



Jack & Jill

Children's Center

Halmos Family Building
1315 W. Broward Boulevard
Fort Lauderdale, FL 33312-1716
Tel. 954-463-8772
Fax 954-463-8773
www.jackandjillcenter.org

March 1, 2018

D'Wayne Spence, NPF Manager
City of Fort Lauderdale CRA
914 Sistrunk Blvd, Suite 200
Fort Lauderdale, FL 33311

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Pat Ramge

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Peter Wittich

Heather Siskind
Executive Director

Frances T. Payne
Executive Director 1969-2007

Terry Stiles
Board Member 2003-2017

Dear Mr. Spence,

Please accept this letter and CRA Application Package as a formal request of the Northwest-Progresso-Flagler Heights Community Redevelopment Agency to assist with the development of Jack & Jill Elementary School, a private school that will be located on the campus of Jack & Jill Children's Center at 1315 W. Broward Blvd., Fort Lauderdale, FL. This request is for \$2,500,000 toward construction for this project.

The new private school will be 20,063 Overall Net BLDG SF and impact over 300 children on a daily basis. The school will create over 37 new fulltime positions. This private school will offer kindergarten through fifth grade, afterschool programs, and a summer camp.

Attached please find the required application form and supportive documents. Please contact me with any questions.

Sincerely,

Heather Siskind
Executive Director

City of Fort Lauderdale

**Northwest-Progresso-Flagler Heights
Community Redevelopment Agency
(NWPF CRA)**



APPLICATION FOR CRA FUNDING ASSISTANCE

Name of Principal Owner in Charge Heather Siskind		Tel. No. 954-463-8772, ext. 205	E-Mail Address hsiskind@jackandjillcenter.org
Primary Contact for this CRA Request Maria Meyer		Tel. No. 954-463-8772, ext. 203	E-Mail Address mmeyer@jackandjillcenter.org
Name of Business Jack & Jill Children's Center		Tax ID No.	Company Website www.jackandjillcenter.org
Business Address 1315 W. Broward Blvd.		Tel. No. 954-463-8772	Fax No. 954-463-8773
City Fort Lauderdale		State Florida	Zip Code 33312
Commencement Date to Begin Project: October 2017			
Completion Date for Project: August 2020			
Check Appropriate Description <input checked="" type="checkbox"/> Existing Business <input type="checkbox"/> New Business		Project Type <input checked="" type="checkbox"/> Expansion <input type="checkbox"/> Relocation	Facility Description Existing Space 17,000 sq. ft. New Space 17,000 sq. ft.
NAICS Code / Industry Type 624410/Childcare/PreK Center		Date of Incorporation January 1952	State where the business was incorporated FL
Proposed Project Location/City Fort Lauderdale		Proposed Address 1219-1221 W. Broward Blvd.	
Property Control Number(s) Folio #491397 and #491399		Property Owner Jack & Jill Children's Center, Inc	
Owner Tel. No. (include Area Code) 954-463-8772		Is there a lien on the property? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Bank(s) Where Business Accounts for Projects Are Held 1. Bank of America 2. BB&T			
Name of Participating Bank/Lender TBD			
Amount \$ TBD	Contact Person	Tel. No. (include Area Code)	Fax No. (include Area Code)
Name of Other Financial Source			
Amount \$	Contact Person	Tel. No. (include Area Code)	Fax No. (include Area Code)
Name of Other Financial Source			
Amount \$	Contact Person	Tel. No. (include Area Code)	Fax No. (include Area Code)
Name of Other Financial Source			
Amount \$	Contact Person	Tel. No. (include Area Code)	Fax No. (include Area Code)
Name of Other Financial Source			
Project Purpose and Economic Impact: Founded in 1942, Jack & Jill Children's Center provides a nationally accredited early childhood education and afterschool program to Fort Lauderdale's most vulnerable residents. 90% of our parents reside below the Federal Poverty Level and 80% live in the 33311, and 33312 zip codes. In order to expand its educational and economic impact, Jack & Jill will construct and operate an elementary school and increase its enrollment by 216 students to a total of 342 students. 37+ Permanent FTE jobs will be created. The budget will increase from \$3.1M today to \$3.6M in the eighth year of operation, thus increasing its annual economic impact. The project will remove blight in the form of a vacant lot and building on Broward Blvd.			

NOTE 1: If the project receives funds via another City, County, Federal or State program which also requires job creation/retention, the jobs created/retained for those programs must be in addition to the jobs required under this program.

NOTE 2: If project includes the purchase of equipment using CRA funds, then there must not be another UCC filing for the equipment.

Management: Owners, partners, officers, all holders of outstanding stock — 100% of ownership must be shown (use separate sheet if necessary).

Name Ray Berry President	Complete Address 3606 Juniper Lane Davie, FL 33330	% Owned	From	To
Name Patrick Ramge Vice President	Complete Address 1335 Sugar Plum Drive Boca Raton, FL 33486	% Owned	From	To
Name Steven Halmos Secretary	Complete Address 707 Coral Way Fort Lauderdale, FL 33301	% Owned	From	To
Name Dulce Stephens	Complete Address 3337 Laurel Oak Street Fort Lauderdale, FL 33312	% Owned	From	To
Name	Complete Address	% Owned	From	To

1. Please state the overall project cost: \$ 7.2M construction/\$1.8M operating
2. Please state the overall project costs related to the CRA's assisted activity? \$.55M
3. Please indicate the sources and uses of funds for the project on the following table.

Project Source(s) of Funding	Amount	Rate	Term
Bank Loan (specify)	\$0		
City funds	\$0		
CRA funds	\$2,500,000	N/A	N/A
Company's current cash assets	\$240,000	N/A	N/A
Owner equity (specify)	\$0		
Other (specify) Donor Pledges	\$1,660,000	N/A	1-5 yrs.
Other (specify) Future Donor Pledges 2018-2019	\$4,600,000	N/A	1-5 yrs.
Other (specify)			
Total Sources	\$9,000,000		
Select the Use(s) of Funds and the Amount Need for Each	Sources of Funds (Yes or No)	Amount	
Land Acquisition	No		
Real Property Acquisition	No		
Utility and road infrastructure improvements	No		
New construction of commercial and industrial buildings	Yes	\$5,500,000	
Rehabilitation of commercial and industrial buildings	No		
Purchase and installation of equipment and fixtures	Yes	\$325,000	
Other (specify) Bridge Loan Interest Expense	Yes	\$894,000	
Other (specify) Pre-development and Fundraising Expense	Yes	\$465,000	
Other (specify) Elementary School Operational Expense	Yes	\$1,816,000	
Total Uses		\$9,000,000	

NOTE 3: Other "uses" include Architectural/Engineering Fees, Application Fees, Permit Fees Impact Fees

BUSINESS INDEBTEDNESS: Furnish the following information on all outstanding installment debts, code and other liens, notes and mortgages payable that relate to this project. The present balances should agree with the latest balance sheet submitted (use a separate sheet if necessary).

To Whom Payable	Original Amount	Original Date	Present Balance	Rate of Interest	Maturity Date	Monthly Payment
Name: N/A _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$
Name: _____	\$		\$	%		\$

THE FOLLOWING ITEMS MUST BE COMPLETED AND SUBMITTED WITH YOUR APPLICATION

1. A business plan which describes the company mission, market analysis, applicant capacity, economic analysis and project feasibility, a brief history and description of the company (*including the founding of the company*), overview of operations, product information, customer base, method and areas of distribution, primary competitors and suppliers within the County.
2. A list of general and limited partners, officers, directors and shareholders of the company. Please provide a resume for all the principals and key management.
3. Corporate income tax returns for the last three years (*personal returns may also be requested*).
4. Two separate lists that detail the existing jobs on your payroll and the new jobs to be created (*within the list please provide the job title of each position, a brief description of each position, annual salary for existing and new positions and the industry average salary for those positions*).
5. If machinery and equipment are being purchased with CRA funds, provide a list of all the items to be purchased, with quotes on vendor's letterhead. Include a statement from the manufacturer, attesting to the economic life of the equipment.
6. If business is a franchise, include a copy of the franchise agreement;
7. Bank Commitment Letter detailing the conditions of the loan approval.
8. Copy of IRS determination letter as a non-profit organization (*required for all non-profit organizations only*).
9. Signed copy of resolution or minutes from the meeting of the governing body authorizing submission of the application (*required for all non-profit organizations only*).
10. Articles of Incorporation or Division of Corporations information identifying authorized signatories
11. Copy of the Property Deed (*if the applicant is the owner*)
12. Copy of By-Laws (*required for all non-profit organizations only*).
13. Please sign and submit *Statement of Personal History and Credit Check Release* (as attached).

The following items are also needed, if your funding request is \$500,000 or more

14. CPA audited corporate financial statements for the last three years (*Profit and Loss Statement and a Balance Sheet*).
15. If the most recent business return and/or financial statement is more sixty (60) days old, please submit a current Interim Financial Statement.
16. Three year financial pro formas which include operating statements, balance sheets, funding sources, and use details.
17. Ten year revenue and expense projection for the project
18. Copy of sales/purchase agreement when purchasing land or a building (*or an executed lease if applicable*).

1. If project involves construction, please provide a minimum of two (2) detailed photographs taken by Architect/Engineer and/or General Contractor, preliminary plans and specifications, Architectural Illustration and photos of existing conditions.
20. Provide details regarding any credit issues, bankruptcies and lawsuits by any principal, owning 20% or more of the business.
21. The names of all affiliates and/or subsidiary companies, and their previous three (3) years financial statements and Interim Financial Statements if the financial statements are more than sixty (60) days old.
22. Attach a street map showing the location of the proposed project, Property Folio number and Legal Description.
23. Letter from the Department of Sustainable Development (DSD) approving the proposed project with zoning and land use designations, and Plan Development Review number and comments.
24. Identification and qualifications of project development team (i.e., attorney, engineer, architect, general contractor, etc.).
25. Current Broward County Assessed Value, new capital investment dollars and total estimated new assessment when completed and placed into service.
26. Preliminary Project Schedule
27. Existing Leases, Lease commitments and tenant makeup (if applicable).
28. Copy of Environmental Report showing there are no Environmental issues (if applicable).
29. Copy of Appraisal Report (if applicable).

THE FOLLOWING ITEMS ARE REQUIRED AFTER CRA BOARD APPROVAL AND PRIOR TO EXECUTION OF AN AGREEMENT AND RELEASE OF FUNDS

30. Evidence that all funds are in-place to fully fund the project.
31. A copy of the City approved project plans, contract with General Contractor and permits (Prior to Release of Funds)
32. Scope of work and all project costs
33. Copies of Insurance Certificates (Builders Risk/All Risk Policy, Commercial General Liability, Workers Compensation with the City of Fort Lauderdale and the Fort Lauderdale CRA listed as Additional Insured).

APPLICANTS CERTIFICATION

By my signature, I certify that I have read and understand the application, criteria, loan fees and program requirements. I further certify that all the information I (we) supplied is correct and accurate. All of the owners of the company/organization (regardless of ownership percentage) are aware of this loan and are in full agreement with the business securing financing for this project. My (our) signature(s) represent my (our) agreement to comply with City of Fort Lauderdale Community Redevelopment Agency, as it relates to this CRA funding request.

Each Proprietor, General Partner, Limited Partner and Business Owner, owning 20% or more must sign below. For all Non-Profit Organizations, all guarantors must be approved by City of Fort Lauderdale Community Redevelopment Agency.

Business Name: Jack & Jill Children's Center, Inc.

By: [Signature] Executive Director 3-5-18
Signature and Title Date

Guarantors:

[Signature] Chair 3/4/18
Signature and Title Date

[Signature] Vice President 3/6/18
Signature and Title Date

[Signature] Secretary 3/6/18
Signature and Title Date

[Signature] 3/6/18
Signature and Title Date

Signature and Title Date



Northwest-Progresso-Flagler Heights Community Redevelopment Agency

APPLICATION REQUEST SUPPLEMENTAL INFORMATION

CRA Incentive Programs

Please select the incentive(s) you are applying for and insert the amount of funding assistance you are seeking:

<input type="checkbox"/> COMMERCIAL FAÇADE IMPROVEMENT PROGRAM	\$ _____
<input type="checkbox"/> PROPERTY AND BUSINESS IMPROVEMENT PROGRAM	\$ _____
<input type="checkbox"/> STREETSCAPE ENHANCEMENT PROGRAM	\$ _____
<input checked="" type="checkbox"/> DEVELOPMENT INCENTIVE PROGRAM	\$ <u>2,500,000</u>
<input type="checkbox"/> PROPERTY TAX REIMBURSEMENT PROGRAM	\$ _____

Please provide a supplement sheet responding to the following numbered questions:

1. Please describe your project.
2. What is the address, folio number and legal description of the property.
3. What is the existing and proposed use of the property? Please note that certain uses are not eligible for CRA assistance. This includes convenience stores, pawn shops, check cashing stores, tattoo parlors, massage parlors, liquor stores and other uses as may be determined by the CRA that are inconsistent with the CRA Community Redevelopment Plan. Please note that there will be restrictive covenants placed on the property for minimum of 5 years restricting use of the property to only those uses for which CRA funding was provided.
4. Are the proposed improvements to the property being made on behalf of a proposed tenant for the property. If so, please provide a copy of the lease agreement.
5. What is the zoning of the property?
6. Are you the property owner? Please provide a copy of the deed of the property. You must be the owner of the property to apply.
7. Is your project new construction or is it renovation?
8. What is the total capital investment of your project and what is your hard construction and soft cost? (While property acquisition cost is not an eligible CRA expense, it may be included in your total capital investment)
9. What is the current Broward County Assessed Value of the property?
10. Is there a mortgage on the property? Please provide OR Book and Page. Please note that CRA funding is in the form of a 0% interest forgivable loan, forgiven after 5 year of project completion secured by a first mortgage or subordinate mortgage on the property. Projects receiving over \$225,000 in CRA assistance

- will be secured by a forgivable loan forgiven after 7 years to 10 years depending on the level of CRA funding. Other forms of security in lieu of a forgivable mortgage will be considered on a case by case basis.
11. Are there any other liens or pending liens on the property? Please provide OR Book and Page.
 12. Are there any code violations on the property? Identify.
 13. Is the property listed "For Sale." Please note that properties listed for sale may not apply for CRA program funding.
 14. How many new permanent jobs will be created by the project? Please describe the jobs to be created and projected salaries.
 15. What is the estimated construction commencement date of the project? Please note that no work is to commence on the project unless a Program Agreement is approved and fully executed between the CRA and the property owner and that work must commence within 90 days of CRA funding approval.
 16. What is the estimated completion date of the project? Please note that all approved projects must be completed within a maximum of three (3) years.
 17. Please provide proof of your matching funds (i.e. bank statement, line of credit, etc.) and identify other proposed forms of financing for your project.
 18. Do you have general liability and fire and casualty insurance on the property? You will be required to demonstrate proof of insurance and may include bonding requirements as required by the City/CRA prior to commencement of work. The cost of insurance may be included as part of your total project cost funded by the program.
 19. Have you previously received funding from the CRA? Explain.


If you are applying for funding from the Commercial Façade Improvement Program, Property & Business Improvement Program and/or Streetscape Enhancement Program, please also complete the following:

20. Do you have a detailed scope of work? If so, please include for CRA review and approval.
21. Do you have completed architectural drawings for the scope of work to be performed? Please include along with architectural illustration(s) of the proposed work, material specifications, color selections, etc. Please note that architectural cost may be included as part of your total project cost.
22. Have your project plans been submitted for City Development Review and/or permitting and if so what are the status of the plans and the plan review number? All work must be permitted and approved by the Building Official.
23. Do you have detailed, written contractor cost estimates? If so, please provide.
24. Have you selected a contractor from the attached City/CRA Approved Contractor List? Please note if your contractor is not on the City/CRA approved list, it may be possible to have your contractor become an approved CRA Contractor. He/She will need to complete the attached Contractor Application for consideration.
25. If you are applying for the Facade Program or Property and Business investment Program, and if you are not using a City /CRA Approved Contractor, you must secure two detailed licensed and insured contractor cost estimates and CRA funding is limited to 60% of the lowest cost estimate not to exceed \$50,000 which can only be funded on a reimbursement basis, rather than a direct payment to the contractor. In addition, all projects over \$50,000 may be assigned a CRA Construction Review Specialist who will determine the scope

of work to be funded and will secure contractor pricing for the project, manage funding request and provide general project oversight.

26. For Streetscape Enhancement Program projects, see additional requirements for projects in excess of \$300,000 as required by Florida Statute 255.20.

I Heather Siskind attest that the information is correct to the best of my knowledge. I further understand that the CRA program benefits are contingent upon funding availability and CRA approval and are not to be construed as an entitlement or right of a property owner/applicant. I further understand that I am responsible for providing all documentation required by The CRA.



Signature of Property Owner or Business Owner

Heather Siskind

Print Name

Please provide a supplement sheet responding to the following numbered questions:

1. Please describe your project.

Project Purpose and Economic Impact: Founded in 1942, Jack & Jill Children's Center provides a nationally accredited early childhood education program and afterschool program to Fort Lauderdale's most vulnerable residents. 90% of our parents reside below the Federal Poverty Level and 77% live in the 33311 or 33312 zip codes. In order to expand its educational and economic impact, Jack & Jill will construct and operate a Kindergarten through 5th grade elementary school, and increase its enrollment by 216 students to a total of 342 students. 37 permanent FTE jobs will be created, increasing the total FTEs to 80. Jack & Jill's annual budget will increase from approximately \$3.1M today to \$3.6M in the eighth year of full operation, thus increasing its annual economic output. The project also removes blight in the form of a vacant, outdated building on Broward Blvd.

2. What is the address, folio number and legal description of the property?

1315 West Broward Boulevard, Folio #491397 and #491399. Legal Description #1 (current school and partial new school property): Lots 16 through 26, Block 1, SEMINOLE FOREST, according to the map or plat thereof as recorded in Plat Book 14, Page(s) 16, Less Right of Way for State Road 842 (Broward Boulevard, Fort Lauderdale, Florida), Public Records of Broward County.

Legal Description #2 (new school property): Lots 10, 11, 12, 13, 14, 15, 27, 28, 29, 30 and 31, Block 1, of SEMINOLE FOREST, according to the Plat thereof, as recorded in Plat Book 14, Page 16, of the Public Records of Broward County, Florida, LESS the right of way for State Road 842 (Broward Boulevard, Fort Lauderdale, Florida).

3. What is the existing and proposed use of the property? Please note that certain uses are not eligible for CRA assistance. This includes convenience stores, pawn shops, check cashing stores, tattoo parlors, massage parlors, liquor stores and other uses as may be determined by the CRA that are inconsistent with the CRA Community Redevelopment Plan. Please note that there will be restrictive covenants placed on the property for minimum of 5 years restricting use of the property to only those uses for which CRA funding was provided.

The property is used primarily for the Jack & Jill Children's Center and its play and parking spaces. The secondary use of the property is for an outdated, vacant building and its parking space.

4. Are the proposed improvements to the property being made on behalf of a proposed tenant for the property? If so, please provide a copy of the lease agreement.

Not applicable.

5. What is the zoning of the property?

CF, X-P and B-1

6. Are you the property owner? Please provide a copy of the deed of the property. You must be the owner of the property to apply.

Yes, Jack & Jill Children's Center is the property owner.

7. Is your project new construction or is it renovation?

The project is for new construction.

8. What is the total capital investment of your project and what is your hard construction and soft cost? (While property acquisition cost is not an eligible CRA expense, it may be included in your total capital investment)

Total capital investment is \$9 million, hard construction costs are \$5.5 million, soft costs are \$3.5 million to include FF&E (\$325,000).

9. What is the current Broward County Assessed Value of the property?

Year 2018: \$192,100, \$73,540 and \$3,146,430 for a total of \$3,412,070

10. Is there a mortgage on the property? Please provide OR Book and Page. Please note that CRA funding is in the form of a 0% interest forgivable loan, forgiven after 5 year of project completion secured by a first mortgage or subordinate mortgage on the property. Projects receiving over \$225,000 in CRA assistance will be secured by a forgivable loan forgiven after 7 years to 10 years depending on the level of CRA funding. Other forms of security in lieu of a forgivable mortgage will be considered on a case by case basis.

There is no mortgage on the property.

11. Are there any other liens or pending liens on the property? Please provide OR Book and Page.

There are no liens or pending liens on the property

12. Are there any code violations on the property? Identify.

There are no code violations on the property.

13. Is the property listed "For Sale." Please note that properties listed for sale may not apply for CRA program funding.

The property is not listed for sale.

14. How many new permanent jobs will be created by the project? Please describe the jobs to be created and projected salaries.

37 FTE new, permanent jobs will be created. See Item #4: Existing Jobs and New Jobs to be Created.

15. What is the estimated construction commencement date of the project? Please note that no work is to commence on the project unless a Program Agreement is approved and fully executed between the CRA and the property owner and that work must commence within 90 days of CRA funding approval.

The estimated construction commencement date is May 2019.

16. What is the estimated completion date of the project? Please note that all approved projects must be completed within a maximum of three (3) years.

The estimated construction completion date is July 2020.

17. Please provide proof of your matching funds (i.e. bank statement, line of credit, etc.) and identify other proposed forms of financing for your project.

See attached Bank of America account statements and Halmos Family gift agreement attached.

18. Do you have general liability and fire and casualty insurance on the property? You will be required to demonstrate proof of insurance and may include bonding requirements as required by the City/CRA prior to commencement of work. The cost of insurance may be included as part of your total project cost funded by the program.

Jack & Jill has general liability and fire and casualty insurance on the property.

19. Have you previously received funding from the CRA? Explain.

Jack & Jill has not previously received funding from the CRA.

GIFT AGREEMENT

THIS GIFT AGREEMENT (the "Agreement") is made and entered into this 1st day of February, 2018 (the "Effective Date") by and between the **STEVEN J. HALMOS FAMILY FOUNDATION, INC.**, a Florida not for profit corporation whose current address is 17 West Las Olas Blvd., Fort Lauderdale 33301 (the "Donor"), and **JACK & JILL CHILDREN'S CENTER, INC.**, a Florida not for profit corporation whose current address is 1315 West Broward Boulevard, Fort Lauderdale, Florida 33312 ("J&J").

RECITALS:

WHEREAS, subject to the terms and conditions of this Agreement, the Donor wishes to make a gift to J&J of One Million Dollars (\$1,000,000) (the "Gift") to the J&J campaign (the "Campaign") to build a new elementary school on the J&J campus, said Campaign to have a total goal of Nine Million Dollars (\$9,000,000) (the "Goal"); and

WHEREAS, subject to the terms and conditions of this Agreement, J&J wishes to accept the Gift from the Donor.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, and for other good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Recitals.** The above recitals are true and correct and are incorporated herein by reference.
2. **Gift Payment Schedule.** Donor and J&J hereby agree that the Gift amount will be paid by Donor to J&J as follows: Donor intends to pay the \$1,000,000 amount of the Gift in five (5) equal annual installments of \$200,000 in September of each year starting in September 2018 and ending in September 2022; provided, however, that Donor may, at Donor's discretion, withhold payments until such time that J&J has Raised (as that term is defined below) \$8,000,000 (the Goal amount less the Gift amount). After J&J has raised said \$8,000,000, then Donor will in September of that year pay to J&J all of the annual \$200,000 installments that may have been withheld by Donor to date. By way of example, if the amount Raised reaches said \$8,000,000 in August 2019, then if Donor had elected to withhold payment, Donor will pay to J&J in September 2019, as Donor's first payment, \$400,000 (the \$200,000 installments that would have been paid in September 2018 and September 2019) and the remaining \$600,000 of the Gift will be paid in \$200,000 annual installments in September of 2020, 2021, and 2022.

Notwithstanding the foregoing, however, if the amount Raised has not reached at least said \$8,000,000 by December 31, 2020, indicating that the campaign will not be successful in reaching the Goal, then Donor at its discretion may terminate this Agreement and, in that event, Donor will have no obligation to J&J hereunder.

"Raised" as used herein shall mean J&J's actual receipt of either cash toward the Goal or irrevocable written pledges for payments not exceeding five (5) years in length toward the Goal.

3. **Prepayment of the Gift.** The outstanding balance of the Gift may be prepaid by the Donor (or an affiliate of Donor) to J&J, in whole or in part, at any time, at the Donor's discretion.
4. **Payment Address.** All payments of the Gift are to be made to Jack & Jill Children's Center, Halmos Family Building, 1315 West Broward Boulevard, Fort Lauderdale, Florida 33312, or to such other address as J&J shall provide to the Donor in writing.
5. **J&J Use and Recognition of Gift Payments.** J&J shall use the Gift payments received from the Donor and recognize the Gift as follows:

In recognition of the Gift to be made by the Donor, and effective upon the Donor's payment of the first installment payment of the Gift, J&J's new elementary school shall be named the "Madelaine Halmos Elementary School at Jack & Jill Children's Center" or another name as may be mutually agreed by the Donor and J&J (the "School"). Suitable signage, based upon mutual agreement of J&J and the Donor and subject to applicable signage ordinances of the City of Fort Lauderdale, shall prominently and in perpetuity appear on the new elementary school's building (the "Building"). Whenever J&J refers in any written or oral form to its new elementary school, including but not limited to the school's street address, the reference shall be to the Madelaine Halmos Elementary School. Said references relating to the new elementary school will be in addition to the Halmos Family Building signage and written and oral references which are already in existence and are to remain in perpetuity. The Donor acknowledges and agrees that J&J may change the name if, acting reasonably and in good faith, J&J and the Donor agree that it is in the best interest of J&J to do so, which, by way of example, may be done to reflect name changes made to J&J's educational components or changes to the educational categories in the name, it being understood that the name "Halmos" will at all times be connected with the changed name.

6. **J&J's Remedies for the Donor's Failure to Make Timely Payments.** If any payment to be made in accordance with the payment schedule set forth in Section 2 hereof is not timely made by the Donor to J&J on or before its due date, and such failure to pay continues for a period of ninety (90) days after written notice from J&J is provided to the Donor specifying the failure, then J&J will, after consultation with the Donor, and acting reasonably and in good faith, attempt to work with the Donor to arrive at a reasonable payment plan to bridge what may be a temporary difficult period for the Donor. If no such payment plan can be agreed to by both parties, then J&J may terminate this Agreement by written notice to the Donor, in which event the Donor shall not be entitled to the return of any of the Gift payments it has made to date. In connection with such termination, J&J may remove the name "Halmos" from the School. It is understood and agreed to by the parties that other

than the remedies set forth in this Agreement, J&J shall have no recourse against the Donor with respect to any further obligation on the part of the Donor to make any further payment(s) to J&J pursuant to this Agreement.

7. **Relocation of the School.** J&J has no present intent to relocate the School and will only relocate the School if J&J reasonably and in good faith determines that it is in its best interest to do so. J&J will give the Donor ninety (90) days prior written notice of its intent to relocate the School and, in the event of such relocation, the name "Halmos" shall be placed in a prominent place on the School in its new location, as well as being retained on written and oral descriptions of the School, in keeping with the original intent of this Agreement.
8. **Representations and Warranties of the Donor.** The Donor represents and warrants to J&J the following:
 - (a) It is duly organized as a Florida not for profit corporation and in good standing under the laws of the state of Florida, and is an organization described in Section 501(c)(3) exempt private foundation of the Internal Revenue Code of 1986, as amended.
 - (b) It is not a party to or bound by any agreement or other document which precludes the Donor from entering into this Agreement or from performing all of the terms and conditions contained herein applicable to it.
9. **Representations and Warranties of J&J.** J&J represents and warrants to the Donor the following:
 - (a) It is a not for profit corporation organized and in good standing under the laws of the state of Florida and is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
 - (b) It is not a party to or bound by any agreement or other document which precludes J&J from entering into this Agreement or from performing all of the terms and conditions contained herein applicable to it.
10. **Sufficient Consideration.** The Donor and J&J agree for themselves and their successors and assigns that the promises made in this Agreement and the reliance by a party on the promises of the other party constitute sufficient consideration for the obligations created herein.
11. **Entire Agreement and Modification.** This Agreement contains the entire understanding of the parties with respect to the matters covered herein and supersedes all prior and contemporaneous agreements, discussions, negotiations, and representations, whether oral or written. This Agreement may not be altered or amended except by an instrument in writing duly executed by the parties.
12. **Further Assurances.** The Donor and J&J shall sign any and all documents or take any action reasonably required to implement or further evidence the terms or purposes of this

Agreement. J&J will keep the terms of this Agreement confidential and will not publicly disclose the terms hereof without the prior written consent of the Donor.

13. **Successors.** This Agreement shall inure to the benefit of and shall be binding upon the respective successors and assigns of the parties.
14. **Law Governing, Jurisdiction, and Venue.** This Agreement shall be governed by and construed in accordance with the laws of the State of Florida. With respect to any action arising out of or in any way connected with this Agreement, the parties accept the exclusive jurisdiction of the courts of the State of Florida, and agree that venue shall lie exclusively in the courts of Broward County, Florida. In the event of any litigation between the parties relating to this Agreement, the substantially prevailing party shall be entitled to recovery of its reasonable attorney's fees and costs, including those incurred on any appeal.
15. **Counterparts; Signatures of the Parties.** This Agreement may be executed in one or more counterparts, each of which shall be deemed an original and all of which shall constitute one and the same instrument. An electronic signature of a party done pursuant to law, or a signature of a party transmitted by electronic means, shall be deemed an original signature for purposes of this Agreement.
16. **Severability.** If any provision of this Agreement is found to be invalid or unenforceable by a court of competent jurisdiction, then all other provisions shall remain valid and enforceable to the maximum extent allowed by law.
17. **Waiver.** The waiver by a party of a breach of this Agreement by the other party shall not constitute a waiver of a continuing or future breach of the same provision or of a breach of any other provision. All waivers shall be in writing and signed by the waiving party.
18. **Notices.** Any notice required or permitted to be given under this Agreement to either party shall be in writing and shall be deemed given and received (i) upon personal delivery with a receipt obtained, (ii) upon receipt, refusal of receipt or the date noted as uncollected if sent via the United States Postal Service, certified or registered mail, postage prepaid and return receipt requested, or (iii) the earlier of receipt or two (2) business days after being deposited with a nationally recognized overnight delivery service (e.g., Fedex), at the addresses stated in the preamble to this Agreement or at such other address as a party may notify the other party in writing pursuant to the terms of this Section 18.

IN WITNESS WHEREOF, the parties have executed this Agreement on the dates set forth below.

Steven J. Halmos Family Foundation, Inc.

Jack & Jill Children's Center, Inc.

By:

By:

Print Name:

Print Name:

Title:

Title:

Date:

Date:



JACK & JILL CHILDREN'S CENTER

K – 5 Elementary School Business Plan
Rev. February 2018



Table of Contents

I.	PARENT TESTIMONIAL	2
II.	EXECUTIVE SUMMARY	3
III.	PROGRAMS AND SERVICES	4
IV.	VISION AND VALUE PROPOSITION	5
V.	COMPETITIVE ADVANTAGE	5
VI.	COMMUNITY PARTNERS	5
VII.	CONNECTING WITH OUR PARENTS	6
VIII.	BUILDING: DESIGN AND CONSTRUCTION	7
IX.	STAFF AND BOARD OVERVIEW & COMMITTEES	8
X.	BUSINESS STRUCTURE FOR ACQUIRING SCHOOL TALENT	9
XI.	TARGET MARKET	9
XII.	MARKETING STRATEGY	10
XIII.	FL TAX CREDIT	11
XIV.	THE CAPITAL CAMPAIGN	12
XV.	FINANCIAL SUMMARY & INFORMATION	13
XVI.	SUSTAINABILITY AND EXPANSION STRATEGY	22
XVII.	APPENDIX	23

PARENT TESTIMONIAL

Dear Supporter of Jack & Jill Children's Center,

There are several things that I could say about the quality of care that Jack and Jill Children's Center provides to families of Broward County, but the word "legacy" is the one that keeps coming up in my heart. The word legacy is defined as anything that is handed from the past, as from an ancestor or predecessor, it can also be defined as an amount of money or property left to someone in a will.

Jack & Jill has made significant strides to ensure that the cycle of poverty is broken through various programs offered at the Center. When I entered through the doors of Jack & Jill Children's Center, several decades ago, I was that woman who was broken, battered and without hope. I once was that parent who was in need of quality daycare, food, financial assistance and love just to name a few. I learned how to be self-sufficient, gainfully employed, and a great mom because of Mrs. Frances Payne and the plethora of services offered.

While there, my three children learned the importance of a good education, good manners and respect for themselves. One might think these are not important attributes, but they are a lifeline to successful adulthood and ones which I am certain that they would not have received had they not attended Jack & Jill. Even though their life was once marred by uncertainty, poverty, the bureaucracy of foster care and drug addicted parents, my children have since gone on to do very well and I now boast that they are college graduates, gainfully employed, business owners, and great parents themselves.

Jack & Jill Children's Center has given my family a rich legacy, not one of money or possessions but of tenacity, wholeness, and confidence and these are certainly values that they can build on, and pass on.

I thank God that I now can give back in ways that I never thought were imaginable. I work feverously helping others find their way through this maze called life. I now co-facilitate the parenting program at the Center, am a recent college graduate, and the CEO of my own nonprofit that helps others live a fulfilling life.

Fondly,
Belinda Knox
Proud Parent

K-5 Elementary School Business Plan

EXECUTIVE SUMMARY

Business Overview

Established in 1942, Jack & Jill Children's Center is a four-star charity as recognized by Charity Navigator and serves as the oldest nonprofit provider of early childhood education in Broward County. The Center provides high-quality, early childhood education. To date, Jack & Jill has impacted more than 20,000 families.

Problem & Proposed Solution

With many families historically forced to send their children to underperforming schools once they leave the Center, we will offer a timely and much needed alternative in educational choice to local parents by extending our early childhood learning to a K-5 elementary school in a newly constructed 24,000 square foot building adjacent to our early learning building. The proposed elementary school will provide year-round educational services. The elementary school will allow the Center to keep students and families engaged longer and therefore fulfill its mission of breaking the cycle of poverty for children and families through quality education.

Target Market, Team, & Competitive Advantage

The elementary school at Jack & Jill Children's Center will provide comprehensive learning in an elementary school setting that will serve our current families and others in Broward County. The school will offer an Out-of-School program option as part of a rich year-round set of experiences for students. The goals of this new elementary school will be to prepare students for success in career and life and to be one of the best schools in Broward County. The existing leadership has the business acumen and experience necessary to develop and manage a K-5 school with the proposed elementary school staff.

Financial Highlights

The financial goals are to raise capital that serves to meet our social and business purpose for elementary education by:

- Acquiring **\$9.0 million** in private and institutional support: **\$7.2 million** in total capital needs and **\$1.8 million** in operational funding
- The cost per elementary student is \$13,700 with the bulk of the funding coming from Step Up for Students and School Readiness for Out-of-School programs. Additional annual funding of \$2,000 per elementary school child will need to be raised by increased community income.
- The Center will need to raise an additional \$600k annually in community income to provide adequate support for the early education center and the elementary school. This represents a 33% increase over 2016 and 2017.
- The 33% increase in community income allows the maximum enrollment to grow by 216 students, representing a 145% increase in current enrollment. The total student population with the addition of the elementary school will be 342.

Capital Campaign

The campaign will raise \$9.0 million to build the elementary school, of which \$7.2 million is construction cost with an additional \$1.8 million for operations to subsidize the school until stabilization. We will seek capital from a variety of sources including, but not limited to institutional support, City of Fort Lauderdale (CRA), State of Florida (special appropriations), Children's Services Council, foundations, corporations and individual donors. To assist with this effort additional support will be contracted to execute the campaign with management provided by the Center's Director of Development.

PROGRAMS AND SERVICES

The elementary school at the Jack & Jill Children's Center will be a client-focused school that will provide broad-based learning approaches and experiences at a subsidized rate. We are committed to build on a proud legacy and the promise that this school will offer our children the tools they will need to succeed in life. Those in our care will be deeply enriched and empowered by our efforts as follows:

An Elementary School which meets or exceeds regulatory accreditation standards across all programs.

- An accredited school incorporating research-based best-practices
- Extended school day for students
- Dedicated and highly-skilled staff and educators with low student to teacher ratios
- Daily healthy breakfast, lunch, and snacks provided to students
- Creation of a purpose-driven, transformational preparatory school that believes all children can learn and develop their full potential
- Top-tier educators and support network which strives to meet/exceed programmatic and performance accreditation standards
- Extra-curricular activities which foster healthy social-emotional growth and personal development
- Dynamic enrichment programs that cultivate innovation and creativity
- A culture of researched-based technology-driven curriculum that incorporates STEAM (science, technology, arts, and math) initiatives

Quality Out-of-School Time programs providing engaging and enriched afterschool and summer camp experiences.

This program creates a safe and nurturing environment designed to support academic achievement, enhance social skills and foster success in school and life. Our staff of diverse community-based educators and licensed teachers creates strong partnerships with the school, families, and the community to ensure access to a variety of enrichment activities.

- **Foster social & emotional competencies and physical well-being.** Students learn how to identify and manage their emotions and resolve conflict through our youth development programming, while staff intentionally models appropriate behavior.
- **Provide opportunities for youth to explore their interests and creativity.** Students participate in a variety of hands-on, experiential and creative, project-based learning activities. The program also conducts field trips to cultural, educational and sporting events that broaden the students' perspectives and self-concept.
- **Build skills that support academic achievement.** Our STEAM and literacy activities support the development of critical thinking, academic competency and other cognitive skills.
- **Cultivate youth leadership and community engagement.** Student feedback about program activities forms a critical component of our program planning process. Students' leadership skills also emerge as they learn how to collaborate with one another.
- **Engage parents and other caretakers to support Out-of-School Time goals.** The School has an open-door policy that welcomes families. Parents are encouraged to contribute ideas, volunteer, and attend program events including student performances and events that foster positive family interaction.

VISION AND VALUE PROPOSITION

Our vision is to build a private elementary school that will build on our success as an early childhood learning center offering choice for both parents and students in Broward County. This vision reflects our values of: teamwork, mindfulness, learning, kindness, empowerment, integrity and respect in the field of serving children and families. It is our intent that our students' overall best interest would always come first, and everything we do is guided by our values and professional ethics that will ensure positive educational outcomes. We will ensure that we will hire professional educators in various subjects who are well experienced and passionate in imparting knowledge to our students at various learning ladders.

COMPETITIVE ADVANTAGE

This new school would encompass Kindergarten through fifth-grade and this plan will demonstrate how this will be achieved both from a programmatic and financial perspective. In a recent community conversation held with over 50 parents in attendance at a community connection forum (see below for more details), they affirmed this with their testimonials and praise for our staff and existing offerings for their children from infant-care to pre-Kindergarten classes and beyond. Their concern about child safety and inadequate schools in the area are a large reason why they desire to stay with Jack & Jill Children's Center. This supports a shared-pride in the Center as a community asset for a better and stronger community. Additionally, most traditional school offerings fail to include the child's families in their programming. We seek to align school and home. Also, many public schools have a limited school year, higher student-teacher ratios, a heavily burdened staff, and a limit on their ability to provide quality afterschool experiences.

COMMUNITY PARTNERS

We are pleased to collaborate with many partners in our community to help further serve our children. The table below represents those partners who offer services to benefit our children and families.

KEY PARTNERS:

Broward County Public Schools

Step-up For Students

Junior Welfare Society

Children's Aid Club

United Way of Broward County

Early Learning Coalition

SUPPORT OFFERED BY OUR PARTNERS:

Additional support for low-income children qualified for Title One funds

Scholarship funding for students

Professional development training for staff and leadership

Child assessment and progress tracking tools

Provides emergency aid-funding

Provides emergency aid-funding

Reading Pals Program

Out-of-School Time Program

CONNECTING TO OUR PARENTS

In a recent community forum held by our educational consultant, many parents are expressing great enthusiasm and support for a new elementary school at Jack & Jill Children's Center. The general atmosphere of the meeting was upbeat and energetic. Families were very excited to hear more about the expansion of the Kindergarten program into 1st Grade for the 2017-2018 school year and the proposal for a brand-new building to house the elementary school slated for opening in 2020. The room buzzed with questions and positive sentiments about the Center, both academic and enrichment programs, as well as the staff. In the general opening session, parents expressed appreciation and gratitude for the work that the Jack & Jill Children's Center continues to do and the difference it makes in the lives of their children. Some family members were moved to tears as they shared their personal stories of how the Center impacted the lives of their children and their entire family. In discussions about the Family Strengthening Program, many individuals present expressed that the resources provided made a tremendous difference and helped them to feel supported and secure. Based on the level and intensity of the conversation during the shared time of the forum, there is no doubt that the families at Jack & Jill are very passionate and loyal to the Center.

Community Members' Views - In Their Own Words:

- "The family programs are awesome. Thank you, J&J, for all your hard work and dedication."
- "Jack and Jill already is doing an amazing job preparing my daughter, she's more advanced than other kids in my family including the ones that are already in kindergarten."
- "Jack & Jill is doing a terrific job."
- "Everything done now is great."
- "Magnet programs would be good for a successful career path."
- "Continue doing what you are doing!"
- "Continue to keep the parents engaged so that they stay involved."
- "Keep everything and continue bringing in more."
- "Continue to teach them (the children) as you do."
- "From my experience with Jack & Jill, I can much say they're meeting a lot of our concerns."
- "Happy with the way things are going now."
- "Fantastic job!"

At the end of the evening, parents left the room engaged in conversations about the proposed plans for Jack & Jill, the process of construction, and the prospect of a top-tier elementary school for their children. Several stopped to inquire on ways they can aid and stay informed.

BUILDING: DESIGN AND CONSTRUCTION

The staff, building committee, and select members of the board have concluded the current Jack & Jill footprint is the best option for expansion. The current site allows for synergies between the existing Early Learning Center, administrative and operations staff. The two building campus will allow more flexibility in design and space. The current site is debt free and any alternative site would most likely have to be purchased creating additional fundraising demand.

The initial design is for a 24,000 square foot building consisting of twelve classrooms. Each room will meet the needs of the students to provide a state-of-the-art collaborative learning environment. A building committee will assist with zoning, selection of an architectural firm, general contractor and design concepts.

Future opportunities may become available for the campus when the dentist on the east side of the campus retires. He is well aware that the Center would like to acquire the property when he makes the decision to sell.

Key Activity Dates

Key Activities:

October 2017	<ul style="list-style-type: none">▪ Initiate Permitting Process▪ Interview Architectural Firms
March 2018	<ul style="list-style-type: none">▪ Site Plans and Concept Drawings
July 2018	
January 2019	<ul style="list-style-type: none">▪ RFP for General Contractor
January 2019	<ul style="list-style-type: none">▪ Architectural and Building Plans Finalized
May 2019	<ul style="list-style-type: none">▪ Begin Construction
August 2020	<ul style="list-style-type: none">▪ Open School

STAFF AND ORGANIZATION LEADERSHIP OVERVIEW

We are highly confident in the staff expertise and level of care along with a very distinguished board of directors leading this initiative (See organizational charts and staff bio's in the appendix).

BOARD OF DIRECTORS

• President Ray Berry	• Pat Damoorgian	• Dominick Miniaci	• Hector Sikes
• Vice President Pat Ramge	• Bill Hawk	• Ann Payne	• Tony Coley
• Secretary Steve Halmos	• Patty Hawk	• Mark Peterson	• Vanessa Walker
• Treasurer Dulce Stephens	• Dana Herman	• Tim Petrillo	• Peter Wittich
• Alfredo Aguirre	• Alan Hooper	• Sally Beach	• Nancy Daly
• George Boué	• Michael Landry	• Edward Ristaino	• Andrew Heller
• Liz Caldwell	• Fred Livingston	• Ryan Shea	
• Christina Camacho	• Tom McManus	• Nurit Sheinberg	

COMMITTEES INVOLVED IN THE SCHOOL EXPANSION

BUILDING COMMITTEE	STRATEGIC COMMITTEE	PROGRAM COMMITTEE	CAMPAIGN COMMITTEE
• Alan Hooper – Chair	• Ray Berry – Chair	• Nurit Sheinberg - Chair	• Tom McManus-Co-Chair
• Art Bengochea	• Christina Camacho	• Pat Damoorgian	• Keith Arnold- Co-Chair
• Collette Herman	• Jim Ellis	• Ken Fisher	• Ray Berry
• Gene Herman	• Neal McGarry	• Patty Hawk	• Steve Halmos-Honorary
• Robert Lochrie	• Jack Melnicoff	• Monica Menahem	• Michael Landry
• Kris Lengieza		• Shannon Prohaszka	• Dominick Miniaci
• Pat Ramge		• Susan Rakes	• Tom McManus
		• Jacqueline Rushing	• Pat Ramge
		• Lisa Septoff	• Michael Landry
			• Nancy Daly
			• Peter Wittich
			• Andrew Heller

BUSINESS STRUCTURE FOR ACQUIRING TALENT

Our program is dependent on hiring top-talent with the right mindset to help us achieve our goals and objective. We will engage in a recruitment plan that involves leveraging our partnerships and our brand. We will recruit teachers who understand all aspects of child needs; cognitively, socially, and emotionally and create innovative programming to meet each child's individual needs. Our teachers will work closely with the family strengthening team to ensure parent participation and support. Administrators and teachers will be paid a competitive pay based on their degree, experience, and level of responsibility. They will be involved in curriculum design and implementing our core values. The following are the positions and requirements (note that these are competitive with BCPS):

Position	Education Level	Salary
Chief Operating Officer	Master's Degree	\$90,000
Head of School	Master's Degree	\$85,000
Elementary Teachers	Bachelor's Degree/ Teaching Certification	\$35,000-\$45,000

TARGET MARKET

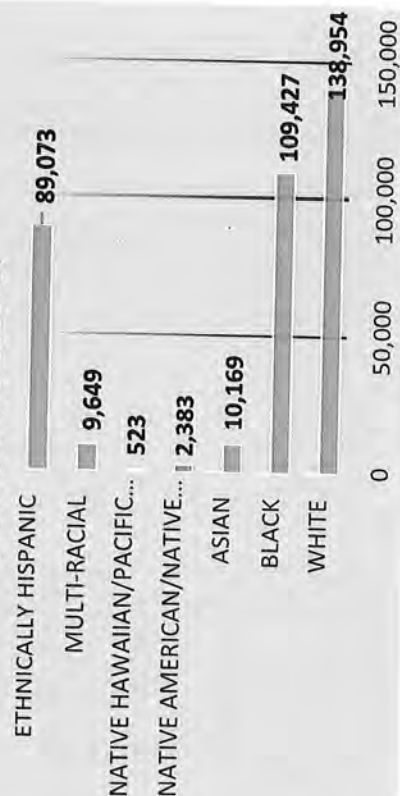
Our target market is our current base of students attending Jack & Jill's early learning program. In addition, we will be recruiting other students in our current market areas including 33312, 33311, and students whose parents work in the downtown Fort Lauderdale area. This will mean reaching those legacy families that have been with the Center, new families with young children, and existing families in the region. We aim to reach all students from diverse cultural backgrounds. Our business concept will enable us to work with the students at different learning stages residing in and around this identified area of Broward County. See below:

Elementary & PreK Student Enrollment in Broward Co. 2016-17



Source: <http://www.broward.k12.fl.us/dsa/EnrollmentCounts.shtml>

K-12 Student Diversity Breakdown Broward Co. 2016-17



MARKETING STRATEGY

Our development and marketing team is well-equipped to deliver on the value proposition based on their vast experience in the industry and experience with our brand and product offerings for local parents already enrolled with us. They are well-equipped to meet the financial goals of the elementary school. We will also ensure that our students' results from national exams and other exams speaks for us in the market place; thus, we want to build a standard in an elementary school that will leverage its reputation through word of mouth marketing from numerous satisfied parents. We are offering a new and an alternative choice for parents. In many cases, parents can keep their children in Jack and Jill Children's Center as an extension of early childhood learning and will remain with our Center through the child's fifth grade year. Thus, the elementary school at Jack & Jill Children's Center is set to make use of the following marketing and sales strategies:

SALES AND MARKETING MATRIX

COMMUNITY MARKETING EFFORTS

- Host community conversations and open houses for parents and community members.
- Map the neighborhood block-by-block (canvassing) to create a strategy of connecting to families on the issues/concerns facing them most about their children and learning for a life of work and career.
- Post information about the K-5 school at Jack & Jill Children's Center on bulletin boards at schools, libraries, daycare centers & coffee shops.
- Offer a referral program for parents, staff, and parents.

MARKETING COLLATERAL

- Mail introductory letters with our brochure to schools, parents / household and key stake holders in and around our Fort Lauderdale community.
- Print fliers and business cards and strategically drop them at schools, libraries and community non-profits.
- Advertise online by using an advertising platform such as Google Adwords, which will allow us place text advertisements alongside on websites with related contents, and along results from search engines.
- Advertise our school in relevant media platforms.
- Website promoting school and providing parent access to register and contact information.
- Create a social media plan.

FLORIDA TAX CREDIT SCHOLARSHIP PROGRAM

How does this state program provide funding for the elementary school?

A large portion of the costs for students will be covered via the **Florida Tax Credit Scholarship Program** initiated by the Florida Legislature in 2001, whereby funds are set aside to fund tuition at private schools in the state of Florida.¹ In short, scholarship awards are provided to students based on income². The two current programs are: Step Up for Students & the A.A.A. Scholarship Foundation. These funding sources covers students in Grades K-12. It currently awards **up to \$6,420 (private school scholarship) based on household income per qualified student**. It can be used to cover tuition, books, registration fees, transportation, uniforms, and testing.

In recent meetings with our strategic committee, we have a high confidence level that this is a solid source of funding for the school. Further, the State of Florida is committed to this program since 2001. The funds increase each year and this benefits parents and students to gain such subsidy.

¹ <https://www.stepupforstudents.org/for-parents/income-based/how-the-scholarship-works/>
² <http://www.broward.org/Planning/FormsPublications/Documents/broward-by-the-numbers-poverty-2016-03.pdf>

THE CAPITAL CAMPAIGN

How do we go about raising \$9 million in an initial investment period?

Capital Campaign Management Overview

The Center's leadership team plans to use a professional fundraising consultant to co-manage the campaign that will be an appropriate fit within our organizational structure, culture and financial plan. Further rationale for this recommendation is as follows:

- Experienced fundraising counsel will capitalize on best practices and proven methodologies
- Delegating and sharing the campaign scope of work increases our solicitation capacity thus mitigating the risk of a lag in fundraising performance and an extended campaign timetable
- A firm with a local office and year-round presence
- One that has strong, current experience within the early childhood education field and with other human service non-profits
- Experience specializing in multimillion dollar capital campaigns

The proposed management structure of our capital campaign is as follows:

- Board of Directors (BOD) and Heather Siskind, Executive Director (ED)
 - Receives monthly Source of Funds Update and Activity Reports
 - Participates in campaign (donor identification, cultivation, solicitation)
- Capital Campaign Chairs: Steve Halmos, Honorary Chair; Keith Arnold and Tom McManus, Chairs
- Maria Meyer, Director of Development (DD)
 - Provides overall campaign oversight and strategic assistance with firm
 - Co-manages School Committee and facilitates volunteer recruitment
 - Participates in campaign with firm (donor identification, cultivation, solicitation)
 - Facilitates staff resources as needed (grant writing, graphic design, cultivation event support, media and public relations)
- Develops campaign internal and external processes, case for support, fundraising tools with firm
- The firm provides day-to-day campaign management that:
 - Efficiently utilizes staff and volunteer time and provides training as needed
 - Ensures internal and external rapid response, accurate data/information management
 - Maintains urgency/momentum to achieve timetable and fundraising benchmarks
 - Presents continuous identification, research, cultivation and solicitation of major gift prospects (individual, corporate, foundation, government) in coordination with BOD, ED, DD and SC that results in a large volume prospect pipeline and high rate of solicitation
 - Adds foundation and government grant writing capacity as needed and maximizes solicitation opportunities during a two-year Quiet Phase, Major Gift Phase & Public Phase capital campaign that coincides with construction & elementary school completion

Key Activity Dates	Key Activities:
October 1, 2017	<ul style="list-style-type: none"> ▪ Enter into contract with Capital Campaign Consultant
October - December 2017	<ul style="list-style-type: none"> ▪ Campaign Planning and Preparedness
October – December 2017	<ul style="list-style-type: none"> ▪ Quiet Phase Pace Making Gift Solicitations
January 2018 – June 2019	<ul style="list-style-type: none"> ▪ Major Gift Solicitation Phase
January 2019 – September 2019	<ul style="list-style-type: none"> ▪ Public Solicitation Phase
October 1, 2019	<ul style="list-style-type: none"> ▪ Campaign Concludes and Celebrate Success

The capability to raise \$9 million based on the feasibility study.

From our recent feasibility study, we know the following:

- A strong majority of interviewees (68%) believe the tested funding goal of \$6.9 million is achievable
- Most feel that the independent and collective financial strength of Jack & Jill board members is sufficient to achieve this goal
- And, if not on their own, board members possess sufficient connections to other organizations and funders to reach the goal
- 77% of respondents indicated they are potential investors and the Jack & Jill project is consistent with their charitable interests
- Of the 23% interviewed who did not provide a specific indication of whether or not they would invest, they spoke highly of the organization and commented that they would likely invest in the project at some level

Considerations

- Community income may be cannibalized by 20% the first year of the campaign.
- In succeeding years, community income will begin to be increased through new foundations (see appendix) who fund K-5th grade
- Additional funding opportunities for elementary school may be identified

FINANCIAL SUMMARY

Capital Funding Requirements

The total estimated cost required for the construction of the new K-5 elementary school facility and additional funds, which include interest expense, costs of a capital campaign and operational funds to offset the decrease in other fundraising during the capital campaign, is \$9.0 million and is comprised of the following (in thousands):

Construction of Building	\$	5,500
Furniture, Fixtures and Other		325
Total Building Cost		5,825
Interest Expense		894
Other Costs ⁽¹⁾		465
Operational Funds ⁽²⁾		1,816
Total Capital and Operational Funds Required	\$	9,000

⁽¹⁾ Other costs primarily consist of campaign/development.

⁽²⁾ Operational funds are intended to offset the decrease in community income from annual operating contributions diverted to the capital campaign.

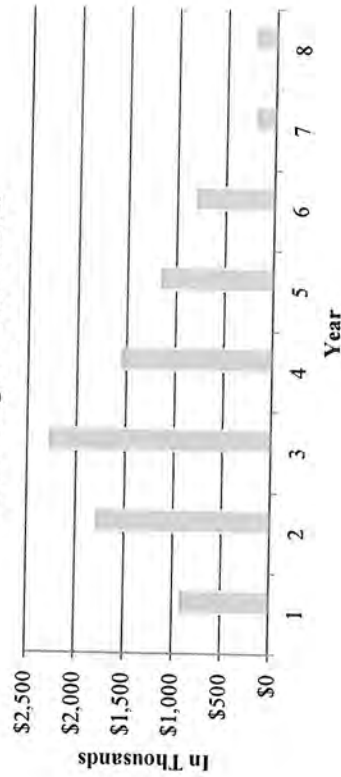
Pro Forma Financial Information - Assumptions

The pro forma financial information presented below was prepared for the operation of the current early learning program, the proposed elementary school, described above, and the consolidated operations utilizing the assumptions discussed below. These assumptions were compiled in consultation with various elementary education and business and community resources, and reviewed for reasonableness based on the Center's historical operational experience.

Capital Funding Sources

Funding to be provided through the capital campaign is targeted at \$9.0 million. Construction of the new facility will be financed through a \$5.7 million construction loan. The loan will have a term of five to six years concurrent with the period that the capital campaign pledges are expected to be collected. The pro forma financial information statements assume a 5% interest rate on the loan and prepayment without penalty. The following estimated timeline of pledge collections is based on the collection rate experienced during the Center's previous building campaign:

Pledge Collections by Year
Total Pledges = \$9.0 Million



Enrollment and Staffing

It is assumed that the elementary school will add classrooms, students and staffing beginning in Year 4 after the capital campaign, planning, permitting and construction phases are complete. The ramp-up of the elementary school will take place over a four to five-year period after the completion of construction along with expanding already provided kindergarten, first grade, and Out of School Time programs. No interruption of early education services is anticipated during the construction period.

	Year 1 ⁽¹⁾	Year 2 ⁽¹⁾	Year 3 ⁽¹⁾	Year 4	Year 5	Year 6	Year 7	Year 8
Elementary School								
Kindergarten	1	1	1	2	2	2	2	2
1st Grade	1	1	1	2	2	2	2	2
2nd Grade	-	-	-	2	2	2	2	2
3rd Grade	-	-	-	-	2	2	2	2
4th Grade	-	-	-	-	-	2	2	2
5th Grade	-	-	-	-	-	-	2	2
Total Classrooms (18 student capacity)	2	2	2	6	8	10	12	12
Enrolled Students (90% of student capacity Yrs 4 – 8)	32	32	32	97	130	162	194	194
After School Students (85% of enrolled students Yrs 4 – 8)	43	43	43	82	111	138	165	165
Summer Camp Students (70% of enrolled students Yrs 4 – 8)	60	60	60	68	91	113	136	136
Staffing:								
Chief Operations Officer			0.5	1	1	1	1	1
Head of School			0.5	1	1	1	1	1

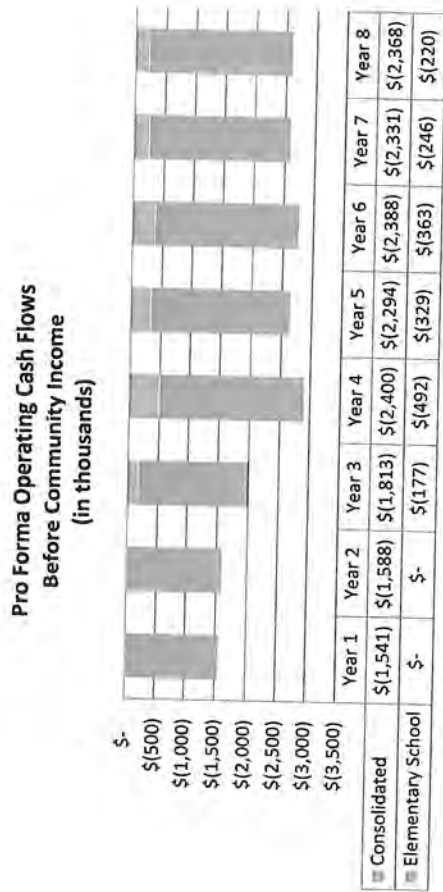
	Year 1 ⁽¹⁾	Year 2 ⁽¹⁾	Year 3 ⁽¹⁾	Year 4	Year 5	Year 6	Year 7	Year 8
Dean of Student Affairs			0.5	1	1	1	1	1
Teachers	2	2	2	6	8	10	12	12
Student Assistants	1	1	1	3	3	3	3	3
Extracurricular Teachers						2	2	2
School Age Manager	1	1	1	1	1	1	1	1
School Age Teachers	6	6	6	6	8	10	12	12
School Counselor & Nurse				1	1	2	2	2
Finance Manager				1	1	1	1	1
Receptionist				1	1	1	1	1
Total Staff	10	10	11.5	22	26	33	37	37
Step-Up For Students/Student ⁽²⁾	\$6,340	\$6,530	\$6,726	\$6,928	\$7,136	\$7,350	\$7,570	\$7,797
School Lunch Program/Student ⁽²⁾	\$970	\$999	\$1,029	\$1,060	\$1,092	\$1,125	\$1,158	\$1,193
Early Learning Program								
Total Classrooms	9	9	9	9	9	9	9	9
Enrolled Students	148	148	148	148	148	148	148	148
Total Staff	43	43	43	43	43	43	43	43
School Readiness/Student ⁽²⁾	\$6,600	\$6,798	\$7,002	\$8,200	\$8,446	\$8,699	\$8,960	\$9,229
School Lunch Program/Student ⁽²⁾	\$970	\$999	\$1,029	\$1,060	\$1,092	\$1,125	\$1,158	\$1,193

⁽¹⁾ Kindergarten (one classroom), first grade (one classroom), after school and summer camp financial operations are part of the early learning program until Year 4.

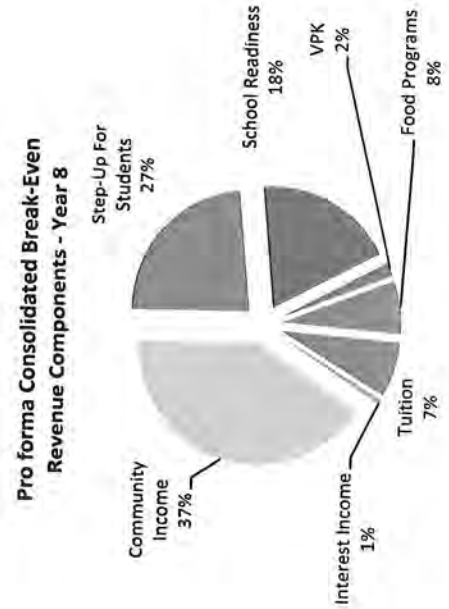
⁽²⁾ Reimbursement/student based on estimated reimbursement in Year 1 with a 3% increase per year, which is in line with the Center's experience.

Pro Forma Financial Information

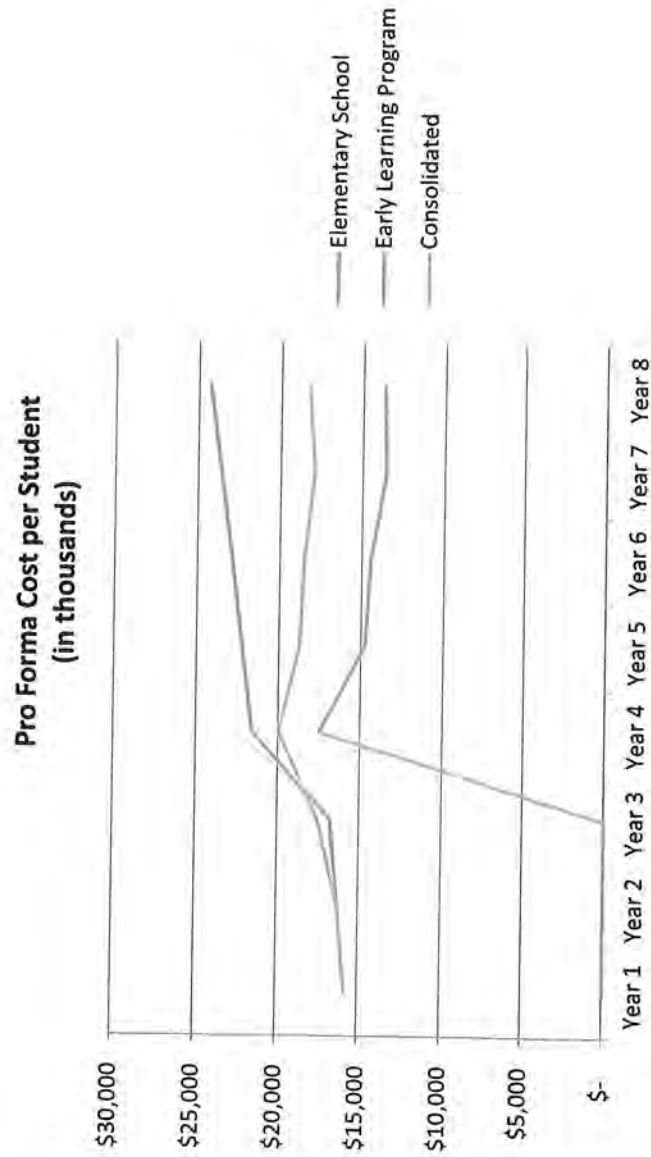
Pro forma revenue is partially derived from: (1) funding from the State of Florida including School Readiness, VPK and other programs for the early learning program, and Step-Up For Students for the elementary school; (2) USDA and other agency food programs; and (3) tuition charged on a sliding-scale based on need. The largest component of pro forma revenue is community income including contributions from foundations, corporations and individuals and income from events. On a historical basis, each year, community income bridges the funding gap between total expenses and revenue derived from operations. The following chart illustrates the pro forma annual community income for operations required, excluding the \$9.0 million for the capital campaign, to break-even on a consolidated basis. The portion of the community income requirement that relates to supplementing the budget of the proposed elementary school is a small portion of the total annual requirement.



In Year 8, when operations are expected to stabilize, the consolidated total expense budget is estimated to be \$6.3 million of which over 70% of estimated expenses relate to employee salaries and benefits. The chart below illustrates the pro forma consolidated components of revenue after stabilization (Year 8) required to break-even and the organization's dependence on governmental programs and community income:



The following chart illustrates the pro forma cost per student by year. For the elementary school, the cost per student begins to stabilize in Year 7 at approximately \$13,600 per student. The cost per student for the early learning program averages approximately \$16,300 in Years 1 through 3 and increases in Year 4 to an average of \$22,900 per student once the construction is completed and the existing kindergarten, first grade, after school and summer camp students are accounted for as part of the elementary school. The elementary school cost per student is less per student than the cost of the early learning program due to larger class sizes and fewer teachers required in each classroom.



Pro Forma Consolidated Statement of Operations (in thousands)												
Actual				Pro Forma								
FY 2015 ⁽¹⁾	FY 2016 ⁽¹⁾	Projection FY 2017 ⁽¹⁾	Total	Year 1 ⁽¹⁾	Year 2 ⁽¹⁾	Year 3 ⁽¹⁾	Year 4	Year 5	Year 6	Year 7	Year 8	
REVENUE												
-	-	-	\$8,764	-	-	-	\$1,038	\$1,422	\$1,813	\$2,220	\$2,271	
810	827	1,428	10,400	1,428	1,470	1,515	1,128	1,162	1,196	1,232	1,269	
810	827	1,428	19,164	1,428	1,470	1,515	2,166	2,584	3,009	3,452	3,540	
EXPENSES												
-	-	-	11,440	-	-	178	1,711	1,918	2,343	2,633	2,657	
2,364	2,738	3,114	26,587	3,114	3,208	3,304	3,195	3,291	3,389	3,491	3,596	
2,364	2,738	3,114	38,027	3,114	3,208	3,482	4,906	5,208	5,732	6,124	6,253	
Net Loss before Community Income												
(1,554)	(1,911)	(1,687)	(18,863)	(1,687)	(1,737)	(1,967)	(2,740)	(2,624)	(2,723)	(2,671)	(2,713)	
Community Income ⁽²⁾												
1,688	2,064	1,802	16,700	1,500	1,700	1,800	2,100	2,300	2,300	2,500	2,500	
\$134	\$153	\$115	\$(2,163)	\$(187)	\$(37)	\$(167)	\$(640)	\$(324)	\$(423)	\$(171)	\$(213)	
Depreciation Expense												
Community Income in Capital Campaign												
Net Cash Flow												
			2,140									
			1,816									
			<u>\$1,793</u>									

⁽¹⁾ Kindergarten, first grade, after school and summer camp financial operations are part of the early learning program until Year 4.

⁽²⁾ Pro forma amounts provided by Development Dept. See discussion of assumptions in "The Capital Campaign" section.

Pro Forma Consolidated Cash Flows (in thousands)												
	Actual			Pro Forma								
	FY 2015 ⁽¹⁾	FY 2016 ⁽¹⁾	projection FY 2017 ⁽¹⁾	Total	Year 1 ⁽¹⁾	Year 2 ⁽¹⁾	Year 3 ⁽¹⁾	Year 4	Year 5	Year 6	Year 7	Year 8
Cash from Operations												
Elementary School	-	-	-	\$ (1,827)	-	-	\$ (178)	\$ (492)	\$ (328)	\$ (363)	\$ (246)	\$ (220)
Early Learning Program	(1,216)	(1,483)	(1,516)	(14,896)	(1,541)	(1,588)	(1,635)	(1,908)	(1,966)	(2,025)	(2,085)	(2,148)
	(1,216)	(1,483)	(1,516)	(16,723)	(1,541)	(1,588)	(1,813)	(2,400)	(2,294)	(2,388)	(2,331)	(2,368)
Cash for Construction & Other Costs												
Construction Costs	(69)	(289)	(30)	(5,825)	(100)	(2,747)	(2,978)	-	-	-	-	-
Other costs	-	-	-	(465)	(170)	(270)	(25)	-	-	-	-	-
Cash from (for) Financing & Pledges												
Loan Proceeds	-	-	-	5,725	-	2,748	2,978	-	-	-	-	-
Loan Principal Payments	-	-	-	(5,725)	-	-	(1,034)	(1,087)	(1,142)	(1,201)	(1,262)	-
Loan Interest	-	-	-	(894)	-	(137)	(263)	(210)	(154)	(96)	(34)	-
Campaign pledges	-	-	-	9,000	931	1,796	2,296	1,561	1,172	821	209	214
Net Cash Flow before Community Income	(1,285)	(1,772)	(1,546)	(14,907)	(380)	(199)	(838)	(2,135)	(2,419)	(2,863)	(3,419)	(2,153)
Community Income ⁽²⁾	1,473	1,828	1,802	16,700	1,500	1,700	1,800	2,100	2,300	2,300	2,500	2,500
Net Cash Flow	\$188	\$56	\$256	\$1,793	\$620	\$1,501	\$962	\$(35)	\$(119)	\$(563)	\$(919)	\$347
Cash Balance, beginning of period	\$919	\$1,107	\$1,163		\$1,419	\$2,039	\$3,540	\$4,501	\$4,466	\$4,347	\$3,784	\$2,865
Cash Balance, end of period	\$1,107	\$1,163	\$1,419		\$2,039	\$3,540	\$4,501	\$4,466	\$4,347	\$3,784	\$2,865	\$3,212

⁽¹⁾ Kindergarten, first grade, after school and summer camp financial operations are part of the early learning program until Year 4.
⁽²⁾ Pro forma amounts provided by Development Dept. See discussion of assumptions in "The Capital Campaign" section.

The following table illustrates net cash flow sensitivity to changes in various assumptions made in the preparation of the pro forma financial information:

Sensitivity Analysis – Pro Forma Cash Flows (in thousands)		Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8
Net Cash Flow – per above	Total	\$620	\$1,501	\$962	\$(35)	\$(119)	\$(563)	\$(919)	\$347
Adjusted Net Cash Flow Assuming Assumption Change:									
10% decrease in campaign pledges	893	527	1,321	732	(192)	(236)	(645)	(939)	325
25% decrease in campaign pledges	(457)	387	1,052	387	(426)	(411)	(769)	(971)	293
10% increase in elementary school expenses	734	620	1,501	944	(188)	(294)	781	(1,165)	98
15% increase in elementary school expenses	204	620	1,501	935	(265)	(381)	(890)	(1,288)	(27)
10% decrease in community income	123	470	1,331	782	(245)	(349)	(793)	(1,169)	97
20% decrease in community income	(1,547)	320	1,161	602	(455)	(579)	(1,023)	(1,419)	(153)
Loan principal payoff by Year 5	2,501	620	(270)	390	(230)	536	732	377	346

SUSTAINABILITY AND EXPANSION STRATEGY

The future of any business enterprise lies in the numbers of loyal customers/clients that they have, the capacity and competence of the organization talent, the investment strategy and of course the business structure itself. If any of these factors are missing from a business, then it won't be too long before the business enterprise ceases operations.

One of our major goals of starting the elementary school at Jack & Jill Children's Center is to build an enduring educational facility that will survive off its own cash flow and donor support without the need for injecting finance from external lending sources once the business is officially running at full capacity. One of the ways of gaining approval and winning customers (students and parents alike) over is to ensure that we offer nothing less than the best, to offer quality education to all our students so that they can favorably compete with students all over the region and gain admission to a secondary school then a college of their choice.

The elementary school at Jack & Jill Children's Center will make sure that the right foundation, structures and processes are put in place to ensure that our staff welfare are well positioned. Our company's corporate culture is designed to drive our business to great heights and training and development of our workforce is at the top priorities within our business practices. We know that if these principles are established from the onset, we will be able to successfully hire and retain the best talent in our field that we can get in the local industry; they will be more committed to help us build the business of our dreams and in transforming the lives of our students for generations to come.

APPENDIX

- STAFF BIOS
- ORGANIZATIONAL CHARTS
- S.W.O.T. ANALYSIS
- SUPPORTING FINANCIALS
- POTENTIAL FOUNDATION LIST
- RENDERING

STAFF BIO'S

Heather Siskind, MSW, Social Work - CEO

Heather brings nearly 20 years of experience in early childhood education with her most recent position as the Corporate Director of Baptist Health South Florida where she was responsible for the oversight of four early learning centers. In addition, she is the past President of the South Florida Association for the Education of Young Children. Heather is responsible for setting the strategic direction of the Center; providing a safe, healthy, and enriching learning environment; providing leadership for the staff; developing and managing financial resources; and maintaining healthy relationships with the Center's Board of Directors, parents, community leaders and others in the early childhood community.

Maria Meyer, MBA – VP of Development and Marketing

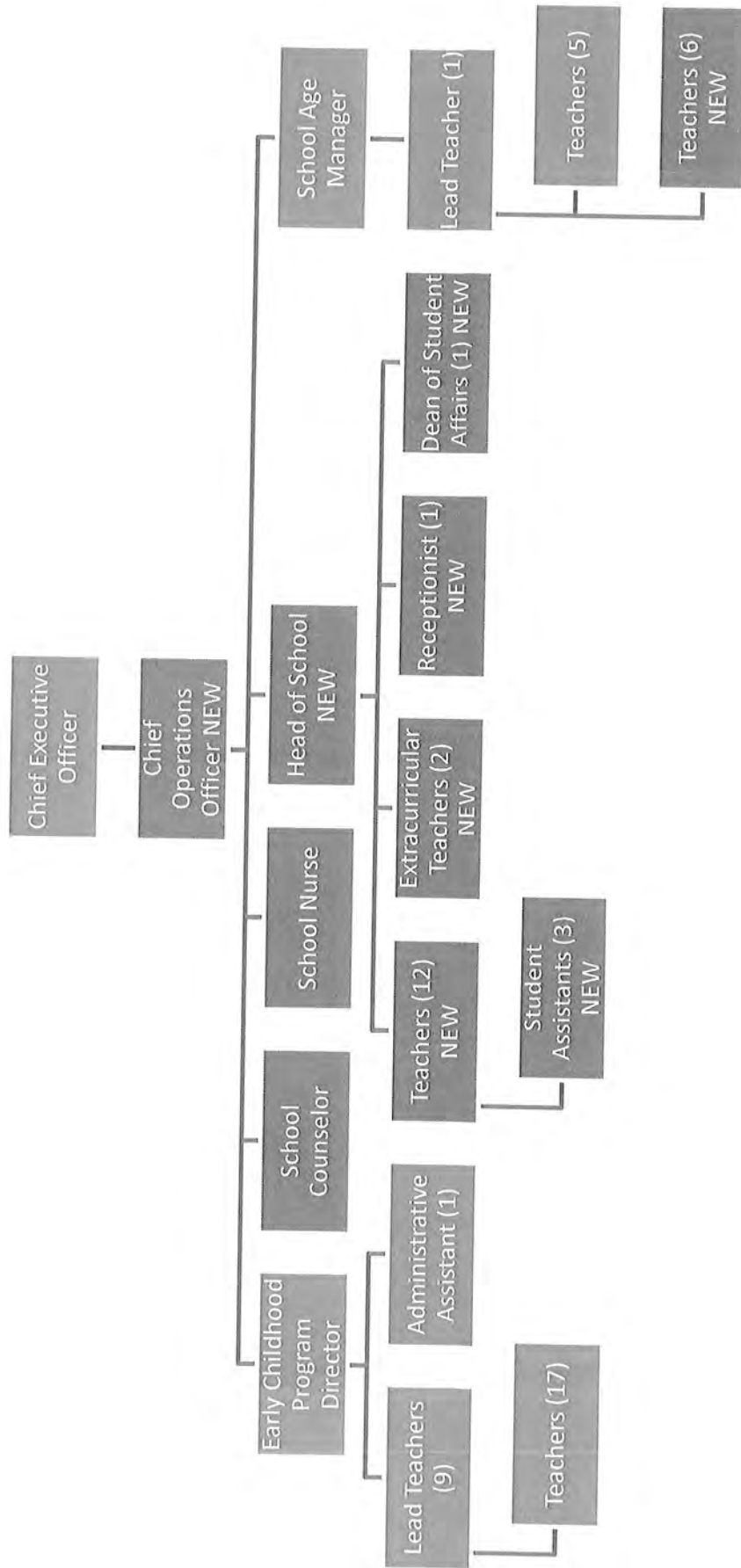
Maria has several years of experience in the areas of marketing and business development working with healthcare, finance, and telecommunication companies. She has served on Jack & Jill's Board and Auxiliary Board for the last ten years in addition to serving on other local non-profit boards. In her current role as Director of Development she is responsible for planning and managing the marketing, development and community outreach functions for the Center. This includes overseeing the corporate and individual giving programs, grant writing, volunteers, special events, and promoting community awareness through communications and marketing.

Susan Stanley, CPA, BA, Accounting - VP of Finance

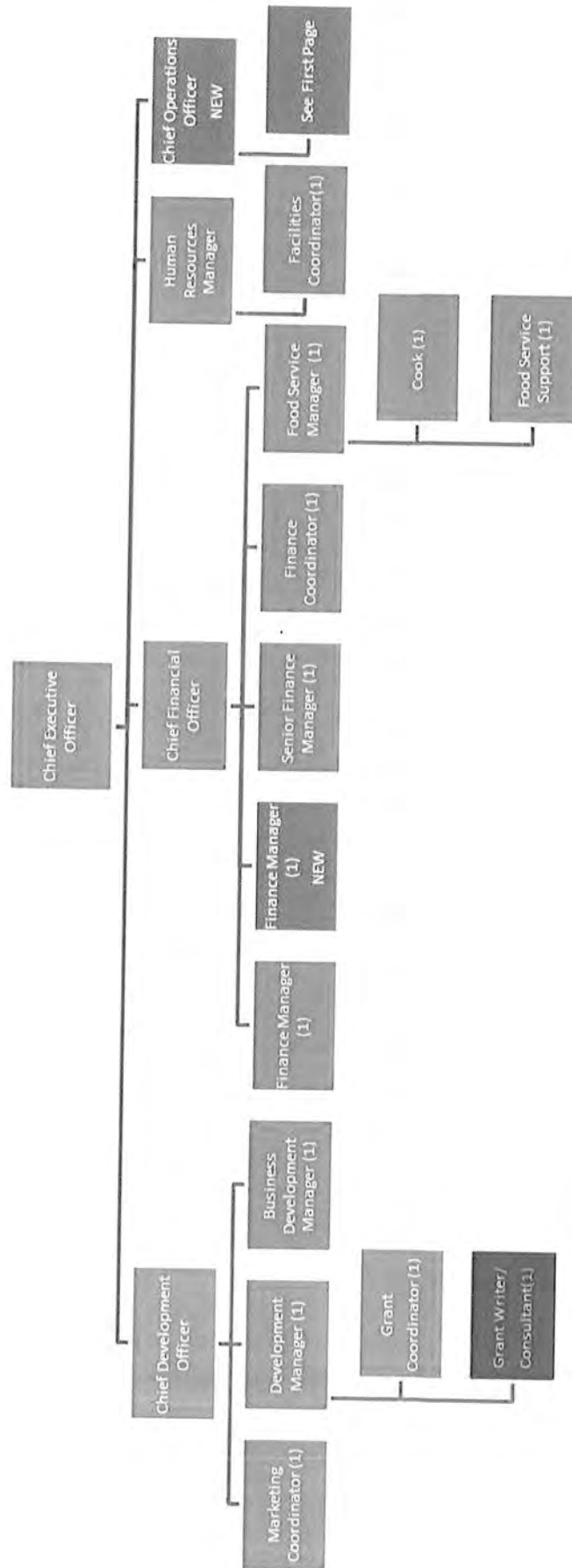
Susan brings more than 20 years of diverse experience in accounting and general management to Jack & Jill. Formerly Vice President of Operations for Burger King Corporation, Susan has refocused her background in domestic and international accounting, budgeting and strategic planning to benefit the non-profit sector, for which she feels greatly committed. Susan's experience assures that all program budgets are correct and align with program design and expense projections.

Jeanette Johnson, MS, Psychology, Board Certified Behavioral Analyst – Family Strengthening Program Director Jeanette brings a diverse skill set to the position of Behavior Analyst and Family Strengthening Program Manager. Formerly employed by Florida State University and in private therapeutic centers, Jeanette has worked in the field of Behavior Analysis since 2000, and has authored several research papers in fields related to early childhood behaviors and treatments. Upon joining Jack & Jill, Jeanette developed the Family Strengthening Program.

ORG CHARTS



ORG CHARTS





S.W.O.T.

The elementary school at Jack & Jill Children's Center engaged the services of an educational consultant in the area of business consulting and structuring with bias in the education sector to assist Jack and Jill in building a well-structured elementary school that can favorably compete in the highly competitive education private schools industry. Part of what the business consultant did was to work with the management of our organization in conducting a SWOT analysis for the elementary school at Jack & Jill Children's Center. Here is a summary from the result of the SWOT analysis that was conducted on behalf of the elementary school expansion at Jack & Jill Children's Center:

STRENGTHS	WEAKNESSES
<ul style="list-style-type: none"> History/strong track record Reputation and brand in community (well-positioned) Board of directors Range of services Culture of excellence & support network for staff Location Collaboration Family Strengthening Program Cost and affordability for families/students 	<ul style="list-style-type: none"> Limited space (physical) Learning gaps Recruitment/turnover of staff Dependence on certain funders/sustainability Long-term testimonials due to lack of tracking Knowledge of community needs Current location inhibits physicals (i.e., landlocked)
OPPORTUNITIES	THREATS
<ul style="list-style-type: none"> Measuring for outcomes/successes Social enterprise opportunities K-5 and beyond Community impact Collaboration & partnerships within the region & beyond Sustainability of programs 	<ul style="list-style-type: none"> Funding and private schools in area Not connecting deeply to community and market-place Other schools (private, charter, and public schools) Quality in programs Availability of quality Costs of school over time



SUPPORTING FINANCIALS

Jack & Jill Children's Center Pro Forma Consolidated Statements of Operations

	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8
Number of Classrooms	10	10	10	15	17	19	21	21
Number of Enrolled Students	197	197	197	245	278	310	342	342
	\$15,808	\$16,282	\$17,675	\$20,025	\$18,734	\$18,491	\$17,906	\$18,284
REVENUE								
Step Up Scholarships	\$ 220,000	\$ 226,600	\$ 233,398	\$ 672,005	\$ 927,644	\$ 1,190,667	\$ 1,468,637	\$ 1,512,696
School Lunch Program	-	-	-	102,820	141,934	182,178	224,708	231,450
Child Care Food Program	175,000	180,250	185,658	191,227	196,984	202,873	208,959	215,228
School Readiness & Other Program	679,400	699,782	720,775	748,619	828,602	907,180	986,281	1,004,743
Tuition	237,600	244,728	252,070	324,909	358,818	392,147	425,705	433,803
VPK Income	85,000	87,550	90,177	92,882	95,668	98,538	101,494	104,539
Interest Income	30,600	31,518	32,464	33,437	34,441	35,474	36,538	37,634
TOTAL REVENUE	1,427,600	1,470,428	1,514,541	2,165,900	2,584,072	3,009,058	3,452,322	3,540,092
EXPENSES								
Salaries	1,939,960	1,998,159	2,181,044	2,725,709	2,912,849	3,226,918	3,431,224	3,526,606
Benefits	426,778	439,582	500,965	698,259	757,690	856,937	919,231	937,965
Program Expenses	50,800	52,324	53,894	95,255	113,169	131,484	152,827	154,888
Family Strengthening Program	20,500	21,115	21,748	39,901	41,008	44,148	45,323	46,532
Food Costs	117,400	120,922	124,550	231,106	274,069	318,277	364,890	375,837
Facilities Cost	132,500	136,475	140,569	226,866	237,410	247,991	258,754	265,225
Marketing	41,500	42,745	48,027	49,348	51,709	53,110	54,553	56,040
Staff Education	15,000	15,450	15,914	20,891	22,383	24,889	26,411	26,948
Professional Fees	50,500	52,015	54,575	76,383	78,524	80,730	83,002	85,342
Insurance	42,000	43,260	44,558	91,495	93,831	96,131	98,565	101,013
Utilities	72,300	74,469	76,703	157,634	161,260	165,418	170,684	174,462
AV/Computer Equipmnet	0	0	2,000	49,550	15,950	18,650	30,350	4,950
Office equipment & Supplies	40,000	41,200	42,436	48,197	51,064	54,002	57,237	58,765
Other Expenses	19,700	20,291	20,900	28,527	29,353	30,203	31,079	31,982
Depreciation	145,200	149,556	154,043	339,896	330,370	335,273	340,322	345,524
Reserve Fund	0	0	0	27,119	37,435	48,050	59,267	61,045
TOTAL EXPENSES	3,114,138	3,207,563	3,481,926	4,906,135	5,208,074	5,732,209	6,123,720	6,253,123
NET LOSS BEFORE COMMUNITY INCOME	\$ (1,686,538)	\$ (1,737,135)	\$ (1,967,385)	\$ (2,740,236)	\$ (2,624,002)	\$ (2,723,152)	\$ (2,671,398)	\$ (2,713,030)
CASH FLOW BEFORE COMMUNITY INCOME	(1,541,338)	(1,587,579)	(1,813,342)	(2,400,340)	(2,293,632)	(2,387,879)	(2,331,075)	(2,367,507)
COMMUNITY INCOME	1,500,000	1,700,000	1,800,000	2,100,000	2,300,000	2,300,000	2,500,000	2,500,000
NET CASH FLOW	(41,338)	112,421	(13,342)	(300,340)	6,368	(87,879)	168,925	132,493



**Jack & Jill Children's Center- Existing Operations
Pro Forma Statements of Operations**

	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8
REVENUE								
Earned Income								
School Readiness	679,100	699,473	720,457	562,851	579,737	597,129	615,043	633,494
Tuition	237,600	244,728	252,070	247,018	254,428	262,061	269,923	278,021
VPK Income	85,000	87,550	90,177	92,882	95,668	98,538	101,494	104,539
Step Up Scholarships	220,000	226,600	233,398	0	0	0	0	0
Other Program Contracts	300	309	318	328	338	348	358	369
Food Program	175,000	180,250	185,658	191,227	196,964	202,873	208,959	215,228
Building Endowment Income	27,600	28,428	29,281	30,159	31,064	31,996	32,956	33,945
Investment & Misc.	3,000	3,090	3,183	3,278	3,377	3,478	3,582	3,690
TOTAL REVENUE	1,427,600	1,470,428	1,514,541	1,127,744	1,161,576	1,196,423	1,232,316	1,269,285
EXPENSES								
Salaries	1,939,960	1,998,159	2,058,104	1,966,019	2,025,000	2,085,750	2,148,323	2,212,772
Benefits	426,778	439,582	452,769	426,626	439,425	452,608	466,186	480,172
Program Expenses	50,800	52,324	53,894	40,883	42,109	43,372	44,673	46,014
Family Strengthening Program	20,500	21,115	21,748	22,401	23,073	23,765	24,478	25,212
Food Costs	117,400	120,922	124,550	128,286	132,135	136,099	140,182	144,387
Facilities Cost	132,500	136,475	140,569	144,786	149,130	153,604	158,212	162,958
Fundraising/Marketing	41,500	42,745	44,027	45,348	46,709	48,110	49,553	51,040
Other Expenses	426,200	438,986	452,156	465,720	479,692	494,083	508,905	524,172
TOTAL EXPENSES	3,114,138	3,207,563	3,303,789	3,194,722	3,290,564	3,389,281	3,490,959	3,595,688
Net Loss Before Community Income	(1,686,538)	(1,737,135)	(1,789,249)	(2,066,978)	(2,128,988)	(2,192,857)	(2,258,643)	(2,326,402)



**Jack & Jill Elementary School
Pro Forma Statements of Operations**

	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8
REVENUE								
Step Up Scholarships				672,005	927,644	1,190,667	1,468,637	1,512,696
School Lunch Program				102,820	141,934	182,178	224,708	231,450
Out of School School Readiness				185,440	248,528	309,704	370,880	370,880
Out of School Tuition				77,891	104,390	130,086	155,782	155,782
TOTAL REVENUE				1,038,156	1,422,496	1,812,634	2,220,006	2,270,807
EXPENSES								
Salaries			122,940	759,690	887,849	1,141,168	1,282,901	1,313,834
Benefits			48,196	271,632	318,265	404,329	453,045	457,793
Program Expenses				54,372	71,060	88,112	108,154	108,874
Family Strengthening Program				17,500	17,935	20,383	20,845	21,320
Food Costs				102,820	141,934	182,178	224,708	231,450
Facilities Cost				82,080	88,280	94,387	100,542	102,267
Other Expenses			7,000	423,319	392,187	412,372	442,566	421,897
TOTAL EXPENSES	0	0	178,136	1,711,413	1,917,510	2,342,929	2,632,761	2,657,435
Net Loss Before Community Income	0	0	(178,136)	(673,257)	(495,014)	(530,294)	(412,755)	(386,628)



POTENTIAL FOUNDATIONS

- Annie E Casey Foundation
- Bank Of America Charitable Foundation Inc
- Bill & Melinda Gates Foundation
- Carnegie Corporation Of New York
- Charles Stewart Mott Foundation
- Doris Duke Charitable Foundation
- Helios Education Foundation
- Iberia Bank
- John S And James L Knight Foundation Inc
- JP Morgan Chase Foundation
- Lennar Corporation
- Marcum Foundation
- Mazda Foundation
- Pfizer Patient Assistance Foundation Inc
- The Lawrence Foundation
- The Louie Calder Foundation
- The Michael And Susan Dell Foundation
- The Toyota USA Foundation
- US Bank
- W K Kellogg Foundation
- Walton Family Foundation Inc
- Wells Fargo Foundation

CURRENT VIEW – Interior Courtyard



ZYSCOVICH
ARCHITECTS



2018 Board of Directors

<u>Board Member</u>	<u>Company</u>
Ray Berry (President)	Health Business Solutions, Founder & CEO
Pat Ramge (Vice President)	Wells Fargo Bank, Senior VP
Steve Halmos (Secretary)	Reunion Group, Founder & Chairman
Dulce Stephens (Treasurer)	Stephens Distributing, President
Keith Arnold- President Emeritus	BB&T, Senior Vice President
Alfredo Aguirre	Merrill Lynch, Senior Financial Advisor
Sally Beach	Friends Auxiliary Board Representative
George Boué, SPHR, LEED AP	Stiles Corporation, VP Human Resources
Tony Coley	BB&T, Regional President
Liz Caldwell	Liz Caldwell and Partners of Premier Estate Properties
Christina Camacho	Current Payment Solutions, CEO
Nancy Daly	Lifelong Supporter
Pat Damoorgian	Friends Auxiliary Board President
Bill Hawk	MEDNAX, Chief Operating Officer
Andrew Heller	Heller Capital Corporation, Founder & CEO
Dana Herman	Herman Construction
Alan Hooper	Hooper Construction, Founder & President
Fred Livingston	PNC Bank, Senior VP & Regional Manager
Tom McManus	Lily Funds, Principal
Ann Payne	PricewaterhouseCoopers, Assurance Partner
Mark Peterson	Fifth Third Bank, Senior VP
Tim Petrillo	The Restaurant People, Co-Founder & CEO
Edward Ristaino	Akerman LLP, Partner & Chair of Sports Law Practice
Ryan Shea, GPHR,	Right Management, VP
Hector Sikes	Fifth Third Private Bank, Wealth Management Advisor
Nurit Sheinberg	Nova Southeastern University, Director of Research & Evaluation
Vanessa Walker	Celsius, Inc., EVP Sales/Marketing
Peter Wittich	Interstate Asphalt, President

10620 Griffin Road
Suite 204
Cooper City, Florida 33328
Home: 954.577-9164
Cell: 954.658.5591
E-mail: rberry@hbsfocus.com

Ray T. Berry, CCJAP

BIOGRAPHY AND PROFESSIONAL EXPERIENCE:

Mr. Berry is founder, Chief Executive Officer and Managing Member of Health Business Solutions, LLC ("HBS"), an innovative outsourced denial management solution to hospitals and physician practices. HBS has recovered over 500 Million dollars in denied claims for Hospitals while adding over 100 jobs to the Florida workforce with plans on hiring 100 more this year. Mr. Berry is responsible for strategic planning, new business development, mergers, acquisitions and all facets of HBS's business activities. Mr. Berry was recently a member of the adjunct faculty for Nova Southeastern University in the Behavioral Science Department. Formerly CEO of The Brown Schools of Florida, Inc., a progressive behavioral health care organization, Mr. Berry was responsible for business development, contract negotiations and all facets of the business planning and budgeting process. Through consultations, Mr. Berry has assisted several states in developing juvenile assessment centers and other systemic adolescent programming as well as developing alternative methods for the states to fund and support these programs. In his prior position as Administrator of the Alcohol, Drug Abuse and Mental Health Program Office-District VII of the Florida Department of Children and Families, Mr. Berry allocated and managed a budget of \$51 million dollars in Alcohol, Drug Abuse and Mental Health Program funds and established the Performance Contracting Standards and Outcome Evaluations for District VII (Central Florida). Previous to his District VII work, Mr. Berry coordinated substance abuse and mental health legislation and programs with statewide justice programs for the State of Florida Department of Health and Rehabilitative Services in Tallahassee. He assisted in the implementation of the CFARS which is a substance abuse and mental health screening system now used by the Department of Children and Families.

Mr. Berry most recently served as a board member for The Florida Prepaid College Board and is an ad hoc member of the Florida Healthy Kid's corporation. Mr. Berry is a leader in giving in his community as a member of the United Way Tocqueville Society.

EXPERIENCE

HEALTH BUSINESS SOLUTIONS, LLC, Hollywood, FL

CHIEF EXECUTIVE OFFICER/MANAGING MEMBER

2002 - Present

- Lead team in product development
- Budgeting, projections and implementation of business plan
- Research and analyze target markets for prospective clients
- Development of strategic alliances for business advancement
- Supervision and oversight of staff

NOVA UNIVERSITY

Adjunct Faculty

2001- 2005

- Criminal Justice and Substance Abuse Instructor

MANAGED CARE SOLUTIONS, Hollywood, FL

PRESIDENT/PARTNER

1999 - 2002

- Responsible for new business development, mergers, and acquisitions
- Responsible for strategic planning and product development
- Responsible for Legal affairs

THE BROWN SCHOOL OF FLORIDA, INC., Fort Lauderdale, FL

CHIEF EXECUTIVE OFFICER

1997 - 1999

- Direct Supervision of Program Development and Management
- Development and Implementation of Quality Assurance Standards/ Programming Structures
- Responsible for a company-wide operating budget in excess of 14 Million and a staff of 169 FTE's
- Assists with national business development initiatives
- Responsible for National Business Development

Ray T. Berry, CCJAP

WAYNE DENSCH TREATMENT CENTER, INC., Orlando, FL EXECUTIVE DIRECTOR/CONSULTANT

1997 – 1998

- Assisted in the creation of a 501(C)(3) Corporation to operate a 362-bed Residential program and 256 day treatment slot program
- Developed and identified financial resources for all aspects of agency budget, including seed money and continuation of funds
- Interfaced and responsible to Board of Directors
- Responsible for construction planning development and contracts for 85,000 square feet of program facilities
- Coordinating services at federal, state, county, corrections and local provider levels

DEPARTMENT OF HEALTH & REHABILITATIVE SERVICES **Alcohol, Drug Abuse and Mental Health Program (ADM)** PROGRAM SUPERVISOR

1989-1997

1992 – 1997

- Managed Care System Development (Local and State)
- Supervision of 30 staff and 40+ provider agencies
- Implementation of \$34 million + budget
- Supervision of the development of District 7 plans, including strategies for improving services
- Supervision of agency investigations
- Development and implementation of program models
- Administration of substance abuse licensing department
- Coordination with local boards, city, county, state and federal officials

SENIOR MANAGEMENT ANALYST II

1991 – 1992

- Assisted in the contracting and resource allocation of up to \$350 million in ADM and Juvenile Justice funding
- Assisted in State agencies with State comprehensive planning
- Liaison with Department of Corrections, the court system and other social services agencies
- Assisted in collection and analyses of contracted agencies' client and program data
- Developed State of Florida Needs Assessment formula
- Developed contracting methodology
- Responsible for Federal Block Grant Application

STATEWIDE COORDINATOR FOR JUVENILE SERVICES

1990 – 1992

- Responsible for interagency coordination of juvenile services
- Responsible for analyzing the fiscal impact of legislation and general bill analysis
- Coordinated national and statewide Juvenile TASC for Florida
- Developed resource allocation methodologies
- Program development and analysis, including program outcome measures

STATEWIDE COORDINATOR TREATMENT ALTERNATIVES TO STREET CRIME (TASC)

1989 – 1990

- Provided statewide technical assistance
- Representative to legislative committees and commissions
- Developed and implemented a comprehensive TASC manual
- Implemented major legislation, including all ADM Juvenile Justice Services
- Conceptualized and co-designed a computer network to track 50,000 criminal justice involved clients

Ray T. Berry, CCJAP

THE STARTING PLACE, Hollywood, FL

COORDINATOR

1987 - 1989

TREATMENT ALTERNATIVES TO STREET CRIME (TASC)

- Made appeals to the court system regarding chemically dependant arrestees
- Facilitated meetings with criminal justice representatives/agency representatives
- Developed an agency policy and procedures manual
- Screened and assessed chemically dependant juveniles
- Served in Residential Counselor capacity

EXPERIENCE

DEPARTMENT OF HEALTH AND REHABILITATIVE SERVICES, South Florida 1992

HURRICANE ANDREW DISASTER RELIEF COORDINATOR

- Coordinated all mental health and substance abuse service to Hurricane Andrew victims/Tent Cities
- Liaison with city, county, FEMA, Red Cross and Army Officials
- Coordinated and deployed hundreds of therapists to various locations within Hurricane Andrew zone

CO-PRINCIPAL INVESTIGATOR, "Schizophrenia Care and Assessment Program" 1997 - 2002
Medstat, Eli Lilly and Company

CONSULTANT, Juvenile Justice System 1997 - 2000
Eugene, Oregon

CONSULTANT, Denver Integrated Juvenile Justice Network 1997 - 2000
Denver, Colorado

CONSULTANT, Travis County Juvenile Justice Network 1997 - 2000
Austin, Texas

CONSULTANT, North Carolina Department of Corrections 1998 - 2000
State of North Carolina

CONSULTANT, Department of Juvenile Justice 1999 - 2001
State of Georgia

CONSULTANT, JOHNSON, Bassin and Shaw, Managed Care and Criminal Justice Networks
Washington, D.C.

PRESENTER, 6TH National Conference on Drugs and Crime 1996
Chicago, Illinois

PRESENTER, 5TH National Conference on Drugs and Crime 1995
Orlando, Florida

PRESENTER, CSAT Annual Grantees Conference 1994

PRESENTER, 4TH National Conference on Drugs and Crime 1994
Dallas, Texas

PRESENTER, Epidemiology: Needs Assessment Methodology 1993
Tampa, Florida

Ray T. Berry, CCJAP

PRESENTER, Not In My Back Yard (NIMBY) Conference
Washington, D.C.

1992

PRESENTER, National Governor's Association Conference
"Making Information Work"

1991

EDUCATION AND CERTIFICATIONS

Associates in Arts
Bachelor of Arts
CBAPF
CBF

Broward Community College
University of Central Florida
Certified Criminal Justice Addiction Specialist
Certified Denial Recovery Specialist

MEMBERSHIPS AND PROFESSIONAL CERTIFICATIONS

- Jack and Jill children's center (Chairman) 2015-Present
- Joe DiMaggio Children's Hospital Foundation Board (Vice Chair) 2011- Present
- Florida Prepaid College Board 2010- 2011
- Ad-Hoc Board Member Florida Healthy Kids Corporation 2011-Present
- Secretary, Board of Directors The Starting Place 2008-Present
- United Way Tocqueville Society 2010-Present
- Technical Assistance Team Member, Bureau of Justice Assistance/National TASC 1989 - 2002
- Certification Board of Addiction Professionals "Past President" 1990 Present
- Neighborhood Selection Committee, Chairman "Orlando Fights Back" 1992 - 1998
- FMHI Evaluation Advisory Board 1993 - 1996
- United Way Volunteer 1994 - 2000
- Orlando Fights Back Executive Committee 1994 - 1999
- Member, Central Assessment Governing Board, Orange County, Florida 1994 - 1999
- Member, Sheriff's Orlando Task Force 1992 - 1997
- Member, South Orlando Task Force 1993 - 1997
- Consultant, State of Iowa Managed Care Review May 1996
- Consultant, Iowa's Managed Care Review June 1995
- Advisory Board Member, Northeast Florida State Hospital 1994 - 1997
- Criminal Justice Committee, Florida Alcohol and Drug Abuse Association Florida Alcohol and Drug Abuse Association 1989 - 1996
- Children's Committee, Florida Alcohol and Drug Association 1990 - 1996
- Prevention Committee, Florida Alcohol and Drug Association 1992 - 1996
- Rand/UCLA Evaluation 1993 - 1996
- Member, Advisory Committee, Orange County DUI Trust Fund 1992 - 1995
- Co-Chair, Juvenile Justice Committee, Board Member National Consortium of TASC Programs 1992 - 1995
- Vice President for Criminal Justice National TASC 1994 - 1995
- Consultant, Nassau Bahamas Ministers of Health 1994
- Inter-Intra Agency Program Coordination, Chairman State of Florida 1993
- Presenter, 3rd National Conference on Drugs and Crime, Austin, Texas February 1993
- Member, Juvenile TASC Advisory Panel, N.A.S.A.D.A.D. 1991 - 1992
- Consultant, State of New York Probation and Parole 1992
- Member, State of Florida Epidemiological Workgroup 1991 - 1992
- Presenter, Florida Epidemiology Study 1992
- Consultant, University of Alabama, Birmingham, Alabama October 1991
- Juvenile TASC Program Development Committee, National Consortium of TASC Programs 1991

PROFESSIONAL REFERENCES FURNISHED UPON REQUEST

PATRICK T. RAMGE

1335 Sugar Plum Drive
Boca Raton, FL 33486

(Office) 954-712-3681
(Home) 561-317-6313

EXPERIENCE:

WELLS FARGO BANK

REAL ESTATE BANKING GROUP

March 2003 – Present

Florida Real Estate Group – Senior Vice President/Florida State Manager

January 2005 – Present

Promoted to State manager and successfully lead the production and credit management for the State's two offices comprised of 4 to 6 relationship managers and loan commitments in excess of \$3 billion to both private developers and REITs domiciled in Florida.

- Generated \$500 million in average annual loan production from 2005 to present.
- Maintained "Satisfactory" ratings in regular audits by Risk Asset Review and Compliance Group.

Fort Lauderdale Real Estate Group –Senior Vice President/Office Manager

February 2004 – December 2004

Responsible for relationship management, credit administration, business development, and cross selling efforts to a client portfolio comprised of private developers in the Southeast Florida, the acquisition of new customers, and the development of 2 junior team members.

- Served as interim State Manager for Florida after departure of existing State Manager from October 2004 until ultimately being appointed State Manager in January 2005. Responsibilities included managing the Fort Lauderdale and Tampa offices on a daily basis.

Fort Lauderdale Real Estate Group –Vice President/Team Leader

March 2003 – January 2004

Responsibilities included relationship management, credit administration, business development, and cross selling efforts to a client portfolio comprised of private developers in Southeast Florida.

- Personally managed a client portfolio of several relationships as well as managing the daily operations of the Fort Lauderdale office.

COMERICA BANK

Vice President and Alternate Group Manager

May, 1999 – March, 2003

Originated, underwrote and structured acquisition/construction facilities as well as mini-perm facilities for multi-family, office, industrial, and retail properties. Primary responsibilities include structuring, documenting and closing transactions as well as ongoing management of loan portfolio. In addition to maintaining a loan portfolio, additional responsibilities included mentoring junior members of the team in underwriting and structuring transactions and served as group manager in his absence.

THE CHASE MANHATTAN BANK

Vice President, Client Management

April, 1996 -May, 1999

Originated, underwrote and structured acquisition facilities for hotel, office, industrial, and retail properties. Primary responsibilities included structuring, pricing, documenting, closing and distributing large-scale LIBOR-based syndicated loans and revolving lines of credit. Marketed to clients, different products within Chase, such as derivative products; commercial mortgage backed securities; and real estate banking services.

Associate, Portfolio Finance

November, 1994 -March, 1996

Member of the team created to market real estate "opportunity funds". Lending products included secured acquisition financing of distressed real estate portfolios and unsecured lines of credit. Team of five professionals originated more than \$650 million in loans and earned pre-tax income of over \$4 million during first year of operations. Responsibilities included financial modeling, property underwriting, due diligence, client marketing, loan structuring and negotiating documents.

Associate, Asset Disposition

May, 1993 -November, 1994

Marketed a portfolio of \$2 billion of non-performing loans and bank-owned real estate for disposition. Prepared due diligence material and managed due diligence library to facilitate disposition. Interacted daily with sophisticated investors, providing them information necessary for a successful transaction.

Completed comprehensive corporate finance training program. Coursework included financial accounting, economic and industry analysis, risk assessment and forecasting. Specific projects covered discount rate estimation, valuation, derivative products, and structuring of debt and equity securities.

Regional Administration Manager, Second Vice President**February, 1992 -May, 1993**

Group Administration Manager for New York region; portfolio consisted of 48 relationships and \$1.8 billion performing and non-performing loans. Managed and trained five administrators for the daily servicing of bank commitments. Interacted with bank lending officers and clients to improve customer service while adhering to bank policy.

Administration Team Leader, Boston, MA**June, 1990 -February, 1992**

Senior administrative officer of Boston regional marketing office. Office's customer base consisted of eleven relationships in aggregate commitments of \$500 million. Hired and trained new employees on computer systems and real estate finance administration.

Loan Administrator, Boca Raton, FL**September, 1988 -June, 1990**

Responsibilities included reviewing and processing loan advances on construction loans. Coordinated and reviewed legal documentation for compliance with credit memoranda and credit policy.

EDUCATION:**PROVIDENCE COLLEGE**

B.S. -Business Administration

Major: Finance, May 1988, cum laude

OTHER:

Series 7 & 63 certified

Business Biography

Of

Steven J. Halmos

Steve Halmos has been involved in business, in one form or another, since childhood.

Born in Budapest, Hungary, Mr. Halmos' family escaped from post-World War II Hungary hidden in the back of a truck. The family awaited entry into the U.S. in Austria, finally arriving by ship in New York.

Mr. Halmos' family ultimately moved to Miami where Mr. Halmos ran his first business at 15, a paper route delivering 110 newspapers 7 days a week for The Miami Herald.

Mr. Halmos enrolled at Georgia Tech intending to become an architect, later switching to engineering and receiving an Industrial Engineering degree in 1970. Mr. Halmos immediately went on to receive his MBA from Harvard Business School.

In June 1969 while still at Georgia Tech, Mr. Halmos and his brother discussed over dinner that the proliferation of credit cards at that time created an opportunity for a new consumer business: a service to allow consumers to register all of their credit cards at a central location and to call a single toll-free number 24/7 to get all card issuers notified if cards were lost or stolen. So they decided right then and there to go into the credit card protection business.

They had no financing. No experience. Did no market research. Had no idea how to attract subscribers or how to provide the service to those signing up.

Nevertheless, in **June 1969, at age 21**, Steve Halmos co-founded SafeCard Services. For the next 23 years, Mr. Halmos helped build SafeCard into what was then the largest company of its kind, with its shares eventually listed on the New York Stock Exchange.

During Mr. Halmos' tenure until retiring as C.E.O., SafeCard:

- went public in 1971 (while he was a student at Harvard Business School) with just \$52 in assets (no zero's omitted!). Shares eventually were listed on the NYSE. (In fact, the prospectus for the IPO listed Mr. Halmos' Harvard Business School dorm room as his address.)
- reached a market capitalization of \$1.2 billion.
- had 13 million subscribers to its various credit card service offerings.
- generated \$355 million in profit.
- had \$220 million in cash, with no debt.
- rewarded its shareholders handsomely: Those who bought in the IPO eventually made 200 times their money and about 100% annual ROI.

SafeCard's clients included virtually every major credit card issuer: Amex, Citi, Chase, Sears, JCPenney, , ExxonMobil, Shell, Sears, and many others. The company conducted 250 million direct mail campaigns annually. Service for the 13 million subscribers was provided by 500 employees at the company's Fort Lauderdale headquarters.

SafeCard received numerous national accolades, including: listed by Forbes among its "Up and Comers" companies multiple times, by Inc as one of America's fastest growing companies, by Business Week among "America's 1,000 Most Valuable Companies", and many others. For his part, Mr. Halmos received Financial World's C.E.O. of the Year Award in 1989 and its C.E.O. of the Decade Award in 1990.

At age 44, Mr. Halmos retired from SafeCard, at the time its largest shareholder, thereafter selling his interest in the company in various transactions.

Mr. Halmos soon got bored. So he began investing in real estate projects and other ventures, becoming (often in partnership with others) one of the largest owners of downtown Fort Lauderdale commercial real estate.

In 1995, Mr. Halmos formed The Reunion Group, another provider of revenue-producing service programs – so named because he reunited several senior managers from his days at SafeCard. The company's clients include Chase, Citi, ExxonMobil, Bank of America, JCPenney, American Express, and others.

Mr. Halmos currently remains active with The Reunion Group and his private investment company, Halmos Holdings (through which he does investments in real estate, operating companies, restaurants, and private equity). He is also active in the Fort Lauderdale community, serving (or having served) on the boards of trustees of such organizations as Nova Southeastern University, Museum of Discovery & Science, Community Foundation of Broward, Pine Crest School, Jack & Jill Children's Center, Broward Workshop, and Boys & Girls Clubs.

Mr. Halmos has been recognized with such as: "C.E.O. of the Year" and "C.E.O. of the Decade" Awards mentioned previously, "Excalibur Award" from The Sun-Sentinel as Broward Business Leader of the Year 1999, Nova Southeastern University's "Entrepreneur Hall of Fame", Member of United Way's "\$1,000,000 Roundtable", and "Philanthropist of the Year" from the Association of Fundraising Professionals.

For the 2012-2013 academic year, Mr. Halmos served as an Entrepreneur in Residence at Harvard Business School and currently serves on the School's Alumni Board.

Mr. Halmos and his wife, Madelaine, reside in Fort Lauderdale. They have two children, Jeff (owner of a clothing brand in New York) and Stephanie (an artist also in New York) and have two grandchildren.

DULCE STEPHENS

Stephens Financial Consulting

DulceStephens@aol.com

(954) 328-9960

Experience

Independent Consultant

September 2007 – present

Services provided to various clients have included:

- Financial reporting advisory services, including SEC Forms 10-K, 10-Q, 8-K and registration statements; MD&A; SEC comments; and restatements.
- Technical accounting and audit support services, including serving as a liaison with external auditors; assisting with complex accounting standard implementations; and accounting for acquisitions and dispositions.
- Interim management and other project-based assignments including the streamlining of finance and accounting procedures to improve efficiencies and accelerate audit year-end processing time; increasing the quality and integrity of the monthly closing and financial reporting; assisting with control enhancements over the reconciliation process of problematic and high risk processes; and SOX remediation.

AutoNation, Inc. (Ft. Lauderdale, FL)

Assistant Corporate Controller/Sr. Director

November 2000 – June 2007

- Managed and developed accounting team comprised of 16 accountants with 4 managers as direct reports.
- Oversight of the consolidation process for approximately 300 dealership and corporate entities, corporate general ledger accounting, accounts payable and financial reporting (board presentations, SEC quarterly and annual reports).
- Managed monthly closing process (by the 5th business day after month-end), including review of income statements, balance sheets, and journal entries. Participated in monthly review meetings with CFO, Corporate Controller and operational team to discuss monthly results.
- Member of the disclosure committee. Coordinated meetings, filing calendars, SEC filings and communication of quarterly results to the executive management team.
- Member of the earnings release committee responsible for the preparation of earnings releases and related tables. Assisted in preparation of scripts and questions and answers for analyst calls.
- Liaison with external certified public accountants for quarterly reviews, annual audits and special projects. Responsible for review of all auditor schedules.

- Responsible for research and resolution of accounting issues including the implementation of new discontinued operations and stock option accounting standards.
- Responsible for the documentation of the Company's accounting and financial reporting policies and procedures.
- Member of the debt refinancing committee for various refinancing projects undertaken. Assisted in the review of related documents and covenant compliance.

Columbia Laboratories, Inc. (Aventura, FL) September 1998 – September 2000
Corporate Controller *(Company relocated to New York)*

Managerial accounting responsibility for three foreign and two domestic subsidiaries, including monthly consolidations, internal management reporting, SEC reporting, budgeting, projections and cost analysis. Operational responsibility for production, inventory control, marketing, personnel and office management.

- Transitioned sale of the over-the-counter lines and related business processes.
- Introduced product line-extension, which involved coordination of production, artwork, advertising, regulatory and marketing.
- Transitioned new auditors and tax consultants. Coordinated intercompany pricing analysis for foreign manufactured products.
- Developed and implemented financial and operational controls, policies and procedures.

PricewaterhouseCoopers LLP November 1992 – September 1998
 (Ft. Lauderdale, FL)

Audit Manager

Manager responsibility on audit and consulting engagements. Preparation and review of financial statements and related disclosures. SEC reporting, internal accounting control reporting and recommendations to management. Experience with variety of public and private companies.

Responsibility for supervision of seniors and staff, personnel scheduling, workpaper review, day-to-day client relationships, engagement billing, and training and evaluation of seniors and staff.

Safecard Services, Inc. (Ft. Lauderdale, FL) August 1991 – November 1992
Manager of Joint Venture Accounting (Company relocated to Wyoming)
Managed all aspects of joint venture relationships with retailers including negotiation of contracts, settlement agreements and monthly reconciliations. Managed a ten-person department.

PricewaterhouseCoopers LLP (Ft. Lauderdale, FL) August 1989 – August 1991
Audit Senior

Ernst & Young LLP (Daytona Beach, FL) August 1987– August 1989
Audit Senior/Audit Associate

Education & License

CPA certification, November 1987

Accounting graduate studies – fifth year
University of Central Florida, July 1987

Bachelor of Science in Accounting
University of Florida, June 1986

EXECUTIVE DIRECTOR

PROGRAM DEVELOPMENT / TEAM DEVELOPMENT / EARLY CHILDHOOD OPERATIONS

RESULTS-DRIVEN LEADER: Offers 15+ years of leadership experience in driving operations of early childhood programs and rendering exceptional oversight in staff development, business relations, program development, and fiscal management.

INNOVATIVE ANALYST: Ability to foresee complex problems and implement program improvements.

ARTICULATE COMMUNICATOR: Possesses exceptional interpersonal, written, and verbal communication skills.

SAVVY COLLABORATOR: Track record in fostering and nurturing relationships with internal and external stakeholders.

PROVEN MENTOR AND TRAINER: Adept at building and sustaining high-performing, engaged, and client-focused teams.

PROFESSIONAL HIGHLIGHTS:

- | | | |
|-------------------------|-----------------------|--|
| • Leadership & Training | • Strategic Planning | • Executive Presentation & Negotiation |
| • Staff Development | • Grant Management | • Budget Management & Forecasting |
| • Fundraising Strategy | • Expenditure Control | • Financial Planning & Development |
| • Regulatory Compliance | • Program Oversight | • Client Relationship Management |
| • Operations Management | • Business Relations | • Event Planning & Organization |
| • Contract Management | • Vendor Relations | • Cross-Functional Leadership |

PROFESSIONAL EXPERIENCE:

Jack and Jill Children's Center, Fort Lauderdale, FL

2014 - Present

Executive Director

- Coordinate strategic planning and analysis to ensure efficient and streamlined daily operations.
- Regularly update team members and partners on organizational benchmarks and goals.
- Oversee professional development and performance of managers to enhance staff morale, productivity, and teamwork.
- Develop constructive and cooperative working relationships with community partners in the early education field.
- Enforce comprehensive policies and procedures to provide direction in organizational management and fundraising.
- Direct daily activities of staff members in dynamic environment to deliver exceptional early childhood education while adhering to state, federal, organizational, and corporate guidelines.

Baptist Health South Florida, Miami, FL

2007 - 2014

Corporate Director (2009 - 2014)

- Expertly supervised and managed four early learning centers encompassing 70 employees and 300 children.
- Displayed exemplary capability to monitor contracts and services for the Back-up Care Advantage program with a continual focus on employee engagement and work-life balance.
- Spearheaded the launch and development of hurricane emergency child care program for 15,000 employees, liaising with human resources, hospital site coordinators, and vendors to facilitate child registration and effective communication.
- Charged with responsibility for regulatory compliance with National Association for the Education of Young Children standards, as well as local quality assurance and programming measures.
- Analyzed fiscal operations and generated financial forecasting and profit and loss reports for \$4M budget.
- Played leadership role in managing Employee Discount Program, including vendor relations and contracts.

Director | Baptist Hospital of Miami | South Miami Hospital (2007 - 2009)

- Earned reputation for effective leadership and daily operations management of two corporate-based early learning centers.
- Built and sustained enduring relationships with hospital administration and departments, area childcare directors, and community leaders to promote community partnerships in the area of early childhood education.
- Led, trained, motivated, and supervised staff members to foster effective employment relationships and goal attainment.
- Played instrumental role in enrollment, parent programs, fiscal management, curriculum implementation, and licensing.
- Guaranteed compliance with the National Association for the Education of Young Children accreditation standards.

Associate Director

- Fulfilled integral role in leading Children's Impact Council, conceptualizing goals, implementing action plans, and monitoring program outcomes with Council members.
- Demonstrated outstanding interpersonal skills in collaborating with assigned programs and agencies on Impact Area performance and generating reports.
- Implemented best practices in project support from inception to completion, supporting Director for the Center for Excellence with assigned projects in staffing, volunteer committee operations, grant management, and other areas.

YMCA of Greater Miami, Inc., Miami, FL

2005

Director of Early Childhood Programs

- Analyzed operational processes, coordinated resources, and supervised staff members and Directors for all YMCA Early Learning Centers to ensure adherence to national standards and highest quality measures.
- Held accountability over grant and contractual management, including drafting, implementation, and monitoring.
- Assessed financial objectives and forecasts to develop departmental budget and guided each Center Director in developing and implementing respective budget.
- Key liaison charged with promoting organization's focus on quality early childhood education and representing organization in local councils, community groups, and corporate community affairs.

Miami Dade College, Miami, FL

1999 - 2005

Director | North Campus (2003 - 2005)

Director | Wolfson Campus (2000 - 2003)

- Demonstrated management skills that best delivered high-quality operations by aligning strategy with underlying center goals, including superior staff development and performance, effective fiscal management, innovative curriculum implementation, and a robust compliance framework.
- Formed strategic and long-lasting partnerships with faculty, departments, staff, childcare directors, and community leaders.
- Prioritized tasks to drive performance, supervised employees, and managed daily operations.
- Conferred with partners to expand educational programs, designing new preschool laboratory for North Campus.

School Readiness Specialist | Wolfson Campus (1999 - 2000)

- Led training sessions for staff of five neighboring early childhood programs to drive attainment of quality indicators and outcomes, delivering specific feedback and strategies for improvement.
- Planned and executed staff and parent trainings and meetings, providing updates on new developments and best practices.

Previous positions include Play Therapist for Children's Psychiatric Center, Children's Alley Committee Co-Chair for Book Fair International, Organizer for "Early Childhood Education for Tomorrow-Strengthening our Families for the Future" Conference, and Adjunct Faculty for Early Childhood Education at Miami Dade College.

EDUCATION:

Florida International University, Miami, FL

Master of Science in Social Work | Bachelor of Science in Social Work

Miami Dade College, Miami, FL

Associate of Science in Early Childhood Education | Associate of Arts in Elementary Education and Psychology

SKILLS: Proficient in Microsoft Word, Excel, Outlook, PowerPoint, and Publisher.

PROFESSIONAL AFFILIATIONS:

South Florida Association for the Education of Young Children (*Immediate Past President & Member*)

Miami Dade College, School of Education, Early Childhood Education Advisory Committee (*Member*)

National Association of the Education of Young Children (*Member*)

Southern Early Childhood Association (*Member*)

Florida Association for the Education of Young Children (*Member*)

Florida Association for Infant Mental Health (*Member*)

Oxford Academy (*Board Member*)

Broward College (*Early Childhood Education Advisory Board Member*)

REFERENCES AVAILABLE UPON REQUEST

Key Staff

Heather Siskind, Executive Director (MSW – Social Work)

Heather brings nearly 20 years of experience in early childhood education with her most recent position as the Corporate Director of Baptist Health South Florida where she was responsible for the oversight of four early learning centers. In addition, she is the past President of the South Florida Association for the Education of Young Children. Heather is responsible for setting the strategic direction of the Center; providing a safe, healthy, and enriching learning environment; providing leadership for the staff; developing and managing financial resources; and maintaining healthy relationships with the Center's Board, parents, community leaders and others in the early childhood community.

Susan Stanley, Director of Finance (BA- Accounting, CPA)

Susan brings more than 20 years of diverse experience in accounting and general management to Jack & Jill. Formerly Vice President of Operations for Burger King Corporation, Susan has refocused her background in domestic and international accounting, budgeting and strategic planning to benefit the non-profit sector, for which she feels greatly committed. Susan's experience assures that all program budgets are correct and align with program design and expense projections.

Maria Meyer, Director of Development (MBA- Marketing)

Maria has several years of experience in the areas of marketing and business development working in healthcare, finance, and telecommunication companies. She has served on Jack & Jill's Executive Board and Friends Board for the last ten years in addition to serving on other local non-profit boards. In her current role as Director of Development she is responsible for planning and managing the marketing, development and community outreach functions for the center. This includes overseeing the corporate and individual giving programs, grant writing, volunteers, special events, and promoting community awareness through communications and marketing.

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CAM # 18-0837
Exhibit 4
Page 65 of 151

Jack and Jill Children's Center						
New Positions						
Title	Description	Avg Annual Salary	Industry Average Salary	#		
Chief Operations Officer	Makes sure that an organization's operations are running smoothly and that they coincide with the company's mission. The head of school embodies the mission of the school and articulates the mission for all aspects of the school's program. In keeping with the school's mission, the head of school fosters the traditions, relationships, and practices that determine the school's climate and culture.	\$90K	\$85K	1		
Head of School	The Dean of Students, K-8 serves as an instructional leader in the planning, coordination, and administration of school activities and programs, including curriculum, instruction, assessment, student conduct and attendance, extracurricular programs, school plant operations, and the supervision and evaluation of assigned personnel.	\$85K	\$75K	1		
Dean of Student Affairs		\$60K	\$60K	1		
Teachers	Teachers create lesson plans and teach those plans to the entire class, individually to students or in small groups, track student progress and present the information to parents, create tests, create and reinforce classroom rules, work with school administration to prepare students for standardized tests.	\$40K	\$40K	12		
Student Assistants	Assistants reinforce lessons presented by teachers by reviewing material with students one-on-one or in small groups. Enforce school and class rules to help teach students proper behavior. Help teachers with recordkeeping, such as tracking attendance and calculating grades.	\$21K	\$20K	3		

Extracurricular Teachers	Teachers create lesson plans and teach those plans to the entire class, individually to students or in small groups, track student progress and present the information to parents, create tests, create and reinforce classroom rules, work with school administration to prepare students for standardized tests.	\$40K	\$40K	2
School Age Manager	Ensures the administration and operation of each child care program occurs in a manner that will promote the best possible experience for each student; provides information and serves as a resource to others; and achieves defined objectives by planning, evaluating, developing, implementing and maintaining services in compliance with established guidelines.	\$42K	\$45K	1
School Age Teachers	Teachers create lesson plans and teach those plans to the entire class, individually to students or in small groups, track student progress and present the information to parents, create tests, create and reinforce classroom rules, work with school administration to prepare students for standardized tests	\$25K	\$20K	12
Case Managers	The case manager is responsible to coordinate instruction and related services for identified students. The case manager coordinates the delivery of special education services and is often the primary contact for the parent.	\$35K	\$40K	2
Finance Manager	The finance manager updates financial records, ensures that the school's accounts conform to standard principles of governmental accounting and regulations, and prepares reports that highlight the school's financial condition.	\$35K	\$50K	1
Receptionist	Welcomes visitors by greeting them, in person or on the telephone; answering or referring inquiries. Directs visitors by maintaining employee and department directories; giving instructions. Maintains security by following procedures;	\$30K	\$35K	1
Total Number of Positions				37

Jack and Jill Children's Center						
Current Positions						
Title	Description	Avg Annual Salary	Industry Average Salary	#		
Executive Director	The Executive Director with the authority delegated by the Board of Directors is responsible for the overall administration of the Jack and Jill Children's Center of Broward. This position carries out the Center's programs within the budget in accordance with policies set forth by the Board of Directors.	144,700.00	\$115K	1		
Development Director	To develop, implement, and manage a comprehensive fundraising plan to secure support for Jack & Jill Children's Center. The Development plans goal is to raise \$1.2 million or more annually in support of general operations, educational programs, and special projects. Primary focus of the position is to cultivate and solicit individuals, foundations and corporations.	107,100.00	\$85K	1		
Grant Manager	Responsible for supporting the Development Department by managing the quality and success of the grant writing process and the Center's database. The Grants Manager multi-tasks and has the ability to work independently.	56,600.00	\$55K	1		
Development Manager	Responsible for supporting the Development department by overseeing the quality and success of the grant writing process and providing fundamental support for special events and programs.	61,900.00	\$55K	1		

Business Development Manager	This position is responsible for seeking out opportunities and developing and implementing initiatives to identify, cultivate and solicit prospects to ensure a strong base of ongoing financial support to the center. The Manager is entrusted with responsibility for the recognition and stewardship of individual major givers and helping to manage the corporate partner program.	55,100.00	\$55K	1
Marketing Coordinator	Coordinate all aspects of marketing to support the branding and development efforts of the center.	45,000.00	\$40K	1
Finance Director	Responsible for financial and accounting operations of the Center.	89,600.00	\$90K	1
Sr. Finance Manager	Assist in the oversight of the financial and accounting operations of the Center	65,000.00	\$60K	1
Finance Manager	Provide assistance for Center financial operations, billing, personnel and payroll functions.	47,500.00	\$50K	1
Finance Coordinator	Manage the enrollment process of students to maximize earned income and to provide clerical assistance to the finance department.	30,200.00	\$40K	1
Food Service Manager	To manage the Food Service Team to prepare daily menu and cook breakfast, lunch and afternoon snack. Maintain a safe and healthy work environment in compliance with Federal, State and local guidelines.	37,100.00	\$55K	1
Cook	To work with Food Service Team to prepare daily menu and cook breakfast, lunch and afternoon snack. Maintain a safe and healthy work environment in compliance with Federal, State and local guidelines.	19,700.00	\$20K	1

Food Service Support	To work with Food Service Team to prepare daily menus and assist with delivery/pick up of meals and snacks to the classrooms. Maintain a safe and healthy work environment in compliance with Federal, State and local guidelines.	19,100.00	\$20K	1
Director of Education	As a member of the leadership team, work to achieve goals set forth in Strategic Plan. Direct the development of the Early Education, curriculum and staff. Program Manager is responsible for coordination and delivery of family support services. Program Manager provides daily support to operations of the Early Education program, while providing effective support to the teaching staff and classrooms, and social-emotional support for children.		\$80K	1
Early Childhood Program Manager	To create and maintain a developmentally appropriate classroom atmosphere conducive to learning and to provide positive educational experiences for all students.	60,000.00	\$55K	1
Lead Teachers	To provide a warm, nurturing, safe and loving environment where self-concepts are enhanced, independence is encouraged, and individuality respected under the guidance of the Lead Teacher.	36,500.00	\$35K	10
Teachers	To provide prompt, courteous, attention to all callers and visitors. Monitor the attendance and security of attending families. Provide administrative support where needed.	22,600.00	\$20K	24
Administrative Assistant		31,200.00	\$35K	1

Family Strengthening Program Director	Build, maintain and oversee Family Strengthening Program. Supervise Family Strengthening Program staff. Provide and oversee behavioral and developmental support to children, teachers and families through education, training, and referrals. Network and enhance community relationships to serve our children, families and the community better.	65,800.00	\$75K	1
Family Strengthening Program Manager	Family Strengthening Program Manager is responsible for coordination and delivery of family support services including assisting families with financial, personal, and material needs through case management, education, empowerment, and community resources. Also provides social-emotional support for children and oversees residential dog program.	55,600.00	\$55K	1
Case Manager	Assist families with financial, personal and material needs through case management.	34,600.00	\$40K	1
Sr. Human Resource Manager	The Senior Human Resources Manager serves as part of the organization's administration team who is responsible for the overall administration, coordination and evaluation of the Human Resource department. In addition, the Senior Human Resources Manager oversees the facility's departments and contracted vendors. To perform general maintenance in and around the Center and assist with food service duties when needed.	55,000.00	\$60K	1
Facilities Coordinator			\$40K	1
Total Number of Positions				55

5.) If machinery and equipment are being purchased with CRA funds, provide a list of all the items to be purchased, with quotes on vendor's letterhead. Include a statement from the manufacturer, attesting to the economic life of the equipment.

- N/A

7.) Bank Commitment Letter detailing the conditions of the loan approval.

- N/A



Jack & Jill
Children's Center

Board of Directors

Minutes

January 9, 2018 @ 8:00 am

Present: Ray Berry, Dulce Stephens, Pat Ramge, Tony Coley, Nurit Sheinberg, George Boue, Andrew Heller, Vanessa Walker, Mark Peterson, Hector Sikes, Sally beach, Pat Damoorgian, Bill Hawk, Fred Livingston, Ann Payne, Tom McManus, Keith Arnold, Tim Petrillo, Nancy Daly, Michael Landry, Liz Caldwell

Absent: Alfredo Aguirre, Ed Ristaino, Ryan Shea, Peter Wittich, Steve Halmos, Alan Hooper, Ryan Shea, Christina Camacho

Staff Present: Heather Siskind, Maria Meyer, Susan Stanley, Chelsea Wagner

I. 8:05am Ray Welcomes the Board

II. Minutes- Ray Berry

- November minutes. Bill Hawk motion to approve, Vanessa Walker seconded; all were in favor

III. Financials- Susan Stanley

- Audit: Our best year yet
 - o \$600k more in cash
 - o 71% of \$\$ went to programs
- Approval for 990: Tim Petrillo Motion to approve, Keith Arnold seconded; all were in favor
- November Financials:
 - o \$7k behind last year, just timing with grants and renewals
 - o We are at full capacity with 193 children, 133 of them are on School Readiness
 - o Up \$184k primarily due to 75th
 - o LUD brought in low \$60's
 - o Expenses are down due to open positions and we had no increase in health insurance expenses

IV. Friends Update- Pat Damoorgian

- Flip Flops: April 21st
 - o Please help with sponsorships/any items to donate for auction
- Friends Members Reception: February 21st at Halmos Residence

V. Development Update- Maria Meyer & Hector Sikes

- Corporate Renewals: Retention is good. BB&T, Herman's & DEX Imaging have renewed
- Corporate Reception at Steve & Tim's office January 30th 5:30-7:30pm
- Went through corporate prospects. If you have any please invite to the reception

VI. Capital Update- Keith Arnold & Tom McManus

- Currently \$2.1 million raised/pledged
- Board of Directors committed to \$1.6 million and that is with only 44% Board participation
- Put in a bill to state of FL to request \$1mil for capital & \$1.5mil for operating costs
- Finalized Marketing Materials
- We have 41 prospects above \$100k and 86 prospects under \$100k, 29 additional foundations we are requesting and we will be hosting parties and cultivation events to bring in \$.

VII. CRA Update:

- CRA application is being put together and finalized by February
- The \$ have to be spent
- CRA application motion to apply, Dulce Stephens motion to approve, Tim Petrillo seconded; all were in favor

VIII. Closed Session: Ray Berry & Board of Directors to discuss Executive Director Meeting Adjourned 9:07

**Jack & Jill Children's Center
Board of Directors
January 9, 2018**

CORPORATE RESOLUTION OF BOARD OF DIRECTORS

I, **Steve Halmos** do hereby certify that I am the duly appointed and qualified Secretary and the keeper of the records and corporate seal of **Jack and Jill Children's Center, Inc.** a corporation organized and existing under the laws of Florida and that the following is a true and correct copy of certain resolutions duly adopted by the Board of Directors.

RESOLVED: Authorize the submission of the CRA application.



Steve Halmos
Secretary

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
JACK AND JILL NURSERY, INC.**

THE UNDERSIGNED, acting as Chairman of the Board of Directors of Jack and Jill Nursery, Inc. ("Corporation"), on behalf of the Board of Directors of the Corporation and pursuant to Chapter 617 of the Florida Statutes, the Florida Not-for-Profit Corporation Act ("Act"), hereby amends and restates the Articles of Incorporation of such Corporation. The Corporation does not have members and these Amended and Restated Articles of Incorporation were adopted by the Board of Directors pursuant to Section 617.1002 and 617.1007 of the Act. The provisions of the Amended and Restated Articles of Incorporation of the Corporation shall be as follows:

ARTICLE I.

Name

The name of the Corporation is Jack and Jill Nursery, Inc.

ARTICLE II.

Principal Office

The principal office and the mailing address of the Corporation is 812 Southwest 2nd Street, Fort Lauderdale, Florida 33312.

ARTICLE III.

Registered Agent

The name of the registered agent of the Corporation is Frances T. Payne and the address of the registered office of the Corporation is 812 Southwest 2nd Street, Fort Lauderdale, Florida 33312.

ARTICLE IV.

Incorporators

The names and residences of the original incorporators of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Cheri Smalley	Fort Lauderdale, Florida
Innes Adams	Fort Lauderdale, Florida
Ridgeley Gilney	Fort Lauderdale, Florida
Rebecca Ely	Fort Lauderdale, Florida
Jean Bollinger	Fort Lauderdale, Florida

Genevieve Bishop
Dr. Charles F. Seymour
Warner Mallison
Edith Taylor
Mark Maurer
Betty Rule
F. Laird Hickard
R.M. Gardner

Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida
Fort Lauderdale, Florida

ARTICLE V.
Period of Duration

The period of the duration of this Corporation is perpetual unless dissolved according to law.

ARTICLE VI.
Purposes

The purposes of the Corporation are to operate exclusively as a charitable corporation within the meaning of Section 501(c) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder, or corresponding provisions of any later Federal tax laws (the "Code"). In furtherance of such purposes, the Corporation may, *inter alia*, (i) provide day care at reduced cost to children of parents who are unable to fully afford such care; (ii) provide assistance (including, but not limited to, food, clothing, medical care and shelter) to the families of children who are in the care of the Corporation through funds from private donations to the Corporation and other available funds; and (iii) do all things that are incident or conducive, directly or indirectly, to the attainment of the above-mentioned purposes. The Corporation may engage in any lawful activity under the Florida Not-For-Profit Corporation Act, not inconsistent with those exercisable by a Corporation in conformance with Section 501(c) (3) of the Code.

ARTICLE VII.
Limitations

A. No part of the assets or of the net earnings of the Corporation shall be used except in the furtherance or the purposes set forth above, and no benefit shall inure in whole or in part to the benefit of any Director of the Corporation, any officer of the Corporation or any private individual, except benefits incidental to the purposes and objectives of the Corporation or for the Corporation affecting one or more of its purposes.

B. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization exempt under Section 501(c)(3) of the Code, and the

regulations promulgated thereunder, as they now exist or as they may hereafter be amended.

ARTICLE VIII.

Distribution of Surplus on Dissolution

In the event of the liquidation, dissolution or other discontinuance of the business and operations of the Corporation, after making provision for the payment of all the liabilities of the Corporation, the remaining assets shall be distributed to such charitable organization or organizations which would then qualify under the provisions of Section 501(c)(3) of the Code as the Board of Directors shall consider most nearly meets the objectives and purposes of the Corporation.

ARTICLE IX.

Board of Directors

The method of election or selection of Directors shall be determined by the Bylaws of the Corporation.

ARTICLE X.

Bylaws

The Bylaws of the Corporation shall be made, amended or rescinded by the affirmative vote of at least two-thirds (2/3) of the individuals composing the Board of Directors.

THE UNDERSIGNED has executed these Amended and Restated Articles of Incorporation this 10 day of May, 1994.

Signature of Chairman of the
Board of Directors

Wm. H. Bretz, Chairman

Francis P. Payne

Executive Director

**ARTICLES OF AMENDMENT
TO THE
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
JACK AND JILL NURSERY, INC.**

Pursuant to Florida Statutes Section 617.1002 and 617.1006, JACK AND JILL NURSERY, INC., a Florida Not for Profit Corporation (the "Corporation"), hereby adopts the following Articles of Amendment to the Amended and Restated Articles of Incorporation of the Corporation dated May 10, 1994 (the "Articles"):

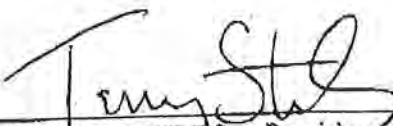
1. The name of the Corporation is JACK AND JILL NURSERY, INC.
2. Article 1 of the Articles is hereby deleted in its entirety and replaced by the following:

**"ARTICLE I.
Name**

The name of the Corporation is JACK AND JILL CHILDREN'S CENTER, INC."

3. Except as hereby amended, the Articles shall remain the same.
4. The Corporation has no members.
5. These Articles of Amendment were duly adopted by a majority vote of the Board of Directors of the Corporation at a regular meeting of the Board of Directors on June 12, 2001, in accordance with Florida Statutes Section 617.1002. These Articles of Amendment shall be effective as of June 12, 2001.

The undersigned has executed these Articles of Amendment to the Amended and Restated Articles of Incorporation of JACK AND JILL NURSERY, INC., this 10th day of July, 2001.


TERRY STILES, President of Jack and Jill
Nursery, Inc., a Florida Not for Profit Corporation

Return to:
WILL CALL 119
DAVID G. MURRAY, ESQ.
P. O. BOX 2427 men
FT. LAUDERDALE, FL 33303

PREPARED BY AND RETURN TO:
ARTHUR W. LAMBERTUS, ESQ.
LAMBERTUS & LAMBERTUS, P.A.
2929 E. Commercial Boulevard, Suite 604
Fort Lauderdale, Florida 33308

Parcel ID #: 10204-20-00700



INSTR # 101144322
OR BK 31790 PG 1488

RECORDED 06/29/2001 04:26 PM
COMMISSION
BROWARD COUNTY
DOC STMP-D 1,470.00
DEPUTY CLERK 2015

WARRANTY DEED

THIS WARRANTY DEED made this 19 day of June, 2001, by The Salvation Army, a Georgia Corporation, (hereinafter called the "GRANTOR"), to Jack and Jill Nursery, Inc., a Florida Non-Profit Corporation, whose post office address is 812 Southwest 2nd Street, Fort Lauderdale, Florida 33312, (hereinafter called the "GRANTEE").

(Wherever used herein the terms "GRANTOR" and "GRANTEE" include all the parties in this instrument and the heirs, legal representatives, and assigns of individuals, and the successors and assigns of corporations)

WITNESSETH:

That the GRANTOR, for and in consideration of the sum of TEN AND 00/100 (\$10.00) DOLLARS and other valuable considerations, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto the GRANTEE, all that certain land situate in Broward County, Florida, to wit:

Lots 16 through 26, Block 1, SEMINOLE FOREST, according to the map or plat thereof as recorded in Plat Book 14, Page(s) 16, Less Right of Way for State Road 842 (Broward Boulevard Fort Lauderdale, Florida); Public Records of Broward County, Florida.

Subject to: (1) land use designation, zoning restrictions and prohibitions imposed by governmental authority; (2) restrictions, easements and other matters appearing on the Plat and/or common to the subdivision, including utility easements, without serving to reimpose same; and (3) taxes for the year 2001 and subsequent years.

The benefits and obligations hereunder shall inure to and be binding upon the heirs, executors, administrators, successors, and assigns of the respective parties hereto. The word "GRANTEE" shall be construed as if it read "GRANTEES" whenever the sense of this indenture so requires, and the use of the gender shall include all genders.

TOGETHER with all the tenements, hereditaments and appurtenances thereto

belonging or in anywise appertaining.

TO HAVE AND TO HOLD the same in fee simple forever.

AND THE GRANTOR hereby warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the said GRANTOR has hereunto set his hand and seal the day and year first above written.

Signed, sealed and delivered
in our presence:

Alberta Parish

Witness Signature

Alberta Parish

Printed Name of Witness

Lynn Searcy

Witness Signature

Lynn Searcy

Printed Name of Witness

The Salvation Army, a Georgia
Corporation

By: *[Signature]*

RAYMOND COOPER, PRESIDENT
1424 NE Expressway
Atlanta, Georgia 30329

STATE OF GEORGIA
COUNTY OF DEKALB

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, RAYMOND COOPER, PRESIDENT as President, a duly authorized officer of The Salvation Army, who is personally known to me or has produced a _____ as identification, and who executed the foregoing Warranty Deed and acknowledged before me that he/she executed the same freely and voluntarily under authority duly vested in him by said corporation for the purposes therein expressed, and who did take an oath.

WITNESS my hand and official seal in the City of Atlanta, County of DeKalb, and State of Georgia, this 15 day of June, 2001.



Candace Station
Notary Public, State of Georgia
Printed Name: *Candace Station*
My Commission Expires: 5/5/03

Property Control Number: 50-42-04-20-0030; 50-42-04-20-0040; 50-42-04-20-0060;
50-42-04-20-0100; 50-42-04-20-0110; 50-42-04-20-0120;
50-42-04-20-0130

WARRANTY DEED

THIS WARRANTY DEED made this 10 day of January, 2003

FORUM HOLDINGS, INC., a Florida corporation
4545 N. Ocean Boulevard, 17-A
Boca Raton, Florida 33431

hereinafter called the grantor, to

JACK AND JILL CHILDREN'S CENTER, INC., a Florida
not for profit corporation

hereinafter called the grantee,

whose post office address is: 812 S. W. 2nd Street
Ft. Lauderdale, Florida 33312

(Wherever used herein the terms "grantor" and "grantee" include all the parties to this instrument and the heirs, legal representatives and assigns of individuals and the successors and assigns of corporation).

WITNESSETH: That the grantor, for and in consideration of the sum of TEN (\$10.00) DOLLARS and other valuable considerations, receipt whereof is hereby acknowledged, hereby grants, bargains, sells, aliens, remises, releases, conveys and confirms unto the grantee, all that certain land situate in Broward County, Florida, viz:

See Exhibit "A" Attached Hereto

Subject to conditions, reservations, restrictions and easements of record, provided that this instrument shall not reimpose same.

TOGETHER with all the tenements, hereditaments and appurtenances thereto belonging or in any wise appertaining.

TO HAVE AND TO HOLD, the same in fee simple forever.

AND the Grantor hereby covenants with said Grantee that the Grantor is lawfully seized of said land in fee simple; that the Grantor has good right and lawful authority to sell and convey the land; that the Grantor hereby fully warrants the title to said land and will defend the same against the lawful claims of all persons whomsoever; and that said land is free of all encumbrances, except taxes accruing subsequent to December 31, 2002.

IN WITNESS WHEREOF, the said Grantor has signed and sealed these presents the day and year first above written.

Signed, sealed and delivered
in the presence of:

FORUM HOLDINGS, INC., a
Florida corporation

BY: Sidney Wolgin
SIDNEY WOLGIN, AS PRESIDENT

[Signature]
WITNESS - SIGNATURE

PRINT: JAMES KAHOK

[Signature]
WITNESS - SIGNATURE

PRINT: FRANCIS ABDALLAH

STATE OF FLORIDA]
] ss:
COUNTY OF PALM BEACH]

THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of January, 2003 by SIDNEY WOLGIN, as President of FORUM HOLDINGS, INC., who is ☒ personally known to me or who has ☐ produced _____ as identification and who did not take an oath.

NOTARY:

SIGNATURE: [Signature]

PRINT: FRANCIS ABDALLAH

MY COMMISSION EXPIRES:

Prepared by and return to:
Garry M. Glickman, Esquire
Glickman, Winters, Marell and Jamieson
1601 Forum Place Ste. 1101
West Palm Beach, Florida 33401



Francis E. Abdallah
My Commission DD123828
Expires June 09, 2006

LEGAL DESCRIPTION

Lots 10, 11, 12, 13, 14, 15, 27, 28, 29, 30 and 31, Block 1, of SEMINOLE FOREST, according to the Plat thereof, as recorded in Plat Book 14, Page 16, of the Public Records of Broward County, Florida, LESS the right of way for State Road 842 (Broward Boulevard, Fort Lauderdale, Florida).

**SECOND AMENDED AND RESTATED BYLAWS OF
JACK AND JILL CHILDREN'S CENTER, INC.
(a Florida Not For Profit Corporation)**

**ARTICLE 1
PURPOSES OF CORPORATION**

JACK AND JILL CHILDREN'S CENTER, INC. ("**Corporation**") exists and operates exclusively for the purposes described in the Corporation's Articles of Incorporation. The Board of Directors, officers, agents, representatives, and employees of the Corporation shall only take such actions which are consistent with such purposes.

**ARTICLE 2
BOARD OF DIRECTORS**

2.1. **Generally.** All power and authority of the Corporation shall be vested exclusively in the Board of Directors, which shall direct the affairs of the Corporation consistent with the purposes of the Corporation. The members of the Board of Directors shall be referred to as "**Directors.**" The Board of Directors, by general resolution, may delegate to committees of its own members or to officers of the Corporation such powers as it may see fit.

2.2. **Number and Qualification.** The Board of Directors shall consist of not less than fifteen (15) individuals and no more than twenty five (25) individuals who shall be elected as provided in Section 2.3. In addition to the elected Directors, the Board of Directors shall consist of one (1) representative of the Junior League of Greater Fort Lauderdale, Inc. (who shall be appointed by the Junior League of Greater Fort Lauderdale, Inc.) and up to three (3) representatives of the Friends of Jack and Jill (who shall be appointed by the Friends of Jack and Jill).

2.3. **Election and Term.**

(a) Each Director shall be elected for an initial term of one (1) year. After the initial term, each Director may be elected to a second term of two (2) years. After the second term, each Director may be elected to a third term of three (3) years. Except as provided in Subparagraph (b), Subparagraph (c), or Subparagraph (d) of this Section 2.3, no individual shall be permitted to serve as a Director for more than six (6) years.

(b) If a Director is in the final year of his or her third term, such Director may be elected for a fourth term of two (2) years only if such Director has been elected as President for a period which includes all or part of the fourth term.

(c) If any individual has been out of office as a Director for at least one (1) year, such individual shall again be eligible to be elected as a Director in accordance with the foregoing provisions of this Section 2.3.

(d) The year(s) that a Director serves as President shall not be considered as part of the six (6) year limit on service as a Director.

(e) Each term of one (1) year shall begin on October 1st end on September 30th of such terms.

(f) Each Director shall serve until removal, resignation, death, or disability, or, if earlier, upon the termination of any term as set forth in this Section 2.3.

(g) All Directors shall be elected as a group by the then serving Directors at a meeting of the Board of Directors which precedes the beginning of the calendar year for which a term relates.

2.4. **Vacancies.** Any vacancy occurring in the Board of Directors, including a vacancy created by an increase in the number of Directors; allowed by these Bylaws, may be filled as provided in Section 2.3(f).

2.5. **Quorum.** The presence of a majority of all the Directors shall be necessary at any meeting to constitute a quorum to transact business.

2.6. **Act of Directors.** Unless specifically provided otherwise in these Bylaws, the act of a majority of Directors in a quorum as present at a meeting shall be the act of the Board of Directors.

2.7. **Place of Meeting.** Directors' meetings may be held in Broward County, Florida, at such places as the Board of Directors shall determine.

2.8. **Regular and Special Meetings.** Regular meetings of the Board of Directors shall be held at such times as the Board of Directors may fix; provided, however, that the Directors shall meet at least four (4) times in each calendar year. Special meetings may be called by the President or by a majority of the Board of Directors. Notice of each special meeting shall set forth the purpose of the special meeting and shall be given by the Secretary to each Director not less than five (5) days before the meeting, unless each Director shall waive notice thereof before or after the meeting.

2.9. **Duties of Directors.** A Director shall perform his or her duties as a Director, including his or her duty as a member of any committee of the Board of Directors upon which he or she may serve, (a) in good faith, (b) in a manner he or she reasonably believes to be in the best interest of the Corporation, and (c) with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing his or her duties, a Director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

(a) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matters presented,

(b) counsel, public accountants or other persons as to matters which the Directors reasonably believe to be within such person's professional or expert confidence, or

(c) a committee of the Board of Directors upon which he or she does not serve, duly designated in accordance with a provision of the Articles of Incorporation or these Bylaws, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence.

A person who performs his or her duties in compliance with this Section shall have no liability by reason of being or having been a Director of the Corporation.

2.10. **Director Conflicts of Interest.** A contract or other transaction between the Corporation and one or more of its Directors or any other corporation, firm, association or entity in which one or more of its Directors are Directors or officers or are financially interested, shall not be either void or voidable because of such relationship or interest or because such Director or Directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approved or ratifies such contract or transaction or because his, her, or their votes are counted for such purpose, if:

(a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or

(b) The contract or transaction is fair and reasonable to the Corporation at the time it is authorized by the Board of Directors or a committee.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

2.11. **Compensation of Directors.** Directors shall not receive any cash compensation for their services.

2.12. **Resignation of Directors.** Any Director of the Corporation may resign at any time either by oral tender of resignation at any meeting of the Board of Directors or by giving written notice thereof to the President or the Secretary. Such resignation shall take effect at the time specified, and unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

2.13. **Constructive Resignation.** If a Director is absent from (1) three consecutive meetings of the Board of the Directors or (2) at least half of the meetings of the Board of Directors within a fiscal year, the Directors may be deemed to have resigned from the Board. This section shall operate solely at the discretion of the Board of Directors. If the Board of Directors uses its discretion to deem that a Director has resigned, the President shall notify the Director in writing.

2.14. **Removal of Director.** Any Director may be removed from office for any reason by the Board of Directors at any regular or special meeting called for that purpose. Any Director proposed to be removed shall be entitled to at least five (5) days notice in writing of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting. The presence or absence of the

Director proposed to be removed shall not be taken into account for the purpose of determining whether a quorum is present, and such Director shall not be entitled to cast a vote on the question of his or her removal from office.

2.15. **Electronic Presence at a Meeting**. A Director shall be deemed present at a meeting of the Board of Directors if such Director participates in the meeting by any means of communication by which all Directors participating in the meeting may simultaneously hear each other during the meeting.

2.16. **Action Without Meeting**. Any action required by law to be taken at a meeting of the Board of Directors, or any action that may be taken at a meeting of the Board of Directors, may be taken without a meeting or notice if a consent in writing, setting forth the action so taken, shall be signed by all of the members of the Board of Directors, and such consent shall have the same force and effect as a unanimous vote at a meeting. Action taken under this Section is effective when the last Director signs the consent, unless the consent specifies a different effective date. A consent signed under this Section shall have the effect of a meeting vote and may be described as such in any document.

ARTICLE 3. **OFFICERS**

3.1. **Officers**. The officers of the Corporation shall include a President, Vice President, Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. One or more other officers and assistant officers as may be deemed necessary may also be elected or appointed by the Board of Directors from time to time. Any two or more offices may be held by the same person. The officers so elected shall perform the duties set forth below and such other duties as may be assigned to him or her by the Board of Directors. An officer must be a member of the Board of Directors.

3.2. **President**. The President shall have general charge and supervision of the business and affairs of the Corporation, subject to the direction of the Board of Directors, and shall see to it that all orders and resolutions of the Board are carried into effect. The President shall also perform such other duties as may be assigned to him or her by the Board of Directors. The President shall preside at all meetings of the Board of Directors.

3.3. **Vice President**. The Vice President shall assist the President in carrying out the duties of the President, and shall have such other powers and perform such duties as the Board of Directors shall from time to time designate. In addition, in the absence or disability of the President, the Vice President shall have the powers and shall exercise the duties of the President.

3.4. **Secretary**. The duties of the Secretary shall be to (i) have the custody of and maintain all of the corporate records except the financial records, (ii) record the minutes of all meetings of the Board of Directors and be responsible for compliance with Section 5.1 with respect to such minutes, and (iii) send all notices of the meetings out to the members of the Board of Directors. The foregoing duties of the Secretary may be performed by agents of the Corporation at the direction of and under the supervision of the Secretary. In addition, the Secretary shall perform such other duties as may be prescribed by the Board of Directors or President.

3.5. **Treasurer.** The duties of the Treasurer shall be to (i) have custody of all corporate funds and financial records, (ii) keep full and accurate accounts and records of receipts and disbursements of the Corporation and be responsible for compliance with Section 5.1 with respect to such accounts and records, and (iii) render an accounting whenever required by the Board of Directors or President. The foregoing duties of the Treasurer may be performed by agents of the Corporation at the direction of and under the supervision of the Treasurer. In addition, the Treasurer shall perform such other duties as may be prescribed by the Board of Directors or President.

3.6. **Election and Term of Office for Officers.**

(a) All officers shall be elected for a term of one (1) year by the then serving Directors at a meeting of the Board of Directors which precedes the beginning of the calendar year for which a term relates.

(b) Each term of one (1) year shall begin on October 1st and end on September 30th of such term.

(c) Each officer shall serve until removal, resignation, death, or disability, or, if earlier, upon the termination of any term as set forth in this Section 3.6.

3.7. **Removal of Officers.** Any officer may be removed from office by the Board of Directors at any regular or special meeting called for that purpose, with or without cause. Any officer proposed to be removed shall be entitled to at least five (5) days' notice in writing of the meeting of the Board of Directors at which such removal is to be voted upon and shall be entitled to appear before and be heard by the Board of Directors at such meeting. If the officer proposed to be removed then the presence or absence of such Director shall not be taken into account for the purpose of determining whether a quorum is present, and such Director shall not be entitled to cast a vote on the question of his or her removal from office.

3.8. **Vacancies.** A vacancy in any office because of resignation, removal, death or otherwise, may be filled by the Board of Directors for the unexpired portion of the term (if any).

3.9. **Compensation of Officers.** Officers shall not receive any cash compensation for their services.

**ARTICLE 4.
COMMITTEES**

4.1. **Committees.** Committees of two (2) or more members of the Board of Directors, as well as non-Board members, may be established by appointment of the President or the Board of Directors. Any member of such committee may be removed by the President or the Board of Directors (whoever appointed such member) whenever in the judgment of such persons the interests of the Corporation would be best served by such removal. Committees may make recommendations to the Board of Directors, but may not exercise the authority of the Board of Directors.

4.2. **Terms of Office.** Each member of a committee shall continue as such until his or her successor is appointed, unless such committee shall be sooner abolished, or until his or her earlier resignation, removal from office, or death.

4.3. **Chairman.** One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members of the committee. The chairman of the committee shall preside over the meetings of the committee.

4.4. **Vacancies.** Vacancies in the membership of any committee shall be filled by appointments made in the same manner as provided in the case of original appointments, and any member so elected shall be elected for the unexpired term of his or her predecessor (if any).

4.5. **Quorum.** Unless otherwise provided in a committee's establishing resolution, a majority of the whole committee shall constitute a quorum, and the act of a majority of members present at a meeting at which a quorum is present shall be an act of the committee.

4.6. **Rules.** Each committee may adopt such rules and regulations for its meetings and the conduct of its activities as it may deem appropriate; provided, however, that such rules and regulations shall be consistent with these Bylaws, and provided further that regular minutes of all proceedings shall be kept.

4.7. **Compensation.** Committee members shall not receive any cash compensation for their services.

ARTICLE 5.

BOOKS, RECORDS AND REPORTS

5.1. **Books and Records.** In compliance with Section 617.1601 of Florida Statutes, as amended, or any successor thereto, the Corporation shall keep as permanent records correct and complete books and records of accounts and shall keep minutes of the proceedings of the Board of Directors and committees appointed by the President or the Board of Directors. All books and records of the corporation shall be kept in written form or in another form capable of conversion into written form within a reasonable time.

5.2. **Annual Reports.** The Corporation shall timely file all required forms with the appropriate governmental agency of the State of Florida.

ARTICLE 6.

CONTRACTS, CHECKS, DEPOSITS AND FUNDS

6.1. **Contracts.** Except as otherwise provided in these Bylaws, the Board of Directors may authorize any officer or agent to enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation, and such authority may be general or confined to a specific instance. Unless so authorized by the Board of Directors, no officer, employee, agent or representative shall have any power or authority to bind the Corporation by any contract or engagement, or to pledge its credit, or render it liable pecuniarily for any purpose or to any amount.

6.2. **Gifts and Contributions.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise of any property whatsoever, for the general and special charitable purposes of the Corporation. However, if a direction by the donor of any gift, grant, devise or bequest, however expressed, would, if followed, result in a contrary use, or if the Board of Directors is advised by counsel that there is a risk of such result, the direction shall not be followed, but shall be varied by the Board of Directors so far as necessary to avoid such result; provided, that if the donor has clearly stated that compliance with the direction is a condition of the gift, grant, devise or bequest, then the gift, grant, devise or bequest shall not be accepted in case of such advice unless an appropriate judicial or administrative body first determines that the condition and direction need not be followed. Reasonable charges and expenses of counsel for such advice and proceedings shall be proper expenses of the Corporation.

6.3. **Deposits.** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositaries as the Board of Directors may elect.

6.4. **Checks, Drafts, Orders for Payment.** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as the Board of Directors from time to time shall determine by resolution. In the absence of such determination, such instruments shall require the signatures of both the President and the Treasurer of the Corporation.

ARTICLE 7. INVESTMENTS

7.1. **Management of Investments.** Funds, securities and other property of the Corporation may be invested and reinvested under the direct management of the Board of Directors, such officers of the Corporation as may be designated by the Board of Directors, or such investment managers and/or brokers as the Board of Directors, in the exercise of its judgment, may engage for such purpose. The Board of Directors may authorize any such investment manager or broker engaged by the Board of Directors for such purpose to exercise such discretion as the Board of Directors shall determine, in the exercise of its judgment, to be in the best interests of the Corporation; provided, however, that in all such instances, the Board of Directors clearly and specifically shall instruct such investment manager or broker as to the extent and limitations of the discretion so authorized and shall require such investment manager or broker to make regular reports to the Board of Directors as to its investment policies, transactions on behalf of the Corporation and the results thereof.

7.2. **Permissible Investments.** The Corporation shall have the right to retain all or any part of any securities or property acquired by it in whatever manner, and to invest and reinvest any funds held by it, according to the judgment of the Board of Directors, without being restricted to the class of investments that a Director is or may be permitted by law to make or any similar restriction; provided, however, that no action shall be taken by or on behalf of the Corporation if such action would result in the denial of the tax exemption under any Section or Sections of the Code and its Regulations as they now exist or as they may be amended, including without limitation Sections 501 and 507.

ARTICLE 8. **MISCELLANEOUS**

8.1. **Agents and Representatives.** The Board of Directors may appoint agents and representatives of the Corporation and to perform acts or duties on behalf of the Corporation as the Board of Directors may see fit, so far as may be consistent with these Bylaws and to the extent authorized by law.

8.2. **Fiscal Year.** The fiscal year of the Corporation shall begin on October 1st and end on September 30th, of that year.

8.3. **Corporate Seal.** The Board of Directors may provide for a corporate seal which shall be circular in form and shall have inscribed thereon the name of the Corporation and the words "Florida Corporation Not For Profit."

8.4. **Indemnification.** The Corporation shall indemnify and advance expenses on behalf of its Directors and Officers to the fullest extent permitted under Section 617.0831 of Florida Statutes, as amended, or any successor thereto. Said indemnification shall extend to any and all liabilities of the Directors or Officers arising from their relationships with the Corporation in any and all capacities. By resolution duly adopted, the Board of Directors may authorize the Corporation to (i) indemnify any or all of its employees and agents who are not Directors to any extent that the Board of Directors may determine, up to an including the fullest extent permitted under Section 617.0831 of Florida Statutes, as amended, or any successor statute thereto, and/or (ii) provide insurance coverage to any and all of its Directors, officers, employees and agents against any or all risks or liabilities that such persons may incur by virtue of their relationships with the Corporation.

8.5. **Definition of the Code.** For purposes of these Bylaws, the "**Code**" shall mean the Internal Revenue Code of 1986, as may be amended from time to time.

ARTICLE 9. **PARLIAMENTARY AUTHORITY**

Robert's Rules of Order shall be the governing authority for conduct of all meetings of the Board of Directors and all committees, except where inconsistent with law, the Articles of Incorporation, these Bylaws or the rules adopted by the Board of Directors or any such committee for the conduct of its meetings.

ARTICLE 10. **AMENDMENT**

These Bylaws may be altered, amended, or repealed, or new bylaws may be adopted, only by a majority of the Board of Directors at a regular or special meeting called for such purpose at which a quorum is present.

I HEREBY CERTIFY that the foregoing Third Amended and Restated Bylaws of JACK AND JILL CHILDREN'S CENTER, INC., are the Bylaws duly adopted by the Board of Directors of the Corporation at a meeting of the Board of Directors on MAY 10th, 2016



President

KEITH P. ARNOLD

JACK AND JILL CHILDREN'S CENTER, INC.

Financial Statements

September 30, 2017 and 2016

Robbins and Moroney, P.A.
Certified Public Accountants

CONTENTS

	Page
Independent Auditor's Report	1
Financial Statements:	
Statements of Financial Position	2
Statements of Activities	3
Statements of Cash Flows	4
Statements of Functional Expenses	5
Notes to Financial Statements	6 – 10

Robbins and Moroney, P.A.
Certified Public Accountants

Accounting and Auditing
Taxation and Consulting

222 Southeast Tenth Street
Fort Lauderdale, Florida 33316

Telephone: (954) 467-3100
Facsimile: (954) 467-2080

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Jack and Jill Children's Center, Inc.

We have audited the accompanying financial statements of Jack and Jill Children's Center, Inc. (a non-profit organization), which comprise the statements of financial position as of September 30, 2017 and 2016, and the related statements of activities, cash flows and functional expenses for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Jack and Jill Children's Center, Inc. as of September 30, 2017 and 2016, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

ROBBINS and MORONEY, P.A.
Certified Public Accountants

Robbins and Moroney, P.A.

Fort Lauderdale, Florida
January 9, 2018

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Financial Position
September 30, 2017 and 2016

Assets	<u>2017</u>	<u>2016</u>
Current Assets		
Cash and Cash Equivalents	\$ 1,766,475	\$ 1,163,057
Pledges, Grants and Other Receivables	243,223	307,195
Prepaid Expenses	78,759	51,400
Total Current Assets	<u>2,088,457</u>	<u>1,521,652</u>
Non-current Assets		
Pledges, Grants and Other Receivables	4,500	16,750
Property and Equipment	2,407,643	2,516,325
Beneficial Interest in Assets Held by Community Foundation	37,634	35,496
Other Assets	1,270	3,932
Total Non-current Assets	<u>2,451,047</u>	<u>2,572,503</u>
Total Assets	<u>\$ 4,539,504</u>	<u>\$ 4,094,155</u>
Liabilities and Net Assets		
Current Liabilities		
Accounts Payable	\$ 78,374	\$ 115,877
Accrued Expenses	162,044	136,121
Deposits	18,176	22,871
Total Current Liabilities	<u>258,594</u>	<u>274,869</u>
Net Assets		
Unrestricted	3,444,147	3,250,254
Temporarily Restricted	597,419	329,688
Permanently Restricted	239,344	239,344
Total Net Assets	<u>4,280,910</u>	<u>3,819,286</u>
Total Liabilities and Net Assets	<u>\$ 4,539,504</u>	<u>\$ 4,094,155</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Activities
For the Years Ended September 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Unrestricted Net Assets		
Community Support and Revenue		
Community Support		
Government	\$ 234,060	\$ 219,102
Corporate and Private	1,193,575	1,096,592
Special Events	382,726	393,987
Less: Special Events Expense	(77,516)	(76,341)
Net Assets Released from Restrictions	309,276	328,506
Contributed Services and Materials	24,158	39,828
Total Community Support	<u>2,066,279</u>	<u>2,001,674</u>
Revenue		
Tuition	338,505	291,456
Grants and Contracts	796,767	602,788
Rental Income	7,500	6,000
Rental Expenses	(14,900)	(16,085)
Loss on Disposal of Asset		(88,558)
Investment Income	32,833	31,798
Total Revenue	<u>1,160,705</u>	<u>827,399</u>
Total Community Support and Revenue	<u>3,226,984</u>	<u>2,829,073</u>
Expenses		
Program Services	2,141,853	2,009,030
General and Administrative	373,341	303,239
Fundraising	493,739	386,002
Contributed Services and Materials	24,158	39,828
Total Expenses	<u>3,033,091</u>	<u>2,738,099</u>
Change in Unrestricted Net Assets	<u>193,893</u>	<u>90,974</u>
Temporarily Restricted Net Assets		
Contributed Income	577,007	390,407
Net Assets Released from Restrictions	(309,276)	(328,506)
Change in Temporarily Restricted Net Assets	<u>267,731</u>	<u>61,901</u>
Change in Net Assets	461,624	152,875
Net Assets, Beginning of Year	<u>3,819,286</u>	<u>3,666,411</u>
Net Assets, End of Year	<u>\$ 4,280,910</u>	<u>\$ 3,819,286</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Cash Flows
For the Years Ended September 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Cash Flows from Operating Activities:		
Change in Net Assets	\$ 461,624	\$ 152,875
Adjustments to Reconcile Change in Net Asset to Net Cash Flows from Operating Activities:		
Depreciation	143,772	118,632
Bad Debt	5,265	4,656
Loss on Disposal of Asset		88,558
Increase in Beneficial Interest in Assets Held by Community Foundation	(3,934)	(2,185)
Changes in Assets and Liabilities:		
(Increase) Decrease in Pledges and Grants Receivable	70,957	(103,358)
Increase in Prepaid Expenses	(27,359)	(21,574)
(Increase) Decrease in Other Assets	2,662	(3,245)
Increase (Decrease) in Accounts Payable	(37,503)	77,819
Increase in Accrued Expenses	25,923	24,504
Increase (Decrease) in Deposits	(4,695)	8,173
Net Cash Flows Provided by Operating Activities	<u>636,712</u>	<u>344,855</u>
Cash Flows from Investing Activities:		
Acquisition of Property and Equipment	(35,090)	(290,920)
Distributions from Beneficial Interest	1,796	1,894
Net Cash Flows Used in Investing Activities	<u>(33,294)</u>	<u>(289,026)</u>
Net Change in Cash	603,418	55,829
Cash, Beginning of the Year	<u>1,163,057</u>	<u>1,107,228</u>
Cash, End of the Year	<u>\$ 1,766,475</u>	<u>\$ 1,163,057</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Functional Expenses
For the Years Ended September 30, 2017 and 2016

	2017			
	Program Services	General and Administrative	Fundraising	Total
Salaries and Benefits	\$ 1,424,095	\$ 236,159	\$ 434,520	\$ 2,094,774
Depreciation	125,763	12,156	693	138,612
Food	118,966			118,966
Repairs	122,873	10,840	715	134,428
Program and Other Costs	76,003			76,003
Utilities	65,749	5,801	382	71,932
Office	26,759	28,424	9,054	64,237
Professional Fees	109,497	66,647	60	176,204
Insurance	36,051	3,181	210	39,442
Promotion			48,095	48,095
Family Strengthening Program	10,878			10,878
Family Emergency	11,013			11,013
Miscellaneous	5,004	3,784	10	8,798
Licenses, Fees and Dues	5,248	1,084		6,332
Kitchen Supplies	3,954			3,954
Bad Debts				5,265
		5,265		5,265
	<u>\$ 2,141,853</u>	<u>\$ 373,341</u>	<u>\$ 493,739</u>	<u>\$ 3,008,933</u>

	2016			
	Program Services	General and Administrative	Fundraising	Total
Salaries and Benefits	\$ 1,414,417	\$ 224,507	\$ 334,871	\$ 1,973,795
Depreciation	102,969	9,953	568	113,490
Food	103,370			103,370
Repairs	88,771	7,832	516	97,119
Program and Other Costs	84,130			84,130
Utilities	71,843	6,338	418	78,599
Office	27,119	24,890	9,211	61,220
Professional Fees	32,840	16,331	1,181	50,452
Insurance	38,808	3,424	226	42,458
Promotion			39,006	39,006
Family Strengthening Program	13,518			13,518
Family Emergency	12,246			12,246
Miscellaneous	5,760	3,984	5	9,749
Licenses, Fees and Dues	5,958	1,324		7,282
Kitchen Supplies	7,181			7,181
Bad Debts				4,656
		4,656		4,656
	<u>\$ 2,009,030</u>	<u>\$ 303,239</u>	<u>\$ 386,002</u>	<u>\$ 2,698,271</u>

The accompanying notes are an integral part of these financial statements.

1. **SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES**

Nature of Activities: Jack and Jill Children's Center, Inc., (the "Center"), is a non-profit organization that works to break the cycle of poverty for children of high need working families through quality early childhood education and family strengthening programs.

Basis of Accounting: The accompanying financial statements have been prepared on the accrual basis of accounting. Using this method, revenues are recognized when earned and expenses are recognized when incurred.

Date of Management's Review: In preparing the financial statements, the Center has evaluated events and transactions for potential recognition or disclosure through January 9, 2018, the date that the financial statements were issued.

Financial Statement Presentation: Net assets, revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions as follows:

Unrestricted - Includes amounts which have no external restrictions and which are available for support of current operations.

Temporarily Restricted - Includes amounts which have donor-restrictions that can be fulfilled by actions of the Center pursuant to those restrictions or restrictions that expire by the passage of time.

Permanently Restricted - Includes amounts which have donor-restrictions that stipulate that resources be maintained permanently.

Contributions: Contributions are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. Time-restricted and purpose-restricted contributions are required to be reported as temporarily restricted support, unless the donor expressly stipulates otherwise. When a restriction expires (that is, when a stipulated time restriction ends or a purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Support that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the support is recognized.

Cash Equivalents: For purposes of the statement of cash flows, the Center considers all cash in banks and investments with an original maturity of three months or less when purchased to be cash equivalents.

Fair Value of Financial Instruments: Cash equivalents, prepaid expenses, accounts payable, accrued expenses, and deposits are reflected in the financial statements at cost which approximates fair value because of their short-term nature.

Property and Equipment: Donated property and equipment are recorded at fair market value at the date of donation. Purchased property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Maintenance and minor repairs are charged to expense when incurred. Additions and major renewals are capitalized. The cost and accumulated depreciation of assets sold or retired is removed from the respective accounts and any gain or loss is reflected in income.

1. **SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (continued)**

Income Taxes: As a non-profit corporation under Internal Revenue Code Section 501(c)(3), the Center is exempt from income tax on income related to its exempt function. Therefore, no provision for income taxes has been made in the accompanying financial statements.

The Center has not incurred any interest or penalties on its income tax returns.

The Center's tax returns are subject to possible examination by the taxing authorities. For Federal income tax purposes, the tax returns remain open for possible examination for a period of three years after the respective filing deadlines of those returns.

Pledges and Grants: Unconditional pledges and grants are recognized as support in the period the commitment is received. Conditional pledges and grants are recognized as support once the conditions are substantially met. Pledges and grants that are expected to be received within one year are recorded at the expected net realizable value when received. Pledges and grants that are expected to be collected in future years are recorded at the present value of estimated future cash flows, discounted using fair value rates. Pledges and grants receivables are written off when deemed uncollectible.

Contributed Services and Materials: Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation, are recorded at their fair value in the period received. A substantial number of volunteers have donated significant time to the Center's program services and fundraising activities that do not meet the criteria for recognition, and accordingly, are not recognized in the accompanying statements of activities. Contributed materials are also recorded at their fair value in the period received.

Expense Allocation: The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities and detailed in the statement of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

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

2. **BENEFICIAL INTEREST IN ASSETS HELD BY COMMUNITY FOUNDATION**

The Center maintains an endowment fund account at the Community Foundation of Broward, Inc. (the "Foundation"). These amounts are recorded as assets on the statements of financial position at market value. Distributions are based on the Foundation's stated "income return percentage" for the period, multiplied by the weighted average market value of the fund. The aggregate balance in the statement of financial position at September 30, 2017 and 2016 is \$37,634 and \$35,496, respectively, and is recorded as "Beneficial Interest in Assets Held by Community Foundation."

JACK AND JILL CHILDREN'S CENTER, INC.
Notes to Financial Statements
September 30, 2017 and 2016

3. PLEDGES, GRANTS, AND OTHER RECEIVABLES

Pledges, grants and other receivables consisted of:

	<u>2017</u>	<u>2016</u>
Pledges	\$ 32,761	\$ 57,443
Grants	192,483	238,823
Other	<u>30,650</u>	<u>30,585</u>
	255,894	326,851
Less: Allowance for Doubtful Accounts	<u>(8,171)</u>	<u>(2,806)</u>
	247,723	323,945
Less: Non-Current Portion	<u>(4,500)</u>	<u>(16,750)</u>
Current Portion	<u>\$ 243,223</u>	<u>\$ 307,195</u>

Pledges, grants and other receivables at September 30, 2017, were scheduled to be collected as follows:

Year Ending September 30:	2018	\$ 251,394
	2019	4,250
	2020	<u>250</u>
		<u>\$ 255,894</u>

4. PROPERTY AND EQUIPMENT

Property and equipment consisted of the following:

	<u>2017</u>	<u>2016</u>
Land	\$ 909,444	\$ 909,444
Equipment	422,196	405,747
Building and Improvements	2,370,519	2,368,093
Furniture and Fixtures	<u>155,009</u>	<u>148,259</u>
	3,857,168	3,831,543
Less: Accumulated Depreciation	<u>(1,449,525)</u>	<u>(1,315,218)</u>
Net Book Value	<u>\$ 2,407,643</u>	<u>\$ 2,516,325</u>

5. RETIREMENT PLAN

The Center sponsors a 403(b) retirement plan. Employees with one or more years of full-time service are eligible. The Center contributes 2% of all eligible employees' salaries to the plan. The Center matches employee contributions to the plan up to an additional 3% of salaries.

Retirement plan expense for the years ended September 30, 2017 and 2016 was \$55,012 and \$51,074, respectively.

6. RESTRICTIONS ON ASSETS

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

	<u>2017</u>	<u>2016</u>
Program Services	\$ 199,051	\$ 220,721
General and Administrative	4,428	4,598
Future Periods	183,940	104,369
Capital Campaign	<u>210,000</u>	
	<u>\$ 597,419</u>	<u>\$ 329,688</u>

JACK AND JILL CHILDREN'S CENTER, INC.
Notes to Financial Statements
September 30, 2017 and 2016

6. RESTRICTIONS ON ASSETS (continued)

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:

	<u>2017</u>	<u>2016</u>
Program Services	\$ 146,636	\$ 155,079
General and Administrative	170	170
Passage of Time	<u>162,470</u>	<u>173,257</u>
	<u>\$ 309,276</u>	<u>\$ 328,506</u>

Permanently restricted net assets are available for the following purposes:

	<u>2017</u>	<u>2016</u>
Beneficial Interest in Assets	\$ 38,675	\$ 38,675
Held by Community Foundation		
Land	<u>200,669</u>	<u>200,669</u>
	<u>\$ 239,344</u>	<u>\$ 239,344</u>

7. CONTRIBUTED SERVICES AND MATERIALS

The value of contributed services and materials included in the financial statements is as follows:

	<u>2017</u>	<u>2016</u>
Revenue		
Gifts	\$ 2,175	\$ 735
Food and Beverage	16,983	16,120
Supplies	5,000	5,000
Architectural Services		17,973
	<u>\$ 24,158</u>	<u>\$ 39,828</u>
Expenses		
Program Services	\$ 2,175	\$ 735
General and Administrative	5,000	22,973
Special Events	<u>16,983</u>	<u>16,120</u>
	<u>\$ 24,158</u>	<u>\$ 39,828</u>

8. INVESTMENT INCOME

Investment income is summarized as follows:

	<u>2017</u>	<u>2016</u>
Income from Other Endowments	\$ 26,972	\$ 27,738
Interest and Dividends	1,927	1,875
Change in Value of Beneficial Interest	<u>3,934</u>	<u>2,185</u>
	<u>\$ 32,833</u>	<u>\$ 31,798</u>

9. CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject the Center to concentrations of credit risk consist principally of cash equivalents and unsecured receivables. The Center's ability to collect these receivables is dependent upon economic conditions and the financial condition of its customers. The Center has not experienced significant losses related to receivables. Management believes no additional credit risk is inherent in the Center's receivables.

The Center maintains cash accounts which, at times, may exceed insured limits. At September 30, 2017 and 2016, the Center had demand deposits in financial institutions which exceeded the depositor's insurance provided by the applicable guarantee agency. The Center has not experienced any losses from maintaining cash accounts in excess of insured limits. Management believes that it is not exposed to any significant credit risk on its cash accounts.

10. ENDOWMENT FUNDS

Donors and the Center have maintained funds at the Foundation. The Foundation invests the principal for the funds. Distributions to the Center are made based on the Foundation's stated "income return percentage" for the period, multiplied by the weighted average market value of the funds. These funds are the property of the Foundation, and are owned by it in its normal capacity. These funds are designated by other resource providers for the benefit of the Center, and are not included in the Center's assets or net assets. Following are the funds opened at the Foundation:

Marilyn Mayhill Scholarship Fund: On July 21, 1997, a donor entered into an agreement with the Foundation to establish a scholarship fund for children from low-income families attending the Center. At September 30, 2017 and 2016, the market value of this fund was approximately \$90,000 and \$85,000, respectively. Distributions were made to the Center in the amount of \$4,321 for 2017 and of \$4,605 for 2016.

Thomas L. Monz Memorial Fund: On June 30, 1997, a donor entered into an agreement with the Foundation to establish a fund to pay for medical expenses of children attending the Center. At September 30, 2017 and 2016, the market value of this fund was approximately \$6,700 and \$6,200, respectively. Distributions were made to the Center in the amount of \$313 for 2017 and \$324 for 2016.

Jack and Jill Children's Center Endowment Fund: On February 6, 2002, the Center entered into an agreement with the Foundation to establish a fund for general operations. At September 30, 2017 and 2016 the market value of this fund was approximately \$568,000 and \$534,000, respectively. Distributions were made to the Center in the amount of \$26,972 for 2017 and \$27,738 for 2016.

JACK AND JILL CHILDREN'S CENTER, INC.

Financial Statements

September 30, 2016 and 2015

Robbins and Landino, P.A.
Certified Public Accountants

CONTENTS

	Page
Independent Auditor's Report	1
Financial Statements:	
Statements of Financial Position	2
Statements of Activities	3
Statements of Cash Flows	4
Statements of Functional Expenses	5
Notes to Financial Statements	6 - 10

Robbins and Landino, P.A.
Certified Public Accountants

Robbins and Landino, P.A.
Certified Public Accountants

Accounting and Auditing
Taxation and Consulting

222 Southeast Tenth Street
Fort Lauderdale, Florida 33316

Telephone: (954) 467-3100
Facsimile: (954) 467-2080

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Jack and Jill Children's Center, Inc.

We have audited the accompanying financial statements of Jack and Jill Children's Center, Inc. (a non-profit organization), which comprise the statements of financial position as of September 30, 2016 and 2015, and the related statements of activities, cash flows and functional expenses for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Jack and Jill Children's Center, Inc. as of September 30, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

ROBBINS and LANDINO, P.A.
Certified Public Accountants

Robbins and Landino, P.A.

Fort Lauderdale, Florida
December 9, 2016

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Financial Position
September 30, 2016 and 2015

Assets	<u>2016</u>	<u>2015</u>
Current Assets		
Cash and Cash Equivalents	\$ 1,163,057	\$ 1,107,228
Pledges, Grants and Other Receivables	307,195	190,374
Prepaid Expenses	<u>51,400</u>	<u>29,826</u>
Total Current Assets	<u>1,521,652</u>	<u>1,327,428</u>
Non-current Assets		
Pledges, Grants and Other Receivables	16,750	34,869
Property and Equipment	2,516,325	2,432,595
Beneficial Interest in Assets Held by Community Foundation	35,496	35,205
Other Assets	<u>3,932</u>	<u>687</u>
Total Non-current Assets	<u>2,572,503</u>	<u>2,503,356</u>
Total Assets	<u>\$ 4,094,155</u>	<u>\$ 3,830,784</u>
Liabilities and Net Assets		
Current Liabilities		
Accounts Payable	\$ 115,877	\$ 38,058
Accrued Expenses	136,121	111,617
Deposits	<u>22,871</u>	<u>14,698</u>
Total Current Liabilities	<u>274,869</u>	<u>164,373</u>
Net Assets		
Unrestricted	3,250,254	3,159,280
Temporarily Restricted	329,688	267,787
Permanently Restricted	<u>239,344</u>	<u>239,344</u>
Total Net Assets	<u>3,819,286</u>	<u>3,666,411</u>
Total Liabilities and Net Assets	<u>\$ 4,094,155</u>	<u>\$ 3,830,784</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
 Statements of Activities
 For the Years Ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Unrestricted Net Assets		
Community Support and Revenue		
Community Support		
Government	\$ 219,102	\$ 204,727
Corporate and Private	1,096,592	892,275
Special Events	393,987	337,403
Less: Special Events Expense	(76,341)	(58,074)
Net Assets Released from Restrictions	328,506	181,107
Contributed Services and Materials	39,828	65,917
Total Community Support	<u>2,001,674</u>	<u>1,623,355</u>
Revenue		
Tuition	291,456	257,592
Grants and Contracts	602,788	538,135
Rental Income	6,000	
Rental Expenses	(16,085)	(14,371)
Loss on Disposal of Asset	(88,558)	
Investment Income	31,798	28,562
Total Revenue	<u>827,399</u>	<u>809,918</u>
Total Community Support and Revenue	<u>2,829,073</u>	<u>2,433,273</u>
Expenses		
Child Care	2,009,030	1,702,292
General and Administrative	303,239	316,243
Fundraising	386,002	325,354
Contributed Services and Materials	39,828	19,990
Total Expenses	<u>2,738,099</u>	<u>2,363,879</u>
Change in Unrestricted Net Assets	<u>90,974</u>	<u>69,394</u>
Temporarily Restricted Net Assets		
Contributed Income	390,407	246,243
Net Assets Released from Restrictions	(328,506)	(181,107)
Change in Temporarily Restricted Net Assets	<u>61,901</u>	<u>65,136</u>
Change in Net Assets	152,875	134,530
Net Assets, Beginning of Year	<u>3,666,411</u>	<u>3,531,881</u>
Net Assets, End of Year	<u>\$ 3,819,286</u>	<u>\$ 3,666,411</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Cash Flows
For the Years Ended September 30, 2016 and 2015

	<u>2016</u>	<u>2015</u>
Cash Flows from Operating Activities:		
Change in Net Assets	\$ 152,875	\$ 134,530
Adjustments to Reconcile Change in Net Asset to Net Cash Flows from Operating Activities:		
Depreciation	118,632	103,896
Bad Debt	4,656	2,500
Loss on Disposal of Asset	88,558	1,485
(Increase) Decrease in Beneficial Interest in Assets Held by Community Foundation	(2,185)	2,101
Changes in Assets and Liabilities:		
Increase in Pledges and Grants Receivable	(103,358)	(17,157)
Increase in Prepaid Expenses	(21,574)	(8,825)
Increase in Other Assets	(3,245)	(100)
Increase in Accounts Payable	77,819	13,545
Increase in Accrued Expenses	24,504	30,810
Decrease in Deferred Revenue		(2,140)
Increase (Decrease) in Deposits	<u>8,173</u>	<u>(3,085)</u>
Net Cash Flows from Operating Activities	<u>344,855</u>	<u>257,560</u>
Cash Flows from Investing Activities:		
Acquisition of Property and Equipment	(290,920)	(69,122)
Distributions from Beneficial Interest	<u>1,894</u>	
Net Cash Flows from Investing Activities	<u>(289,026)</u>	<u>(69,122)</u>
Net Change in Cash	55,829	188,438
Cash, Beginning of the Year	<u>1,107,228</u>	<u>918,790</u>
Cash, End of the Year	<u>\$ 1,163,057</u>	<u>\$ 1,107,228</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Functional Expenses
For the Years Ended September 30, 2016 and 2015

	2016			
	Child Care	General and Administrative	Fundraising	Total
Salaries and Benefits	\$ 1,414,417	\$ 224,507	\$ 334,871	\$ 1,973,795
Depreciation	102,969	9,953	568	113,490
Food	103,370			103,370
Repairs	88,771	7,832	516	97,119
Program and Other Costs	84,130			84,130
Utilities	71,843	6,338	418	78,599
Office	27,119	24,890	9,211	61,220
Professional Fees	32,940	16,331	1,181	50,452
Insurance	38,808	3,424	226	42,458
Promotion			39,006	39,006
Family Strengthening Program	13,518			13,518
Family Emergency	12,246			12,246
Miscellaneous	5,760	3,984	5	9,749
Licenses, Fees and Dues	5,958	1,324		7,282
Kitchen Supplies	7,181			7,181
Bad Debts		4,656		4,656
	<u>\$ 2,009,030</u>	<u>\$ 303,239</u>	<u>\$ 386,002</u>	<u>\$ 2,698,271</u>

	2015			
	Child Care	General and Administrative	Fundraising	Total
Salaries and Benefits	\$ 1,203,676	\$ 241,051	\$ 280,043	\$ 1,724,770
Depreciation	89,599	8,661	494	98,754
Food	85,414			85,414
Repairs	102,590	9,051	597	112,238
Program and Other Costs	34,080			34,080
Utilities	72,382	6,386	421	79,189
Office	16,031	20,808	8,548	45,387
Professional Fees	31,916	19,846	725	52,487
Insurance	34,922	3,081	203	38,206
Promotion			34,323	34,323
Family Strengthening Program	10,556			10,556
Family Emergency	6,654			6,654
Miscellaneous	4,227	3,540		7,767
Licenses, Fees and Dues	6,078	1,319		7,397
Kitchen Supplies	4,167			4,167
Bad Debts		2,500		2,500
	<u>\$ 1,702,292</u>	<u>\$ 316,243</u>	<u>\$ 325,354</u>	<u>\$ 2,343,889</u>

The accompanying notes are an integral part of these financial statements.

1. **SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES**

Nature of Activities: Jack and Jill Children's Center, Inc., (the "Center"), is a non-profit organization that works to break the cycle of poverty for children of high need working families through quality early childhood education and family strengthening programs.

Basis of Accounting: The accompanying financial statements have been prepared on the accrual basis of accounting. Using this method, revenues are recognized when earned and expenses are recognized when incurred.

Date of Management's Review: In preparing the financial statements, the Center has evaluated events and transactions for potential recognition or disclosure through December 9, 2016, the date that the financial statements were issued.

Financial Statement Presentation: Net assets, revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions as follows:

Unrestricted - Includes amounts which have no external restrictions and which are available for support of current operations.

Temporarily Restricted - Includes amounts which have donor-restrictions that can be fulfilled by actions of the Center pursuant to those restrictions or restrictions that expire by the passage of time.

Permanently Restricted - Includes amounts which have donor-restrictions that stipulate that resources be maintained permanently.

Contributions: Contributions are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. Time-restricted and purpose-restricted contributions are required to be reported as temporarily restricted support, unless the donor expressly stipulates otherwise. When a restriction expires (that is, when a stipulated time restriction ends or a purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Support that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the support is recognized.

Cash Equivalents: For purposes of the statement of cash flows, the Center considers all cash in banks and investments purchased with an original maturity of three months or less to be cash equivalents.

Investments: Investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair market value in the statements of financial position. Investment income and gains restricted by donors are reported as increases in unrestricted net assets if the restrictions are met in the reporting period in which the income and gains are recognized.

Fair Value of Financial Instruments: Cash equivalents, prepaid expenses, accounts payable, accrued expenses, deferred revenue, and deposits are reflected in the financial statements at cost which approximates fair value because of their short-term nature.

JACK AND JILL CHILDREN'S CENTER, INC.

Notes to Financial Statements

September 30, 2016 and 2015

1. SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (continued)

Property and Equipment: Donated property and equipment are recorded at fair market value at the date of donation. Purchased property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Maintenance and minor repairs are charged to expense when incurred. Additions and major renewals are capitalized. The cost and accumulated depreciation of assets sold or retired is removed from the respective accounts and any gain or loss is reflected in income.

Income Taxes: As a non-profit corporation under Internal Revenue Code Section 501(c)(3), the Center is exempt from income tax on income related to its exempt function. Therefore, no provision for income taxes has been made in the accompanying financial statements.

The Center has not incurred any interest or penalties on its income tax returns.

The Center's tax returns are subject to possible examination by the taxing authorities. For Federal income tax purposes, the tax returns remain open for possible examination for a period of three years after the respective filing deadlines of those returns.

Pledges and Grants: Unconditional pledges and grants are recognized as support in the period the commitment is received. Conditional pledges and grants are recognized as support once the conditions are substantially met. Pledges and grants that are expected to be received within one year are recorded at the expected net realizable value when received. Pledges and grants that are expected to be collected in future years are recorded at the present value of estimated future cash flows, discounted using fair value rates. Pledges and grants receivables are written off when deemed uncollectible.

Contributed Services and Materials: Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation, are recorded at their fair value in the period received. Contributed materials are also recorded at their fair value in the period received.

Expense Allocation: The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities and detailed in the statement of functional expenses. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

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

2. BENEFICIAL INTEREST IN ASSETS HELD BY COMMUNITY FOUNDATION

The Center has transferred money to the Community Foundation of Broward, Inc. (the "Foundation") to establish an endowment fund. These amounts are recorded as assets on the statements of financial position at market value. Distributions are based on the Foundation's stated "income return percentage" for the period, multiplied by the weighted average market value of the fund. The aggregate amount recognized in the statement of financial position at September 30, 2016 and 2015 is \$35,496 and \$35,205, respectively, and is recorded as "Beneficial Interest in Assets Held by Community Foundation."

JACK AND JILL CHILDREN'S CENTER, INC.
Notes to Financial Statements
September 30, 2016 and 2015

3. PLEDGES, GRANTS, AND OTHER RECEIVABLES

At September 30, 2016 and 2015, pledges, grants and other receivables consisted of:

	<u>2016</u>	<u>2015</u>
Pledges	\$ 57,443	\$ 80,675
Grants	238,823	117,939
Other	<u>30,585</u>	<u>31,579</u>
	326,851	230,193
Less: Allowance for Doubtful Accounts	<u>(2,906)</u>	<u>(4,950)</u>
	323,945	225,243
Less: Non-Current Portion	<u>(16,750)</u>	<u>(34,869)</u>
Current Portion	<u>\$ 307,195</u>	<u>\$ 190,374</u>

Pledges, grants and other receivables at September 30, 2016, were scheduled to be collected as follows:

Year Ending September 30:	2017	\$ 310,101
	2018	14,000
	2019	<u>2,750</u>
		<u>\$ 326,851</u>

4. PROPERTY AND EQUIPMENT

At September 30, 2016 and 2015, property and equipment consisted of the following:

	<u>2016</u>	<u>2015</u>
Land	\$ 909,444	\$ 909,444
Equipment	405,747	165,197
Building and Improvements	2,368,093	2,484,377
Furniture and Fixtures	<u>148,259</u>	<u>130,334</u>
	3,831,543	3,689,352
Less: Accumulated Depreciation	<u>(1,315,218)</u>	<u>(1,256,757)</u>
Net Book Value	<u>\$ 2,516,325</u>	<u>\$ 2,432,595</u>

5. RETIREMENT PLAN

The Center sponsors a 403(b) retirement plan. Employees with one or more years of full-time service are eligible. The Center contributes 2% of all eligible employees' salaries to the plan. The Center matches employee contributions to the plan up to an additional 3% of salaries.

Retirement plan expense for the years ended September 30, 2016 and 2015 was \$51,074 and \$42,854, respectively.

6. RESTRICTIONS ON ASSETS

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

	<u>2016</u>	<u>2015</u>
Child Care	\$ 220,721	\$ 142,794
General and Administrative	4,598	4,768
Future Periods	<u>104,369</u>	<u>120,225</u>
	<u>\$ 329,688</u>	<u>\$ 267,787</u>

9. CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject the Center to concentrations of credit risk consist principally of cash equivalents and unsecured receivables. The Center's ability to collect these receivables is dependent upon economic conditions and the financial condition of its customers. The Center has not experienced significant losses related to receivables. Management believes no additional credit risk is inherent in the Center's receivables.

The Center maintains cash accounts which, at times, may exceed insured limits. At September 30, 2016 and 2015, the Center had demand deposits in financial institutions which exceeded the depositor's insurance provided by the applicable guarantee agency by approximately \$410,000 and \$823,000, respectively. The Center has not experienced any losses from maintaining cash accounts in excess of insured limits. Management believes that it is not exposed to any significant credit risk on its cash accounts.

10. ENDOWMENT FUNDS

Donors and the Center have transferred funds to the Community Foundation of Broward, Inc. (the "Foundation"). The Foundation invests the principal for the funds. Distributions to the Center are made based on the Foundation's stated "income return percentage" for the period, multiplied by the weighted average market value of the funds. These funds are the property of the Foundation, and are owned by it in its normal capacity. These funds are designated by other resource providers for the benefit of the Center, and are not included in the Center's assets or net assets. Following are the funds opened at the Foundation:

Marilyn Mayhill Scholarship Fund: On July 21, 1997, a donor entered into an agreement with the Foundation to establish a scholarship fund for children from low-income families attending Jack and Jill Children's Center, Inc. At September 30, 2016 and 2015, the market value of this fund was approximately \$85,000 for each fiscal year, respectively. Distributions were made to the Center in the amount of \$4,605 for 2016 and \$4,513 for 2015.

Thomas L. Monz Memorial Fund: On June 30, 1997, a donor entered into an agreement with the Foundation to establish a fund to pay for medical expenses of children attending Jack and Jill Children's Center, Inc. At September 30, 2016 and 2015, the market value of this fund was approximately \$6,200 and \$6,100, respectively. Distributions were made to the Center in the amount of \$324 for 2016 and \$318 for 2015.

Jack and Jill Children's Center Endowment Fund: On February 6, 2002, the Center entered into an agreement with the Foundation to establish a fund for general operations. At September 30, 2016 and 2015 the market value of this fund was approximately \$534,000 and \$528,000, respectively. Distributions were made to the Center in the amount of \$27,738 for 2016 and \$28,279 for 2015.

JACK AND JILL CHILDREN'S CENTER, INC.

Financial Statements

September 30, 2015 and 2014

Robbins and Landino, P.A.
Certified Public Accountants

CONTENTS

	Page
Independent Auditor's Report	1
Financial Statements:	
Statements of Financial Position	2
Statements of Activities	3
Statements of Cash Flows	4
Statements of Functional Expenses	5
Notes to Financial Statements	6 – 11

Robbins and Landino, P.A.
Certified Public Accountants

Accounting and Auditing
Taxation and Consulting

222 Southeast Tenth Street
Fort Lauderdale, Florida 33316

Telephone: (954) 467-3100
Facsimile: (954) 467-2080

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Jack and Jill Children's Center, Inc.

We have audited the accompanying financial statements of Jack and Jill Children's Center, Inc. (a non-profit organization), which comprise the statements of financial position as of September 30, 2015 and 2014, and the related statements of activities, cash flows and functional expenses for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Jack and Jill Children's Center, Inc. as of September 30, 2015 and 2014, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

ROBBINS and LANDINO, P.A.
Certified Public Accountants

Robbins and Landino, P.A.

Fort Lauderdale, Florida
January 12, 2016

JACK AND JILL CHILDREN'S CENTER, INC.
 Statements of Financial Position
 September 30, 2015 and 2014

	<u>2015</u>	<u>2014</u>
Assets		
Current Assets		
Cash and Cash Equivalents	\$ 1,107,228	\$ 918,790
Pledges, Grants and Other Receivables	190,374	181,768
Prepaid Expenses	29,826	21,001
Total Current Assets	<u>1,327,428</u>	<u>1,121,559</u>
Non-current Assets		
Pledges, Grants and Other Receivables	34,869	28,818
Property and Equipment	2,432,595	2,468,854
Beneficial Interest in Assets Held by Community Foundation	35,205	37,306
Other Assets	687	587
Total Non-current Assets	<u>2,503,356</u>	<u>2,535,565</u>
Total Assets	<u>\$ 3,830,784</u>	<u>\$ 3,657,124</u>
 Liabilities and Net Assets		
Current Liabilities		
Accounts Payable	\$ 38,058	\$ 24,513
Accrued Expenses	111,617	80,807
Deferred Revenue		2,140
Deposits	14,698	17,783
Total Current Liabilities	<u>164,373</u>	<u>125,243</u>
Net Assets		
Unrestricted	3,159,280	3,089,886
Temporarily Restricted	267,787	202,651
Permanently Restricted	239,344	239,344
Total Net Assets	<u>3,666,411</u>	<u>3,531,881</u>
Total Liabilities and Net Assets	<u>\$ 3,830,784</u>	<u>\$ 3,657,124</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Activities
For the Years Ended September 30, 2015 and 2014

	<u>2015</u>	<u>2014</u>
Unrestricted Net Assets		
Community Support and Revenue		
Community Support		
Government	\$ 204,727	\$ 140,261
Corporate and Private	892,275	676,044
Special Events	337,403	298,980
Less: Special Events Expense	(58,074)	(44,651)
Net Assets Released from Restrictions	181,107	166,961
Contributed Services and Materials	65,917	20,666
Total Community Support	<u>1,623,355</u>	<u>1,258,261</u>
Revenue		
Tuition	257,592	261,601
Grants and Contracts	538,135	548,659
Rental Expenses	(14,371)	(13,934)
Investment Income	28,562	30,195
Total Revenue	<u>809,918</u>	<u>826,521</u>
Total Community Support and Revenue	<u>2,433,273</u>	<u>2,084,782</u>
Expenses		
Child Care	1,702,292	1,580,274
General and Administrative	316,243	331,832
Fundraising	325,354	228,792
Contributed Services and Materials	19,990	20,666
Total Expenses	<u>2,363,879</u>	<u>2,161,564</u>
Change in Unrestricted Net Assets	<u>69,394</u>	<u>(76,782)</u>
Temporarily Restricted Net Assets		
Contributed Income	246,243	167,560
Net Assets Released from Restrictions	<u>(181,107)</u>	<u>(166,961)</u>
Change in Temporarily Restricted Net Assets	<u>65,136</u>	<u>599</u>
Change in Net Assets	134,530	(76,183)
Net Assets, Beginning of Year	<u>3,531,881</u>	<u>3,608,064</u>
Net Assets, End of Year	<u>\$ 3,666,411</u>	<u>\$ 3,531,881</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Cash Flows
For the Years Ended September 30, 2015 and 2014

	<u>2015</u>	<u>2014</u>
Cash Flows from Operating Activities:		
Change in Net Assets	\$ 134,530	\$ (76,183)
Adjustments to Reconcile Change in Net Asset to Net Cash Flows from Operating Activities:		
Depreciation	103,896	95,223
Loss on Disposal of Equipment	1,485	
(Increase) Decrease in Beneficial Interest in Assets Held by Community Foundation	2,101	(334)
Changes in Assets and Liabilities:		
(Increase) Decrease in Pledges and Grants Receivable	(14,657)	14,095
(Increase) Decrease in Prepaid Expenses	(8,825)	2,457
Increase in Other Assets	(100)	
Increase (Decrease) in Accounts Payable	13,545	(4,288)
Increase in Accrued Expenses	30,810	14,053
Decrease in Deferred Revenue	(2,140)	(23,931)
Decrease in Deposits	<u>(3,085)</u>	<u>(8,280)</u>
Net Cash Flows from Operating Activities	<u>257,560</u>	<u>12,812</u>
Cash Flows from Investing Activities:		
Acquisition of Property and Equipment	<u>(69,122)</u>	<u>(30,976)</u>
Net Cash Flows from Investing Activities	<u>(69,122)</u>	<u>(30,976)</u>
Net Change in Cash	188,438	(18,164)
Cash, Beginning of the Year	<u>918,790</u>	<u>936,954</u>
Cash, End of the Year	<u>\$ 1,107,228</u>	<u>\$ 918,790</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Statements of Functional Expenses
For the Years Ended September 30, 2015 and 2014

	2015			
	<u>Child Care</u>	<u>General and Administrative</u>	<u>Fundraising</u>	<u>Total</u>
Salaries and Benefits	\$ 1,203,676	\$ 241,051	\$ 280,043	\$ 1,724,770
Depreciation	89,599	8,661	494	98,754
Repairs	102,590	9,051	597	112,238
Utilities	72,382	6,386	421	79,189
Food	85,414			85,414
Office	16,031	20,808	8,548	45,387
Insurance	34,922	3,081	203	38,206
Program Supplies	34,080			34,080
Promotion			34,323	34,323
Professional Fees	31,916	19,846	725	52,487
Miscellaneous	4,227	3,540		7,767
Kitchen Supplies	4,167			4,167
Family Strengthening Program	10,556			10,556
Bad Debts		2,500		2,500
Licenses, Fees and Dues	6,078	1,319		7,397
Family Emergency	6,654			6,654
	<u>\$ 1,702,292</u>	<u>\$ 316,243</u>	<u>\$ 325,354</u>	<u>\$ 2,343,889</u>

	2014			
	<u>Child Care</u>	<u>General and Administrative</u>	<u>Fundraising</u>	<u>Total</u>
Salaries and Benefits	\$ 1,150,364	\$ 262,918	\$ 188,897	\$ 1,602,179
Depreciation	81,730	7,900	451	90,081
Repairs	80,907	7,138	470	88,515
Utilities	68,887	6,077	400	75,364
Food	76,243			76,243
Office	19,428	21,304	8,505	49,237
Insurance	34,525	3,046	201	37,772
Program Supplies	27,848			27,848
Promotion			29,430	29,430
Professional Fees	8,066	13,166	438	21,670
Miscellaneous	4,292	633		4,925
Kitchen Supplies	5,367			5,367
Family Strengthening Program	12,279			12,279
Bad Debts		8,535		8,535
Licenses, Fees and Dues	4,103	1,115		5,218
Family Emergency	6,235			6,235
	<u>\$ 1,580,274</u>	<u>\$ 331,832</u>	<u>\$ 228,792</u>	<u>\$ 2,140,898</u>

The accompanying notes are an integral part of these financial statements.

JACK AND JILL CHILDREN'S CENTER, INC.
Notes to Financial Statements
September 30, 2015 and 2014

1. SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES

Nature of Activities: Jack and Jill Children's Center, Inc., (the "Center"), is a non-profit organization that works to break the cycle of poverty for children of high need working families through quality early childhood education and family strengthening programs.

Basis of Accounting: The accompanying financial statements have been prepared on the accrual basis of accounting. Using this method, revenues are recognized when earned and expenses are recognized when incurred.

Date of Management's Review: In preparing the financial statements, the Center has evaluated events and transactions for potential recognition or disclosure through January 12, 2016, the date that the financial statements were issued.

Financial Statement Presentation: Net assets, revenues, and expenses are classified based on the existence or absence of donor-imposed restrictions as follows:

Unrestricted - Includes amounts which have no external restrictions and which are available for support of current operations.

Temporarily Restricted - Includes amounts which have donor-restrictions that can be fulfilled by actions of the Center pursuant to those restrictions or restrictions that expire by the passage of time.

Permanently Restricted - Includes amounts which have donor-restrictions that stipulate that resources be maintained permanently.

Contributions: Contributions are recorded as unrestricted, temporarily restricted or permanently restricted support depending on the existence and/or nature of any donor restrictions. Time-restricted and purpose-restricted contributions are required to be reported as temporarily restricted support, unless the donor expressly stipulates otherwise. When a restriction expires (that is, when a stipulated time restriction ends or a purpose restriction is accomplished), temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Support that is restricted by the donor is reported as an increase in unrestricted net assets if the restriction expires in the reporting period in which the support is recognized.

Cash Equivalents: For purposes of the statement of cash flows, the Center considers all cash in banks and investments purchased with an original maturity of three months or less to be cash equivalents.

1. **SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES (continued)**

Investments: Investments in equity securities with readily determinable fair values and all investments in debt securities are stated at fair market value in the statements of financial position. Investment income and gains restricted by donors are reported as increases in unrestricted net assets if the restrictions are met in the reporting period in which the income and gains are recognized.

Fair Value of Financial Instruments: Cash equivalents, prepaid expenses, accounts payable, accrued expenses, deferred revenue, and deposits are reflected in the financial statements at cost which approximates fair value because of their short-term nature.

Property and Equipment: Donated property and equipment are recorded at fair market value at the date of donation. Purchased property and equipment are stated at cost. Depreciation is computed using the straight-line method over the estimated useful lives of the assets. Maintenance and minor repairs are charged to expense when incurred. Additions and major renewals are capitalized. The cost and accumulated depreciation of assets sold or retired is removed from the respective accounts and any gain or loss is reflected in income.

Income Taxes: As a non-profit corporation under Internal Revenue Code Section 501(c)(3), the Center is exempt from income tax on income related to its exempt function. Therefore, no provision for income taxes has been made in the accompanying financial statements.

The Center has not incurred any interest or penalties on its income tax returns.

The Center's tax returns are subject to possible examination by the taxing authorities. For Federal income tax purposes, the tax returns remain open for possible examination for a period of three years after the respective filing deadlines of those returns.

Contributed Services and Materials: Contributions of donated services that create or enhance non-financial assets or that require specialized skills, are provided by individuals possessing those skills and would typically need to be purchased if not provided by donation, are recorded at their fair value in the period received. Contributed materials are also recorded at their fair value in the period received.

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

JACK AND JILL CHILDREN'S CENTER, INC.

Notes to Financial Statements

September 30, 2015 and 2014

2. BENEFICIAL INTEREST IN ASSETS HELD BY COMMUNITY FOUNDATION

The Center has transferred money to the Community Foundation of Broward, Inc. (the "Foundation") to establish an endowment fund. These amounts are recorded as assets on the statements of financial position at market value. Distributions are based on the Foundation's stated "income return percentage for the period, multiplied by the weighted average market value of the fund. The aggregate amount recognized in the statement of financial position at September 30, 2015 and 2014 is \$35,205 and \$37,306, respectively, and is recorded as "Beneficial Interest in Assets Held by Community Foundation."

3. PLEDGES, GRANTS, AND OTHER RECEIVABLES

At September 30, 2015 and 2014, pledges, grants and other receivables consisted of:

	<u>2015</u>	<u>2014</u>
Pledges	\$ 80,675	\$ 64,483
Grants	117,939	120,382
Other	<u>31,579</u>	<u>29,321</u>
	230,193	214,186
Less: Allowance for Doubtful Accounts	<u>(4,950)</u>	<u>(3,600)</u>
	225,243	210,586
Less: Non-Current Portion	<u>(34,869)</u>	<u>(28,818)</u>
Current Portion	<u>\$ 190,374</u>	<u>\$ 181,768</u>

Pledges, grants and other receivables at September 30, 2015, were scheduled to be collected as follows:

Year Ending September 30:	2016	\$ 195,324
	2017	28,619
	2018	<u>6,250</u>
		<u>\$ 230,193</u>

4. PROPERTY AND EQUIPMENT

At September 30, 2015 and 2014, property and equipment consisted of the following:

	<u>2015</u>	<u>2014</u>
Land	\$ 909,444	\$ 909,444
Equipment	165,197	156,313
Building and Improvements	2,484,377	2,480,717
Furniture and Fixtures	<u>130,334</u>	<u>130,334</u>
	3,689,352	3,676,808
Less: Accumulated Depreciation	<u>(1,256,757)</u>	<u>(1,207,954)</u>
Net Book Value	<u>\$ 2,432,595</u>	<u>\$ 2,468,854</u>

JACK AND JILL CHILDREN'S CENTER, INC.
Notes to Financial Statements
September 30, 2015 and 2014

5. RETIREMENT PLAN

The Center sponsors a 403(b) retirement plan. Employees with one or more years of full-time service are eligible. The Center contributes 2% of all eligible employees' salaries to the plan. The Center matches employee contributions to the plan up to an additional 3% of salaries.

Retirement plan expense for the years ended September 30, 2015 and 2014 was \$42,854 and \$37,294, respectively.

6. RESTRICTIONS ON ASSETS

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

	<u>2015</u>	<u>2014</u>
Child Care	\$ 142,794	\$ 99,829
General and Administrative	4,768	4,939
Future Periods	<u>120,225</u>	<u>97,883</u>
	<u>\$ 267,787</u>	<u>\$ 202,651</u>

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:

	<u>2015</u>	<u>2014</u>
Child Care	\$ 31,854	\$ 73,615
General and Administrative	170	170
Passage of Time	<u>149,083</u>	<u>93,176</u>
	<u>\$ 181,107</u>	<u>\$ 166,961</u>

Permanently restricted net assets are available for the following purposes:

	<u>2015</u>	<u>2014</u>
Beneficial Interest in Assets held by Community Foundation	\$ 38,675	\$ 38,675
Land	<u>200,669</u>	<u>200,669</u>
	<u>\$ 239,344</u>	<u>\$ 239,344</u>

JACK AND JILL CHILDREN'S CENTER, INC.

Notes to Financial Statements

September 30, 2015 and 2014

10. ENDOWMENT FUNDS

Donors and the Center have transferred funds to the Community Foundation of Broward, Inc. (the "Foundation"). The Foundation invests the principal for the funds. Distributions to the Center are made based on the Foundation's stated "income return percentage" for the period, multiplied by the weighted average market value of the funds. These funds are the property of the Foundation, and are owned by it in its normal capacity. These funds are designated by other resource providers for the benefit of the Center, and are not included in the Center's assets or net assets. Following are the funds opened at the Foundation:

Marilyn Mayhill Scholarship Fund: On July 21, 1997, a donor entered into an agreement with the Foundation to establish a scholarship fund for children from low-income families attending Jack and Jill Children's Center, Inc. At September 30, 2015 and 2014, the market value of this fund was approximately \$85,000 and \$90,000 respectively. Distributions were made to the Center in the amount of \$4,513 for 2014.

Thomas L. Monz Memorial Fund: On June 30, 1997, a donor entered into an agreement with the Foundation to establish a fund to pay for medical expenses of children attending Jack and Jill Children's Center, Inc. At September 30, 2015 and 2014, the market value of this fund was approximately \$6,100 and \$6,400, respectively. Distributions were made to the Center in the amount of \$318 for 2014.

Jack and Jill Children's Center Endowment Fund: On February 6, 2002, the Center entered into an agreement with the Foundation to establish a fund for general operations. At September 30, 2015 and 2014 the market value of this fund was approximately \$528,000 and \$558,000, respectively. Distributions were made to the Center in the amount of \$28,279 for 2015 and \$27,476 for 2014.

Jack & Jill Children's Center
Operating Statement of Activities
Three months ended December 2017

	<u>Actuals</u>	<u>Budget</u>	<u>Versus Budget</u>
<u>INCOME</u>			
Earned Income			
School Readiness	181,963	148,100	33,863
Tuition	50,198	40,800	9,398
Voluntary Pre-K	25,787	28,900	(3,113)
Step Up Scholarships	64,314	55,200	9,114
Other Program Contracts	1,560	0	1,560
Food Program	48,982	41,900	7,082
Endowment Income	0	0	0
Investment & Misc.	457	(450)	907
Total Earned Income	373,260	314,450	58,810
Community Income			
Donation	97,575	24,000	73,575
Donation - Online Giving	477	5,000	(4,523)
Donation - 3rd Party Events	3,709	4,000	(291)
Fran Payne Society	22,098	22,800	(702)
Donation - Foundations	184,555	388,540	(203,985)
Donations - Corporations	38,500	40,000	(1,500)
Donations - Estate Gift	0	0	0
Auxiliary - net	65,417	84,500	(19,083)
75th Anniversary event	181,845	100,000	81,845
Grants - Gov't	0	0	0
Release from Restriction	0	2,500	(2,500)
Total Community Income	594,176	671,340	(77,164)
Net Rental Income	(7,024)	(5,740)	(1,284)
Total Income	960,412	980,050	(19,638)
<u>EXPENSES</u>			
Salaries & Payroll Taxes	561,616	603,010	(41,394)
Food	29,381	30,126	(745)
Family Program	5,159	7,599	(2,440)
Insurance	59,456	68,802	(9,346)
Maintenance & Repairs	23,436	30,000	(6,564)
Utilities	19,084	15,600	3,484
Kitchen Supplies	2,104	1,851	253
Retirement Plan	10,251	17,203	(6,952)
Professional Fees	21,111	22,008	(898)
Office	22,079	16,540	5,539
Program Expenses	14,297	6,576	7,721
Depreciation	36,348	35,010	1,338
Security	667	0	667
Staff Education	683	4,800	(4,117)
Family Emergency	4,877	2,625	2,252
Postage	225	630	(405)
Fundraising	6,436	11,877	(5,441)
License, Fees and Dues	583	1,230	(647)
Subscriptions/Travel/Misc	2,037	3,150	(1,113)
Loss on Disposal	0	0	0
Bad Debt	0	0	0
Total Expenses	819,828	878,637	(58,809)
Net Operating Income	140,584	101,413	39,171
Capital Campaign			
Interest	265	0	265
Capital Campaign Expenses	(32,349)	0	(32,349)
Net Income	108,499	101,413	7,086
Cash Flow	144,847	136,423	40,509

**JACK & JILL CHILDREN'S CENTER
STATEMENT OF FINANCIAL POSITION
DECEMBER 2017**

ASSETS

Cash - Operating	1,639,130
Cash - Capital Campaign	210,265
Pledge Receivables - F.Payne Society	23,375
Other Receivables	4,000
Allowance for bad debt	(6,886)
Grant Receivables	180,937
Net Fixed Assets	2,373,085
Prepaid Expenses	36,096
Other Assets	41,935
TOTAL ASSETS	4,501,938

LIABILITIES AND NET ASSETS

Accounts Payable	54,698
Deposits	16,632
Deferred Revenue	353,254
Accrued Expenses	162,991
TOTAL LIABILITIES	587,575

NET ASSETS

Unrestricted	3,444,147
Temporarily Restricted	122,372
Permanently Restricted	239,344
Net Income	108,499
TOTAL NET ASSETS	3,914,363
TOTAL LIAB. & NET ASSETS	4,501,938

**Jack & Jill Children's Center
Pro Forma Operating Statement
(\$000'S)**

	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>
REVENUE			
Step Up Scholarships	\$ 220	\$ 227	\$ 233
School Lunch Program	-	-	-
Child Care Food Program	175	180	186
School Readiness & Other Program	679	700	721
Tuition	238	245	252
VPK Income	85	88	90
Community Income	1,500	1,700	1,800
Interest Income	31	32	32
TOTAL REVENUE	<u>2,928</u>	<u>3,170</u>	<u>3,315</u>
EXPENSES			
Salaries	1,940	1,998	2,181
Benefits	427	440	501
Program Expenses	51	52	54
Family Strengthening Program	21	21	22
Food Costs	117	121	125
Facilities Cost	133	136	141
Marketing	42	43	48
Staff Education	15	15	16
Professional Fees	51	52	55
Insurance	42	43	45
Utilities	72	74	77
AV/Computer Equipmnet	0	0	2
Office equipment & Supplies	40	41	42
Other Expenses	20	20	21
Depreciation	145	150	154
TOTAL EXPENSES	<u>3,114</u>	<u>3,208</u>	<u>3,482</u>
NET INCOME (LOSS)	<u>\$ (187)</u>	<u>\$ (37)</u>	<u>\$ (167)</u>
OPERATING CASH FLOW	(41)	112	(13)

**J&J Elementary School
Proforma Balance Sheet
(\$000's)**

ASSETS

Cash
Pledges, Grants and Other Receivables
Prepaid Expenses & Deposits
Beneficial Interest in Assets held by Community Foundation
Property and Equipment, net
Elementary School
TOTAL ASSETS

Year 1	Year 2	Year 3
2,038	3,540	4,501
248	248	248
80	80	80
38	38	38
2,263	2,113	1,959
	2,747	5,725
4,667	8,766	12,551

LIABILITIES AND NET ASSETS

Accounts Payable and Accrued Expenses
Deposits
Financing of Elementary School
Total Liabilities

240	240	240
19	19	19
	2,747	4,691
259	3,006	4,950

Net Assets beginning of the year
Net Income - Operations
Restricted Net Income Capital
Total Net Assets

3,934	4,408	5,760
(187)	(37)	(167)
661	1,389	2,008
4,408	5,760	7,601

TOTAL LIABILITIES AND NET ASSETS

4,667	8,766	12,551
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**Jack & Jill Children's Center
Pro Forma Cash Flow
(\$000'S)**

	Year 1	Year 2	Year 3
Cash from Operations			
Elementary School	\$ -	\$ -	\$ (178)
Early Education Center	(1,541)	(1,588)	(1,635)
Community Income	1,500	1,700	1,800
	(41)	112	(13)
Cash For Construction & Other Costs			
Construction Costs	(100)	(2,747)	(2,978)
Other costs	(170)	(270)	(25)
Cash From (For) Financing and Pledges			
Loan Proceeds	-	2,748	2,978
Loan Principal Payments	-	-	(1,034)
Loan Interest	-	(137)	(263)
Campaign pledges	931	1,796	2,296
Net Cash Flow	620	1,501	962
 Cash Balance, beginning of period	 \$ 1,419	 \$ 2,039	 \$ 3,540
Cash Balance, end of period	\$ 2,039	\$ 3,540	\$ 4,501

**J&J Elementary School
Revenue and Expense Projection**

	Year 1	Year 2	Year 3	Year 4	Year 5	Year 6	Year 7	Year 8	Year 9	Year 10
REVENUE										
Step Up Scholarships				672,005	927,644	1,190,667	1,468,637	1,512,696	1,558,077	1,604,819
School Lunch Program				102,820	141,934	182,178	224,708	231,450	238,393	245,545
Out of School School Readiness				185,440	248,528	309,704	370,880	370,880	382,006	393,466
Out of School Tuition				77,891	104,390	130,086	155,782	155,782	160,455	165,269
TOTAL REVENUE				1,038,156	1,422,496	1,812,634	2,220,006	2,270,807	2,338,931	2,409,099
EXPENSES										
Salaries										
Benefits			122,940	759,690	887,849	1,141,168	1,282,901	1,313,834	1,353,249	1,344,053
Program Expenses			48,196	271,632	318,265	404,329	453,045	457,793	471,527	462,843
Family Strengthening Program				54,372	71,060	88,112	108,154	108,874	112,140	112,851
Food Costs				17,500	17,935	20,383	20,845	21,320	21,959	22,314
Facilities Cost				102,820	141,934	182,178	224,708	231,450	238,393	245,545
Other Expenses				82,080	88,280	94,387	100,542	102,267	105,335	105,763
TOTAL EXPENSES	0	0	7,000	423,319	392,187	412,372	442,566	421,897	434,554	427,137
Net Loss Before Community Income	0	0	178,136	1,711,413	1,917,510	2,342,929	2,632,761	2,657,435	2,737,158	2,720,504
Depreciation			(178,136)	(673,257)	(495,014)	(530,294)	(412,755)	(386,628)	(398,227)	(311,405)
Cash flow before donor support			181,232	166,946	166,946	166,946	166,946	166,946	166,946	166,946
			3,096	(506,311)	(328,068)	(363,348)	(245,809)	(219,682)	(231,281)	(144,459)

18.) Copy of sales purchase agreement when purchasing a building.

N/A

20.) Provide details regarding any credit issues, bankruptcies, and lawsuits by any principal owning 20% or more of the business.

N/A

21.) The names of all affiliates and/or subsidiary companies, and their previous three (3) years financial statements and interim financial statements if the financial statements are more than sixty (60) days old.

N/A



Folio # 491397 and #491399

Legal Description #1 (current school and partial new school property): Lots 16 through 26, Block 1, SEMINOLE FOREST, according to the map or plat thereof as recorded in Plat Book 14, Page(s) 16, Less Right of Way for State Road 842 (Broward Boulevard, Fort Lauderdale, Florida), Public Records of Broward County.

Legal Description #2 (new school property): Lots 10, 11, 12, 13, 14, 15, 27, 28, 29, 30 and 31, Block 1, of SEMINOLE FOREST, according to the Plat thereof, as recorded in Plat Book 14, Page 16, of the Public Records of Broward County, Florida, LESS the right of way for State Road 842 (Broward Boulevard, Fort Lauderdale, Florida).

Zyscovich Architects

For nearly forty years, Zyscovich Architects has strived to create projects with purpose, bringing new life and vibrancy to cityscapes through integrated urban planning, architecture and interior design. To this day, Zyscovich Architects has remained true to the original concept: design projects that have purpose and meaning.

MAKING PEOPLE PLACES

Since the firm's inception in 1977, the goal has always been to establish a company that can provide high-value services for design-specific issues while placing "social betterment" at the core of everything we do.

Zyscovich Architects has designed the full spectrum of projects, from transportation facilities and airports to K-12 schools and universities, mixed-use commercial and public-private partnership developments to multi-family residential high rises and master plans for cities.

From iconic urban planning and design projects like Brooklyn, New York's DUMBO Heights, Midtown Miami and Miami Beach's Convention Center Redevelopment District to the architectural design of Latin America's largest commercial airport in Bogota, Colombia, the Zyscovich approach to urban design and master planning is gaining momentum while earning international recognition. In the private sector, the firm has developed new neighborhoods and buildings that integrate residential, shopping, hotel and commercial uses with Active Design Guidelines that promote health and wellenss.

Zyscovich Architects is headquartered in Miami, Florida with offices in New York City, Orlando, West Palm Beach and Bogota, Colombia. In addition to founder and CEO Bernard Zyscovich, the firm is directed by partners: Jose Murguido, Larry Rosenbloom, Anabella Smith, Mario Suarez and Suria Yaffar. The firm's success is also fueled by 100+ planners, interior designers and architects.

Zyscovich Architects

JOSE MURGUIDO, AIA, ALEP

Partner and Corporate Vice President

As the Head of Zyscovich Architects' Education Group, Murguido has overseen the design and planning of more than 200 public and private elementary, middle and high schools as well as a vast number of colleges, universities and research centers, during a career time span of nearly 35 years.

Murguido's award-winning designs have been nationally and locally recognized for its holistic and forward-thinking approach to education innovation.

Many of Zyscovich Architect's repeat clients in the education facility-building sector continuously seek out the services of Zyscovich Architects and particularly Jose Murguido because of his thorough understanding on the significance of innovative learning environments and how this relates to the 21st Century Learner.

One of the most notable projects that Zyscovich Architects' Education Group has undertaken in recent years is the Galaxy Elementary School in Palm Beach County, FL and Miami Dade College's Hialeah Campus.

Both of these Zyscovich designed projects serve as a resource to other education facilities on ways to effectively incorporate 21st Century learning pedagogy and environmental stewardship curriculum through the facility design.

In addition to a national video series on Architectural Design for the 21st Century Learning Facility, Murguido has routinely shared his knowledge and passion for education facility design for organizations such as: LEED for Educational Facilities, Green Building for Public Agencies, and Hurricane Shelter and Emergency Operations Center Design at the Florida Governor's Hurricane Conference, Lessons Learned with Palm Beach County Schools; AIA NY Conference, and the 2010 Florida Charter School Conference Breakout Session "A Roadmap to Take a Project from Inception to Groundbreaking and Beyond".

Murguido is a proud graduate of New York's esteemed Pratt Institute, School of Architecture.

FLYNN Engineering Services

Jay M. Flynn, P.E.

Education

1982 • North Carolina State University • Raleigh, NC
Bachelor of Science
Civil Engineering

Professional Registration

Florida Registered Professional Engineer, No. 38629
North Carolina Registered Professional Engineer, No. 14610
Tennessee Registered Professional Engineer, No. 20632

Professional Memberships

American Society of Civil Engineers
Florida Engineering Society
Engineers Week Chairman 1991
School Board of Broward County, Partner in Excellence Volunteer
Oakland Park Elementary School 1992, 1993
Virginia Shuman Young Elementary School 1994, 1995
National Society of Professional Engineers

Professional Experience

1993 ---- Present • Flynn Engineering Services, P.A. • Ft. Lauderdale, FL
President of Firm
Experience includes varied sites, terrains, and regulatory processes throughout the Southeast and Caribbean regions. Specializing in the engineering, governmental, and practical problems of civil engineering.

1989 – 1993 • Williams Engineering, Inc. • Ft. Lauderdale, FL
Vice-President
Joined Williams Engineering, Inc. as partner of the firm. Responsible for civil design and contract documents production.

1984 – 1989 • Land Sciences Corporation • Ft. Lauderdale, FL
Project Manager/Professional Engineer
Designed plans, prepared specifications and cost estimates for land development projects in Florida, North Carolina, South Carolina and the U.S. Virgin Islands. Coordinated and secured environmental permits at the local, state and federal levels. Observed site work construction for compliance with design plans. Elected to Board of Directors

1983 – 1984 • Wm. F. Freeman Associates • High Point, NC
Engineer in Training
Designed grading, layout, utility and erosion control plans for military projects. Inspected 20 miles of new sanitary sewer system for Archdale, North Carolina.

FLYNN Engineering Services

Flynn Engineering Services, P.A. (FES), is a Ft. Lauderdale based consulting engineering firm which offers a full range of civil engineering services for all types of land development projects in the public and private sectors. FES provides services totaling approximately \$10 million of civil construction annually. The firm currently has ten employees, including five engineers, a surveyor, one engineering technician and three clerical. FES maintains a constant workload due to the capabilities and reputation of the firm.

FES's experience includes varied sites, terrains, and regulatory processes throughout the Southeast and Caribbean regions. Within the framework of the client's interdisciplinary project team, FES specializes in the engineering, governmental, and practical problems of civil engineering.

FES utilizes its professional staff, computer aided design and drafting system, and advancing technologies to provide timely, cost effective solutions to sensitive, complex, and unusual projects without sacrificing the client's development goals.

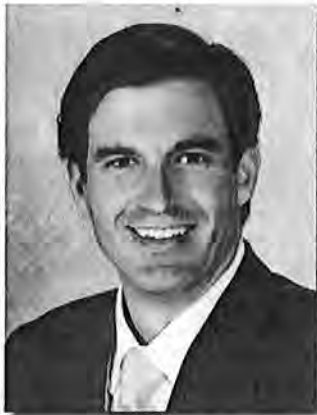
In partnership with our clients, we are dedicated to the success of our project; success achieved through solving the problems and meeting the challenges within our client's program, time and budgetary goals.

THE FIRM

PROFESSIONALS

CONTACT US

HOME



Robert B. Lochrie III, Esq.

Partner

Direct Telephone: 954-779-1101

Email: rlochrie@lochrielaw.com

[Download vCard](#)



Mr. Lochrie practices land use and zoning law and government relations. A significant portion of Mr. Lochrie's practice focuses on urban redevelopment. Because of his substantial experience and knowledge in this area, Mr. Lochrie is able to repeatedly guide clients through the myriad of legal and practical issues associated with demanding urban development initiatives and manage the projects through all aspects of the government entitlement process. Numerous large and complex redevelopment projects involve coordination of various design professionals, creating approval strategies and working with elected officials, municipalities, and various community associations.

Mr. Lochrie also routinely handles comprehensive plan amendments, rezoning, platting, and environmental permitting. He assists clients in defending their property rights in the face of contrary governmental regulations and he works with local jurisdictions to create more reasonable regulations.

In addition to traditional land use permitting issues, Mr. Lochrie has successfully assisted developers in obtaining contract awards from local governments through the Request for Proposal (RFP) process. Mr. Lochrie's clients have been awarded long-term leases and have secured properties from local governments in order to develop new projects on a consistent basis.

A number of Mr. Lochrie's clients have also been assisted in effectively securing Tax Increment Financing ("TIF"). TIF has been helpful in encouraging growth within blighted areas by partnering with Community Redevelopment Agencies to provide financial assistance to developers.

Education:

- J.D., University of Florida College of Law, 1993,
-Florida Law Review, Senior Managing Editor
- B.A., Boston College, 1990
-Political Science Honors Program
-Queen Mary College, University of London

Recognition:

- Rated AV Preeminent®, Martindale-Hubbell's highest rating
- Best Lawyers® in America, Land Use and Zoning Law
- Best Lawyers® - Best Law Firms, U.S. News & World Report
- "Top Lawyer", South Florida Legal Guide
- 2011 Ultimate CEO Award, South Florida Business Journal
- "50 Most Powerful People in Broward", Gold Coast Magazine

- "20 on the Fastrack", Fastrack Magazine-Inside South Florida Business

Community Involvement:

- Broward County Performing Arts Center Foundation, President
- Museum of Discover and Science, Board Member
- Orange Bowl Committee, Member, Athletic Chair
- Broward Workshop, Executive Committee Member
- Urban Land Institute Southeast Florida/Caribbean, Advisory Board Member
- St. Thomas Aquinas High School/Bienes Center, Board Member
- Fort Lauderdale Chamber Downtown Council, Former Chair
- Broward County YMCA, Former Chair and Past President
- Florida House on Capital Hill, Trustee
- Jack and Jill Children's Center, Past President
- Fort Lauderdale Historical Society, Former Executive Officer
- Alzheimer's Association of Southeast Florida, Former Executive Officer
- Leadership Broward, Alumni

Memberships:

- The Florida Bar
- Urban Land Institute
- Broward League of Cities
- Greater Fort Lauderdale Chamber of Commerce
- Fort Lauderdale Historical Society
- Broward County Bar Association
- American Bar Association

[BACK TO BIOGRAPHIES](#)

Print Page: Broward Professional Suite 303, Fort Lauderdale - 33309-4000

Phone: (954) 339-1200 Fax: (954) 775-1111

ACCOUNT NUMBER	ESCROW CODE	ASSESSED VALUE	EXEMPTIONS	TAXABLE VALUE	MILLAGE CODE
504204-20-0030		180,460	SEE BELOW	SEE BELOW	0312

Legal Description:

SEMINOLE FOREST 14-16 B

LOT 10 LESS ST, 11 LESS ST BLK 1

JACK AND JILL CHILDREN'S CENTER

INC

1315 W BROWARD BLVD

FORT LAUDERDALE, FL

33312

PAYMENTS MUST BE IN U.S. FUNDS DRAWN
ON/TROUGH A U.S. BANK.PAY YOUR TAXES ONLINE AT:
broward.county-taxes.com

AD VALOREM TAXES

TAXING AUTHORITY	MILL RATE	ASSESSED VALUE	EXEMPTION VALUE	TAXABLE VALUE	TAXES LEVIED
BROWARD COUNTY GOVERNMENT					
COUNTYWIDE SERVICES	5.4623	180,460		180,460	985.73
VOTED DEBT	0.2067	180,460		180,460	37.30
BROWARD CO SCHOOL BOARD					
GENERAL FUND	4.9740	192,100		192,100	955.50
CAPITAL OUTLAY	1.5000	192,100		192,100	288.15
VOTER APPROVED DEBT LEVY	0.0654	192,100		192,100	12.56
SO FLORIDA WATER MANAGEMENT					
EVERGLADES C.P.	0.0441	180,460		180,460	7.96
OKEECHOBEE BASIN	0.1284	180,460		180,460	24.98
SFWMD DISTRICT	0.1275	180,460		180,460	23.01
NORTH BROWARD HOSPITAL	1.2483	180,460		180,460	225.27
CHILDREN'S SVCS COUNCIL OF BC	0.4882	180,460		180,460	88.10
CITY OF FORT LAUDERDALE					
FT LAUDERDALE OPER	4.1193	180,460		180,460	743.37
DEBT SERVICE	0.0691	180,460		180,460	12.47
FL INLAND NAVIGATION	0.0320	180,460		180,460	5.77
TOTAL MILLAGE 18.4753 TOTAL AD VALOREM TAXES					3,410.17

NON - AD VALOREM ASSESSMENTS

LEVYING AUTHORITY	LEVYING AUTHORITY PHONE	AMOUNT			
FT LAUDERDALE FIRE-RESCUE		826.00			
Pizza Bldg					
TOTAL NON-AD VALOREM ASSESSMENTS		826.00			
SEE REVERSE SIDE FOR IMPORTANT INFORMATION	COMBINED TAXES AND ASSESSMENTS 4,236.17				
IF PAID BY	Nov 30, 2017	Dec 31, 2017	Jan 31, 2018	Feb 28, 2018	Mar 31, 2018
PLEASE PAY	\$4,066.72	\$4,109.08	\$4,151.45	\$4,193.81	\$4,236.17

SEE REVERSE SIDE FOR INSTRUCTIONS

TAXPAYER COPY

ACCOUNT NUMBER	ESCROW CODE	ASSESSED VALUE	EXEMPTIONS	TAXABLE VALUE	MILLAGE CODE
504204-20-0120		73,540	SEE BELOW	SEE BELOW	0312

Legal Description:

SEMINOLE FOREST 14-16 B
LOT 30 BLK 1

JACK AND JILL CHILDREN'S
CENTER INC
1315 W BROWARD BLVD
FORT LAUDERDALE, FL
33312

PAYMENTS MUST BE IN U.S. FUNDS DRAWN
ON/THROUGH A U.S. BANK.

PAY YOUR TAXES ONLINE AT:
broward.county-taxes.com

AD VALOREM TAXES

TAXING AUTHORITY	MILL RATE	ASSESSED VALUE	EXEMPTION VALUE	TAXABLE VALUE	TAXES LEVIED
BROWARD COUNTY GOVERNMENT					
COUNTYWIDE SERVICES	5.4623	73,540		73,540	401.70
VOTED DEBT	0.2067	73,540		73,540	15.20
BROWARD CO SCHOOL BOARD					
GENERAL FUND	4.9740	73,540		73,540	365.79
CAPITAL OUTLAY	1.5000	73,540		73,540	110.31
VOTER APPROVED DEBT LEVY	0.0654	73,540		73,540	4.81
SO FLORIDA WATER MANAGEMENT					
EVERGLADES C.P.	0.0441	73,540		73,540	3.24
OKEECHOBEE BASIN	0.1384	73,540		73,540	10.18
SFWM DISTRICT	0.1275	73,540		73,540	9.38
NORTH BROWARD HOSPITAL	1.2483	73,540		73,540	91.80
CHILDREN'S SVCS COUNCIL OF BC	0.4882	73,540		73,540	35.90
CITY OF FORT LAUDERDALE					
FT LAUDERDALE OPER	4.1193	73,540		73,540	302.93
DEBT SERVICE	0.0691	73,540		73,540	5.08
FL INLAND NAVIGATION	0.0320	73,540		73,540	2.35

TOTAL MILLAGE 18.4753

TOTAL AD VALOREM TAXES

1,358.67

NON - AD VALOREM ASSESSMENTS

LEVYING AUTHORITY	LEVYING AUTHORITY PHONE	AMOUNT
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PARKING LOT

TOTAL NON-AD VALOREM ASSESSMENTS

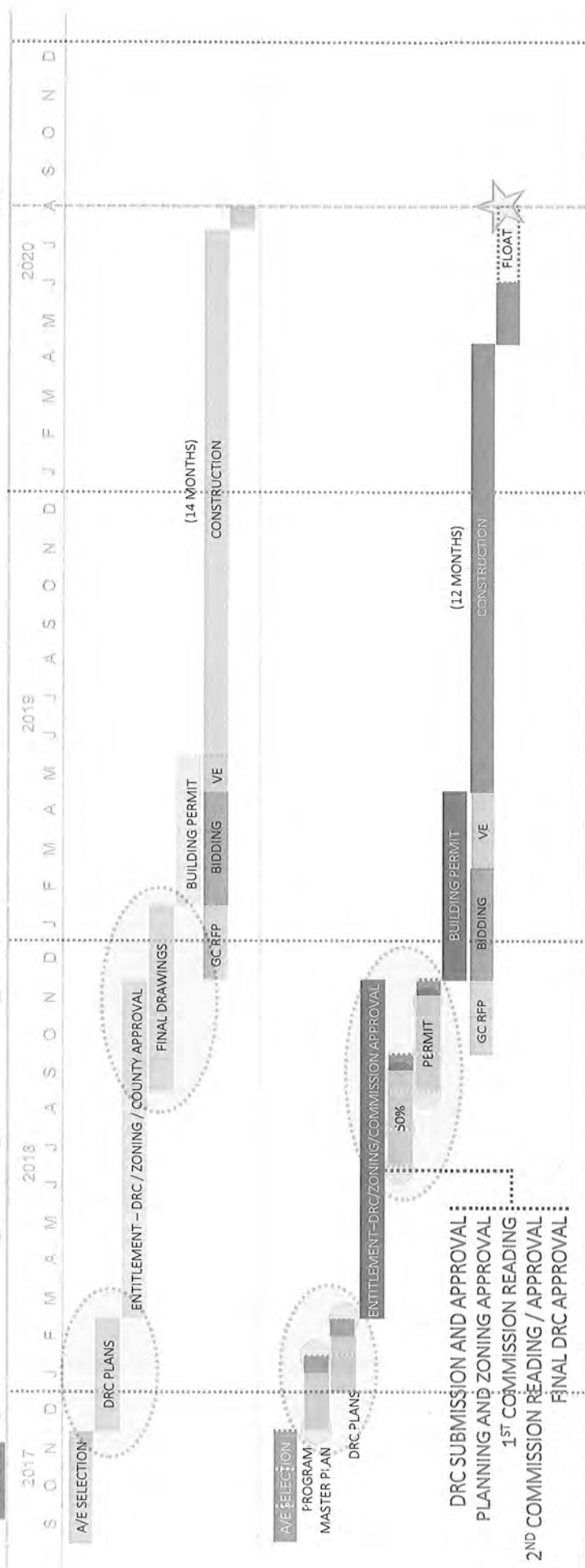
SEE REVERSE SIDE FOR
IMPORTANT INFORMATION

COMBINED TAXES AND ASSESSMENTS

1,358.67

IF PAID BY	Nov 30, 2017	Dec 31, 2017	Jan 31, 2018	Feb 28, 2018	Mar 31, 2018
PLEASE PAY	\$1,304.32	\$1,317.91	\$1,331.50	\$1,345.08	\$1,358.67

TAXPAYER COPY



PROJECTED SCHEDULE

ZYSOVICH
ARCHITECTS

27. Existing leases, lease commitments and tenant makeup (if applicable)

N/A

28. Copy of Environmental Report showing there are no Environmental issues (if applicable).

N/A

29. Copy of Appraisal Report (if applicable).

N/A