Independent Auditor's Report and Financial Statements

June 30, 2021



June 30, 2021

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Independent Auditor's Report

Board of Directors Brooklyn Defender Services Brooklyn, New York

We have audited the accompanying financial statements of Brooklyn Defender Services, which comprise the statement of financial position as of June 30, 2021, and the related statements of activities, functional expenses and cash flows for the year 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 audit. We conducted our audit 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.



Board of Directors Brooklyn Defender Services Page 2

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Brooklyn Defender Services as of June 30, 2021, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The supplementary information listed in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

BKD,LIP

New York, New York March 15, 2022

Brooklyn Defender Services Statement of Financial Position June 30, 2021

Assets

Cash Government contracts receivable, current Prepaid expenses, other receivables and security deposits Property and equipment, net Total assets	\$ 4,645,646 20,798,901 1,262,158 940,336 \$ 27,647,041
Liabilities and Net Assets	
Liabilities	
Accounts payable and accrued expenses	\$ 3,898,264
Accrued vacations payable	2,346,746
Line of credit	7,500,000
Loans payable	9,590,898
Deferred rent	3,096,172
Deferred revenue	398,865
Total liabilities	26,830,945
Net Assets	
Without donor restrictions	469,112
With donor restrictions	346,984
Total net assets	816,096
Total liabilities and net assets	\$ 27,647,041

Statement of Activities

Year Ended June 30, 2021

		Without Donor Restrictions	With Donor Restrictions	Total
Revenues				
Government contracts		\$ 59,266,978	\$ -	\$ 59,266,978
Contributions		827,919	536,652	1,364,571
Special events				
Revenues	\$ 80,177			
Direct costs	(1,011)	79,166	-	79,166
Other income		33,393	-	33,393
Net assets released from restriction		722,232	(722,232)	
Total revenues		60,929,688	(185,580)	60,744,108
Expenses				
Program services				
Criminal Defense		38,016,895	-	38,016,895
Immigration		6,023,583	-	6,023,583
Family Defense		10,562,327	-	10,562,327
Civil		1,683,862	-	1,683,862
Young New Yorkers		799,942		799,942
Total program services		57,086,609	-	57,086,609
Supporting services				
Management and general		7,089,405	-	7,089,405
Fundraising		364,364		364,364
Total expenses		64,540,378		64,540,378
Change in Net Assets		(3,610,690)	(185,580)	(3,796,270)
Net Assets, Beginning of Year		4,079,802	532,564	4,612,366
Net Assets, End of Year		\$ 469,112	\$ 346,984	\$ 816,096

Statement of Functional Expenses

Year Ended June 30, 2021

	Program Services						Supportin	g Services			
	Criminal Defense	Immigration	Family Defense	Civil	Young New Yorkers	Total	Management and General	Fundraising	Direct Costs of Special Events	Total	Total
Salaries and Related Expenses Salaries Payroll taxes and employee benefits	\$ 24,329,892 7,905,850	\$ 3,745,627 1,217,119	\$ 6,695,393 2,175,627	\$ 1,119,824 363,880	\$ 211,391 68,690	\$ 36,102,127 11,731,166	\$ 3,698,789 1,201,899	\$ - -	\$ - 	\$ 3,698,789 1,201,899	\$ 39,800,916 12,933,065
Total salaries and related expenses	32,235,742	4,962,746	8,871,020	1,483,704	280,081	47,833,293	4,900,688	<u> </u>		4,900,688	52,733,981
Other Costs Professional fees Occupancy Repairs and maintenance Office supplies Communication Insurance Venues and entertainment Depreciation and amortization Miscellaneous expense (including \$122,045 of interest expense)	489,747 3,001,436 676,343 755,162 441,615 50,137 129,670 237,043	162,962 507,808 58,764 103,814 75,682 8,791 - 20,558 122,458	315,878 885,991 99,868 170,604 132,271 15,011 - - 36,047 35,637	42 127,687 12,008 25,574 19,248 2,302 - 5,746 - 7,551	113,890 37,200 - 33,313 676 26,336 - - 308,446	1,082,519 4,560,122 846,983 1,088,467 669,492 102,577 	1,164,399 352,897 148,828 92,761 60,314 143,596 - 24,372 201,550	347,488 	- - - 1,011 -	1,511,887 352,897 148,828 104,726 60,314 143,596 1,011 25,624 205,209	2,594,406 4,913,019 995,811 1,193,193 729,806 246,173 1,011 217,645 916,344
Total other costs	5,781,153	1,060,837	1,691,307	200,158	519,861	9,253,316	2,188,717	364,364	1,011	2,554,092	11,807,408
Total expenses	38,016,895	6,023,583	10,562,327	1,683,862	799,942	57,086,609	7,089,405	364,364	1,011	7,454,780	64,541,389
Less direct costs of special events Total expenses reported by									(1,011)	(1,011)	(1,011)
function on the statement of activities	\$ 38,016,895	\$ 6,023,583	\$ 10,562,327	\$ 1,683,862	\$ 799,942	\$ 57,086,609	\$ 7,089,405	\$ 364,364	\$ -	\$ 7,453,769	\$ 64,540,378

Brooklyn Defender Services Statement of Cash Flows Year Ended June 30, 2021

Operating Activities	
Change in net assets	\$ (3,796,270)
Items not requiring (providing) operating cash flows	
Depreciation and amortization	217,645
Changes in	
Government contracts receivable	(8,919,896)
Prepaid expenses and security deposits	(157,040)
Accounts payable and accrued expenses	910,595
Accrued vacations payable	536,865
Deferred revenue	398,865
Deferred rent	348,225
Net cash used in operating activities	(10,461,011)
Investing Activities	
Purchase of property and equipment	(63,713)
Net cash used in investing activities	(63,713)
Financing Activities	
Repayment of the line of credit	(8,500,000)
Drawdown on line of credit	13,000,000
Proceeds from loans	9,590,898
Net cash provided by financing activities	14,090,898
Net Change in Cash	3,566,174
Cash, Beginning of Year	1,079,472
Cash, End of Year	\$ 4,645,646
Supplemental Cash Flows Information	
Cash paid for interest	\$ 122,045

Note 1: Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

Brooklyn Defender Services (the Organization) was incorporated on March 22, 1996 under the laws of the State of New York.

Brooklyn Defender Services is a not-for-profit organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and is a publicly supported organization as described in Section 509. The Organization commenced operations on June 1, 1996. The Organization provides legal services without cost to indigent people. During the current year, the Organization represented approximately 33,000 clients. Its primary source of revenues is government contracts (city and state) for indigent defense.

Brooklyn Defender Services was a fiscal sponsor for Young New Yorkers. Young New Yorkers, Inc. became a not-for-profit organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code. Young New Yorkers, Inc. will start activities as a standalone organization in fiscal year 2022. During 2021, the Organization transferred \$308,000 to Young New Yorkers, Inc. which has been recognized as a grant expense.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (GAAP) 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

At June 30, 2021, the Organization's cash accounts exceeded federally insured limits by approximately \$4,423,000. Management believes that credit risk related to these accounts is minimal.

Government Contract Revenue, Receivables and Advances

Revenues from government contracts are recognized when reimbursable expenses are incurred or when performance goals are met under the terms of the contract. Contract revenues are subject to audit by the contracting agencies. No provision for any disallowances is reflected in the financial statements, since management does not anticipate any material adjustments. Revenue and receivables are recorded when earned. Advances are recorded for any deposits received but not earned.

Allowance for Doubtful Accounts

The Organization determines whether an allowance for uncollectible accounts should be provided for contracts receivable. Such estimates are based on management's assessment of the aged basis of its contracts, current economic conditions, subsequent receipts and historical information. Contracts receivable are written off against the allowance for doubtful accounts when all reasonable collection efforts have been exhausted. As of June 30, 2021, the Organization had no allowance for doubtful accounts.

Property and Equipment

Property and equipment acquisitions over \$5,000 are stated at cost, less accumulated depreciation and amortization. Depreciation and amortization is charged to expense on the straight-line basis over the estimated useful life of each asset.

The estimated useful lives for each major depreciable classification of property and equipment are as follows:

Furniture and equipment	5-20 years
Leasehold improvements	10 years

Long-Lived Asset Impairment

The Organization evaluates the recoverability of the carrying value of long-lived assets whenever events or circumstances indicate the carrying amount may not be recoverable. If a long-lived asset is tested for recoverability and the undiscounted estimated future cash flows expected to result from the use and eventual disposition of the asset is less than the carrying amount of the asset, the asset cost is adjusted to fair value and an impairment loss is recognized as the amount by which the carrying amount of a long-lived asset exceeds its fair value. No asset impairment was recognized during the year ended June 30, 2021.

Deferred Rent/Rent Expense

Rent is recognized on the straight-line basis over the term of the lease. Deferred rent is recognized for the accumulated difference between the rent expense and the cash paid by the Organization.

Net Assets

Net assets, revenues, gains and losses are classified based on the existence or absence of donor restrictions.

Net assets without donor restrictions are available for use in general operations and not subject to donor restrictions.

Net assets with donor restrictions are subject to donor-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.

Contributions

Contributions are provided to the Organization either with or without restrictions placed on the gift by the donor. Revenues and net assets are separately reported to reflect the nature of those gifts – with or without donor restrictions. The value recorded for each contribution is recognized as follows:

Nature of the Gift	Value Recognized
Conditional gifts, with or without restriction	
Gifts that depend on the Organization overcoming a donor-imposed barrier to be entitled to the funds	Not recognized until the gift becomes unconditional, <i>i.e.</i> , the donor-imposed barrier is met
Unconditional gifts, with or without restriction	
Received at date of gift – cash and other assets	Fair value
Received at date of gift – property, equipment and long-lived assets	Estimated fair value
Expected to be collected within one year	Net realizable value
Collected in future years	Initially reported at fair value determined using the discounted present value of estimated future cash flows technique

In addition to the amount initially recognized, revenue for unconditional gifts to be collected in future years is also recognized each year as the present-value discount is amortized using the level-yield method.

When a donor-stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions. Absent explicit donor stipulations for the period of time that long-lived assets must be held, expirations of restrictions for gifts of land, buildings, equipment and other long-lived assets are reported when those assets are placed in service.

Gifts and investment income that are originally restricted by the donor and for which the restriction is met in the same time period are recorded as revenue with donor restrictions and then released from restriction.

Conditional contributions and investment income having donor stipulations which are satisfied in the period the gift is received and the investment income is earned are recorded as revenue with donor restrictions and then released from restriction.

Functional Allocation of Expenses

The costs of supporting the various programs and other activities have been summarized on a functional basis in the statement of activities. Certain costs have been allocated among the program, management and general and fundraising categories based on the direct charge method as well as other methods.

Income Taxes

The Organization is exempt from income taxes under Section 501 of the Internal Revenue Code and a similar provision of state law. However, the Organization is subject to federal income tax on any unrelated business taxable income.

The Organization files tax returns in the U.S. federal jurisdiction.

Note 2: Grant Reimbursements Receivable and Future Commitments

The Organization receives its grant support through periodic claims filed with the respective funding sources, not to exceed a limit specified in the grant agreements. Since the financial statements of the Organization are prepared on the accrual basis, all portions of the grants not yet received as of June 30, 2021 where the Organization has an unconditional right to payment have been recorded as receivables. The following are the grant commitments that extend beyond June 30, 2021:

			Earned or Forfeited	
Grant	Term	Grant Amount	Through 2021	Funding Available
MOCJ - Criminal defense services New York State Unified Court	01/01/2019 - 12/31/2021	\$ 93,919,839	\$ 89,542,320	\$ 4,377,519
System - Civil legal services	01/01/2017 - 12/31/2021	7,167,093	5,962,342	1,204,751
Other grants	07/01/2019 - 06/30/2022	674,367	466,565	207,802
Total		\$101,761,299	\$ 95,971,227	\$ 5,790,072

The grant agreements include certain clauses that allow them to be terminated in whole or in part by the granting agency as well as the Organization.

Note 3: Property and Equipment

Property and equipment at June 30, 2021 consist of:

			cumulated preciation and		
	 Cost	An	nortization		Net
Equipment and furniture Leasehold improvements	\$ 1,005,679 2,266,339	\$	853,554 1,478,128	_	\$ 152,125 788,211
	\$ 3,272,018	\$	2,331,682	_	\$ 940,336

Note 4: Leased Facilities

The Organization leases space for its administrative office and program services at 177 Livingston Street, 180 Livingston Street, 195 Montague Street, 566 Livonia Street as well as 335 Adams Street. Rent expense for the year ended June 30, 2021 was \$4,298,134. The leases expire at different periods through December 2034.

The minimum annual rental payments over the next five years and thereafter are as follows:

2021-2022	\$ 4,445,413
2022-2023	4,624,642
2023-2024	4,776,683
2024-2025	4,358,347
2025-2026	4,259,789
Thereafter	23,884,811
Total minimum	
lease payments	\$ 46,349,685

Note 5: Line of Credit

The Organization has a \$7,500,000 revolving line of credit expiring in June 2022. At June 30, 2021, there was \$7,500,000 borrowed against this line. The line is collateralized by substantially all of the Organization's assets. Interest varies with the bank's prime rate, which was 3.25 percent at June 30, 2021.

Note 6: Loans Payable

On March 27, 2020, President Trump signed into law the *Coronavirus Aid, Relief, and Economic Security Act.* On January 25, 2021, The Organization received a loan in the amount of \$8,840,898 pursuant to the Paycheck Protection Program (PPP). The Organization has elected to account for the funding as a loan in accordance with Accounting Standards Codification (ASC) Topic 470, *Debt.* The loan is due five years from the date of the first disbursement under the loan and has a fixed interest rate of 1 percent per year. Any forgiveness of the loan will be recognized as a gain in the financial statements in the period the debt is legally released. PPP loans are subject to audit and acceptance by the U.S. Department of Treasury, Small Business Administration or lender; as a result of such audit, adjustments could be required to any gain recognized.

On June 24, 2021, the Organization received an Emergency Loan of \$750,000, interest free, from the Fund for the City of New York (the Fund) to cover operating expenses pending receipt of funds from the New York City Human Resources Administration. The principal will be repaid in entirety earlier than that date upon either (i) receipt of the funds from New York City Human Resources Administration or (ii) demand for repayment by the Fund.

Annual maturities of loan payable as of June 30, 2021 are:

2022	\$	2,035,749
2023		2,424,933
2024		2,449,163
2025		2,473,898
2026		207,155
	\$	9,590,898
	-	

Note 7: Pension

The Organization has a contributory-defined contribution 403(b) plan which covers all full-time employees. The employees can contribute up to the maximum allowed by the Internal Revenue Code. The amount contributed by the sponsor is within the Organization's discretion. On termination of service due to death, disability or retirement, participants are eligible for a lump-sum payment or annual installments over a ten-year period based on the vested amounts as per plan document. Pension expense for 2021 was \$1,969,088.

Note 8: Net Assets

Net Assets With Donor Restrictions

Net assets with donor restrictions at June 30 are restricted for the following purposes:

Subject to expenditure for specified purpose	
Arts Programming for Court-Involved Young Adults	\$ 190,000
COVID-19 Response Fund	33,424
Client Services	25,000
Client Essentials	7,326
Education	25,000
Immigrant - Fee Relief	4,319
Immigrant Support	19,887
Know Your Rights	4,000
Public Defender Training	26,830
Right to Counsel	 11,198
	\$ 346,984

Net Assets Released from Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes specified by donors:

Satisfaction of purpose restrictions	
Affordable Housing	\$ 12,500
Civil Legal Advocacy	4,000
COVID-19 Response Fund	64,008
Client Services	227,521
Education	76,480
Family Support Initiative	12,500
Fine & Fees Advocacy	163
Immigrant Support	165,060
Justice Catalyst Project	60,000
Know Your Rights	 100,000
	\$ 722,232

Note 9: Change in Net Assets

The Organization had a negative change of net assets of \$3,796,270 as of June 30, 2021. A significant portion of this deficit relates to certain expenses that were funded with the cash proceeds of the Federal Small Business Administration Paycheck Protection Program obtained on January 25, 2021 (*Note 6*), which has not yet been recognized as revenue. The Organization is in the process of applying for the forgiveness of the PPP loan and will recognize the revenue if approved and the debt is legally released.

Note 10: Significant Estimates and Concentrations

Revenues

The Organization is dependent primarily on the City and State of New York for revenues and receivables.

Note 11: Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of June 30, 2021, comprise the following:

Financial assets	
Cash	\$ 4,645,646
Accounts receivable	20,798,901
Total financial assets	25,444,547
Donor-imposed restrictions	
Funds with donor restrictions	(346,984)
Financial assets available to meet cash needs for general expenditures within one year	\$ 25,097,563

The Organization manages its liquidity and reserves the following three guiding principles: operating within a prudent range of financial soundness and stability, maintaining adequate liquid assets to fund near-term operating needs and maintaining sufficient reserves to provide reasonable assurance that long-term obligations will be discharged.

Additionally, the Organization has a line of credit available of up to \$7,500,000 for which they can draw for general expenditures.

Note 12: Subsequent Events

Subsequent events have been evaluated through March 15, 2022, which is the date the financial statements were available to be issued.

During October 2021, the Organization received an additional emergency loan of \$2,750,000, interest free, from the Fund to cover operating expenses pending receipt of funds from the New York City Human Resources Administration. This loan was satisfied in November 2021 when the Organization received an advance on their grant contract.

Note 13: Future Change in Accounting Principle

Accounting for Leases

The Financial Accounting Standards Board (FASB) amended its standard related to the accounting for leases. Under the new standard, lessees will now be required to recognize substantially all leases on the statements of financial position as both a right-of-use asset and a liability. The standard has two types of leases for statements of activities recognition purposes: operating leases and finance leases. Operating leases will result in the recognition of a single lease expense on a straight-line basis over the lease term similar to the treatment for operating leases under existing standards. Finance leases will result in an accelerated expense similar to the accounting for capital leases under existing standards. The determination of lease classification as operating or finance will be done in a manner similar to existing standards. The new standard also contains amended guidance regarding the identification of embedded leases in service contracts and the identification of lease and nonlease components in an arrangement. The new standard is effective for annual periods beginning after December 15, 2021 for nonpublic entities and any interim periods within annual reporting periods that begin after December 15, 2022. The Organization is evaluating the effect the standard will have on the financial statements; however, the standard is expected to have a material effect on the financial statements due to the recognition of additional assets and liabilities for operating leases.

Supplementary Information

Schedule of Financial Position Information for Young New Yorkers Program June 30, 2021

Assets

Cash Government contracts receivable, current	\$ 137,145 316,095
Total assets	\$ 453,240
Liabilities and Net Assets	
Liabilities	
Accounts payable and accrued expenses	\$ 20,416
Total liabilities	 20,416
Net Assets	
Without donor restrictions	242,824
With donor restrictions	 190,000
Total net assets	 432,824
Total liabilities and net assets	\$ 453,240

Brooklyn Defender Services Schedule of Activities Information for Young New Yorkers Program Year Ended June 30, 2021

	Without Donor Restrictions		With Donor Restrictions		Total	
Revenues						
Government contracts	\$	328,737	\$	-	\$	328,737
Contributions		275,086		190,000		465,086
Total revenues		603,823		190,000		793,823
Expenses						
Program services		801,153		-		801,153
Supporting services		155 000				155 990
Management and general		155,889				155,889
Total expenses		957,042				957,042
Change in Net Assets		(353,219)		190,000		(163,219)
Net Assets, Beginning of Year		596,043				596,043
Net Assets, End of Year	\$	242,824	\$	190,000	\$	432,824