

Humane Society of Westchester, Inc,

**Audited Financial Statements
For the Year Ended October 31, 2022
With Independent Auditors' Report**

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TOBIN & COMPANY
CERTIFIED PUBLIC ACCOUNTANTS, PC

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Humane Society of Westchester, Inc.
New Rochelle, NY

Opinion

We have audited the accompanying financial statements of Humane Society of Westchester, Inc. (a nonprofit organization) which comprise of the statement of financial position as of October 31, 2022 and the related statement of activities and change in net assets, cash flows, and functional expenses 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 Humane Society of Westchester, Inc., and the changes in net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. 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 Humane Society of Westchester, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. 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 Humane Society of Westchester, Inc.'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 the 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 generally accepted auditing standards 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, including omissions, 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 generally accepted auditing standards, 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 Humane Society of Westchester, Inc.'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 Humane Society of Westchester, Inc.'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.

Report on Summarized Comparative Information

We have previously audited Humane Society of Westchester, Inc. 2021 financial statements, and we expressed an unmodified audit opinion on those audited financial statements in our report dated December 20, 2021. In our opinion, the summarized comparative information presented herein as of and for the year ended October 31, 2021, is consistent, in all material respects, with the audited financial statements from which it has been derived.

Tobin & Company
Certified Public Accountants, PC

Purchase, New York
December 20, 2022

Humane Society of Westchester, Inc.

Statement of Financial Position

<i>As of October 31,</i>	2022	2021
ASSETS		
Cash and Equivalents	\$ 2,157,302	\$ 721,702
Investments	785,502	841,261
Receivables	19	2,657
Prepaid Expenses	12,519	1,400
Property and Equipment, net of accumulated depreciation	4,030,268	4,057,961
Total Assets	\$ 6,985,611	\$ 5,624,981
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts Payable and Accrued Expenses	\$ 14,005	\$ 4,093
Total Liabilities	14,005	4,093
Net Assets		
Without restriction	6,911,606	5,560,888
With restriction	60,000	60,000
Total Net Assets	6,971,606	5,620,888
Total Liabilities and Net Assets	\$ 6,985,611	\$ 5,624,981

See accompanying notes to financial statements

Humane Society of Westchester, Inc.

Statement of Activities and Change in Net Assets

<i>For the Year Ended October 31,</i>	Without Donor Restriction	With Donor Restriction	2022 Total	2021 Total
Support and Revenue				
Municipal Income	\$ 490,345	\$ -	\$ 490,345	\$ 479,747
Operating Income	210,376	-	210,376	230,984
Fundraising	1,328,870	-	1,328,870	578,292
Gifts and Bequests	525,761	-	525,761	489,415
Government Grants	207,271	250,000	457,271	362,000
Satisfaction of Restriction	250,000	(250,000)	-	-
Total Support and Revenue	3,012,623	-	3,012,623	2,140,438
Expenses				
Program Services	1,387,824	-	1,387,824	1,207,052
General and Administrative	66,384	-	66,384	88,872
Fundraising	95,424	-	95,424	101,172
Total Expenses	1,549,632	-	1,549,632	1,397,096
Change in Net Assets from Operations	1,462,991	-	1,462,991	743,342
Investment return, net	-	-	-	-
	(112,273)	-	(112,273)	79,316
Change in Net Assets	1,350,718	-	1,350,718	822,658
Net Assets at Beginning of Year	5,560,888	60,000	5,620,888	4,798,230
Net Assets at End of Year	\$ 6,911,606	\$ 60,000	\$ 6,971,606	\$ 5,620,888

See accompanying notes to financial statements

Humane Society of Westchester, Inc.

Statement of Functional Expenses

<i>For the year ended October 31,</i>	Program Services	General and Administrative	Fundraising	2022 Total Expenses	2021 Total Expenses
Salaries	\$ 719,478	\$ 42,857	\$ 49,351	\$ 811,686	\$ 758,148
Payroll Taxes and Benefits	118,466	7,056	8,126	133,648	125,093
Total Personnel Expenses	837,944	49,913	57,477	945,334	883,241
Depreciation	175,602	-	-	175,602	17,822
Medicines	103,011	-	-	103,011	111,266
Spay & Neuter Expenses	77,214	-	-	77,214	103,428
Maintenance & Utility Expenses	48,717	-	-	48,717	37,020
Insurance	33,191	4,626	-	37,817	41,047
Fund-Raising Expenses	-	776	34,428	35,204	45,350
Administrative Expenses	27,520	2,640	1,320	31,480	44,741
Surgical Expenses	18,090	-	-	18,090	25,412
Animal Supplies	15,540	-	-	15,540	10,630
Food for Shelter	14,346	-	-	14,346	16,992
Bank Charges	7,303	2,199	2,199	11,701	10,417
Microchips	11,088	-	-	11,088	12,008
Transport Costs	7,108	-	-	7,108	10,443
Professional Fees	-	6,230	-	6,230	7,755
Help Heal Fund	3,605	-	-	3,605	13,420
Automotive Expenses	3,554	-	-	3,554	2,663
Animal Care Program	3,108	-	-	3,108	3,441
Miscellaneous	888	-	-	888	-
Total Expenses	\$ 1,387,824	\$ 66,384	\$ 95,424	\$ 1,549,632	\$ 1,397,096

See accompanying notes to financial statements

Humane Society of Westchester, Inc.

Statement of Cash Flows

<i>For the Year Ended October 31,</i>	2022	2021
Cash Flow from Operating Activities:		
Changes in Net Assets	\$ 1,350,718	\$ 822,658
Adjustments to reconcile changes in net assets to cash provided by operating activities:		
Depreciation	175,602	17,822
Unrealized gains and losses	141,246	(46,983)
Donated Stock	(58,529)	(47,148)
Changes in Operating Assets & Liabilities:		
(Increase) Decrease in accounts receivable	2,638	(1,757)
(Increase) Decrease in prepaid expenses	(11,119)	780
Increase (Decrease) in accounts payable and accrued expenses	9,914	(2,482)
Net Cash Provided by Operating Activities	1,610,469	742,889
Cash Flow from Investing Activities:		
Purchase of investments	(26,959)	(27,273)
Capital improvements	(147,910)	(1,621,200)
Net Cash Used in Investing Activities	(174,869)	(1,648,473)
Net Increase (Decrease) in Cash and Equivalents	1,435,600	(905,584)
Cash and equivalents, beginning of the year	721,702	1,627,286
Cash and Equivalents, End of the Year	\$ 2,157,302	\$ 721,702

See accompanying notes to financial statements

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 1 - Organization

Humane Society of Westchester, Inc. (the "Organization") was organized in 1911 as the New Rochelle Humane Society under the not for profit laws of New York, as well as being exempt under Section 501 (c) (3) of the Internal Revenue Code. The principal activity is animal control, rescue and adoption funded through municipal contracts and public donation.

Note 2 - Summary of Significant Accounting Policies

Basis of Presentation

The Organization prepares its financial statements on the accrual basis in accordance with accounting principles generally accepted in the United States of America. The financial statements are presented in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 958 dated August 2016, and the provisions of the American Institute of Certified Public Accountants (AICPA) "Audit and Accounting Guide for Not-for-Profit Organizations" (the "Guide"). (ASC) 958-205 was effective January 1, 2018. Under the provisions of the Guide, net assets and revenues, and gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, the net assets of the Organization and changes therein are classified as follows:

Net assets without donor restrictions: 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. The Organization's board may designate assets without restrictions for specific operational purposes from time to time.

Net assets with donor restrictions: 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 Non-Profit Organization or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

Operating Revenue

The Organization's revenues from contracts with customers are recognized in accordance with Topic 606 and are comprised of clinic fees, adoption, contractual fees, retail sales and special event revenues. Revenue is recognized upon transfer of promised products or services to customers in an amount that reflects the consideration that is expected to be received in exchange for those services, described as follows:

- The Organization satisfies its performance obligations related to clinic, adoption, and municipal income fees upon performance of the related service by providing the professional services required, which generally occurs simultaneously with the billing or customer payment.
- Retail sales are charged to the customer and recognized as revenue at the time of transfer of the merchandise, at which point the Organization has fulfilled its performance obligation.

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 2 - Summary of Significant Accounting Policies (continued)

Contributions

Unconditional contributions and bequests are recognized when pledged and 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. Conditional promises to give are recognized when the conditions on which they depend are substantially met. Gifts of cash and other assets are reported with donor restricted support if they are received with donor stipulations that limit the use of the donated assets. The Organization expects all receivables at October 31, 2022 to be collected.

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. Donor-restricted contributions whose restrictions are met in the same reporting period are reported as net assets without donor restriction support. Donations of property and equipment are recorded as support at their estimated fair value at the date of donation.

Property and Equipment

Property and equipment are recorded at cost and are being depreciated using the straight-line method over the estimated useful lives of the assets ranging between 5 and 39 years. No asset impairments were noted at October 31, 2022, and 2021.

Estimates

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

Tax Status

The Organization is a not-for-profit organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code and has been designated as an organization which is not a private foundation.

The Organization has evaluated the recognition requirements for uncertain income tax positions as required by accounting principles generally accepted in the United States of America, with no cumulative effect adjustment required. Income tax benefits are recognized for income tax positions taken or expected to be taken in a tax return, only when it is determined that the income tax position will more-likely-than-not be sustained upon examination by taxing authorities. Accordingly, the Organization has not recorded any reserves, or related accruals for interest and penalties for uncertain income tax positions at October 31, 2022.

Cash and Cash Equivalents

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

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 2 - Summary of Significant Accounting Policies (continued)

Financial instruments, that potentially subject the Organization to concentrations of credit risk, consist of cash, and cash equivalents. The Organization's cash and cash equivalents are on deposit with several financial institutions. At times during the year such investments may be in excess of Federal Deposit Insurance Corporation (FDIC) limits.

Expense Allocation

Directly identifiable expenses are charged to programs and supporting services. Expenses related to more than one function are charged to programs and supporting services on the prorated basis determined by Management. Administrative and general expenses include expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Organization.

Compensated Absences

Compensated absences for vacation and sick pay have not been accrued since the amount is immaterial but are expensed as incurred.

Fair Value Measurement

The Organization follows U.S. GAAP guidance on fair value measurements which defines fair value and establishes a fair value hierarchy organized into three levels based upon the input assumptions used in pricing assets. Level 1 inputs have the highest reliability and are related to assets with unadjusted quoted prices in active markets. Level 2 inputs relate to assets with other than quoted prices in active markets which may include quoted prices for similar assets or liabilities or other inputs which can be corroborated by observable market data. Level 3 inputs are unobservable inputs and are used to the extent that observable inputs do not exist

Investments Valuation

Investments are composed of government obligations and equity securities, and are carried at fair values, which generally represents quoted market price as of the last business day of the fiscal year. Unrealized gains and losses are included in the change in net assets. Investment income and gains are reported as increases in unrestricted net assets in the reporting period in which the income and gains are recognized.

Advertising

The Organization uses advertising to promote its programs among the public it serves. Advertising costs are expensed as incurred. During the years ended October 31, 2022 and 2021, advertising costs totaled \$1,679 and \$422, respectively.

Gifts in-kind

If the Organization receives in-kind contributions, they are recorded as revenue and related expense when received. In-kind contributions, if any, are reported at their estimated fair value.

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 2 - Summary of Significant Accounting Policies (continued)

Recent Pronouncements

In February 2016, the Financial Accounting and Standards Board (FASB) issued ASU 2016-02, Leases (842). The new guidance requires all leases with lease terms over 12 months to be capitalized as a right-of-use asset and a lease liability on the statement of financial position at the date of lease commencement. The pattern of expense recognition in the statement of activities will depend on the lease's classification. For not-for-profit operations, the standard takes effect for years beginning after December 31, 2021. The Organization is currently evaluating the impact that this standard may have on its financial statements.

In September 2020, the Financial Accounting Standards Board issued ASU 2020-07, Not-for-Profit Entities (Topic 958): Presentation and Disclosures by Not-for-Profit Entities for Contributed Nonfinancial Assets, to clarify the presentation and disclosure of contributed nonfinancial assets, including land, buildings, and other items. The ASU does not change existing recognition and measurement requirements for contributed nonfinancial assets. The ASU is effective for annual reporting periods beginning after June 15, 2021, with early adoption permitted. The Organization is currently evaluating the impact that this standard may have on its financial statements.

Note 3 - Property and Equipment

Property and equipment consist of the following as of October 31:

	2022	2021
Equipment and Vehicles	\$ 188,791	\$ 208,955
Building Improvements	4,143,561	4,073,790
Property and Equipment	\$ 4,332,352	\$ 4,282,745
Less: Accumulated Depreciation	(302,084)	(224,784)
Property and Equipment, Net	\$ 4,030,268	\$ 4,057,961

Note 4 - Investments

The Organization applies GAAP for fair value measurements of financial assets that are recognized or disclosed at fair value in the financial statements on a recurring basis. GAAP establishes a fair value 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 assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy are as follows:

- Level 1 - Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.
- Level 2 - Quotes prices in markets that are not considered to be active or financial instruments for which all the significant inputs are observable, either directly, or indirectly.

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 4 - Investments (continued)

- Level 3 - Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

The following table sets forth by level, within the fair value hierarchy, the Organization's investment assets measured at fair value as of October 31, 2022:

	Fair Value Measurements at Reporting Date Using		
	Active markets for Quoted prices in Identical Assets (Level 1)	Observable Significant other inputs (Level 2)	Unobservable Significant inputs (Level 3)
Equities	\$ 181,514	-	-
Fixed Income Securities	560,350	-	-
Money market funds	43,637	-	-
Total Fair Value of Assets	\$ 785,502	-	-

Net investment return consisted of the following:

	2022	2021
Dividends and Interest	\$ 28,973	\$ 32,333
Unrealized Gain/Loss on Investments	(141,246)	46,983
Total	\$(112,273)	\$ 79,316

Note 5 – In-Kind Donations

The Organization receives various types of in-kind support throughout the year. Donated goods and services are recognized in circumstances where those goods and services create or enhance non-financial assets or require specialized skills, are provided by individuals or organizations providing those goods and services and would typically need to be purchased if not provided in-kind.

A substantial amount of management, administrative, fundraising and program related services are performed voluntarily by the Board of Directors and other individual volunteers. Those services have not been recorded as they do meet the criteria outlined above.

Note 6 – Liquidity

The Organization regularly monitors liquidity required to meet its general operating needs while also striving to maintain sufficient reserves to meet operating needs during periods of uncertainty

Humane Society of Westchester, Inc.

Notes to the Financial Statements

Note 6 – Liquidity (continued)

and to assure longer term commitments will continue to be met. The Organization's strategy is to operate within a balanced budget that anticipates collecting sufficient revenue to cover general expenditures. Revenues available to meet general expenditures include all revenues, gains, and other support generated from ongoing operations, unless certain restrictions exist.

The following reflects the Organization's financial assets as of October 31, 2022, and 2021, reduced by amounts not available for general use within one year of the statement of financial date because of donor-imposed restrictions:

	2022	2021
Cash and Equivalents	\$ 2,154,991	\$ 721,701
Investments	785,502	841,261
Receivables	19	2,657
Net financial assets available within one year	2,940,512	1,565,619
Less: Amounts not available for general expenditures		
Restrictions by donor with purpose restrictions	(60,000)	(60,000)
Financial assets available to meet general expenditures within one year	\$ 2,880,512	\$ 1,505,619

Note 7 – Government Grants

On January 22, 2019, the New York State Companion Animal Capital Fund awarded the Organization \$500,000 grant to be used towards capital improvements. Expenditures must be submitted to New York State and approved for reimbursement. In September 2020, \$138,000 was disbursed to the Organization according to the terms of the grant. In December 2020, an additional \$257,000 was disbursed and in April 2021 the final payment of \$105,000 was disbursed. All cost related to the renovation were capitalized and depreciated over 39 years according to GAAP.

On August 14, 2020, the Organization applied for and was awarded a State and Municipal Facilities Program ("SAM") Grant in the amount of \$250,000. The grant was to be used for renovations and expansions of its facility. The Organization received the payment on March 15, 2022 and expended all the fundings on its building renovation and expansion project, satisfying the SAM Grant requirements. This is included in Government Grants on the Statement of Activities.

Note 8 – Employee Retention Credit

The Organization became eligible for the Employee Retention Tax Credit (“ERTC”) under the Coronavirus Aid, Relief, and Economic Security Act (the “CARES Act”) of 2020, as modified by the Consolidated Appropriations Act of 2021 and the American Rescue Plan Act of 2021. For the year ended December 31, 2020, the ERTC provides a refundable tax credit against certain employment taxes of up to \$5,000 per employee. For the year ended December 31, 2021, the ERTC provides a refundable tax credit against certain employment taxes of up to \$7,000 per employee for each of the first three quarters of 2021. During the year ended October 31, 2022, the Organization received \$207,271 in ERTC credits. This is included in Government Grants on the Statement of Activities.

Note 9 – Leases

On October 24, 2014, Humane Society of Westchester, Inc. signed a twenty-year lease with the City of New Rochelle for the property at 70 Portman Road, New Rochelle, New York. The annual rent will be one dollar (\$1.00) per year. The lease also includes an option to renew for an additional twenty years beyond the duration of the lease upon renewal in 2034. The rent will remain the same at one dollar (\$1.00) per year upon renewal in 2034.

Note 10 – Net Assets with Donor Restrictions

At October 31, 2022, the Organization had \$60,000 of net assets with Donor Restrictions. These assets are to be held in perpetuity until the Organization closes.

Note 11 – Beneficial Interest in Trust

The Organization is named as a beneficiary in the Gwendolen Appleyard Trust Fund, which is maintained by third-party trustees. These funds are held by a third party organization which has variance power over the funds and, accordingly, the Organization has not included its interest in these funds in the accompanying financial statements. The Organization will receive a portion of income or principal from these funds when certain conditions are met as stipulated in the fund agreements. During the years ended October 31, 2022 and 2021, the Organization received \$70,000 and \$110,000, respectively.

Note 12 – Reclassifications

Certain amounts in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. There was no effect on previously stated net assets.

Note 13 – Subsequent Events

During December 2022, the Organization entered into an agreement with the City of Mount Vernon to provide animal shelter services.

The Organization has evaluated subsequent events through December 20, 2022, which is the date the financial statements were available to be issued.