

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2023 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023	
A	This return/report is for: ☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.) ☒ a single-employer plan ☐ a DFE (specify) _____ ☐ the first return/report ☐ the final return/report ☒ an amended return/report ☐ a short plan year return/report (less than 12 months)
C	If the plan is a collectively-bargained plan, check here. ▶ ☐
D	Check box if filing under: ☒ Form 5558 ☐ automatic extension ☐ the DFVC program ☐ special extension (enter description)
E	If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. ▶ ☐

Part II	Basic Plan Information—enter all requested information
1a	Name of plan THE FAMILY PLACE 403(B) PLAN
1b	Three-digit plan number (PN) ▶ 001
1c	Effective date of plan 01/01/1993
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) THE FAMILY PLACE, INC. PO BOX 7999 DALLAS, TX 75209-0999 2241 BUTLER STREET DALLAS, TX 75235
2b	Employer Identification Number (EIN) 75-1590896
2c	Plan Sponsor's telephone number 214-443-7716
2d	Business code (see instructions) 624100

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2024	SHONNA PUMPHREY
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 210
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits f Total. Add lines 6d and 6e g(1) Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) g(2) Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 169 6a(2) 190 6b 0 6c 53 6d 243 6e 0 6f 243 6g(1) 106 6g(2) 110 6h 13
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2F 2G 2M 2T

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☒ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1)** ☒ **R** (Retirement Plan Information)
- (2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3)** ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary
- (4)** ☐ **DCG** (Individual Plan Information) – Number Attached _____
- (5)** ☐ **MEP** (Multiple-Employer Retirement Plan Information)

b General Schedules

- (1)** ☒ **H** (Financial Information)
- (2)** ☐ **I** (Financial Information – Small Plan)
- (3)** ☒ **A** (Insurance Information) – Number Attached 1
- (4)** ☒ **C** (Service Provider Information)
- (5)** ☒ **D** (DFE/Participating Plan Information)
- (6)** ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2023 Form M-1 annual report. If the plan was not required to file the 2023 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE A (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Insurance Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500. ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	OMB No. 1210-0110 2023 This Form is Open to Public Inspection
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan THE FAMILY PLACE 403(B) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE FAMILY PLACE, INC.	D Employer Identification Number (EIN) 75-1590896	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier
PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
06-1050034	93629	GA-063162	0	01/01/2023	12/31/2023

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	(b) Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end **4** 0**5** Current value of plan's interest under this contract in separate accounts at year end **5****6** Contracts With Allocated Funds:**a** State the basis of premium rates ▶**b** Premiums paid to carrier **6b****c** Premiums due but unpaid at the end of the year **6c****d** If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. **6d**
Specify nature of costs ▶**e** Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity(3) ☐ other (specify) ▶**f** If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)**a** Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee(3) ☒ guaranteed investment (4) ☐ other ▶**b** Balance at the end of the previous year **7b** 0**c** Additions: (1) Contributions deposited during the year **7c(1)**
(2) Dividends and credits **7c(2)**
(3) Interest credited during the year **7c(3)**
(4) Transferred from separate account **7c(4)**
(5) Other (specify below) **7c(5)**(6) Total additions **7c(6)** 0**d** Total of balance and additions (add lines **7b** and **7c(6)**) **7d** 0**e** Deductions:(1) Disbursed from fund to pay benefits or purchase annuities during year **7e(1)**(2) Administration charge made by carrier **7e(2)**(3) Transferred to separate account **7e(3)**(4) Other (specify below) **7e(4)**(5) Total deductions **7e(5)** 0**f** Balance at the end of the current year (subtract line **7e(5)** from line **7d**) **7f** 0

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
b ☐ Dental
c ☐ Vision
d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
f ☐ Long-term disability
g ☐ Supplemental unemployment
h ☐ Prescription drug
i ☐ Stop loss (large deductible)
j ☐ HMO contract
k ☐ PPO contract
l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	0
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	0
(4) Claims charged		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions	9c(1)(A)		
(B) Administrative service or other fees	9c(1)(B)		
(C) Other specific acquisition costs	9c(1)(C)		
(D) Other expenses	9c(1)(D)		
(E) Taxes	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges	9c(1)(G)		
(H) Total retention		9c(1)(H)	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement		9d(1)	
(2) Claim reserves		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).)		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount	10b	

Specify nature of costs.

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A?..... ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection.

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023

A Name of plan THE FAMILY PLACE 403(B) PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 THE FAMILY PLACE, INC.	D Employer Identification Number (EIN) 75-1590896

Part I

Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1

Information on Persons Receiving Only Eligible Indirect Compensation

- a

Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).....

X

YesNo
- b

If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

BOKF, NAPO BOX 880TULSA, OH 74101

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

BOKF NA

PO BOX 880
TULSA, OK 74101

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 37 52 59 60 64 63 68 62	CUSTODIAN	6904	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration		DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2023 This Form is Open to Public Inspection.	
For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023					
A Name of plan THE FAMILY PLACE 403(B) PLAN				B Three-digit plan number (PN) ▶ 001	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 THE FAMILY PLACE, INC.				D Employer Identification Number (EIN) 75-1590896	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: PRUDENTIAL PRINCIPAL PRESERVATION					
b Name of sponsor of entity listed in (a): PRUDENTIAL RETIREMENT INSURANCE ANNUITY COMPANY					
c EIN-PN 06-1050034-000		d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)		

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs, other than DCGs)

(Complete as many entries as needed to report all participating plans. DCGs must report each participating plan using Schedule DCG.)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2023
		This Form is Open to Public Inspection

For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan THE FAMILY PLACE 403(B) PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 THE FAMILY PLACE, INC.		
		D Employer Identification Number (EIN) 75-1590896

Part I	Asset and Liability Statement		
1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.			
	Assets	(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	13061	12521
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	569	2369
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	0	383807
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	39724	42783
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	392113	0
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	2151195	2713553
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	2596662	3155033
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	2596662	3155033

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	71808	
(B) Participants	2a(1)(B)	221877	
(C) Others (including rollovers)	2a(1)(C)	0	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		293685
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	2791	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		2791
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	50971	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		50971
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	908549	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	809733	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		-29243
(7) Net investment gain (loss) from pooled separate accounts.....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts.....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities.....	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		345121
c Other income	2c		
d Total income. Add all income amounts in column (b) and enter total	2d		762141

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	196587	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		196587
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses:			
(1) Salaries and allowances	2i(1)		
(2) Contract administrator fees.....	2i(2)		
(3) Recordkeeping fees.....	2i(3)	5366	
(4) IQPA audit fees.....	2i(4)		
(5) Investment advisory and investment management fees	2i(5)	891	
(6) Bank or trust company trustee/custodial fees	2i(6)	1	
(7) Actuarial fees	2i(7)		
(8) Legal fees	2i(8)		
(9) Valuation/appraisal fees	2i(9)		
(10) Other trustee fees and expenses	2i(10)		
(11) Other expenses	2i(11)	46	
(12) Total administrative expenses. Add lines 2i(1) through (11)	2i(12)		6304
j Total expenses. Add all expense amounts in column (b) and enter total	2j		202891

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		559250
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		879

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unmodified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1) ☒ DOL Regulation 2520.103-8 (2) ☐ DOL Regulation 2520.103-12(d) (3) ☐ neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **FORVIS, LLP**

(2) EIN: **44-0160260**

d The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1) ☐ This form is filed for a CCT, PSA, DCG or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		☒	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		☒	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		☒	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		☒	
e Was this plan covered by a fidelity bond?	☒		2000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		☒	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		☒	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	☒		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		☒	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		☒	
l Has the plan failed to provide any benefit when due under the plan?		☒	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)		☒	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
THE FAMILY PLACE, INC 457(B) PLAN	75-1590896	002
THE FAMILY PLACE, INC 457(F) PLAN	75-1590896	003

5c Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) ☐ Yes ☐ No ☐ Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year _____.

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2023 This Form is Open to Public Inspection.
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For calendar plan year 2023 or fiscal plan year beginning 01/01/2023 and ending 12/31/2023		
A Name of plan THE FAMILY PLACE 403(B) PLAN	B Three-digit plan number (PN) 001	
C Plan sponsor's name as shown on line 2a of Form 5500 THE FAMILY PLACE, INC.	D Employer Identification Number (EIN) 75-1590896	

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 73-6210970 Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
---------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? If the plan is a defined benefit plan, go to line 8.	☐ Yes ☐ No ☐ N/A
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.	
6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived)	6a
b Enter the amount contributed by the employer to the plan for this plan year	6b
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount)	6c
If you completed line 6c, skip lines 8 and 9.	
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes ☐ No ☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?	☐ Yes ☐ No ☐ N/A

Part III	Amendments
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9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.	☐ Increase ☐ Decrease ☐ Both ☐ No
---	--

Part IV	ESOPs (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
---------	--

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?	☐ Yes ☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes ☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes ☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes ☐ No

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for: a The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: ☐ last contributing employer ☐ alternative ☐ reasonable approximation (see instructions for required attachment) b The plan year immediately preceding the current plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment) c The second preceding plan year. ☐ Check the box if the number reported is a change from what was previously reported (see instructions for required attachment)	14a 14b 14c	
15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to: a The corresponding number for the plan year immediately preceding the current plan year b The corresponding number for the second preceding plan year	15a 15b	
16 Information with respect to any employers who withdrew from the plan during the preceding plan year: a Enter the number of employers who withdrew during the preceding plan year b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16a 16b	
17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐		

Part VI	Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans
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18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment..... ☐	
19 If the total number of participants is 1,000 or more, complete lines (a) and (b): a Enter the percentage of plan assets held as: Public Equity: _____% Private Equity: _____% Investment-Grade Debt and Interest Rate Hedging Assets: _____% High-Yield Debt: _____% Real Assets: _____% Cash or Cash Equivalents: _____% Other: _____% b Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets: ☐ 0-5 years ☐ 5-10 years ☐ 10-15 years ☐ 15 years or more	
20 PBGC missed contribution reporting requirements. If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20. a Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero? ☐ Yes ☐ No b If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box: ☐ Yes. ☐ No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date. ☐ No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date. ☐ No. Other. Provide explanation. _____	

Part VII	IRS Compliance Questions
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21a Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules? ☐ Yes ☒ No 21b If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2). ☐ Design-based safe harbor method ☐ "Prior year" ADP test ☒ "Current year" ADP test ☐ N/A	
22 If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter <u>03 / 31 / 2017</u> (MM/DD/YYYY) and the Opinion Letter serial number <u>J500394A</u> .	



The Family Place

Independent Auditor's Reports and Consolidated Financial Statements

December 31, 2023



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Independent Auditor's Report

Board of Directors
The Family Place
Dallas, Texas

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of The Family Place and its subsidiaries (The Family Place Dallas Real Estate, Inc. and The Family Place Foundation), which comprise the consolidated statement of financial position as of December 31, 2023, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of The Family Place and its subsidiaries, as of December 31, 2023, 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.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are required to be independent of The Family Place and its subsidiaries and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

The financial statements of The Family Place Dallas Real Estate, Inc. and The Family Place Foundation, which are included in The Family Place's consolidated financial statements, were not audited in accordance with *Government Auditing Standards*.

Responsibilities of Management for the Financial Statements

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

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about The Family Place and its subsidiaries' ability to continue as a going concern within one year after the date that the consolidated financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance, and therefore, is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

- In performing an audit in accordance with GAAS and *Government Auditing Standards*, we:
- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Family Place and its subsidiaries' internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about The Family Place and its subsidiaries' ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The accompanying supplementary information, including the consolidating schedules and the schedule of expenditures of federal and state awards required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and State of Texas *Grant Management Standards* (TxGMS) are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with GAAS. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated September 30, 2024, on our consideration of The Family Place and Subsidiaries' internal control over financial reporting and our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. The purpose of that report is solely 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 the effectiveness of The Family Place and Subsidiaries' 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 The Family Place and Subsidiaries' internal control over financial reporting and compliance.

Forvis Mazars, LLP

**Fort Worth, Texas
September 30, 2024**

The Family Place
Consolidated Statement of Financial Position
December 31, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Assets			
Cash and cash equivalents	\$ 3,634,561	\$ 2,731,410	\$ 6,365,971
Pledge receivable, net of allowance & discount \$38,971	41,149	200,530	241,679
Grants receivable	938,097	-	938,097
Other receivables	48,026	500	48,526
Prepaid expenses	178,154	-	178,154
Deposits and other assets	102,172	-	102,172
Investments, at fair value	3,652,041	4,207,068	7,859,109
Property, fixtures, and equipment, net of depreciation \$9,198,349	19,692,207	-	19,692,207
Right of use asset - operating lease	1,772,119	-	1,772,119
Right of use asset - finance lease	200,388	-	200,388
Total assets	<u>\$ 30,258,914</u>	<u>\$ 7,139,508</u>	<u>\$ 37,398,422</u>
Liabilities			
Accounts payable and accrued liabilities	\$ 966,788	\$ -	\$ 966,788
Operating lease liabilities, net	1,806,650	-	1,806,650
Finance lease liabilities, net	197,307	-	197,307
Total liabilities	<u>2,970,745</u>	<u>-</u>	<u>2,970,745</u>
Net Assets			
Without donor restrictions			
Undesignated	20,977,970	-	20,977,970
Designated by the board			
For quasi-endowment	3,652,041	-	3,652,041
For facilities and technology	107,225	-	107,225
For professional development	21,054	-	21,054
For employee retention	149,301	-	149,301
For client assistance	100,578	-	100,578
For residential facilities	850,000	-	850,000
For future operations	1,330,000	-	1,330,000
For non-residential facilities	100,000	-	100,000
With donor restrictions	<u>-</u>	<u>7,139,508</u>	<u>7,139,508</u>
Total net assets	<u>27,288,169</u>	<u>7,139,508</u>	<u>34,427,677</u>
Total liabilities and net assets	<u>\$ 30,258,914</u>	<u>\$ 7,139,508</u>	<u>\$ 37,398,422</u>

The Family Place
Consolidated Statement of Activities
Year Ended December 31, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Public Support and Revenue			
Public Support			
Contributions	\$ 3,277,093	\$ 780,271	\$ 4,057,364
Special events, net	2,124,613	-	2,124,613
In-kind goods and services	2,846,185	-	2,846,185
United Way	492,990	-	492,990
Total public support	8,740,881	780,271	9,521,152
Grants from governmental agencies	6,152,095	-	6,152,095
Other revenue			
Resale shop sales	1,003,335	-	1,003,335
Net investment return	758,957	616,375	1,375,332
Program service fees	70,000	-	70,000
Gain on debt forgiveness	3,397,100	-	3,397,100
Miscellaneous income	332,859	-	332,859
Total other revenue	5,562,251	616,375	6,178,626
Net Asset Released from Restrictions	491,811	(491,811)	-
Total public support and revenue	20,947,038	904,835	21,851,873
Program and Supporting Services			
Program Services			
Emergency shelters & housing	7,474,934	-	7,474,934
Counseling	2,520,922	-	2,520,922
Community collaboration	3,398,562	-	3,398,562
Total program services	13,394,418	-	13,394,418
Supporting Services			
Management and general	2,172,616	-	2,172,616
Fundraising	1,441,086	-	1,441,086
Total supporting services	3,613,702	-	3,613,702
Total program and supporting services	17,008,120	-	17,008,120
Change in Net Assets	3,938,918	904,835	4,843,753
Net Assets, Beginning of Year	23,349,251	6,234,673	29,583,924
Net Assets, End of Year	\$ 27,288,169	\$ 7,139,508	\$ 34,427,677

The Family Place
Consolidated Statement of Functional Expenses
Year Ended December 31, 2023

	Program Services				Supporting Services			
	Emergency Shelters & Housing	Counseling	Community Collaboration	Total	Management and General	Fund- Raising	Total	Total
Salaries	\$ 4,181,944	\$ 1,338,390	\$ 1,772,682	\$ 7,293,016	\$ 1,287,737	\$ 582,820	\$ 1,870,557	\$ 9,163,573
Employee benefits	402,796	148,196	157,651	708,643	142,375	59,515	201,890	910,533
Payroll taxes, etc	373,952	110,080	144,548	628,580	86,804	46,449	133,253	761,833
Total salaries and related	4,958,692	1,596,666	2,074,881	8,630,239	1,516,916	688,784	2,205,700	10,835,939
Professional fees and contract	354,236	142,941	272,073	769,250	343,842	414,087	757,929	1,527,179
Office & telecommunications	64,344	30,070	54,708	149,122	47,848	45,403	93,251	242,373
Agency occupancy	747,251	348,293	736,910	1,832,454	36,840	38,160	75,000	1,907,454
Printing & public relations	-	-	859	859	407	183,577	183,984	184,843
Transportation	22,643	3,792	9,496	35,931	1,861	604	2,465	38,396
Conferences & meetings	26,407	16,214	27,837	70,458	41,450	10,020	51,470	121,928
Client assistance	619,152	147,542	130,640	897,334	1,648	-	1,648	898,982
Liability insurance	93,932	27,366	43,757	165,055	3,015	1,590	4,605	169,660
Special events expense	-	-	-	-	-	486,162	486,162	486,162
Miscellaneous expenditures	-	6,932	-	6,932	-	12,700	12,700	19,632
Total before interest, amortization & depreciation	6,886,657	2,319,816	3,351,161	12,557,634	1,993,827	1,881,087	3,874,914	16,432,548
Amortization	35,122	12,902	15,156	63,180	6,397	4,300	10,697	73,877
Interest	31,271	26,249	2,230	59,750	14,124	5,947	20,071	79,821
Depreciation	521,884	161,955	30,015	713,854	158,268	35,914	194,182	908,036
Total expenses	7,474,934	2,520,922	3,398,562	13,394,418	2,172,616	1,927,248	4,099,864	17,494,282
Less expenses deducted directly from revenues on the consolidated statement of activities as cost of direct benefit to donors	-	-	-	-	-	(486,162)	(486,162)	(486,162)
Total expenses included in the expense section on the consolidated statement of activities	\$ 7,474,934	\$ 2,520,922	\$ 3,398,562	\$ 13,394,418	\$ 2,172,616	\$ 1,441,086	\$ 3,613,702	\$ 17,008,120

See Notes to Consolidated Financial Statements

The Family Place
Consolidated Statement of Cash Flows
Year Ended December 31, 2023

Operating Activities

Change in net assets	\$ 4,843,753
Adjustments to reconcile decrease in net assets to net cash provided by (used in) operating activities:	
Depreciation	908,036
Lease amortization	73,877
Noncash operating lease expense	453,885
Gain on debt forgiveness	(3,397,100)
Net unrealized and realized gains on investments	(951,742)
Contributions restricted for long-term investment	(35,000)
Contributed property and buildings	(2,419,993)
Changes in operating assets and liabilities:	
Receivables	555,444
Prepaid expenses	32,284
Deposits and other assets	29,626
Accounts payable and accrued expenses	(327,534)
Operating lease liability	(440,375)
Net cash used in operating activities	(674,839)

Investing Activities

Purchases of property, fixtures, and equipment	(215,561)
Proceeds from sales of investments	194,703
Purchases of investments	(270,465)
Net cash used in investing activities	(291,323)

Financing Activities

Principal payments on finance lease liabilities	(80,386)
Contributions restricted for long-term investment	35,000
Net cash used in financing activities	(45,386)

Net Decrease in Cash and Cash Equivalents (1,011,548)

Cash and Cash Equivalents, Beginning of Year 7,377,519

Cash and Cash Equivalents, End of Year \$ 6,365,971

Supplemental Cash Flows Information

Cash paid for interest	\$ 78,933
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Note 1. Nature of Operations and Summary of Significant Accounting Policies

Nature of Operations

The Family Place (Agency), The Family Place Dallas Real Estate, Inc. (DRE) and The Family Place Foundation (Foundation) are collectively known as the Organizations. The Agency is a voluntary health and welfare organization with the stated mission of stopping family violence. The programs operated by the Agency educate the public about family violence, provide counseling for victims of family violence, deliver continuous telephone assistance, present prevention programs for youth and provide counseling for batterers. The Agency maintains a safe campus for victims and their families, which provides emergency shelter, extended-stay transitional housing, a licensed child development center, K-2nd grade school for children, and employment and life-skills training for adults.

In 2016, DRE was formed as a supporting organization within the meaning of Section 509(a)(3) of the Code to benefit the Agency. The Agency is a public charity under Sections 509(a)(1) and 170(b)(1)(A)(iv) of the Code. DRE borrowed funds through a new markets tax credit (NMTC) structure, owns certain real property contributed to it by the Agency, developed said property by constructing a 56,000 square foot facility (Ann Moody Place) that includes space for administrative offices, an emergency shelter, client counseling, youth education, job training, childcare and other social services, and leases the property and improvements to the Agency.

Chase Community Equity, LLC (Chase) made an equity contribution of \$3,857,100 in the Chase NMTC Family Place Investment Fund, LLC (Fund) and the Fund obtained a loan in the principal amount of \$7,872,900 from the Agency. Collectively, the Fund used the proceeds of the Fund Investment to make an equity contribution of \$11,500,000 in DRE, which is intended to be a "qualified equity investment" (QEI) as defined in Section 45D(b) of the Code.

The DRE has two loans to the Fund in the aggregate principal amount of \$11,270,000 to finance the Project (Ann Moody Place). The loans, in the principal amounts of \$7,872,900 (Loan A) and \$3,397,100 (Loan B), bear interest at 1.164% per annum and require payments of interest only on November 30 of each year. The loans are secured by the property and rights and accounts relating thereto. DRE will lease the property to the Agency, pursuant to a lease agreement dated as of June 15, 2016. DRE is intended to be treated as a qualified active low-income community business as defined in Section 45D(d)(2) of the Code and the Treasury Regulations thereunder (QALICB) and each of the loans is intended to constitute a qualified low-income community investment under Section 45D(d)(2) of the Code (QLICI).

The parties understand and acknowledge that the Borrower's operations will be located in an economically distressed and underserved community within Census Tract 48113000401. The tract qualifies as an "Area of Greater Economic Distress" as defined by the CDFI Fund based on a Median Family Income of 46.01% of the metropolitan area median family income per 2006-2010 American Community Survey.

The availability of NMTCs has enabled the Lender to provide the Loan on terms and conditions that are flexible and non-conventional, including interest rates that are at least 50% lower than the prevailing market rates for equivalent products, longer than standard amortization, longer than standard interest-only period, higher than standard loan-to-value ratio, lower than standard origination fees, lower than standard loan loss reserve, and lower than standard debt coverage ratio.

The NMTC Beneficiary acknowledges that the Lender's agreement to execute the Loan Agreement and make the Loan is expressly predicated upon (1) the NMTC Beneficiary's agreement to sign, deliver and perform under the requirements set forth in this Agreement, (2) the Project's location in a community lacking adequate access to capital, (3) the significant community development benefits that will be delivered to Low-Income Communities and Low-Income Persons as a result of the Project, (4) the significant benefits that will be delivered to Low-Income Persons within Low-Income Communities by the Project.

**The Family Place
Notes to Consolidated Financial Statements
December 31, 2023**

Loan A and Loan B were forgiven in 2023 pursuant to the agreement, as DRE maintained compliance with all relevant requirements of the loans. Loan A, including the related interest and forgiveness, is eliminated in the accompanying schedules of consolidating financial position and activities.

In 2007, the Foundation was formed as a public charity within the meaning of Sections 501(a) and 170(b)(1)(A)(vi) of the Internal Revenue Code (IRC) to operate exclusively for charitable purposes by engaging directly in support of or by making distributions to the Agency.

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Agency, DRE and the Foundation. All significant accounts and transactions between the Agency, DRE and the Foundation have been eliminated in consolidation.

Basis of Accounting

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

Use of Estimates

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

Cash and Cash Equivalents

The Organizations consider all liquid investments with original maturities of three months or less to be cash equivalents. Uninvested cash and cash equivalents included in investment accounts are not considered to be cash and cash equivalents. At December 31, 2023, cash equivalents consisted primarily of a sweep account held with a financial institution.

At December 31, 2023, the Organizations' cash accounts exceeded federally insured limits by approximately \$4,900,000. The Organizations have not experienced any losses in such accounts. Management monitors the ongoing business of such financial institutions and does not believe undue investment risk exists.

Investments and Net Investment Return

Investments in equity securities having a readily determinable fair value and in all debt securities are carried at fair value. Investment return includes dividend, interest and other investment income and realized and unrealized gains and losses on investments carried at fair value, less investment expenses.

Investment return that is initially restricted by donor stipulation and for which the restriction will be satisfied in the same year is recorded without donor restriction. Other investment return is reflected in the accompanying consolidated statement of activities with or without donor restrictions based upon the existence and nature of any donor or legally imposed restrictions.

Investments are comprised of mutual funds. The fair values of mutual funds are determined primarily by reference to quoted market prices. Changes in market conditions may affect future designations and/or market valuations, which will be monitored, as necessary, by management.

Grants and Other Receivables

Grants and other receivables are stated at the amount billed plus any accrued and unpaid interest. The Organizations provide an allowance for doubtful accounts, which is based upon a review of outstanding receivables, historical collection information and existing economic conditions. Accounts receivable are ordinarily due 30 days after the issuance of the invoice. Account balances past due more than 180 days are considered delinquent. Delinquent receivables are written off based on individual credit evaluation and specific circumstances of the donor.

Property, Fixtures and Equipment

Property, fixtures and equipment are stated at cost less accumulated depreciation. Depreciation is charged to expense using the straight-line method over the estimated useful life of each asset. Assets under finance lease obligations and leasehold improvements are depreciated over the shorter of the lease term or their respective estimated useful lives. Depreciation is computed using the straight-line method over periods of 3 to 30 years. Generally, the Organizations capitalize assets in excess of \$3,500.

Deferred Revenue

Revenue from special events and grants is deferred and recognized over the periods to which the events and grants relate. For the year ended December 31, 2023, \$121,796 of deferred revenue is included in accounts payable and accrued liabilities in the accompanying consolidated statement of financial position.

Net Assets

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

Net assets without donor restrictions are available for use in general operations and not subject to donor or certain grantor restrictions. The governing board has designated, from net assets without donor or certain grantor restrictions, net assets for an operating reserve and certain purposes, as well as a board-designated endowment.

Net assets with donor restrictions are subject to donor or certain grantor restrictions. Some restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other restrictions are perpetual in nature, where the donor or grantor stipulates that resources be maintained in perpetuity.

Revenue Recognition

Revenue is measured as the amount of consideration the Organizations expect to receive in exchange for transferring distinct goods or providing benefit to event attendees. The Organizations' revenue consists substantially of product sales from the resale shop and benefits provided in exchange to event attendees. The Organizations recognize revenue when performance obligations under the terms of contracts with its customers or event attendees are satisfied, which occurs when control passes to a customer to enable them to direct the use of and obtain benefit from a product or when the event occurs. This typically occurs when a customer obtains legal title at the point of sale or when the event occurs.

All revenues were recognized at a point in time for the year ended December 31, 2023.

The Family Place
Notes to Consolidated Financial Statements
December 31, 2023

Contributions

Contributions are provided to the Organizations 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
<i>Conditional gifts, with or without restriction</i>	
Gifts that depend on the Organizations overcoming a donor-imposed barrier to be entitled to the funds	Not recognized until the gift becomes unconditional, i.e. the donor imposed barrier is met
<i>Unconditional gifts, with or without restriction</i>	
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 consolidated 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 and net assets without donor restrictions.

Conditional contributions having donor stipulations which are satisfied in the period the gift is received are recorded as revenue and net assets without donor restrictions.

Conditional Gifts

The Agency has received the following conditional promises to give at December 31, 2023 that are not recognized in the financial statements:

Conditional government grants restricted by time and purpose	\$ 6,661,196
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Government Grants

Support funded by grants is recognized as the Agency meet the conditions prescribed by the grant agreement, performs the contracted services or incurs outlays eligible for reimbursement under the grant agreements. Grant activities and outlays are subject to audit and acceptance by the granting agency and, as a result of such audit, adjustments could be required.

Income Taxes

The Organizations are exempt from income taxes under Section 501 of the IRC and a similar provision of state law. However, the Organizations are subject to federal income tax on any unrelated business taxable income. The Organizations had no unrelated business income during the year ended December 31, 2023.

The Organizations file tax returns in the U.S. federal jurisdiction.

Functional Allocation of Expenses

The costs of supporting the various programs and other activities have been summarized on a functional basis in the consolidated statement of activities. The consolidated statement of functional expenses presents the natural classification detail of expenses by function. Certain costs have been allocated among the program, management and general and fundraising categories based on actual usage or management's estimate of usage applicable to the various programs and supporting services benefited.

Taxes Collected from Customers and Remitted to Governmental Authorities

Taxes collected from customers and remitted to governmental authorities are presented in the accompanying consolidated statement of activities on a net basis.

Note 2. Grant Receivables

The Agency receives its grant support through periodic claims filed with the respective funding sources, not to exceed a limit specified in the funding agreement. Since the accompanying consolidated financial statements of the Organizations are prepared on the accrual basis, all earned portions of the grants not yet received as of December 31, 2023, have been recorded as receivables, which totaled \$938,097. The Agency expects to receive the December 31, 2023, grant receivables within the next year, and therefore, has provided no allowance for uncollectible accounts or discount.

The Family Place
Notes to Consolidated Financial Statements
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Note 3. Receivables

At December 31, 2023, receivables consisted of the following:

	Without Donor Restriction	With Donor Restriction	Total
Receivables due in one to five years			
Pledges receivable	\$ 41,249	\$ 196,751	\$ 238,000
Grants receivable	938,097	-	938,097
Other receivable	48,026	500	48,526
	<u>1,027,372</u>	<u>197,251</u>	<u>1,224,623</u>
Receivables due within one year	1,027,372	197,251	1,224,623
Pledge receivables due in one to five years	-	42,650	42,650
Less allowance for uncollectible pledges	(100)	(37,189)	(37,289)
Less unamortized discount of pledges	<u>-</u>	<u>(1,682)</u>	<u>(1,682)</u>
Total receivables, net	<u>\$ 1,027,272</u>	<u>\$ 201,030</u>	<u>\$ 1,228,302</u>

The rate used for discount calculations was 0.46% in 2023.

Reconciliation of receivables to the statement of financial position at December 31, 2023:

Pledges receivable, net	\$ 241,679
Grants receivable	938,097
Other receivable	<u>48,526</u>
Total receivables, net	<u>\$ 1,228,302</u>

Note 4. Investments and Net Investment Return

Investments at December 31, 2023 consisted of the following:

Mutual funds – equities	\$ 5,688,955
Mutual funds – fixed income	<u>2,170,153</u>
Total investments	<u>\$ 7,859,108</u>

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Total net investment return is comprised of the following for the year ended December 31, 2023:

Interest and dividend income	\$ 446,460
Realized and unrealized gain on investments	951,742
Investment fees	<u>(22,870)</u>
Total investment return	<u>\$ 1,375,332</u>

Note 5. Disclosures About Fair Value of Investments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements must maximize the use of observable inputs and minimize the use of unobservable inputs. There is a hierarchy of three levels of inputs that may be used to measure fair value:

Level 1 Quoted prices in active markets for identical assets.

Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets.

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets.

Recurring Measurements

The following table presents the fair value measurements of assets recognized in the accompanying consolidated statement of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2023:

	Fair Value	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds – equities	\$ 5,688,955	\$ 5,688,955	\$ -	\$ -
Mutual funds – fixed income	2,170,153	2,170,153	-	-
Total investments	<u>\$ 7,859,108</u>	<u>\$ 7,859,108</u>	<u>\$ -</u>	<u>\$ -</u>

The Family Place
Notes to Consolidated Financial Statements
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The following is a description of the inputs and valuation methodologies used for assets measured at fair value on a recurring basis and recognized in the accompanying consolidated statement of financial position, as well as the general classification of such assets pursuant to the valuation hierarchy. There have been no significant changes in the valuation techniques or transfers between levels during the year ended December 31, 2023.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available, then fair values are estimated by using quoted prices of securities with similar characteristics or independent asset pricing services and pricing models, the inputs of which are market-based or independently sourced market parameters, including, but not limited to, yield curves, interest rates, volatilities, prepayments, defaults, cumulative loss projections and cash flows. Such securities are classified in Level 2 of the valuation hierarchy. In certain cases where Level 1 or Level 2 inputs are not available, securities are classified within Level 3 of the hierarchy. The Organizations did not hold Level 2 or Level 3 securities at December 31, 2023.

Note 6. Property, Fixtures and Equipment

The following schedule summarizes property, fixtures and equipment as of December 31, 2023:

Building and building improvements	\$ 21,755,698
Furniture and equipment	2,876,968
Land	2,738,688
Land improvements	916,212
Leasehold improvements	255,941
Vehicles	347,049
	<u>28,890,556</u>
Less accumulated depreciation and amortization	<u>(9,198,349)</u>
Property, fixtures, and equipment, net	<u>\$ 19,692,207</u>

Note 7. Contributed Nonfinancial Assets

In addition to receiving cash contributions, the Organizations receive nonfinancial assets in the form of a donated goods and services from various donors. It is the policy of the Organizations to record the estimated fair value of certain in-kind donations as an expense in its consolidated financial statements, and similarly increase public support revenue by the same amount. Generally, the Organizations recognize donated property if the estimated fair value exceeds \$1,000.

Contributions of services are recognized as revenue at their estimated fair value only when the services received create or enhance nonfinancial assets or require specialized skills possessed by the individuals providing the service and the service would typically need to be purchased if not donated.

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Notes to Consolidated Financial Statements
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For the year ended December 31, 2023, contributed nonfinancial assets recognized within the statement of activities included:

	<u>Revenue recognized</u>	<u>Utilization in Programs/ Activities</u>	<u>Donor Restrictions</u>	<u>Valuation Techniques and inputs</u>
Technology consulting services	\$ 219,600	All programs	No associated donor restrictions	Estimated the fair value on the basis of estimates of wholesale values that would be received for selling similar services in the U.S.
Clothing, medical supplies, household items	112,241	Emergency shelters & housing	No associated donor restrictions	Estimated the fair value on the basis of estimates of wholesale values that would be received for selling similar items not services in the U.S.
Contributed use of land	<u>2,514,344</u>	Emergency shelters & housing	Emergency shelters & housing	Estimated the fair value on the basis of recent comparable ground lease rates in the Dallas, Texas real estate market.
Total contributed property and services	<u>\$ 2,846,185</u>			

Note 8. Net Assets With Donor Restriction

Net Assets With Donor Restrictions

Net assets with donor restrictions at December 31, 2023, are restricted for the following purposes or periods:

Subject to expenditure for specified purpose,
upon passage of time or both

Program services	\$ 1,102,209
Ann Moody Place	1,556,090
Agency operations	98,391
Client assistance	83,589
Promises to give, the proceeds from which have been restricted by donors for	
General operations endowment	<u>70,643</u>
	<u>2,910,922</u>

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Notes to Consolidated Financial Statements
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Endowments

Subject to appropriation and expenditure when a specified event occurs

Restricted by donors for

CEO compensation and development	14,211
Children's program activities	247,336
General operations	3,752
Landscaping	1,200
Staff compensation and development	178,011
	<u>444,510</u>

Subject to endowment spending policy and appropriation

CEO compensation and development	1,000,000
Children's program activities	752,300
General operations	1,030,917
Landscaping	110,000
Staff compensation and development	890,859
	<u>3,784,076</u>
Total endowments	<u>4,228,586</u>
	<u>\$ 7,139,508</u>

Net Assets Released from Restrictions

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors, as follows:

Purpose restrictions accomplished

Program services	\$ 352,898
Agency operations	115,309
Client assistance	<u>23,604</u>

Total net assets released from restrictions	<u>\$ 491,811</u>
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Note 9. Endowment

The Organizations' governing body has interpreted the *State of Texas Prudent Management of Institutional Funds Act* (SPMIFA) as requiring preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Organizations classify as net assets with donor restriction (a) the original value of gifts donated to the permanent

The Family Place
Notes to Consolidated Financial Statements
December 31, 2023

endowment, (b) the original value of subsequent gifts to the permanent endowment and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of donor-restricted endowment funds are classified as net assets with donor restriction until those amounts are appropriated for expenditure by the Organizations in a manner consistent with the standard of prudence prescribed by SPMIFA.

In accordance with SPMIFA, the Organizations consider the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

1. Duration and preservation of the funds
2. Purposes of the Organizations and the funds
3. General economic conditions
4. Possible effect of inflation and deflation
5. Expected total return from investment income and appreciation or depreciation of investments
6. Other resources of the Organizations
7. Investment policies of the Organizations

The Organizations' endowment consists of approximately five restricted endowment funds and funds designated by the governing body to function as endowments (board-designated endowment funds). As required by accounting principles generally accepted in the United States of America (GAAP), net assets associated with endowment funds, including board-designated endowment funds, are classified and reported based on the existence or absence of donor-imposed restrictions.

The composition of net assets by type of endowment fund as of December 31, 2023, is as follows:

	Without Donor Restriction	With Donor Restriction	Total
Board-designated endowment funds	\$ 3,652,041	\$ -	\$ 3,652,041
Donor-restricted endowment funds			
Original donor-restricted gift amount and amounts required to be maintained in perpetuity by donor	-	3,784,076	3,784,076
Accumulated investment gains	-	444,510	444,510
	<u> </u>	<u> </u>	<u> </u>
Total endowment funds	<u>\$ 3,652,041</u>	<u>\$ 4,228,586</u>	<u>\$ 7,880,627</u>

Changes in endowment net assets for the year ended December 31, 2023 were as follows:

The Family Place
Notes to Consolidated Financial Statements
December 31, 2023

	Without Donor Restriction	With Donor Restriction	Total
Endowment net assets, beginning of year	\$ 3,160,485	\$ 3,783,226	\$ 6,943,711
Contribution	-	35,000	35,000
Investment return, net	491,556	605,063	1,096,619
Distributions	-	(194,703)	(194,703)
Endowment net assets, end of year	<u>\$ 3,652,041</u>	<u>\$ 4,228,586</u>	<u>\$ 7,880,627</u>

Investment and Spending Policies

The Organizations have adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs and other items supported by its endowment while seeking to maintain the purchasing power of the endowment. Endowment assets include those assets of donor-restricted endowment funds the Organizations must hold in perpetuity or for donor-specified periods. Under the Organizations' policies, endowment assets are invested in a manner that is intended to produce results that exceed inflation while assuming a prudent level of investment risk. Actual returns in any given year may vary from this amount.

To satisfy its long-term rate of return objectives, the Organizations rely on a total return strategy in which investment returns are achieved through both current yield (investment income such as dividends and interest) and capital appreciation (both realized and unrealized). The Organizations target a diversified asset allocation that places a greater emphasis on equity-based investments to achieve its long-term return objectives within prudent risk constraints.

The Organizations, in compliance with donors' restrictions, appropriates for expenditure each year a range of 2% to 5% of its endowment fund's average fair value over the prior 12 quarters through the year-end preceding the year in which the expenditure is planned.

In determining this expenditure, the Organizations consider the long-term expected return on its endowments. Accordingly, over the long term, the Organizations' objective is to maintain the purchasing power of endowment assets held in perpetuity, as well as to provide additional real growth through new gifts and investment return.

Underwater Endowments

The governing body of the organization has interpreted SPMIFA as not requiring the maintenance of purchasing power of the original gift amount contributed to an endowment fund, unless a donor stipulates the contrary. As a result of this interpretation, when reviewing its donor-restricted endowment funds, the Organizations consider a fund to be underwater if the fair value of the fund is less than the sum of:

- (A) the original value of initial and subsequent gift amounts donated to the fund and
- (B) any accumulations to the fund that are required to be maintained in perpetuity in accordance with the direction of the applicable donor gift instrument.

In accordance with GAAP, any deficiencies of this nature would be aggregately reported in net assets with donor restriction.

At December 31, 2023, there were no endowments deemed underwater.

Note 10. Retirement Benefits

The Agency has a contributory defined contribution retirement plan (the Plan) under Section 403(b) of the IRC. The Plan is open to all employees meeting minimum age and service requirements. Contributions to the Plan by the Agency are made at the discretion of the Agency's Board of Directors. The Agency made match contributions of \$48,450 during the year ended December 31, 2023.

Note 11. Leases

Accounting Policies

The Agency determines if an arrangement is a lease or contains a lease at inception. Leases result in the recognition of ROU assets and lease liabilities on the consolidated statement of financial position. ROU assets represent the right to use an underlying asset for the lease term, and lease liabilities represent the obligation to make lease payments arising from the lease, measured on a discounted basis. The Agency determines lease classification as operating or finance at the lease commencement date.

The Agency combines lease and nonlease components, such as common area and other maintenance costs, and accounts for them as a single lease component in calculating the ROU assets and lease liabilities for its building leases.

At lease commencement, the lease liability is measured at the present value of the lease payments over the lease term. The ROU asset equals the lease liability adjusted for any initial direct costs, prepaid or deferred rent, and lease incentives. The Agency uses the implicit rate when readily determinable. As most of the leases do not provide an implicit rate, the Agency uses its incremental borrowing rate based on the information available at the commencement date to determine the present value of lease payments. Incremental borrowing rates used to determine the present value of lease payments were derived by reference to the Agency's secured-debt yields corresponding to the lease commencement date.

The lease term may include options to extend or to terminate the lease that the Agency is reasonably certain to exercise. Lease expense is generally recognized on a straight-line basis over the lease term.

The Agency has elected not to record leases with an initial term of 12 months or less on the consolidated statement of financial position. Lease expense on such leases is recognized on a straight-line basis over the lease term.

Nature of Leases

The Agency has entered into the following lease arrangements:

Finance Leases

These leases mainly consist of office equipment. Termination of the leases generally are prohibited unless there is a violation under the lease agreement.

Operating Leases

The Agency has various leases for counseling centers, distribution center and a resale shop that expire in various years through 2029. These leases require the Agency to pay all executory costs (property taxes, maintenance and insurance). Lease payments have an escalating fee schedule, which range from a 1% to 3% percent increase each year. Termination of the leases is generally prohibited unless there is a violation under the lease agreement.

The Family Place
Notes to Consolidated Financial Statements
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Short-Term Leases

The Agency's short-term leases consist of counseling center leases that expired during the year and were not renewed and other short-term leases. The expected lease terms are less than 12 months. Total lease expense included in operating expenses for the year ending December 31, 2022 was \$74,507, related to short-term leases.

All Leases

The Agency has a related party lease for the Ann Moody Place from DRE. The related party right of use asset and related liabilities have been eliminated in consolidation. Beginning in December 2023, the lease was amended to be an in-kind lease. The related in-kind contribution revenue, expense, and related receivables and payables have been eliminated.

The Agency's lease agreements do not contain any material residual value guarantees or material restrictive covenants.

Quantitative Disclosures

The lease cost and other required information for the year ended December 31, 2023, are:

Lease expense

Finance lease cost	
Amortization of right-of-use asset	\$ 73,877
Interest on lease liabilities	5,029
Operating lease expense	453,885
Variable lease expense	29,404
	<u>\$ 562,195</u>

The Agency's weighted average remaining lease term for its operating and finance lease commitments is 4.2 and 2.4 years, respectively. The Agency's weighted average discount rate used in the measurement of its operating and finance leases is 5.6% and 1%, respectively.

Future minimum lease payments and reconciliation to the consolidated statement of financial position at December 31, 2023, are as follows:

	Finance Leases	Operating Leases
2024	\$ 89,187	\$ 506,727
2025	81,672	382,646
2026	27,224	352,717
2027	-	331,961
2028	-	249,420
Thereafter	-	75,657
Total undiscounted cash flows	198,083	1,899,128
Less: present value discount	(776)	(92,478)
Total lease liabilities	<u>\$ 197,307</u>	<u>\$ 1,806,650</u>

The Family Place
Notes to Consolidated Financial Statements
December 31, 2023

Sublease Agreement

In 2018 the Agency entered into a sublease agreement for the Ann Moody Place in October 2018. The related party right-of-use asset and liability and operating expenses have been eliminated in consolidation. The sublease is with a local hospital district (the lessee) to provide geriatric care. The term of the lease is ten years and six months and includes two five-year renewal options. The Agency and the lessee intend to collaborate through a referral system to provide services to clients who need the specialized services provided by both organizations.

The sublease agreement also includes a tenant improvement allowance of approximately \$147,400, which has been recorded in deposits and other assets and accounts payable and accrued liabilities in the accompanying consolidated statement of financial position at December 31, 2023. The tenant improvement allowance is amortized over the term of the sublease agreement, with an unamortized value of \$71,286 at December 31, 2023.

The Agency's estimated future sublease receipts, excluding additional rent to cover operating electrical costs calculated as 17.7% of the total monthly use at December 31, 2023, are:

2024	\$ 223,785
2025	229,411
2026	235,136
2027	240,983
2028	<u>226,053</u>
Total minimum annual lease receipts	<u><u>\$ 1,155,368</u></u>

Note 12. Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of December 31, 2023, comprise the following:

Total financials assets	\$ 15,453,382
Donor imposed restrictions	
Restricted purpose funds	2,910,922
Endowments - restricted funds for specified event	444,510
Endowments - corpus	<u>3,784,076</u>
Net financial assets after donor imposed restrictions	<u>8,313,874</u>
Internal designations	
Board-designated funds	2,658,158
Quasi-endowments	<u>3,652,041</u>
Financial assets available to meet cash needs for general expenditures within one year	<u><u>\$ 2,003,675</u></u>

The Family Place
Notes to Consolidated Financial Statements
December 31, 2023

The Organizations' endowment funds consist of donor-restricted endowments and funds designated by the board as endowments. Income from donor-restricted endowments is restricted for specific purposes, with the exception of the amounts available for general use. Donor-restricted endowment funds are not available for general expenditure.

The board-designated endowment of \$3,652,041 is subject to an annual spending rate of 2% to 5% as the Board of Directors deems appropriate to fulfill endowment purposes, as described in *Note 9*. Although the Organizations do not intend to spend from this board-designated endowment (other than amounts appropriated for general expenditure as part of the Board's annual budget approval and appropriation), these amounts could be made available if necessary. To help manage unanticipated liquidity needs, the Agency has a revolving line of credit in the amount of \$750,000, as described in *Note 16*, which it could draw upon.

The Organizations manage its liquidity and reserves 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. The Organizations have a liquidity policy to maintain current financial assets less current liabilities at a minimum of 90 days operating expenses. The Organizations have a policy to target a year-end balance of reserves without donor restriction and which are undesignated by the board to meet 30 to 45 days of expected expenditures. To achieve these targets, the Organizations forecast its future cash flows and monitors their liquidity quarterly and monitors their reserves annually.

During the year ended December 31, 2023, the level of liquidity and reserves was managed within the policy requirements.

Note 13. Related Party Transactions

During the year ended December 31, 2023, Agency, DRE and Foundation Board members and/or their affiliates contributed \$492,130 to the Organizations.

Note 14. Significant Estimates and Concentrations

Accounting principles generally accepted in the United States of America require disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Those matters include the following:

Grants and Other Revenue Sources

The Agency receives a significant portion of its revenue from government grants, the United Way, special events and charitable contributions. Government grants must be approved each year and the amount of charitable contributions, special events and in-kind goods and services received may be sensitive to economic conditions. The Agency is subject to the risk that these sources of revenue can vary from year-to-year. Management, with oversight from the Board of Directors, closely monitors the cash flows of the Agency and adjusts the operating budget to maintain expenditures at levels supported by cash flows.

Federal and other grants are subject to periodic review and assessment by the related federal and other agencies. The Agency believes matters related to these reviews will not have a material adverse effect on the consolidated financial position or activities of the Agency.

Investments

The Organizations invest in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities may occur and that such changes could materially affect the amounts reported in the accompanying statement of financial position.

Note 15. Financing

Ann Moody Place is located in an underserved community in Dallas and qualified for New Market Tax Credits. Construction was completed and the building became occupied in May 2017. The improvements and operating costs were funded through a capital campaign, interim bank financing and new market tax credits.

On July 28, 2016, the Agency obtained a \$3,397,100 loan (Loan B) to finance the construction and improvements at Ann Moody Place. This loan was secured by the property and rights and accounts relating thereto, with an interest rate of 1.16%. This loan required annual interest payments which commenced on December 1, 2016. The loan was forgiven in 2023 as described in *Note 1* and was recognized as a gain on debt forgiveness in the accompanying statement of activities.

Note 16. Line of Credit

The Agency has a \$750,000 revolving line of credit which was renewed in May 2023 with a maturity date of May 7, 2024. At December 31, 2023, there was no outstanding borrowing against this line. The line is collateralized by substantially all of the Agency's assets. Interest varies with the bank's SOFR (Secured Overnight Funding Rate) rate, which was 7.61% at December 31, 2023, and is payable monthly.

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Notes to Consolidated Financial Statements
December 31, 2023

Note 17. Grants from Governmental Agencies

Grants from governmental agencies consist of the following for the years ended December 31, 2023:

U. S. Department of Housing and Urban Development	
Emergency Shelter Grant -ESG	\$ 312,492
(Passed through the Texas Department of Housing and Community Affairs)	
Emergency Shelter Grant -ESG	34,037
(Passed through Dallas County)	
Community Development Block Grant -ESG	12,794
(Passed through City of Mesquite)	
Community Development Block Grant	13,655
(Passed through City of Plano)	
U. S. Department of Health and Human Services	
Family Violence Prevention and Services/Domestic Violence Shelter and Supporting Services	447,270
(Passed through the Texas Health and Human Services Commission)	
Temporary Assistance for Needy Families	626,956
(Passed through the Texas Health and Human Services Commission)	
Social Securities Block Grant	52,391
(Passed through the Texas Health and Human Services Commission)	
Family Violence Prevention and Services/ Sexual Assault/Rape Crisis Services and Supports	362,631
(Passed through the Texas Health and Human Services Commission)	
U.S. Department of Justice	
Victims of Crime Act Fund-VOCA	452,694
(Passed through State of Texas, Office of the Governor-Criminal Justice Division)	
Justice Systems Response to Families	225,829
U. S. Department of Treasury	
Emergency Rental Assistance Round 1 & 2	680,367
(Passed through Texas Department of Housing and Community Affairs)	
Coronavirus State and Local Fiscal Recovery Funds	1,776,585
(Passed through State of Texas, Office of the Governor-Criminal Justice Division)	
U. S. Department of Homeland Security	
Emergency Food and Shelter National Board Program	25,000
(Passed through the Community Council of Greater Dallas)	
State of Texas, Health and Human Services Commission	789,696
State of Texas, Office of the Attorney General, Crime Victim Services Division	
Other Victim Assistance Grant	39,067
Texas Department of Criminal Justice Community Justice Assistance	
Division-Diversion Target Program Grant (CJAD-BIPP)	124,223
Dallas County BIPP	5,610
City of Dallas R.E.A.L Time Rehousing	30,327
Dallas County Family Protection Fee	98,519
City of Allen	10,906
City of Coppell	2,109
City of Dallas	5,900
City of Farmers Branch	11,631
City of Frisco	11,406
	\$ 6,152,095

Note 18. Subsequent Events

Subsequent events have been evaluated through September 30, 2024, which is the date the consolidated financial statements were available to be issued.

Supplementary Information

**The Family Place
Schedule of Consolidating Financial Position
Year Ended December 31, 2023**

	The Family Place, Inc.		The Family Place Foundation, Inc.		The Family Place Dallas Real Estate, Inc.		Total December 31, 2023	
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	
Assets								
Cash and cash equivalents	\$ 3,427,759	\$ 2,709,786	\$ 206,793	\$ 21,624	\$ 9	\$ -	\$ -	\$ 6,365,971
Pledge receivable, net of allowance & discount	25,649	129,887	15,500	70,643	-	-	-	241,679
Grants receivable	938,097	-	-	-	-	-	-	938,097
Other receivables	48,026	500	-	-	-	-	-	48,526
Prepaid expenses	178,154	-	-	-	-	-	-	178,154
Deposits and other assets	102,172	-	-	-	-	-	-	102,172
Investments, at fair value	3,251,053	-	400,988	4,207,068	-	-	-	7,859,109
Property, fixtures, and equipment, net of depreciator	6,953,317	-	-	-	12,738,890	-	-	19,692,207
Right of use asset - operating lease	1,772,119	-	-	-	-	-	-	1,772,119
Right of use asset - finance lease	200,388	-	-	-	-	-	-	200,388
Intercompany receivables	9,388,643	-	40,418	-	-	-	(9,429,061)	-
Total assets	26,285,377	2,840,173	663,699	4,299,335	12,738,899	-	(9,429,061)	37,398,422
Liabilities								
Accounts payable and accrued liabilities	966,788	-	-	-	-	-	-	966,788
Operating lease liabilities, net	1,806,650	-	-	-	-	-	-	1,806,650
Finance lease liabilities, net	197,307	-	-	-	-	-	-	197,307
Notes payable	-	-	-	-	-	-	-	-
Intercompany payables	31,574	-	33,341	-	9,330,821	-	(9,395,736)	-
Total liabilities	3,002,319	-	33,341	-	9,330,821	-	(9,395,736)	2,970,745
Net Assets								
Without donor restrictions								
Undesignated	17,373,847	-	229,370	-	3,408,078	-	(33,325)	20,977,970
Designated by the board								
For quasi-endowment	3,251,053	-	400,988	-	-	-	-	3,652,041
For technology	107,225	-	-	-	-	-	-	107,225
For professional development	21,054	-	-	-	-	-	-	21,054
For employee retention	149,301	-	-	-	-	-	-	149,301
For client assistance	100,578	-	-	-	-	-	-	100,578
For residential facilities	850,000	-	-	-	-	-	-	850,000
For future operations	1,330,000	-	-	-	-	-	-	1,330,000
For non-residential facilities	100,000	-	-	-	-	-	-	100,000
With donor restrictions	-	2,840,173	-	4,299,335	-	-	-	7,139,508
Total net assets	23,283,058	2,840,173	630,358	4,299,335	3,408,078	-	(33,325)	34,427,677
Total liabilities and net assets	\$ 26,285,377	\$ 2,840,173	\$ 663,699	\$ 4,299,335	\$ 12,738,899	\$ -	\$ (9,429,061)	\$ 37,398,422

**The Family Place
Schedule of Consolidating Activities
Year Ended December 31, 2023**

	The Family Place, Inc.		The Family Place Foundation, Inc.		The Family Place Dallas Real Estate, Inc.			Total December 31, 2023
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	
Public Support and Revenue								
Public Support								
Contributions								
General	\$ 3,248,200	\$ 760,271	\$ 28,893	\$ 20,000	\$ -	\$ -	\$ -	\$ 4,057,364
Special events, net	2,124,613	-	-	-	-	-	-	2,124,613
In-kind goods and services	2,846,185	-	-	-	-	-	-	2,846,185
United Way	492,967	-	23	-	-	-	-	492,990
Intercompany gifts and loan forgiveness	9,513,069	-	-	-	7,872,900	-	(17,385,969)	-
Total contributions	18,225,034	760,271	28,916	20,000	7,872,900	-	(17,385,969)	9,521,152
Grants from governmental agencies	6,152,095	-	-	-	-	-	-	6,152,095
Other revenue								
Resale shop sales	1,003,335	-	-	-	-	-	-	1,003,335
Net investment return	657,131	21,206	101,621	595,169	205	-	-	1,375,332
Program service fees	70,000	-	-	-	-	-	-	70,000
Gain on debt forgiveness	-	-	-	-	3,397,100	-	-	3,397,100
Miscellaneous income	1,123,056	-	-	-	106,083	-	(896,280)	332,859
Total other revenue	2,853,522	21,206	101,621	595,169	3,503,388	-	(896,280)	6,178,626
Net Assets Released from Restrictions								
Restriction satisfied by payment	297,108	(297,108)	194,703	(194,703)	-	-	-	-
Total public support and revenue	27,527,759	484,369	325,240	420,466	11,376,288	-	(18,282,249)	21,851,873
Program and Supporting Services								
Program Services								
Emergency Shelters & Housing	7,417,803	-	194,703	-	3,117,770	-	(3,255,342)	7,474,934
Counseling	2,488,486	-	-	-	3,754,465	-	(3,722,029)	2,520,922
Community Collaboration	11,275,885	-	-	-	496,886	-	(8,374,209)	3,398,562
Total program services	21,182,174	-	194,703	-	7,369,121	-	(15,351,580)	13,394,418
Supporting Services								
Management and general	2,154,241	-	-	-	2,003,922	-	(1,985,547)	2,172,616
Fundraising	1,407,750	-	14,224	-	563,473	-	(544,361)	1,441,086
Total supporting services	3,561,991	-	14,224	-	2,567,395	-	(2,529,908)	3,613,702
Total program and supporting services	24,744,165	-	208,927	-	9,936,516	-	(17,881,488)	17,008,120
Change in Net Assets	2,783,594	484,369	116,313	420,466	1,439,772	-	(400,761)	4,843,753
Net Assets, Beginning of Year	20,499,464	2,355,804	514,045	3,878,869	1,968,306	-	367,436	29,583,924
Net Assets, End of Year	\$ 23,283,058	\$ 2,840,173	\$ 630,358	\$ 4,299,335	\$ 3,408,078	\$ -	\$ (33,325)	\$ 34,427,677

The accompanying notes are an integral part of this Schedule.

The Family Place
Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

FEDERAL AGENCY / Cluster / Program	Pass-Through Entity	Federal Assistance Listing Number	Pass-Through Entity Identifying Number	Passed Through to Subrecipients	Federal Expenditures
U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT					
<i>Emergency Solutions Grant Program</i>					
Emergency Solutions Grants Program	Texas Department of Housing & Community Affairs	14.231	42216000013	\$ -	\$ 147,537
Emergency Solutions Grants Program	Texas Department of Housing & Community Affairs	14.231	42226000013	-	60,043
COVID-19 Emergency Solutions Grants and Coronavirus Aid, Relief, and Economic Security Act Round 2	Texas Department of Housing & Community Affairs	14.231	44206000020	-	104,912
Emergency Solutions Grants Program	Dallas County	14.231	2022-1400	-	17,680
COVID-19 Emergency Solutions Grants Program	Dallas County	14.231	2022-1400	-	16,357
Community Development Block Grant	City of Mesquite	14.231	B-22-MC-48-0014	-	12,794
Total Emergency Solutions Grants Program				-	359,323
CDBG/ Entitlement Grants Cluster					
<i>Community Development Block Grants/ Entitlement Grants</i>	City of Plano	14.218	B-22-MC-48-0035	-	8,903
<i>Community Development Block Grants/ Entitlement Grants</i>	City of Plano	14.218	B-23-MC-48-0035	-	4,752
Total CDBG/ Entitlement Grants Cluster				-	13,655
Total U.S. Department of Housing and Urban Development				-	372,978
U.S. DEPARTMENT OF JUSTICE					
<i>Crime Victim Assistance</i>					
Family Violence Intervention Services	Texas Office of the Governor-Criminal Justice Division	16.575	2798307	-	452,694
<i>Justice Systems Response to Families</i>		16.021		-	225,829
Total Justice Systems Response to Families				-	225,829
Total U.S. Department of Justice				-	678,523
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES					
<i>Family Violence Prevention and Services/ Sexual Assault/ Rape Crisis Services and Supports</i>					
COVID-19 Family Violence Prevention and Services/ Sexual Assault/Rape Crisis Services and Supports	Texas Health and Human Services Commission	93.497	HHS000380000043	-	362,631
<i>Temporary Assistance for Needy Families</i>	Texas Health and Human Services Commission	93.558	HHS000380000043		427,557
<i>Temporary Assistance for Needy Families</i>	Texas Health and Human Services Commission	93.558	HHS001102100029	-	199,399
Total Temporary Assistance for Needy Families				-	626,956
<i>Family Violence Prevention and Services/Domestic Violence Shelter and Supportive Services</i>					
Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award)	Texas Health and Human Services Commission	93.671	HHS000380000043	-	197,564
COVID- 19 Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award), ARP Act	Texas Health and Human Services Commission	93.671	HHS000380000043	-	65,880
Federal Family Violence Prevention Act & Federal Title Block Grant	Texas Health and Human Services Commission	93.671	HHS001108000018		183,592
COVID- 19 Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award), ARP Act	Texas Health and Human Services Commission	93.671	HHS001108000018		234
Total Family Violence Prevention and Services/Domestic Violence Shelter and Supportive Services				-	447,270
<i>Social Services Block Grant</i>	Texas Health and Human Services Commission	93.667	HHS000380000043	-	52,391
Total U.S. Department of Health and Human Services					1,489,248
U.S. DEPARTMENT OF HOMELAND SECURITY					
<i>Emergency Food and Shelter National Board Program</i>	Community Council of Greater Dallas	97.024	782600-0011	-	25,000
Total U.S. Department of Homeland Security				-	25,000
U.S. DEPARTMENT OF TREASURY					
<i>Coronavirus State and Local Fiscal Recovery Funds</i>	Texas Office of the Governor-Criminal Justice Division	21.027	2798306	-	209,989
<i>Coronavirus State and Local Fiscal Recovery Funds</i>	Dallas County	21.027	2022-037-6952		1,566,596
Total Coronavirus State and Local Fiscal Recovery Funds				-	1,776,585
<i>COVID-19 Emergency Rental Assistance Program</i>	Texas Department of Housing and Community Affairs	21.023	20220000038	-	680,367
Total U.S. Department of Treasury				-	2,456,952
Total federal expenditures				\$ -	\$ 5,022,701

The Family Place
Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

State Granting Agency/Grant Program	Pass-Through Entity	Grant or identifying number	Total
Dallas County Community Supervision and Corrections Department			
High Risk Batters Intervention Prevention Program	Council of State Governments	20-SA-161-2813	\$ 5,610
CJAD-BIPP	Community Justice Assistance Division		<u>124,223</u>
Total Dallas County Community Supervision and Corrections Department			<u>129,833</u>
Texas Health and Human Services Commission			
<i>Health and Human Services Cluster</i>			
Enhanced Family Violence Services Program		HHS001102100029	280,367
Residential and Non-Residential Family Violence Services Grant Program		HHS000380000043	<u>509,329</u>
Total Texas Health and Human Services Commission Cluster			<u>789,696</u>
Dallas R.E.A.L. Time Rapid Rehousing			
DRTRR Program	Metro Dallas Homeless Alliance		<u>30,327</u>
Office of the Attorney General			
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00940	7,200
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00716	892
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00459	<u>30,975</u>
Total OVAG			<u>39,067</u>
Total state expenditures			<u><u>\$ 988,923</u></u>

The Family Place
Notes to the Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

Note 1: Basis of Presentation

The accompanying schedule of expenditures of federal and state awards (Schedule) includes the federal and state award activity of the Agency under programs of the federal and State of Texas government for the year ended December 31, 2023. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and the State of Texas *Grant Management Standards* (TxGMS). Because the Schedule presents only a selected portion of the operations of the Agency, it is not intended to and does not present the financial position, change in net assets, or cash flows of the Agency.

Note 2: Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance and TxGMS, wherein certain types of expenditures are not allowable or are limited as to reimbursement. Negative amounts shown on the schedule, if any, represent adjustments or credits made in the normal course of business to amounts reported as expenditures in prior years.

Note 3: Indirect Cost Rate

The Agency has elected not to use the 10 percent de minimus indirect cost rate allowed under the Uniform Guidance and TxGMS.

Note 4: Federal Loan Program

The Agency did not have any federal loan programs during the year ended December 31, 2023.

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*

Independent Auditor's Report

Board of Directors
The Family Place
Dallas, Texas

We have audited, 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 (*Government Auditing Standards*), the consolidated financial statements of The Family Place and Subsidiaries (Organization), which comprise the Organization's consolidated statement of financial position as of December 31, 2023, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated September 30, 2024.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Organization's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the Organization'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 or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's consolidated financial statements are free from 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 financial statements. 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 Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Forvis Mazars, LLP

**Fort Worth, Texas
September 30, 2024**

Report on Compliance for Each Major Federal and State Program and Report on Internal Control Over Compliance

Independent Auditor's Report

Board of Directors
The Family Place
Dallas, Texas

Report on Compliance for Each Major Federal and State Program

Opinion on Each Major Federal and State Program

We have audited The Family Place's (Organization) compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* and the State of Texas *Grant Management Standards* (TxGMS) that could have a direct and material effect on each of the Organization's major federal and state programs for the year ended December 31, 2023. The Organization's major federal and state programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Organization 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 and state programs for the year ended December 31, 2023.

Basis for Opinion on Each Major Federal and State Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*); the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and TxGMS. Our responsibilities under those standards, the Uniform Guidance, and TxGMS are further described in the "Auditor's Responsibilities for the Audit of Compliance" section of our report.

We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal and state program. Our audit does not provide a legal determination of the Organization's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Organization's federal and state programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Organization's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and TxGMS will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material, if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Organization's compliance with the requirements of each major federal and state program as a whole.

In performing an audit in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and TxGMS we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Organization's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Organization's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance and TxGMS, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control Over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance 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 requirement of a federal or state program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal or state program 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 or state 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 "Auditor's Responsibilities for the Audit of Compliance" section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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 that testing based on the requirements of the Uniform Guidance and TxGMS. Accordingly, this report is not suitable for any other purpose.

Forvis Mazars, LLP

**Fort Worth, Texas
September 30, 2024**

The Family Place
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2023

Section I - Summary of Auditor's Results

Financial Statements

1. Type of report the auditor issued on whether the consolidated financial statements audited were prepared in accordance with GAAP:
☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer
2. Internal control over financial reporting:
 Significant deficiency(ies) identified? ☐ Yes ☒ None Reported
 Material weakness(es) identified? ☐ Yes ☒ No
3. Noncompliance material to the financial statements noted? ☐ Yes ☒ No

Federal Awards

4. Internal control over major federal awards programs:
 Significant deficiency(ies)? ☐ Yes ☒ None Reported
 Material weakness(es)? ☐ Yes ☒ No
5. Type of auditor's report issued on compliance for major federal programs:
☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer
6. Any audit findings disclosed that required to be reported by CFR 200.516(a)? ☐ Yes ☒ No
7. Identification of major federal programs:

Cluster/Program	Assistance Listing Number
Coronavirus State and Local Fiscal Recovery Fund	21.027

8. Dollar threshold used to distinguish between Type A and Type B programs was \$750,000.
9. Auditee qualified as a low-risk auditee? ☒ Yes ☐ No

**The Family Place
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2023**

State Awards

10. Internal control over major state awards programs:

Significant deficiency(ies)? ☐ Yes ☒ None Reported

Material weakness(es)? ☐ Yes ☒ No

11. Type of auditor's report issued on compliance for major state programs:

☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer

12. Any audit findings disclosed that required to be reported by TxGMS? ☐ Yes ☒ No

13. Identification of major state programs:

Cluster/Program

Health and Human Services Cluster –
Enhanced Family Violence Services Program and Residential and
Non-Residential Family Violence Services Grant Program

14. Dollar threshold used to distinguish between Type A and Type B programs was \$750,000.

15. Auditee qualified as a low-risk auditee? ☐ Yes ☒ No

Section II – Financial Statement Findings

Reference Number	Finding
	No matters are reportable.

Section III – Federal Award Findings and Questioned Costs

Reference Number	Finding
	No matters are reportable.

**The Family Place
Summary Schedule of Prior Audit Findings
Year Ended December 31, 2022**

Reference Number	Summary of Finding	Status
No matters are reportable.		

The Family Place
Schedule of Consolidating Financial Position
Year Ended December 31, 2023

	The Family Place, Inc.		The Family Place Foundation, Inc.		The Family Place Dallas Real Estate, Inc.			Total December 31, 2023
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	
Assets								
Cash and cash equivalents	\$ 3,427,759	\$ 2,709,786	\$ 206,793	\$ 21,624	\$ 9	\$ -	\$ -	\$ 6,365,971
Pledge receivable, net of allowance & discount	25,649	129,887	15,500	70,643	-	-	-	241,679
Grants receivable	938,097	-	-	-	-	-	-	938,097
Other receivables	48,026	500	-	-	-	-	-	48,526
Prepaid expenses	178,154	-	-	-	-	-	-	178,154
Deposits and other assets	102,172	-	-	-	-	-	-	102,172
Investments, at fair value	3,251,053	-	400,988	4,207,068	-	-	-	7,859,109
Property, fixtures, and equipment, net of depreciator	6,953,317	-	-	-	12,738,890	-	-	19,692,207
Right of use asset - operating lease	1,772,119	-	-	-	-	-	-	1,772,119
Right of use asset - finance lease	200,388	-	-	-	-	-	-	200,388
Intercompany receivables	9,388,643	-	40,418	-	-	-	(9,429,061)	-
Total assets	26,285,377	2,840,173	663,699	4,299,335	12,738,899	-	(9,429,061)	37,398,422
Liabilities								
Accounts payable and accrued liabilities	966,788	-	-	-	-	-	-	966,788
Operating lease liabilities, net	1,806,650	-	-	-	-	-	-	1,806,650
Finance lease liabilities, net	197,307	-	-	-	-	-	-	197,307
Notes payable	-	-	-	-	-	-	-	-
Intercompany payables	31,574	-	33,341	-	9,330,821	-	(9,395,736)	-
Total liabilities	3,002,319	-	33,341	-	9,330,821	-	(9,395,736)	2,970,745
Net Assets								
Without donor restrictions								
Undesignated	17,373,847	-	229,370	-	3,408,078	-	(33,325)	20,977,970
Designated by the board								
For quasi-endowment	3,251,053	-	400,988	-	-	-	-	3,652,041
For technology	107,225	-	-	-	-	-	-	107,225
For professional development	21,054	-	-	-	-	-	-	21,054
For employee retention	149,301	-	-	-	-	-	-	149,301
For client assistance	100,578	-	-	-	-	-	-	100,578
For residential facilities	850,000	-	-	-	-	-	-	850,000
For future operations	1,330,000	-	-	-	-	-	-	1,330,000
For non-residential facilities	100,000	-	-	-	-	-	-	100,000
With donor restrictions	-	2,840,173	-	4,299,335	-	-	-	7,139,508
Total net assets	23,283,058	2,840,173	630,358	4,299,335	3,408,078	-	(33,325)	34,427,677
Total liabilities and net assets	\$ 26,285,377	\$ 2,840,173	\$ 663,699	\$ 4,299,335	\$ 12,738,899	\$ -	\$ (9,429,061)	\$ 37,398,422

**The Family Place
Schedule of Consolidating Activities
Year Ended December 31, 2023**

	The Family Place, Inc.		The Family Place Foundation, Inc.		The Family Place Dallas Real Estate, Inc.			Total December 31, 2023
	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Without Donor Restrictions	With Donor Restrictions	Eliminations	
Public Support and Revenue								
Public Support								
Contributions								
General	\$ 3,248,200	\$ 760,271	\$ 28,893	\$ 20,000	\$ -	\$ -	\$ -	\$ 4,057,364
Special events, net	2,124,613	-	-	-	-	-	-	2,124,613
In-kind goods and services	2,846,185	-	-	-	-	-	-	2,846,185
United Way	492,967	-	23	-	-	-	-	492,990
Intercompany gifts and loan forgiveness	9,513,069	-	-	-	7,872,900	-	(17,385,969)	-
Total contributions	18,225,034	760,271	28,916	20,000	7,872,900	-	(17,385,969)	9,521,152
Grants from governmental agencies	6,152,095	-	-	-	-	-	-	6,152,095
Other revenue								
Resale shop sales	1,003,335	-	-	-	-	-	-	1,003,335
Net investment return	657,131	21,206	101,621	595,169	205	-	-	1,375,332
Program service fees	70,000	-	-	-	-	-	-	70,000
Gain on debt forgiveness	-	-	-	-	3,397,100	-	-	3,397,100
Miscellaneous income	1,123,056	-	-	-	106,083	-	(896,280)	332,859
Total other revenue	2,853,522	21,206	101,621	595,169	3,503,388	-	(896,280)	6,178,626
Net Assets Released from Restrictions								
Restriction satisfied by payment	297,108	(297,108)	194,703	(194,703)	-	-	-	-
Total public support and revenue	27,527,759	484,369	325,240	420,466	11,376,288	-	(18,282,249)	21,851,873
Program and Supporting Services								
Program Services								
Emergency Shelters & Housing	7,417,803	-	194,703	-	3,117,770	-	(3,255,342)	7,474,934
Counseling	2,488,486	-	-	-	3,754,465	-	(3,722,029)	2,520,922
Community Collaboration	11,275,885	-	-	-	496,886	-	(8,374,209)	3,398,562
Total program services	21,182,174	-	194,703	-	7,369,121	-	(15,351,580)	13,394,418
Supporting Services								
Management and general	2,154,241	-	-	-	2,003,922	-	(1,985,547)	2,172,616
Fundraising	1,407,750	-	14,224	-	563,473	-	(544,361)	1,441,086
Total supporting services	3,561,991	-	14,224	-	2,567,395	-	(2,529,908)	3,613,702
Total program and supporting services	24,744,165	-	208,927	-	9,936,516	-	(17,881,488)	17,008,120
Change in Net Assets	2,783,594	484,369	116,313	420,466	1,439,772	-	(400,761)	4,843,753
Net Assets, Beginning of Year	20,499,464	2,355,804	514,045	3,878,869	1,968,306	-	367,436	29,583,924
Net Assets, End of Year	\$ 23,283,058	\$ 2,840,173	\$ 630,358	\$ 4,299,335	\$ 3,408,078	\$ -	\$ (33,325)	\$ 34,427,677

The accompanying notes are an integral part of this Schedule.

The Family Place
Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

FEDERAL AGENCY / Cluster / Program	Pass-Through Entity	Federal Assistance Listing Number	Pass-Through Entity Identifying Number	Passed Through to Subrecipients	Federal Expenditures
U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT					
<i>Emergency Solutions Grant Program</i>					
Emergency Solutions Grants Program	Texas Department of Housing & Community Affairs	14.231	42216000013	\$ -	\$ 147,537
Emergency Solutions Grants Program	Texas Department of Housing & Community Affairs	14.231	42226000013	-	60,043
COVID-19 Emergency Solutions Grants and Coronavirus Aid, Relief, and Economic Security Act Round 2	Texas Department of Housing & Community Affairs	14.231	44206000020	-	104,912
Emergency Solutions Grants Program	Dallas County	14.231	2022-1400	-	17,680
COVID-19 Emergency Solutions Grants Program	Dallas County	14.231	2022-1400	-	16,357
Community Development Block Grant	City of Mesquite	14.231	B-22-MC-48-0014	-	12,794
Total Emergency Solutions Grants Program				-	359,323
CDBG/ Entitlement Grants Cluster					
<i>Community Development Block Grants/ Entitlement Grants</i>	City of Plano	14.218	B-22-MC-48-0035	-	8,903
<i>Community Development Block Grants/ Entitlement Grants</i>	City of Plano	14.218	B-23-MC-48-0035	-	4,752
Total CDBG/ Entitlement Grants Cluster				-	13,655
Total U.S. Department of Housing and Urban Development				-	372,978
U.S. DEPARTMENT OF JUSTICE					
<i>Crime Victim Assistance</i>					
Family Violence Intervention Services	Texas Office of the Governor-Criminal Justice Division	16.575	2798307	-	452,694
<i>Justice Systems Response to Families</i>		16.021		-	225,829
Total Justice Systems Response to Families				-	225,829
Total U.S. Department of Justice				-	678,523
U.S. DEPARTMENT OF HEALTH AND HUMAN SERVICES					
<i>Family Violence Prevention and Services/ Sexual Assault/ Rape Crisis Services and Supports</i>					
COVID-19 Family Violence Prevention and Services/ Sexual Assault/Rape Crisis Services and Supports	Texas Health and Human Services Commission	93.497	HHS000380000043	-	362,631
<i>Temporary Assistance for Needy Families</i>	Texas Health and Human Services Commission	93.558	HHS000380000043		427,557
<i>Temporary Assistance for Needy Families</i>	Texas Health and Human Services Commission	93.558	HHS001102100029	-	199,399
Total Temporary Assistance for Needy Families				-	626,956
<i>Family Violence Prevention and Services/Domestic Violence Shelter and Supportive Services</i>					
Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award)	Texas Health and Human Services Commission	93.671	HHS000380000043	-	197,564
COVID- 19 Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award), ARP Act	Texas Health and Human Services Commission	93.671	HHS000380000043	-	65,880
Federal Family Violence Prevention Act & Federal Title Block Grant	Texas Health and Human Services Commission	93.671	HHS001108000018		183,592
COVID- 19 Federal Family Violence Prevention Act & Federal Title Block Grant (FVPSA Award), ARP Act	Texas Health and Human Services Commission	93.671	HHS001108000018		234
Total Family Violence Prevention and Services/Domestic Violence Shelter and Supportive Services				-	447,270
<i>Social Services Block Grant</i>	Texas Health and Human Services Commission	93.667	HHS000380000043	-	52,391
Total U.S. Department of Health and Human Services				-	1,489,248
U.S. DEPARTMENT OF HOMELAND SECURITY					
<i>Emergency Food and Shelter National Board Program</i>	Community Council of Greater Dallas	97.024	782600-0011	-	25,000
Total U.S. Department of Homeland Security				-	25,000
U.S. DEPARTMENT OF TREASURY					
<i>Coronavirus State and Local Fiscal Recovery Funds</i>	Texas Office of the Governor-Criminal Justice Division	21.027	2798306	-	209,989
<i>Coronavirus State and Local Fiscal Recovery Funds</i>	Dallas County	21.027	2022-037-6952		1,566,596
Total Coronavirus State and Local Fiscal Recovery Funds				-	1,776,585
<i>COVID-19 Emergency Rental Assistance Program</i>	Texas Department of Housing and Community Affairs	21.023	20220000038	-	680,367
Total U.S. Department of Treasury				-	2,456,952
Total federal expenditures				\$ -	\$ 5,022,701

The Family Place
Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

State Granting Agency/Grant Program	Pass-Through Entity	Grant or identifying number	Total
Dallas County Community Supervision and Corrections Department			
High Risk Batters Intervention Prevention Program	Council of State Governments	20-SA-161-2813	\$ 5,610
CJAD-BIPP	Community Justice Assistance Division		<u>124,223</u>
Total Dallas County Community Supervision and Corrections Department			<u>129,833</u>
Texas Health and Human Services Commission			
<i>Health and Human Services Cluster</i>			
Enhanced Family Violence Services Program		HHS001102100029	280,367
Residential and Non-Residential Family Violence Services Grant Program		HHS000380000043	<u>509,329</u>
Total Texas Health and Human Services Commission Cluster			<u>789,696</u>
Dallas R.E.A.L. Time Rapid Rehousing			
DRTRR Program	Metro Dallas Homeless Alliance		<u>30,327</u>
Office of the Attorney General			
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00940	7,200
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00716	892
OVAG (O.A.G Other Victim Assistance Grant)	Texas Council on Family Violence	C-00459	<u>30,975</u>
Total OVAG			<u>39,067</u>
Total state expenditures			<u><u>\$ 988,923</u></u>

The Family Place
Notes to the Schedule of Expenditures of Federal and State Awards
Year Ended December 31, 2023

Note 1: Basis of Presentation

The accompanying schedule of expenditures of federal and state awards (Schedule) includes the federal and state award activity of the Agency under programs of the federal and State of Texas government for the year ended December 31, 2023. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and the State of Texas *Grant Management Standards* (TxGMS). Because the Schedule presents only a selected portion of the operations of the Agency, it is not intended to and does not present the financial position, change in net assets, or cash flows of the Agency.

Note 2: Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance and TxGMS, wherein certain types of expenditures are not allowable or are limited as to reimbursement. Negative amounts shown on the schedule, if any, represent adjustments or credits made in the normal course of business to amounts reported as expenditures in prior years.

Note 3: Indirect Cost Rate

The Agency has elected not to use the 10 percent de minimus indirect cost rate allowed under the Uniform Guidance and TxGMS.

Note 4: Federal Loan Program

The Agency did not have any federal loan programs during the year ended December 31, 2023.

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*

Independent Auditor's Report

Board of Directors
The Family Place
Dallas, Texas

We have audited, 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 (*Government Auditing Standards*), the consolidated financial statements of The Family Place and Subsidiaries (Organization), which comprise the Organization's consolidated statement of financial position as of December 31, 2023, and the related consolidated statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated September 30, 2024.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the consolidated financial statements, we considered the Organization's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the consolidated financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization'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 a combination of deficiencies, in internal control such that there is a reasonable possibility that a material misstatement of the Organization'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 or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's consolidated financial statements are free from 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 financial statements. 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 Organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Forvis Mazars, LLP

**Fort Worth, Texas
September 30, 2024**

Report on Compliance for Each Major Federal and State Program and Report on Internal Control Over Compliance

Independent Auditor's Report

Board of Directors
The Family Place
Dallas, Texas

Report on Compliance for Each Major Federal and State Program

Opinion on Each Major Federal and State Program

We have audited The Family Place's (Organization) compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* and the State of Texas *Grant Management Standards* (TxGMS) that could have a direct and material effect on each of the Organization's major federal and state programs for the year ended December 31, 2023. The Organization's major federal and state programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Organization 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 and state programs for the year ended December 31, 2023.

Basis for Opinion on Each Major Federal and State Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*); the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) and TxGMS. Our responsibilities under those standards, the Uniform Guidance, and TxGMS are further described in the "Auditor's Responsibilities for the Audit of Compliance" section of our report.

We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal and state program. Our audit does not provide a legal determination of the Organization's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Organization's federal and state programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Organization's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and TxGMS will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material, if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Organization's compliance with the requirements of each major federal and state program as a whole.

In performing an audit in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and TxGMS we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Organization's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Organization's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance and TxGMS, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control Over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance 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 requirement of a federal or state program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal or state program 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 or state 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 "Auditor's Responsibilities for the Audit of Compliance" section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

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 that testing based on the requirements of the Uniform Guidance and TxGMS. Accordingly, this report is not suitable for any other purpose.

Forvis Mazars, LLP

**Fort Worth, Texas
September 30, 2024**

**The Family Place
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2023**

Section I - Summary of Auditor's Results

Financial Statements

1. Type of report the auditor issued on whether the consolidated financial statements audited were prepared in accordance with GAAP:
- ☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer
2. Internal control over financial reporting:
- Significant deficiency(ies) identified? ☐ Yes ☒ None Reported
- Material weakness(es) identified? ☐ Yes ☒ No
3. Noncompliance material to the financial statements noted? ☐ Yes ☒ No

Federal Awards

4. Internal control over major federal awards programs:
- Significant deficiency(ies)? ☐ Yes ☒ None Reported
- Material weakness(es)? ☐ Yes ☒ No
5. Type of auditor's report issued on compliance for major federal programs:
- ☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer
6. Any audit findings disclosed that required to be reported by CFR 200.516(a)? ☐ Yes ☒ No
7. Identification of major federal programs:

Cluster/Program	Assistance Listing Number
Coronavirus State and Local Fiscal Recovery Fund	21.027

8. Dollar threshold used to distinguish between Type A and Type B programs was \$750,000.
9. Auditee qualified as a low-risk auditee? ☒ Yes ☐ No

The Family Place
Schedule of Findings and Questioned Costs (Continued)
Year Ended December 31, 2023

State Awards

10. Internal control over major state awards programs:

Significant deficiency(ies)? ☐ Yes ☒ None Reported

Material weakness(es)? ☐ Yes ☒ No

11. Type of auditor's report issued on compliance for major state programs:

☒ Unmodified ☐ Qualified ☐ Adverse ☐ Disclaimer

12. Any audit findings disclosed that required to be reported by TxGMS? ☐ Yes ☒ No

13. Identification of major state programs:

Cluster/Program

Health and Human Services Cluster –
Enhanced Family Violence Services Program and Residential and
Non-Residential Family Violence Services Grant Program

14. Dollar threshold used to distinguish between Type A and Type B programs was \$750,000.

15. Auditee qualified as a low-risk auditee? ☐ Yes ☒ No

Section II – Financial Statement Findings

Reference Number	Finding
	No matters are reportable.

Section III – Federal Award Findings and Questioned Costs

Reference Number	Finding
	No matters are reportable.

**The Family Place
Summary Schedule of Prior Audit Findings
Year Ended December 31, 2022**

Reference Number	Summary of Finding	Status
No matters are reportable.		