

PUBLIC DISCLOSURE COPY

Form **990**

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2018

Open to Public Inspection

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

Department of the Treasury
Internal Revenue Service

A For the 2018 calendar year, or tax year beginning **2018**, and ending **20**

B Check if applicable:
 Address change
 Name change
 Initial return
 Final return/terminated
 Amended return
 Application pending

C Name of organization **YMCA OF METROPOLITAN FORT WORTH**
 Doing business as
 Number and street (or P.O. box if mail is not delivered to street address) Room/suite
512 LAMAR ST, SUITE 400
 City or town, state or province, country, and ZIP or foreign postal code
FORT WORTH, TX 76102-3754

D Employer identification number
75-0827471

E Telephone number
(817) 335-9622

G Gross receipts \$ **25,976,395**

H(a) Is this a group return for subordinates? Yes No
H(b) Are all subordinates included? Yes No
 If "No," attach a list. (see instructions)
H(c) Group exemption number ▶

I Tax-exempt status: 501(c)(3) 501(c) () ◀ (insert no.) 4947(a)(1) or 527

J Website: ▶ **WWW.YMCAFW.ORG**

K Form of organization: Corporation Trust Association Other ▶

L Year of formation: **1890** **M** State of legal domicile: **TX**

Part I Summary

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: <u>TO PUT CHRISTIAN PRINCIPLES INTO PRACTICE THROUGH PROGRAMS THAT BUILD HEALTHY SPIRIT, MIND AND BODY FOR ALL.</u>		
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a)	3	42
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	42
	5	Total number of individuals employed in calendar year 2018 (Part V, line 2a)	5	1,819
	6	Total number of volunteers (estimate if necessary)	6	2,140
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b	Net unrelated business taxable income from Form 990-T, line 38	7b	0	
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 4,540,236	Current Year 2,887,786
	9	Program service revenue (Part VIII, line 2g)	20,830,155	20,767,293
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	82,622	555,908
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	415,917	353,412
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	25,868,930	24,564,399
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	7,800	0
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	14,910,815	15,110,430
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 986,124		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	10,092,564	9,783,129
18	Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	25,011,179	24,893,559	
19	Revenue less expenses. Subtract line 18 from line 12	857,751	(329,160)	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year 29,252,628	End of Year 29,016,327
	21	Total liabilities (Part X, line 26)	3,885,344	3,978,203
	22	Net assets or fund balances. Subtract line 21 from line 20	25,367,284	25,038,124

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer _____ Date _____

Type or print name and title **ANTHONY SHUMAN, PRESIDENT/CEO**

Paid Preparer Use Only

Print/Type preparer's name _____ Preparer's signature _____ Date _____ Check if self-employed PTIN _____

Firm's name ▶ _____ Firm's EIN ▶ _____

Firm's address ▶ _____ Phone no. _____

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

For Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 11282Y

Form **990** (2018)

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III Yes No

1 Briefly describe the organization's mission:
TO PUT CHRISTIAN PRINCIPLES INTO PRACTICE THROUGH PROGRAMS THAT BUILD HEALTHY MIND, BODY AND SPIRIT FOR ALL.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? Yes No
If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? Yes No
If "Yes," describe these changes on Schedule O.

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 11,109,920 including grants of \$) (Revenue \$ 11,058,537)
HEALTHY LIVING- IMPROVING OUR COMMUNITY'S HEALTH AND WELL-BEING
THE YMCA IS A LEADING VOICE ON HEALTH AND WELL-BEING. WITH A MISSION CENTERED ON BALANCE, THE Y BRINGS FAMILIES CLOSER TOGETHER, ENCOURAGES GOOD HEALTH AND FOSTERS CONNECTIONS THROUGH FITNESS, SPORTS, FUN, AND SHARED INTERESTS.
WELL-BEING INCLUDES HAVING A HEALTHY SPIRIT, MIND, AND BODY. YMCA HEALTH ENHANCEMENT PROGRAMS STRESS THE VALUE OF PREVENTION THROUGH GOOD EXERCISE HABITS AND OVERALL ENHANCED WELL-BEING, INCLUDING NUTRITION, STRESS MANAGEMENT, AND HEALTH EDUCATION. THROUGH FACILITIES AND EQUIPMENT IN THE FIELD OF HEALTH ENHANCEMENT, PERSONAL FITNESS EVALUATIONS, AND GROUP EXERCISES, THE YMCA PROMOTES HEALTHY LIFE STYLES FOR ALL.
THE ACTIVE OLDER ADULTS PROGRAM STRESSES A THREE-WAY APPROACH TO WORK WITH SENIORS, INVOLVING HEALTH AND FITNESS, SOCIAL ACTIVITIES, AND OPPORTUNITIES FOR VOLUNTEERISM. TO THIS END, SPECIAL EXERCISE
(CONTINUED ON SCHEDULE O)

4b (Code:) (Expenses \$ 10,354,896 including grants of \$) (Revenue \$ 9,708,756)
YOUTH DEVELOPMENT - NURTURING THE POTENTIAL OF EVERY CHILD AND TEEN
WE BELIEVE THAT ALL KIDS DESERVE THE OPPORTUNITY TO DISCOVER WHO THEY ARE AND WHAT THEY CAN ACHIEVE. THAT'S WHY, THROUGH THE Y, MILLIONS OF YOUTH TODAY ARE CULTIVATING THE VALUES, SKILLS AND RELATIONSHIPS THAT LEAD TO POSITIVE BEHAVIORS, BETTER HEALTH AND EDUCATIONAL ACHIEVEMENT.
THE CENTRAL FOCUS OF ALL YMCA YOUTH DEVELOPMENT PROGRAMS IS TO FOSTER GROWTH AND DEVELOPMENT, NOT ONLY IN CHILDREN BUT ALSO IN THEIR PARENTS AND FAMILIES. THIS IS ACCOMPLISHED THROUGH THE FOLLOWING SPECIFIC PROGRAMS WITH FINANCIAL ASSISTANCE AVAILABLE ON A SLIDING FEE SCALE SO THAT NO CHILD IS TURNED AWAY FOR INABILITY TO PAY:
YMCA SCHOOL-AGE CHILD CARE OFFERS A CONVENIENT, SAFE PLACE FOR CHILDREN TO BE UNTIL THEIR PARENT'S WORK DAY ENDS. DURING THE SCHOOL YEAR, THE YMCA PROVIDES CARE AFTER SCHOOL, BUT DURING THE SUMMER, YMCA DAY CAMPS OPERATE FROM 7 AM - 6 PM. IN MANY INSTANCES, YMCA CHILD CARE ALLOWS PARENTS OF
(CONTINUED ON SCHEDULE O)

4c (Code:) (Expenses \$ 69,032 including grants of \$) (Revenue \$ 0)
WITH OUR DOORS OPEN TO ALL, WE WORK EVERY DAY TO CONNECT PEOPLE FROM ALL BACKGROUNDS AND SUPPORT THOSE WHO NEED US MOST; OUR MEMBERS, VOLUNTEERS, SUPPORTERS, AND STAFF DEMONSTRATE THE POWER OF WHAT WE CAN ACHIEVE BY GIVING BACK TOGETHER. THE YMCA RAISES FUNDS EACH YEAR TO PROVIDE FINANCIAL SCHOLARSHIPS FOR CHILDREN AND FAMILIES TO PARTICIPATE IN OUR PROGRAMS WHEN THEY CANNOT AFFORD THE FULL COST. OUR BOARD AND VOLUNTEERS AT OUR BRANCHES LEAD THE EFFORT TO ENGAGE THE COMMUNITY TO SUPPORT OUR MISSION FINANCIALLY.
VOLUNTEERISM IS ALSO A KEY COMPONENT OF OUR ORGANIZATION. VOLUNTEERS PARTICIPATE AS COACHES, BOARD MEMBERS, MENTORS, FACILITY PROJECTS, EVENT STAFF, OFFICE WORK, READING TO CHILDREN, AND OTHER AREAS. IT'S AN IMPORTANT CONCEPT THAT OUR ORGANIZATION COULD NOT FUNCTION WITHOUT. APPROXIMATELY 42,000 HOURS WERE DONATED TO THE YMCA IN 2018.
THE YMCA OF METROPOLITAN FORT WORTH IS AN ADVOCATE FOR WATER SAFETY IN ITS COMMUNITY, PARTNERING
(CONTINUED ON SCHEDULE O)

4d Other program services (Describe in Schedule O.)
(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 21,533,848

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
14a Did the organization maintain an office, employees, or agents outside of the United States?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV.</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV.</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
20 a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	<input type="checkbox"/>	<input type="checkbox"/>
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Part IV Checklist of Required Schedules *(continued)*

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	22	✓
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	✓
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>	24a	✓
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>	25a	✓
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>	25b	✓
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II</i>	26	✓
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>	27	✓
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28a	✓
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>	28b	✓
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>	28c	✓
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	29	✓
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30	✓
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>	31	✓
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>	32	✓
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33	✓
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	34	✓
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	✓
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>	35b	✓
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>	36	✓
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>	37	✓
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	38	✓

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	104
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	✓

Part V Statements Regarding Other IRS Filings and Tax Compliance *(continued)*

		Yes	No		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	1,819		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b		✓	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a			✓
b	If "Yes," has it filed a Form 990-T for this year? <i>If "No" to line 3b, provide an explanation in Schedule O</i>	3b			
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a			✓
b	If "Yes," enter the name of the foreign country: ▶ _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a			✓
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b			✓
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c			
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a			✓
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b			
7	Organizations that may receive deductible contributions under section 170(c).				
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		✓	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		✓	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c			✓
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e			✓
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f			✓
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g			
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h			
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8			
9	Sponsoring organizations maintaining donor advised funds.				
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a			
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b			
10	Section 501(c)(7) organizations. Enter:				
a	Initiation fees and capital contributions included on Part VIII, line 12	10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b			
11	Section 501(c)(12) organizations. Enter:				
a	Gross income from members or shareholders	11a			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b			
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a			
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b			
13	Section 501(c)(29) qualified nonprofit health insurance issuers.				
a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a			
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b			
c	Enter the amount of reserves on hand	13c			
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a			✓
b	If "Yes," has it filed a Form 720 to report these payments? <i>If "No," provide an explanation in Schedule O</i>	14b			
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see instructions and file Form 4720, Schedule N.	15			✓
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16			✓

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.
 Check if Schedule O contains a response or note to any line in this Part VI

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year 1a 42 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
b	Enter the number of voting members included in line 1a, above, who are independent 1b 42		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		<input checked="" type="checkbox"/>
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		<input checked="" type="checkbox"/>
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		<input checked="" type="checkbox"/>
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		<input checked="" type="checkbox"/>
6	Did the organization have members or stockholders?		<input checked="" type="checkbox"/>
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		<input checked="" type="checkbox"/>
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		<input checked="" type="checkbox"/>
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	<input checked="" type="checkbox"/>	
b	Each committee with authority to act on behalf of the governing body?	<input checked="" type="checkbox"/>	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		<input checked="" type="checkbox"/>

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	<input checked="" type="checkbox"/>	
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	<input checked="" type="checkbox"/>	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	<input checked="" type="checkbox"/>	
b	Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Did the organization have a written conflict of interest policy? If "No," go to line 13	<input checked="" type="checkbox"/>	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	<input checked="" type="checkbox"/>	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	<input checked="" type="checkbox"/>	
13	Did the organization have a written whistleblower policy?	<input checked="" type="checkbox"/>	
14	Did the organization have a written document retention and destruction policy?	<input checked="" type="checkbox"/>	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a	The organization's CEO, Executive Director, or top management official	<input checked="" type="checkbox"/>	
b	Other officers or key employees of the organization	<input checked="" type="checkbox"/>	
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		<input checked="" type="checkbox"/>
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► **NONE**
- 18** Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records ►
DAVID BORNOWSKI, 512 LAMAR STREET, SUITE 400, FORT WORTH, TX 76102-3754, (817) 335-9622

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) LILLIE BIGGINS ----- DIRECTOR	1.0	✓					0	0	0	
(2) STEVE BOMA ----- DIRECTOR	1.0	✓					0	0	0	
(3) SHERRY BREED ----- DIRECTOR	1.0	✓					0	0	0	
(4) BRIAN BRISCO ----- DIRECTOR	1.0	✓					0	0	0	
(5) TOM BROCKENBUSH ----- DIRECTOR	1.0	✓					0	0	0	
(6) ELLEN BUCK ----- DIRECTOR	1.0	✓					0	0	0	
(7) DAVID CAMPBELL ----- DIRECTOR	1.0	✓					0	0	0	
(8) DANNY COX ----- DIRECTOR	1.0	✓					0	0	0	
(9) LINDSAY DAUM ----- DIRECTOR	1.0	✓					0	0	0	
(10) VERNON EVANS ----- DIRECTOR	2.0	✓					0	0	0	
(11) ALAN FONNER ----- DIRECTOR	1.0	✓					0	0	0	
(12) MARIO GARZA ----- DIRECTOR	1.0	✓					0	0	0	
(13) RYAN HAGGERTY ----- DIRECTOR	1.0	✓					0	0	0	
(14) TIM HARDMAN ----- DIRECTOR	1.0	✓					0	0	0	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) BRANDON HASSELL DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(16) BECKY HASKIN DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(17) MICHAEL HOFFER DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(18) GARY HUDSON DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(19) DEWEY ISOM DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(20) JOSEPH LAMARCA, JR DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(21) YALONDA LOCKETT DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(22) DR. JACKIE MEEKS DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(23) RACHEL NAVEJAR-PHILLIPS DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(24) R.J. PACK DIRECTOR	1.0	<input checked="" type="checkbox"/>						0	0	0
(25) (SEE STATEMENT)										
1b Sub-total								0	0	0
c Total from continuation sheets to Part VII, Section A								1,120,719	0	247,047
d Total (add lines 1b and 1c)								1,120,719	0	247,047

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶** 9

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>	<input type="checkbox"/>	<input checked="" type="checkbox"/>

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
BROTHERS B&B CONTRACTING, INC, 605 E. PALACE PKWY, SUITE A3, GRAND PRAIRIE, TX 75050	CONSTRUCTION SERVICES	518,080
REGENT SERVICES, 101 ST. LOUIS AVE., FORT WORTH, TX 76104	JANITORIAL CONTRACT	378,050
PARAMOUNT SERVICES INC., 4535 SUNBELT DR, ADDISON, TX 75001	CLEANING CONTRACT	271,112

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **▶** 3

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a 114,004				
	b Membership dues	1b 0				
	c Fundraising events	1c 20,000				
	d Related organizations	1d 485,808				
	e Government grants (contributions)	1e 140,805				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 2,127,169				
	g Noncash contributions included in lines 1a-1f: \$	0				
	h Total. Add lines 1a-1f	▶ 2,887,786				
Program Service Revenue	Business Code					
	2a MEMBERSHIP REVENUE	813410	11,058,537	11,058,537		
	b CHILDCARE REVENUE -- SCHOOL AGE	813410	3,469,168	3,469,168		
	c DAY CAMP REVENUE	813410	1,391,636	1,391,636		
	d CHILDCARE REVENUE -- INFANT/TODDLER/PRESCHOOL	813410	642,880	642,880		
	e RESIDENT CAMP REVENUE	813410	195,166	195,166		
	f All other program service revenue .	813410	4,009,906	4,009,906	0	
g Total. Add lines 2a-2f	▶ 20,767,293					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	▶ 41,417			41,417	
	4 Income from investment of tax-exempt bond proceeds ▶	0	0	0	0	
	5 Royalties	▶ 0	0	0	0	
	6a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
	c Rental income or (loss)	0	0			
	d Net rental income or (loss)	▶				
	7a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other		1,776,956		
		b Less: cost or other basis and sales expenses		1,262,465		
	c Gain or (loss)	0	514,491			
	d Net gain or (loss)	▶ 514,491			514,491	
	8a Gross income from fundraising events (not including \$ 20,000 of contributions reported on line 1c). See Part IV, line 18	a	263,110			
		b Less: direct expenses	b 108,127			
		c Net income or (loss) from fundraising events . ▶	154,983			154,983
	9a Gross income from gaming activities. See Part IV, line 19	a				
b Less: direct expenses		b				
c Net income or (loss) from gaming activities . . ▶						
10a Gross sales of inventory, less returns and allowances	a	206,747				
	b Less: cost of goods sold	b 41,404				
	c Net income or (loss) from sales of inventory . . ▶	165,343			165,343	
Miscellaneous Revenue		Business Code				
11a MISCELLANEOUS REVENUE	813410	33,086			33,086	
b -----						
c -----						
d All other revenue		0	0	0	0	
e Total. Add lines 11a-11d	▶ 33,086					
12 Total revenue. See instructions	▶ 24,564,399	20,767,293	0	909,320		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 . . .				
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	0	0		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,045,760	166,749	747,896	131,115
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0	0	0	0
7 Other salaries and wages	11,617,175	10,381,699	913,530	321,946
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	784,708	561,918	172,039	50,751
9 Other employee benefits	684,034	531,723	112,695	39,616
10 Payroll taxes	978,753	886,793	49,836	42,124
11 Fees for services (non-employees):				
a Management				
b Legal	0		0	
c Accounting	18,000		18,000	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	654,268	611,672	26,996	15,600
12 Advertising and promotion	396,411	313,630		82,781
13 Office expenses	176,472	146,583	25,007	4,882
14 Information technology	468,730	403,108	65,622	0
15 Royalties				
16 Occupancy	2,908,050	2,851,976	56,074	0
17 Travel	226,564	217,844	5,502	3,218
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0	0	0	0
19 Conferences, conventions, and meetings	384,608	298,366	51,852	34,390
20 Interest	16,864	16,864	0	
21 Payments to affiliates	329,193	301,320	27,873	0
22 Depreciation, depletion, and amortization	1,336,813	1,310,077	26,736	
23 Insurance	156,372	141,372	15,000	
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DIRECT SUPPLIES	1,781,416	1,748,143	30,122	3,151
b EQUIPMENT - NON IT	359,992	336,109	21,982	1,901
c BAD DEBT EXPENSE	467,318	215,891	0	251,427
d _____				
e All other expenses	102,058	92,011	6,825	3,222
25 Total functional expenses. Add lines 1 through 24e	24,893,559	21,533,848	2,373,587	986,124
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	1,388,547	1	2,054,638
	2 Savings and temporary cash investments	1,087,145	2	1,202,289
	3 Pledges and grants receivable, net	1,224,912	3	886,207
	4 Accounts receivable, net	234,662	4	525,604
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	0
	7 Notes and loans receivable, net	9,963,630	7	9,963,630
	8 Inventories for sale or use	51,176	8	21,710
	9 Prepaid expenses and deferred charges	134,201	9	61,087
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 37,253,518		
	b Less: accumulated depreciation	10b 22,952,356	15,168,355	10c 14,301,162
	11 Investments—publicly traded securities	0	11	0
	12 Investments—other securities. See Part IV, line 11	0	12	0
	13 Investments—program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
	15 Other assets. See Part IV, line 11	0	15	0
16 Total assets. Add lines 1 through 15 (must equal line 34)	29,252,628	16	29,016,327	
Liabilities	17 Accounts payable and accrued expenses	665,097	17	937,175
	18 Grants payable		18	0
	19 Deferred revenue	218,037	19	650,745
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	200,000	21	200,000
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	0
	23 Secured mortgages and notes payable to unrelated third parties	2,802,210	23	2,190,283
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D	0	25	0
	26 Total liabilities. Add lines 17 through 25	3,885,344	26	3,978,203
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	22,618,130	27	23,177,022
	28 Temporarily restricted net assets	2,749,154	28	1,861,102
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	0
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	0
	32 Retained earnings, endowment, accumulated income, or other funds		32	0
	33 Total net assets or fund balances	25,367,284	33	25,038,124
34 Total liabilities and net assets/fund balances	29,252,628	34	29,016,327	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	24,564,399
2	Total expenses (must equal Part IX, column (A), line 25)	2	24,893,559
3	Revenue less expenses. Subtract line 2 from line 1	3	(329,160)
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	25,367,284
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	25,038,124

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		✓
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	✓	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	✓	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		✓
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.		

Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (Check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(25) BUDDY PUENTE ----- DIRECTOR	1.0 -----	✓						0	0	0
(26) LISA RETTEW ----- DIRECTOR	1.0 -----	✓						0	0	0
(27) JUSTIN RUTLEDGE ----- DIRECTOR	1.0 -----	✓						0	0	0
(28) ERIC SCHRADER ----- DIRECTOR	1.0 -----	✓						0	0	0
(29) TERRY SCHULTZ ----- DIRECTOR	1.0 -----	✓						0	0	0
(30) PETER SELTZ ----- DIRECTOR	1.0 -----	✓						0	0	0
(31) DR. EMILY SPENCE-ALMAGUER ----- DIRECTOR	1.0 -----	✓						0	0	0
(32) ELLIOTT STEPHENSON ----- DIRECTOR	1.0 -----	✓						0	0	0
(33) GARY TONNIGES, JR. ----- DIRECTOR	1.0 -----	✓						0	0	0
(34) CAPT. J.T. TOWNSEND ----- DIRECTOR	1.0 -----	✓						0	0	0
(35) DR. DARRON TURNER ----- DIRECTOR	1.0 -----	✓						0	0	0
(36) SCOTT TURNER ----- DIRECTOR	1.0 -----	✓						0	0	0
(37) DAVID WILCOX ----- DIRECTOR	1.0 -----	✓						0	0	0
(38) JULIE WILSON ----- VICE CHAIR	2.0 -----	✓						0	0	0
(39) MIKE WILSON ----- DIRECTOR	1.0 -----	✓						0	0	0
(40) CYNTHIA MILRANY ----- SECRETARY	2.0 -----	✓						0	0	0
(41) CHARLIE CAMPBELL ----- TREASURER	2.0 -----	✓						0	0	0
(42) CHRIS LOKEY ----- CHAIRMAN	3.0 -----	✓						0	0	0
(43) ANTHONY SHUMAN ----- PRESIDENT - CEO	50.0 ----- 1.0			✓				321,297	0	71,203
(44) JAYE HELM ----- CHIEF FINANCIAL OFFICER	50.0 ----- 1.0			✓				131,238	0	39,076

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (Check all that apply)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(45) RICH MICELLI ----- CHIEF OPERATIONS OFFICER	50.0 -----			✓			164,183	0	27,622
(46) KRISTINE MELLGREN ----- CHIEF HR OFFICER	50.0 -----				✓		130,055	0	23,503
(47) TODD BAKER ----- CHIEF PROPERTIES OFFICER	50.0 -----				✓		147,435	0	32,063
(48) TERI MCGUILL ----- CHIEF DEVELOPMENT OFFICER	50.0 ----- 1.0				✓		126,097	0	29,437
(49) JOHN-MICHAEL P POLITTE-CORN ----- VP-RISK MANAGEMENT	50.0 -----					✓	100,414	0	24,143

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E (Form 990 or 990-EZ).)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state:
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university:
- 10 An organization that normally receives: (1) more than 33¹/₃% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33¹/₃% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 11 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box in lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
 - b **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
 - c **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
 - d **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
 - e Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations
- g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
Total						

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2018 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2017 Schedule A, Part II, line 14	15	%
16a 33 1/3% support test—2018. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 33 1/3% support test—2017. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
17a 10%-facts-and-circumstances test—2018. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
b 10%-facts-and-circumstances test—2017. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions		<input type="checkbox"/>

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	5,146,304	6,865,974	7,128,330	4,540,236	2,887,786	26,568,630
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	20,386,173	21,564,146	21,724,967	20,830,155	20,767,293	105,272,734
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	25,532,477	28,430,120	28,853,297	25,370,391	23,655,079	131,841,364
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	292,450	350,225	68,518	82,631	102,876	896,700
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	0	0	0	0	0	0
c Add lines 7a and 7b	292,450	350,225	68,518	82,631	102,876	896,700
8 Public support. (Subtract line 7c from line 6.)						130,944,664

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
9 Amounts from line 6	25,532,477	28,430,120	28,853,297	25,370,391	23,655,079	131,841,364
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources	21,568	14,352	30,280	83,061	41,417	190,678
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	21,568	14,352	30,280	83,061	41,417	190,678
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	30,354	69,151	66,504	56,458	33,086	255,553
13 Total support. (Add lines 9, 10c, 11, and 12.)	25,584,399	28,513,623	28,950,081	25,509,910	23,729,582	132,287,595
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

15 Public support percentage for 2018 (line 8, column (f), divided by line 13, column (f))	15	98.98 %
16 Public support percentage from 2017 Schedule A, Part III, line 15	16	99.66 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2018 (line 10c, column (f), divided by line 13, column (f))	17	0.14 %
18 Investment income percentage from 2017 Schedule A, Part III, line 17	18	0.11 %
19a 33 1/3% support tests—2018. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>	
b 33 1/3% support tests—2017. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions	<input type="checkbox"/>	

Part IV Supporting Organizations

(Complete only if you checked a box in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

		Yes	No
1	Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.</i>		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
3b	Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
3c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
4b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.</i>		
4c	Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? <i>If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.</i>		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).</i>		
5b	Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
5c	Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6	Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? <i>If "Yes," provide detail in Part VI.</i>		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
9a	Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? <i>If "Yes," provide detail in Part VI.</i>		
9b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
9c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
10a	Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? <i>If "Yes," answer 10b below.</i>		
10b	Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

Part IV Supporting Organizations (continued)

		Yes	No
11	Has the organization accepted a gift or contribution from any of the following persons?		
a	A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
b	A family member of a person described in (a) above?		
c	A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		

Section B. Type I Supporting Organizations

		Yes	No
1	Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2	Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

		Yes	No
1	Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		

Section D. All Type III Supporting Organizations

		Yes	No
1	Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2	Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3	By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1	Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a	<input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
b	<input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
c	<input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
2	Activities Test. Answer (a) and (b) below.		
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
3	Parent of Supported Organizations. Answer (a) and (b) below.		
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .		
b	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

1 Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in Part VI). **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A—Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3.	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8		

Section B—Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d.	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035.	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		

Section C—Distributable Amount			Current Year
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1.	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3.	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6		
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).			

Part VI

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Return Reference - Identifier	Explanation
SCHEDULE A, PART III, LINE 12 - OTHER INCOME	MISCELLANEOUS INCOME

Return Reference - Identifier	Explanation						
SCHEDULE A, PART III, LINE 12 - OTHER INCOME	Other Income Type	(a) 2014	(b) 2015	(c) 2016	(d) 2017	(e) 2018	(f) Total
	(1)OTHER INCOME	30,354	69,151	66,504	56,458	33,086	255,553

Schedule of Contributors

2018

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**
 ▶ **Go to www.irs.gov/Form990 for the latest information.**

Name of the organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ 501(c)(**3**) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization
- Form 990-PF 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	----- ----- -----	\$ ----- 558,960	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	----- ----- -----	\$ ----- 93,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
3	----- ----- -----	\$ ----- 58,750	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----
-----	----- ----- -----	\$-----	-----

Name of organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Part III **Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.** Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____
 Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-----	----- ----- -----	----- ----- -----	----- ----- -----

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
----- ----- -----	----- ----- -----

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b. Attach to Form 990.

Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization: YMCA OF METROPOLITAN FORT WORTH; Employer identification number: 75-0827471

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4 for values, 5-6 for Yes/No questions.

Part II Conservation Easements. Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Form with multiple rows for questions 1-9 regarding conservation easements, including checkboxes and a table for 'Held at the End of the Tax Year'.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets. Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

Form with rows 1a-2 for questions regarding art and historical treasures, including revenue and asset reporting.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets *(continued)*

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a** Public exhibition
- b** Scholarly research
- c** Preservation for future generations
- d** Loan or exchange programs
- e** Other

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? **Yes** **No**

Part IV Escrow and Custodial Arrangements.

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? **Yes** **No**

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? **Yes** **No**

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided on Part XIII

Part V Endowment Funds.

Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	9,588,865	7,992,672	7,742,695	7,957,444	7,416,068
b Contributions	5,000	0	25,000	5,000	30,000
c Net investment earnings, gains, and losses	(115,704)	2,216,293	1,111,958	547,741	1,306,834
d Grants or scholarships	0	0	0	0	0
e Other expenditures for facilities and programs	485,808	540,177	828,122	656,667	679,025
f Administrative expenses	74,427	79,923	58,859	110,823	116,433
g End of year balance	8,917,926	9,588,865	7,992,672	7,742,695	7,957,444

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a** Board designated or quasi-endowment ▶ 68.00 %
- b** Permanent endowment ▶ 32.00 %
- c** Temporarily restricted endowment ▶ 0.00 %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(ii) related organizations	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?	<input checked="" type="checkbox"/>	<input type="checkbox"/>

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		2,409,570		2,409,570
b Buildings		26,380,867	20,444,028	5,936,839
c Leasehold improvements		5,015,938	1,238,787	3,777,151
d Equipment		2,794,918	1,269,541	1,525,377
e Other	647,535	4,690	0	652,225
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				14,301,162

Part VII Investments—Other Securities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other _____		
(A) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ►		

Part VIII Investments—Program Related.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ►		

Part IX Other Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ►	

Part X Other Liabilities.

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value	
(1) Federal income taxes		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ►	0	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XIII

Supplemental Information. Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

Return Reference - Identifier	Explanation
SCHEDULE D, PART IV, LINE 2B - EXPLANATION OF ESCROW AGREEMENT	THE YMCA OF METROPOLITAN FORT WORTH HOLDS \$200,000 ON BEHALF OF THE STATE ALLIANCE OF TEXAS YMCA'S.
SCHEDULE D, PART V, LINE 4 - INTENDED USES OF ENDOWMENT FUNDS	THE ENDOWMENT FUNDS ARE HELD BY THE YMCA OF METROPOLITAN FORT WORTH ENDOWMENT, INC., A SEPARATE 501(C)(3) RELATED ENTITY, SO THAT THE INCOME AND GAINS FROM SUCH FUNDS MAY BE USED TO SUPPORT THE YMCA OF METROPOLITAN FORT WORTH AND ITS PROGRAMS.
SCHEDULE D, PART X, LINE 2 - FIN 48 (ASC 740) FOOTNOTE	THE YMCA OF METROPOLITAN FORT WORTH, ENDOWMENT AND MCDONALD YMCA ARE EXEMPT FROM INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND ARE NOT CONSIDERED PRIVATE FOUNDATIONS WITHIN THE MEANING OF SECTION 509(A) OF THE CODE. THE YMCA OF METROPOLITAN FORT WORTH, ENDOWMENT AND MCDONALD YMCA FOLLOW THE GUIDANCE OF THE INCOME TAXES TOPIC OF THE FASB ACCOUNTING STANDARDS CODIFICATION RELATED TO UNCERTAIN TAX POSITIONS. MANAGEMENT EVALUATED ITS TAX POSITIONS AND CONCLUDED THAT NEITHER THE YMCA OF METROPOLITAN FORT WORTH, NOR THE ENDOWMENT OR MCDONALD YMCA HAD NOT TAKEN ANY UNCERTAIN TAX POSITIONS THAT REQUIRE ADJUSTMENT TO THE FINANCIAL STATEMENTS AT DECEMBER 31, 2018 AND 2017.

**SCHEDULE G
(Form 990 or 990-EZ)**

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the organization

YMCA OF METROPOLITAN FORT WORTH

Employer identification number

75-0827471

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- 1** Indicate whether the organization raised funds through any of the following activities. Check all that apply.
- a** Mail solicitations
 - b** Internet and email solicitations
 - c** Phone solicitations
 - d** In-person solicitations
 - e** Solicitation of non-government grants
 - f** Solicitation of government grants
 - g** Special fundraising events
- 2a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**
- b** If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total						

- 3** List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

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Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		TURKEY TROT FUN RUN/WALK (event type)	(event type)	(total number)	(add col. (a) through col. (c))
Revenue	1 Gross receipts	283,110			283,110
	2 Less: Contributions	20,000			20,000
	3 Gross income (line 1 minus line 2)	263,110	0	0	263,110
Direct Expenses	4 Cash prizes	0			0
	5 Noncash prizes	1,697			1,697
	6 Rent/facility costs	5,500			5,500
	7 Food and beverages	2,500			2,500
	8 Entertainment	600			600
	9 Other direct expenses	97,830			97,830
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				108,127
11 Net income summary. Subtract line 10 from line 3, column (d) ▶				154,983	

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No		
7 Direct expense summary. Add lines 2 through 5 in column (d) ▶					
8 Net gaming income summary. Subtract line 7 from line 1, column (d) ▶					

9 Enter the state(s) in which the organization conducts gaming activities: _____

a Is the organization licensed to conduct gaming activities in each of these states? Yes No

b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No

b If "Yes," explain: _____

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

YMCA OF METROPOLITAN FORT WORTH

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Employer identification number

75-0827471

Part I Questions Regarding Compensation

	Yes	No
<p>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <p> <input type="checkbox"/> First-class or charter travel <input type="checkbox"/> Housing allowance or residence for personal use <input type="checkbox"/> Travel for companions <input type="checkbox"/> Payments for business use of personal residence <input type="checkbox"/> Tax indemnification and gross-up payments <input checked="" type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Personal services (such as maid, chauffeur, chef) </p>		
<p>b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain</p>	✓	
<p>2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?</p>	✓	
<p>3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.</p> <p> <input checked="" type="checkbox"/> Compensation committee <input checked="" type="checkbox"/> Written employment contract <input checked="" type="checkbox"/> Independent compensation consultant <input checked="" type="checkbox"/> Compensation survey or study <input type="checkbox"/> Form 990 of other organizations <input checked="" type="checkbox"/> Approval by the board or compensation committee </p>		
<p>4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p>a Receive a severance payment or change-of-control payment?</p> <p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a–c, list the persons and provide the applicable amounts for each item in Part III.</p>		✓
		✓
		✓
<p>Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5–9.</p> <p>5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" on line 5a or 5b, describe in Part III.</p>		✓
		✓
<p>6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" on line 6a or 6b, describe in Part III.</p>		✓
		✓
<p>7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III</p>		✓
<p>8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III</p>		✓
<p>9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>		

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported on Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that aren't listed on Form 990, Part VII.

Note: The sum of columns (B)(i)–(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)–(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1	ANTHONY SHUMAN PRESIDENT - CEO	(i) 321,297	(ii) 0	(iii) 0	57,500	13,703	392,500	0
		(ii) 0	0	0	0	0	0	0
2	JAYE HELM CHIEF FINANCIAL OFFICER	(i) 131,238	(ii) 0	(iii) 0	17,148	21,928	170,314	0
		(ii) 0	0	0	0	0	0	0
3	RICH MICELLI CHIEF OPERATIONS OFFICER	(i) 164,183	(ii) 0	(iii) 0	20,010	7,612	191,805	0
		(ii) 0	0	0	0	0	0	0
4	KRISTINE MELLGREN CHIEF HR OFFICER	(i) 130,055	(ii) 0	(iii) 0	15,891	7,612	153,558	0
		(ii) 0	0	0	0	0	0	0
5	TODD BAKER CHIEF PROPERTIES OFFICER	(i) 147,435	(ii) 0	(iii) 0	18,360	13,703	179,498	0
		(ii) 0	0	0	0	0	0	0
6	TERI MCGUILL CHIEF DEVELOPMENT OFFICER	(i) 126,097	(ii) 0	(iii) 0	15,734	13,703	155,534	0
		(ii) 0	0	0	0	0	0	0
7		(i)						
		(ii)						
8		(i)						
		(ii)						
9		(i)						
		(ii)						
10		(i)						
		(ii)						
11		(i)						
		(ii)						
12		(i)						
		(ii)						
13		(i)						
		(ii)						
14		(i)						
		(ii)						
15		(i)						
		(ii)						
16		(i)						
		(ii)						

Part III

Supplemental Information. Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

Return Reference - Identifier	Explanation
SCHEDULE J, PART I, LINE 1A - HEALTH OR SOCIAL CLUB DUES OR INITIATION FEES	ADMIRALS CLUB WITH AMERICAN AIRLINES, FOR USE WITH BUSINESS TRAVEL FOR ANTHONY SHUMAN. THIS WAS TREATED AS TAXABLE COMPENSATION.

**SCHEDULE L
(Form 990 or 990-EZ)**

Transactions With Interested Persons

OMB No. 1545-0047

2018

Open To Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.**
▶ **Attach to Form 990 or Form 990-EZ.**
▶ **Go to www.irs.gov/Form990 for instructions and the latest information.**

Name of the organization

YMCA OF METROPOLITAN FORT WORTH

Employer identification number

75-0827471

Part I Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected?	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958. ▶ \$ _____

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
			(1)									
(2)												
(3)												
(4)												
(5)												
(6)												
(7)												
(8)												
(9)												
(10)												
Total ▶						\$						

Part III Grants or Assistance Benefiting Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

**SCHEDULE O
(Form 990 or 990-EZ)**

Department of Treasury Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

- ▶ Attach to Form 990 or 990-EZ.
- ▶ Go to www.irs.gov/Form990 for the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Name of the Organization
YMCA OF METROPOLITAN FORT WORTH

Employer Identification Number
75-0827471

Return Reference - Identifier	Explanation
<p>FORM 990, PART III, LINE 4A - PROGRAM SERVICE DESCRIPTION</p>	<p>PROGRAMS HAVE BEEN DEVELOPED AND SENIORS ARE ENCOURAGED TO VOLUNTEER IN PROVIDING PROGRAMS TO OTHERS. SOCIAL ACTIVITIES AND PROGRAM OUTINGS ALSO COMBAT SENIOR ISOLATION, A COMMUNITY-WIDE PROBLEM IDENTIFIED BY UNITED WAY OF TARRANT COUNTY. OVER 17,000 SENIORS ENGAGED IN HEALTHY LIVING ACTIVITIES IN 2018.</p> <p>ADAPTIVE AQUATICS PROGRAM - A WATER EXERCISE PROGRAM FOR SENIORS AND PARTICIPANTS WITH ARTHRITIS OR CHRONIC PHYSICAL AILMENTS (STROKE VICTIMS, BACK INJURIES, ETC.). THE PROGRAM PROVIDES SWIMMING AND WATER SAFETY SKILLS, AND PHYSICAL EXERCISE FOR INDIVIDUALS WHO ARE VIRTUALLY UNABLE TO EXERCISE ANY OTHER WAY. THESE CLASSES INCREASE JOINT FLEXIBILITY AND HELP RELIEVE PAIN, A WELCOME ALTERNATIVE FOR PEOPLE WHO ARE USUALLY SHUT OUT OF REGULAR EXERCISE CLASSES. THESE PROGRAMS ARE OFFERED AT FEES AFFORDABLE TO THE COMMUNITY AT LARGE, WITH FINANCIAL ASSISTANCE FOR THOSE WHO CANNOT AFFORD THE FULL FEE.</p> <p>THE YMCA'S DIABETES PREVENTION PROGRAM (YDPP) HELPS THOSE AT HIGH RISK ADOPT AND MAINTAIN HEALTHY LIFESTYLES AND REDUCE THEIR CHANCE OF DEVELOPING TYPE 2 DIABETES. YDPP IS BASED ON THE LANDMARK DIABETES PREVENTION PROGRAM FUNDED BY THE NATIONAL INSTITUTE OF HEALTH (NIH) AND THE CENTERS FOR DISEASE CONTROL AND PREVENTION (CDC), WHICH SHOWED THAT BY EATING HEALTHIER, INCREASING PHYSICAL ACTIVITY AND LOSING A SMALL AMOUNT OF WEIGHT, A PERSON WITH PRE-DIABETES CAN PREVENT OR DELAY THE ONSET OF TYPE 2 DIABETES BY 58%. IN A CLASSROOM SETTING A TRAINED LIFESTYLE COACH HELPS CHANGE PARTICIPANTS' LIFESTYLES AS THEY LEARN ABOUT HEALTHY EATING, PHYSICAL ACTIVITY AND OTHER BEHAVIOR CHANGES OVER THE COURSE OF 16 ONE-HOUR SESSIONS, TOPICS COVERED INCLUDE NUTRITION, GETTING STARTED WITH PHYSICAL ACTIVITY, OVERCOMING STRESS, STAYING MOTIVATED, AND MORE.</p> <p>TOWARD THAT PURPOSE, WE HAVE PROVIDED OUR PARTICIPANTS IN HEALTHY LIVING PROGRAMS WITH NEED-BASED ASSISTANCE TOTALING \$271,985.</p>
<p>FORM 990, PART III, LINE 4B - PROGRAM SERVICE DESCRIPTION</p>	<p>CHILDREN IN OUR PROGRAMS TO REMAIN GAINFULLY EMPLOYED, KNOWING THAT THEIR CHILDREN ARE THRIVING IN A SUPPORTIVE ENVIRONMENT.</p> <p>YMCA PRESCHOOL ALSO OFFERS A CONVENIENT, SAFE PLACE FOR CHILDREN WHILE THE PARENTS ARE AT WORK. BY PROVIDING A SUPPORTIVE ENVIRONMENT FOR CHILDREN, PARENTS ARE ABLE TO SEEK AND RETAIN GAINFUL EMPLOYMENT. THE YMCA OPERATES PRE-SCHOOLS AT THE MCDONALD SOUTHEAST YMCA, AMON G. CARTER, JR DOWNTOWN YMCA, AND THE BUTLER HOUSING COMMUNITY IN COLLABORATION WITH THE FORT WORTH HOUSING AUTHORITY.</p> <p>RESIDENT CAMP - CAMP PROGRAMS HELP DEVELOP AN APPRECIATION FOR NATURE AND PROVIDE MANY URBAN YOUNGSTERS EXPOSURES TO A NATURAL SETTING. YMCA CAMPING PROGRAMS ARE EDUCATIONAL; THEY PROMOTE SPIRITUAL AWARENESS, MENTAL DEVELOPMENT, PHYSICAL WELL-BEING, SOCIAL GROWTH, AND A RESPECT FOR THE ENVIRONMENT. OFFERINGS INCLUDE DAY CAMP AND OVERNIGHT CAMP, AND SPECIALTY CAMPS FOR CHILDREN WITH VERY LIMITED OR NO EYESIGHT. YMCA CAMP CARTER HAS AN OUTDOOR EDUCATION CURRICULUM THAT SERVES SCHOOL CHILDREN THROUGHOUT THE SCHOOL YEAR. CHURCH GROUPS, BUSINESSES AND OTHER ORGANIZATIONS UTILIZE THE OUTDOOR CHALLENGE COURSE AS A TEAM BUILDING ACTIVITY. 9300 YOUTH ENGAGED IN ENVIRONMENTAL EDUCATION THROUGH OUTDOOR SCIENCE CLASSES DURING YEAR-ROUND OUTDOOR EDUCATION PROGRAMS AT YMCA CAMP CARTER</p> <p>YOUTH SPORTS PROGRAMS - THESE PROGRAMS PROMOTE AN APPRECIATION OF ONE'S OWN WORTH. WHATEVER THE SPORT, THE FOCUS IS ON FULL AND EQUAL PARTICIPATION. WIN OR LOSE, YMCA YOUTH SPORT PROGRAMS EMPHASIZE DEVELOPMENT OF SKILL, HEALTH AND FITNESS, SAFETY, COOPERATION, SELF-ESTEEM, AND RESPECT FOR OTHERS. DURING 2018, OVER 16,000 YOUTH PLAYED SPORTS THROUGH THE YMCA OF METROPOLITAN FORT WORTH.</p> <p>YOUTH AND GOVERNMENT - A LEADERSHIP DEVELOPMENT PROGRAM FOR HIGH SCHOOL AGE YOUTH THAT PROVIDES A "HANDS-ON" APPROACH TO LEARNING ABOUT OUR GOVERNMENT AND ITS LEGISLATURE AND JUDICIAL BRANCHES. YOUTH AND GOVERNMENT PROVIDES GOOD ROLE MODELS TO HELP TEENS DEVELOP SELF-ESTEEM, GOOD VALUES, INCLUDING COOPERATION, GOOD CITIZENSHIP, AND A STRONG WORK ETHIC.</p> <p>AQUATICS - SWIMMING IS A LIFE SKILL AS WELL AS GREAT EXERCISE AND A CHALLENGING SPORT. AQUATICS PROGRAMS AT THE YMCA INCLUDE SWIM LESSONS, FAMILY SWIM, SWIM TEAMS, AND WATER AEROBICS. THE YMCA WORKS TO PROVIDE MANY KINDS OF ADAPTIVE SWIM PROGRAMS FOR THOSE WITH SPECIAL NEEDS AND TAKES WATER SAFETY VERY SERIOUSLY.</p> <p>THE YMCA OF METROPOLITAN FORT WORTH IS AN ADVOCATE FOR WATER SAFETY IN ITS COMMUNITY, PARTNERING WITH THE FORT WORTH DROWNING PREVENTION COALITION TO OFFER WATER SAFETY CLASSES DURING THE SUMMER MONTHS. IN ADDITION TO PROVIDING SPECIFIC SWIMMING AND WATER SAFETY SKILLS, THEY PROMOTE GOOD HEALTH THROUGH REGULAR EXERCISE. THEY ALSO PROMOTE TEAMWORK, SELF-CONFIDENCE, AND LEADERSHIP. IN 2018, OUR YMCA CONTINUED A WATER SAFETY OUTREACH PROGRAM TO AREA APARTMENT COMPLEXES WITH POOLS, SEVERAL OF WHICH HAD PREVIOUSLY EXPERIENCED TRAGIC DROWNING INCIDENTS.</p> <p>TEEN LEADERSHIP - SEVERAL Y BRANCHES PROVIDE LEADERS AND COUNSELORS IN TRAINING PROGRAMS DESIGNED TO TRAIN FUTURE LEADERS AND TO ENCOURAGE TEEN LEADERSHIP. THESE TEEN VOLUNTEERS ASSIST GROUP LEADERS IN SUMMER CAMP.</p> <p>FOR THE YEAR 2018, OVER 40,000 YOUTH WERE SERVED THROUGH A VARIETY OF ACTIVITIES INCLUDING SPORTS, FAMILY MEMBERSHIPS, AFTER-SCHOOL PROGRAMS, SUMMER CAMP, PRE-SCHOOL AND TEEN PROGRAMS. TO ACCOMMODATE THOSE IN NEED, SCHOLARSHIPS WERE PROVIDED FROM RAISED FUNDS TOTALING \$632,501</p>

Return Reference - Identifier	Explanation
FORM 990, PART III, LINE 4C - PROGRAM SERVICE DESCRIPTION	WITH THE FORT WORTH DROWNING PREVENTION COALITION TO OFFER WATER SAFETY CLASSES DURING THE SUMMER MONTHS. IN ADDITION TO PROVIDING SPECIFIC SWIMMING AND WATER SAFETY SKILLS, THEY PROMOTE GOOD HEALTH THROUGH REGULAR EXERCISE. THEY ALSO PROMOTE TEAMWORK, SELF-CONFIDENCE, AND LEADERSHIP. WE WERE ABLE TO SERVE OVER 7,400 YOUTH IN 2018 WITH KEY DROWNING PREVENTION EDUCATION. WE ALSO INCREASED OUR SAFETY AROUND WATER OUTREACH PARTICIPATION BY 25%, TAKING FREE WATER SAFETY CLASSES TO LOCAL APARTMENT POOLS. OUR EASTSIDE AND MCDONALD SOUTHEAST BRANCHES ORGANIZE PROGRAMS TO PROVIDE HEALTHY MEALS TO KIDS IN THEIR COMMUNITIES. THESE BRANCHES ALSO COLLABORATED TO PROVIDE TEEN PROGRAMS SUCH AS LEADERSHIP AND MENTORING.
FORM 990, PART VI, LINE 11B - REVIEW OF FORM 990 BY GOVERNING BODY	THE FORM 990 IS PRESENTED TO THE AUDIT COMMITTEE FOR REVIEW PRIOR TO FILING WITH THE IRS. THE FORM IS ALSO EMAILED TO THE FULL BOARD OF DIRECTORS PRIOR TO FILING.
FORM 990, PART VI, LINE 12C - CONFLICT OF INTEREST POLICY	ALL OFFICERS, DIRECTORS AND KEY EMPLOYEES ARE GIVEN THE POLICY ANNUALLY IN MAY AND ARE REQUIRED TO DISCLOSE ANY POSSIBLE CONFLICTS. ALL DISCLOSURES, PLUS ANY ADDITIONAL KNOWN ITEMS, ARE REVIEWED BY THE AUDIT COMMITTEE ON AN ANNUAL BASIS.
FORM 990, PART VI, LINE 15A - PROCESS TO ESTABLISH COMPENSATION OF TOP MANAGEMENT OFFICIAL	THE YMCA UTILIZES AN EXECUTIVE COMPENSATION SURVEY FROM A LOCAL CONSULTANT. ALSO, THE YMCA OF THE USA NATIONAL OFFICE PROVIDES GUIDANCE REGARDING TOP EXECUTIVE COMPENSATION. UTILIZING THIS INPUT, THE COMPENSATION COMMITTEE WITHIN THE BOARD OF DIRECTORS REVIEWS AND APPROVES ALL EXECUTIVE COMPENSATION ON AN ANNUAL BASIS AND AS NEEDED.
FORM 990, PART VI, LINE 15B - PROCESS TO ESTABLISH COMPENSATION OF OTHER EMPLOYEES	THE YMCA UTILIZED AN EXECUTIVE COMPENSATION SURVEY IN 2018 TO ESTABLISH COMPENSATION FOR OFFICERS. ALSO THE YMCA OF THE USA NATIONAL OFFICE PROVIDES GUIDANCE REGARDING COMPENSATION OF THOSE POSITIONS.
FORM 990, PART VI, LINE 19 - REQUIRED DOCUMENTS AVAILABLE TO THE PUBLIC	THE FORM 990, GOVERNING DOCUMENTS, AUDITS, FINANCIAL STATEMENTS, AND POLICIES ARE MADE AVAILABLE UPON REQUEST. ALSO, OUR FORM 990 IS AVAILABLE ON OUR WEBSITE, AS WELL AS GUIDESTAR AND OTHER SIMILAR ORGANIZATIONS' WEBSITES.

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

YMCA OF METROPOLITAN FORT WORTH

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
▶ Attach to Form 990.

▶ Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2018

Open to Public Inspection

Employer identification number

75-0827471

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1) -----					
(2) -----					
(3) -----					
(4) -----					
(5) -----					
(6) -----					

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) YMCA OF METROPOLITAN FORT WORTH ENDOWMENT INC. (75-2849033) 512 LAMAR, STE 400, FORT WORTH, TX 76102	SUPPORT OF THE YMCA OF METROPOLITAN FORT WORTH	TX	501(C)(3)	12 TYPE I	N/A	✓	
(2) MCDONALD YMCA AT RENAISSANCE HEIGHTS HOLDING COMPANY (81-3764677) 512 LAMAR STREET, SUITE 400, FORT WORTH, TX 76102	TO HOLD TITLE TO PROPERTY FOR BENEFIT OF THE YMCA OF METROPOLITAN FORT WORTH	TX	501(C)(2)		YMCA OF METROPOLITAN FORT WORTH	✓	
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							

Part III Identification of Related Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512–514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												
(4) -----												
(5) -----												
(6) -----												
(7) -----												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a corporation or trust during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1) -----									
(2) -----									
(3) -----									
(4) -----									
(5) -----									
(6) -----									
(7) -----									

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note: Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		✓
b Gift, grant, or capital contribution to related organization(s)		✓
c Gift, grant, or capital contribution from related organization(s)	✓	
d Loans or loan guarantees to or for related organization(s)		✓
e Loans or loan guarantees by related organization(s)		✓
f Dividends from related organization(s)		✓
g Sale of assets to related organization(s)		✓
h Purchase of assets from related organization(s)		✓
i Exchange of assets with related organization(s)		✓
j Lease of facilities, equipment, or other assets to related organization(s)		✓
k Lease of facilities, equipment, or other assets from related organization(s)		✓
l Performance of services or membership or fundraising solicitations for related organization(s)		✓
m Performance of services or membership or fundraising solicitations by related organization(s)		✓
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		✓
o Sharing of paid employees with related organization(s)		
p Reimbursement paid to related organization(s) for expenses		✓
q Reimbursement paid by related organization(s) for expenses	✓	
r Other transfer of cash or property to related organization(s)		✓
s Other transfer of cash or property from related organization(s)		✓

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
YMCA OF METROPOLITAN FORT WORTH ENDOWMENT	C	485,808	CASH AMOUNT
(1) MCDONALD YMCA AT RENAISSANCE HEIGHTS HOLDING COMPANY	B	78,654	CASH PLUS LAND VALUE
(2)			
(3)			
(4)			
(5)			
(6)			

Part VI **Unrelated Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													
(12)													
(13)													
(14)													
(15)													
(16)													

Exempt Organization Declaration and Signature for Electronic Filing

For calendar year 2018, or tax year beginning _____, 2018, and ending _____, 20_____

2018

Department of the Treasury
Internal Revenue Service

For use with Forms 990, 990-EZ, 990-PF, 1120-POL, and 8868

Name of exempt organization YMCA OF METROPOLITAN FORT WORTH	Employer identification number 75-0827471
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Part I Type of Return and Return Information (Whole Dollars Only)

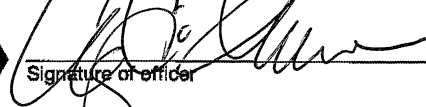
Check the box for the type of return being filed with Form 8453-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a below and the amount on that line of the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

1a Form 990 check here <input checked="" type="checkbox"/>	b Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	24,564,399
2a Form 990-EZ check here <input type="checkbox"/>	b Total revenue, if any (Form 990-EZ, line 9)	2b	
3a Form 1120-POL check here <input type="checkbox"/>	b Total tax (Form 1120-POL, line 22)	3b	
4a Form 990-PF check here <input type="checkbox"/>	b Tax based on investment income (Form 990-PF, Part VI, line 5)	4b	
5a Form 8868 check here <input type="checkbox"/>	b Balance due (Form 8868, line 3c)	5b	

Part II Declaration of Officer


- 6 I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.
- If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that I am an officer of the above named organization and that I have examined a copy of the organization's 2018 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund.

Sign Here  Date 6/17/19 Title PRESIDENT/CEO

Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)

I declare that I have reviewed the above organization's return and that the entries on Form 8453-EO are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The organization officer will have signed this form before I submit the return. I will give the officer a copy of all forms and information to be filed with the IRS, and have followed all other requirements in Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above organization's return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's Use Only	ERO's signature 	Date	Check if also paid preparer <input type="checkbox"/>	Check if self-employed <input type="checkbox"/>	ERO's SSN or PTIN
	Firm's name (or yours if self-employed), address, and ZIP code				EIN Phone no.

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name			Firm's EIN	
	Firm's address			Phone no.	

YMCA of Metropolitan Fort Worth and Affiliates

Combined Financial Report
December 31, 2018

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Independent Auditor's Report

To the Board of Directors of
YMCA of Metropolitan Fort Worth and Affiliates
Fort Worth, Texas

Report on the Combined Financial Statements

We have audited the accompanying combined financial statements of the YMCA of Metropolitan Fort Worth and Affiliates (YMCA) as of December 31, 2018, which comprise the combined statement of financial position as of December 31, 2018, and the related combined statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the combined financial statements.

Management's Responsibility for the Combined Financial Statements

Management is responsible for the preparation and fair presentation of these combined 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 combined 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 combined 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 combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the combined financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to entity's preparation and fair presentation of the combined 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 combined 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 combined financial statements referred to above present fairly, in all material respects, the financial position of the YMCA as of December 31, 2018, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The Board of Directors of
YMCA of Metropolitan Fort Worth and Affiliates

Emphasis of Matter

As discussed in Note 1, the Financial Accounting Standards Board issued Accounting Standards Update (ASU) 2016-14, *Not-for-Profit Entities* (Topic 958) – *Presentation of Financial Statements for Not-for-Profit Entities*. The update addresses net asset classification requirements and the information presented in financial statements and notes regarding liquidity, financial performance and cash flows. YMCA adopted ASU 2016-14 in year ended December 31 2018. The ASU has been applied retrospectively to all periods presented. Our opinion is not modified with respect to this matter.

Other Matters

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the December 31, 2018 combined financial statements of YMCA of Metropolitan Fort Worth and Affiliates. The individual financial statements of the YMCA of Metropolitan Fort Worth and Affiliates included in separate columns in the combined financial statements are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the combined financial statements. Such information has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the individual financial statements of YMCA of Metropolitan Fort Worth and Affiliates are fairly stated in all material respects in relation to the combined financial statements as a whole.

Report on Summarized Comparative Information

We have previously audited the YMCA'S 2017 combined financial statements and we expressed an unmodified audit opinion on those audited combined financial statements in our report dated May 31, 2018. In our opinion, the summarized comparative information presented herein as of and for the year ended December 31, 2017 is consistent, in all material respects, with the audited combined financial statements from which it has been derived, except for the retrospective implementation of ASU 2016-14 as disclosed in Note 1.

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Fort Worth, Texas
May 21, 2019

YMCA of Metropolitan Fort Worth and Affiliates
Combined Statements of Financial Position
December 31, 2018 with Comparative Totals for 2017

ASSETS	YMCA	YMCA Endowment	McDonald YMCA	Combined Total	
				2018	2017
CURRENT ASSETS					
Cash and cash equivalents	\$ 1,754,638	\$ 38,404	\$ 1,458,968	\$ 3,252,010	\$ 9,705,526
Restricted cash	100,000	-	403,395	503,395	636,781
Custodial funds	200,000	-	-	200,000	200,000
Short-term investments	1,202,289	-	-	1,202,289	1,087,145
Accounts receivable	265,644	-	-	265,644	234,662
Contributions receivable, less allowance for uncollectible accounts of \$299,467 and \$268,678 in 2018 and 2017	631,552	2,000	-	633,552	621,487
Current capital campaign receivables	249,275	-	-	249,275	363,910
Intercompany balances	259,960	(29,479)	(230,481)	-	-
Prepaid expenses and other assets	61,087	-	-	61,087	134,201
Inventory	21,710	-	-	21,710	51,176
Total current assets	4,746,155	10,925	1,631,882	6,388,962	13,034,888
NONCURRENT ASSETS					
Long-term capital campaign receivable	5,380	-	-	5,380	241,515
Long-term other receivables	9,963,630	-	-	9,963,630	9,963,630
Property and equipment, net	13,653,627	-	13,641,318	27,294,945	20,996,661
Property held for sale	647,535	-	-	647,535	463,141
Long-term investments	-	7,962,543	-	7,962,543	8,641,392
Beneficial interest in perpetual trusts	-	944,458	-	944,458	1,070,711
Total noncurrent assets	24,270,172	8,907,001	13,641,318	46,818,491	41,377,050
TOTAL ASSETS	\$ 29,016,327	\$ 8,917,926	\$ 15,273,200	\$ 53,207,453	\$ 54,411,938
LIABILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Accounts payable	\$ 383,510	\$ -	\$ 746,061	\$ 1,129,571	\$ 1,157,410
Custodial funds	200,000	-	-	200,000	200,000
Accrued expenses	532,968	-	-	532,968	483,174
Current term portion of capital lease obligations	20,697	-	-	20,697	327,128
Current portion of notes payable	-	-	-	-	1,838,414
Deferred income	650,745	-	-	650,745	218,037
Total current liabilities	1,787,920	-	746,061	2,533,981	4,224,163
LONG-TERM LIABILITIES					
Capital lease obligations, net of current portion	-	-	-	-	37,573
Notes payable, net of current portion	2,190,283	-	14,700,000	16,890,283	15,299,095
Total long-term liabilities	2,190,283	-	14,700,000	16,890,283	15,336,668
Total liabilities	3,978,203	-	15,446,061	19,424,264	19,560,831
NET ASSETS					
Without donor restrictions	23,177,022	6,063,573	(172,861)	29,067,734	29,121,347
With donor restrictions	1,861,102	2,854,353	-	4,715,455	5,729,760
Total net assets	25,038,124	8,917,926	(172,861)	33,783,189	34,851,107
TOTAL LIABILITIES AND NET ASSETS	\$ 29,016,327	\$ 8,917,926	\$ 15,273,200	\$ 53,207,453	\$ 54,411,938

The Notes to Combined Financial Statements are an integral part of this statement.

YMCA of Metropolitan Fort Worth and Affiliates
Combined Statement of Activities
Year Ended December 31, 2018 with Comparative Totals for 2017

	YMCA		
	Without Donor Restrictions	With Donor Restrictions	Total
REVENUE AND OTHER SUPPORT			
Contributions	\$ 533,235	\$ 1,716,118	\$ 2,249,353
Contributions from endowment	485,808	-	485,808
Capital campaign contributions	-	52,799	52,799
United Way	114,004	-	114,004
Government grants and contracts	140,805	-	140,805
Membership dues	11,058,537	-	11,058,537
Program service fees	9,708,756	-	9,708,756
Oil and gas revenues	-	-	-
Investment income	20,282	-	20,282
Gain (loss) on disposal of property and equipment	514,491	-	514,491
Net unrealized and realized gain (loss) on investments	-	-	-
Interest income	99,789	-	99,789
New market tax credit transfer	(78,654)	-	(78,654)
Other revenue	198,429	-	198,429
Net assets released from restrictions:			
Expirations of purpose restrictions - program services	1,224,830	(1,224,830)	-
Expiration of time restrictions - sustaining campaign	1,432,139	(1,432,139)	-
	<u>25,452,451</u>	<u>(888,052)</u>	<u>24,564,399</u>
Total revenue and other support			
EXPENSES			
Program services	21,533,848	-	21,533,848
Supporting services			
Management and general	2,373,587	-	2,373,587
Fundraising	986,124	-	986,124
	<u>3,359,711</u>	<u>-</u>	<u>3,359,711</u>
Total supporting services			
Total expenses	<u>24,893,559</u>	<u>-</u>	<u>24,893,559</u>
Change in net assets	558,892	(888,052)	(329,160)
NET ASSETS, beginning of year	<u>22,618,130</u>	<u>2,749,154</u>	<u>25,367,284</u>
NET ASSETS, end of year	<u>\$ 23,177,022</u>	<u>\$ 1,861,102</u>	<u>\$ 25,038,124</u>

The Notes to Combined Financial Statements are an integral part of this statement.

YMCA Endowment			McDonald YMCA		Combined Total	
Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	Total	2018	2017
\$ 5,000	\$ -	\$ 5,000	\$ -	\$ -	\$ 2,254,353	\$ 2,163,499
(580,242)	94,434	(485,808)	-	-	-	-
-	-	-	-	-	52,799	1,204,796
-	-	-	-	-	114,004	116,093
-	-	-	-	-	140,805	707,312
-	-	-	-	-	11,058,537	11,568,702
-	-	-	-	-	9,708,756	9,261,453
314,351	-	314,351	-	-	314,351	337,393
127,604	57,555	185,159	-	-	205,441	151,888
-	-	-	-	-	514,491	(439)
(336,972)	(278,242)	(615,214)	-	-	(615,214)	1,746,111
-	-	-	45,007	45,007	144,796	99,965
-	-	-	78,654	78,654	-	-
-	-	-	-	-	198,429	412,029
-	-	-	-	-	-	-
-	-	-	-	-	-	-
(470,259)	(126,253)	(596,512)	123,661	123,661	24,091,548	27,768,802
-	-	-	-	-	21,533,848	22,089,045
74,427	-	74,427	191,480	191,480	2,639,494	2,436,882
-	-	-	-	-	986,124	893,973
74,427	-	74,427	191,480	191,480	3,625,618	3,330,855
74,427	-	74,427	191,480	191,480	25,159,466	25,419,900
(544,686)	(126,253)	(670,939)	(67,819)	(67,819)	(1,067,918)	2,348,902
6,608,259	2,980,606	9,588,865	(105,042)	(105,042)	34,851,107	32,502,205
\$ 6,063,573	\$ 2,854,353	\$ 8,917,926	\$ (172,861)	\$ (172,861)	\$ 33,783,189	\$ 34,851,107

YMCA of Metropolitan Fort Worth and Affiliates
Combined Statements of Cash Flows
Year Ended December 31, 2018 with Comparative Totals for 2017

	YMCA	YMCA Endowment	McDonald YMCA	Combined	
				2018	2017
CASH FLOW FROM OPERATING ACTIVITIES					
Change in net assets	\$ (329,160)	\$ (670,939)	\$ (67,819)	\$ (1,067,918)	\$ 2,348,902
Adjustments to reconcile change in net assets to net cash provided (used) by operating activities					
Depreciation and amortization	1,336,813	-	-	1,336,813	1,337,133
Bad debt expense	467,318	-	-	467,318	420,394
(Gain) loss on disposal of property and equipment	(514,491)	-	-	(514,491)	439
Net unrealized and realized gain (loss) on investments	(20,282)	488,961	-	468,679	(1,675,530)
Change in fair value of beneficial interest in perpetual trust	-	126,253	-	126,253	(89,679)
Change in operating assets and liabilities					
Accounts receivable	(30,982)	-	-	(30,982)	17,508
Contributions receivable	(479,383)	-	-	(479,383)	(387,855)
Capital campaign receivables	350,770	-	-	350,770	2,208,122
Prepaid expenses and other assets	73,114	-	-	73,114	(97,824)
Intercompany balances	(259,960)	29,479	230,481	-	-
Inventory	29,466	-	-	29,466	(20,509)
Accounts payable	201,587	(147,773)	(81,653)	(27,839)	648,767
Accrued expenses	49,794	-	-	49,794	23,702
Deferred income	432,708	-	-	432,708	(4,337)
Net cash provided by (used in) operating activities	1,307,312	(174,019)	81,009	1,214,302	4,729,233
CASH FLOW FROM INVESTING ACTIVITIES					
Proceeds from sale of investments	-	2,465,592	-	2,465,592	2,533,796
Purchases of investments	(94,862)	(2,275,704)	-	(2,370,566)	(1,186,163)
Proceeds from sale of property and equipment	891,853	-	-	891,853	2,678,730
Purchases of property and equipment	(846,982)	-	(7,349,871)	(8,196,853)	(8,262,063)
Net cash provided by (used in) investing activities	(49,991)	189,888	(7,349,871)	(7,209,974)	(4,235,700)
CASH FLOW FROM FINANCING ACTIVITIES					
Payments on long-term note receivable	-	-	-	-	(9,963,630)
Payments on note payable	(1,838,414)	-	-	(1,838,414)	(4,761,644)
Payments on capital lease obligations	(344,004)	-	-	(344,004)	(311,033)
Proceeds from notes payable	1,591,188	-	-	1,591,188	20,879,839
Net cash provided (used) by financing activities	(591,230)	-	-	(591,230)	5,843,532
Net change in cash and cash equivalents	666,091	15,869	(7,268,862)	(6,586,902)	6,337,065
CASH AND CASH EQUIVALENTS, beginning of year	<u>1,188,547</u>	<u>22,535</u>	<u>9,131,225</u>	<u>10,342,307</u>	<u>4,005,242</u>
CASH AND CASH EQUIVALENTS, end of year	<u>\$ 1,854,638</u>	<u>\$ 38,404</u>	<u>\$ 1,862,363</u>	<u>\$ 3,755,405</u>	<u>\$ 10,342,307</u>
RECONCILIATION OF CASH TO STATEMENT OF FINANCIAL POSITION					
Cash and cash equivalents	\$ 1,754,638	\$ 38,404	\$ 1,458,968	\$ 3,252,010	\$ 9,705,526
Restricted cash	100,000	-	403,395	503,395	636,781
Total cash and cash equivalents	<u>\$ 1,854,638</u>	<u>\$ 38,404</u>	<u>\$ 1,862,363</u>	<u>\$ 3,755,405</u>	<u>\$ 10,342,307</u>
SUPPLEMENTAL AND NONCASH DISCLOSURE OF CASH FLOW INFORMATION					
Cash payments for interest	\$ 119,411	\$ -	\$ -	\$ 119,411	\$ 164,869
Transfer of property to property held for sale	\$ 184,394	\$ -	\$ -	\$ 184,394	\$ -

The Notes to Combined Financial Statements are an integral part of this statement.

YMCA of Metropolitan Fort Worth and Affiliates
Combined Statements of Functional Expenses
Year Ended December 31, 2018 with Comparative Totals for 2017

	Program Services			Total
	Healthy Living	Youth Development	Social Responsibility	
SALARIES AND RELATED EXPENSES				
Salaries	\$ 5,019,191	\$ 5,490,498	\$ 38,759	\$ 10,548,448
Employee benefits	528,724	564,614	303	1,093,641
Taxes and workers compensation	420,267	463,022	3,504	886,793
 Total salaries and related expenses	 5,968,182	 6,518,134	 42,566	 12,528,882
EXPENSES BEFORE DEPRECIATION AND AMORTIZATION				
Professional fees	462,269	271,441	3,634	737,344
Supplies	471,958	1,260,606	15,579	1,748,143
Telephone	83,897	62,686	-	146,583
Postage	-	-	-	-
Occupancy	1,702,906	1,149,070	-	2,851,976
Marketing	282,276	47,054	-	329,330
Local transportation	37,555	173,212	7,077	217,844
Conferences and training	145,536	152,654	176	298,366
Interest	16,864	-	-	16,864
Organization dues	-	-	-	-
Liability insurance	-	-	-	-
Rental, purchase, and maintenance of equipment	604,056	135,161	-	739,217
Bad debt	186,086	29,805	-	215,891
Miscellaneous	55,402	36,609	-	92,011
National support payments	183,900	117,420	-	301,320
 Total expenses before depreciation and amortization	 10,200,887	 9,953,852	 69,032	 20,223,771
DEPRECIATION AND AMORTIZATION	909,033	401,044	-	1,310,077
TOTAL EXPENSES	\$ 11,109,920	\$ 10,354,896	\$ 69,032	\$ 21,533,848

The Notes to Combined Financial Statements are an integral part of this statement.

Supporting Services			Total Program and Supporting Services	
Management and General	Fundraising	Total	2018	2017
\$ 1,661,426	\$ 453,061	\$ 2,114,487	\$ 12,662,935	\$ 12,515,389
284,734	90,367	375,101	1,468,742	1,421,013
49,836	42,124	91,960	978,753	974,413
1,995,996	585,552	2,581,548	15,110,430	14,910,815
137,711	31,300	169,011	906,355	627,538
30,122	3,151	33,273	1,781,416	1,878,052
53,788	4,882	58,670	205,253	208,499
-	-	-	-	43,874
66,429	-	66,429	2,918,405	2,884,579
-	67,081	67,081	396,411	530,739
5,502	3,218	8,720	226,564	222,243
51,852	34,390	86,242	384,608	409,871
102,547	-	102,547	119,411	164,869
-	-	-	-	11,757
-	-	-	-	156,948
120,843	1,901	122,744	861,961	1,019,867
-	251,427	251,427	467,318	420,394
20,095	3,222	23,317	115,328	107,824
27,873	-	27,873	329,193	484,898
2,612,758	986,124	3,598,882	23,822,653	24,082,767
26,736	-	26,736	1,336,813	1,337,133
\$ 2,639,494	\$ 986,124	\$ 3,625,618	\$ 25,159,466	\$ 25,419,900

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Note 1. Nature of Activities and Summary of Significant Accounting Policies

The accompanying combined financial statements include the accounts of YMCA of Metropolitan Fort Worth, YMCA of Metropolitan Fort Worth Endowment, Inc. (the Endowment) and McDonald YMCA at Renaissance Heights Holding Company (McDonald YMCA), collectively referred to as the YMCA. Significant intercompany transactions and balances have been eliminated in the combination. These eliminations included amounts due to and due from the entities at December 31, 2018, transfers of cash between entities resulting from expenses paid on behalf of another entity related to the new market tax credit transaction, and contributions from the Endowment to the YMCA of Metropolitan Fort Worth.

Nature of Activities

The mission of the YMCA of Metropolitan Fort Worth is to put Christian principles into practice through programs that build healthy spirit, mind, and body for all. This mission is accomplished by offering programs and services through its downtown and thirteen branch locations. The branches are located in the Fort Worth, Texas Metropolitan area. The YMCA of Metropolitan Fort Worth is a not-for-profit organization focusing on healthy living, youth development, and social responsibility. These are accomplished through offering health and fitness programs, youth and adult sports, summer and resident camping, pre-school and school age child care, swimming and water exercise, active older adult programs, diabetes prevention, teen mentoring programs, outdoor environmental education, and ropes confidence courses.

The Endowment was organized to acquire, hold, manage, and administer investment property for the exclusive benefit and support of the YMCA of Metropolitan Fort Worth.

McDonald YMCA was organized to acquire, hold and manage a YMCA branch.

New Accounting Standard Adopted

In fiscal year 2018, YMCA adopted the Financial Accounting Standards Board Accounting Standards Update (ASU) 2016-14, *Not-for-Profit Entities (Topic 958) Presentation of Financial Statements of Not-for-Profit Entities*.

The requirement of ASU 2016-14 applies to the financial statements of all not-for profit entities. This update reduced the net asset classifications from three classes (unrestricted, temporarily restricted and permanently restricted) to two classes (with donor restrictions and without donor restrictions). In addition, this statement added a liquidity disclosure (Note 15) to show the amount of financial assets available within one year from the balance sheet date and adds disclosures related to allocation methodologies.

Accounts recognized in net assets related to the prior period have been reclassified to conform to the presentation requirements under ASU 2016-14. The reclassifications have no effect on total net assets or change in net assets.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Financial Statement Presentation

YMCA is required to report information regarding its financial position according to two classes of net assets: without donor restrictions net assets and with donor restrictions net assets. Net assets and revenues, other support, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of YMCA and changes therein are classified and reported as follows:

Net assets without donor restriction – Represent resources that are available to support operations.

Net assets with donor restriction – Include grants, contributions and other program income expendable only for specified purposes or time periods; also, includes amounts approved by donors to be invested and held in perpetuity for the benefit of the YMCA.

Management Estimates and Assumptions

Management uses estimates and assumptions in preparing financial statements in accordance with accounting principles generally accepted in the United States of America (GAAP). Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Significant estimates include, but are not limited to the fair value of investments and the beneficial interest in perpetual trusts, depreciable lives of property and equipment, discounts and allowances on receivables, allocations of costs between program and supporting services and management's estimate of donated rent. It is reasonably possible that these estimates will change in the near term.

Cash Equivalents

The YMCA considers all highly-liquid investments with an initial maturity of three months or less to be cash equivalents. The YMCA maintains accounts at various banks. Bank deposits are currently insured by the Federal Deposit Insurance Corporation (FDIC) for a maximum of \$250,000. Cash at these institutions, at times, exceed federally insured limits.

Certain cash balances are restricted for specific purposes. These balances are shown as restricted cash on the statements of financial position.

Accounts Receivable

Accounts receivable represent government grants receivable and program service fees billed and uncollected at December 31, 2018 and 2017. Management evaluates the adequacy of the allowance for doubtful accounts based on a review of individual accounts. Receivables are considered past due based on how recently payments have been received. The primary factors considered in determining the amount of the allowance are collection history, the aging of the accounts, and other specific information known to management that may affect collectability. No allowance is considered necessary by management at December 31, 2018 and 2017.

Revenue Recognition

The YMCA records membership fees and program fees in the period to which they relate. Contributions are recognized as received or unconditionally pledged. Government grant and contract revenue is recognized as allowable costs are incurred.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Inventory

Inventory consists primarily of vests and other related equipment related to the YMCA's sport leagues.

Prepaid Expenses and Other Assets

Prepays and other assets consists primarily of payments made in advance for expenses related to future periods.

Property and Equipment

Purchase property and equipment are recorded at cost and depreciated over the estimated useful lives using the straight-line method. Improvements that increase the useful life of the asset are capitalized if the cost is greater than \$2,500, otherwise the costs are expensed as incurred. Donations of property and equipment are recorded as contributions at their estimated fair value. Such donations are reported as support without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are recorded as support with donor restrictions. Absent donor stipulations regarding how long those donated assets must be maintained, the YMCA reports expirations of donor restrictions when the donated or acquired assets are placed in service as instructed by the donor. The YMCA reclassifies net assets with donor restrictions to net assets without donor restrictions at that time.

Impairment of Long-Lived Assets

Management evaluates its long-lived assets for financial impairment whenever events or changes in circumstances indicate the carrying value of an asset may not be recoverable. An impairment loss is recognized when the estimated undiscounted future cash flows from the assets are less than the carrying value of the assets. Assets to be disposed of are reported at the lower of their carrying amount or fair value, less cost to sell. Management is of the opinion that the carrying amount of its long-lived assets does not exceed their estimated recoverable amount at December 31, 2018 and 2017.

Fair Value of Financial Instruments

The YMCA's financial instruments consist of cash and cash equivalents, accounts receivable, contributions and capital campaign receivables, investments, accounts payable, capital lease obligations, and notes payable. The recorded values of investments are stated at fair value as unrealized gains and losses are recorded in the combined statement of activities. The recorded values of the capital lease obligations and notes payable approximate fair value, as interest approximates market rates. Contributions and capital campaign receivables approximate fair value as the discount rate applied to the long-term portion approximates market rates.

Deferred Income

Deferred income consists primarily of membership dues and program registration fees paid in advance and specified for future periods.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Recognition of Donor Restrictions

Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is received. All other donor-restricted support is reported as an increase in net assets with donor restrictions. When a restriction expires, that is, when a stipulated time restriction ends or a purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

Donated Materials and Services

Donated materials and professional services are recorded as contributions and expense in the accompanying statements at their estimated values at the date of receipt. The total estimated value of the donated materials and professional services is \$0 and \$29,756 in 2018 and 2017, respectively. No amounts have been reflected in the statements for volunteer services in as much as no objective basis is available to measure the value of such services; however, a substantial number of volunteers have donated significant amounts of their time to the YMCA, its programs and its fundraising campaigns.

Functional Allocation of Expenses

The costs of providing the programs and activities of the YMCA have been summarized on a functional basis in the combined statement of activities. Accordingly, certain costs have been allocated among program services and supporting services. Additionally, in some cases, expenses are incurred which support the work performed under more than one program. Such expenses are allocated among various programs on the basis which appears most reasonable.

Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of YMCA. Expenses are primarily charged to program and supporting services on the basis of payroll and related expenses. Personnel expenses are allocated based on estimates of time and effort for program expenses, and are allocated to programs from management and general expenses based on the department in which the employee works. Occupancy (including rent, utilities, janitorial and building maintenance), technology, office supplies, printing, postage, telephone and insurance expenses are allocated based on the department using the service or space.

Income Taxes

The YMCA of Metropolitan Fort Worth, Endowment and McDonald YMCA are exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and are not considered private foundations within the meaning of Section 509(a) of the Code. The YMCA of Metropolitan Fort Worth, Endowment and McDonald YMCA follow the guidance of the Income Taxes Topic of the FASB Accounting Standards Codification related to uncertain tax positions. Management evaluated its tax positions and concluded that neither the YMCA of Metropolitan Fort Worth nor the Endowment or McDonald YMCA had taken any uncertain tax positions that require adjustment to the combined financial statements at December 31, 2018 and 2017.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Prior-Year Comparative Information

The combined financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the combined financial statements for the year ended December 31, 2017, from which the summarized information was derived except for the retrospective implementation of ASU 2016-14.

Reclassification

Certain balances related to 2017 have been reclassified to conform to the 2018 presentation. The reclassifications had no effect on total net assets or change in net assets.

Note 2. Contributions Receivable

The YMCA's annual sustaining campaign raised \$1,445,340 and \$1,432,139 in 2018 and 2017, respectively. The YMCA has outstanding pledges on its annual sustaining campaign of \$933,019 and \$890,165 at December 31, 2018 and 2017, respectively. An allowance for doubtful contributions receivable of \$299,467 and \$268,678 is provided against the pledges at December 31, 2018 and 2017, respectively. The contributions receivable on the annual sustaining campaign are expected to be collected within one year.

Note 3. Capital Campaign

During 2014, the YMCA launched a capital campaign for improvements and updates to existing properties. Net assets have been restricted for this purpose and are reflected in net assets with donor restrictions in the combined statements of activities.

Capital campaign receivables at December 31, 2018 were comprised of amounts to be collected in one to two years. The YMCA discounts pledges that are expected to be collected after one year. Amortization of the discount on long-term pledges receivable is included with capital campaign contributions in the combined statement of activities.

Capital campaign receivables at December 31, 2018 and 2017 are as follows:

	2018	2017
Receivable in less than one year	\$ 249,275	\$ 363,910
Receivable beyond one year	10,750	246,955
	260,025	610,865
Present value discount	(5,370)	(5,440)
Total capital campaign receivables	\$ 254,655	\$ 605,425

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Note 4. Property and Equipment

Major classes of property and equipment follow:

	2018	2017
Land and improvements	\$ 3,620,912	\$ 3,873,870
Construction in progress	13,010,431	5,084,796
Buildings and improvements	26,380,866	27,959,662
Leasehold improvements	5,015,938	5,015,938
Transportation equipment	304,354	304,354
Office furniture and other equipment	2,395,918	2,579,800
Information technology equipment	94,745	93,558
	50,823,164	44,911,978
Less accumulated depreciation	(23,528,219)	(23,915,317)
	\$ 27,294,945	\$ 20,996,661

Property Held for Sale

At December 31, 2018, YMCA had two locations that were held for sale. The YMCA closed a branch during 2013 for the purpose of relocation. During 2014, an option contract was signed for the sale of the property of the closed branch. In 2017, this option was renewed through October 2019. The second location was listed for sale during 2018. The negotiations for the properties held for sale are for sales prices in excess of book value.

Note 5. Beneficial Interest in Perpetual Trust

The beneficial interest in perpetual trusts of \$944,458 and \$1,070,711 at December 31, 2018 and 2017, respectively, represents the fair value of a 15% split-interest in a trust established from the bequest of Helen B. and William G. Embry and a 5% split-interest in a trust established from the bequest of Paul Hollis. The assets are held in trust by banks as permanent trustees of the trusts. The assets are recorded in the combined financial statements as net assets with donor restrictions. The unrealized gains and losses are reported as net assets with donor restrictions in the combined statement of activities.

Investments held in the beneficial interest in perpetual trust consist of stocks, equity securities, fixed income securities, and mutual funds, and are considered to be Level 2 securities in the fair value hierarchy.

Note 6. Long-Term Investments

Investments are carried at fair value, and realized and unrealized gains and losses are reflected in the combined statements of activities. Investment income is recorded net of investment expenses on the combined statement of activities. The YMCA invests cash in excess of daily requirements in cash equivalents and short-term investments.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Long-term investments consist of the following:

	2018		2017	
	Fair Value	Cost	Fair Value	Cost
Cash and cash equivalents	\$ 231,970	\$ 231,970	\$ 302,619	\$ 302,619
Indexed equity mutual funds	258,854	308,551	284,126	262,576
Domestic equity securities	7,106,735	4,320,909	7,925,066	3,783,312
Foreign equity securities	228,200	287,567	-	-
Other	136,784	136,784	129,581	129,581
	<u>\$ 7,962,543</u>	<u>\$ 5,285,781</u>	<u>\$ 8,641,392</u>	<u>\$ 4,478,088</u>

The accounting standards issued by the Financial Accounting Standards Board (FASB) established a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value.

The three levels of inputs that may be used to measure fair value include:

Level 1: Quoted prices in active markets for identical assets or liabilities.

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

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

Following is a description of the valuation methodologies used for assets and liabilities measured at fair value on a recurring basis and recognized in the accompanying combined statement of financial position, as well as the general classification of such assets and liabilities pursuant to the valuation hierarchy.

Investments

Where quoted market prices are available in an active market, securities are classified within Level 1 of the valuation hierarchy. Level 1 securities include publicly traded stocks, mutual funds, certificates of deposit, and money market funds. If quoted market prices are not available, then fair values are estimated by using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

Domestic equity securities and foreign equity securities are valued at the last sales price on the largest securities exchange in which such securities have been traded on the valuation date, and are considered to be Level 1 securities. Indexed mutual funds are valued at the daily closing price as reported by the fund, and are considered to be Level 2 securities. Beneficial interests in perpetual trusts are valued based on valuation of the underlying investments, and is considered to be Level 2 investments.

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Notes to Combined Financial Statements

The following table presents the fair value measurements of assets recognized in the combined statement of financial position measured at fair value on a recurring basis and the level within the fair value hierarchy in which the fair value measurements fall at December 31, 2018, and 2017. The remaining investments, classified as short-term investments in the combined statements of financial position, include cash equivalents and certificates of deposits with original maturities of greater than three months and remaining maturities of less than one year.

	2018		
	Fair Value	Level 1	Level 2
Indexed mutual funds	\$ 258,854	\$ -	\$ 258,854
Domestic equity securities	7,106,735	7,106,735	-
Foreign equity securities	228,200	228,200	-
Other	136,784	136,784	-
Beneficial interest in perpetual trusts	944,458	-	944,458
Investments in the fair value hierarchy	<u>\$ 8,675,031</u>	<u>\$ 7,471,719</u>	<u>\$ 1,203,312</u>
	2017		
	Fair Value	Level 1	Level 2
Indexed mutual funds	\$ 284,126	\$ -	\$ 284,126
Domestic equity securities	7,925,066	7,925,066	-
Other	129,581	129,581	-
Beneficial interest in perpetual trusts	1,070,711	-	1,070,711
Investments in the fair value hierarchy	<u>\$ 9,409,484</u>	<u>\$ 8,054,647</u>	<u>\$ 1,354,837</u>

Cash and cash equivalents are excluded from the fair value hierarchy. The following reconciles investments in the fair value hierarchy to long-term investments and beneficial interest in perpetual trust on the combined statements of financial position as of December 31:

	2018	2017
Investments in the fair value hierarchy	\$ 8,675,031	\$ 9,409,484
Cash and cash equivalents	231,970	302,619
Total investments	<u>\$ 8,907,001</u>	<u>\$ 9,712,103</u>

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Notes to Combined Financial Statements

Note 7. Commitments and Contingencies

Capital Lease Obligations

The future minimum capital lease payments and the present value of minimum lease payments at December 31, 2018, follow:

<u>Year Ending December 31,</u>		
2019	\$	<u>20,860</u>
Total minimum lease payments		20,860
Amount representing interest		<u>(163)</u>
Capital lease obligations	\$	<u><u>20,697</u></u>

Property and equipment include equipment under capital lease as follows:

	<u>2018</u>	<u>2017</u>
Equipment	\$ 1,078,066	\$ 1,078,066
Less accumulated amortization	<u>(788,579)</u>	<u>(547,612)</u>
	<u>\$ 289,487</u>	<u>\$ 530,454</u>

Accumulated lease amortization is included in accumulated depreciation.

Operating Lease Commitments

The YMCA also leases office equipment, buildings and computer hardware under various operating leases. Future minimum lease payments under these agreements follow:

<u>Year Ending December 31,</u>		
2019	\$	68,823
2020		82,621
2021		44,289
2022		12,887
2023		<u>5,585</u>
Total minimum lease payments	\$	<u><u>214,205</u></u>

Rent expense, including services fees and short-term leases, approximates \$311,000 in 2018 and \$372,000 in 2017.

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Notes to Combined Financial Statements

Rental Income

During year ended December 31, 2018, the YMCA entered into an agreement with another not-for-profit entity to lease space in a building owned by the YMCA. Lease income recorded during the year ended December 31, totaled \$6,000, and is recorded in other revenue on the statement of activities. Future minimum lease payments to be received by the YMCA under these agreements follow:

<u>Year Ending December 31,</u>		
2019	\$	72,000
2020		72,000
2021		72,000
2022		72,000
2023		72,000
Thereafter		<u>2,364,000</u>
Total minimum lease payments	\$	<u><u>2,724,000</u></u>

During year ended December 31, 2018, the YMCA entered into an agreement with a municipality for an access lease to property owned by the YMCA. The lease agreement is for 50 years, and requires certain improvements to be made by the YMCA. Payment received on the full lease in the amount of \$465,000 is recorded as deferred income as of December 31, 2018 as the lease period has not started. A portion of the lease amount paid in advance is refundable if certain improvements are not made or if the YMCA chooses to end the lease early.

Note 8. Facility Construction Agreement

During 2008, the YMCA entered into an agreement with the City of Fort Worth (the City) to construct a facility in North Fort Worth. In accordance with the agreement, construction costs were shared equally between the YMCA and the City, and upon completion the YMCA began leasing the facility for a period of twenty years at \$1 per year. The lease includes two automatic renewal options for 10 years each at the end of the original term, provided the YMCA is not in default of any other parts of the lease. Construction was completed during 2009. The YMCA recorded their portion of the construction costs during 2009 as leasehold improvements in the accompanying combined statement of financial position.

As collateral for default, the City requires a letter of credit at the YMCA's financial institution, in the amount of \$100,000. The letter would only be used to pay for residual costs associated with the facility should the YMCA vacate the property with unpaid obligations. The amount is included as restricted cash in the combined statements of financial position at December 31, 2018, and 2017.

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Notes to Combined Financial Statements

Note 9. Notes Payable

The YMCA has the following notes payable as of December 31:

	2018	2017
Note payable to a financial institution to finance renovation and expansion of existing facilities, including interest at rate per annum of 2.42% during year ended December 31, 2018 and was paid off in January 2018.	\$ -	\$ 413,414
Note payable with a governmental agency, secured by a deed of trust, structured as a forgivable deferred payment loan where principal will only be required if the YMCA does not comply with terms of the loan, with no interest.	1,790,283	199,095
Note payable with a governmental agency, secured by a deed of trust, structured as a forgivable deferred payment loan where principal will only be required if the YMCA does not comply with terms of the loan, with no interest.	400,000	400,000
Note payable to a financial institution to provide bridge financing, including interest at rate per annum of .9%, and matured on December 13, 2018.	-	1,425,000
Note payable with a company to finance a new facility, including interest at rate per annum of 1.00% at December 31, 2018 due quarterly, and matures on June 30, 2047, secured by real estate.	12,200,000	12,200,000
Note payable with a company to finance a new facility, including interest due quarterly through December 2024 at rate per annum of 1.09%, after which principal and interest payments are due quarterly through maturity, and matures on June 30, 2047, secured by real estate.	2,500,000	2,500,000
Total notes payable	16,890,283	17,137,509
Less current maturities	-	1,838,414
Long-term portion of notes payable	\$ 16,890,283	\$ 15,299,095

\$400,000 is payable in year ended December 31, 2020, with the remaining amount of \$16,490,283 due in more than five years.

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Notes to Combined Financial Statements

Note 10. Net assets with donor restrictions – time and purpose

Net assets with donor restrictions related to temporary purpose or time restrictions at December 31, 2018 and 2017 relate to contributions specified for future program services and acquisition of property and equipment:

	2018	2017
Sustaining campaign contributions	\$ 1,445,340	\$ 1,432,139
Specific foundation funded programs	155,735	329,088
Investment in property and equipment	260,027	987,927
	\$ 1,861,102	\$ 2,749,154

During years ended December 31, 2018 and 2017, respectively, \$1,224,830 and \$5,604,708 was released based on expiration of purpose restrictions related to program services. During years ended December 31, 2018 and 2017, respectively, \$1,432,139 and \$1,496,103 was released based on expiration of time restrictions related to annual sustaining campaign.

Note 11. Net assets with donor restrictions – held in perpetuity

Net assets with donor restrictions to be held in perpetuity in the YMCA Endowment at December 31, 2018 and 2017, consist of beneficial interests in perpetual trusts (see Note 5) and endowment fund investments to be held indefinitely, the income from which may be used to support program services of the YMCA.

The Endowment's funds consist of equities, fixed income, and cash and cash equivalents. These funds consist of both contributions made to establish a donor-restricted endowment, the earnings from which are to be used to support the YMCA of Metropolitan Fort Worth's operations, and funds designated by the Board of Directors to function as an endowment. As required by generally accepted accounting principles, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based upon the existence or absence of donor-imposed restrictions.

The Endowment has interpreted the Texas Uniform Prudent Management of Institutional Funds Act as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the Endowment classifies as net assets with donor restrictions (a) the original value of gifts donated to the net assets with donor restrictions endowment, (b) the original value of subsequent gifts to the net assets with donor restrictions endowment, and (c) accumulations to the net assets with donor restrictions endowment made in accordance with the direction of the applicable. The YMCA holds all donor-restricted endowment contributions as net assets with donor restrictions in combined statement of financial position. These contributions are held intact as restricted, the earnings of which are used to support the YMCA's operations and have been recorded as net assets with donor restrictions in the combined statements of financial position.

The net assets without donor restrictions of the Endowment represent funds designated by the Board for long-term investment.

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Composition and Activity of Endowment Funds

The Endowment net asset composition by type of funds for the years December 31, 2018 and 2017, is as follows:

	2018		
	Without Donor Restrictions	With Donor Restrictions	Total
Donor restricted	\$ -	\$ 2,854,353	\$ 2,854,353
Board designated	6,063,573	-	6,063,573
Balance at end of year	<u>\$ 6,063,573</u>	<u>\$ 2,854,353</u>	<u>\$ 8,917,926</u>
	2017		
	Without Donor Restrictions	With Donor Restrictions	Total
Donor restricted	\$ -	\$ 2,980,606	\$ 2,980,606
Board designated	6,608,259	-	6,608,259
Balance at end of year	<u>\$ 6,608,259</u>	<u>\$ 2,980,606</u>	<u>\$ 9,588,865</u>

The changes in the endowment net assets for the years ended December 31, 2018 and 2017, follow:

	2018		
	Without Donor Restrictions	With Donor Restrictions	Total
Balance at beginning of year	\$ 6,608,259	\$ 2,980,606	\$ 9,588,865
Contributions	5,000	-	5,000
Transfers to YMCA	(580,242)	94,434	(485,808)
Oil and gas income	314,351	-	314,351
Interest earned	127,604	57,555	185,159
Investment loss	(336,972)	(151,989)	(488,961)
Change in perpetual trusts	-	(126,253)	(126,253)
Endowment expenses	(74,427)	-	(74,427)
Balance at end of year	<u>\$ 6,063,573</u>	<u>\$ 2,854,353</u>	<u>\$ 8,917,926</u>
	2017		
	Without Donor Restrictions	With Donor Restrictions	Total
Balance at beginning of year	\$ 5,101,745	\$ 2,890,927	\$ 7,992,672
Contributions	-	-	-
Transfers to YMCA	106,979	(647,156)	(540,177)
Oil and gas income	337,393	-	337,393
Interest earned	84,760	48,029	132,789
Investment income	1,057,305	599,127	1,656,432
Change in perpetual trusts	-	89,679	89,679
Endowment expenses	(79,923)	-	(79,923)
Balance at end of year	<u>\$ 6,608,259</u>	<u>\$ 2,980,606</u>	<u>\$ 9,588,865</u>

YMCA of Metropolitan Fort Worth and Affiliates

Notes to Combined Financial Statements

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor requires the Endowment to retain as funds of perpetual duration. There were no such deficiencies as of December 31, 2018 and 2017.

Return Objectives and Risk Parameters

The Endowment's overall return objective is to earn an annual total rate of return of 4 percent after adjustment for inflation, as measured over a three-year to five-year marked period. The money manager is considered to have performed well if at that same time they outperform selected weighted market indices without accepting more than the market risk.

Strategies Employed for Achieving Objectives

The Endowment Board of Directors determines the investment policies and objectives and evaluates investment performance.

Spending Policy and How the Investment Objectives Relate to Spending Policy

It is the policy of the Endowment to not allow direct operating expenses to exceed 2 percent of the market value of the investment portfolio based on the average of the prior three years. The Endowment supports the operations of the YMCA of Metropolitan Fort Worth through distributions that are determined by the Endowment Board on an annual basis. Such distributions may not exceed 5 percent of the market value of the investment portfolio based on the average of the prior three years. Overall investment performance is considered when determining the amount distributed to the YMCA of Metropolitan Fort Worth, but is not the only factor. Finally, payments made to the YMCA of Metropolitan Fort Worth from gas royalties are not to exceed 85 percent of the original contribution.

Note 12. Retirement Plan

The YMCA of Metropolitan Fort Worth participates in The YMCA Retirement Fund Retirement Plan, which is a defined contribution, money purchase, church plan that is intended to satisfy the qualification requirements of Section 401(a) of the Internal Revenue Code of 1986, as amended and The YMCA Retirement Fund Tax-Deferred Savings Plan, which is a retirement income account plan as defined in Section 403(b)(9) of the Code. Both plans are sponsored by The Young Men's Christian Association Retirement Fund (the Fund). The Fund is a not-for-profit, tax-exempt pension fund incorporated in the State of New York (1922) organized and operated for the purpose of providing retirement and other benefits for employees of YMCAs throughout the United States. The plans are operated as church pension plans.

Participation is available to all duly organized and reorganized YMCAs and their eligible employees. As defined contribution plans, the Retirement Plan and Tax-Deferred Savings Plan have no unfunded benefit obligations.

Contributions to the YMCA Retirement Fund Retirement Plan are a percentage of the participating employee's salary. These amounts are paid by the YMCA of Metropolitan Fort Worth with no employee contribution. Total contributions charged to retirement costs are \$784,708 in 2018 and \$771,661 in 2017.

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Notes to Combined Financial Statements

Contributions to the YMCA Retirement Fund Tax-Deferred Savings Plan are withheld from employee's salaries and remitted to the YMCA Retirement Fund. There is no matching employer contribution in this plan.

Note 13. Operating Agreement – Benbrook Community Center YMCA

The YMCA of Metropolitan Fort Worth has operated the Benbrook Community Center YMCA branch under an operating agreement with the City of Benbrook since 2000. Based on the operating agreement, any excess fiscal surplus of revenues over expenses in the operation of the Benbrook branch must be tracked and aggregated via segregated financial statements for that branch. The aggregate surplus cannot be used at any other branch and is designated for future expenses and equipment for the Benbrook branch.

Note 14. New Market Tax Credits

During 2017, the YMCA financed a portion of the construction of a new branch using New Markets Tax Credits (NMTC). This transaction was done in cooperation with a Community Development Entity, which was authorized by the U.S. Treasury to distribute and approve the tax credits. The NMTC Program permits taxpayers to claim federal tax credits for making Qualified Equity Investments (QEI) in a designated Community Development Entity (CDE). The CDE must use substantially all of the proceeds to make Qualified Low-Income Community Investments (QLICs). The tax credits are claimed over a seven-year period and equate to 39% of the QLICs. The Organization has partnered with an investor, PNC Bank, to utilize the NMTC Program. PNC Bank established an investment fund to raise the capital for the transaction.

During the year ended December 31, 2017, the McDonald YMCA took out notes payable in the amount of \$12,200,000 and \$2,500,000 with sub-community development entities. The YMCA of Metropolitan Fort Worth also obtained bridge financing with a financial institution, of which \$0 and \$1,425,000 is outstanding as of December 31, 2018 and 2017, respectively.

PNC monetized the transaction by purchasing the tax credits from the YMCA of Metropolitan Fort Worth, which is tax-exempt. The YMCA of Metropolitan Fort Worth entered into a note receivable related to this transaction with the investment fund of \$9,963,630, which commenced in May 2017, matures in June 2047 and bears interest at 1% which is due quarterly. The investment fund will make a \$3,555,744 principal payment in September 2024, with the rest of the outstanding balance due to be paid on the maturity date.

The tax credit transaction legally requires McDonald YMCA to operate their branch in southeast Fort Worth for seven years. The McDonald YMCA holds the assets and construction-in-process, and the related long-term debt for the branch. During the above transaction in year ended December 31, 2017, YMCA of Metropolitan Fort Worth transferred \$2,678,829 of construction-in-process and land to the McDonald YMCA, in exchange for cash.

The seven year compliance period for the NMTCs will end in 2024, at which time PNC Bank may exit the transaction through the exercise of an agreement which it has entered into with the Organization.

Under the transactions above, McDonald YMCA was required to set up reserve accounts. These accounts, totaling \$403,395, are shown as restricted cash on the statement of financial position as of December 31, 2018 and 2017, respectively.

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Notes to Combined Financial Statements

Notes receivable and notes payable related to the NMTC financing reflected on the combined statement of financial position as of December 31, 2018 and 2017 are as follows:

Note receivable	\$	9,963,630
		9,963,630
Notes payable		
Loan A1	\$	8,331,380
Loan B1		3,868,620
Loan A2		1,632,250
Loan B2		867,750
		\$ 14,700,000

Interest income and expense related to NMTC financing for the years ended December 31, 2018 and 2017 is as follows:

		2018		2017
Interest income	\$	99,789	\$	63,963
Interest expense		(102,547)		(102,631)

Note 15. Liquidity

As a not-for-profit entity, YMCA receives significant funding in the form of membership dues, program fees, and contributions each year from its Annual Sustaining Campaign and Capital Campaign, which are restricted to be used for a certain amount of time and to be used in a particular manner, respectively. YMCA must maintain sufficient resources to meet those responsibilities to its contributors. Thus, financial assets may not be available for general expenditure within one year. As part of managing the financial assets, YMCA ensures these become available when obligations come due.

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The following reflects YMCA's financial assets as of the balance sheet date, including amounts not available within one year of the balance sheet date. Amounts not available include donor-imposed restricted contributions.

Financial assets	
Cash and cash equivalents	\$ 3,955,405
Short-term investments	1,202,289
Long-term investments	7,962,543
Accounts Receivable	265,644
Contribution receivable	633,552
Capital Campaign receivables	249,275
Beneficial interest in perpetual trusts	944,458
Total financial assets, year end	15,213,166
Less	
Custodial funds	(200,000)
Donor restricted cash	(503,395)
Contribution receivable	(633,552)
Capital Campaign receivables	(249,275)
Restricted assets	(978,275)
Board Endowment	(6,063,573)
Beneficial interest in perpetual trusts	(944,458)
Donor restricted endowment	(1,909,895)
Total financial assets not available to be used within one year	(11,482,423)
Total financial assets available to meet general expenditures within one year.	\$ 3,730,743

Note 16. Subsequent Events

The YMCA of Metropolitan Fort Worth, Endowment and McDonald YMCA reviewed all events occurring after December 31, 2018 but prior to May 21, 2019, the date these combined financial statements were available to be issued.

In March 2019 the YMCA executed a promissory note in the amount of \$1,112,840 for fitness equipment. The term of the note is for 42 months with an interest rate of 3.999%. The note has monthly payments of principal and interest.

In April 2019 the YMCA sold the land and buildings of one of its branch locations to the City of Fort Worth.