MALIASILI INITIATIVES, INC. FINANCIAL STATEMENTS Years ended December 31, 2018 and 2017

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Independent Auditor's Report

To the Board of Directors Maliasili Initiatives, Inc.

Report on the Financial Statements

We have audited the accompanying financial statements of Maliasili Initiatives, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2018 and 2017, and the related statements of activities and changes in net assets, functional expenses and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Maliasili Initiatives, Inc. as of December 31, 2018 and 2017, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Change in Accounting Principle

As described in Note 1 of the financial statements, in 2018, the organization adopted ASU 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit* Entities. Our opinion is not modified with respect to this matter.

Essex Junction, Vermont

Registration number VT092.0000684

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March 27, 2019

MALIASILI INITATIVES, INC. STATEMENTS OF FINANCIAL POSITION

December 31, 2018 and 2017

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ASSLIS		
	<u>2018</u>	<u>2017</u>
Assets:		
Cash and cash equivalents	\$ 1,095,829	\$ 247,331
Unconditional promises to give:		
Without donor restrictions	-	5,200
Restricted for funding future fiscal years,		
net of unamortized discount	292,730	-
Accounts receivable	35,983	10,064
Grant receivables	14,044	-
Prepaid expenses	9,390	20,907
Property and equipment, net		
Total assets	\$ 1,447,976	\$ 283,502
Liabilities:		
Note payable	\$ -	\$ 75,000
Accounts payable	32,311	36,413
Accrued expenses	43,993	39,608
Deferred revenue		10,929
Total liabilities	76,304	161,950
Net assets:		
Without donor restrictions	188,942	(73,641)
With donor restrictions	1,182,730	195,193
Total net assets	1,371,672	121,552
Total liabilities and net assets	\$ 1,447,976	\$ 283,502

MALIASILI INITATIVES, INC. STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS Year Ended December 31, 2018

	chout Donor	With Donor Restrictions		<u>Total</u>
Revenue and public support:				
Grants	\$ 1,103,812	1,182,730	\$	2,286,542
Contributions	303,154	-		303,154
Program service fees	203,423	-		203,423
Interest	64	-		64
Other income	 1,976		_	1,976
Total revenues and public support	1,612,429	1,182,730		2,795,159
Net assets released from restrictions:				
Satisfaction of donor restrictions	 195,193	(195,193)		_
Total	1,807,622	987,537		2,795,159
Expenses:				
Program services	1,272,578	-		1,272,578
General and administrative	207,077	-		207,077
Fundraising	 65,384			65,384
Total expenses	 1,545,039			1,545,039
Change in net assets	262,583	987,537		1,250,120
Net assets, beginning of year	 (73,641)	195,193		121,552
Net assets, end of year	\$ 188,942	\$ 1,182,730	\$	1,371,672

MALIASILI INITATIVES, INC. STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS Year Ended December 31, 2017

	Without Donor Restrictions	With Donor Restrictions	<u>Total</u>
Revenue and public support:			
Grants	\$ 294,266	195,193	\$ 489,459
Contributions	15,200	-	15,200
Program service fees	78,065	-	78,065
Interest	125	-	125
Other income	3,582		3,582
Total revenues and public support	391,238	195,193	586,431
Net assets released from restrictions:			
Satisfaction of donor restrictions	500,000	(500,000)	
Total	891,238	(304,807)	586,431
Expenses:			
Program services	819,006	-	819,006
General and administrative	173,709	-	173,709
Fundraising	68,939		68,939
Total expenses	1,061,654		1,061,654
Change in net assets	(170,416)	(304,807)	(475,223)
Net assets, beginning of year	96,775	500,000	596,775
Net assets, end of year	\$ (73,641)	\$ 195,193	\$ 121,552

MALIASILI INITATIVES, INC. STATEMENT OF FUNCTIONAL EXPENSES Year Ended December 31, 2018

	Program <u>Costs</u>	neral and inistrative	<u>Fu</u>	ndraising	<u>Total</u>
Salary and wages	\$ 264,553	\$ 109,477	\$	43,382	\$ 417,412
Payroll taxes and benefits	20,437	8,457		3,351	32,245
Employee Benefits	 19,172	 5,797		6,471	 31,440
Total personnel	304,162	123,731		53,204	481,097
Board and meetings	23,530	-		-	23,530
Bank fees	427	10,451		687	11,565
Communications and					
publications	2,951	-		-	2,951
Consulting	70,445	1,000		-	71,445
Facilitators/Lecturers	16,000	-		-	16,000
Insurance	-	5,542		-	5,542
License & Permits	808	3,204		-	4,012
Miscellaneous	-	65		-	65
Networking and meetings	18,737	-		355	19,092
Office expense	10,749	28,986		405	40,140
Professional development	6,549	658		-	7,207
Professional fees	-	11,190		-	11,190
Rent/lease expense	11,525	7,820		-	19,345
Stipends	9,312	4,136		246	13,694
Subcontractors	302,911	10,274		1,304	314,489
Subgrants	367,819	-		-	367,819
Travel	61,873	20		9,183	71,076
Workshops	 64,780	 			 64,780
Total	\$ 1,272,578	\$ 207,077	\$	65,384	\$ 1,545,039

MALIASILI INITATIVES, INC. STATEMENT OF FUNCTIONAL EXPENSES Year Ended December 31, 2017

	Program <u>Costs</u>		eneral and ministrative	<u>Fu</u>	ındraising	<u>Total</u>
Salary and wages	\$ 150,016	\$	81,143	\$	33,441	\$ 264,600
Payroll taxes and benefits	11,960		6,469		2,666	21,095
Employee Benefits	 14,949	<u></u>	5,206		5,348	 25,503
Total personnel	176,925		92,818		41,455	311,198
Board and meetings	19,431		-		-	19,431
Bank fees	-		8,939		20	8,959
Communications and						
publications	3,235		-		-	3,235
Consulting	49,015		-		-	49,015
Depreciation	-		730		-	730
Insurance	-		5,548		-	5,548
License & Permits	658		3,598		-	4,256
Miscellaneous	100		6,069		-	6,169
Networking	34,831		-		13,353	48,184
Office expense	1,698		24,439		464	26,601
Professional development	788		_		_	788
Professional fees	-		10,735		_	10,735
Rent	-		9,600		_	9,600
Subcontractors	299,216		11,164		5,334	315,714
Subgrants	160,000		_		_	160,000
Travel	 73,109		69		8,313	 81,491
Total	\$ 819,006	\$	173,709	\$	68,939	\$ 1,061,654

MALIASILI INITATIVES, INC. STATEMENTS OF CASH FLOWS

Years Ended December 31, 2018 and 2017

	<u>2018</u>	<u>2017</u>
Cash flows from operating activities:		
Change in net assets	\$ 1,250,120	\$ (475,223)
Adjustments to reconcile change in net assets		
to net cash provided (used) by operating activities:		
Depreciation	-	730
(Increase) decrease in:		
Unconditional promises to give:		
Without donor restrictions	5,200	(5,200)
Restricted for funding future fiscal years	(292,730)	500,000
Accounts receivable	(25,919)	-
Grant receivables	(14,044)	18,804
Prepaid expenses	11,517	44,633
Increase (decrease) in:		
Accounts payable	(4,102)	29,468
Accrued expenses	4,385	8,156
Deferred revenue	(10,929)	 (92,551)
Net cash provided (used) by operating activities	923,498	 28,817
Cash flows from financing activities:		
Proceeds from loans	(75,000)	 75,000
Net increase in cash and cash equivalents	848,498	103,817
Cash and cash equivalents, beginning of year	247,331	 143,514
Cash and cash equivalents, end of year	\$ 1,095,829	\$ 247,331

December 31, 2018 and 2017

Note 1. Nature of organization and summary of significant accounting policies

Nature of organization

Maliasili Initiatives, Inc. (the "Organization") is a non-profit organization that supports the growth, development and performance of leading civil society organizations working to advance sustainable natural resource management practices in Africa.

The Organizations' mission is to support long-term, locally driven, and collaborative approaches that achieve the sustainable use and conservation of natural resources and ecosystem services in Africa, while generating opportunities for both social and economic development an enterprise.

General

The significant accounting policies of the Organization are presented to assist in understanding the Organization's financial statements. The financial statements and the notes are representations of the Organization's management. The Organization is responsible for the integrity and objectivity of the financial statements.

Basis of accounting

The financial statements are prepared on the accrual basis of accounting.

Basis of presentation

The Organization's financial statements have been prepared in accordance with U.S. generally accepted accounting principles ("US GAAP"), which require the Organization to report information regarding its financial position and activities according to the following net asset classifications:

<u>Net assets without donor restrictions</u>: Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the Organization. These net assets may be used at the discretion of the Organization's management and the board of directors.

<u>Net assets with donor restrictions:</u> Net assets subject to stipulations imposed by donors, and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Organization or by the passage of time. Other donor restrictions are perpetual in nature, where by the donor has stipulated the funds be maintained in perpetuity.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the statements of activities.

As of December 31, 2018, and 201, the Organization had net assets without donor restrictions of \$188,942 and (\$73,641), and net assets with donor restrictions of \$1,182,730 and \$195,193. Refer to Note 6 for additional detail regarding the net assets with donor restrictions.

Use of estimates

Management uses estimates and assumptions in preparing these financial statements in accordance with generally accepted accounting principles. Those estimates and assumptions affect the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenue and expenses. Actual results could vary from the estimates that were used.

December 31, 2018 and 2017

Note 1. Nature of organization and summary of significant accounting policies (continued)

Cash and cash equivalents

The Organization considers all highly liquid investments purchased with an original maturity of three months or less to be cash and cash equivalents

Grants and other receivables

Grants and other receivables represent amounts earned under cost-reimbursable grants, agency contracts or program service initiatives which have not been received as of December 31, 2018 and 2017. Amounts are stated at the amount management expects to collect from outstanding balances. Management writes off accounts when they are deemed uncollectible and establishes an allowance for doubtful accounts at year end for estimated uncollectible amounts. No allowance for doubtful accounts has been established for receivables, as the Organization believes all amounts will be collected.

Promises to give

Contributions are recognized when the donor makes a promise to give to the Organization that is, in substance, unconditional. Contributions that are restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

Unconditional gifts expected to be collected within one year are reported at their net realizable value. Unconditional gifts expected to be collected in future years are reported at the present value of estimated future cash flows. The resulting discount is amortized using the level-yield method and is reported as revenue.

The Organization uses the allowance method to determine uncollectible promises receivable. The allowance is based on prior years' experience and management's analysis of specific promises made.

Property and equipment

Property is recorded at cost, except for donated assets which are recorded at estimated fair value at the date of donation. Material assets with a useful life in excess of one year and a cost greater than \$2,000 are capitalized. Depreciation is computed on the straight-line basis over the estimated useful lives of the related assets as follows:

Computer equipment 3 years Furniture and equipment 5 years

Depreciation expense was \$0 and \$730 during the years ending December 31, 2018 and 2017, respectively.

Deferred revenue

Deferred revenue represents amounts received by the Organization which have not yet been earned. Amounts are earned as services are provided under the respective contract agreement. Refer to Note 4 for additional information regarding deferred revenue.

December 31, 2018 and 2017

Note 1. Nature of organization and summary of significant accounting policies (continued)

Fair value measurements and financial instruments

The Company adopted FASB ASC 820, Fair Value Measurements and Disclosures, for assets and liabilities measured at fair value on a recurring basis. The codification established a common definition for fair value to be applied to existing generally accepted accounting principles that requires the use of fair value measurements, establishes a framework for measuring fair value, and expands disclosure about such fair value measurements.

FASB ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, FASB ASC 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. These inputs are prioritized as follows:

- Level 1: Observable market inputs such as quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: Observable market inputs, other than quoted prices in active markets, that are observable either directly or indirectly; and
- Level 3: Unobservable inputs where there is little or no market data, which require the reporting entity to develop its own assumptions.

The Organization's other financial instruments consist primarily of cash, receivables, and deferred revenue. The carrying amount of cash, receivables, and deferred revenue approximate their fair value due to the short-term nature of such instruments.

Contributions

Contributions received are recorded as net assets without donor restrictions or net assets with donor restrictions, depending on the existence and/or nature of any donor-imposed restrictions. Contributions that are restricted by the donor are reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the contribution is recognized. All other donor restricted contributions are reported as an increase in net assets with donor restrictions, depending on the nature of restriction. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

Income taxes

The Organization is a non-profit private foundation organization exempt from income taxes under Section 501(C)(3) of the Internal Revenue Code and none of its present or anticipated future activities are subject to taxation as unrelated business income; therefore, no provision for income taxes has been made in the accompanying financial statements. The Organization believes it has taken no uncertain tax positions that could have an effect on its financial statements.

The Organization annually files an IRS Form 990-PF, *Return of Private Foundation*, tax return in the U.S. federal jurisdiction. The Organization is no longer subject to U.S. federal income tax examination by tax authorities for the years prior to 2015. In the normal course of business, the Organization is subject to examination by various taxing authorities. Although the outcome of tax audits is always uncertain, the Organization believes there are no significant unrecognized tax liabilities at December 31, 2018 and 2017, respectively.

December 31, 2018 and 2017

Note 1. Nature of organization and summary of significant accounting policies (continued)

During the year ending December 31, 2017, the Organization notified the IRS of its intent to terminate its private foundation status and operate as a public charity as described on IRC Sections 509(a)(1) and 170(b)(1)(A)(vi). The Organization must operate as a public charity for a 60 month period which ends December 2022, after which the IRS will consider the Organization a pubic charity for all purposes from the beginning of the 60 month period and thereafter.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

New Accounting Pronouncement

On August 18, 2016, FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958) – Presentation of Financial Statements of Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The Organization has adjusted the presentation of these statements accordingly. The ASU has been applied retrospectively to all periods presented.

Subsequent events

The Organization has evaluated all subsequent events through March 27, 2019, the date the financial statements were available to be issued.

Note 2. Unconditional promises to give

Note 3.

Unconditional promises to give consist of the following at December 31,:

	<u>2018</u>	<u>2017</u>
Promises without donor restrictions: Due within one year	\$ -	\$ 5,200
Restricted for funding future years: Due within one year	100,000	_
Due in one to two years	 200,000 300,000	 5,200
Less: unamortized discount (2.5%) Total unconditional promises,	 (7,270)	 (-)
with donor restrictions	\$ 292,730	\$ 5,200
Property and equipment		
Property consists of the following at December 31,:		
	2018	<u>2017</u>
Equipment Less: accumulated depreciation	\$ 2,190 (2,190)	\$ 2,190 (2,190)
Property and equipment, net	\$ (2,190)	\$ (2,190)

December 31, 2018 and 2017

Note 4. Deferred revenue

Deferred revenue represents grant funds received by the Organization in advance of contractual services being performed. The following details deferred revenue at December 31,:

	<u>2018</u>	<u>2017</u>
Northern Tanzania Rangelands	\$ <u> </u>	\$ <u>10,929</u>

Note 5. Note payable

During the year ending December 31, 2017, the Organization obtained financing through a short-term loan agreement with a Board member. The following details the terms of the arrangement at December 31,:

	<u>2018</u>	<u>2017</u>
Zero percent interest rate with principal payable in full January 2018.	\$	\$

The note payable was paid in full January 2018.

Note 6. Net assets with donor restrictions

Net assets with donor restrictions were as follows at December 31,:

	<u>2018</u>	<u>2017</u>
Specific time periods:		
Programs to be performed in 2018	\$ -	\$ 195,193
Programs to be performed in 2019	800,000	-
Programs to be performed in 2020	97,562	-
Programs to be performed in 2021	95,168	-
•		
Funding for specific projects:		
Improve communications about community		
based conservation and donor collaboration	100,000	-
Supporting sustainability of Wildlife		
Management Areas in northern Tanzania	90,000	_
Total net assets with donor restrictions	\$ <u>1,182,730</u>	\$ <u>195,193</u>

Note 7. Concentrations of credit risk

Financial instruments that potentially subject the Organization to concentrations of credit risk consist of the following:

	<u>2018</u>	<u>2017</u>
Unconditional promises to give: Without donor restrictions Restricted for funding future fiscal years	\$ <u>-</u> \$292,730	\$ <u>5,200</u> \$ <u>-</u>
Account receivable	\$35,983	\$ <u>10,064</u>
Grant receivables	\$ <u>14,044</u>	\$

December 31, 2018 and 2017

Note 7. Concentrations of credit risk (continued)

Bank balances are insured by the Federal Deposit Insurance Corporation ("FDIC") for up to the prevailing FDIC limit. The Organization had no approximately \$846,000 and \$0 uninsured cash balances for the year ending December 31, 2018 and 2017, respectively.

Note 8. Concentrations

The Organization received approximately 50% and 56% of its revenue and public support from a single contributor or grantor during the year ending December 31, 2018 and 2017, respectively.

Note 9. Availability and liquidity

The following represents the Organization's financial assets at December 31,:

	<u>2018</u>	<u>2017</u>
Financial assets at year end:		
Cash and cash equivalents	\$1,095,829	\$ 247,331
Unconditional promises to give	300,000	5,200
Accounts receivable	35,983	10,064
Grants receivable	14,044	-
Total financial assets	1,445,856	262,595
Less amounts not available within one year:		
Unconditional promises with donor		
restrictions in excess of twelve months	200,000	
Financial assets available to meet general		
Expenditures over the next twelve months	\$ <u>1,245,856</u>	\$ <u>262,595</u>

The Organization regularly monitors liquidity required to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds.

For purposes of analyzing resources available to meet general expenditures over a 12-month period, the Organization considers all expenditures related to its ongoing mission-related activities, as well as the conduct of service undertaken to support those activities, to be general expenditures.

The Organization's primary source of liquidity is its cash and cash equivalents.

In addition to financial assets available to meet general expenditures within one year, the Organization operates with a budget and anticipates collecting sufficient revenue to cover general expenditures not covered by donor-restricted resources.

Note 10. <u>Grant contingencies</u>

The Organization receives grant funding from various sources. The Organization is generally required to use the funds within a certain period and for purposes specified by the governing laws and regulations. If expenditures were found not to have been made in compliance with the laws and regulations, the Organization might be required to repay the funds. No provisions have been made for this contingency because specific amounts, if any, have not been determined or assessed as of December 31, 2018 and 2017, respectively.

December 31, 2018 and 2017

Note 11. Lease commitments

The Organization leases office space and vehicles under operating leases with initial terms less than one year and monthly payments ranging from \$260 to \$800.

Rent expense recognized under the arrangements was \$19,345 and \$9,600 for the years ending December 31, 2017 and 2016, respectively.

Note 12. Retirement plan

During the year ending December 31, 2016, the Organization established a safe harbor 401(k) profit sharing plan covering substantially all employees whereby participants may elect to defer a portion of their salary. An employee becomes eligible to participate after 1 year of service and having attained age 21. The Organization makes the required safe harbor contribution and determines any additional discretionary contributions on an annual basis after close of the plan year.

For the years ended December 31, 2018 and 2017, the Company made \$12,522 and \$7,938 in matching and discretionary contributions and incurred \$4,498 and \$5,843 in plan expenses.