

**NORTHERN WATERS LAND TRUST
FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT
DECEMBER 31, 2023 AND 2022**

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CERTIFIED PUBLIC ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Northern Waters Land Trust

Opinion

We have audited the accompanying financial statements of Northern Waters Land Trust (a nonprofit organization), which comprise the statements of financial position as of December 31, 2023 and 2022, and the related statements of activities, 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 Northern Waters Land Trust 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 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 Northern Waters Land Trust 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 Northern Waters Land Trust'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 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 Northern Waters Land Trust’s internal control. Accordingly, no 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 judgement, there are conditions or events, considered in the aggregate, that raise substantial doubt about Northern Waters Land Trust’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.

KBA Peterson Associates, Inc.

KBA Peterson Associates, Inc.
Bemidji, MN
November 11, 2024

NORTHERN WATERS LAND TRUST
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
ASSETS		
Cash and Cash Equivalents	\$ 152,230	\$ 229,479
Restricted Cash	60,000	-
Grants Receivable	144,472	46,332
Prepaid Expenses	3,059	2,934
Investments	245,430	213,557
Endowment Investments	31,050	31,025
Property and Equipment, Net	40,185	41,702
Conservation Land	186,000	296,300
 TOTAL ASSETS	 \$ 862,426	 \$ 861,329
 LIABILITIES AND NET ASSETS		
<u>Liabilities</u>		
Accounts Payable	\$ 7,658	\$ 8,896
Accrued Payroll Taxes	7,045	1,680
Accrued Wages	8,049	5,885
Accrued Vacation	7,593	4,092
Refundable Advances	24,114	35,706
Conservation Land Committed	186,000	296,300
Total Liabilities	240,459	352,559
 <u>Net Assets</u>		
With Donor Restrictions	257,357	182,538
Without Donor Restrictions	364,610	326,232
Total Net Assets	621,967	508,770
 TOTAL LIABILITIES AND NET ASSETS	 \$ 862,426	 \$ 861,329

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

NORTHERN WATERS LAND TRUST
STATEMENTS OF ACTIVITIES
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
NET ASSETS WITHOUT DONOR RESTRICTIONS		
<u>Revenues, Support and Net Assets Released from Restrictions</u>		
Contributions	\$ 124,585	\$ 50,130
Non-Cash Conservation Land Donations	-	296,300
Grants	2,559,708	161,972
Investment Income	533	4,199
Realized Gains (Losses)	-	23,000
Unrealized Gains (Losses)	7,346	(14,678)
Interest Income	1,412	299
Total Revenues and Support	2,693,584	521,222
Net Assets Released from Restrictions, Satisfied by Purpose	9,200	-
Total Revenues, Support and Net Assets Released from Restrictions	2,702,784	521,222
<u>Expenses</u>		
Program Services	2,516,740	437,434
General and Administrative	123,356	62,972
Fundraising	24,310	41,851
Total Expenses	2,664,406	542,257
CHANGE IN NET ASSETS WITHOUT DONOR RESTRICTIONS	38,378	(21,035)
NET ASSETS WITH DONOR RESTRICTIONS		
Contributions	60,000	-
Unrealized Gains (Losses)	22,377	(30,879)
Investment Income	1,642	-
Net Assets Released from Restrictions	(9,200)	-
CHANGE IN NET ASSETS WITH DONOR RESTRICTIONS	74,819	(30,879)
CHANGE IN NET ASSETS	113,197	(51,914)
NET ASSETS, BEGINNING OF YEAR	508,770	560,684
NET ASSETS, END OF YEAR	\$ 621,967	\$ 508,770

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

NORTHERN WATERS LAND TRUST
STATEMENTS OF FUNCTIONAL EXPENSES
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022

	2023				2022			
	Program Services	General and Admin	Fundraising	Total	Program Services	General and Admin	Fundraising	Total
Land Transfers	\$ 2,294,394	\$ -	\$ -	\$ 2,294,394	\$ 297,344	\$ -	\$ -	\$ 297,344
Depreciation Expense	-	1,517	-	1,517	-	1,772	-	1,772
Dues and Subscription	-	2,855	-	2,855	-	3,121	-	3,121
Insurance	670	3,096	-	3,766	-	2,770	-	2,770
Property Tax Expense	-	90	-	90	-	115	-	115
Rent and Utilities	-	9,343	-	9,343	-	9,175	-	9,175
Professional Fees	506	6,537	-	7,043	7,562	3,858	-	11,420
Office Expenses	-	6,773	-	6,773	-	6,170	-	6,170
Deveopment	2,617	6,414	8,546	17,577	878	2,069	3,674	6,621
Outreach	109,274	8,759	2,202	120,235	61,383	-	-	61,383
Wages and Benefits	109,279	77,972	13,562	200,813	70,267	33,922	38,177	142,366
Total Expenses	<u>\$ 2,516,740</u>	<u>\$ 123,356</u>	<u>\$ 24,310</u>	<u>\$ 2,664,406</u>	<u>\$ 437,434</u>	<u>\$ 62,972</u>	<u>\$ 41,851</u>	<u>\$ 542,257</u>

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

NORTHERN WATERS LAND TRUST
STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2023 AND 2022

	<u>2023</u>	<u>2022</u>
<u>Cash Flows From Operating Activities</u>		
Change in Net Assets	\$ 113,197	\$ (51,914)
Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Depreciation	1,517	1,772
Unrealized and Realized (Gain) Loss	(29,723)	22,557
Restricted Cash	(60,000)	-
(Increase) Decrease in Current Assets:		
Grants Receivable	(98,140)	(25,961)
Prepaid Expenses	(125)	(685)
Increase (Decrease) in Current Liabilities:		
Accounts Payable	(1,238)	6,110
Accrued Payroll Taxes	5,365	72
Accrued Wages	2,164	972
Accrued Vacation	3,501	1,692
Refundable Advances	(11,592)	35,706
Net Cash From Operating Activities	<u>(75,074)</u>	<u>(9,679)</u>
 <u>Cash Flows From Investing Activities</u>		
Proceeds from Sales	-	184,000
Purchase of Investments	(2,175)	(4,199)
Net Cash From Investing Activities	<u>(2,175)</u>	<u>179,801</u>
 CHANGE IN CASH AND CASH EQUIVALENTS	 (77,249)	 170,122
 CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	 <u>229,479</u>	 <u>59,357</u>
 CASH AND CASH EQUIVALENTS, END OF YEAR	 <u>\$ 152,230</u>	 <u>\$ 229,479</u>

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

NORTHERN WATERS LAND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of the Organization

Northern Waters Land Trust is a nonprofit corporation established to fund, promote and enable activities that will protect the natural environment of the area for the use and enjoyment of current and future generations. The organization maintains a location in Walker, Minnesota. The organization's main funding sources are government grants and contributions from non-profits and the public.

Income Tax Status

Northern Waters Land Trust qualifies as a tax-exempt organization under Section 501(c) (3) of the Internal Revenue Code and therefore, has no provision for income taxes. It is not a private foundation.

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Basis of Presentation

The organization follows the reporting requirements of accounting principles generally accepted in the United States of America, which require that resources be classified for reporting purposes based on the existence or absences of donor-imposed restrictions. Descriptions of the two net asset categories follow:

Net Assets Without Donor Restrictions – Net assets available for general use and not subject to donor restrictions.

Net Assets With Donor Restrictions – Net assets whose use is limited by donor-imposed, time and/or purpose restrictions.

Use of Estimates in the Preparation of Financial Statements

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 the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash and Cash Equivalents

For the purposes of the statements of financial position and cash flows, the organization considers all highly liquid investments available for current use with an initial maturity of three months or less to be cash equivalents.

Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are reported at their fair values in the statement of financial position. Unrealized gains and losses are included in the change in net assets.

Advertising Costs

The cost of advertising is expensed in the period the advertising occurred.

NORTHERN WATERS LAND TRUST
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2023 AND 2022

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Property and Equipment

Property and equipment are recorded at cost. Donated items are recorded at estimated fair value. Such donations are recorded as contributions without donor restrictions unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire property and equipment are reported as contributions with donor restrictions. Absent donor stipulations regarding how long those donated assets must be maintained, the organization reports expirations of donor restrictions when the donated or acquired assets are placed in service. The organization reclassifies net assets with donor restrictions to net assets without donor restrictions at that time.

Expenditures for major renewals and betterments that extend the useful lives of property and equipment are capitalized. Expenditures for maintenance and repairs are charged to expenses as incurred. Depreciation is provided over the estimated useful lives of the assets on a straight-line basis. Useful lives range from 5 to 7 years for equipment.

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

	<u>2023</u>	<u>2022</u>
Land	\$ 38,000	\$ 38,000
Equipment	11,139	11,139
Less Accumulated Depreciation	<u>(8,954)</u>	<u>(7,437)</u>
Net Property and Equipment	<u>\$ 40,185</u>	<u>\$ 41,702</u>

Contributed Services and Non-Cash Donations

Donated services are recorded when there is an objective basis to measure the value of such services and the services involve specialized skills that would be purchased if not provided by donation. The organization received donated services from individuals who volunteered as board members and provided program services. The donated services do not meet the criteria for recognition and therefore have not been recorded as revenues and expenses.

Revenue Recognition

Contributions are recorded as revenue upon receipt of cash or unconditional promise to give in which there is no right of return of assets contributed and no indication of any donor-imposed barriers or performance obligations as a condition of the contribution based upon the donor agreement.

Contributions that are restricted by the donor are reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized. All other donor-restricted support is reported as an increase in net assets with donor restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions.

Grant funding is recorded on a reimbursement basis, that is, when qualifying expenses are incurred by the organization, both a receivable from the grantor and revenue are recorded. Cash received in advance is recorded as a refundable advance and recognized as revenue when expenses are incurred.

NORTHERN WATERS LAND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Conservation Land

Conservation land consists primarily of real estate with ecological values which the organization works with partners to conserve. Conservation land includes purchased and donated properties which are held for eventual resale or donation to government agencies or other organizations or individuals who will become permanent conservation owners. Purchased conservation land is recorded at acquisition cost. Conservation land received by donation is recorded at its estimated fair value. Costs incurred in carrying parcels of real estate are expensed as incurred. Conservation land parcels determined to have no ecological value may be sold to support land conservation efforts.

Conservation land committed consists of conservation land acquired, which was promised to be given to a government agency or other organization or individual who will become permanent conservation owners, and the transfer was not completed by year-end.

Conservation easements accepted or purchased by the organization are not recognized as assets or revenues as the organization does not have fee title to the properties and there are no expected future economic benefits. If purchased, the cost of conservation easements are expensed when acquired.

Functional Allocation of Expenses

The statements of functional expenses present expenses by function and natural category. Expenses directly attributable to a specific functional expense category are reported as expenses of those categories. Expenses attributed to more than one functional expense category are allocated on the basis of estimates of space, time and effort.

New Accounting Pronouncements Adopted

In 2022, the organization adopted Accounting Standards Update (ASU) 2016-02, Leases, which changed the accounting treatment for operating leases by requiring recognition of a lease asset and lease liability at the present value of the lease payments in the statement of financial position and disclosure of key information about leasing arrangements. The organization elected not to restate the comparative period (2021). It also elected not to reassess at adoption expired or existing contracts to determine whether or not they contain a lease, the lease classification of any existing leases, or the initial direct costs for existing leases. The adoption did not result in a significant effect on the amounts reported in the statement of activities for the year ended December 31, 2022.

The organization also adopted ASU 2020-07, Presentation and Disclosure by Not-for-Profit Entities for Contributed Nonfinancial Assets, which improves generally accepted accounting principles in the United States by increasing the transparency of contributed nonfinancial assets for not-for-profit entities through enhancements to presentation and disclosure. The ASU was adopted retrospectively and did not change the recognition and measurement requirements for those contributed financial assets.

Leases

Leases are included in right of use assets and lease liabilities on the statements of financial position. Operating lease expense is recognized on a straight-line basis over the lease term. The organization does not report lease assets and liabilities for leases with a term of twelve months or less, instead reporting lease expense on a straight-line basis over the lease term.

NORTHERN WATERS LAND TRUST
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2023 AND 2022

NOTE 2 – OPERATING LEASES

The organization leased office space on a month-to-month basis. Current monthly rent is \$500. The organization incurred rental expenses of \$6,000 for each of the years ended December 31, 2023 and 2022.

NOTE 3 – LIQUIDITY AND AVAILABILTY

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statements of financial position date are as follows:

	<u>2023</u>	<u>2022</u>
Cash and Cash Equivalents	\$ 152,230	\$ 229,479
Grants Receivable	<u>144,472</u>	<u>46,332</u>
Total	<u>\$ 296,702</u>	<u>\$ 275,811</u>

The organization structures its financial assets to be available as general expenditures, liabilities, and other obligations come due. During 2023 the organization received funds of \$60,000 required to be held in a separate bank account. These funds are reported as restricted cash and included in net assets with donor restrictions on the statement of financial position.

NOTE 4 – GRANTS RECEIVABLE

Grants receivable as of December 31, 2023 and 2021 consist of amounts from government grants. Management believes all amounts are collectible, therefore, no allowance for doubtful accounts is considered necessary. All amounts are collectible within one year.

NOTE 5 – INVESTMENTS

Net assets with donor restrictions and board designated net assets comprise the balance of the organization’s long-term investments. The fair market values of accounts comprising these investments as of December 31 were as follows:

	<u>2023</u>	<u>2022</u>
Mutual Funds	<u>\$ 276,480</u>	<u>\$ 244,582</u>
Total	<u>\$ 276,480</u>	<u>\$ 244,582</u>

The fair value measures of these funds as of December 31 were as follows:

	<u>Fair Value</u>	Quoted Prices in Active Markets for Identical Assets <u>(Level 1)</u>	Significant Other Observable Inputs <u>(Level 2)</u>	Significant Unobservable Inputs <u>(Level 3)</u>
2023 Mutual Funds	\$ 276,480	\$ 276,480	-	-
2021 Mutual Funds	\$ 244,582	\$ 244,582	-	-

Financial assets valued using Level 1 inputs are based on unadjusted quoted market prices within active markets. There have been no changes in valuation techniques and related inputs.

NORTHERN WATERS LAND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE 6 – NET ASSETS

Net Assets as of December 31 consist of the following:	<u>2023</u>	<u>2022</u>
Net Assets without donor restrictions:		
Undesignated	\$ 285,487	\$ 264,188
Board Designated – Operational Reserve	11,338	2,142
Board Designated – Stewardship	19,060	16,843
Board Designated – Legal Defense	<u>48,725</u>	<u>43,059</u>
Total Net Assets without donor restrictions	364,610	326,232
Net Assets with donor restrictions		
Restricted – Conservancy	155,418	164,618
Restricted – Conservancy	60,000	-
Restricted Gains (Losses) – Conservancy	10,889	(13,105)
Perpetual in nature – Conservancy	<u>31,050</u>	<u>31,025</u>
Total Net Assets with donor restrictions	<u>257,357</u>	<u>182,538</u>
Total Net Assets	<u>\$ 621,967</u>	<u>\$ 508,770</u>

The Board of Directors approved the designation of net assets without donor restrictions for the purposes of operational reserve, stewardship and legal defense. Since these funds resulted from internal designation and not donor restrictions, they are classified as net assets without donor restrictions.

Net assets with donor restrictions are to be used for conservancy. Endowment net assets comprise a portion of net assets with donor restrictions. The organization has interpreted the Uniform Prudent Management of Institutional Funds Act adopted by the 2008 Minnesota legislature as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds absent explicit donor stipulations to the contrary. As a result of this interpretation, the organization classifies as net assets with donor restrictions the original value of gifts donated to the perpetual endowment, the original value of subsequent gifts to the perpetual endowment, and accumulations of earnings or losses to the perpetual endowment. The fair value of assets associated with individual donor-restricted endowment funds may fall below the value of the initial and subsequent donor gift amounts (deficit). When donor endowment deficits exist, they are classified as a reduction in net assets with donor restrictions. As of December 31, 2022 there was a deficit of \$13,105. There was no deficit as of December 31, 2023.

The organization understands that its spending policy will have a significant impact on its return objectives, risk objectives, the asset’s allocation and the long-term growth of the account. The spending policy for the endowment is up to 5% of the assets in the fund annually, based upon a three-year trailing quarter market value average from September 30 of each year. This amount is available for distribution during the following fiscal year. The organization’s policy is to not spend from deficit funds unless directed otherwise by the donor. This is consistent with the organization’s philosophy to manage risk within policy guidelines, maintain reasonable liquidity, and maintain appropriate controls, governance and accountability. To achieve this philosophy, the endowment assets are invested in funds that are intended to result in a preservation of capital with annual access and an investment return of at least inflation plus fees. Actual returns in any given year may vary from this amount. Investment risk is measured in terms of the total endowment fund. Investment assets and allocation between asset classes and strategies are managed to not expose the fund to unacceptable levels of risk.

NORTHERN WATERS LAND TRUST
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023 AND 2022

NOTE 6 – NET ASSETS (CONTINUED)

Composition of and changes in endowment fund net assets for the year ended December 31 were as follows:

	<u>2023</u>	<u>2022</u>
Endowment Net Assets, January 1	\$ 31,025	\$ 31,025
Investment Return, Net	50	-
Contributions	-	-
Amounts Appropriated for Expenditure	-	-
Endowment Net Assets, December 31	<u>\$ 31,050</u>	<u>\$ 31,025</u>

NOTE 7 – CONCENTRATIONS

The organization receives a significant portion of its revenue from the State of Minnesota. These funds made up 92% and 29% of the revenues for the years ended December 31, 2023 and 2022, respectively.

NOTE 8 – RECLASSIFICATIONS

Certain reclassifications have been made to the prior year’s financial statements to conform to the current year presentation. These reclassifications had no effect on previously reported net income or net assets.

NOTE 9 – EVALUATION OF SUBSEQUENT EVENTS

The organization has evaluated subsequent events through November 11, 2024, the date which the statements were available to issue.