

SPAY NEUTER NETWORK
FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2018



INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Spay Neuter Network
Crandall, Texas

We have audited the accompanying financial statements of Spay Neuter Network (the "Organization", a nonprofit organization), which comprise the statement of financial position as of December 31, 2018, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

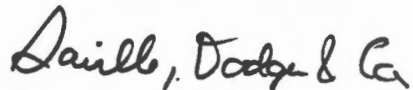
Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of December 31, 2018, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.



Saville, Dodgen & Company, P.L.L.C.
Dallas, Texas

October 1, 2019

SPAY NEUTER NETWORK
STATEMENT OF FINANCIAL POSITION
DECEMBER 31, 2018

ASSETS

CURRENT ASSETS

Cash and cash equivalents	\$ 2,965,678
Investments	2,537,357
Accounts receivable, net	58,695
Grants receivable	2,030,269
Inventory	107,326
Prepaid expenses	13,003
Total current assets	<u>7,712,328</u>

PROPERTY AND EQUIPMENT, NET 629,555

OTHER ASSETS

Deposits	1,896
Total other assets	<u>1,896</u>

TOTAL ASSETS \$ 8,343,779

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES

Accounts payable and accrued liabilities	\$ 134,390
Total current liabilities	<u>134,390</u>

NET ASSETS

Without donor restrictions	5,231,128
With donor restrictions	2,978,261
Total net assets	<u>8,209,389</u>

TOTAL LIABILITIES AND NET ASSETS \$ 8,343,779

See accompanying independent auditors' report and notes.

SPAY NEUTER NETWORK
STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS
FOR THE YEAR ENDED DECEMBER 31, 2018

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUE			
Clinical services	\$ 2,072,318	\$ -	\$ 2,072,318
Grant revenue	-	5,131,166	5,131,166
General donations	145,546	-	145,546
Other income	7,806	-	7,806
Interest income	9,226	-	9,226
Dividend income	97,017	-	97,017
Realized and unrealized loss on investments, net	(198,820)	-	(198,820)
Total	2,133,093	5,131,166	7,264,259
Net assets released from restrictions	3,178,289	(3,178,289)	-
TOTAL REVENUE AND SUPPORT	5,311,382	1,952,877	7,264,259
EXPENSES			
Clinic supplies	1,404,937	-	1,404,937
Technical and veterinary fees	583,608	-	583,608
General and administrative costs	706,797	-	706,797
Salaries and wages	1,254,321	-	1,254,321
Depreciation	87,956	-	87,956
Total expenses	4,037,619	-	4,037,619
CHANGES IN NET ASSETS	1,273,763	1,952,877	3,226,640
NET ASSETS, beginning of year	3,957,365	1,025,384	4,982,749
NET ASSETS, end of year	<u>\$ 5,231,128</u>	<u>\$ 2,978,261</u>	<u>\$ 8,209,389</u>

See accompanying independent auditors' report and notes.

SPAY NEUTER NETWORK
STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED DECEMBER 31, 2018

	Program Services	General and Administrative	Fundraising	Total
Clinic supplies	\$ 1,404,937	\$ -	\$ -	\$ 1,404,937
Technical and veterinary fees	583,608	-	-	583,608
Auto and travel	62,031	-	-	62,031
Insurance expense	44,858	29,905	-	74,763
Professional fees	-	105,607	-	105,607
Building rental and maintenance	48,335	2,544	-	50,879
Utilities and telephone	38,807	2,042	-	40,849
Office and administrative	154,840	36,908	4,577	196,325
Depreciation	80,822	6,239	895	87,956
Marketing	125,546	-	50,797	176,343
Salaries	1,135,242	89,989	29,090	1,254,321
Total expenses	<u>\$ 3,679,026</u>	<u>\$ 273,234</u>	<u>\$ 85,359</u>	<u>\$ 4,037,619</u>

See accompanying independent auditors' report and notes.

SPAY NEUTER NETWORK
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2018

CASH FLOWS FROM OPERATING ACTIVITIES	
Change in net assets	\$ 3,226,640
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities:	
Depreciation	87,956
Realized and unrealized loss on investments, net	198,820
Reinvested dividend income	(97,017)
Changes in operating accounts:	
Grants receivable	(2,030,269)
Accounts receivable	67,244
Inventory	(16,895)
Prepaid expenses	892
Accounts payable and accrued liabilities	67,734
Net cash provided by (used in) operating activities	1,505,105
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of investments	(1,088,790)
Proceeds from sale and maturity of investments	556,387
Purchase of property and equipment	(68,100)
Net cash provided by (used in) investing activities	(600,503)
CHANGE IN CASH AND CASH EQUIVALENTS	904,602
CASH AND CASH EQUIVALENTS, beginning of year	2,061,076
CASH AND CASH EQUIVALENTS, end of year	\$ 2,965,678

See accompanying independent auditors' report and notes.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

1. NATURE OF ORGANIZATION

Spay Neuter Network (the “Organization”, “we”, “us”, or “our”), a non-profit organization, was formed as Kaufman County Animal Awareness Project on February 28, 2008. The Organization amended the certificate of formation on April 1, 2013, and changed the name to Spay Neuter Network. The mission of the Organization is to eliminate pet overpopulation through subsidized spay and neuter services, while empowering communities to care responsibly for dogs and cats. The Organization’s purpose is to provide education to residents of neighboring counties on how to become a truly humane society while providing low-cost spay and neuter solutions to the general public. The Organization also coordinates their efforts with the Texas Department of Health regarding rabies vaccinations and public health issues.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

These financial statements, which are presented in accordance with accounting principles generally accepted in the United States of America (GAAP), have been prepared to present revenue, expenses, gains, losses, and net assets according to the existence or absence of donor-imposed restrictions. This has been accomplished by classification of transactions into two classes of net assets – with donor restrictions and without donor restrictions. Accordingly, net assets and changes therein are classified as follows:

Without donor restrictions – Net assets not subject to donor-imposed stipulations.

With donor restrictions – Net assets subject to donor-imposed stipulations that expire through either passage of time or actions by the Organization.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent 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.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

New Accounting Pronouncements

On August 18, 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-14, *Not-for-Profit Entities (Topic 958): Presentation of Financial Statements of Not-for-Profit Entities*. Under the guidance, Not-for-Profit Entities (“NFP”) are required to present on the face of the statement of financial position and statement of activities and changes in net assets amounts for two classes of net assets at the end of the period, rather than the previously required three classes. That is, a NFP will report amounts for net assets with donor restrictions and net assets without donor restrictions, as well as the previously required amount for total net assets. The amendments also require enhanced disclosures for NFP’s liquidity and expense classifications. The amendments are effective for annual financial statements issued for fiscal years beginning after December 15, 2017, and for interim periods within fiscal years beginning after December 15, 2018. As such, the financial statements reflect the implementation of this update.

Cash and Cash Equivalents

The Organization considers all instruments with an original maturity of three months or less to be cash equivalents. Cash and cash equivalents consist primarily of cash on deposit. The Organization has a concentration of credit risk for cash deposits maintained at certain financial institutions which may, at times, exceed amounts covered by insurance provided by the Federal Deposit Insurance Corporation. The Organization has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk related to cash.

Investments

Investments are reported at fair value. The fair value of equity and debt securities with readily determinable fair values are based on quotations obtained from national securities exchanges. The fair value of investments in pooled equity and debt funds are based on fair values provided by the investment managers and trust companies. Investment cash in pooled investment funds and investment accounts at brokerage firms is reported at fair value based on the redemption values.

Investment income, realized gains (losses), and unrealized gains (losses) are recognized when earned as increases and decreases in unrestricted and temporarily restricted net assets depending on the existence or absence of donor-imposed restrictions.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value of Financial Assets and Liabilities

The Organization measures and discloses certain financial assets and liabilities at fair value. GAAP defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. GAAP also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The fair value hierarchy is categorized into three levels based on the inputs as follows:

Level 1 – Observable inputs using quoted prices in active markets for identical assets or liabilities.

Level 2 – Observable inputs, other than Level 1 prices, such as quoted prices in active markets for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

For disclosure purposes, assets and liabilities are classified in their entirety in the fair value hierarchy level based on the lowest level of input that is significant to the overall fair value measurement. The Organization's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the placement within the fair value hierarchy.

Accounts Receivable

Receivables consist of amounts billed for completed surgeries. Receivables are stated at net realizable value. Management estimates net realizable value using an allowance for doubtful accounts, which is based on collection experience and other known factors anticipated to affect collections. As of December 31, 2018, the Organization has reserved \$26,462 in the allowance for doubtful accounts. Receivables are due from customers when billed. The Organization writes off receivables when they become uncollectible, and if payments are subsequently received on such receivables they are credited back to income.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Grants Receivable

Grants receivable consists of funds that have been promised but unpaid as of December 31, 2018. Grants receivable are reflected at their net realizable value using an allowance for uncollectible grants. Management estimates an allowance for uncollectible grants based on collection experience and other factors. The Organization writes off grants receivable when they become uncollectible, and if payments are subsequently received on such grant receivables they are credited back to income. The Organization estimates all amounts to be collectible at December 31, 2018.

Inventory

Inventory consists of surgery related supplies and disposable equipment. Inventory is recorded at the lower of cost or market value using the average cost method.

Prepaid Expenses

Prepaid expenses consist primarily of prepaid insurance.

Property and Equipment

Property and equipment are recorded at cost, or if donated, at fair value on the date of donation. Useful lives and salvage values are based on historical equipment data. Expenditures for major additions and improvements are capitalized, while maintenance, repairs, and renewals which do not materially prolong the useful lives of the assets are charged to operations. When property and equipment are retired or otherwise disposed of, the cost and accumulated depreciation are removed from the accounts and any resulting gain or loss is included in the results of operations for the respective period. Depreciation is computed on a straight-line basis over the estimated useful lives of the related assets as follows:

Building	30 years
Vehicles	5-7 years
Equipment	3-7 years

Impairment of Long-Lived Assets

The Organization reviews potential impairments of long-lived assets when there is evidence that events or changes in circumstances have made the recovery of an asset's carrying value unlikely. An impairment loss is recognized if the sum of the expected, undiscounted future cash flow is less than the net book value of the asset. Generally, the amount of the impairment loss is measured as the excess of the net book value of the assets over the estimated fair value. As of December 31, 2018, no impairment of long-lived assets is necessary.

See accompanying independent auditors' report.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Deposits

Deposits consist of a security deposit for the Organization's operating lease.

Grant Revenue

The Organization receives a substantial portion of its contributions to provide spay and neuter clinical services. Grant revenue is recorded when funds are received or promised. Grants that are purpose or time-restricted by donors are reported as increases in net assets with donor restrictions. When donor restrictions are satisfied, net assets with donor restrictions are reclassified to net assets without donor restrictions. Grant funds with restrictions are typically restricted to certain programs or purposes. The Organization does not imply a time restriction on donated assets that are received without stipulations about how long the donated asset must be used or are acquired with gifts of cash or other assets restricted for those acquisitions.

Clinical Services

Clinical services revenue is recognized after a surgery is performed. Surgery appointment deposits collected in advance of surgeries are reflected as deferred revenue.

Donated Services

No amounts have been reflected in the financial statements for donated services. The Organization pays for most services requiring specific expertise. However, individuals may volunteer their time and perform a variety of tasks that assist the Organization with its operations.

Income Taxes

The Organization is organized as a not-for-profit organization under Section 501 (c)(3) of the Internal Revenue Code and similar state provisions and is exempt from federal income taxes, state sales taxes, and franchise taxes. Accordingly, no provision has been made for income taxes in the accompanying financial statements.

Functional Allocation of Expenses

The costs of providing the various programs and supporting services have been summarized on a functional basis in the statement of activities and changes in net assets. Certain costs have been allocated among the programs and supporting services benefited. The expenses that are allocated include compensation and benefits, which are allocated based on estimates of time and effort, as well as depreciation and amortization, which are allocated on a usage basis. Other expenses, such as marketing fees, are allocated based on the estimated usage.

See accompanying independent auditors' report.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

3. INVESTMENTS AND FAIR VALUE MEASUREMENTS

The following table summarizes financial assets the Organization measures at fair value on a recurring basis:

Description	Fair Value Measurements at December 31, 2018 using:			Total
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
<u>Investments:</u>				
Certificates of deposit	\$ 27,509	\$ -	\$ -	\$ 27,509
Cash and cash alternatives	57,216	-	-	57,216
Fixed income	65,601	-	-	65,601
Mutual funds	1,756,528	-	-	1,756,528
Common stock	630,503	-	-	630,503
Total	\$ 2,537,357	\$ -	\$ -	\$ 2,537,357

4. PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at December 31, 2018:

Building	\$ 523,491
Equipment	297,472
Land	67,729
Vehicles	413,513
Property and equipment, at cost	<u>1,302,205</u>
Accumulated depreciation	<u>(672,650)</u>
Property and equipment, net	<u>\$ 629,555</u>

Depreciation expense for property and equipment amounted to \$87,956 for the year ended December 31, 2018.

See accompanying independent auditors' report.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

5. OPERATING LEASES

On December 31, 2016, the Organization entered into a lease agreement to rent retail space at a shopping center beginning February 1, 2017 through January 31, 2020. The Organization incurred rent expense of \$16,440 for the year ended December 31, 2018.

The Organization's future minimum lease payments under this operating lease is as follows for the years ending December 31:

Years Ending December 31,	Amounts
2019	\$ 17,160
2020	2,880
	<u>\$ 20,040</u>

6. NET ASSETS

As of December 31, 2018, temporarily restricted net assets consisted of restricted contributions to be used for the following purposes:

Pet sterilization	\$ 2,845,019
Marketing	<u>133,242</u>
	<u>\$ 2,978,261</u>

7. LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The following reflects the Organization's financial assets as of the statement of financial position date, reduced by amounts not available for general use because of donor-imposed restrictions within one year of the statement of financial position date.

Financial assets, at December 31, 2018	\$ 7,591,999
Less: Restricted by donor for use in 2019 for various purposes	<u>2,978,261</u>
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 4,613,738</u>

The Organization is substantially supported by highly liquid cash contributions that are without restriction. As such, the Organization has historically been able to cover any general expenditures with the financial assets on hand.

See accompanying independent auditors' report.

SPAY NEUTER NETWORK
NOTES TO FINANCIAL STATEMENTS (CONTINUED)

8. CONCENTRATIONS

Accounts receivable outstanding are due from two customers which individually exceed 10% of total accounts receivable balance. The aggregate amount of these customer's balances represented 67% of the total accounts receivable balance as of December 31, 2018.

Grants receivable outstanding are due from two organizations which individually exceed 10% of total grants receivable balance. The aggregate amount of these balances represented 100% of the total grants receivable balance as of December 31, 2018.

9. CONTINGENCIES

Any amount received or receivable from grantor agencies are subject to audit and possible adjustment by the grantor agency. A liability could arise from disallowed claims, even amounts already collected. At December 31, 2018, the amount, if any, that may be disallowed could not be determined. The Organization anticipates that this amount, if any, would be immaterial to the financial statements.

10. SUBSEQUENT EVENTS

The Organization evaluated events that occurred after December 31, 2018 through October 1, 2019, which is the date these financial statements were available to be issued.

During the year beginning after December 31, 2018, the Organization has expanded and opened another clinic to reach a wider customer base. This clinic is being funded by a specific grant which was awarded during the year ended December 31, 2018 and is included in the grants receivable balance on the Statement of Financial Position.