SPRINGFIELD, MASSACHUSETTS

FINANCIAL STATEMENTS

YEAR ENDED JUNE 30, 2024 (COMPARATIVE TOTALS 2023)

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Independent Accountants' Review Report

To the Board of Directors of Thomas J. O'Connor Animal Control and Adoption Center Foundation, Inc.
Springfield, Massachusetts

We have reviewed the accompanying financial statements of Thomas J. O'Connor Animal Control and Adoption Center Foundation, Inc. (a Massachusetts non-profit Corporation), which comprise the statement of financial position as of June 30, 2024, and the related statements of activities and net assets, cash flows, and functional expenses for the year then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of the Organization's management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

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.

Accountants' Responsibility

Our responsibility is to conduct the review engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

We are required to be independent of Thomas J. O'Connor Animal Control and Adoption Center Foundation, Inc. and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements related to our review.

Accountants' Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Summarized Comparative Information

Burkhart, Pizzanelli PC

We previously reviewed Thomas J. O'Connor Animal Control and Adoption Center Foundation, Inc.'s 2023 financial statements and in our conclusion dated April 11, 2024, stated that based on our review, we were not aware of any material modifications that should be made to the 2023 financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America. We are not aware of any material modifications that should be made to the summarized comparative information presented herein, as of, and for the year ended June 30, 2023, for it to be consistent with the reviewed financial statements from which it has been derived.

West Springfield, MA January 12, 2025

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Statement of Financial Position June 30, 2024 (Totals 2023)

	<u>2024</u>	2023
Assets		
Current assets Cash, cash equivalents and restricted cash Contribution receivable Prepaid expenses Total current assets	\$ 216,979 18,465 1,882 237,326	\$ 253,849 1,056 254,905
Investments Property and equipment, net	570,436 3,300	528,468 3,967
Total assets	\$ 811,062	\$ 787,340
Liabilities and Net Assets		
Current liabilities Accounts payable Accrued expenses Deferred revenue Total liabilities	\$ 37,959 4,230 1,509 43,698	\$ 87,939 9,653 5,849 103,441
Net assets Without donor restrictions With donor restrictions Total net assets	748,899 18,465 767,364	683,899
Total liabilities and net assets	\$ 811,062	\$ 787,340

Statement of Activities and Net Assets Year ended June 30, 2024 (Totals 2023)

		2024						2023
	-	Without		With				
	Donor			Donor				
	R	estrictions	Re	estrictions		Total	l Tota	
Revenues, gains (losses) and other support								
Contributions	\$	331,095	\$	18,465	\$	349,560	\$	271,094
Special events		109,794				109,794		27,751
Grants		7,066				7,066		14,606
Other income		5				5		
In-kind contributions		8,432				8,432		
Income from investments, net								
Dividend income on investments		8,369				8,369		17,711
Capital gains distributions		1,599				1,599		
Change in net unrealized gains on investments		23,821				23,821		9,424
Realized gains (losses) on sales of investments		4,164				4,164		(1,544)
Net income from investments		37,953				37,953		25,591
Total revenues, gains (losses) and other support		494,345		18,465		512,810		339,042
Expenses								
Program		169,998				169,998		104,503
General and administrative		111,072		***		111,072		97,576
Fundraising		148,275				148,275		95,662
Total expenses		429,345				429,345		297,741
Change in net assets		65,000		18,465		83,465		41,301
Net assets, beginning of year		683,899				683,899		642,598
Net assets, end of year	\$	748,899	\$	18,465	\$	767,364	\$	683,899

Statement of Cash Flows Year ended June 30, 2024 (Totals 2023)

		2024		2023
Cash flows from operating activities				
Change in net assets	\$	83,465	\$	41,301
Adjustments to reconcile change in net assets to net cash	•	,	*	, 5 0 1
(used) provided by operating activities:				
Depreciation		667		666
Change in net unrealized gain on investments		(23,821)		(9,424)
Realized (gains) losses on sales of investments		(4,164)		1,544
Changes in assets and liabilities:		(', ')		1,5
Contribution receivable		(18,465)		
Prepaid expenses		(826)		(1,056)
Accounts payable		(49,980)		59,993
Accrued expenses		(5,423)		7,349
Deferred revenue		(4,340)		5,849
Net cash (used) provided by operating activities		(22,887)		106,222
, , , , , , , , , , , , , , , , , , ,		(22,007)		100,222
Cash flows from investing activities				
Purchases of investments		(379,129)		(32,050)
Proceeds from sale of investments		365,146		14,339
Net cash used by investing activities		(13,983)		$\frac{14,339}{(17,711)}$
,		(15,705)		(17,711)
Net (decrease) increase in cash and cash equivalents		(36,870)		88,511
Cash and cash equivalents at beginning of year		253,849		165,338
Cash and cash equivalents at end of year	\$	216,979	\$	253,849
Reconciliation of cash, cash equivalents and restricted cash to Statement of Financial Position:				
Cash and cash equivalents	\$	215,470	\$	248,000
Restricted cash:	Ψ	210,.70	Ψ	240,000
Deferred revenue		1,509		5,849
Cash, cash equivalents and restricted cash at end of year	_\$	216,979	\$	253,849
Supplementary disclosures:				
Cash paid during the year for:				
Interest	\$		\$	
Income taxes				

Statement of Functional Expenses Year ended June 30, 2024 (Totals 2023)

				2(2024					2023
			Ger	General and						
	<u> </u>	Program	Adm	Administrative	Fu	Fundraising		Total		Total
Expenses										
Salaries	∽	g s	∽	67,673	↔	73,920	\$	141,593	↔	127,121
Payroll taxes		!		5,603		6,120		11,723		11,209
Shelter grants		169,998		1		1		169,998		104,503
Event expense		1		1		36,695		36,695		8,594
Professional fees		i		21,881		1		21,881		12,236
Advertising		{		1		9,199		9,199		8,770
In-kind expenses		1		ł		8,432		8,432		1
Office supplies and expenses		1		2,755		3,604		6,359		6,481
Rent		t t		2,746		2,999		5,745		5,565
Dues and subscriptions		-		5,228		1		5,228		4,307
Processing and filing fees		ł		2,521		1,686		4,207		3,867
Postage and delivery		E 1		!		3,681		3,681		1,548
Insurance		1		893		926		1,869		841
Telephone and internet		1		881		963		1,844		1,758
Depreciation		1		<i>L</i> 99		;		199		999
Travel		1		224				224		275
Total expenses	\$	169,998	\$	111,072	\$	148,275	↔	429,345	↔	297,741

See independent accountants' review report and notes to the financial statements.

Notes to Financial Statements Years ended June 30, 2024 and 2023

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Organization and Operations - Thomas J. O'Connor Animal Control and Adoption Center Foundation, Inc. (the Organization) is a nonprofit corporation organized on August 15, 2001, and is located in Springfield, Massachusetts. The Organization's purpose is to raise funds and provide financial support for the benefit of the Thomas J. O'Connor Animal Control and Adoption Center (the Center) and to promote animal welfare in the Western Massachusetts area. The Center, which is located in Springfield, Massachusetts, is operated by the City of Springfield, Massachusetts, and provides services to local cities and towns. Contributions are the majority of support to the Organization.

Basis of Presentation - The accompanying financial statements of the Organization have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted (GAAP) in the United States of America.

Cash, Cash Equivalents and Restricted Cash - For purposes of the statement of cash flows, the Organization considers all highly liquid investments available for current use with an initial maturity of twelve months or less to be cash equivalents.

Contribution Receivable - The Organization's contribution receivable is due from a donor in the amount of \$18,465 as of June 30, 2024. There was no contribution receivable as of June 30, 2023.

Investments - Investments with readily determinable fair values are reported at their fair value in the statement of financial position. Gains and losses that result from changes in market values are recognized in the period such fluctuations occur. Realized gains and losses resulting from sales or maturities are calculated on a specific identification basis when the underlying securities are sold. Interest and dividends are recorded as earned. Investment activity is reported as increases or decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulation or by law.

Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of uncertainty related to changes in interest rates, market volatility and credit risks, it is at least reasonably possible that changes in these risks could materially affect the fair value of investments and related activity reported on the financial statements.

Fair Value Hierarchy - FASB ASC 820, Fair Value Measurements and Disclosures, provides the framework for measuring fair value. That framework provides 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 unobservable inputs (Level 3 measurements). The three levels of fair value hierarchy under FASB ASC 820 are described as follows:

- Level 1 Quoted prices in active markets for identical securities.
- Level 2 Other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment spreads, credit risks, etc.).
- Level 3 Significant unobservable inputs (including the Organization's own assumptions in determining the fair value of investments).

Notes to Financial Statements (continued) Years ended June 30, 2024 and 2023

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property and Equipment, net - Property and equipment, net is recorded at cost and the estimated fair value at date of donation. Depreciation is provided under the straight-line method over the estimated useful lives (5-20 years) of the respective assets. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts, and any resulting gain or loss is recognized in income for the period. The costs of maintenance and repairs are charged to income as incurred. Significant renewals or betterments are capitalized.

Deferred Revenue - Deferred revenue is comprised of prepaid event income and is recorded as special events revenue once the performance obligation is met.

Classification of Net Assets - Net assets of the Organization are classified based on the presence or absence of donor-imposed restrictions. Net assets are comprised of two groups as follows:

Net Assets Without Donor Restrictions - Amounts that are not subject to usage restrictions based on donor-imposed requirements. This classification also includes assets previously restricted where restrictions have expired or been met. These funds are available for general operating purposes.

Net Assets With Donor Restrictions - Assets subject to usage restrictions based on donor-imposed or grantor requirements. These restrictions may be temporary or by actions of the Organization. Restrictions may be met by the passage of time or by actions of the Organization. Certain restrictions may need to be maintained in perpetuity while permitting the Organization to expend the income generated by the assets in accordance with the provision of additional donor-imposed stipulations. There were net assets with donor restrictions of \$18,465 at June 30, 2024. There were no net assets with donor restrictions at June 30, 2023.

Contributions and support - Unconditional contributions and grants are recognized as revenue in the year in which a contribution or a promise to give a contribution is received. Conditional promises to give represent gifts that depend on the Organization overcoming a donor-imposed barrier to be entitled to the funds. They are not recognized until the barrier is substantially met. The Organization reports contributions received or pledged with or without donor restrictions depending on the existence and/or nature of any donor-imposed restrictions. When a donor 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 statement of activities as net assets released from restrictions. Contributions received with donor-imposed restrictions that are met in the same year in which the contributions are received are classified as contributions without donor restrictions.

In-kind Contributions - Contributions of services are recognized as in-kind contributions and recorded as in-kind expense if they (a) create or enhance nonfinancial assets or (b) if they require specialized skills which are provided by individuals possessing those skills and if such services would typically need to be purchased if not provided by donations. Volunteers and members of the Board of Directors contribute significant amounts of time to the Organization's general and administrative and fundraising activities; however, the financial statements do not reflect the value of these contributed services because they do not meet recognition criteria prescribed by GAAP. Contributions of materials, time and rent are recognized as contributions and recorded as expense at their fair market value. The Organization received in-kind contributions of \$8,432 for the year ended June 30, 2024. The Organization did not receive any in-kind contributions for the year ended June 30, 2023.

Notes to Financial Statements (continued) Years ended June 30, 2024 and 2023

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Special Events - Revenue from special events is recognized in the year the event occurs, and the performance obligation is met.

Functional Allocation of Expenses - The costs of providing the program, general and administrative and fundraising expenses have been summarized on a functional basis in the statement of activities and net assets. Expenses directly associated with a specific function were charged directly to that function. Expenses that were not directly associated to a function were allocated on the following bases:

ExpenseMethod of AllocationSalaries and payroll taxesTime and effortOffice supplies and expensesTime and effortRentTime and effortTelephone and internetTime and effortInsuranceTime and effort

Shelter grants - The Organization grants a specified amount of funding to the City of Springfield, for the benefit of the Center, each fiscal year and records the expenses as shelter grants when incurred by the Organization.

Advertising Costs - The Organization expenses advertising costs as incurred. Advertising expenses for the years ended June 30, 2024 and 2023 were \$9,199 and \$8,770, respectively.

Income Taxes - The Organization is a not-for-profit corporation organized under Massachusetts General Laws, Chapter 180. The Organization is classified as a 501(c)(3) organization under the Internal Revenue Code. In addition, the Organization qualifies for the charitable contribution deduction under Section 170(b)(1)(A) and has been classified as an organization that is not a private foundation under Section 509(a)(2). As such, the Organization is exempt from federal and state corporate income taxes and various federal and state excise and sales taxes.

The Organization would recognize interest and penalties associated with any uncertain tax positions as interest and other expense, respectively, if applicable. As of June 30, 2024, the Organization has not recorded any amounts related to unrecognized income tax benefits or accrued interest and penalties. The Organization's informational returns are subject to examination by taxing authorities for all years ending on or after June 30, 2021.

Leases - ASU No. 2016-02, Leases, results in recognition by the lessee (the Organization) of a lease liability and a corresponding right-of-use asset. The lessor would recognize an asset representing its right to receive payments. The Organization elected to not recognize the right-of-use-asset and lease liabilities arising from short-term leases and will continue to recognize the lease payments on a straight-line basis in the year in which the obligation of those payments is incurred. Additional information on the operating lease is included in the Operating Lease footnote.

New Accounting Pronouncements - ASU No. 2016-13, Financial Instruments - Credit Losses, measures the credit losses on financial instruments for the Organization. The Organization adopted ASU No. 2016-13 and the subsequently issued clarifying ASU's on July 1, 2023. See Financial Instruments - Credit Loss and Fair Value Measurements footnote.

Notes to Financial Statements (continued) Years ended June 30, 2024 and 2023

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Use of 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 the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and of revenues and expenses during the reporting period. Actual results could differ from those estimates.

PROPERTY AND EQUIPMENT, NET

Property and equipment, net consists of the following at June 30:

	<u>2024</u>	<u>2023</u>
Furniture and office equipment	\$ 17,676	\$ 17,676
Less accumulated depreciation	(14,376)	(13,709)
Total property and equipment, net	\$ 3,300	\$ 3,967

Depreciation charged to operations totaled \$667 and \$666 for the years ended June 30, 2024 and 2023, respectively.

INVESTMENTS

The following schedule summarizes the Organization's investments as of June 30:

		2024	Unrealized
Money market fund Mutual funds	<u>Cost</u> \$ 183,866	<u>Fair Value</u> \$ 183,866	Gain \$
Equities Fixed income	258,894	285,005	26,111
	<u>97,896</u>	101,565	3,669
	<u>\$ 540,656</u>	\$ 570,436	\$ 29,780
		<u>2023</u>	
Money market fund	<u>Cost</u>	<u>Fair Value</u>	Unrealized Gain (Loss)
Mutual funds	\$ 337,857	\$ 337,857	
Equities Fixed income	131,441	139,957	8,516
	<u>53,211</u>	50,654	(2,557)
	<u>\$ 522,509</u>	\$ 528,468	\$ 5,959

Statement of Functional Expenses Year ended June 30, 2024 (Totals 2023)

Financial Instruments - Credit Loss and Fair Value Measurements

The fair value of cash, cash equivalents and restricted cash, contributions receivable, prepaid expenses, accounts payable, accrued expenses, and deferred revenue approximate their recorded amounts due to the short-term nature of these financial instruments.

There were no liabilities reported at fair value on a recurring or non-recurring basis as of June 30, 2024 and 2023. There were no transfers to or from Levels 1, 2, or 3 during the years ended June 30, 2024 and 2023.

The Organization's investments are comprised of money market funds and mutual funds. The following table details the current expected credit loss and fair value measured investments on a recurring basis:

Fair Value Measurements at June 30, 2024, Using Quoted Prices in Active Markets:

<u>Description</u>			al Carrying Amount in atement of Financial <u>Position</u>	Fair Value Estimate	Asset	s or Liabilities Measured at Fair Value
Money market fund Mutual funds		\$	183,866 386,570	\$ 183,866 386,570	\$	183,866 386,570
	Total	S	570,436	\$ 570,436	\$	570,436

Fair Value Measurements at June 30, 2023, Using Quoted Prices in Active Markets:

Money market fund \$ 337,857 \$ \$ 337,857 \$ Mutual funds 190,611 190,611	<u>Description</u>		otal Carrying Amount in Statement of Financial <u>Position</u>	Fa	ir Value Estimate	Assets	or Liabilities Measured at Fair Value
Total \$ 528,468 \$ 528,468 \$	Mutual funds	s otal \$	190,611	\$	190,611	\$	337,857 190,611 528,468

Changes in Fair Value for the Year Ended June 30, 2024, for Items Measured at Fair Value Pursuant to Election of the Fair Value Options:

<u>Description</u>		Trading Gains an	nd Losses	Changes i Included in	Losses and Total n Fair Values Current-Period rnings	end and Capital on Investments
Money market fund Mutual funds		\$	 4,164	\$	23,821	\$ 3,048 6,920
	Total	\$	4,164	\$	23,821	\$ 9,968

Changes in Fair Value for the Year Ended June 30, 2023, for Items Measured at Fair Value Pursuant to Election of the Fair Value Options:

<u>Description</u>		Trading Ga	ains and Losses	Changes i	Losses and Total in Fair Values Current-Period urnings		nd Dividend Income Investments
Money market fund Mutual funds		\$	 (1,544)	\$	 9,424	\$	4,800 12,911
	Total	\$	(1,544)	\$	9,424	S	17,711

Notes to Financial Statements (continued) Years ended June 30, 2024 and 2023

OPERATING LEASE

The Organization has a lease commitment for office space that was renewed in August 2024 and expires in July 2025. Monthly rental payments were \$465 through July 2023, at which point monthly rent increased to \$480 through July 2024. From August 2024, the monthly rental payments increase to \$495 through July 2025. Rental expense for the years ended June 30, 2024 and 2023 was \$5,745 and \$5,565, respectively. Minimum future rental payments under the noncancelable operating lease for the years ended June 30, 2025 and 2026 are \$5,925 and \$495, respectively.

LIQUIDITY

In accordance with FASB ASU No. 2016-14, *Not-for-Profit Entities (Topic 958)*, disclosures are required about the liquidity of the Organization and availability of resources of the Organization. The following reflects the Organization's financial assets as of June 30, 2024, reduced by amounts not available or not expected to be used for general use because of donor-imposed or internal budgetary restrictions within one year of June 30, 2024.

The following represents the Organization's financial assets at June 30, 2024:

Cash, cash equivalents and restricted cash	\$ 216,979
Contribution receivable	18,465
Investments	 570,436
Financial assets available to meet general expenditures	
over the next twelve months	\$ 805,880

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.

NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions at June 30, 2024 consisted of \$18,465 to be used for foundation expenses restricted by time.

There were no net assets with donor restrictions at June 30, 2023.

CONCENTRATIONS AND CONTINGENCIES

The Organization maintains cash balances at a financial institution and attempts to limit the amount of credit exposure in excess of the Federal Deposit Insurance Corporation (FDIC) insurance limits of \$250,000. The Organization has not experienced any losses on its accounts and monitors the creditworthiness of the financial institution with which it conducts business. Cash balances did not exceed the federally insured limit at June 30, 2024 and 2023. Management believes the Organization is not exposed to any significant concentration of credit risk on cash.

Accounts payable to the City of Springfield for shelter grants accounted for approximately 86% and 99% of the total outstanding accounts payable at June 30, 2024 and 2023, respectively.

Notes to Financial Statements (continued) Years ended June 30, 2024 and 2023

RECLASSIFICATION

Certain 2023 expenses in the statement of functional expenses were reclassified to conform with the 2024 presentation. The reclassification did not result in a change in net assets for the year ended June 30, 2023.

SUBSEQUENT EVENTS

Management has evaluated subsequent events through January 12, 2025, the date on which the financial statements were available to be issued. Prior to June 30, 2024, the Organization was notified they were the beneficiary of an Individual Retirement Account (IRA). A contribution receivable of \$18,465 was recorded based on the value of the IRA account at the time of the donation.