



City of Annapolis
 Department of Planning & Zoning
 145 Gorman Street, 3rd Fl
 Annapolis, MD 21401-2535

PlanZone@annapolis.gov • 410-263-7961 • Fax 410-263-1129 • TDD use MD Relay or 711 • www.annapolis.gov

Community Development Block Grant (CDBG) Program
Project Request for Fiscal Year 2022 Funds
Deadline: Thursday, December 3, 2020, at 4:30 p.m.

Organization name Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc.
 Address 121 South Villa Avenue, Annapolis, MD 21401
 Phone 410-263-2542 Fax 410-263-5410 Email Info@bgcaa.com
 Contact Jennifer Lagrotteria Title Director of Resource Development
 Address 121 South Villa Avenue, Annapolis, MD 21401
 Phone 410-972-2556 Fax 401-263-5410 Email Development@bgcaa.com
 Federal ID # 521736346 DUNS # 007844174
 Incorporation Date November 27, 1989 State Maryland
 501(c) (3) Registration date April 21, 1993
 Project title Boys & Girls Club at Bywater
 CDBG amount requested \$ 9,000 Total project amount \$ 185,294
The Boys & Girls Club at Bywater, 1903 Copeland Street, Annapolis, MD (Bywater Mutual Homes)
 Project location _____
 Eligible activity Bywater Boys & Girls Club
 Faith-based Organization ☐ Yes ☒ No

Certification

"I certify that I have reviewed this application and that to the best of my knowledge and belief, all the information provided in this application is true."

12/2/20

Signature of Chief Executive Officer

Date

Print name Lisa Lindsay-Mondoro Title CEO



City of Annapolis

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SIGNED PAGE AS ATTACHMENT

Signature of Chief Executive Officer Date _____
Print name Lisa Lindsay-Mondoro Title CEO

EXECUTIVE SUMMARY

In one page or less, please provide a brief summary of your project. Please be sure to include the following items: purpose of the project, how many people will be served, and how the funds will be used.

For more than 30 years, the Boys & Girls Clubs of Annapolis & Anne Arundel County (BGCAA) has been in the forefront of youth development, working with young people from disadvantaged economic, social and family circumstances to give children and teens greater access to quality programs and services that will enhance and shape their futures. BGCAA currently operates six Clubs in Anne Arundel County with the mission of enabling all young people, especially those who need us most, to reach their full potential as productive, caring, and responsible citizens. Each Club provides youth from the ages of 6 to 18 a safe and positive environment, caring and dedicated youth development professionals, evidence-based targeted programs, mentors, tutors, recognition, as well as nutritious meals.

This funding request is for the Boys & Girls Club at Bwyater, located at 1903 Copeland Street in Annapolis, to continue its critical work of providing a safe and accessible facility and life-changing programs for youth every day after school until 7pm, during school breaks and for an 8 week Summer Camp. The Clubhouse follows the Boys & Girls Clubs of America's FORMULA FOR IMPACT which focuses on young people who are most in need, providing them with an outcome-driven Club experience with priority outcomes in:

Academic Success – graduating from High School ready for college, trade school, military or employment

Good Character/Leadership – engaged citizens involved in the community, registered to vote and with strong character

Healthy Lifestyles – adopting a healthy diet, practicing healthy lifestyle choices and making a lifelong commitment to fitness

Membership in the Club is only \$25 a year. The Bywater Club had 102 registered members in the 2019/2020 school year, up until closing it's doors due to covid on March 13th, 2020. After March 13th BGCAA modified it's schedule in different phases so that it could continue to serve those most in need in a safe way.

Presently, the Club is open from 8:00am-5:00pm during the school week, serving fewer members to abide by social distancing/safety guidelines. Masks are mandatory and safety protocols, include daily temperature checks, hand-washing, and health surveys to keep everyone safe. Members have secure, constant access to wi-fi and real time support as they navigate e-learning. They receive breakfast, lunch, dinner, and snacks during their time at the Club, as well as the exercise and breaks they need throughout the day via staff-led recreational activities. Staffing has been increased to accommodate these 9-hour days with supplemental part-time youth development professionals working part-time 8:00am to 12:30pm, or 12:00pm to 5:00pm to insure trained supervision is always provided. With safety as our #1 priority, our Clubhouses are offering essential resources every day to help our members succeed and give their families an opportunity to rebuild.

Funding will be used for a portion of the Club Director's salary which includes training hours for a safe Clubhouse and the tools necessary to run nationally recognized Boys & Girls Club programs. Our goal is to reach more young people, more often with affordable, quality, programming that changes lives and to do so in a safe way. Ultimately the Club will go back to providing afterschool programs when the schools reopen their classrooms. Until then we will pivot our programs so every youth has the opportunity to succeed.

A. DESCRIBE THE PROBLEM

Describe the specific problem(s) the project is intended to help solve and the people it is intended to help. Please include data used to identify and verify the need for the project such as Census data, waiting list information, and/or other statistics.

Today, we are facing an unprecedented danger, especially in our communities like Bywater where families are living below the United Way of Central Maryland's ALICE threshold (Asset Limited, Income Constrained, Employed 2016). An alarming 46% of Annapolis residents live below the ALICE threshold - below the basic cost of living that a household needs to get by today. This means that these families are struggling to afford basic needs and must make financial decisions every day, often with life-changing consequences. The Bywater Mutual Homes community, where the Clubhouse is located, is a low-to-moderate income housing project (HUD Section 8 and Section 236). During the 2019/2020 school year, until March 13th, 75.5% of Bywater Club members were from single parent households, an additional 3% living in alternate custody households, and 90.5% qualified for free or reduced school lunch.

The widespread economic and social impacts of the virus has significant implications for our most vulnerable children including:

FOOD INSECURITY: Many children from low-income families, like those residing in the Bywater community, rely on school for regular, healthy meals. Our families are under increased economic stress so feeding programs like BGCAA offers through its partnership with Maryland Food Bank is more critical than ever .

GAPS IN EDUCATION AND LEARNING LOSS: When schools provide only virtual learning it impacts other essential services: from kids having a safe place to spend their day, to access to technology and consistent wifi, to their focus on education. For kids from low-income families they have even less means to make up any education gaps. By opening it's doors from 8am to 5pm, providing internet access, academic support, and evidence-based programs that focus on academics, healthy lifestyles, and leadership, BGCAA members can get back on track to their Great Future now.

MAKING THE VULNERABLE EVEN MORE VULNERABLE:

When disaster strikes, it is the most vulnerable who are the most at risk. Children and families living in poverty have less capacity, resources, and opportunity to stay safe, and less ability to weather the negative economic and social impacts that will result. An estimated 40% of Americans cannot come up with \$400 in a crisis. The ongoing economic impacts of Coronavirus are enormous, and more American families may find themselves without housing if their bills can't be paid.

BGCAA's Clubhouses and programs are community solutions that help kids learn and grow, keep children and teenagers safe, and support families to balance work with home. The Club has been pivoting it's model since it closed it's door in March, but worked tirelessly throughout the pandemic to serve it's members in a safe way. Though we do hope to go back to afterschool programming, we will stay open during the day to give kids a safe place to do their e-learning, have three meals a day, have mentors, and focus on academic success, healthy lifestyles, and character/leadership. We will continue to do whatever it takes to serve the kids living in and near the Bywater Mutual Homes community in a safe way.

The Boys & Girls Club at Bywater was the first of six Clubhouses formed by BGCAA, opening its doors more than 30 years ago. The Clubhouse is located in the middle of the Bywater Mutual Homes community so that youth who are most in need of services have easy access and can walk to the Clubhouse from their home or bus stop.

B. DESCRIBE THE PROJECT

Describe the project and the activities that your organization will perform or services that will be provided, i.e. how this project is the solution to the previously described problem, and how your organization will use the CDBG funds.

High quality after-school and out-of-school programs can play a significant role in supporting the development of young people. The Bywater Clubhouse located within the Bywater Mutual Homes low-moderate income housing community offers solutions that help kids learn and grow, keep children and teenagers safe, and support families to balance work with home. During the normal school year the Club is open every day after school until 7pm, during most school breaks, and for 8 weeks of Summer Camp. During the pandemic the Club is open from 8am to 5pm during the school week to give members secure and constant access to wi-fi and real-time support as they navigate e-learning. They also receive breakfast/lunch/dinner and snacks during their time at the Club, as well as exercise and breaks they need throughout the day via staff-led recreational activities.

Access to affordable, reliable and safe programs allows parents and caregivers the opportunities to participate in the workforce. While their children are actively engaged at the Club, families can rest assured knowing that they have access to enhanced academic support to ensure youth are on track to graduate, nutritious meals every day, opportunities to be physically active and health education, all provided by caring staff within the context of a safe, supportive Club environment.

BGCAA seeks to improve the quality of life for the residents, particularly youth and teens in the housing communities surrounding the Bywater Boys & Girls Club in Annapolis, Maryland. BGCAA provides a safe place where all kids, especially the most vulnerable housing residents, can learn and grow.

The funding will support staffing needs at the Bywater Clubhouse so that we never need to turn any youth away. The Bywater Club's goal is to reach all youth who are in need of our services.

The Clubhouse employs one full-time Club Director as well as an expanded team of part-time Youth Development Professionals and Junior Staff so we can keep the Club safe and open from 8am to 5pm during the school week.

C. PROJECT LOCATION AND BENEFICIARIES

1. What is the location of the proposed project?
The Boys & Girls Club at Bywater, 1903 Copeland Street, Annapolis, MD (Bywater Mutual Homes)
2. Are you serving clients ☒ citywide or is there a ☐ service area? (Please check one)

If there is a service area(s) for this project, please describe the boundaries of the service area and provide census tract numbers and a map.

There is no boundary for kids to attend the Clubhouse. All Boys & Girls Clubs are open to all youth.

3. Does another organization provide the same service in the same service area?
☐ Yes ☒ No

If yes, please explain why both projects are needed to meet a need.

4. Number of people will directly benefit from this project 102
- Of those, number who are low and moderate income 102
- CDBG cost per low and moderate income persons. \$88

5. Please, identify the number of persons with special needs that this project will serve, if applicable.

Persons who are homeless	<u>0</u>
Persons with physical disabilities	<u>0</u>
Persons with mental illness	<u>0</u>
Persons with HIV/AIDS	<u>0</u>
Elderly persons	<u>0</u>
At-risk children and youth	<u>102</u>
Other (specify) _____	_____

6. Describe how you will provide documentation that the beneficiaries are low and moderate income persons or households. (Please see the income limits on page 2 of the application guidelines).
Members' parents/guardians are required to complete a membership application with HUD HHI grid to track income levels based on size of household. The Bywater Community is low/mod income under HUD Section 8 and Section 236.

D. OUTCOME AND PERFORMANCE MEASUREMENT

Program Component (Please check **ONE** appropriate box that corresponds to the purpose for which funding is being requested.)

- | | |
|---|---|
| <input type="checkbox"/> Housing | <input type="checkbox"/> Public Facilities and Improvements |
| <input checked="" type="checkbox"/> Public Services | <input type="checkbox"/> Economic Development |
| <input type="checkbox"/> Homeless Activities | |

Program Objective (Please check **ONE** appropriate box which corresponds to the Objectives established by HUD)

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> Suitable Living Environment | <input type="checkbox"/> Decent Housing | <input type="checkbox"/> Creating Economic Opportunities |
|---|---|--|

OUTCOMES – The benefits to individuals, families, organizations and the community resulting from a program or activity. Outcomes are produced during or after their involvement in an activity. The outcomes may be one of the following: (1) Availability/Accessibility of services, (2) Affordability of services, or (3) Sustainability (Promoting livable or viable communities). Please check **ONE** desired outcome.

- | | | |
|---|--|--|
| <input type="checkbox"/> Availability/Accessibility | <input type="checkbox"/> Affordability | <input checked="" type="checkbox"/> Sustainability |
|---|--|--|

OUTCOME MEASUREMENT – Describe evaluation tools, methods and benchmarks to measure achievements of the outcome

Determining the value of our programs and ultimate impact on young people is of critical importance to Boys & Girls Club of Annapolis & Anne Arundel County. Beyond tracking program participation; we will be measuring changes in knowledge and attitude (based on pre/post tests) and ultimately changes in behavior (primarily gathered using external data) which are critical to demonstrating impact.

BGCAA will also track empirical data from the Anne Arundel County's public school system, including academic success as recorded on report cards, grade point averages, and reading levels. Through our COMET Software program, endorsed by the Boys & Girls Clubs of America, we will document overall program attendance. Program sign-in sheets may be used as documentation for specific program activities.

BGCAA also participates in the National Youth Outcome Initiative (NYOI), surveying youth and staff annually to continuously improve programming, services, and staff practices. The measures were developed to:

- Support Movement-wide implementation of the Formula for Impact (FFI) theory of change;
- Gauge our Club-level and collective impact on youth.
- Assess the Club's effectiveness at implementing staff practices that impact members' Club Experience.

*Note: During the pandemic it will likely be a challenge to collect report cards but we will reach out to parents in the hopes that we can collect them so we can track the progress of our members. Also, in 2020, BGCAA could not participate in the NYOI survey due to closures from the pandemic. We remain hopeful that we will be back on track, and open, this Spring so that we can participate.

D. LOCAL GOALS

1. Which Consolidated Plan goal does your project meet? Please check ONE of the following:

Housing Goals

- ☐ Continue to provide financial assistance to low- and moderate-income homeowners to rehabilitate their existing owner-occupied housing.
- ☐ Provide support to affordable housing developers/owners, and public housing authorities to rehabilitate housing units that are rented to low- and moderate-income tenants.
- ☐ Provide support for new construction of affordable rental units.
- ☐ Provide funds to acquire and rehabilitate vacant buildings for homeownership for low- and moderate-income households.
- ☐ Provide settlement expense assistance to eligible households to purchase a home.

Homeless Goals

- ☐ Provide funding for outreach workers that provide services to street homeless.
- ☐ Assist providers in the operation of housing and support services for the homeless by providing operating funds for shelter, services, and capital improvements.

Special Needs Goals

- ☐ Provide funds for the rehabilitation of existing buildings which house individuals with special needs.

Community Development Goals

- ☒ Support improvement of public facilities serving low and moderate-income persons. Support Vital Public Services concerned with assisting children and youth, providing persons with office skills training and job training, providing persons with information and referral and other services that promote family stability and self-sufficiency.

Employment Goals

- ☐ Support and encourage job creation, job retention, and job training opportunities.

Administration Goals

- ☐ Provide program management and oversight for the successful administration of Federal, state, and local funded programs, including planning services for special studies, environmental clearance, fair housing, and compliance with all Federal, state, and local laws and regulations.

2. Please explain how the proposed project addresses the local goal selected.

The Bywater Boys & Girls Club fills a critical need in the Bywater Mutual Homes community, providing after-school, out-of-school, and now during-school services to youth from low to moderate income households. The Club, presently, is open every day during school from 8am to 5pm. We anticipate returning to afterschool programming once schools open their doors. Then, Clubs will be open after school until 7pm providing a nutritious meal and snack, mentoring, homework help, and evidence-based targeted programs that focus on academic success, healthy lifestyles and character/leadership.

A report by Fight Crime: Invest in Kids finds that afterschool programs play a vital role in turning the hours between 2 p.m. and 6 p.m. into a time of opportunity for our young people, with the 70% drop in juvenile crime corresponding with the rise in availability of afterschool opportunities across the country.

In Maryland, 64% of parents agree that afterschool programs help to give parents peace of mind about their children when they are at work and 54% agree that afterschool programs help to keep kids safe and out of trouble. Yet, for every student in an afterschool program, 2 more would participate if a program were available.

Clubhouses give parents the resources and assurances to know that their kids are in good hands so that they can participate in the workforce and provide family stability and self-sufficiency.

E. ORGANIZATION EXPERIENCE AND CAPACITY

- | | Full time | Part time |
|--|-----------|-----------|
| 1. Number of paid staff | 13 | 31 |
| 2. Number of paid staff that will work on this project | 1 | 8 |
| 3. Number of volunteer staff | | |
4. Describe your organization's mission, current activities, and how your proposed project furthers that mission and current activities.
- The mission of the Boys & Girls Clubs of Annapolis & Anne Arundel County is to inspire and enable all young people, especially those who need us most, to reach their full potential as productive, responsible, and caring citizens. During normal circumstances Clubs are open after school until 7pm. During Covid our Clubhouses are open from 8am-5pm so members have secure, constant access to wi-fi and real time support as they navigate e-learning. They receive breakfast, lunch, dinner, and snacks during their time at the Club, as well as the exercise and breaks they need throughout the day via staff-led recreational activities.
5. Describe your organization's most recent key accomplishments.
- Our most recent accomplishments are our agility to work within safety guidelines to make sure our staff and youth stay safe. With the expansion of our services and hours, we required additional highly-trained staff to oversee our members, an abundance of PPE and cleaning supplies to maintain our rigorous safety protocol, and new items, such as furniture and individual program materials, to ensure kids are properly spaced and receiving the support they need throughout the day.
6. Please, discuss your organization's administrative capacity to carry out the project successfully, e.g., has previous experience with similar projects.
- The Bywater Clubhouse opened more than 30 years ago and has been changing lives ever since.
- BGCAA has received CDBG funding for the Freetown and Meade Village Clubhouses through ACDS. We are familiar with the reporting requirements and have an Administrative team that focuses on the general operating needs of all six Clubhouses so that the staff in the Clubhouses can focus on their members, and their communities.
7. Please discuss your organization's financial capacity. Please describe the fiscal management, disbursement methods, financial reporting, record keeping and accounting procedures.
- BGCAA's Director of Finance, with oversight from the Finance Committee of the Board of Directors, oversees the fiscal reporting, record keeping and accounting procedures of all grants. BGCAA's Finance and Executive Committees meet monthly to review all fiscal reports. BGCAA uses ALTA CPA, an Independent Accounting Firm for its annual audited financials.

8. What is the amount of your organization's current annual operating budget?

2,012,055

\$ _____

9. List your major source(s) of funding:

Anonymous Donor

75,000

\$ _____

Deerbrook Charitable Trust (Junior Staff Program)

340,000

\$ _____

Events - Awards Dinner & Golf Tournament

179,000

\$ _____

OJJDP - Boys & Girls Clubs

51,600

\$ _____

F. PROJECT BUDGET for PUBLIC SERVICES PROJECTS

Budget item	CDBG funds requested	Other funding	Source (Federal, State, Private)	Other funding committed or requested?	Total project cost
Salaries (list each position)	\$	\$			\$
Club Director (1)	9,000	32,000			41000
Youth Dev. Prof. (6) P-T	0	72,068			72,068
Junior Staff (2) P-T	0	24,559	Private	Committed	24,559
FICA	0	10,528			10,528
Fringe and Taxes		15,935			15,935
Rent/Leasing Costs	0	1020			1020
Telephone					
Telephone/Internet	0	2474			2474
Training	0	857			857
Travel					
Contract Services		500			500
Equipment		9218			9218
Insurance					
Office Supplies		4243	Private	Requested	4243
Printing/Postage		187			187
Audit/Accounting		833			833
Other (please describe)					
Background Checks		917			917
License/Permits		955			955
Total Budget	\$ 9000	\$ 176,294			\$ 185294

2. Will you use volunteers or in-kind contributions for this project, please explain.
 Volunteers are critical to our success but are always supervised by staff. During the pandemic we did not allow volunteers due to safety reasons. Inkind contributions include use of the Clubhouse in the Bywater community, and the Maryland Food Bank delivers nutritious meals/snacks every day during school days and summer camp.

G. PROJECT BUDGET FOR CAPITAL PROJECTS

Budget Item	Total amount of CDBG Requested	Other Funds	Source (Federal, State, Private)	Other funding committed or requested?	Total Project Costs
<i>PROJECT COSTS</i>	\$	\$			\$
Acquisition					
a. Cost of Building or Land					
b. Settlement Costs					
Hard Construction Costs					
a. Cost of Construction					
b. Contingency					
Relocation Costs					
Holding Costs					
Architecture and Engineering					
Construction Administration					
Application Fee					
Environmental/Lead Survey					
Marketing					
Permits & Fees					
Appraisals					
Hazard & Builders Risk					
Taxes (Property)					
Accounting					
Legal					
Title/Recording					
Inspection Fees					
Other:					
TOTAL	\$	\$			\$

2. Will you use volunteers or in-kind contributions for this project, please explain.

FOR CAPITAL PROJECTS ONLY

PROPERTY INFORMATION

(Complete only if the project involves property acquisition, construction, and/or rehabilitation.)

1. Where is the project located or to be located?
2. If the project is to be located at a specific location, please give the address.
3. Please describe the current use of the proposed location for the project.
4. If the proposed project is for a specific location, do you have site control (deed, contract of sale)? ☐ Yes ☐ No

If no, please describe plans for obtaining site control with an estimated date for when you plan to have site control.
5. If the proposed project is for a specific location, what is the current zoning for the site?
6. Demonstrate how the proposed project is in compliance with local zoning codes and land use designations or describe any zoning or land use challenges currently being reviewed that may affect the project.
7. Will Davis Bacon wages rates apply? ☐ Yes ☐ No

CONFLICT OF INTEREST QUESTIONNAIRE

The Code of the City of Annapolis prohibits “employees” and “officials” of the City, as defined by [Chapter 2.08](#) of the City Code, from participating on behalf of the City in any matter in which they have certain financial or business interests. Each applicant for Community Development Block Grant (CDBG) funding from the City shall complete and submit this Conflict of Interest Questionnaire to allow the City to determine if the applicant or any of its staff, employees, Board of Directors, officers, and/or governing body would be in a conflict of interest under the City Code.

- a. Is there any member(s) of the applicant's staff, employees, Board of Directors, officers, and/or governing body who currently is or has/have been within one (1) year of the date of this application a City employee, official, or consultant, or a member of the City Council?

☒ Yes ☐ No

If yes, please list the names(s) and City position below:

<u>Michael Pitchford</u>	<u>Member of the Annapolis Affordable Housing Task Force - volunteer position</u>
<u> </u>	<u> </u>

- b. Will the CDBG funds requested by the applicant be used to award a subcontract to any individual(s) or business affiliate(s) who currently is or has/have been within one (1) year of the date of this application a City employee, official, consultant, or a member of the City Council?

☐ Yes ☒ No

If yes, please list the name(s) and City position below:

<u> </u>	<u> </u>
<u> </u>	<u> </u>

- c. Is there any member(s) of the applicant's staff, employees, Board of Directors, officers, and/or other governing body who are business partners and/or family members of a City employee, official, or consultant, or a member of the City Council?

☒ Yes ☐ No

If yes, please list the name(s) and the business partner's/family member's City position below:

<u>Erick Beavers</u>	<u>Club Director, BGCAA</u>
<u>Erick Beavers Sr.</u>	<u>Security, City Hall, Annapolis</u>

If you have answered “YES” to any of the above, the CDBG Office and the City shall review those financial and/or business interests to determine whether a real or apparent conflict of interest exists between the applicant and the acceptance of CDBG funding from the City.

Name of Applicant's Authorized Official: Peter Summers

Authorized Official's Title: Board of Trustees, Chairman

Signature of Authorized Official: SIGNED COI ATTACHED

**CITY OF ANNAPOLIS
COMMUNITY DEVELOPMENT BLOCK GRANT FY 2022**

DOCUMENT CHECK LIST

- ☒ 1 original
- ☒ IRS tax-exempt determination letter
- ☒ Copy of your Articles of Incorporation
- ☒ Bylaws
- ☒ Project Map
- ☒ Recent (within 6 months) Certificate of Good Standing from the Maryland Department of Assessments and Taxation (Call 410-767-1340 to obtain a Certificate)
- ☒ Current list Board of Directors
- ☒ Name your accountant and/or attorney
- ☒ Copy of your latest Audit/Financial Statement or Federal Tax Form 990
- ☒ Signature of Chief Executive Officer
- ☐ If this is a rehabilitation or construction project, provide evidence of site control, e.g., deed, lease, etc.
- ☐ If capital project, provide evidence of zoning compliance
- ☒ Signed Conflict of Interest Form

CDBG Staff Only

All forms are included/complete: ☐ Yes ☐ No

Reviewer signature _____ Date _____

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- a. Is there any member(s) of the applicant's staff, employees, Board of Directors, officers, and/or governing body who currently is or has/have been within one (1) year of the date of this application a City employee, official, or consultant, or a member of the City Council?

☒ Yes ☐ No

If yes, please list the names(s) and City position below:

<u>Michael Pitchford</u>	<u>Member of the Annapolis Affordable Housing Task Force - volunteer position</u>
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- b. Will the CDBG funds requested by the applicant be used to award a subcontract to any individual(s) or business affiliate(s) who currently is or has/have been within one (1) year of the date of this application a City employee, official, consultant, or a member of the City Council?

☐ Yes ☒ No

If yes, please list the name(s) and City position below:

<u></u>	<u></u>
<u></u>	<u></u>

- c. Is there any member(s) of the applicant's staff, employees, Board of Directors, officers, and/or other governing body who are business partners and/or family members of a City employee, official, or consultant, or a member of the City Council?

☒ Yes ☐ No

If yes, please list the name(s) and the business partner's/family member's City position below:

<u>Erick Beavers</u>	<u>Club Director, BGCAA</u>
<u>Erick Beavers Sr.</u>	<u>Security, City Hall, Annapolis</u>

If you have answered "YES" to any of the above, the CDBG Office and the City shall review those financial and/or business interests to determine whether a real or apparent conflict of interest exists between the applicant and the acceptance of CDBG funding from the City.

Name of Applicant's Authorized Official: Peter Summers

Authorized Official's Title: Board of Trustees, Chairman

Signature of Authorized Official: 

Internal Revenue Service

Department of the Treasury

P. O. Box 2508
Cincinnati, OH 45201

Date: April 27, 2002

Person to Contact:

John Kennedy ID 31-07297
Customer Service Representative

Toll Free Telephone Number:

8:00 a.m. to 6:30 p.m. EST

877-829-5500

Fax Number:

513-263-3756

Federal Identification Number:

52-1736346

Boys & Girls Clubs of Annapolis & Anne
Arundel County, Inc.
c/o Archie Avedisian
8555 16th St., Ste. 400
Silver Springs, MD 20910

Dear Sir or Madam:

This letter is in response to your organization's Certified Amended Articles of Incorporation, filed January 25, 2002, reflecting a name change. We have updated your organization's name in our records.

Our records indicate that a determination letter issued on April 21, 1993, granted your organization exemption from federal income tax under section 501(c)(3) of the Internal Revenue Code. That letter is still in effect.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Baltimore Annapolis Area Boys & Girls Clubs, Inc.
52-1736346

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

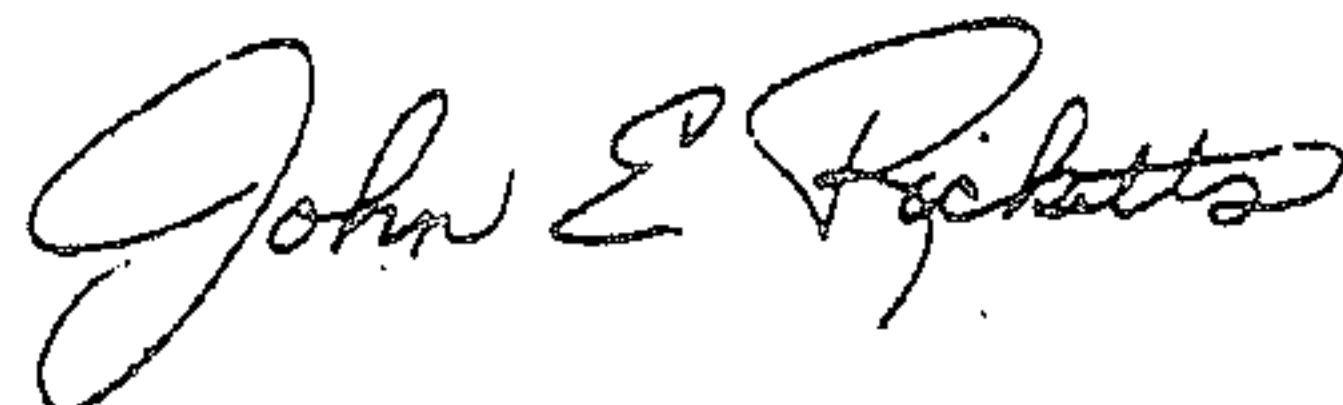
The law requires you to make your organization's annual return available for public inspection without charge for three years after the due date of the return. You are also required to make available for public inspection a copy of your organization's exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. You can charge only a reasonable fee for reproduction and actual postage costs for the copied materials. The law does not require you to provide copies of public inspection documents that are widely available, such as by posting them on the Internet (World Wide Web). You may be liable for a penalty of \$20 a day for each day you do not make these documents available for public inspection (up to a maximum of \$10,000 in the case of an annual return).

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

This letter affirms your organization's exempt status.

Sincerely,


A handwritten signature in cursive script, reading "John E. Ricketts".

John E. Ricketts, Director, TE/GE
Customer Account Services

OGDEN UT 84201-0038

In reply refer to: 0441979376
Oct. 23, 2009 LTR 4168C E0
52-1736346 000000 00

00023929
BODC: TE

 BOYS & GIRLS CLUBS OF ANNAPOLIS &
ANNE ARUNDEL COUNTY INC
121 S VILLA AVE
ANNAPOLIS MD 21401-3634

014059

Employer Identification Number: 52-1736346
Person to Contact: Cory Winn
Toll Free Telephone Number: 1-877-829-5500

Dear Taxpayer:

This is in response to your Oct. 14, 2009, request for information regarding your tax-exempt status.

Our records indicate that your organization was recognized as exempt under section 501(c)(3) of the Internal Revenue Code in a determination letter issued in April 1993.

Our records also indicate that you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section(s) 509(a)(1) and 170(b)(1)(A)(vi).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for Federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely yours,



Rita A. Leete
Accounts Management II

LIBER 0826 FOLIO 487

APPROVED FOR RECORD

11-2789 at 10:02 BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC.

ARTICLES OF INCORPORATION

I

FIRST: I, Michael P. Bentzen, whose post office address is 11141 Hurdle Hill Drive, Potomac, Maryland 20854 being at least eighteen (18) years of age, am hereby forming a corporation under and by virtue of the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC.

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized exclusively for educational and charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal or mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than a "charitable organization" or for other than "charitable purposes" within the meaning of such terms as defined in Article NINTH of these Articles of Incorporation, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or after any amendments; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or

1990 MAR -6 AM 9:30

CLERK'S OFFICE
MONTEGOMERY COUNTY, MD

RECEIVED

3193 0757

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corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational, and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(b) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article THIRD hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(c) Included among the educational and charitable purposes for which the Corporation is organized, as qualified and limited by subparagraphs (a) and (b) of this Article THIRD are the following:

To establish and maintain facilities for at risk youth of the Greater Baltimore/Annapolis area; to promote and conduct activities related to their health, physical education, social welfare, and education; to train adults to serve as counselors and leaders for youth activities; to conduct vocational training of youth in various trades; to assist them in becoming contributing members of society; to establish and maintain group homes and emergency shelters for youth requiring long and short term residential care and supervision; to establish programs to combat use of illegal substances and to promote healthful living habits; and to perform such other and further services, programs, and acts as shall be related to the foregoing purposes.

LIBERO 6 FOLIO 89

FOURTH: The post office address of the principal office of the Corporation in this State is 1320 Fenwick Lane, Suite 800, Silver Spring, Maryland 20910. The name and post office address of the Resident Agent of the Corporation in this State are Michael P. Bentzen, 11141 Murdle Hill Drive, Potomac, Maryland 20854. Said Resident Agent is an individual actually residing in this State.

FIFTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number of, qualifications for, and other matters relating to its members shall be as set forth in the By-Laws of the Corporation.

SIXTH: The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the By-Laws of the Corporation, but shall never be less than three (3). The names of the Directors, who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: Charles D. Weir, Archie Avedisian, and Michael P. Bentzen.

SEVENTH: Upon the dissolution of the Corporation's affairs, or upon the abandonment of the Corporation's activities due to its impracticable or inexpedient nature, the assets of the Corporation then remaining in the hands of the Corporation shall be distributed, transferred, conveyed, delivered and paid over to any other charitable organization (as hereinafter defined) of this or any other State, having a similar or analogous character or purpose, in some way associated with or connected with the corporation to which the property previously belonged.

EIGHTH: The Corporation may by its By-Laws make any other provisions or requirements for the arrangement or conduct of the business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Maryland or of the United States.

NINTH: In these Articles of Incorporation,

(a) References to "charitable organizations" or "charitable organization" mean corporations, trusts, funds, foundations, or community chests created or organized in the United States or in any of its possessions, whether under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, organized and operated exclusively for charitable purposes, no part of the net earnings of which inures or is payable to or for the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda or otherwise attempting, to

LIBERO 26 FOLIO 90

influence legislation and which do not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidates for public office. It is intended that the organization described in this Article NINTH shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force of afterwards amended.

(b) The term "charitable purposes" shall be limited to and shall include only religious, charitable, scientific testing for public safety, literary, or educational purposes with in the meaning of the terms used in Section 501(c)(3) of the Internal Revenue Code of 1986 but only such purposes as also constitute public charitable purposes under the laws of the United States, any state or territory, the District of Columbia, or any possession of the United States, including, but not limited to, the granting of scholarships to young men and women to enable them to attend educational institutions.

TENTH: (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(b) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(d) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

(e) The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this 20th day of November, 1989, and I acknowledge same to be my act.


Michael P. Bentzen

BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC.

ARTICLES OF AMENDMENT

BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC., a Maryland nonstock corporation, having its principal office at 1320 Fenwick Lane, Suite 800, Silver Spring, Maryland 20910 (hereinafter referred to as the "Corporation"), hereby certifies to the Department of Assessments and Taxation of the State of Maryland (hereinafter referred to as the "Department") that:

FIRST: The Charter of the Corporation is hereby amended by adding the following provision thereto:

The Corporation is an affiliate of Youth Services Alliance, Inc., a Maryland nonstock corporation, hereinafter referred to as the "Parent Corporation" of the Corporation. The Parent Corporation shall have authority, pursuant to procedures established in its bylaws, to elect and remove the members of the Corporation's Board of Directors; to hire, to train, to supervise and, if necessary, to terminate the services of the Corporation's employees; to establish and maintain all administrative services for and on behalf of the Corporation, including, without limitation, accounting, development, personnel, administrative, public relations, budget preparation and oversight, and overall management services; and, in general, to oversee the policies and programs of the Corporation, subject to and consistent with, to the extent feasible, the national standards of performance and operation prescribed by the Boys and Girls Clubs of America by which the Corporation is chartered. The Corporation's said charter from Boys and Girls Clubs of America may not be terminated, altered or modified by the Parent Corporation without the prior concurrence of the Corporation's Board of Directors.

SECOND: Except as specifically amended hereby, the Charter of the Corporation is hereby ratified and affirmed.

THIRD: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Sections 2-408(c)(1) and 2-603(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly approved the foregoing amendment.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Corporation's Articles of Incorporation.

tion this 10th day of June, 1991, and I acknowledge same to be my act.

ATTEST:

(CORPORATE SEAL)

BALTIMORE/ANNAPOLIS AREA BOYS
AND GIRLS CLUBS, INC.

BY:

Michael P. Bentzen
Secretary

BY:

Charles D. Weir
Charles D. Weir
President

ARTICLES OF AMENDMENT
OF
BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS,
INC.

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
OF MARYLAND JANUARY 5, 1993 AT 8:32 O'CLOCK A.M. AS IN CONFORMITY
WITH LAW AND ORDERED RECORDED.

ORGANIZATION AND
CAPITALIZATION FEE PAID:

\$ _____

RECORDING
FEE PAID:

\$ 20.00

SPECIAL
FEE PAID:

\$ _____

D2909224

TO THE CLERK OF THE COURT OF

MONTGOMERY COUNTY

IT IS HEREBY CERTIFIED, THAT THE WITHIN INSTRUMENT, TOGETHER WITH ALL INDORSEMENTS THEREON, HAS
BEEN RECEIVED, APPROVED AND RECORDED BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND.

RETURN TO:
STUART SORKIN
1225 EYE ST., NW
WASHINGTON

DC 20005

132C3063791

A 411223



RECORDED IN THE RECORDS OF THE
STATE DEPARTMENT OF ASSESSMENTS
AND TAXATION OF MARYLAND IN LIBER. FOLIO

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the
page document on file in this office. DATED: 1/5/93

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY:

Custodian

This stamp replaces our previous certification system. Effective: 6/95

APPROVED FOR RECORD

ARTICLES OF AMENDMENT OF 11/5/93 83m
BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC.

BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC., a Maryland Non-stock membership corporation, (the "Corporation"), hereby certifies to the State Department of Assessments and Taxation (the "Department"):

FIRST: The Articles of Incorporation are hereby amended by deleting all of provisions of Article Seventh in its entirety and substituting the following in place thereof:

SEVENTH Upon dissolution of the Corporation's assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.

SECOND: The Board of Directors of the Corporation, by written consent to such action dated December 15, 1992, signed by all of the members thereof and filed with the minutes of the proceedings of the Board, adopted a resolution in which was set forth the foregoing amendment to the Articles and declaring the Board of Directors duly approved said Amendment. There being no members having voting rights in respect thereof.

THIRD: The foregoing amendment does not effect a change or reduction in the amount of stated capital or paid in surplus of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these presents to be signed in the name of and on its behalf by its President and attested to by its Secretary on this 15th day of December, 1992, and its President acknowledges that these Articles of Amendment are the act and deed of the Corporation and, under penalties of perjury, that the matters and facts set forth herein with respect to authorization and approval are true in all respects to the best of his knowledge, information and belief.

ATTEST:

BALTIMORE/ANNAPOLIS AREA BOYS
AND GIRLS CLUBS, INC.

By: Paul E. Spruill
Secretary

By: Don W. Stephens
President

BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC.

ARTICLES OF AMENDMENT

BALTIMORE/ANNAPOLIS AREA BOYS AND GIRLS CLUBS, INC., a Maryland nonstock corporation, having its principal office at 8555 16th Street, Suite 400, Silver Spring, Maryland 20910 (hereinafter referred to as the "Corporation"), hereby certifies to the Department of Assessments and Taxation of the State of Maryland (hereinafter referred to as the "Department") that:

FIRST: Article SECOND of the Charter of the Corporation is hereby amended as follows:

SECOND: The name of the Corporation (which is hereafter called the "Corporation") is BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.

SECOND: Except as specifically amended hereby, the Charter of the Corporation is hereby ratified and affirmed.

THIRD: By written informal action, unanimously taken by the Board of Directors of the Corporation, pursuant to and in accordance with Sections 2-408(c)(1) and 2-603(c) of the Corporations and Associations Article of the Annotated Code of Maryland, the Board of Directors of the Corporation duly approved the foregoing amendment.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment to the Corporation's Articles of Incorporation this 17th day of January, 2002, and we acknowledge same to be our act.

BOYS & GIRLS CLUBS OF ANNAPOLIS
& ANNE ARUNDEL COUNTY, INC.

BY: [Signature]
Patrick Perry
Secretary

BY: [Signature]
Peter Porine
President

CUST ID: 0000799561
WORK ORDER: 0000544565
DATE: 01-25-2002 10:48 AM
AMT. PAID: \$70.00

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the _____
page document on file in this office. DATE: 4-17-15

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION:

BY: [Signature], Custodian
This stamp replaces our previous certification system. Effective: 6/95

BY-LAWS
OF
BOYS & GIRLS CLUBS
OF
ANNAPOLIS & ANNE ARUNDEL COUNTY
(As amended 5/20/2020)

ARTICLE I
NAME, PURPOSES AND OFFICES

Section 1. The name of the organization & Boys and Girls Clubs of Annapolis & Anne Arundel County.

Section 2. The purposes of the corporation shall be to promote the social, educational, vocational, character development, and health of boys and girls ages 6 to 18, to provide behavioral guidance to such boys and girls, to receive, invest and disburse funds, and to hold or dispose property in furtherance of the programming purposes of the organization. The corporation is a youth development agency whose mission is to inspire and enable all young people, especially those who need us most, to realize their full potential as productive, responsible and caring citizens. The corporation shall also be authorized to establish and operate a School Age Child Care Program.

Section 3. The corporation shall have no capital stock.

Section 4. The corporation shall have no members.

Section 5. The principal office of the corporation shall be located in the County of Anne Arundel, State of Maryland.

Section 6. The corporation may also have offices at such other places both within and without the State of Maryland as the directors may from time to time determine or as the business of the corporation may require.

ARTICLE II

DIRECTORS

Section 1. The number of directors, otherwise known as the Board of Directors, shall be not less than three or more than fifty. Directors shall be at least eighteen years of age and need not be residents of the State of Maryland. The directors, other than the first Board of Directors, shall be elected at the annual meeting of directors. Directors shall be elected for a two-year term.

Section 2. Any director may be removed, with or without cause, at any time by the vote of a majority of directors present at a regular or special meeting, where a quorum of not less than a majority of the entire Board of Directors is in attendance, provided that notice shall be given to each director not less than five days prior to the meeting.

Section 3. Newly created directorships resulting from an increase in the number of directors to be elected and all vacancies among such directors, including vacancies caused by removal, may be filled by the affirmative vote of a majority of the remaining directors, regardless of their number. A director elected to fill a vacancy or a director elected to fill a newly created directorship shall serve until the next succeeding annual meeting of directors and until his or her successor shall have been elected and duly qualified.

Section 4. The business, property and affairs of the corporation shall be managed by its Board of Directors, which shall have the power to initiate and approve plans and programs for the welfare of boys and girls, have custody and management of the land, buildings, equipment,

securities, and all other properties of the corporation, adopt an annual budget for the corporation, borrow money, raise and disperse funds, invest and reinvest funds of the corporation, sell, buy, and exchange properties and securities of the corporation, make contracts, appoint the Chief Professional Officer, appoint or delegate the power to appoint other employees of the corporation, fix the compensation of all employees of the corporation, and perform all other duties and have all such other powers to do all such lawful acts and things as are not prohibited by statute, by the certificate of incorporation, or by these by-laws and as may be necessary to carry out the purposes of the corporation.

Section 5. The Board of Directors may elect any director or former director to the office of Honorary Director. Such election shall be for life. Honorary Directors and Ancillary Group liaisons shall have all the rights and privileges of the office of director except the right to vote, and they shall not be considered in determining whether a quorum of directors is present at any meeting.

Section 6. The directors may keep the books of the corporation, except such as are required by law to be kept within the state, outside the State of Maryland, and at such place or places as they may from time to time determine.

Section 7. The directors by the vote of at least two-thirds of the entire board may authorize the purchase of real property by the corporation, or may sell, mortgage or lease the real property of the corporation, provided, however, that a sale, lease, exchange or other disposition of all or substantially all of the assets of the corporation must be authorized in accordance with section 510 of the Maryland Not-for-Profit Corporation Law, including leave of the supreme court in the judicial district or of the county court of the county in which the corporation has its office or principal place of carrying out the purposes for which it was formed.

ARTICLE III

MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Meetings of the Board of Directors, regular or special, may be held either within or without the State of Maryland.

Section 2. The annual meeting of the Board of Directors shall be held in June, at a time and place to be fixed by the directors each year, at which they shall elect by plurality vote, all directors and officers, and transact such other business as may be properly brought before the meeting.

Section 3. Regular meetings of the Board of Directors shall be monthly (excluding July and August) upon such notice, and at such time and at such place as shall from time to time be determined by the directors.

Section 4. Special meetings of the Board of Directors may be called by the president, any vice-president, or by one-third of the directors, provided that notice shall be given to each director not less than five days prior to the meeting. In the event of an emergency, a majority of the Executive Committee may call a special meeting of the Board of Directors provided notice conforming to Article IV is given to each director not less than (1) to three (3) days prior to the meeting.

Section 5. Each director shall have one vote. Voting by proxy is not allowed unless approved by a vote of a majority of the directors present at any meeting in which a quorum is present. One-third of the directors shall constitute a quorum for the transaction of business at any meeting unless a greater or lesser number is required by statute, by the certificate of incorporation, or by these by-laws. The vote of a majority of the directors present at any meeting in which a quorum is present shall be the act of the Board of Directors, unless the vote of a

greater number is required by statute, by the certificate for incorporation, or by these by-laws. If a quorum shall not be present at any meeting of directors, a majority of the directors present may adjourn the meeting from time to time, without further notice other than an announcement at the meeting, until a quorum shall be present.

Section 6. Any action required or permitted to be taken at a meeting of the Board of Directors or a committee thereof may be taken without a meeting if consent to the adoption of resolution authorizing the action so taken shall be agreed to and documented (electronic transmission acceptable) by a majority the directors entitled to vote with respect to the subject matter thereof.

Section 7. Directors or any committee designated by the Board of Directors may participate in a meeting of the board or any committee by means of conference telephone or similar telecommunications equipment whereby all persons participating in the meeting can hear each other at the same time, and such participation in a meeting shall constitute presence in person at the meeting.

ARTICLE IV

NOTICES

Section 1. Whenever, under the certificate of incorporation, or these by-laws, notice is required to be given to any director, it shall not be construed to require personal notice, but such notice may be given in writing, by mail or other electronic transmission addressed to such director, at his or her address as it appears on the records of the corporation. Such notice shall be deemed to be given at the time when it shall be deposited in the United States mail or sent by electronic transmission.

Section 2. Notice of a meeting need not be given to any director who submits a signed waiver of notice before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice. The business to be transacted at or the purpose of any special meeting of the Board of Directors shall be specified in the notice or waiver of notice of such meeting.

ARTICLE V

OFFICERS

Section 1. The officers of the corporation shall also be directors of the corporation, and shall be a president, one or more vice-presidents, a secretary, and treasurer. All officers shall serve for two years or until their successors are elected. Directors may also choose additional vice-presidents, and one or more assistant secretaries and assistant treasurers.

Section 2. The directors shall at their annual meeting elect a president, a first vice-president, one or more vice-presidents, a secretary, and a treasurer. The same person, except the offices of president and secretary, may hold any two or more offices. No officer shall hold the same office for more than two consecutive terms, unless no slate of new officer candidate/s is recommended by the Board Development Committee.

Section 3. The directors may appoint such other officers and agents as they shall deem necessary who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the directors.

Section 4. Any officer elected or appointed by the Board of Directors may be removed at any time by the affirmative vote of a majority of the directors present at a meeting of directors. Any vacancy occurring in any office of the corporation shall be filled by the directors, and

officers so elected to fill such vacancies shall serve until the next annual meeting of the Board of Directors or until their successors are elected.

President

Section 5. The president shall by virtue of his office be Chairman of the Board of Directors. He or she shall preside at all meetings of the Board of Directors, shall appoint the members of all committees, shall be an ex-officio member of all such committees, shall have general and active management of the activities and the business of the corporation, and shall see that all orders and resolutions of the directors are carried into effect. He or she may require such reports from the treasurer, secretary and Chief Professional Officer as in his or her judgment are necessary to inform and guide the directors with respect to the work and affairs of the corporation.

Section 6. The president shall execute bonds, mortgages and other contracts requiring a seal under the seal of the corporation, except where required or permitted by law to be otherwise signed and executed, and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of the corporation.

The First Vice-President

Section 7. The first vice-president shall, in the absence or disability of the president, perform the duties and exercise the powers of the president and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

All Other Vice Presidents

Section 8. All other vice-presidents shall perform such duties and have such powers as the Board of Directors may from time to time prescribe. In the event that both the president and

the first vice-president are absent or disabled, the most senior vice-president shall perform the duties and exercise the powers of the president. For the purposes of this section, the most senior vice-president shall be the person who was first elected to the office of vice-president by the Board of Directors.

The Secretary

Section 9. The secretary shall attend all meetings of the Board of Directors and record all the proceedings at the board meetings of the corporation, including an accurate record of attendance of directors, in a minute book to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the directors, and shall perform such other duties as may be prescribed by the directors or president, under whose supervision he or she shall be. The secretary shall have custody of the corporate seal of the corporation, and he or she shall have authority to affix the same to any instrument requiring it and, when so affixed, his or her signature may attest it. The directors may give general authority to any other officer to affix the seal of the corporation and to attest the affixing by his or her signature.

The Treasurer

Section 10. The treasurer shall have fiduciary responsibility for all funds and securities of the Corporation. The treasurer shall perform all of the duties incident to the office of the Treasurer and such other duties as from time to time may be assigned to him/her by the Chairman or the Board. In the absence of the Treasurer, an Assistant Treasurer may perform his/hers duties.

Section 11. The treasurer shall cause to be disbursed the funds of the corporation as ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the president and the Board of Directors at its regular meetings, or when the Board of

Directors so requires, an account of all his or her transactions as treasurer and of the financial condition of the corporation. The treasurer shall cause the books of account of the corporation to be audited at least once annually by a public accountant approved by the Board of Directors, and shall cause to be prepared, and shall present at each annual meeting of the directors of the corporation, a comprehensive financial statement including the report of the accountant.

Section 12. If required by the Board of Directors, the treasurer shall give the corporation a bond in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the office and for the restoration to the corporation, in case of his or her death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to the corporation.

Section 13. The day-to-day financial operations of the corporation shall be the responsibility of the Controller as directed and supervised by the Treasurer and the Chief Executive Officer.

Chief Executive Officer

Section 14. The Board of Directors shall appoint a Chief Executive Officer of the corporation, fix his or her compensation, and prescribe his or her duties and the terms of his or her employment.

Section 15. The Chief Executive Officer shall manage the day-to-day affairs of the corporation and, direct its work and employees, subject to and in accordance with the directions of the Board of Directors. He or she shall prepare budgets of revenue and expense for the approval of the finance and executive committees and the Board of Directors and shall be

authorized to incur expenses, sign contracts and agreements in accordance with the approved budget or as directed by the Board of Directors.

Section 16. The Chief Executive Officer shall attend all meetings of the Board of Directors unless otherwise directed by the Board of Directors.

Section 17. The Chief Executive Officer shall from time to time make reports of the work and affairs of the corporation to the president and Board of Directors.

ARTICLE VI

COMMITTEES

Section 1. There shall be an executive committee and finance committee consisting only of Board Members, a program committee, a human resources committee, a facilities and safety committee, a legislative affairs committee, a resource development committee and a board development committee. The president shall appoint all committee chairpersons. All committees shall keep accurate records of all meetings.

Section 2. The executive committee shall consist of the president, all vice-presidents, the secretary, the treasurer and board members appointed by the president. It shall be the duty of the executive committee to manage and control affairs of the corporation between meetings of the Board of Directors. The executive committee shall keep an accurate record of its meetings.

Section 3. The finance committee shall consist of at least three (3) members of the Board of Directors and shall include the treasurer. It shall be the duty of the finance committee to report and make recommendations to the Board of Directors concerning all the financial affairs of the corporation.

Section 4. The program committee shall consist of at least three (3) members of the Board of Directors . It shall be the duty of the program committee to report and make recommendations to the Board of Directors concerning the programs of the corporation.

Section 5. The human resources committee shall consist of at least three(3) members of the Board of Directors. It shall be the duty of the human resources committee to report and make recommendations to the Board of Directors concerning all matters of personnel.

Section 6. The facilities & safety committee shall consist of at least three (3) members of the Board of Directors. It shall be the duty of facilities committee to report and make recommendations to the Board of Directors concerning all matters of facility policies, maintenance and improvements.

Section 7. The legislative committee shall consist of at least three (3) members of the Board of Directors. It shall be the duty of legislative committee to report and make recommendations to the Board of Directors concerning all legislative matters concerning the corporation.

Section 8. The board development committee shall consist of at least three.(3) members of the Board of Directors. It shall be the duty of the board development committee to report and recommend to the Board of Directors a slate of candidates to fill the vacancies on the board and to present a slate of officers for election. It shall also be the duty of the board development committee to evaluate and make recommendations to the board regarding board members' participation (including awards and recognition).

Section 9. The resource development committee shall consist of at least three (3) members of the Board of Directors. It shall be the duty of resource development committee to

report and make recommendations to the Board of Directors concerning all matters of resource development for the Corporation.

Section 10. The Board of Directors may create such other committees, as it may deem necessary to direct and carry on the activities of the corporation.

Section 11. The president and first vice-president shall be ex-officio members of all committees.

Section 12. Board of director meetings and committee meeting minutes shall be maintained at the main office of the corporation. It shall be the responsibility of the Secretary and committee chairpersons to ensure that the minutes are stored at the main office.

ARTICLE VII

GENERAL PROVISIONS

Section 1. Such officer or officers shall sign all checks or demands for money and notes of the corporation or such other person or persons as the Board of Directors may from time to time designate. At a minimum, dual signatures are required on all checks and demands for money on notes of the Corporation

Fiscal Year

Section 2. The fiscal year of the corporation shall begin July 1st and end June 30th.

Seal

Section 3. The corporate seal shall have inscribed thereon the name of the corporation, the year of its organization and words "Corporate Seal, Maryland". The seal may be used by causing it or a facsimile thereof to be impressed or affixed or in any manner reproduced.

ARTICLE VIII

INDEMNIFICATION

Section 1. Right to Indemnification. Any person who was, is, or is threatened to be made a party to any action or proceeding, whether civil or criminal (including an action by or in the right of this corporation or any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise which any director or officer of this corporation served in any capacity at the request of the corporation), by reason of the fact that he, his testator or intestate, is or was a director or officer of this corporation, or served such other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise in any capacity, shall be indemnified by this corporation against all judgments, fines, amounts paid in settlement and reasonable expenses, including attorney's fees actually and necessarily incurred in connection with the defense or appeal of any such action or proceeding, and against any other amounts, expenses and fees similarly incurred; provided that no indemnification shall be made to or on behalf of any director or officer where indemnification is prohibited by applicable law. This right of indemnification shall include the right of a director or officer to receive payment from this corporation for expenses incurred in defending or appealing any such action or proceeding in advance of its final disposition, provided that the payment of expenses in advance of the final disposition of an action or proceeding shall be made only upon delivery to this corporation of an undertaking by or on behalf of the director or officer to repay all amounts so advanced if it should be determined ultimately that the director or officer is not entitled to be indemnified. The preceding right of indemnification shall be a contract right enforceable by the director or officer with respect to any claim, cause of action, action or proceeding accruing or arising while this by-law shall be in effect.

Section 2. Authorization of Indemnification. Any indemnification provided for by Section 1 of this Article shall be authorized in any manner provided by applicable law or, in the absence of such law:

(a) by the Board of Directors acting by a quorum of directors who are not parties to such action or proceeding, upon a finding that there has been no judgment or other final adjudication adverse to the director or officer which establishes that his acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated, or that he personally gained in fact a financial profit or other advantage to which he was not legally entitled, or:

(b) if a quorum under clause (a) is not obtainable,

i. by the Board of Directors upon the opinion in writing of independent legal counsel that indemnification is proper in the circumstances because there has been no such judgment or other final adjudication adverse to the director or officer.

Section 3. Right of Claimant To Bring Suit. If a claim of indemnification is not paid in full by this corporation within ninety days after a written claim has been received by the corporation, the claimant may at any time thereafter bring suit against the corporation to recover the unpaid amount of the claim and, if successful in whole or part, the claimant shall also be entitled to recover the expenses of prosecuting such claim.

Section 4. Non-Exclusivity of Rights. The rights conferred on any person under this Article shall not be exclusive of any other right which may exist under any statute, provision of the certificate of incorporation, by-law, agreement or otherwise.

Section 5. Insurance. Subject to the laws of the State of Maryland, this Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent or the corporation against any expense, liability or loss of the general nature contemplated by this Article, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under the laws of the State of Maryland.

Section 6. Severability. It is the intent of this corporation to indemnify its officers and directors to the fullest extent authorized by the laws of the State of Maryland as they now exist or may hereafter be amended. If any portion of this Article shall for any reason be held invalid or unenforceable by judicial decision or legislative amendment, the valid and enforceable provisions of this Article will continue to be given effect and shall be construed so as to provide the broadest indemnification permitted by law.

ARTICLE IX

DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of this corporation or in the event that it shall cease to carry out the projects and purposes herein set forth, all the business, property, and assets of the corporation shall be distributed to the Boys & Girls Clubs of America or to such similar non-profit charitable corporation or corporations as may be selected by the Board of Directors of this corporation, so that the business properties and assets of the corporation shall in such event be used for and devoted to the purposes of promoting Boys & Girls Clubs organizations. In no event shall any of the assets or property of the corporation or the proceeds of any such property or assets in the event of such dissolution go or be distributed to any individual or entity other than a non-profit charitable corporation either for the reimbursement of any sums subscribed,

donated or contributed by such individual or entity for any other such purposes, it being the intent that in the dissolution of the corporation, or upon it ceasing to carry out the projects and purposes herein set forth, the property and assets then owned by the corporation shall be devoted to carrying on the functions and purposes of such nonprofit Boys & Girls Clubs as the Board of Directors shall determine and direct.

ARTICLE X

ANCILLARY GROUPS

Section 1. The purposes of ancillary groups shall be consistent with the purposes and goals of the corporation. Each ancillary group shall appoint a liaison to the Board of Directors, and such liaison shall be privy to all information disseminated to the board and shall be invited to all regular and special board meetings.

ARTICLE XI

AMENDMENTS

Section 1. These by-laws may be amended or repealed or new by-laws may be adopted by the affirmative vote of a majority of the entire Board of Directors at any regular or special meeting of the Board, provided notice of the proposed change is given in the notice of the meeting at least five (5) days prior to the meeting.

ARTICLE XII

ADVISORY BOARD

The Board of Directors can designate active members in the following groups for membership on an Advisory Board:

- (a) Those that actively participate as members of standing or special committees who are not presently members of the Board of Directors;
- (b) Former directors elected to the Honorary Board;
- (c) Boys & Girls Clubs members' parents, who have been designated to serve on the Advisory Board;
- (d) Current Boys & Girls Clubs of Annapolis & Anne Arundel County Youth of the Year and Members of the Year;
- (e) Other interested and designated Boys & Girls Clubs members; and
- (f) Other individuals so designated by the Board of Directors, who are not members of the Board of Directors.

Members of the Advisory Board are invited to attend the annual meeting of the Board of Directors. However, Advisory Board members may not vote on matters before the Board of Directors.

Adopted at Annual Meeting – 6/13/88

Amended at Annual Meetings – 6/12/79, 6/10/80 and 6/15/84

Amended at Meetings – 5/12/86 and 9/19/90

Amended at Meeting – 11/17/98

Amended at Meeting – 10/22/02

Amended at Meeting – 4/19/06

Amended at Meeting --5/19/10

Amended at Meeting –12/17/14

Amended at Meeting - 6/19/18

Amended at Meeting – 5/20/20

Amended at Meeting -10/21/20



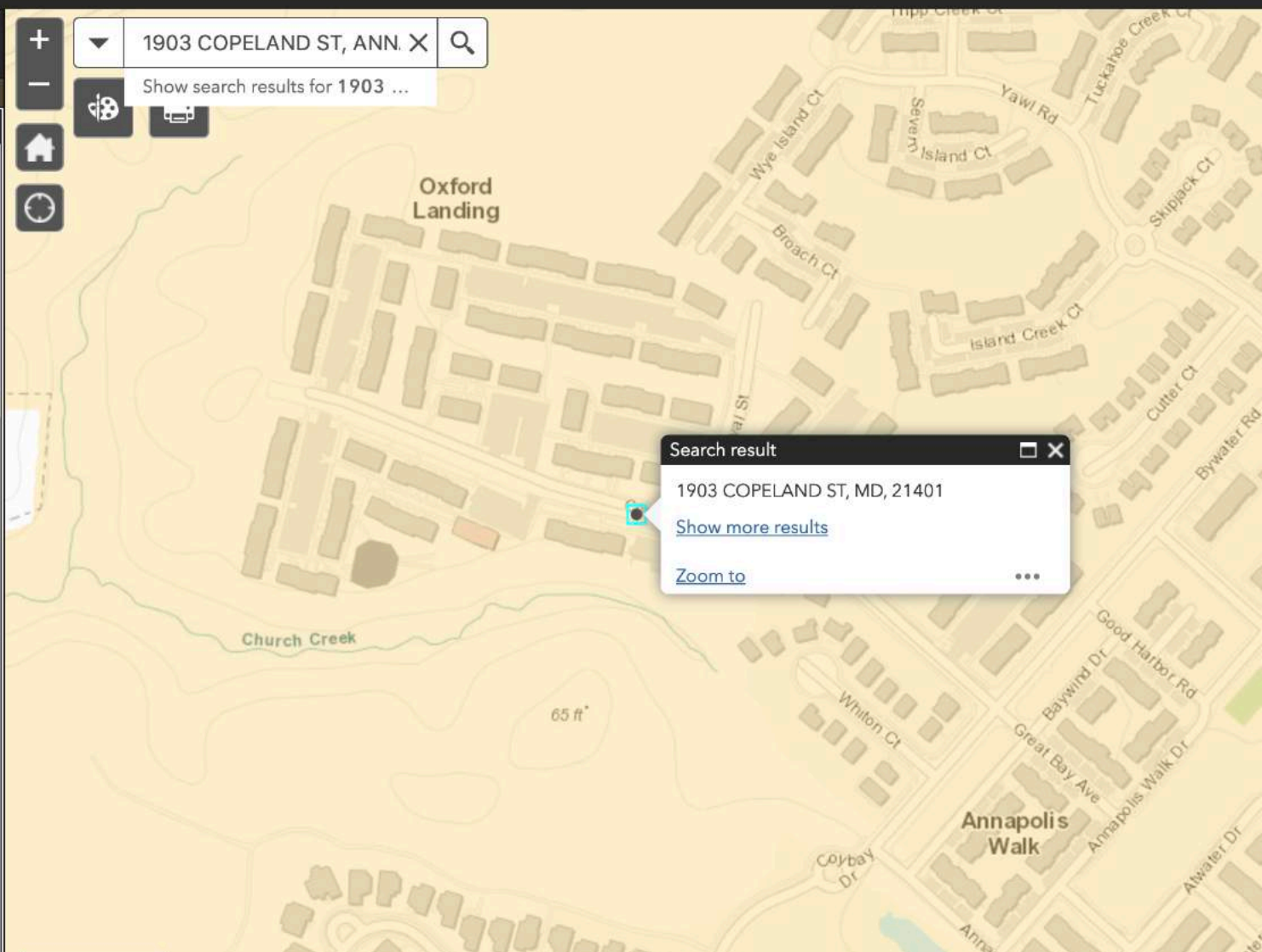
Layer List

- ☐ Maryland Opportunity Zones (DHCD) ...
- ☐ Sustainable Communities (DHCD) ...
- ☐ BRAC Zones (Commerce) ...
- ☐ Transit Oriented Development (MDOT) ...
- ☐ Enterprise Zones (Commerce) ...
- ☐ Enterprise Zone Focus Areas (Commerce) ...
- ☐ Heritage Areas (MHT) ...
- ☐ National Register Historic Places (MHT) ...
- ☐ Maryland Inventory of Historic Properties (MHT) ...
- ☒ Priority Funding Areas (MDP) ...
- ☐ Parcel Boundaries ...
- ☐ Maryland Political Boundaries ...
- ☐ Maryland Election Boundaries ...



1903 COPELAND ST, ANN. X

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Search result

1903 COPELAND ST, MD, 21401

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STATE OF MARYLAND

Department of Assessments and Taxation

I, MICHAEL L. HIGGS OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC. (D02909224), INCORPORATED NOVEMBER 27, 1989, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS NOVEMBER 16, 2020.



Michael L. Higgs
Director



301 West Preston Street, Baltimore, Maryland 21201
Telephone Baltimore Metro (410) 767-1340 / Outside Baltimore Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice

Online Certificate Authentication Code: jwuGFDBrHE_Df_VRjEvolg
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BGCAA BOARD LIST

BGCAA BOARD OF DIRECTORS

UPDATED 09/23/2020

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First Name	Last Name	Start Date	End Date/Reelection	Executive Committee	Affiliation (Company)	Affiliation (Title)	Address	City	State	Zip
Peter	Summers	2005	6/30/22	President, Board of Trustees	Retired	Retired	632 Riverside Drive	Annapolis	MD	21403
Jack	Whitelaw	2014	6/30/22	Treasurer, Board of Trustees	Exxon Mobil	Retired	1913 Hidden Point RD	Annapolis	MD	21409
Richard	Hegstrom	2008	6/30/22	Vice President, Board of Trustees	Retired	Retired	1205 Belvoir Farms RD	Crownsville	MD	21032
Joseph	Mayer	2007	6/30/22	Secretary, Board of Trustees	J. Mayer Architects	Principal	1350 Argyll DR	Arnold	MD	21012
Ola	Allsup	1998	6/30/22		Retired	Retired	945 Old Annapolis Neck Rd	Annapolis	MD	21403
Brent	Boone	2004	6/30/22		Merrill Lynch	Senior Financial Advisor	916 Preserve Drive #350	Annapolis	MD	21401
Kevin	Carter	2013	6/30/22		CFG Bank	SVP, Retail Executive & CRA Officer	11 W Ridgley Road	Timonium	MD	21093
Larry J.	Czyzewski	2018	6/30/22		BGE	Manager	1068 N. Front Street, 3rd Floor	Baltimore	MD	21202
Robert	Dews	2019	6/30/22		Retired Navy	Consultant	700 Drake Way	Annapolis	MD	21401
Joe	Devlin	2017	6/30/22		Council Baradel Attorneys at Law	Director	45 Arundel Road	Annapolis	MD	21401
DeDe	Duncan-White	2002	6/30/22		US Naval Academy	Asst Director of Athletics for Academic Support Services	905 Coachway	Annapolis	MD	21401
Shaun	Goebel	2019	6/30/22		Synaptic Advisory Partners	Senior Director, Human Resources	8247 Green Ice Drive	Pasadena	MD	21122
Chris	Johnson	2014	6/30/22		1st Financial	Mortgage Consultant	2710 Coriander Pl	Edgewater	MD	21037
William	Katcef	2012	6/30/22		Assistant States Attorney, Anne Arundel County	Attorney	402 Fox Hollow Lane	Annapolis	MD	21403
Hank	Libby	2008	6/30/22		Carol M. Jacobshn Foundation	President	2820 SE Dune Drive, Apt 2306	Stuart	FL	34996
Clifton	Martin	2009	6/30/22		Housing Commission of Anne Arundel County	Executive Director	316 Gallant Fox Drive	Havre De Grace	MD	21078
Dave	Marberger	2020	6/30/22		Bay Ridge Wine & Spirits	Owner	908 White Marlin Way	Annapolis	MD	21409
Mike	Pitchford	2010	6/30/22		Retired	Retired	2230 Mulberry Hill RD	Annapolis	MD	21409
Cathy	Samaras	2012	6/30/22		Synapse Sports	President	300 Unity Lane	Annapolis	MD	21401
John Wesley	Smith	1994	6/30/22		Allstate	Retired	3242 Washington Ave	Annapolis	MD	21403
Susan	Steele	1991	6/30/22		Community Leader	Community Leader	406 Alan A Dale Road	Sherwood Forest	MD	21403
Sandy	Stephens	2007	6/30/22		Cytherian	President	544 Choptank Cove Ct.	Annapolis	MD	21401
Betty	Turner	1990	6/30/22		Anne Arundel County Public Schools	Retired	418 Saddle Ridge Road	Annapolis	MD	21403



BOYS & GIRLS CLUBS
OF ANNAPOLIS &
ANNE ARUNDEL COUNTY

Accountant Group:

The Alta Group
59 Franklin Street
2nd Floor
Annapolis, MD 21401
410-349-5101



FINANCIAL STATEMENTS

**FOR THE YEARS ENDED
JUNE 30, 2019 AND 2018**

BOYS & GIRLS CLUBS OF ANNAPOLIS
& ANNE ARUNDEL COUNTY, INC.

FINANCIAL STATEMENTS

FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

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Independent Auditor's Report

To the Board of Directors of
Boys & Girls Clubs of Annapolis
& Anne Arundel County, Inc.

We have audited the accompanying financial statements of Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc. (a nonprofit organization), which comprise the statements of financial position as of June 30, 2019 and 2018, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc. as of June 30, 2019 and 2018, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Alta CPA Group, LLC

September 10, 2019

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENTS OF FINANCIAL POSITION
JUNE 30, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
<u>ASSETS</u>		
Current Assets:		
Cash and Cash Equivalents:		
General	\$ 53,426	\$ 243,283
Designated Cash Equivalents	<u>74,576</u>	<u>83,940</u>
Total Cash and Cash Equivalents	128,002	327,223
Investments, at Market	118,367	22,029
Certificates of Deposit	1,524,430	1,222,168
Prepaid Expenses	12,404	15,122
Grants Receivable, Current Portion	<u>100,913</u>	<u>101,034</u>
Total Current Assets	1,884,116	1,687,576
Property and Equipment:		
Furniture and Fixtures	118,377	90,354
Building Improvements	2,641,003	2,624,796
Vehicles	115,727	115,727
Less: Accumulated Depreciation	<u>(1,039,419)</u>	<u>(944,969)</u>
Property and Equipment, Net	1,835,688	1,885,908
Other Assets:		
Grants Receivable, Net of Current Portion	<u>-</u>	<u>340,000</u>
Total Other Assets	<u>-</u>	<u>340,000</u>
Total Assets	<u>\$ 3,719,804</u>	<u>\$ 3,913,484</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENTS OF FINANCIAL POSITION (CONTINUED)
JUNE 30, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
<u>LIABILITIES AND NET ASSETS</u>		
Liabilities:		
Current Liabilities:		
Accounts Payable	\$ 46,309	\$ 19,368
Accrued Expenses and Other Payables	90,803	90,922
Deferred Revenue	<u>160,770</u>	<u>214,635</u>
Total Current Liabilities	297,882	324,925
Long Term Liabilities:		
Notes Payable, Long Term Portion	<u>100,000</u>	<u>100,000</u>
Total Long Term Liabilities	<u>100,000</u>	<u>100,000</u>
Total Liabilities	397,882	424,925
Net Assets:		
Without Donor Restrictions:		
Board Designated Assets	74,576	83,940
Undesignated	<u>2,738,911</u>	<u>2,666,264</u>
Total Unrestricted	2,813,487	2,750,204
With Donor Restrictions	<u>508,435</u>	<u>738,355</u>
Total Net Assets	<u>3,321,922</u>	<u>3,488,559</u>
Total Liabilities and Net Assets	<u>\$ 3,719,804</u>	<u>\$ 3,913,484</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2019

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES, GRANTS, AND OTHER SUPPORT			
Contributions and Special Events	\$ 65,892	\$ 110,086	\$ 175,978
Special Events	369,986	-	369,986
Grants and Contracts	702,796	5,000	707,796
United Way Allocations	6,431	-	6,431
Membership Dues	40,235	-	40,235
Summer Camps, Sports and Keystone Clubs	113,435	-	113,435
Inkind Donations	932,472	-	932,472
Investment Income	36,391	-	36,391
Miscellaneous Income	38,755	-	38,755
	<hr/>	<hr/>	<hr/>
Total Revenues, Grants, and Other Support	2,306,393	115,086	2,421,479
NET ASSETS RELEASED FROM RESTRICTIONS	<hr/> 345,006	<hr/> (345,006)	<hr/> -
	<hr/>	<hr/>	<hr/>
Total Revenue	2,651,399	(229,920)	2,421,479
EXPENSES			
Program Services	2,208,016	-	2,208,016
Supporting Services:			
Management and General	219,639	-	219,639
Fundraising	160,461	-	160,461
	<hr/>	<hr/>	<hr/>
Total Supporting Services	380,100	-	380,100
	<hr/>	<hr/>	<hr/>
Total Expenses	2,588,116	-	2,588,116
	<hr/>	<hr/>	<hr/>
Change in Net Assets	63,283	(229,920)	(166,637)
Net Assets at Beginning of Year	<hr/> 2,750,204	<hr/> 738,355	<hr/> 3,488,559
	<hr/>	<hr/>	<hr/>
Net Assets at End of Year	\$ <u>2,813,487</u>	\$ <u>508,435</u>	\$ <u>3,321,922</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED JUNE 30, 2018

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES, GRANTS, AND OTHER SUPPORT			
Contributions and Special Events	\$ 592,123	\$ 120,000	\$ 712,123
Grants and Contracts	381,948	-	381,948
United Way Allocations	12,659	-	12,659
Membership Dues	59,738	-	59,738
Summer Camps, Sports and Keystone Clubs	115,735	-	115,735
Inkind Donations	975,032	-	975,032
Investment Income	12,722	-	12,722
Miscellaneous Income	37,975	-	37,975
	<hr/>	<hr/>	<hr/>
Total Revenues, Grants, and Other Support	2,187,932	120,000	2,307,932
NET ASSETS RELEASED FROM RESTRICTIONS	<hr/> 371,178	<hr/> (371,178)	<hr/> -
	<hr/>	<hr/>	<hr/>
Total Revenue	2,559,110	(251,178)	2,307,932
EXPENSES			
Program Services	2,124,744	-	2,124,744
Supporting Services:			
Management and General	230,871	-	230,871
Fundraising	150,985	-	150,985
	<hr/>	<hr/>	<hr/>
Total Supporting Services	381,856	-	381,856
	<hr/>	<hr/>	<hr/>
Total Expenses	2,506,600	-	2,506,600
	<hr/>	<hr/>	<hr/>
Change in Net Assets	52,510	(251,178)	(198,668)
Net Assets at Beginning of Year	<hr/> 2,697,694	<hr/> 989,533	<hr/> 3,687,227
	<hr/>	<hr/>	<hr/>
Net Assets at End of Year	\$ <u>2,750,204</u>	\$ <u>738,355</u>	\$ <u>3,488,559</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2019

		Supporting Services		
	Program Services	Management and General	Fund Raising	Total
Advertisement	\$ -	\$ 1,340	\$ 1,714	\$ 3,054
Bank and Credit Card Fees	5,688	207	1,848	7,743
Club Expenses	146,118	64	-	146,182
Computers, Software, and Maintenance	11,848	2,658	3,589	18,095
Dues and Subscriptions	8,147	408	175	8,730
Equipment Rental and Maintenance	7,593	604	-	8,197
Food and Goods	261,301	-	-	261,301
Insurance	24,231	569	-	24,800
Interest	26	581	-	607
Occupancy	855,947	135	417	856,499
Office Supplies	12,590	2,737	583	15,910
Other Employee Benefits	44,171	32,327	10,589	87,087
Payroll Taxes	54,185	11,821	5,492	71,498
Postage and Delivery	1,325	225	379	1,929
Printing and Publications	505	910	2	1,417
Professional Fees	16,998	3,889	561	21,448
Salaries and Wages	721,829	157,482	73,163	952,474
Special Events	-	-	61,013	61,013
Telephone	9,682	900	-	10,582
Training	815	2,782	893	4,490
Travel and Transportation	25,017	-	43	25,060
Total Expenses	\$ <u>2,208,016</u>	\$ <u>219,639</u>	\$ <u>160,461</u>	\$ <u>2,588,116</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2018

		Supporting Services		
	Program Services	Management and General	Fund Raising	Total
Advertisement	\$ -	\$ 1,242	\$ 1,231	\$ 2,473
Bank and Credit Card Fees	5,135	5,267	158	10,560
Club Expenses	100,791	3,655	-	104,446
Computers, Software, and Maintenance	8,243	3,809	2,819	14,871
Dues and Subscriptions	7,877	100	313	8,290
Equipment Rental and Maintenance	8,616	299	-	8,915
Financial Assistance	-	2,000	-	2,000
Food and Goods	346,876	-	-	346,876
Insurance	15,897	7,018	1,554	24,469
Interest	32	444	-	476
Occupancy	795,536	-	-	795,536
Office Supplies	3,649	2,692	458	6,799
Other Employee Benefits	50,969	27,480	7,005	85,454
Payroll Taxes	51,341	11,044	5,740	68,125
Postage and Delivery	1,761	115	619	2,495
Printing and Publications	123	62	53	238
Professional Fees	8,671	5,362	447	14,480
Salaries and Wages	690,244	148,214	77,030	915,488
Special Events	-	-	52,800	52,800
Telephone	6,436	1,000	-	7,436
Training	1,364	10,790	695	12,849
Travel and Transportation	21,183	278	63	21,524
Total Expenses	\$ <u>2,124,744</u>	\$ <u>230,871</u>	\$ <u>150,985</u>	\$ <u>2,506,600</u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

	<u>2019</u>	<u>2018</u>
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in Net Assets	\$ (166,637)	\$ (198,668)
Adjustments to Reconcile Change in Net Assets to Net Cash		
Provided by Operating Activities:		
Depreciation	94,450	92,964
Unrealized Gain on Investment	58	(274)
(Increase) Decrease in Current Assets:		
Prepaid Expenses	2,718	(1,954)
Grants Receivable	340,121	299,013
Increase (Decrease) in Current Liabilities:		
Accounts Payable	26,941	(239)
Accrued Expenses and Other Payables	(119)	(7,299)
Deferred Revenue	<u>(53,865)</u>	<u>536</u>
Net Cash Provided by Operating Activities	243,667	184,079
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property and Equipment	(44,230)	-
Purchase of Investments and Certificates of Deposit	<u>(398,658)</u>	<u>(1,243,923)</u>
Net Cash Used by Investing Activities	(442,888)	(1,243,923)
CASH FLOWS FROM FINANCING ACTIVITIES	<u>-</u>	<u>-</u>
Net Decrease in Cash and Cash Equivalents	(199,221)	(1,059,844)
Cash and Cash Equivalents at Beginning of Year	<u>327,223</u>	<u>1,387,067</u>
Cash and Cash Equivalents at End of Year	\$ <u><u>128,002</u></u>	\$ <u><u>327,223</u></u>
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION		
Interest Paid	\$ <u><u>607</u></u>	\$ <u><u>476</u></u>
Income Taxes Paid	\$ <u><u>-</u></u>	\$ <u><u>-</u></u>

See independent auditor's report and accompanying notes to financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc. (the Organization) is a not-for-profit organization consisting of five branches in Anne Arundel County, Maryland. Embedded in all of the programs is a focus on education, the highest priority, together with efforts to help the youth become productive and responsible adults. The goal is to provide every child with essential tools needed for a bright future by instilling self-esteem, developing courage, and positive values. These clubs are dedicated youth facilities based in local neighborhoods. Each day after school and with various holiday and summer camps the trained, professional, caring staff serves a broad spectrum of young people. Services are available to children at affordable fees and through scholarship funding for those needing assistance.

Basis of Accounting

The financial statements of the Organization have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Accordingly, the financial statements reflect all significant receivables, payables and other liabilities.

Net Assets

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor or grantor imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions.

Net Assets With Donor Restrictions – Net assets subject to donor- (or certain grantor-) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Gifts of long-lived assets and gifts of cash restricted for the acquisition of long-lived assets are recognized as revenue when the assets are placed in service. 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.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Change in Accounting Principle

In August 2016, the FASB issued Accounting Standards Update ASU 2016-14, Not-for-Profit Entities (Topic 958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, quantitative and qualitative information about the liquidity and availability of resources, consistency in the presentation of expenses and investment return, and other financial statement reporting requirements and disclosures intended to increase the usefulness of nonprofit financial statements. The ASU has been applied retrospectively to all periods presented. The Organization has changed its presentation of net asset classes, expanded the footnote disclosures required by ASU 2016-14, and reclassified certain expense items to conform to the requirements of the ASU.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash held in checking and money market accounts and certificates of deposit with maturities of less than 90 days.

Grants Receivable

Grant and account receivables arise from exchange transactions. Management uses historical collection experience to determine doubtful accounts and accrue an allowance; accounts are written off as management deems them uncollectible.

Contributions Receivable

Unconditional promises to give are recognized as revenue when the underlying promises are received by the Organization. Conditional promises to give are recognized when the conditions on which they depend are substantially met. Gifts of cash and other assets are reported as net assets 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, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities and changes in net assets as net assets released from restrictions.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contributions Receivable (Continued)

The Organization uses the allowance method to determine uncollectible unconditional contributions receivable. During the year ended June 30, 2019 and 2018, the Organization has an allowance for all outstanding contributions receivable. Additional information concerning contributions receivable is presented in Note 5.

Property and Equipment

Equipment is recorded at cost if purchased, or fair market value at time of donation if donated. Acquisition of property and equipment with a useful life of one year or greater and cost or fair market value of \$1,000 or more is capitalized. The costs of maintenance and repairs are charged to expense as incurred; significant renewals and betterments are capitalized. Depreciation is calculated using the straight line method over the estimated useful lives of the assets as follows:

Building	39 Years
Furniture and Fixtures	3-7 Years
Vehicles	3-5 Years

When assets are retired or otherwise disposed of, the cost and related accumulated depreciation or amortization are removed from the accounts and any resulting gain or loss is recognized in income for the period.

Donated Services, Materials, and Facilities

Donated services are recognized as contributions at their estimated fair value at the date of donation, if the services (a) create or enhance non-financial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the Organization. In addition, individuals and other groups contribute substantial amounts of materials and services toward the fulfillment of programs initiated by the Organization. A substantial number of volunteers have donated significant amounts of time to the Organization's program services and to its fundraising campaigns. However, most of these amounts have not been recognized in the accompanying statements of activities and changes in net assets for these contributed services because the conditions for requiring recognition of such volunteer effort under generally accepted accounting principles do not exist.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Donated Services, Materials, and Facilities (Continued)

Donations of materials are recorded as contributions at their estimated fair value at the date of donation. Such donations are reported as increases in net assets without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use are reported as contributions with donor restrictions. Absent donor stipulations regarding how long those donated assets must be maintained, the Organization reports expirations of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The Organization reclassifies net assets with donor restrictions to net assets without donor restrictions at that time.

Fair Value Measurement

Financial assets and liabilities valued using level 1 inputs are based on unadjusted quoted market prices within active markets. Financial assets and liabilities valued using level 2 inputs are based primarily on quoted prices for similar assets or liabilities in active or inactive markets. For certain long-term debt, the fair value was based on present value techniques using inputs derived principally or corroborated from market data. Financial assets and liabilities using level 3 inputs were primarily valued using management's assumptions about the assumptions market participants would utilize in pricing the asset or liability. Valuation techniques utilized to determine fair value are consistently applied. All assets have been valued using a market approach. The Organization recognizes transfers between levels in the fair value hierarchy at the end of the reporting period.

Allocation of Expenses

The costs of providing the various programs, fund raising, and other activities have been summarized on a functional basis in the statements of activities and changes in net assets and functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

The statements of functional expenses present expenses by function and natural classification. Expenses directly attributable to a specific functional area of the Organization are reported as expenses of those functional areas.

Advertising

All advertising costs are expensed as incurred.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Income Taxes

The Organization is a nonprofit corporation whose revenue is derived from contributions and other fundraising activities and is not subject to federal or state income taxes. The Organization is exempt under Section 501(c)(3) of the Internal Revenue Code.

The Organization's informational return filings are subject to audit by the Internal Revenue Service, generally for three years after filing.

Subsequent Events

The Organization evaluated subsequent events through the date that the financial statements were available to be issued. The Organization is not aware of any significant events that occurred subsequent to the statement of financial position date but prior to September 3, 2019 that would have a material impact on the financial statements.

NOTE 2 - LIQUIDITY AND AVAILABILITY

The Organization maintains a policy of structuring its financial assets to be available as its general expenditures, liabilities, and other obligations come due. When necessary the Organization may draw on its line of credit to meet general expenditures. Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position date, comprise the following:

	<u>2018</u>	<u>2017</u>
Cash and Cash Equivalents	\$ 128,002	\$ 327,223
Accounts Receivable	101,913	441,034
Investments	<u>1,642,797</u>	<u>1,244,197</u>
Total Current Financial Assets at Year End	1,872,712	2,012,454
Amounts Unavailable for General Expenditures		
Within One Year, Due to:		
Board Designated Funds	(74,576)	(83,940)
Restricted by Donors for a Specific Purpose	<u>(508,435)</u>	<u>(738,355)</u>
Total Financial Assets Available for General Expenditure Within One Year	\$ <u>1,289,701</u>	\$ <u>1,190,159</u>

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 3 - DESIGNATED CASH

Certain cash and cash equivalents are designated for specific purposes and are included as other designated cash equivalents in the statements of financial position as noted in the table below.

	<u>2019</u>	<u>2018</u>
Replacement Reserve	\$ <u>74,576</u>	\$ <u>83,940</u>
Total	\$ <u>74,576</u>	\$ <u>83,940</u>

NOTE 4 - CREDIT RISK

Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc. maintains its cash at multiple financial institutions. The balance is insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for interest bearing accounts. At times during the year, the Organization may have cash in excess of FDIC insurance coverage; however, the Organization places its temporary cash investments only with high credit quality financial institutions.

As of June 30, 2019, the Organization had no excess of the FDIC limit.

NOTE 5 - CONTRIBUTIONS AND GRANTS RECEIVABLE

Grant receivables are as follows at June 30:

	<u>2019</u>	<u>2018</u>
Grant receivables due in:		
Less than one year	\$ 101,913	\$ 101,034
One to five years	<u>---</u>	<u>340,000</u>
Total	\$ <u>101,913</u>	\$ <u>441,034</u>

The Organization evaluated the receivables and determined that an allowance for uncollectible grants was not necessary. The Organization evaluated applying a discount rate of approximately 1% as a risk free rate of return and concluded the discount would be immaterial to these financial statements.

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 6 - NOTES PAYABLE

Notes payable at June 30, 2019 and 2018 consisted of the following notes:

	<u>2019</u>	<u>2018</u>
Loan of \$100,000 for rehabilitation of real property; does not bear interest or require principal payments. This property is to be used for the purpose of carrying out the agreement signed with Arundel Community Development Services. If these conditions are met, the note will be forgiven in 2035.	\$ <u>100,000</u>	\$ <u>100,000</u>
Total Notes Payable	\$ <u>100,000</u>	\$ <u>100,000</u>

The maturities on the notes payable are as follows:

Greater than five years	\$ <u>100,000</u>
Total	\$ <u>100,000</u>

NOTE 7 - FAIR VALUE MEASUREMENTS

The following table presents the Organization's fair value hierarchy for the above assets and liabilities measured at fair value on a recurring basis as of June 30, 2019:

	Quoted Market Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)	Total
Equities	\$ 31,665	\$ ---	\$ ---	\$ 31,665
Mutual Funds	<u>86,702</u>	<u>---</u>	<u>---</u>	<u>86,702</u>
Total Investments	\$ <u>118,367</u>	\$ <u>---</u>	\$ <u>---</u>	\$ <u>118,367</u>

	Quoted Market Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Unobservable Inputs (Level 3)	Total
Equities	\$ 4,802	\$ ---	\$ ---	\$ 4,802
Mutual Funds	<u>17,227</u>	<u>---</u>	<u>---</u>	<u>17,227</u>
Total Investments	\$ <u>22,029</u>	\$ <u>---</u>	\$ <u>---</u>	\$ <u>22,029</u>

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 8 - NET ASSETS WITH DONOR RESTRICTIONS

The Organization's net assets with donor restrictions as of June 30, 2019 and 2018 are comprised of the following:

<u>Restriction</u>	<u>2019</u>	<u>2018</u>
Educational Fund	\$ 37,960	\$ 37,439
Scholarships	224,565	115,000
Time Restricted	<u>245,910</u>	<u>585,916</u>
Total	\$ <u>508,435</u>	\$ <u>738,355</u>

NOTE 9 - RETIREMENT PLAN

Boys & Girls Clubs of Annapolis & Anne Arundel County, Inc. has established a retirement plan and makes a discretionary contribution of 2.5% of each eligible employee's salary to the plan each year. Contribution expense for the years ended June 30, 2019 and 2018 was \$17,998 and \$10,811, respectively.

NOTE 10 - BATES FACILITY

The Organization renovated a portion of the historic Wiley H. Bates High School in Annapolis, Maryland for use as organizational headquarters and to host program activities. The renovations were financed by a note payable and a capital campaign. The Organization has obtained a 50-year lease for the property from Anne Arundel County, Maryland, the terms of which require payments of \$1.00 per year.

NOTE 11 - DONATED SERVICES AND FACILITIES

The Organization received donated food and facilities at each club location during the years ended June 30, 2019 and 2018. The value of donated services, facilities, and goods included as contributions in the financial statements and the corresponding expenses for the years ended June 30, 2019 and 2018 are as follows:

<u>2019</u>	<u>Program Services</u>	<u>Management and General</u>	<u>Fundraising</u>	<u>Total</u>
Facilities and Related Costs	\$ 671,639	\$ ---	\$ ---	\$ 671,639
Food	172,855	---	---	172,855
Goods	<u>87,978</u>	<u>---</u>	<u>---</u>	<u>87,978</u>
Total	\$ <u>932,472</u>	\$ <u>---</u>	\$ <u>---</u>	\$ <u>932,472</u>

BOYS & GIRLS CLUBS OF ANNAPOLIS & ANNE ARUNDEL COUNTY, INC.
NOTES TO FINANCIAL STATEMENTS
FOR THE YEARS ENDED JUNE 30, 2019 AND 2018

NOTE 11 - DONATED SERVICES AND FACILITIES (CONTINUED)

<u>2018</u>	<u>Program Services</u>	<u>Management and General</u>	<u>Fundraising</u>	<u>Total</u>
Facilities and Related Costs	\$ 628,156	\$ ---	\$ ---	\$ 628,156
Food	245,628	---	---	245,628
Goods	<u>101,248</u>	<u>---</u>	<u>---</u>	<u>101,248</u>
Total	\$ <u>975,032</u>	\$ <u>---</u>	\$ <u>---</u>	\$ <u>975,032</u>