FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022



INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Rainforest Foundation, Inc.

Opinion

We have audited the accompanying financial statements of Rainforest Foundation, Inc. (a nonprofit organization), which comprise the statements of financial position as of December 31, 2023 and 2022, 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 Rainforest Foundation, Inc. as of December 31, 2023 and 2022, 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Rainforest Foundation, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating 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 Rainforest Foundation, Inc.'s ability to continue as a going concern within one year after the date that the financial statements are available to be issued.



Auditors' 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 auditors' 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 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 Rainforest Foundation, 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 Rainforest Foundation, 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.

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New York, New York July 3, 2024

STATEMENTS OF FINANCIAL POSITION

DECEMBER 31, 2023 AND 2022

	2023	2022
Assets		
Cash (Note 10a)	\$1,878,125	\$ 6,493,272
Certificate of deposit (Note 1c)	5,092,019	-
Investments (Notes 1d, 1e and 4)	110,365	112,494
Unconditional promises to give (Notes 1f and 5)		
Without donor restrictions	588,146	1,345,453
With donor restrictions	716,518	932,032
Prepaid expenses and other assets	47,687	57,919
Digital assets (Note 1g)	2,674	1,141
Operating lease right-of-use asset (Note 1h)	1,192,595	1,307,166
Property and equipment, at cost, net of accumulated		
depreciation and amortization (Notes 1i and 8)	47,979	43,904
Security deposit	26,355	26,355
Total Assets	\$9,702,463	\$10,319,736
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	\$ 235,346	\$ 318,001
Grants payable (Note 1j)	862,864	941,483
Operating lease liability (Notes 1h and 6)	1,217,265_	1,312,311
Total Liabilities	2,315,475	2,571,795
Contingency (Note 9)		
Net Assets		
Without donor restrictions	4,708,374	5,692,218
With donor restrictions (Note 3)	2,678,614	2,055,723
Total Net Assets	7,386,988	7,747,941
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Total Liabilities and Net Assets	\$9,702,463	\$10,319,736

STATEMENTS OF ACTIVITIES

YEARS ENDED DECEMBER 31, 2023 AND 2022

	2023	2022
Changes in Net Assets Without Donor Restrictions		
Revenue and Support		
Government grants (Notes 7 and 10b)	\$ 101,920	\$ 1,075,986
Contributions (Note 10b)	4,534,974	7,936,352
Special events income	-	61,616
Less: Expenses directly benefiting contributions	-	(18,207)
Realized gain on sale of digital assets	1,192	57,616
Interest and dividend income	166,314	6
Realized loss on sale of investments	(1,065)	(5,545)
Miscellaneous income	(1,000)	118
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Net assets released from restrictions	1,000,000	0, . 0 . , 0
Satisfaction of program restrictions	3,953,104	1,302,033
Total Revenue and Support	8,756,439	10,409,975
Expenses		
Program Services	7,867,559	7,455,885
Supporting Services		7,433,003
Management and general	832,147	624,961
Fundraising	1,040,577	721,678
Total Supporting Services	1,872,724	1,346,639
Total Expenses	9,740,283	8,802,524
Increase (Decrease) in Net Assets Without		
Donor Restrictions	(983,844)	1,607,451
Changes in Net Assets With Donor Restrictions		
Government grants (Notes 7 and 10b)	460,062	177,868
Contributions (Note 10b)	4,149,855	1,877,556
Net assets released from restrictions	(3,953,104)	(1,302,033)
Foreign currency exchange loss	(33,922)	(1,302,033)
Foreign currency exchange loss	(33,922)	(120,043)
Increase in Net Assets With Donor Restrictions	622,891	627,348
Increase (decrease) in net assets	(360,953)	2,234,799
Net assets, beginning of year	7,747,941	5,513,142
Net Assets, End of Year	\$7,386,988	\$ 7,747,941

STATEMENTS OF FUNCTIONAL EXPENSES

YEARS ENDED DECEMBER 31, 2023 AND 2022

		2023			2022			
		Supportin	g Services			Supporting	g Services	
	Program	Management		Total	Program	Management		Total
	Services	and General	Fundraising	Expenses	Services	and General	Fundraising	Expenses
Salaries	\$1,528,006	\$ 286,558	\$ 689,766	\$2,504,330	\$ 848,055	\$ 285,666	\$ 448,940	\$1,582,661
Payroll taxes and employee benefits	307,492	70,375	135,460	513,327	227,715	56,762	51,961	336,438
Grants	2,903,087	-	-	2,903,087	3,647,180	-	-	3,647,180
Professional fees	400,963	200,268	16,597	617,828	72,387	87,974	61,870	222,231
Program expenses	1,901,367	-	-	1,901,367	1,171,337	-	-	1,171,337
Information technology	14,642	21,628	29,000	65,270	12,576	39,157	27,944	79,677
Printing and copying	776	253	5,446	6,475	6,052	2,041	23,353	31,446
Office expense	178,550	105,068	30,424	314,042	190,658	85,036	13,198	288,892
Supplies	22,712	3,600	2,389	28,701	40,766	10,253	2,062	53,081
Occupancy	73,477	49,181	80,083	202,741	58,604	20,453	49,032	128,089
Insurance	104	17,270	68	17,442	3,232	14,468	63	17,763
Advertising and communications	76,263	350	28,943	105,556	97,454	-	23,408	120,862
Travel	460,120	44,306	22,401	526,827	1,079,869	19,979	19,847	1,119,695
Miscellaneous		25,765		25,765				
Total expenses before depreciation								
and amortization	7,867,559	824,622	1,040,577	9,732,758	7,455,885	621,789	721,678	8,799,352
Depreciation and amortization		7,525		7,525	-	3,172		3,172
Total Expenses	\$7,867,559	\$ 832,147	\$ 1,040,577	\$9,740,283	\$7,455,885	\$ 624,961	\$ 721,678	\$8,802,524

STATEMENTS OF CASH FLOWS

YEARS ENDED DECEMBER 31, 2023 AND 2022

	2023	2022
Cash Flows From Operating Activities		
Increase (decrease) in net assets	\$ (360,953)	\$2,234,799
Adjustments to reconcile increase (decrease) in net	+ (000,000)	+ -,,,
assets to net cash provided by operating activities:		
Non-cash operating lease expense	114,571	28,109
Depreciation and amortization	7,525	3,172
Loss on disposal of property and equipment	-	36,778
Donated securities	_	(55,187)
Donated digital assets	(19,953)	(765,552)
Realized gain on sale of digital assets	(1,192)	(57,616)
Realized loss on sale of investments	1,065	5,545
(Increase) decrease in:	,	•
Unconditional promises to give	972,821	(737,967)
Prepaid expenses and other assets	10,232	(50,645)
Security deposit	-	(21,155)
Increase (decrease) in:		,
Accounts payable and accrued expenses	(82,655)	238,195
Grants payable	(78,619)	555,632
Operating lease liability	(95,046)	(22,964)
Net Cash Provided By Operating Activities	467,796	1,391,144
Cook Floure From Investing Activities		
Cash Flows From Investing Activities	/F 002 010\	
Purchase of certificate of deposit Purchase of investments	(5,092,019)	- (45.030)
Proceeds from sales of investments	(3,558)	(45,039)
Proceeds from sales of investments Proceeds from sale of digital assets	4,622 19,612	41,292 833,126
Purchase of property and equipment	(11,600)	
Net Cash Provided (Used) By Investing Activities		(35,380) 793,999
Net Cash Flovided (Osed) by lifvesting Activities	(5,082,943)	193,999
Net increase (decrease) in cash	(4,615,147)	2,185,143
Cash, beginning of year	6,493,272	4,308,129
Cash, End of Year	\$1,878,125	\$6,493,272
Supplemental Disclosure of Noncash Investing Activities Operating lease right-of-use asset obtained in exchange for operating lease liability	\$ -	\$ 1,335,275
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NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 1 - Organization and Summary of Significant Accounting Policies

a - Organization

Rainforest Foundation, Inc. (the "Organization") was incorporated in 1988 in accordance with State of California Not-For-Profit Corporation Law. The mission of the Organization is to support indigenous people and traditional populations of the rainforest in their efforts to protect their environment and fulfill their rights.

The Organization assists them in securing and controlling the natural resources necessary for their long-term well-being and managing these resources in ways which do not harm their environment, violate their culture or compromise their future. The Organization also assists in developing the means to protect their individual and collective rights and obtain, shape and control basic services.

b - Financial Statement Presentation

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

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. These net assets may be used at the discretion of the Organization's management and Board of Directors.

Net Assets With Donor Restrictions

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

c - Certificate of Deposit

The Organization's certificate of deposit is reported at cost plus accrued interest.

d - Investments

The Organization reflects investments at fair value in the statement of financial position. Investment income, including unrealized gains and losses on investments, are reflected in the statement of activities as increases and decreases in net assets without donor restrictions unless their use is restricted by explicit donor stipulations or by law.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

e - Fair Value Measurements

Generally accepted accounting principles establish a fair value measurement hierarchy that prioritizes the inputs to valuation techniques. This hierarchy consists of three broad levels: Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and have the highest priority, Level 2 inputs consist of observable inputs other than quoted prices for identical assets, and Level 3 inputs consist of unobservable inputs and have the lowest priority. The Organization uses the higher priority valuation techniques based on available inputs to measure fair values. The fair value of the Organization's investments in cash equivalents and common stock are measured using Level 1 inputs, quoted prices in active markets.

f - <u>Unconditional Promises to Give and Contributions</u>

Contributions are recognized when the donor makes a promise to give to the Organization, that is, in substance, unconditional. Conditional promises to give – that is, those with a measurable performance-related or other barrier and right of return of assets transferred or release of a promisor's obligation to transfer asset in the future – are not recognized until the conditions upon which they depend have been met. Contributions restricted by the donor are reported as increases in net assets without donor restrictions if the restrictions expire in the year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in net assets with donor restrictions depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

The Organization uses the allowance method to determine uncollectible promises to give. The allowance, if necessary, is based on management's analysis of specific promises made.

g - Digital Assets

The Organization's digital assets as of December 31, 2023 and 2022 consist of cryptocurrency and are accounted for as indefinite-lived intangible assets. Digital assets are reported on the Organization's statements of financial position at cost and are reviewed for impairment annually, or more frequently if impairment indicators are identified. Gains and losses from the sale of digital assets are recorded in the Organization's statements of activities during the period in which the sale takes place.

h - Operating Lease Right-of-Use Asset and Operating Lease Liability

For leases with an initial term greater than twelve months, the Organization's operating lease liability is initially recorded at the present value of the unpaid lease payments as of the commencement date of the lease. The Organization's operating lease right-of-use asset is initially recorded at the carrying amount of the operating lease liability adjusted for initial direct costs, accruals, deferred rent liability and lease incentives, if any. Operating lease cost is recognized on a straight-line basis over the lease term.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 1 - Organization and Summary of Significant Accounting Policies (continued)

i - Property and Equipment

Purchased property and equipment are carried at cost and are depreciated using the straight-line method over the estimated useful life of the related asset.

j - Grants

Grants are accrued when authorized. Grants payable are due to be paid within one year.

k - Advertising

The Organization expenses the cost of advertising as incurred.

I - Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

m - Tax Status

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

n - Functional Allocation of Expenses

The financial statements report certain categories of expenses that are attributable to more than one program or supporting function. Expenses are applied directly to programs where applicable or allocated on a reasonable and consistent basis. A substantial portion of the Organization's expenses are directly related to program activities. The expenses that are allocated include salaries, payroll taxes and employee benefits, insurance, general office expenses, and occupancy costs, which are allocated based on employee time and effort.

o - Subsequent Events

The Organization has evaluated subsequent events through July 3, 2024, the date that the financial statements are considered available to be issued.

Note 2 - Information Regarding Liquidity and Availability

The Organization operates with a balanced budget for each year based on the revenues expected to be available to fund anticipated expenses. A substantial portion of annual revenue is comprised of contribution revenue raised during the year. The Organization considers general expenditures to consist of all expenses related to its ongoing program activities, and the expenses related to management and general and fundraising activities undertaken to support those services. The Organization regularly monitors liquidity to meet its operating needs and other commitments and obligations

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 2 - <u>Information Regarding Liquidity and Availability</u> (continued)

The Organization's financial assets as of December 31, 2023 and 2022 available to meet cash needs for general expenditures within one year are summarized as follows:

	2023	2022
Financial Assets at Year End: Cash Certificate of deposit Investments Unconditional promises to give	\$1,878,125 5,092,019 110,365 _1,304,664	\$6,493,272 - 112,494 _2,277,485
Total Financial Assets	8,385,173	8,883,251
Less: Amounts not Available to be Used within One Year: Net assets with donor restrictions, subject to expenditure for specific purposes	(2,678,614)	(2,055,723)
Plus: Net assets with donor restrictions expected to be met in less than one year	2,283,122	1,748,402
Financial Assets Available to Meet General Expenditures within One Year	<u>\$7,989,681</u>	<u>\$8,575,930</u>

Note 3 - Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted for the following purposes as of December 31:

	2023	2022
Global Alliance of Territorial Communities Peru Panama Guyana Capacity strengthening Carbon markets	\$2,027,914 20,000 70,000 74,406 - 411,294	\$ 269,581 746,243 40,000 133,167 866,732
Mesoamerica Total Net Assets With Donor Restrictions	<u>75,000</u> \$2,678,614	\$2,055,723

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 4 - Investments

Investments are classified within Level 1 of the fair value hierarchy and consist of the following as of December 31:

	2023		2022	
	Cost	Fair Value	Cost	Fair Value
Cash equivalents Common stock	\$110,365 	\$110,365 	\$104,049 <u>8,445</u>	\$104,049 <u>8,445</u>
	<u>\$110,365</u>	<u>\$110,365</u>	<u>\$112,494</u>	<u>\$112,494</u>

Note 5 - <u>Unconditional Promises to Give</u>

Unconditional promises to give are due as follows:

	2023	2022
Due in less than one year	\$1,023,128	\$2,277,485
Due in one to five years	300,000	
	1,323,128	2,277,485
Less: Discount to present value	(18,464)	
	<u>\$1,304,664</u>	<u>\$2,277,485</u>

Unconditional promises to give due after one year are discounted to present value using a discount rate of 3.25%. Uncollectible promises to give are expected to be insignificant.

Amounts due from one donor represent 52% and 53% of unconditional promises to give as of December 31, 2023 and 2022, respectively.

Note 6 - Operating Lease

The Organization occupies office space under an operating lease agreement expiring September 30, 2032. Annual rent under the agreement is \$140,580, which is payable monthly and increases by 3% each year.

Operating lease cost for the year ended December 31, 2023 was \$168,600. There were no variable lease costs incurred. As of December 31, 2023, the remaining term of the Organization's operating lease is 105 months, and the discount rate is 3.67%.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 6 - Operating Lease (continued)

Maturities of the Organization's operating lease liability as of December 31, 2023 are as follows:

Year Ending December 31		
2024	\$	145,883
2025		150,259
2026		154,768
2027		159,411
2028		164,193
Thereafter, through September 30, 2032		660,299
•	1	,434,813
Less: Amount attributable to interest		(217,548)
	<u>\$1</u>	,217,265

Note 7 - Conditional Contributions and Grants

a - During 2021, the Organization was awarded a grant by an agency of the Norwegian government toward a project designed to protect the forests in Guyana. Annual disbursement of the funds provided under these grants is subject to Norwegian Parliamentary appropriations.

The grant awarded funds up to \$2 million over a five-year period, 2021 to 2025. The Organization received \$344,203 and \$671,702 under this grant in 2023 and 2022, respectively.

The grants were awarded in Norwegian krone and are subject to fluctuations in currency exchange rates.

b - In October 2021, the Organization was awarded a grant by an agency of the United States federal government of approximately \$2 million over a three-year period towards a project aimed to expand and consolidate the regional structure of the Mesoamerican Alliance of Peoples and Forests ("AMPB") and to support its member organizations. Payments of grant funds to the Organization are conditional upon the Organization achieving specific milestones as specified in the grant agreement. As of December 31, 2023 and 2022, the Organization recognized \$142,857 and \$392,857, respectively, in relation to this grant as contribution income.

NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 7 - Conditional Contributions and Grants (continued)

b - (continued)

In connection with this grant, the Organization entered into a subaward contract in December 2021 with AMPB allowing for subgrants totaling \$1,349,491 through September 30, 2024. In 2023, the subaward was reduced to \$1,218,117. Grant payments to AMPB will be made quarterly based on estimated costs to be incurred by AMBP to achieve certain milestones, as specified in the subaward contract. Through December 31, 2023, cumulative subgrant payments made by the Organization under this subaward contract totaled \$875,000.

c - In November 2023, the Organization was awarded a conditional grant in an amount up to \$350,000 in support of studying and documenting the role of indigenous food systems in advancing regenerative agricultural outcomes in Central Africa, Indonesia, Mesoamerica, and the Amazon Basin through November 2028. Payments of grant funds to the Organization are conditional upon delivering literature reviews and case studies. During 2023, the Organization recognized \$75,000 in contribution revenue for milestones achieved under the grant.

Note 8 - Property and Equipment

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

	<u>Life</u>	2023	2022
Computer equipment	5 years	\$49,120	\$49,120
Computer software	3 years	10,221	10,221
Leasehold improvements	10 years	38,076	26,476
	-	97,417	85,817
Less: Accumulated depreciation and amortization		(49,438)	<u>(41,913</u>)
Total		<u>\$47,979</u>	<u>\$43,904</u>

Note 9 - Contingency

Government supported programs are subject to audit by the applicable granting agencies.

RAINFOREST FOUNDATION, INC. NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 2023 AND 2022

Note 10 - Concentrations

- a The Organization maintains its cash balances in a financial institution located in New York City. The cash balances, at times, may exceed federally insured limits.
- b For 2023, two donors accounted for approximately 31% of total contribution revenue. For 2022, one donor accounted for approximately 22% of the Organization's total contribution revenue.