

CONSERVATION MINNESOTA

**FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT**

For The Years Ended
June 30, 2022 and 2021

CONSERVATION MINNESOTA
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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Conservation Minnesota
Minneapolis, Minnesota

Opinion

We have audited the accompanying financial statements of Conservation Minnesota (a nonprofit organization), which comprise the statements of financial position as of June 30, 2022 and 2021, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Conservation Minnesota as of June 30, 2022 and 2021, 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.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Conservation Minnesota and to meet our other ethical responsibilities in accordance with the relevant ethical requirements related to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of Financial Statements

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

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Conservation Minnesota's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Conservation Minnesota's ability to continue as a going concern for a reasonable period of time.

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

Other Matter

Consolidated Financial Statements of Conservation Minnesota and Affiliates

We also have audited, in accordance with auditing standards generally accepted in the United States of America, the consolidated financial statements of Conservation Minnesota and Affiliates, which comprise the consolidated statements of financial position as of June 30, 2022 and 2021, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended (none of which is presented herein), and we expressed an unmodified opinion on those financial statements. Such consolidated financial statements are the general-purpose financial statements of Conservation Minnesota and Affiliates, and the financial statements of Conservation Minnesota presented herein are not a valid substitute for those consolidated financial statements.



REDPATH AND COMPANY, LTD.
St. Paul, Minnesota

December 12, 2022

FINANCIAL STATEMENTS

CONSERVATION MINNESOTA
STATEMENTS OF FINANCIAL POSITION
June 30, 2022 and 2021

Statement 1

	<u>2022</u>	<u>2021</u>
Assets:		
Cash and cash equivalents	\$861,078	\$1,018,088
Accounts receivable	-	8,703
Due from related organizations	361,283	-
Grants and contributions receivable	101,000	479,457
Prepaid expenses	14,643	24,184
Website, net of accumulated amortization	<u>31,045</u>	<u>41,392</u>
 Total assets	 <u>\$1,369,049</u>	 <u>\$1,571,824</u>
Liabilities:		
Due to related organizations	\$ -	\$7,231
Accounts payable	75,696	41,995
Accrued expenses	<u>172,529</u>	<u>103,251</u>
Total liabilities	<u>248,225</u>	<u>152,477</u>
Net assets:		
Net assets without donor restrictions:		
Undesignated	150,245	182,490
Board designated	120,534	120,534
Net assets with donor restrictions	<u>850,045</u>	<u>1,116,323</u>
Total net assets	<u>1,120,824</u>	<u>1,419,347</u>
 Total liabilities and net assets	 <u>\$1,369,049</u>	 <u>\$1,571,824</u>

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

CONSERVATION MINNESOTA
STATEMENTS OF ACTIVITIES
For The Years Ended June 30, 2022 and 2021

Statement 2

	2022			2021		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
Support and revenue:						
Grants	\$448,225	\$240,275	\$688,500	\$379,746	\$996,174	\$1,375,920
Grants from related organizations	600,000	-	600,000	175,191	-	175,191
PPP loan forgiveness	-	-	-	265,348	-	265,348
Contributions	1,266,774	184,036	1,450,810	546,673	-	546,673
Fees for services	4,760	-	4,760	720	-	720
Interest income	1,324	-	1,324	1,481	-	1,481
Miscellaneous income	3,655	-	3,655	3,107	-	3,107
	<u>2,324,738</u>	<u>424,311</u>	<u>2,749,049</u>	<u>1,372,266</u>	<u>996,174</u>	<u>2,368,440</u>
Net assets released from restrictions	690,589	(690,589)	-	537,067	(537,067)	-
Total support and revenue	<u>3,015,327</u>	<u>(266,278)</u>	<u>2,749,049</u>	<u>1,909,333</u>	<u>459,107</u>	<u>2,368,440</u>
Expenses:						
Program services	2,296,965	-	2,296,965	1,247,767	-	1,247,767
Management and general	521,197	-	521,197	372,768	-	372,768
Fundraising	229,410	-	229,410	125,833	-	125,833
Total expenses	<u>3,047,572</u>	<u>-</u>	<u>3,047,572</u>	<u>1,746,368</u>	<u>-</u>	<u>1,746,368</u>
Change in net assets	(32,245)	(266,278)	(298,523)	162,965	459,107	622,072
Net assets - beginning of year	<u>303,024</u>	<u>1,116,323</u>	<u>1,419,347</u>	<u>140,059</u>	<u>657,216</u>	<u>797,275</u>
Net assets - end of year	<u>\$270,779</u>	<u>\$850,045</u>	<u>\$1,120,824</u>	<u>\$303,024</u>	<u>\$1,116,323</u>	<u>\$1,419,347</u>

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

CONSERVATION MINNESOTA
STATEMENTS OF CASH FLOWS
For The Years Ended June 30, 2022 and 2021

Statement 4

	<u>2022</u>	<u>2021</u>
Cash flows from operating activities:		
Change in net assets	(\$298,523)	\$622,072
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:		
Depreciation	10,347	10,348
Change in assets and liabilities:		
Accounts receivable	8,703	5,834
Due from related organizations	(361,283)	
Grants and contributions receivable	378,457	(375,957)
Prepaid expenses	9,541	(14,956)
Due to related organizations	(7,231)	6,554
Accounts payable	33,701	(14,900)
Accrued expenses	69,278	21,210
Refundable advance	-	(158,300)
Net cash provided by (used in) operating activities	<u>(157,010)</u>	<u>101,905</u>
Cash and cash equivalents - beginning of the year	<u>1,018,088</u>	<u>916,183</u>
Cash and cash equivalents - end of the year	<u><u>\$861,078</u></u>	<u><u>\$1,018,088</u></u>

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

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

NOTE 1 NATURE OF ACTIVITIES

Conservation Minnesota (hereinafter referred to as the Organization) is a Minnesota nonprofit corporation established in 2002 to educate private citizens and organizations concerned with conservation and the basic processes and techniques of effective participation in government and policy development. The organization works to conserve and protect Minnesota's natural resources and its environment, to increase citizen participation in government and the democratic process, and to provide conservation information that is beneficial in decision making by individuals and their communities.

Conservation Minnesota's program focuses include the following:

Public Education

Conservation Minnesota provides credible, non-partisan information about current and emerging issues that affect public health, water quality, and Minnesota's Great Outdoors so that individual Minnesotans can make informed decisions that protect our health and natural resources.

Public Engagement

Conservation Minnesota is guided by the priorities of Minnesotans and engages its statewide network of over 70,000 individuals and local leaders with meaningful opportunities to help solve the conservation issues that they tell us are most important.

Public Policy

Conservation Minnesota develops and advocates for public policies that ensure our cherished Minnesota lakes, lands and way of life are protected for the benefit of current and future generations.

Conservation Minnesota's affiliates include the following:

Conservation Minnesota Voter Center, Inc. (CMVC)

CMVC is a Minnesota nonprofit corporation established in 1999. It researches public opinion and government actions on conservation issues, providing reliable information to help Minnesotans make decisions that protect the health of our air, water, communities, and families. CMVC advocates common sense and practical solutions to our state's most pressing conservation issues. From expanding renewable energy and protecting our lakes from invasive species, to removing toxic chemicals from children's products, and creating jobs through expanded recycling, CMVC brings people together for the long-term health of our families and communities. CMVC is exempt from federal income tax under Code Section 501(c)(4) of the Internal Revenue Code and Minnesota Statute 290.05.

Conservation Minnesota Voter Fund (CMVF)

CMVF cultivates and partners with leaders who protect the health of Minnesota's people, communities, and environment by financial support for their elections to state office. CMVF is exempt from federal income tax under Code Section 527 of the Internal Revenue Code and Minnesota Statute 26 U.S.C as political action committees (PACs).

Climate Vote Minnesota (CVM)

CVM is a nonpartisan organization that works to inform Minnesotans of the important climate choices they have in selecting candidates for public office and helps them identify leaders who reflect their values by championing policies that protect our climate for future generations. CVM is exempt from federal income tax under Code Section 527 of the Internal Revenue Code and Minnesota Statute 26 U.S.C as political action committees (PACs).

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

CMVC has 4 Board members, all of whom are also included on the Organization's Board of 19 members. Additionally, CMVF and CVM do not have Board members, but all Officers of these organizations are employees of CMVC. Under U.S. GAAP, this is considered a "controlling financial interest" and thus consolidation is required. The Organization has opted to not consolidate the activities of CMVC, CMVF, and CVM into these financial statements. Transactions with these organizations are described in Note 6.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF ACCOUNTING AND PRESENTATION

The consolidated financial statements are prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles (GAAP), which requires the Organization to report information regarding their financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions.

B. CASH AND CASH EQUIVALENTS

For the purposes of the Statement of Cash Flows, the Organization considers all highly liquid investments with an initial maturity of three months or less to be cash equivalents.

The Organization maintains cash balances with banks insured by the Federal Deposit Insurance Corporation (FDIC). These deposits may, from time to time, exceed the balances insured by the FDIC. The Organization has not experienced any losses in such accounts and management believes it is not exposed to any significant credit risk on cash and cash equivalents.

C. ACCOUNTS RECEIVABLE

Accounts receivable are stated at the amount management expects to collect from outstanding balances. The outstanding debts are reviewed by management and those deemed uncollectible are written off in the year in which they become uncollectible. At June 30, 2022 and 2021, the allowance for uncollectable was \$0.

D. GRANTS AND CONTRIBUTIONS RECEIVABLE

The Organization records unconditional grants and contributions that are expected to be collected within one year are recorded at their net realizable value. Unconditional grants and contributions that are expected to be collected in future years are initially recorded at fair value using present value techniques incorporating risk-adjusted discount rates designed to reflect the assumptions market participants would use in pricing the asset. In subsequent years, amortization of the discounts is included in contribution revenue in the Statement of Activities. As of June 30, 2022 and 2021, all contributions and grants receivable were due within one year. There is no allowance for uncollectible accounts, as management believes contributions receivable are fully collectible.

E. FIXED ASSETS

The Organization records property and equipment, website design and software additions over \$5,000 at cost, or if donated, at fair value on the date of donation. Depreciation is computed using the straight-line method over the estimated useful lives of the assets ranging from 3 to 5 years. When assets are sold or otherwise disposed of, the cost and related depreciation are removed from the accounts, and any resulting gain or loss is included in the Statement of Activities. Costs of maintenance and repairs that do not improve or extend the useful lives of the respective assets are expensed currently.

The Organization reviews the carrying values of property and equipment for impairment whenever events or circumstances indicate that the carrying value of an asset may not be recoverable from the estimated future cash flows expected to result from its use and eventual disposition. When considered impaired, an impairment loss is recognized to the extent carrying value exceeds the fair value of the asset. There were no indicators of asset impairment during the years ended June 30, 2022 and 2021.

F. NET ASSETS AND RESTRICTIONS

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-or grantor-imposed restrictions. Accordingly, net assets of the Organization and changes therein are classified and reported as follows:

Net Assets without Donor Restrictions – net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. This category includes funds that have been internally designated by the Organization.

Net Assets with Donor Restrictions – net assets subject to donor-imposed restrictions. Some donor-imposed (or certain grantor) restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. The Organization reports contributions restricted by donors as increases in net assets without donor restrictions if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restrictions 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 classified to net assets without donor restrictions and reported in the Statement of Activities as net assets released from restrictions.

At June 30, 2022 and 2021, the Organization had no net assets with donor restrictions that were perpetual in nature.

G. REVENUE AND REVENUE RECOGNITION

Contributions and grants are recognized when cash, other assets, or an unconditional promise to give is received. Conditional promises to give, that is, those with a measurable performance or other barrier and a right of return - are not recognized until the conditions on which they depend have been substantially met. The Organization has contributions and grants that are conditioned upon certain performance requirements and/or the incurrence of allowable qualifying expenses. Revenue is recognized without donor restrictions as qualifying expenditures are incurred, or other contractual conditions are met.

H. CONTRIBUTED SERVICES

Contributed services are recognized as contributions if the services (a) create or enhance nonfinancial assets or (b) require specialized skills, are performed by people with those skills, and would otherwise be purchased by the organization.

I. FUNCTIONAL ALLOCATION OF EXPENSE

The costs of providing various programs and other activities have been summarized on a functional basis in the Statement of Functional Expenses. The Statement of Functional Expenses present the natural classification detail of expenses by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Allocated expenses include salaries, taxes, and benefits, occupancy, database management, office expense, depreciation, and insurance, which are allocated on the basis of estimates of time and effort.

J. ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates, and those differences could be material.

K. REVENUE AND RECEIVABLE CONCENTRATIONS

As of June 30, 2022, the Organization's grants and contributions receivable include amounts from two major donors comprising approximately 79% of the balance. As of June 30, 2021, the Organization's grants and contributions receivable include amounts from one major donor comprising approximately 78% of the balance.

In 2022, the Organization received approximately 36% of its total grants and contributions revenue from two major donors. In 2021, the Organization received approximately 39% of its total grants and contributions revenue from one major donor.

L. INCOME TAX STATUS

The Organization has a tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Minnesota Statute 290.05. It has been classified as an organization that is not a private foundation under Section 509(a)(2) of the Internal Revenue Code and contributions by donors are tax deductible.

Any unrelated business income may be subject to taxation. The Organization has not had any material unrelated business income.

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

A tax expense or benefit from an uncertain income tax position (including tax-exempt status) may be recognized only when it is more likely than not that the position will be sustained upon examination by taxing authorities. Management believes the Organization has no uncertain income tax positions that would result in an accrual, expense, or benefit under the more likely than not standard.

Note 3 LIQUIDITY AND AVAILABILITY

The Organization's financial assets available within one year of the balance sheet date for general expenditures, that is, without donor or other restrictions limiting their use, are as follows:

	<u>2022</u>	<u>2021</u>
Financial assets:		
Cash and cash equivalents	\$861,078	\$1,018,088
Accounts receivable	-	8,703
Grants and contributions receivable	101,000	479,457
Less: amounts unavailable		
Board designated	<u>(120,534)</u>	<u>(120,534)</u>
Total	<u><u>\$841,544</u></u>	<u><u>\$1,385,714</u></u>

Accounts, grants, and contributions receivable balances are subject to collection but are expected to be fully collected within one year. The Organization considers all expenditures for programs and activities which are ongoing and related to their organizational purpose to be general in nature. Therefore, no assets related to purpose restricted net assets have been excluded above. Board designated amounts are excluded from assets available for general expenditure. However, in the event of an unanticipated liquidity need, these amounts could be redesignated by the board.

The Organization manages their liquidity and reserves following these guiding principles: operating within a prudent range of financial soundness and stability and maintaining sufficient reserves to provide reasonable assurance that long-term obligations will be discharged.

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

Note 4 **OPERATING LEASE**

CMVC leases office space under an operating lease agreement through September 30, 2027. The lease requires monthly payments of \$3,719-\$4,525 over the remaining term of the agreement. The rent expense is allocated between CMVC and the Organization and totaled \$44,205 and \$42,502 for the years June 30, 2022 and 2021, respectively.

Future minimum rental payments under this operating lease are as follows:

Years Ending June 30,	Amount
2023	\$45,703
2024	47,811
2025	49,724
2026	51,713
2027	53,781
Thereafter	<u>13,576</u>
Total	<u><u>\$262,308</u></u>

Note 5 **RETIREMENT PLAN**

The Organization is the sponsor of a 401(k) retirement plan. The Plan allows for a discretionary match for eligible employees, which vests over two years of service. Employees may make additional pre-tax contributions through payroll deductions. The organization currently matches up to 4% of gross salaries for employees. Total plan expense for the years ended for the years June 30, 2022 and 2021 was \$53,228 and \$41,034, respectively.

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

Note 6 RELATED ORGANIZATIONS

The Organization has a resource allocation agreement with CMVC. In this agreement, both organizations share certain resources, including office space, maintenance and personnel. Those items are allocated on a pro-rata basis of hours worked in support of each entity. As part of this agreement, in 2022 and 2021 the Organization reimbursed CMVC for office space and maintenance expense of approximately \$218,000 and \$152,000, respectively. Additionally in 2022 and 2021, the Organization was reimbursed from CMVC for personnel expense of approximately \$172,000 and \$200,000, respectively.

During 2022 and 2021, the Organization received grants from CMVC of \$600,000 and \$175,191, respectively. In 2021, the Organization made grants to CMVC of \$102,000.

Due to and from related organizations at June 30, were as follows:

	Due from Related Organizations		Due to Related Organizations	
	2022	2021	2022	2021
CMVC	\$359,326	\$ -	\$ -	\$7,231
CMVF	57	-	-	-
CVM	1,900	-	-	-
Total	<u>\$361,283</u>	<u>\$0</u>	<u>\$0</u>	<u>\$7,231</u>

Additionally, the Organization holds a zero-interest bearing line of credit agreement with CMVC in the amount of \$200,000, payable on demand. There is no balance outstanding on the line of credit as of June 30, 2022 and 2021.

Note 7 NET ASSETS WITH DONOR RESTRICTIONS

A summary of the net assets with donor restrictions at June 30 is as follows:

	2022	2021
Purpose restricted:		
Upstream	\$171,936	\$276,067
Health Professional for a Healthy Climate (HPHC)	162,834	202,461
Conservation crew	167,775	38,795
Public land	-	9,000
Climate Success	72,500	
Time restricted	<u>275,000</u>	<u>590,000</u>
Total	<u>\$850,045</u>	<u>\$1,116,323</u>

Certain net assets with purpose restrictions are also restricted for time.

CONSERVATION MINNESOTA
NOTES TO THE FINANCIAL STATEMENTS
June 30, 2022 and 2021

Note 8 GRANT CONTINGENCIES

Certain contributions or grants from donors are subject to special audit by the donor. Such audits could result in claims against the Organization for disallowed costs or noncompliance with grantor restrictions. No provision has been made for any liabilities that may arise from such audits since the amounts, if any, cannot be determined at this date.

Note 9 PAYCHECK PROTECTION PROGRAM LOANS

On April 29, 2020, the Organization entered into an unsecured loan agreement with Choice Bank (the Lender) for \$158,300, through the U.S. Small Business Administration (SBA) pursuant to the Paycheck Protection Program (PPP) created by section 1102 of the Coronavirus Aid, Relief, and Economic Security Act (the "CARES Act"). The loan proceeds are to be used for payroll costs, payments on mortgage interest, rent, and utilities. The SBA granted full forgiveness on December 11, 2020. Contribution revenue under FASB ASC 958-605 was recognized upon loan forgiveness and was allocated between organizations based on their proportionate share of eligible expenditures. The allocated share of contribution revenue recognized for the Organization and CMVC was \$120,308 and \$37,992, respectively.

On February 2, 2021, the Organization entered into a second draw PPP loan with Choice Bank for \$196,000, subject to the terms above. The SBA granted full forgiveness on June 25, 2021. Contribution revenue under FASB ASC 958-605 was recognized upon loan forgiveness and was allocated between organizations based on their proportionate share of eligible expenditures. The allocated share of contribution revenue recognized for the Organization and CMVC was \$145,040 and \$50,960, respectively.

Expenditures claimed under this program are subject to review and audit by the SBA for six years from the date of loan forgiveness. Management believes that any liability for disallowances, which may arise as a result of an audit, would not be material.

Note 10 SUBSEQUENT EVENTS

The Organization has evaluated subsequent events for recognition and disclosure through December 12, 2022, which is the date that the report was available to be issued.