FINANCIAL STATEMENTS

December 31, 2011 and 2010

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Middleton Outreach Ministry, Inc. Middleton, Wisconsin

We have audited the accompanying statements of financial position of Middleton Outreach Ministry, Inc. as of December 31, 2011 and 2010, and the related statements of activities, functional expenses, and cash flows for the years then ended. These financial statements are the responsibility of Middleton Outreach Ministry, Inc.'s management. 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 of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Middleton Outreach Ministry, Inc. as of December 31, 2011 and 2010, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Wegner CPAs LP

Wegner CPAs, LLP Madison, Wisconsin April 13, 2012

MIDDLETON OUTREACH MINISTRY, INC. STATEMENTS OF FINANCIAL POSITION December 31, 2011 and 2010

| | | 2011 | 2010 | | |
|--|----|---------|------|---------|--|
| ASSETS Cash | \$ | 645,212 | \$ | 549,099 | |
| Promises to give | | 1,750 | | 10,773 | |
| Prepaid expenses | | 1,300 | | 1,942 | |
| Property and equipment - net | | 227,411 | | 248,367 | |
| Total assets | \$ | 875,673 | \$ | 810,181 | |
| LIABILITIES | | | | | |
| Accounts payable | \$ | 9,009 | \$ | 15,975 | |
| Accrued payroll, payroll taxes, and benefits | · | 5,830 | · | 5,710 | |
| Deferred revenue | | 464 024 | | 425 | |
| Note payable | | 164,234 | | 171,341 | |
| Total liabilities | | 179,073 | | 193,451 | |
| NET ACCETC | | | | | |
| NET ASSETS Unrestricted | | 676,059 | | 594,191 | |
| Temporarily restricted | | 20,541 | | 22,539 | |
| Total not coopts | | 606 600 | | 646 720 | |
| Total net assets | | 696,600 | | 616,730 | |
| Total liabilities and net assets | \$ | 875,673 | \$_ | 810,181 | |

MIDDLETON OUTREACH MINISTRY, INC. STATEMENTS OF ACTIVITIES

Years ended December 31, 2011 and 2010

| | 2011 | 2010 |
|--|---|--|
| UNRESTRICTED NET ASSETS REVENUE AND GAINS Contributions Donated facilities, materials and services United Way of Dane County Other grants Other | \$ 534,603 695,278 84,505 156,972 8,037 | \$ 500,172 579,115 79,563 99,413 7,498 |
| Total unrestricted revenue and gains | 1,479,395 | 1,265,761 |
| EXPENSES Program services Housing assistance Food pantry and clothing closet Seniors programs Seasonal and other programs Supporting activities Management and general | 130,161 836,676 49,327 58,883 | 126,459 713,283 47,944 57,744 |
| Fundraising | 220,215 | 154,011 |
| Total expenses | 1,420,066 | 1,247,877 |
| NET ASSETS RELEASED FROM RESTRICTIONS Expiration of time restrictions Restrictions satisfied by payments | 8,773 13,766 | 13,038 |
| Total net assets released from restrictions | 22,539 | 13,038 |
| Change in unrestricted net assets | 81,868 | 30,922 |
| TEMPORARILY RESTRICTED NET ASSETS Contributions Net assets released from restrictions Expiration of time restrictions Restrictions satisifed by payments | 20,541 (8,773) (13,766) | (13,038) |
| Change in temporarily restricted net assets | (1,998) | 9,501 |
| Change in net assets | 79,870 | 40,423 |
| Net assets - beginning of year | 616,730 | 576,307 |
| Net assets - end of year | \$ 696,600 | \$ 616,730 |

MIDDLETON OUTREACH MINISTRY, INC. STATEMENT OF FUNCTIONAL EXPENSES Year ended December 31, 2011

| | As | Housing Assistance | Foc | Food Pantry and Clothing Closet | ه ما | Seniors Program | S an a | Seasonal and Other Programs | Management and General | eneral | 교 | Fundraising | Total Expenses | ses Ses |
|-----------------------------|----|-----------------------|-----|---------------------------------------|------|--------------------|--------|-----------------------------------|---------------------------|---------|----|-------------|-------------------|------------|
| Personnel | ↔ | 30,933 | ↔ | 56,259 | ↔ | 32,719 | ↔ | 26,302 | ∞ | 88,632 | ↔ | 122,461 | \$ 357 | 357,306 |
| Cash and in-kind assistance | | 83,255 | | 720,704 | | 51 | | 16,024 | | • | | , | 820 | 820,034 |
| | | 2,377 | | 24.475 | | 2,377 | | 2,377 | | 6,631 | | 6,631 | 44 | 44,868 |
| Drinting | | 3,525 | | 3,525 | | 3,525 | | 3,525 | | 1,764 | | 28,106 | 43 | 43,970 |
| Special event expense | | ' | | • | | • | | 1 | | • | | 36,209 | 36 | 36,209 |
| Depreciation | | , | | 16.765 | | • | | • | | 4,191 | | 1 | 20 | 20,956 |
| Dostage | | 1.232 | | 1.232 | | 1,232 | | 1,232 | | 919 | | 13,217 | 18 | 18,761 |
| Technology | | 2,238 | | 2.238 | | 2,238 | | 2,238 | | 8,054 | | 1,119 | 18 | 18,125 |
| Telephone | | 1,537 | | 1.537 | | 1,537 | | 1,537 | | 2,050 | | 2,050 | 10 | 10,248 |
| Insurance | | 1,839 | | 1,839 | | 1,839 | | 1,839 | | 919 | | 919 | 0 | 9,194 |
| Professional fees | | | | | | 1 | | | | 8,100 | | 1 | 8 | 8,100 |
| Sunnlies | | 1.269 | | 1.269 | | 1,269 | | 1,269 | | 635 | | 635 | 9 | 6,346 |
| To Library | | 264 | | 1,934 | | 264 | | 264 | | 264 | | 264 | က | 3,254 |
| Other | | 1,692 | | 4,899 | | 2,276 | | 2,276 | | 2,948 | | 8,604 | 22 | 22,695 |
| Total expenses | ₩. | \$ 130,161 | ₩ | 836,676 | ₩ | 49,327 | ₩ | 58,883 | \$ 12 | 124,804 | es | 220,215 | \$ 1,420,066 | 990 |

MIDDLETON OUTREACH MINISTRY, INC. STATEMENT OF FUNCTIONAL EXPENSES Year ended December 31, 2010

| Total sing Expenses | 3,284 \$ 336,710 - 682,112 6,550 43,724 | - 34,673 14,674 33,873 | | | 2,054 10,271 876 8,764 | | 011 \$ 1.247,877 |
|---------------------------------------|---|-------------------------------|-------------------------|------------------------------------|---------------------------|-------------------|------------------|
| Fundraising | \$ 103,284 - 6,550 | 4. | ý | 17, | 2, | 88 | \$ 154,011 |
| Management and General | \$ 89,274 | 34,673 2,133 | 4,258 1,335 | 1,732 | 2,054 876 | 709 | \$ 148,436 |
| Seasonal and Other Programs | \$ 25,549 14,594 2,356 | 4,266 | 2,670 | 532 | 1,541 1,753 | 1,417 | \$ 57,744 |
| Seniors Program | \$ 30,343 | 4,266 | 2,670 | 532 | 1,541 1,753 | 1,417 | \$ 47,944 |
| Food Pantry and Clothing Closet | \$ 57,623 588,935 23,557 | 4,266 | 17,030 2,670 | 9,868 | 1,541 1,753 | 1,417 4,623 | 713 283 |
| Housing Assistance | \$ 30,637 78,583 2,355 | 4,268 | 2,672 | 532 | 1,540 1,753 | 1,416 2,703 | 426 450 |
| | Personnel Cash and in-kind assistance | Professional fees Printing | Depreciation Postage | Equipment Special event expense | Telephone | Supplies Other | 70,000,00 |

MIDDLETON OUTREACH MINISTRY, INC. STATEMENTS OF CASH FLOWS Years ended December 31, 2011 and 2010

| | 2011 | 2010 |
|---|-----------------------------|----------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES Change in net assets Adjustments to reconcile change in net assets | \$ 79,870 | \$ 40,423 |
| to net cash provided by operating activities Depreciation (Increase) decrease in assets | 20,956 | 21,288 |
| Promises to give Prepaid expenses Increase (decrease) in liabilities | 9,023 642 | 2,265 (15) |
| Accounts payable Accrued payroll, payroll taxes, and benefits Deferred revenue | (6,966) 120 (425) | 7,622 (1,381) |
| Net cash provided by operating activities | 103,220 | 70,202 |
| CASH FLOWS FROM INVESTING ACTIVITIES Purchase of investments Proceeds from sale of investments | - | (6) 63,119 |
| Net cash provided by investing activities | - | 63,113 |
| CASH FLOWS FROM FINANCING ACTIVITIES Repayments of note payable | (7,107) | (6,694) |
| Net change in cash | 96,113 | 126,621 |
| Cash - beginning of year | 549,099 | 422,478 |
| Cash - end of year | \$ 645,212 | \$ 549,099 |
| SUPPLEMENTAL DISCLOSURES Cash paid for interest | \$ 10,087 | \$ 10,500 |

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

Middleton Outreach Ministry, Inc. (MOM) is a nonprofit charitable organization that provides services to members of the Middleton and west side of Madison, Wisconsin area communities. MOM programs include Housing Assistance, a free Food Pantry and Clothing Closet, a Seniors Program, and Seasonal and Other Programs. MOM provides case management and referrals to our clients, when appropriate. Seasonal and Other Programs consist of emergency grants for items such as car repair and medical assistance and seasonal programs such as a school supply drive and Sharing Christmas. The Seniors Program provides shopping assistance, transportation and home chore assistance to those age 60 and over within MOM's service area. MOM is supported by contributions from individuals, local businesses, churches, service clubs and the United Way of Dane County. The following summary of significant accounting policies is presented to enhance the usefulness of the financial statements to the reader.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

MOM is required to report information regarding its financial position and activities according to three classes of net assets:

Unrestricted net assets—Net assets that are not restricted by donors. Designations are voluntary board-approved segregations of unrestricted net assets for specific purposes, projects, or investments.

Temporarily restricted net assets—Net assets whose use has been limited by donor-imposed time restrictions or purpose restrictions.

Permanently restricted net assets—Net assets that have been restricted by donors to be maintained by MOM in perpetuity.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Promises to Give

Unconditional promises to give are recognized as support or gains in the period received and as assets, decreases of liabilities, or expenses depending on the form of the benefits received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met and the promises become unconditional. Uncollectible promises are written off after management has used reasonable collection efforts and determines the promises will not be collected.

Donated Services

Donated services are recognized at estimated market value if the services received (1) create or enhance non-financial assets, or (2) require specialized skills that are provided by individuals possessing those skills and that would typically need to be purchased if not provided by donation.

NOTES TO FINANCIAL STATEMENTS
December 31, 2011 and 2010

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Property and Equipment

Property and equipment items with a value greater than \$5,000 are recorded at cost or, if donated, as support at their estimated fair value. Property and equipment is depreciated using the straight-line method over the estimated useful lives of the assets.

Contributions

Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets, depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statements of activities as net assets released from restrictions.

Expense Allocation

The costs of providing programs and supporting activities have been summarized on a functional basis in the statements of activities and in the statements of functional expenses. Accordingly, certain costs have been allocated among the program services and supporting activities benefited.

Income Tax Status

MOM is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. However, income from certain activities not directly related to the MOM's tax-exempt purpose is subject to taxation as unrelated business income. MOM's federal exempt organization returns are subject to examination by the Internal Revenue Service, generally for three years after they are filed. MOM is no longer subject to such examinations for tax years before 2008.

Date of Management's Review

Management has evaluated subsequent events through April 13 2012, the date which the financial statements were available to be issued.

Reclassifications

Certain accounts in the prior-year financial statements have been reclassified for comparative purposes to conform to the presentation in the current-year financial statements.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 2 - PROMISES TO GIVE

Promises to give of \$1,750 as of December 31, 2011 are unconditional and are all due in 2012. Promises to give of \$10,773 as of December 31, 2010 were unconditional and were all due in 2011.

NOTE 3 - PROPERTY AND EQUIPMENT

Property and equipment as of December 31, 2011 and 2010 consisted of the following:

| | 2011 | 2010 |
|--|---|---|
| Land Building and improvements Equipment Truck | \$ 85,000 159,264 67,714 13,810 | \$ 85,000 159,264 67,714 13,810 |
| Property and equipment Less accumulated depreciation | 325,788 98,377 | 325,788 77,421 |
| Property and equipment - net | \$ 227,411 | \$ 248,367 |

NOTE 4 - NOTE PAYABLE

Note payable at December 31, 2011 and 2010 consists of a 6% land contract with monthly payments of \$1,433, including principal and interest. The land contract monthly payment is based on a 20-year amortization period. If MOM prepays \$20,000 of principal in a lump sum payment during the term of the land contract, then the unpaid principal balance remaining will be amortized over 30 years. The land contract matures on March 27, 2014. Future principal payments are \$7,546, \$8,011 and \$148,677 for 2012, 2013, and 2014. Interest expense for 2011 and 2010 was \$10,087 and \$10,500.

NOTE 5 - RETIREMENT PLAN

MOM has a Savings Incentive Match Plan for Employees of Small Employers (SIMPLE) plan for all employees who work at least 20 hours a week. MOM will match up to 3% of employees' contributions to the plan. Retirement expense for 2011 and 2010 was \$6,470 and \$4,407.

NOTE 6 - OPERATING LEASES

MOM collects rent on a monthly basis from its tenant of their building. Apartment rent income for 2011 and 2010 was \$5,285 and \$5,193. The tenant has a month to month lease.

MOM leases warehouse space for its food and clothing pantry under a month to month operating lease. Monthly rent payments are \$1,300. Rent expense for 2011 and 2010 was \$15,600.

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 7 - TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets are available for the following periods or purposes:

| | 2011 | 2010 | |
|--|--|--|--|
| For subsequent year's activities Food School supplies Seasonal and emergency assistance Facility expansion | \$ 1,750 727 3,814 - 14,250 | \$ 8,773 9,046 2,720 2,000 | |
| Temporarily restricted net assets | \$ 20,541 | \$ 22,539 | |

NOTE 8 - DONATED FACILITIES, MATERIALS AND SERVICES

The value of donated facilities, materials and services in the financial statements and the corresponding programs and activities for which the contributed services were used are as follows:

| | 2011 | | | | | | | | |
|---|--|----|--|----|--------------------|------|--|--|--|
| | od Pantry d Clothing Closet | ar | easonal nd Other rograms | | agement General | Fur | ndraising | | |
| Food Clothing Space Printing/advertising Equipment Professional fees | \$ 355,197 310,695 - - - - | \$ | 200 | \$ | 280 - 6,935 | \$ | 1,475 - 6,500 4,944 - 9,052 | | |
| | 665,892 | \$ | 200 | \$ | 7,215 | \$ | 21,971 | | |
| | | | | | 2010 | | | | |
| | | | od Pantry d Clothing Closet | | agement General | _ Fu | ndraising | | |
| Food Clothing Space Printing Property and equipment IT services Professional fees | | \$ | 307,250 242,571 1,627 150 15,128 | \$ | 8,950 171 | \$ | 3,268 - - - | | |
| | | \$ | 566,726 | \$ | 9,121 | | 3,268 | | |

NOTES TO FINANCIAL STATEMENTS December 31, 2011 and 2010

NOTE 8 - DONATED FACILITIES, MATERIALS AND SERVICES (continued)

In addition, MOM received donated services from many unpaid volunteers who provided assistance during 2011 and 2010. No amounts have been recognized in the financial statements for these services because the criteria for recognition have not been satisfied.

NOTE 9 - SUBSEQUENT EVENT

On April 13, 2012, MOM entered into an agreement with the City of Middleton (City) to sell the MOM office building for \$215,000. Concurrent with the agreement to sell the building, MOM entered into an agreement to lease back the building from the City, on a month to month basis, for a period of up to one year. Monthly rent during the lease back period will be \$890.