Financial Report

For the Years Ended December 31, 2014 and 2013

CONTENTS

INDEPENDENT AUDITORS' REPORT	1
FINANCIAL STATEMENTS	
Statements of Financial Position	3
Statements of Activities	4
Statements of Functional Expenses	6
Statements of Cash Flows	7
Notes to Financial Statements	8



INDEPENDENT AUDITORS' REPORT

To the Board of Directors Humane Society of South Coastal Georgia, Inc. Brunswick, Georgia

We have audited the accompanying financial statements of the Humane Society of South Coastal Georgia, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2014 and 2013, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' 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 audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the 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 the Humane Society of South Coastal Georgia, Inc. as of December 31, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Brunswick, Georgia

Moore Stephens Liller LLC

November 17, 2015

Humane Society of South Coastal Georgia, Inc. Statements of Financial Position

December 31, 2014 and 2013

Assets

1155015				
		2014		2013
Cash and cash equivalents	\$	317,936	\$	303,256
Pledges receivable, net		111,800		214,354
Beneficial interest in remainder trust		90,994		102,404
Perpetual trust held by others		2,859,103	,	2,923,821
Inventories		11,195		11,195
Prepaid expenses		3,395		1,961
Property and equipment, net		1,874,055		1,932,430
Total Assets	\$	5,268,478	\$:	5,489,421
Liabilities and Net Ass	sets			
Liabilities				
Accounts payable	\$	28,263	\$	2,045
Sales tax payable		520		2,256
Payroll taxes payable		11,925		7,611
Accrued expenses		14,917		13,930
Advance from trust		200,000		250,000
Total liabilities		255,625		275,842
Net Assets				
Unrestricted		2,150,960	,	222.064
			•	2,222,964
Temporarily restricted		2,790	,	66,794
Permanently restricted		2,859,103		2,923,821
Total net assets		5,012,853		5,213,579
Total Liabilities and Net Assets	\$	5,268,478	\$:	5,489,421

Humane Society of South Coastal Georgia, Inc. Statements of Activities

For the Years Ended December 31, 2014 and 2013

		2014	2013		
Unrestricted Net Assets					
Unrestricted revenues, gains and other support					
Contributions	\$	210,233	\$	386,720	
Membership dues		4,010		1,810	
Adoptions and surrenders		48,384		53,434	
Microchip and rabies		6,335		8,417	
Public spay and neuter		55,747		60,837	
Special events		176,905		137,836	
Kennel products		39,329		29,912	
Memorials and sponsorships		32,081		13,824	
Interest income		225		312	
Other income		3,406		3,883	
Total unrestricted net assets		576,655		696,985	
Net assets released from restrictions		213,725		192,742	
Total unrestricted revenues, gains and other support					
and net assets released from restrictions	\$	790,380	\$	889,727	

Humane Society of South Coastal Georgia, Inc. Statements of Activities

For the Years Ended December 31, 2014 and 2013

	2014			2013		
Expenses						
Cost of goods sold	\$	12,976	\$	10,809		
Program services		660,930		641,590		
Supporting services:						
General and administrative		86,626		81,585		
Fundraiser		101,852	_	111,565		
Total expenses		862,384	_	845,549		
Increase (Decrease) in unrestricted net assets		(72,004)	_	44,178		
Temporarily Restricted Net Assets						
Contributions and pledges		9,087		11,631		
Change in value of remainder trusts		(5,557)		1,113		
Bad debt loss		-		(73,000)		
Net assets released from donor restrictions		(67,534)		(55,258)		
Increase (Decrease) in temporarily restricted net assets		(64,004)	_	(115,514)		
Permanently Restricted Net Assets						
Contributions		200		-		
Change in value of perpetual trust held by others		81,273		311,623		
Net assets released from donor restrictions		(146,191)	_	(137,484)		
Increase (Decrease) in permanently restricted net assets		(64,718)		174,139		
Increase (Decrease) in Net Assets		(200,726)	_	102,803		
Net Assets, Beginning		5,213,579	_	5,110,776		
Net Assets, Ending	\$	5,012,853	\$	5,213,579		

Humane Society of South Coastal Georgia, Inc. Statements of Functional Expenses

For the Years Ended December 31, 2014 and 2013

Supporting Services

				~ •••	op or	<u>8 = 01 +1</u>	•••				
								Total			
	-	Program	Ge	eneral &			Supporting		g 2014		2013
		Services	Adm	inistrative	Fu	ndraising	Services			Total	 Total
Salaries	\$	310,594	\$	12,285	\$	10,865	\$	23,150	\$	333,744	\$ 348,106
Payroll taxes		34,549		2,133		1,829		3,962		38,511	32,712
Employee expenses		1,684		149		-		149		1,833	4,263
Automobile expenses		597		-		-		-		597	148
Dues and subscriptions		25		24		62		86		111	2,695
Food		1,462		-		-		-		1,462	5,050
Kennel supplies		16,146		713		-		713		16,859	20,160
Veterinary expenses		76,922		-		-		-		76,922	30,596
Veterinary service		68,066		-		-		-		68,066	89,845
Repairs and maintenance		19,921		-		-		-		19,921	4,757
Utilities		48,327		8,465		-		8,465		56,792	42,121
Office supplies		3,049		2,976		514		3,490		6,539	12,025
Insurance		12,693		2,119		791		2,910		15,603	31,860
Interest		-		-		-		-		-	304
Professional fees		-		35,853		10,594		46,447		46,447	33,878
Publicity and education		6,324		-		14,458		14,458		20,782	24,776
Telephone		4,120		727		-		727		4,847	5,044
Taxes and licenses		608		-		-		-		608	400
Travel and training		1,326		-		-		-		1,326	469
Miscellaneous		3,417		256		3,679		3,935		7,352	8,401
Fundraising events		-		2,432		58,390		60,822		60,822	67,358
Bank Charges				3,957		670		4,627		4,627	 5,432
Total expenses											
before depreciation		609,830		72,089		101,852		173,941		783,771	770,400
Depreciation		51,100		14,537				14,537		65,637	 64,340
Total Expenses	\$	660,930	\$	86,626	\$	101,852	\$	188,478	\$	849,408	\$ 834,740

Humane Society of South Coastal Georgia, Inc. Statements of Cash Flows

For the Years Ended December 31, 2014 and 2013

		2014	2013		
Cash Flows from Operating Activities					
Increase (Decrease) in net assets	\$	(200,726)	\$	102,803	
Adjustments to reconcile change in net assets to net cash					
provided by operating activities Depreciation		65,637		64,340	
Bad debt		03,037		73,000	
Distribution from perpetual trust		145,991		137,484	
Changes in operating assets and liabilities:		143,331		137,404	
Pledges receivable		102,554		118,553	
Beneficial interest in remainder trusts		11,410		(1,113)	
Perpetual trust held by others		(81,273)		(311,623)	
Inventories		(01,273)		(1,033)	
Prepaid expenses		(1,434)		10,718	
Accounts payable		26,218		(26,021)	
Sales tax payable		(1,736)		324	
Payroll taxes payable		4,314		(3,227)	
Accrued Expenses		987		13,930	
Net Cash Provided by Operating Activities		71,942		178,135	
Cash Flows from Investing Activities					
Proceeds from sale of long term certificates of deposits		_		30,000	
Purchase of property and equipment		(7,262)		(25,000)	
Net Cash Provided by (Used in) Investing Activities		(7,262)		5,000	
Cash Flows from Financing Activities					
Repayment of Line of Credit		_		(34,907)	
Repayment to Trust		(50,000)		(100,000)	
Net Cash (Used in) Financing Activities		(50,000)		(134,907)	
Net Change in Cash and Cash Equivalents		14,680		48,228	
Cash and Cash Equivalents, Beginning		303,256		255,028	
Cash and Cash Equivalents, Ending	\$	317,936	\$	303,256	
Supplemental schedule of noncash investing and financ	ing a	activities			
Cash used to pay interest	\$		\$	304	

Notes to Financial Statements

December 31, 2014 and 2013

NOTE 1 – ORGANIZATION AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations – The Humane Society of South Coastal Georgia, Inc. (the "Society") is a not-for-profit independent animal shelter located in Brunswick, Georgia, providing a haven for stray, abandoned and injured animals. The Society's services include animal adoptions, animal cruelty prevention and a spay and neutering program. The Society is governed by a Board of Directors consisting of fourteen to twenty members and derives its operating funds primarily through donor contributions. The Society was incorporated in the State of Georgia on December 29, 1967.

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

Basis of Presentation – The accounting and financial statement presentation of the Society follows accounting principles generally accepted in the United States of America ("GAAP") as issued by the Financial Accounting Standards Board in their Accounting Standards Codification. To ensure observance of limitations and restrictions placed on the use of resources available to the Society, GAAP requires that resources be classified into categories established according to their nature and purpose. The Society reports its financial position and activities according to three classes of net assets as follows:

Unrestricted — Net assets are resources that are neither permanently nor temporarily restricted by donor-imposed stipulations. The only limits on unrestricted net assets are those resulting from the nature of the Society and its purposes.

Temporarily restricted – Net assets are resources whose use by the Society is limited by donor-imposed restrictions that either expire by the passage of time or can be removed by actions of the Society.

Permanently restricted – Net assets are resources whose use by the Society is limited by donor-imposed stipulations that neither expire by the passage of time nor can be removed by the actions of the Society.

Contributions – In accordance with GAAP, contributions received as well as unconditional promises to give are recognized in the year the promise is received. Contributions are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence or nature of any donor restrictions.

Contributions that are expected to be received in future years are recorded at the present value of their estimated future cash flows. Amortization of the discounts is included in contributions in the accompanying statement of activities. No discount on unconditional promises to give has been recognized for the years ended December 31, 2014 and 2013.

Notes to Financial Statements

December 31, 2014 and 2013

All donor-restricted support is reported as an increase in temporarily or permanently restricted net assets depending on the nature of the restriction. When a stipulated time restriction ends or purpose restriction is accomplished, restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from donor restrictions.

Cash and Cash Equivalents – The Society considers all highly liquid investments that are readily convertible into cash with maturity of three months or less when purchased to be cash equivalents.

Pledges Receivable — Contributions are recognized when a donor makes a substantially unconditional promise to give to the Society. Donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets as determined by the nature of the restriction. As restrictions expire, temporarily restricted net assets are reclassified to unrestricted net assets. Promises to give are reviewed for collectability and reserves are established for estimated uncollectible amounts.

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

Beneficial Interest in Remainder Trusts – The Society is a beneficiary of the remainder interest of two charitable remainder trusts that are held and administered by an unrelated trustee. Under the terms of the trusts, the trustee makes distributions to the income beneficiaries for their lifetime. Upon the death of the income beneficiaries, a portion of the remaining assets in the trust fund will be transferred to the Society. The Society has recorded its beneficial interest in the trust fund at fair value, estimated as the net present value of the expected future amount to be received.

Perpetual Trust Held by Others – The Society is the sole beneficiary of the Humane Society of South Coastal Georgia Consolidated Trust, a perpetual irrevocable trust held and administered by independent trustees. Under the terms of the trust, the Society has the right to petition the trust for distributions but the aggregate amount of annual distributions generally cannot exceed 5% of the net fair market value of the assets of the trust as of the first day of each applicable year. The fair value of the beneficial interest in the trust was recognized as an asset and as a permanently restricted contribution at the date the trust was established. The Society's estimate of fair value is based on fair value information received from the trustee. The trust assets are not subject to the control or direction by the Society. Gains and losses, which are not distributed by the trust, are reflected as a change in value of perpetual trust held by others in the statements of activities.

Notes to Financial Statements

December 31, 2014 and 2013

Below is a summary of the assets of the Humane Society of South Coastal Georgia Consolidated Trust at December 31, 2014 and 2013 as provided to the Society by the trustee:

	20	14	2013			
	Market	Cost	Market	Cost		
Equities	\$ 1,682,740	\$ 1,582,140	\$ 1,663,281	\$ 1,356,042		
Fixed income	822,092	839,781	852,934	872,391		
	2,504,832	2,421,921	2,516,215	2,228,433		
Money market funds	152,787	152,787	153,162	153,162		
Note receivable	200,000	200,000	250,000	250,000		
Accrued interest income	1,484		4,444			
	\$ 2,859,103	\$ 2,774,708	\$ 2,923,821	\$ 2,631,595		

Property and Equipment – Property and equipment are stated at cost. Depreciation is calculated using the straight-line method over the estimated useful lives of the individual assets. Donated property and equipment are recorded at the estimated fair market value on the date received. Maintenance and repairs are charged to expense as incurred. Major repairs and improvements are capitalized and depreciated at the applicable straight-line rates. The cost and accumulated depreciation of property retired, sold or disposed of are removed from the related accounts with any gain or loss credited or charged to income. Estimated useful lives of assets are as follows:

	Estimated
Type of Property	Useful Life
	_
Fencing and paving	10-20 years
Building improvements	5-40 years
Equipment	5-25 years

Functional Allocation of Expenses – The costs of providing the various programs and other activities have been summarized on a functional basis in the statements of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

Income Taxes – Under GAAP, deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases using currently enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date.

Notes to Financial Statements

December 31, 2014 and 2013

GAAP prescribes a threshold for measurement and recognition in the financial statements of an asset or liability resulting from a tax position taken or expected to be taken in an income tax return. GAAP also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

The Society is a tax exempt entity under Section 501(c)(3) of the Internal Revenue Code and as such generally is not subject to income taxes except for income for unrelated business activity. The Society has evaluated both its federal and state income tax positions, including positions that could have an effect on the Society's exempt status, and has concluded that it has no uncertain tax positions that require disclosure.

The Society files informational returns in the U.S. federal jurisdiction and one state jurisdiction. As of December 31, 2014, the Society is generally no longer subject to federal or state tax audits for years before 2011. Interest and penalties are expensed as incurred. There were no interest and penalties charged to expense for the year ended December 31, 2014 and 2013.

Contributed Services – During the year ended December 31, 2014 and 2013, the value of contributed services meeting the requirement for recognition in the financial statements was not material and has not been recorded.

In-Kind Donations – In-kind donations are reflected as contributions at their estimated fair value at the date of the donation. The Society reports in-kind gifts as unrestricted support unless explicit donor stipulations specify how the donated assets must be used. During 2014 and 2013, the Society received \$42,029 and \$38,346 in-kind donations, respectively.

Estimates – The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported amounts of revenues and expenses during the reported period. Actual results could differ from those estimates but are not expected to be material.

Notes to Financial Statements

December 31, 2014 and 2013

NOTE 2 - PLEDGES RECEIVABLE

Pledges receivable are expected to be collected as follows as of December 31, 2014 and 2013:

	2014			2013	
Less than one year	\$	103,800	\$	135,554	
One year to five years		23,000		93,800	
		126,800		229,354	
Less allowance for doubtful pledges		(15,000)		(15,000)	
	\$	111,800	\$	214,354	

NOTE 3 – INVENTORY

Inventory consists of merchandise in the Society's store and is stated at the lower of cost or market on a first in, first out basis.

NOTE 4 - RESTRICTED NET ASSETS

Temporarily restricted net assets were available for the following purposes as of December 31, 2014 and 2013:

		2014	 2013	
Construction of facilities and purchase of equipment Less: future pledge collections restricted to repayment of	\$	200,000	\$ 250,000	
advance funding from perpetual trust		(200,000)	(250,000)	
General support	\$	2,790 2,790	\$ 66,794 66,794	

Permanently restricted net assets consist of the beneficial interest in assets held by the Humane Society of South Coastal Georgia Consolidated Trust. For the years ended December 31, 2014 and 2013, the estimated fair value of trust assets was \$2,859,103 and \$2,923,821, respectively.

NOTE 5 - FAIR VALUE MEASUREMENTS

In accordance with the authoritative guidance on fair value measurements and disclosures under GAAP, the Society discloses and recognizes the fair value of its assets and liabilities using a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical

Notes to Financial Statements

December 31, 2014 and 2013

assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The guidance establishes three levels of fair value as follows:

Level 1 — Valuation is based on unadjusted quoted prices in active markets that are accessible at the measurement date for identical investments.

Level 2 — Valuation is based on inputs other than quoted prices that are observable for the asset either directly or indirectly, including inputs in markets that are not considered to be active and investments in investees which may permit redemption at the net asset value (or equivalent) within the near term of the measurement date.

Level 3 — Valuation is based on unobservable inputs and investments in investees which do not permit redemption at the net asset value (or equivalent) within the near term of the measurement date.

The Society's assets subject to fair value measurement on a recurring basis consist of beneficial interest in trusts. The Society relies on fair value information provided by the trustees to measure and report the fair value of its beneficial interest in the trusts. The inputs or methodology used for valuing the Society's beneficial interest in the trusts are not necessarily an indication of the risk associated with the underlying investments held by the trusts.

Assets as of December 31, 2014 measured at fair value are summarized below:

	Level 1		Level 2		Level 3			Total
Beneficial interest in remainder								
trusts	\$	-	\$	-	\$	90,994	\$	90,994
Perpetual trust held by others		-		-		2,859,103		2,859,103
Total	\$	-	\$	-	\$	2,950,097	\$	2,950,097

Assets as of December 31, 2013 measured at fair value are summarized below:

Level 1		Level 2			Level 3		Total
\$	-	\$	-	\$	102,404	\$	102,404
	-		-		2,923,821		2,923,821
\$	-	\$	-	\$	3,026,225	\$	3,026,225
	\$ \$	\$ -	\$ - \$ -	\$ - \$ - 	\$ - \$ - \$ 	\$ - \$ - \$ 102,404 2,923,821	\$ - \$ - \$ 102,404 \$ 2,923,821

Notes to Financial Statements

December 31, 2014 and 2013

Changes in assets measured at fair value using Level 3 inputs are as follows:

Balance at December 31, 2012	\$ 2,850,973
Distributions received from trusts	(137,484)
Total gains and losses (realized/unrealized), net	
of fees included in changes in net assets	 312,736
Balance at December 31, 2013	3,026,225
Distributions received from trusts	(152,044)
Total gains and losses (realized/unrealized), net	
of fees included in changes in net assets	75,916
Balance at December 31, 2014	\$ 2,950,097

Investment fees for the years ending December 31, 2014 and 2013 were \$33,750 and \$33,660, respectively.

NOTE 6 - PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at December 31, 2014 and 2013:

	2014		 2013
Land	\$	152,822	\$ 152,822
Fencing & paving		11,102	11,102
Building improvements		1,822,322	1,822,322
Equipment		102,735	95,474
Vehicles	_	33,000	 33,000
Total		2,121,981	2,114,720
Less: accumulated depreciation		(247,926)	(182,290)
Property & Equipment, net	\$	1,874,055	\$ 1,932,430

Depreciation expense as of December 31, 2014 and 2013 totaled \$65,637 and \$64,340, respectively.

NOTE 7 - LINE OF CREDIT

During 2014 and 2013, the Organization had an available line of credit of \$100,000 with a financial institution at an interest rate of 3.25% secured by the assets of the Society. The balance of this line of credit was zero as of December 31, 2014 and 2013 and matures in February 2015 (see Note 11).

Notes to Financial Statements

December 31, 2014 and 2013

NOTE 8 – ADVANCE FROM PERPETUAL TRUST

During 2011, the Humane Society of South Coastal Georgia Consolidated Trust (the "Consolidated Trust") made special distributions to the Society in the aggregate amount of \$450,000. The special distributions were made to provide advance funding for construction of a new animal shelter. Under a capital campaign to raise funds for the animal shelter construction, the Society had received or anticipated receiving pledges from donors earmarked for the animal shelter construction. Under the terms of the special distribution, the Society is required to repay from capital campaign pledge collections the amount of the advance funding received from the Consolidated Trust. Consistent with the expected collection of pledge receivables, re-payments to the Consolidated Trust are expected to be as follows for the years ending December 31:

	2014	2013
2014	-	138,554
2015	103,800	80,800
2016	13,000	30,646
2017	83,200	
	\$ 200,000	\$ 250,000

NOTE 9 - EXPENSE CLASSIFICATION

Below is a functional classification of the Society's expenses for the year ended December 31, 2014 and 2013:

	2014		2013		
Program services	\$	660,930	\$	641,590	
General & administrative services		86,626		81,585	
Fundraising expenses		101,852		111,565	
Total operating expenses	\$	849,408	\$	834,740	

Fundraising activities involve inducing potential donors to contribute money, securities, services, materials, facilities, other assets, or time. They include publicizing and conducting fundraising campaigns; maintaining donor mailing lists; conducting special fundraising events; and conducting other activities involved with soliciting contributions from individuals, foundations, and others.

NOTE 10 - CONCENTRATION OF CREDIT RISK

The Humane Society of South Coastal Georgia, Inc. maintains a large portion of its cash balance in a single financial institution. The Federal Deposit Insurance Corporation insures the checking,

Notes to Financial Statements

December 31, 2014 and 2013

savings and certificate of deposit accounts up to \$250,000. At times during the years ended December 31, 2014 and 2013, the Society had balances in excess of the insured amount.

NOTE 11 - SUBSEQUENT EVENTS

The Society has evaluated subsequent events occurring after December 31, 2014 through November 17, 2015, which is the date on which the financial statements were available for issuance.

In March 2015, the Society renewed its line of credit with the financial institution. The renewed line of credit provides for borrowings up to \$100,000 at an interest rate of 3.25%. The line of credit is secured by equipment, fixtures, inventory and receivables and matures in March 2017.

No other significant events occurred subsequent to the statement of financial position date but prior to issuance that would have a material impact on the financial statements or disclosures.