,404		0		817,927		361,686	4	2,504,893
Furniture and equipment		83,452		24,348		0		258,898		96,791		463,489
Vehicles		10,837		0		0		0		0		10,837
Accumulated depreciation		(169,681)		(298,485)		0		(92,889)		(13,086)		(574,141)
Total Assets	\$	495,341	\$ 1	,123,694	\$	168,359	\$	1,034,813	\$	512,477	\$ 3	3,334,684

CONSOLIDATING STATEMENT OF FINANCIAL POSITION (CONTINUED FROM PREVIOUS PAGE)

		DWINS staurant &		DWINS nd Chance				DWINS cher Shop	E			
		adership Life Skills			DWINS	and	l Training		l Training			
		nstitute		<u>Center</u>		undation	(Center		<u>Center</u>		Total
Liabilities												
Accounts payable	\$	31,905	\$	294	\$	5,600	\$	29,296	\$	4,769	\$	71,864
Accrued expenses		146,763		2,709		0		12,199		2,435		164,106
Intercompany payable (receivable)		0		100,000		(100,000)		0		0		0
Total Liabilities		178,668		103,003		(94,400)		41,495		7,204		235,970
Net Assets												
Without donor restrictions		316,673	1	,020,691		262,759		993,318		505,273		3,098,714
Total Net Assets		316,673		,020,691		262,759		993,318		505,273		3,098,714
Total Liabilities and Net Asse	t \$	495,341	\$ 1	,123,694	\$	168,359	\$	1,034,813	\$	512,477	\$ 3	3,334,684

CONSOLIDATING STATEMENT OF FINANCIAL POSITION

		EDWINS		DWINS				DWINS		DWINS			
	L	staurant & eadership	Life Skills Center			DWINS bundation	and	cher Shop I Training Center	and	Bakery I Training Center		Total	
Assets												•	
Cash and cash equivalents	\$	115,899	\$	822	\$	109,415	\$	25,016	\$	143,882	\$	395,034	
Unconditional promises to give													
Without donor restrictions		139,000		0		73,553		50,000		0		262,553	
With donor restrictions		25,000		0		0		100,000		0		125,000	
Contract and accounts receivable		43,714		610		0		7,962		0		52,286	
Inventory		58,338		0	0			21,177		0		79,515	
Prepaid expenses		4,770		6,729		0		1,724		0		13,223	
Liquor license		30,000		0		0		0		0		30,000	
Deposits		5,015		0		0		0		0		5,015	
Smallwares		12,792		0		0		0		0		12,792	
Property and equipment													
Construction in progress		0		0		0		0		66,985		66,985	
Building and improvements		99,876		1,141,213		0		1,040,920		0	,	2,282,009	
Furniture and equipment		75,222		24,347		0		32,731		0		132,300	
Vehicles		10,837		0		0		0		0		10,837	
Accumulated depreciation		(155,888)		(232,131)		0		(20,451)		0		(408,470)	
Total Assets	\$	464,575	\$	941,590	\$	182,968	\$	1,259,079	\$	210,867	\$:	3,059,079	

CONSOLIDATING STATEMENT OF FINANCIAL POSITION (CONTINUED FROM PREVIOUS PAGE)

	Res Le	DWINS taurant & adership nstitute	EDWINS Second Chance Life Skills Center			DWINS undation	But and	DWINS cher Shop l Training Center	But and	DWINS cher Shop I Training Center		Total
Liabilities												
Accounts payable	\$	23,615	\$	11,709	\$	0	\$	42,277	\$	10,892	\$	88,493
Accrued expenses		90,232		3,140		0		12,080		0		105,452
Total Liabilities		113,847		14,849		0		54,357		10,892		193,945
Net Assets												
Without donor restrictions		325,728		926,741		182,968	1	1,104,722		199,975	2	2,740,134
With donor restrictions - Time												
and Purpose		25,000		0		0		100,000		0		125,000
Total Net Assets		350,728		926,741		182,968		1,204,722		199,975		2,865,134
Total Liabilities and Net Asset	\$	464,575	\$	941,590	\$	182,968	\$ 1	1,259,079	\$	210,867	\$ 3	3,059,079

CONSOLIDATING STATEMENT OF ACTIVITIES WITHOUT DONOR RESTRICTIONS

	Res Le	EDWINS estaurant & Second Char eadership Life Skills Institute Center		nd Chance fe Skills	e EDWINS Foundation		EDWINS Butcher Shop and Training Center		EDWINS Bakery and Training Center		El	liminations	Total
NET ASSETS WITHOUT													
DONOR RESTRICTIONS													
Support													
Contributions													
Individual	\$	360,736	\$	41,683	\$	106,636	\$	12,800	\$	264,077	\$	(257,283)	\$ 528,649
Corporate		128,273		0		3,500		0		0		0	131,773
Foundations		576,299		95,000		87,100		4,200		152,500		(375,000)	540,099
Restaurant		276,230		0		135,000		0		0		(135,000)	276,230
Government		216,624		24,600		0		37,108		40,934		0	319,266
Special events													
Gross revenue		13,204		0		0		0		0		0	13,204
Less: Direct expenses		(11,370)		0		0		0		0		0	(11,370)
Miscellaneous fees and income		26,974		26,925		0		9,418		0		0	63,317
Total Support		1,586,970		188,208		332,236		63,526		457,511		(767,283)	1,861,168
Net assets released from restrictions:													
Satisfaction of program restrictions		25,000		100,000		0		0		0		0	 125,000
Total Reclassifications		25,000		100,000		0		0		0		0	125,000
Revenue													
Restaurant operations		1,534,885		200		0		427,053		169,235		0	2,131,373
Cost of goods sold		(610,870)		0		0		(268,236)		(64,656)		0	(943,762)
Net Revenue		924,015		200		0		158,817		104,579		0	1,187,611

CONSOLIDATING STATEMENT OF ACTIVITIES WITHOUT DONOR RESTRICTIONS (CONTINUED FROM PREVIOUS PAGE)

	Res		Seco	DWINS ond Chance			But	DWINS cher Shop]	DWINS Bakery			
		eadership		ife Skills		DWINS		l Training		l Training			
]	<u>Institute</u>		Center	<u>Fo</u>	undation		<u>Center</u>		<u>Center</u>	El	<u>iminations</u>	Total
Expenses													
Program expenses	\$	999,514	\$	175,770	\$	252,245	\$	26,467	\$	9,340	\$	(407,142)	\$ 1,056,194
Restaurant expenses		923,075		0		0		227,879		219,433		(70,000)	1,300,387
Management and general		130,227		9,677		200		79,401		28,019		0	247,524
Fundraising		492,224		9,011		0		0		0		(290,141)	211,094
Total Expenses		2,545,040		194,458		252,445		333,747		256,792		(767,283)	2,815,199
Change in Net Assets Without													
Donor Restrictions		(9,055)		93,950		79,791		(111,404)		305,298		0	358,580

CONSOLIDATING STATEMENT OF ACTIVITIES WITH DONOR RESTRICTIONS – TIME AND PURPOSE (CONTINUED FROM PREVIOUS PAGE)

	Leadership		EDWINS	EDWINS Butcher Shop and Training	EDWINS Bakery and Training	Fireinsting	Takal
NET ASSETS WITH DONOR RESTRICTIONS - TIME AND PURPOSE	Institute	Center	Foundation	Center	Center	Eliminations	<u>Total</u>
Support							
Net assets released from restrictions:							
Reclassification of restricted net assets	\$ 0	\$ 100,000	\$ 0	\$ (100,000)	\$ 0	\$ 0	\$ 0
Satisfaction of program restrictions	(25,000	(100,000)	0	0	0	0	(125,000)
Total Reclassifications	(25,000)0	0	(100,000)	0	0	(125,000)
Total Support and Revenues	(25,000	0	0	(100,000)	0	0	(125,000)
Change in Net Assets With Donor							
Restrictions - Time and purpose	(25,000)0	0	(100,000)	0	0	(125,000)
CHANGE IN NET ASSETS	\$ (34,055	\$ 93,950	\$ 79,791	\$ (211,404)	\$ 305,298	\$ 0	\$ 233,580

CONSOLIDATING STATEMENT OF ACTIVITIES WITHOUT DONOR RESTRICTIONS

	Rest Le:	DWINS taurant & adership astitute	EDWINS Second Chance Life Skills Center		EDWINS Foundation		But and	DWINS cher Shop I Training Center	and	EDWINS Bakery d Training Center	Eli	iminations	Total
NET ASSETS WITHOUT DONOR RESTRICTIONS													
Support													
Contributions													
Individual	\$	211,155	\$	82,025	\$	179,191	\$	15,544	\$	150,000	\$	0	\$ 637,915
Corporate		195,924		0		5,091		293,574		0		0	494,589
Foundations		422,292		15,000		0		173,534		50,000		(101,584)	559,242
Restaurant		263,303		0		0		0		0		0	263,303
Special events													
Gross revenue		166,934		0		500		0		0		0	167,434
Less: Direct expenses		(54,457)		0		0		0		0		0	(54,457)
Miscellaneous fees and income		87,093		44,620		0		1,905		0		(950)	 132,668
Total Support		1,292,244		141,645		184,782		484,557		200,000		(102,534)	2,200,694
Net assets released from restrictions:													
Satisfaction of program restrictions		0		0		0		340,378		0		0	 340,378
Total Reclassifications		0		0		0	-	340,378		0		0	 340,378
Revenue													
Restaurant operations		1,304,026		0		0		297,132		0		0	1,601,158
Cost of goods sold		(462,059)		0		0		(195,930)		0		0_	 (657,989)
Net Revenue		841,967		0		0		101,202		0		0	943,169
Total Support and Revenue		2,134,211		141,645		184,782		926,137		200,000		(102,534)	3,484,241

CONSOLIDATING STATEMENT OF ACTIVITIES WITHOUT DONOR RESTRICTIONS (CONTINUED FROM PREVIOUS PAGE)

	Re L	EDWINS Restaurant & Leadership Institute		EDWINS Second Chance Life Skills Center		EDWINS Foundation		EDWINS Butcher Shop and Training Center		EDWINS Bakery and Training Center		Eliminations		Total	
Expenses															
Program expenses	\$	932,131	\$	230,228	\$	117,876	\$	18,437	\$	0	\$	(102,534)	\$	1,196,138	
Restaurant expenses		712,251		0		0		297,608		25		0		1,009,884	
Management and general		131,110		12,133		200		55,311		0		0		198,754	
Fundraising		223,884		10,430		0		0		0		0		234,314	
Total Expenses		1,999,376		252,791		118,076		371,356		25		(102,534)		2,639,090	
Change in Net Assets Without															
Donor Restrictions		134,835		(111,146)		66,706		554,781		199,975		0		845,151	

CONSOLIDATING STATEMENT OF ACTIVITIES WITH DONOR RESTRICTIONS – TIME AND PURPOSE (CONTINUED FROM PREVIOUS PAGE)

	EDWINS Restaurant & Leadership Institute		rant & Second Chance ership Life Skills		EDWINS Foundation		EDWINS Butcher Shop and Training Center		EDWINS Bakery and Training Center		Elim	inations_	Total		
NET ASSETS WITH DONOR RESTRICTIONS - TIME AND PURPOSE															
Support															
Contributions															
Individual		25,000	\$	0	\$	0	\$	0	\$	0		0	\$	25,000	
Total Support		25,000		0		0		0		0		0		25,000	
Net assets released from restrictions:															
Satisfaction of program restrictions		0		0		0		(340,378)		0		0		(340,378)	
Total Reclassifications		0		0		0		(340,378)		0		0		(340,378)	
Total Support and Revenues		25,000		0		0		(340,378)		0		0		(315,378)	
Change in Net Assets With Donor															
Restrictions - Time and purpose		25,000		0		0		(340,378)		0		0		(315,378)	
CHANGE IN NET ASSETS	\$	159,835	\$	(111,146)	\$	66,706	\$	214,403	\$	199,975	\$	0	· \$	529,773	