BAY AREA COMMUNITY SERVICES, INC.

CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION

FOR THE YEAR ENDED JUNE 30, 2013 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2012

IZABAL, BERNACIAK & COMPANY CERTIFIED PUBLIC ACCOUNTANTS

BAY AREA COMMUNITY SERVICES, INC. CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY INFORMATION FOR THE YEAR ENDED JUNE 30, 2013 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2012

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IZABAL, BERNACIAK & COMPANY CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

Board of Directors

Bay Area Community Services, Inc.

Oakland, California

Report on Financial Statements

We have audited the accompanying consolidated financial statements of Bay Area Community Services, Inc., which comprise the consolidated statement of financial position as of June 30, 2013, and the related consolidated statement of activities, consolidated statement of functional expenses and consolidated statement of 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 consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 Organization'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 Organization'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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of Bay Area Community Services, Inc. as of June 30, 2013, 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.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated December 19, 2013, on our consideration of Bay Area Community Services, Inc.'s internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering Bay Area Community Services, Inc.'s internal control over financial reporting and compliance.

Report on Summarized Comparative Information

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We have previously audited the Bay Area Community Services, Inc.'s 2012 consolidated financial statements, and our report dated November 2, 2012, expressed an unqualified opinion on those audited consolidated financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2012, is consistent, in all material respects, with the audited consolidated financial statements from which it was derived.

San Francisco, California

December 19, 2013

BAY AREA COMMUNITY SERVICES, INC. CONSOLIDATED STATEMENTS OF FINANCIAL POSITION JUNE 30, 2013 AND 2012

Assets:	2	2013	5 4	2012
Cash and cash equivalents (Note 2) Accounts receivable Support receivable - contracts Pledges Prepaid and deposits Property and equipment (Note 3 and 13) Contributed real estate	\$	1,727,785 218,557 879,499 90,599 4,031,161 27,200	\$	800,890 92,800 1,617,356 30,000 91,980 3,745,113 27,200
Total Assets	\$_	6,974,801	\$	6,405,339
Accounts payable Accrued liabilities Client deposits Unearned support Short and long term debt Total Liabilities	\$	811,674 949,599 29,471 117,460 1,511,471 3,419,675	\$	865,130 987,774 29,300 1,628,875 3,511,079
Net Assets		2		
Unrestricted Temporarily restricted	_	3,477,372 77,754		2,778,321 115,939
Total Net Assets	-	3,555,126		2,894,260
Total Liabilities and Net Assets	\$_	6,974,801	\$	6,405,339

BAY AREA COMMUNITY SERVICES, INC. CONSOLIDATED STATEMENTS OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2013 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2012

PUBLIC SUPPORT AND OTHER REVENUE	Unrestricted	Temporary Restricted	2013 Total	2012 Total
Public Support: Contributions	\$ 116,875	\$ 54,394	\$ 171,269	\$ 154,600
Foundations	48,058	223,600	271,658	322,695
United Way	40,000	209	209	022,000
Government contracts	7,184,243	200	7,184,243	7,842,874
		278,203		8,320,169
Total public support	7,349,176	210,203	7,627,379	0,320,109
Other Revenue:				
Program service fee	1,110,322	3 4 5	1,110,322	962,075
Investment/interest income	6,266	949	6,266	638
Miscellaneous	192,961	0.00	192,961	29,300
Forgiveness of HCD loan	84,744	9	84,744	900
In-kind contributions	120,804	-	120,804	187,200
Total other revenue	1,515,097	•	1,515,097	1,179,213
Net assets released from restriction (Note 8)	316,388	(316,388)	-	
TOTAL PUBLIC SUPPORT AND REVENUE	9,180,661	(38,185)	9,142,476	9,499,382
EXPENSES				
Program services	7,536,775	25	7,536,775	8,367,649
Management and general	853,380	3 7.	853,380	859,955
Fund-raising	91,455		91,455	43,629
TOTAL EXPENSES	8,481,610	921	8,481,610	9,271,233
CHANGE IN NET ASSETS	699,051	(38,185)	660,866	228,149
NET ASSETS, beginning of year	2,778,321	115,939	2,894,260	2,666,111
NET ASSETS, end of year	\$ 3,477,372	\$ 77,754	\$ 3,555,126	\$ 2,894,260

FOR THE YEAR ENDED JUNE 30, 2013 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2012 BAY AREA COMMUNITY SERVICES, INC. CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES

		Program Services	Services	3				
L:	Mental	Older		Total	Management and		2013 Total	2012 Total
	Health	Adults	Youth	Programs	General	Fund-raising	Expenses	Expenses
:XPENSES:								
Salaries	\$ 2,193,855	\$ 695,320	\$ 376,618	\$ 3,265,793	\$ 437,946	\$ 56,687	\$ 3,760,426	\$ 3,670,096
se benefits	612,285	152,762	18,166	783,213	127,424	14,504	925,141	521,723
Pavroll taxes	248.757	79,497	40,438	368,692	43,680	6,560	418,932	485,323
Contracted services	640,134	111,980	164,295	916,409	21,247	3,074	940,730	715,244
Supplies	122,307	30,509	16,144	168,960	6,941	51	175,952	657,588
Telephone	40.122	16,404	4,966	61,492	3,192	207	65,191	98,039
Postade	1,365	5,190	416	6,971	1,641	1,037	9,649	6,287
Occupancy	578.982	53,785	7,171	639,938	38,155	3,000	681,093	1,054,804
Falioment	230,254	15,042	3,667	248,963	68,363	1,448	318,774	555,620
Printing and publications	5.421	8,101	2,640	16,162	299	2,827	19,288	17,118
Transportation	110,029	146,888	17,198	274,115	2,896	172	277,183	612,560
Conferences	28,097	8,106	3,586	39,789	12,447	1,588	53,824	39,291
Client services	395,490	*		395,490	•	7	395,490	318,978
Institance	25,911	3.058	2.814	31,783	7,612	7	39,395	41,999
Interest				0	12,765		12,765	12,690
Miscellapeous	12,523	17.844	12,804	43,171	38,534	ä	81,705	48,599
In-kind	Ū,	120,804	4	120,804	•		120,804	187,200
EXPENSES BEFORE DEPRECIATION	5,245,532	1,465,290	670,923	7,381,745	823,142	91,455	8,296,342	9,043,159
DEPRECIATION OF BUILDINGS AND								
EQUIPMENT	154,523	202		155,030	30,238		185,268	228,074
TOTAL EXPENSES	\$ 5,400,055	\$ 1,465,797	\$ 670,923	\$ 7,536,775	\$ 853,380	\$ 91,455	\$ 8,481,610	\$ 9,271,233

BAY AREA COMMUNITY SERVICES, INC. CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2013 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2012

		2013		2012
CASH FLOWS FROM OPERATING ACTIVITIES:				
Change in net assets	\$	660,866	\$	228,149
Adjustments to reconcile change in net assets to net cash provided by operating activities:				
Depreciation		185,268		228,074
Net loss on sale of assets		-		42,314
Decrease (increase) in: Accounts and contracts receivable Pledges Inventory Prepaid and deposits Increase (decrease) in: Accounts payable Accrued liabilities and deposits Unearned support NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES		612,100 30,000 - 1,381 (53,456) (38,004) 117,460 1,515,615		(931,988) (30,000) 7,726 6,055 463,386 (77,124)
CASH FLOWS FROM INVESTING ACTIVITIES:				(000 040)
Purchase of property and equipment		(471,316)	-	(380,818)
NET CASH PROVIDED (USED) BY INVESTING ACTIVITIES		(471,316)	ti Territori	(380,818)
CASH FLOWS FROM FINANCING ACTIVITIES: Repayment of long-term borrowings	_	(117,404)	Parties.	(166,844)
NET CASH USED BY FINANCING ACTIVITIES	_	(117,404)	-	(166,844)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		926,895		(611,070)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		800,890		1,411,960
CASH AND CASH EQUIVALENTS AT END OF YEAR		1,727,785	\$	800,890
SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION: Cash paid during the year for interest and mortgage interest	\$	83,841	\$	96,058

NOTE 1: GENERAL

Bay Area Community Services, Inc. (BACS) is a not-for-profit corporation organized to provide a variety of social services to Alameda County residents, who are either elderly or adults who suffer from severe or persistent mental illness.

BACS is funded principally by contracts from various governmental agencies. It also receives support from foundations, individual donations and client fees.

BACS operates the following programs:

<u>Crisis Residential Program</u> - provides crisis treatment services for adults with severe and persistent mental illness. Funding is provided by Alameda County.

<u>Case Management</u> - provides supportive services such as daily living skills and linkages to numerous community resources to adults with severe and persistent mental illness throughout Alameda County. Funding is provided by Alameda County.

<u>Supported Independent Living Program</u> - provides transitional housing and supportive services to adults with mental illness enabling them to live independently. Funding is provided by grants, rental fees and service fees. This program also includes the activities of East Bay Transitional Homes, Inc. (EBTH), a related legal corporation established by BACS to develop a Housing and Urban Development (HUD) Section 202 housing project.

Wellness Centers - provide a constellation of wellness and recovery programs to adults with severe and persistent mental illness. These programs include Wellness Recovery Action Plans, employment services, case management, psychiatric and community integration. Program activities provide hope for adults with serious mental illness and support empowerment, self-responsibility, and achieving a meaningful role in life. Funding is provided by Alameda County, by the cities of Alameda, Hayward, Fremont, Union City, Dublin, and by contributions from individuals, community organizations and foundations.

North County Senior Homeless Program - provides supportive services such as daily living skills, housing placements, access to health care and linkages to numerous community resources to seniors with severe and persistent mental illness who are homeless or at risk of becoming homeless in North Alameda County. Funding is provided by rental fees and Alameda County.

<u>Senior Nutrition Program</u> The Senior Nutrition Program continues to serve nearly 110,000 hot meals annually to older adults in the Meals on Wheels program and 90,000 meals through congregate meal programs. The program, funded by Alameda County Area Agency on Aging relies heavily on program fees and fund raising to close the gap between the actual costs and the contract awards. ACMOW provides a substantial award each year.

<u>Care Management</u> - provides in-home assessment, arrangement of needed services, and ongoing monitoring for low and moderate income elderly to prevent elder abuse and premature institutionalization. Funding is provided by Alameda County Area Agency on Aging, County of Alameda, foundations and contributions.

NOTE 1: GENERAL (Continued)

Adult Day Care Center - provides specialized group socialization activities to older adults in Oakland, Alameda, Fremont, Union City and Newark. Funding is provided by Alameda County Area Agency on Aging, Alameda County General Fund, California Department of Education Nutrition Services, and ADSNAC, cities of Fremont and Union City, Regional Center of the East Bay, Veterans Administration, service fees and donations.

<u>Lavender Seniors</u> —Provides advocacy, direct services, and supports to frail LBGT Seniors who are isolated and in need of a friendly visitor and other natural supports so they stay in their homes and out of institutions. Funding provided by County of Alameda Area Agency on Aging, City of Fremont, and donations.

<u>Friendly Visitor Program - Provides advocacy, direct services, and supports to frail seniors who are isolated and in need of a friendly visitor and other natural supports so they stay in their homes and out of institutions. Funding provided by City of Hayward.</u>

Youth Development Services — Provide individualized placement and support services as well as prevention services for disenfranchised youth and young adults through programs such as prevention and early intervention, employment and other supports. The programs seek to improve education, employment, and wellness outcomes for youth and families in the East Bay through integrated culturally appropriate programs. Funding provided by County of Alameda, Oakland Privacy Industry Council, LaClinica De La Raza and donations.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles.

Basis of Presentation

The Organization is required to report information regarding its financial position and activities according to three classes on net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Agency considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

Grant and Contract Revenue Recognition

The majority of BACS revenue is derived from cost reimbursement contracts. Advances received on these contracts are recorded as deferred revenue and recognized as revenue as allowable costs are incurred. Revenue from fee for service contracts is recognized when services are provided.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Revenue Recognition

Contributions are recognized when the donor makes a pledge to give that is, in substance, an unconditional promise. Contributions are recorded as unrestricted, temporarily restricted or permanently restricted depending on the nature of the donor restrictions and depending on whether the restrictions are met in the current period. Restricted contributions are reported as increases in unrestricted net assets if the restrictions have been met in the current fiscal period. If the restriction has not been met by the fiscal year end, the amount is reported as an increase in temporarily or permanently restricted net assets. When the restriction is finally met on a contribution received in a prior fiscal period, the amount is shown as a reclassification of restricted net assets to unrestricted net assets.

In-Kind Support

BACS records various types of in-kind support. Contributed professional services are recognized if the services received (a) create or enhance long-lived assets or (b) require specialized skills, provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation. The amounts reflected in the accompanying consolidated financial statements as in-kind support are offset by like amounts included in expenses or property and equipment.

Additionally, BACS receives some contributed time which does not meet the two recognition criteria described above. Accordingly, the value of this contributed time is not reflected in the accompanying consolidated financial statements (Note 7).

Pledges Receivable

Promises to give are considered fully collectible within one year.

Allowance for Bad Debts

Although BACS is on the allowance method, management has determined that an allowance for bad debts is not required currently.

Use of Estimates

The preparation of the consolidated financial statements in conformity with U.S. 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.

Inventory

Inventory is valued at the lower of cost or market, with cost determined on the first-in, first-out method.

Property and Equipment

Property and equipment is stated at cost at the date of acquisition. Donated assets are recognized at market value at the time of donation. Buildings and equipment are depreciated on a straight-line basis over their estimated useful lives of fifteen to forty years and three to five years, respectively.

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Leases

Leases meeting certain criteria are considered to be capital leases and the related asset and lease obligations are recorded at their present value in the financial statements. Other leases not meeting such criteria are considered to be operating leases and the related rentals are charged to expense as incurred.

Income Tax Status

BACS has received notice of exemption from income taxes under Section 501(c)(3) of the Internal Revenue Code and Section 2370(d) of the California Revenue and Taxation Code. Management believes BACS has no uncertain tax positions as of June 30, 2012.

Principles of Consolidation

The consolidated financial statements include the accounts of Bay Area Community Services, Inc., and East Bay Transitional Homes, Inc. All significant interrelated items and transactions have been eliminated in the consolidation.

Overhead Allocation of Indirect Expenses

BACS makes an overhead allocation of indirect expenses which are included in management and general expenses to various program services based on direct expenses for each program. Indirect rates for the years ended June 2013, and 2012, were 10.50% and 10.80% respectively.

Comparative Financial Information

The financial statements include certain summarized comparative information from the prior year. This information is not presented by net asset class and does not include sufficient detail to be in conformity with generally accepted accounting principles. This information should be read in conjunction with the BACS'S financial statements for the year ended June 30, 2012 from which the comparative information was extracted.

NOTE 3: PROPERTY AND EQUIPMENT

The property fund includes all property and equipment owned by BACS. Property, equipment and accumulated depreciation consist of the following:

		Cost		Accumulated Depreciation		2013 <u>Net</u>		2012 <u>Net</u>
Land	\$	1,332,028	\$	-	\$	1,332,028	\$	1,332,028
Buildings	·	3,515,601		2,040,552		1,475,049		1,582,439
Improvements		1,915,629		730,590		1,185,038		756,957
Equip & Furniture		286,612	. =	247,566		39,046		73,689
Total	\$	7,049,870	\$_	3,018,708	. \$_	4,031,161	. \$_	3,745,113

Depreciation expense for the years ended June 30, 2013 and 2012 was \$185,268 and \$228,074 respectively.

NOTE 4: CONTRIBUTED REAL ESTATE

On March 10, 1994, BACS received an 8% interest in a residence located in Kensington, California. The University of California received a 92% interest and the donors retained a life interest in the property. At the time of the death of the donors, the house is to be sold and the 8% interest in the sales proceeds is restricted to use for the Towne House Creative Living Center.

NOTE 5: SHORT AND LONG-TERM DEBT

Notes Payable and long-term debt at June 30, 2013, consisted of the following:

Mortgages Payable:

Bank Loan, due 05/31/16, at an interest rate of 7.44% due monthly in installments of \$3,941.28, secured by the Townhouse CLC property.	\$ 511,837
Loan from the City of Hayward, at an interest rate of 0%, secured by Atherton property with no payments and balance due at sale.	29,565
Loan from the City of Hayward, accrue annual interest at rate of 5%, secured by Atherton property with balance due at sale.	41,138
Loan from City of Pleasanton Housing and Community Development, at an interest rate of 0%, secured by the Railroad Avenue/Pleasanton property, with no payments in this fiscal year. Due Date 05/01/07.	27,893
Loan from State of California Housing and Community Development /SUHRP, at an interest rate of 3%, secured by Railroad Avenue/Pleasanton properties, with \$1,074 in annual interest payments accrued. Due Date 06/30/21.	35,800
Loan from State of California Housing and Community Development, at an interest rate of 3%, secured by the Kennedy Ave, Livermore properties, with \$6,300 in annual interest payments accrued. Due Date 06/30/41.	210,000
Loan from U.S. Department of Housing and Urban Development, at an interest rate of 9.25%, secured by the Humphrey Lane-79 th Avenue property, with monthly Principal and interest payments of \$3,935. Due Date 05/01/25.	340,238
Loan from the City of Oakland, at an interest rate of 3%, secured by the Humphrey Lane – 79 th Avenue property, with \$1,500 in interest-only payments this fiscal year. Due date 12/31/27.	50,000
Total Mortgages	\$ 1,246,471

NOTE 5: SHORT AND LONG-TERM DEBT (Continued)

Notes Payable:

West America – Note Payable with an annual percentage rate of 4.75%. Maturity 09/21/2017.

240,000

City of San Leandro Note Payable – Capital Improvement Loan Woodroe. Maturity Date 04/21/2028. Total loan \$25,000. Loan balance retired over 20 years at 5% annually on anniversary date of loan.

25,000

Total Notes Payable

\$ 265,000

BACS has various notes outstanding, most of which are collateralized by real property. During the year of 2013 and 2012, interest expense on these notes was \$83,841 and \$96,058 respectively. The notes bear interest at rates between 3% and 9.25% and mature through 2041 as follows:

Year Ending June 30:		2013	_	2012
2013		0		272,630
2014		25,412		33,805
2015		27,699		35,326
2016		30,193		37,057
2017		272,963		39,274
2018		35,898		0
Thereafter		1,119,306	_	1,210,783
	•	1,511,471		1,628,875
Less: Current Portion		(25,412)		(272,630)
Long-term Portion	\$	1,486,059	\$	1,356,245

NOTE 6: LEASE COMMITMENTS

Operating Leases

BACS is the lessee of certain non-cancelable real properties and equipment.

Minimum annual rentals for such leases are as follows:

Year Ending June 30:	
2014	\$ 425,326
2015	411,147
2016	291,819
2017	116,153
Total	\$ 1,244,445

Rent expense for the years ended June 30, 2013 and 2012 was \$487,130 and \$551,309 respectively for non-cancelable operating leases.

NOTE 7: IN-KIND CONTRIBUTIONS

Senior Nutrition and Adult Day Care received use of space for meal sites and parking with a rental value of \$120,804 and \$187,200 for 2013 and 2012, respectively.

Other services, not recognized in the financial statements, were received by BACS that had an estimated value of \$274,955 and \$249,577 in 2013 and 2012, respectively.

NOTE 8: TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets consist of contributions temporarily restricted to the following uses or activities:

		2013	2012
OAP Programs	\$	16,104	\$ 50,307
Towne House Wellness Center		3,648	0
ADC - Fremont		0	15,485
VALLEY Wellness Center		12,578	6,748
Nutrition		45,424	43,399
Total	\$ _	77,754	\$ 115,939

Net assets of \$316,388 and \$313,615 were released from donor restrictions during the year of 2013 and 2012, respectively by incurring expenses satisfying the restricted purposes as follows:

		2013		2012
East Bay Community Services	\$	3,609	\$	0
Towne House Wellness		7,755		21,395
Supported Independent Living		377		1,450
Senior Nutrition		134,683		219,206
Adult Day Care Oakland		865		4,550
Adult Day Care – Fremont		15,485		0
Lavender Seniors		58,336		10,527
OAP Programs		95,278		56,487
Total	\$ _	316,388	\$_	313,615

NOTE 9: CONTINGENT LIABILITIES

BACS grants and contracts are subject to inspection and audit by the appropriate governmental funding agencies. The purpose is to determine whether program funds were used in accordance with their respective guidelines and regulations. The potential exists for disallowance of previously funded program costs. The ultimate liability, if any, which may result from these governmental audits cannot be reasonably estimated and accordingly, the Agency has no provision for the possible disallowance of program costs on their consolidated financial statements.

NOTE 10: COMPLIANCE WITH ALAMEDA COUNTY CONTRACTUAL TERMS

At June 30, 2013 and 2012, BACS is in compliance with conditions and terms of its Mental Health contract with Alameda County except as follows:

Resolution Number	Organization <u>Number</u>	Program	Compliance Deviation
E94-0003	911	Mental Health	Woodroe Place is now accessible to handicapped individuals

Note: The construction project at Woodroe Place was substantially completed June 2013 and allowed access for handicapped individuals.

NOTE 11: CONCENTRATION OF CREDIT RISK ARISING FROM CASH DEPOSITS IN EXCESS OF INSURED LIMITS

BACS maintains cash balances at several financial institutions located in California. Accounts at each institution are insured by the Federal Deposit Insurance Corporation up to \$250,000. At June 30, 2013 and 2012, BACS uninsured cash balances before reconciling items total \$863,800 and \$158,723 respectively.

NOTE 12: CONCENTRATION OF CONTRACT REVENUE

BACS receives approximately 90% of its government contracts revenue from County of Alameda from ten contracts.

NOTE 13: RESTRICTED ASSETS

BACS holds title to real property located at 40963 Grimmer Blvd., Fremont which is subject to Declaration of Title Restrictions executed between the City of Fremont and Bay Area Community Services (BACS) and recorded July 25, 2000 in Alameda County records. At June 30, 2013, the real property had a net book value of \$1,425,386.

NOTE 14: SUBSEQUENT EVENTS

The Organization's management has evaluated its subsequent events through December 19, 2013, the date the consolidated financial statements were available to be issued.

IZABAL, BERNACIAK & COMPANY CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT ON ADDITIONAL INFORMATION

Board of Directors

Bay Area Community Services, Inc.

Oakland, California

Our report on our audit of the consolidated financial statements of Bay Area Community Services, Inc. for the year ended June 30, 2013 appears on page one. That audit was conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The following information is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information has been subjected to the auditing procedures applied in the examination of the general purpose financial statements, and, in our opinion, the information is fairly stated in all material respects in relation to the general purpose financial statements taken as a whole.

San Francisco, California

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December 19, 2013

BAY AREA COMMUNITY SERVICES,INC.
OPERATIONS BY RESOLUTION NUMBER FOR ALAMEDA COUNTY
FOR THE YEAR ENDED JUNE 30, 2013

	Mental Health Services 28262/32 28361/78A-1 28771/37 A-C	Senior Nutrition 28213-2 28799-24	Adult Day Care Fremont 28213/2 28799/24	Adult Day Care Oakland 28213/2 28799/24	Care Management 28213/2 28799/24	Total
SUPPORT AND REVENUE Foundation	<i>y</i>	112 800 &	£	e.		12.00
Federal	0 0	000,211	20 640	9	9	20 640
State of California	•	*	11 421	16 179	B 3	27,600
County of Alameda	5,471,106	227,926	23,949	63,905	130,260	5.917.146
City of Alameda	25,961		()			25,961
City of Fremont	23,415	•	29,246		÷	52,661
City of Hayward	14,110	((6 4)	0	ė		14,110
City of Dublin	10,000	· · · ·	10			10,000
City of Union City	2,000		000'6	į	ĵ.	14,000
City of Oakland	(0	32,800	•	٠	9	32,800
Client/Program participation	57,208	89,957	182,987	222,555	*	552,707
Other (including Intra-agency transactions)	57,356	2,166	37,070	9,754	606'6	115,655
In-kind revenue	•	258,305	9,631	91,503		359,439
Total Support and Revenue	5,664,156	723,954	323,944	403,896	139,569	7,255,519
EXPENSES						
Salaries	2,142,897	239,851	148,486	141,670	79,051	2,751,955
Employee benefits	854,350	63,404	60,975	67,998	23,659	1,070,386
Contracted services	624,025	19,641	21,710	27,748	306	693,430
Supplies	120,952	7,941	9,745	10,631	592	149,861
Telephone	37,791	4,687	2,204	4,886	2,972	52,540
Postage	1,343	330	327	009	179	2,779
Occupancy	556,383	12,050	20,649	103	12,000	601,185
Equipment	224,199	7,743	2,314	4,006	966	239,258
Printing and publication	5,421	896	791	175	2	7,360
Transportation	110,029	50,425	14,403	20,007	5,779	200,643
Conferences	28,081	2,832	1,831	1,009	234	33,987
Client services	395,490	а		ii.	0	395,490
Insurance	15,138	1,455	449	456	349	17,847
Miscellaneous	10,984	10,075	295	458	185	22,264
In-kind expenses	•	258,305	9,631	91,503	**	359,439
Administrative Overhead		1.	20	Ė	r	E
Indirect costs	537,073	44,247	29,867	32,646	13,262	657,095
Total Expenses	5,664,156	723,954	323,944	403,896	139,569	7,255,519
EXCESS OF REVENUE OVER EXPENSES	\$	φ. 	6	· φ	φ. 	

See notes to financial statements -16-

BAY AREA COMMUNITY SERVICES,INC. OPERATIONS BY RESOLUTION NUMBER FOR ALAMEDA COUNTY FISCAL AGENT AND CONTRACTS FOR THE YEAR ENDED JUNE 30, 2013

Į.	LAVENDER SENIORS 28213-2 28799-24	EAST BAY YOUTH & FAMILY INITIATIVE WIA GRANT 28010-5	EAST BAY YOUTH & FAMILY INITIATIVE SASYEP 2887-09	Total
SUPPORT AND REVENUE				
Contribution	13,136	30		13,136
Foundation	45,200	000		45,200
County of Alameda	14,758	246,507	134,496	395,761
City of Alameda	E.	r	Ě	ï
City of Fremont	5,963	67	ì	5,963
Client/Program participation	648	r	ř	648
Other (including Intra-agency transactions)	384	10,674	ĵi.	11,058
In-kind revenue	36,320	1	ì	36,320
Total Support and Revenue	116,409	257,181	134,496	508,086
EXPENSES				
Salaries	28,075	138,959	59,843	226,877
Employee benefits	3,192	23,663	6,935	33,790
Contracted services	25,888	74,199	59,215	159,302
Supplies	1,274	5,635	2,913	9,822
Telephone	510	1,107	198	1,815
Postage	3,712	134	115	3,961
Occupancy	4,600	1,577	200	6,377
Equipment	130	1,145	642	1,917
Printing and publication	5,587	925		6,512
Transportation	299	8,143	1,827	10,637
Conferences	1,810	1,578	288	3,676
Insurance		E	2,070	2,070
Miscellaneous	4,644	116	250	5,010
In-kind expenses	36,320	•		36,320
Total Expenses	116,409	257,181	134,496	508,086
EXCESS OF REVENUE OVER EXPENSES	\$	\$	\$	L

See notes to financial statements -17-

BAY AREA COMMUNITY SERVICES,INC. OPERATIONS BY RESOLUTION NUMBER FOR STATE OF CALIFORNIA HOUSING AND COMMUNITY DEVELOPMENT FOR THE YEAR ENDED JUNE 30, 2013

SUPPORT AND REVENUE		SIL ennedy Street -CHRP-R-047	-	SIL Railroad Ave. 90-HRL-S-307	8	2013 Total
State of California-HCD	\$	20,023	\$	9,416 28,868	\$	9,416 48,891
Client/Program participation Forgiveness of HCD loan		*		84,744		84,744
Miscellaneous (including intra agency transfers)	-	132		308	-	440
Total Support and Revenue	-	20,155	-	123,336	-	143,491
EXPENSES						
Salaries		857		1,442		2,299
Employee benefits		165		277		442 6,000
Management Fees		3,000 250		3,000 57		307
Supplies Postage		3		2		5
Occupancy		30,645		30,310		60,955
Equipment		497		=		497
Insurance		1,512		3,193		4,705
Miscellaneous		772		1,164		1,936
Total Expenses	2	37,701		39,445		77,146
Excess revenue over expenses		(17,546)	_	83,891	· ·	66,345
State Revenue Uncollected Pr Years		(11,234)		(20,541)		(31,775)
Debt reduction		()		(94,160)		(94,160)
Property Acquired		(605)		=		(605)
Depreciation-Bldg Improvements		11,430		12,189		23,619
Depreciation-Building	922	5,314		7,434	_	12,748
Change in Fund Balance		4,905		(95,078)	-	(90,173)
Net Change	\$	(12,641)	\$_	(11,187)	\$_	(23,828)

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REPORT ON SCHEDULE OF EXPENDITURES OF FEDERAL AND STATE AWARDS REQUIRED BY OMB CIRCULAR A-133

Board of Directors

Bay Area Community Services, Inc.

Oakland, California

We have audited the consolidated financial statements of Bay Area Community Services. Inc. as of and for the year ended June 30, 2013, and have issued our report thereon dated December 19, 2013, which contained an unmodified opinion on those consolidated financial statements. Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by OMB Circular A-133 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 their 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 or to 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 schedule of expenditures of federal awards is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

San Francisco, California

Lyne Beman Cys

December 19, 2013

BAY AREA COMMUNITY SERVICES, INC. SCHEDULE OF EXPENDITURES OF FEDERAL AND STATE AWARDS FOR THE YEAR ENDED JUNE 30, 2013

Federal Grantor/Pass-Through Grantor/Program or Cluster Title	Federal CFDA <u>Number</u>	Pass-Through Entity Identifying <u>Number</u>	Federal Expenditures	State Expenditures
DEPARTMENT OF HEALTH AND HUMAN SERVICES				
Pass-Through the County of Alameda:		20120121		
Nutrition Services	93.045		\$ 207,926 \$	187
Senior Grants ADC (Fremont and Oakland)	93.044	PSA091112	65,269 50,260	(5)
Care Management	93.044 93.044	PSA091112 PSA091112	14,758	
Lavender Seniors Pass-Through the State of California, Dept of Education:	83.044	F3A041112	14,750	-#C
Nutrition Services Incentive Program	93.053	N/A	27,600	-
Subtotal CFDA Cluster 93.044 & 93.045 & 93.053	1,521		365,813	-
Pass-Through the County of Alameda:				
Highway to Work	93,658		47,383	47,652
			440.400	47.050
TOTAL DEPARTMENT OF HEALTH AND HUMAN SERVICES			413,196	47,652
DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT				
Direct program:			,	
Low income Housing Assistance (Note A)	14.182	121-EH123	340,238	(00)
Pass-Through the Housing Authority:				
County of Alameda	14.856	CA39-K067	12,743	
Subtotal CFDA Cluster 14.182 & 14.856			352,981	
Direct program:	14,157	121-EH123	145,395	- 25
Low Income Housing Assistance (Note E)	14,137	121-611123	145,585	350
Pass-Through Community Development Block Grants from:				
City of Alameda	14.218	B-03-MC-06-0007	25,961	
City of Dublin	14.218	B-03-MC-06	10,000	590
City of Fremont	14.218	B-03-06-0011	83,562	(€)
City of Union City	14.218	B-03-MC-06-0012	14,000	(4)
City of Oakland	14.218	B-03-MC-06-0013	32,800	
City of Pleasanton (Note B)	14.218	B-03-MC-06	27,893 185,097	121
County of Alameda	14.218	B-00-UC-00-1417	165,097 359,313	
Total Community Development Block Grants (Subtotal CFDA 14.218)				
Pass-Through the State of California:		EHAP		267,058
LIOD O	14.235	CA39-P91-1013	35,800	207,030
HCD Community Development (Note C)	14.233	Contract #91-HRL-PH007	•	
Subtotal CFDA 14.235			35,800	(a)
TOTAL DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT			893,489	267,058
DEPARTMENT OF LABOR EMPLOYMENT TRAINING				
Pass-Through the County of Alameda				
Workforce Investment Act - Youth Activities	17.259	N/A	246,507	
DEPARTMENT OF EDUCATION				
Pass-Through the State of California				
Rehabilitation Services	84,126	N/A	3,200	
DEPARTMENT OF VETERAN AFFAIRS				
Direct:	04.000	N/A	20,640	_
Veterans Medical Health Benefits	64.009	19//5	20,040	
SUBTOTAL EXPENDITURES OF FEDERAL AND STATE AWARDS		!	\$ 1,577,032 \$	314,710
STATE AWARDS ONLY		HE08-144 (A,B)	s - \$	5,471,108
Alameda County Behavioral Health Care Services		(100-144 (10)	• •	0,471,700
A CONTRACTOR OF THE AMARDS			4 577 020 6	5,785,818
TOTAL EXPENDITURES OF FEDERAL AND STATE AWARDS			\$ 1,577,032 \$	5,765,616
Note A: Outstanding loan balances			\$ 340,238	
Loan funds borrowed in 2013			\$ -	
Note B: Outstanding loan balances			\$ 27,893 \$ =	
Loan funds borrowed in 2013 Note C: Outstanding loan balances			\$ 35,800	
Note C: Outstanding loan balances Loan funds borrowed in 2013			\$ -	
Note E: This program is under East Bay Transitional Homes, Inc.				
Note D: Basis of Presentation				
The accompanying schedule of expenditures of federal awards incl	ludes the f	ederal grant activity of Bay	Area Community	
Services Inc. and is presented on the accrual basis of account	ng. The i	nformation in this schedule	is presented in	
accordance with the requirements of OMB Circular A-133, "Au	udits of S	tates, Local Governments	, and Non-Probl	
organizations" Therefore, some amounts presented in this sched	uie may c	amer from amounts presen	iou in, or used in	
the preparation of, the basic financial statements.		N-1	- 41	
Note F: Significant accounting policies used in preparation of this schedule	are the se	ame policies used in prepar	อแอก	
of the financial statements and are summarized in Note 2 of the No	71 42 (0 (118	mignetal state (nomes.		

IZABAL, BERNACIAK & COMPANY CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board of Directors

Bay Area Community Services, Inc.

Oakland, California

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of Bay Area Community Services, Inc., which comprise the consolidated statement of financial position as of June 30, 2013, and the related consolidated statement of activities, consolidated statement of functional expenses and consolidated statement of cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated December 19, 2013.

Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered Bay Area Community Services, Inc.'s internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Bay Area Community Services, Inc.'s internal control. Accordingly, we do not express an opinion on the effectiveness of Bay Area Community Services, Inc.'s internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis. A material weakness is a deficiency, or combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether Bay Area Community Services, Inc.'s consolidated financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing* Standards in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

San Francisco, California

Jake Berneut Cysy

December 19, 2013

IZABAL, BERNACIAK & COMPANY CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY OMB CIRCULAR A-133

Board of Directors

Bay Area Community Services, Inc.
Oakland, California

Report on Compliance for Each Major Federal Program

We have audited Bay Area Community Services, Inc.'s compliance with the types of compliance requirements described in the *OMB Circular A-133 Compliance Supplement* that could have a direct and material effect on each of Bay Area Community Services, Inc.'s major federal programs for the year ended June 30, 2013. Bay Area Community Services, Inc.'s major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts and grants applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of Bay Area Community Services, Inc.'s major federal programs based on our audit of the types of compliance requirements referred to above.

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and *OMB Circular A-133*, *Audits of States, Local Governments, and Non-Profit Organizations (OMB Circular a-133)*. Those standards and *OMB Circular A-133* require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types compliance requirements referred to above that could have a direct and material effect on the major federal programs occurred. An audit includes examining, on a test basis, evidence about Bay Area Community Services, Inc.'s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion on compliance with each major program. However, our audit does not provide a legal determination of Bay Area Community Services, Inc.'s compliance.

Opinion on Each Major Federal Program

In our opinion, Bay Area Community Services, Inc. complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on each of its major federal programs identified above for the year ended June 30, 2013.

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Report on Internal Control Over Compliance

Management of Bay Area Community Services, Inc. is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered Bay Area Community Services, Inc.'s internal control over compliance with the types of requirements that could have a direct and material effect on each major program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the *OMB Circular A-133*, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Bay Area Community Services, Inc.'s internal control over compliance.

A deficiency in internal control over compliance exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirements of a federal program on a timely basis. A material weakness in internal control over compliance is a deficiency, or combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a compliance requirement will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be *material weaknesses* or *significant deficiencies*. We did not identify any deficiencies in internal control over compliance that we consider to be *material weaknesses*, as defined above. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of our testing based on the requirements of *OMB Circular A-133*. Accordingly, this report is not suitable for any other purpose.

San Francisco, California

Jul A. Burnele - Copy

December 19, 2013

BAY AREA COMMUNITY SERVICES, INC. SCHEDULE OF FINDINGS AND QUESTIONED COSTS FOR THE FISCAL YEAR ENDED JUNE 30, 2013

SUMMARY OF AUDITOR'S RESULTS					
Financial Statements 1. Type of Financial Statement Report	UNQUALIFIED				
Internal Control over Financial Reporting: Material Weakness(es) Identified Significant Deficiency(ies) Identified	NONE NONE REPORTED				
Noncompliance Disclosed by Audit Which Is Material to Financial Statements	NONE				
Federal Awards					
Internal Control Over Major Programs: Material Weakness(es) Identified Significant Deficiency(ies) Identified	NONE NONE REPORTED				
Type of Compliance Report Major Programs	UNQUALIFIED				
OMB A-133 Subpart E.510a Audit Finding Disclosed by Audit	NONE REPORTED				
4. Major Programs:	14.157 Supportive Housing For the Elderly				
	14.218 Community Development Block Grants				
	Section 8 – Project-Based Cluster 14.182 New Construction & Substantial Rehab.				
	14.856 Lower Income Housing Assistance Program - Section 8 Moderate Rehabilitation				
5. Dollar Threshold for Type A Programs	\$300,000				
6. Auditee Qualification	LOW RISK				
B. Findings Relating to the Financial Statements Which Are Required to Be Reported in Accordance with GAGAS	NONE REPORTED				
C. Findings and Questioned Costs for Federal Awards Including Audit Findings Defined in OMB A-133 Subpart E.510a	NONE REPORTED				

BAY AREA COMMUNITY SERVICES, INC. SCHEDULE OF PRIOR YEAR FINDINGS AND QUESTIONED COSTS FOR THE FISCAL YEAR ENDED JUNE 30, 2013

There were no findings noted for the year ended June 30, 2012.