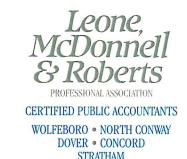
FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018
AND
INDEPENDENT ACCOUNTANTS' REVIEW REPORT

FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

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To the Board of Directors Upper Saco Valley Land Trust, Inc. North Conway, New Hampshire

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

We have reviewed the accompanying financial statements of Upper Saco Valley Land Trust, Inc. (a New Hampshire nonprofit corporation), which comprise the statement of financial position as of December 31, 2019, and the related statements of activities, 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 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

Leane, Melbonnell & Roberts Portessional Association

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 misstatements 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.

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

We previously reviewed Upper Saco Valley Land Trust, Inc.'s financial statements and in our conclusion dated August 14, 2019, stated that based on our review, we were not aware of any material modifications that should be made to the 2018 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 December 31, 2018, for it to be consistent with the reviewed financial statements from which it has been derived.

August 18, 2020

North Conway, New Hampshire

STATEMENT OF FINANCIAL POSITION DECEMBER 31, 2019 WITH SUMMARIZED COMPARATIVE TOTALS FOR 2018

	WITHOUT DONOR RESTRICTIONS			TH DONOR STRICTIONS	į	2019 <u>TOTALS</u>		2018 TOTALS
<u>ASSETS</u>								
CURRENT ASSETS	•	504 400	•	200 050	æ	781,972	\$	645,456
Cash and cash equivalents Accounts receivable	\$	521,122 3,887	\$	260,850	\$	3,887	φ	-
Pledges receivable		7,750		-		7,750		-
Prepaid expenses	2 	10,086		-		10,086		3,138
Total current assets	-	542,845		260,850		803,695	_	648,594
PROPERTY								
Conservation easements		=		51		51		51
Land		-		1,950,286		1,950,286		1,628,286
Furniture and equipment	·	24,641				24,641	-	23,276
Total property		24,641		1,950,337		1,974,978		1,651,613
Less accumulated depreciation		20,418				20,418		17,798
Property, net		4,223		1,950,337		1,954,560		1,633,815
OTHER ASSETS								
Beneficial interest in assets held by others				222,944		222,944		189,165
Total other assets				222,944	_	222,944		189,165
Total assets	\$	547,068	\$	2,434,131	\$	2,981,199	\$	2,471,574
LIABILITIES AND NET ASSETS								
CURRENT LIABILITIES	_				•	00.004	•	47.000
Accounts payable and accrued expenses	\$	39,201	\$		\$	39,201	<u>\$</u>	17,336
Total liabilities	-	39,201			0	39,201		17,336
NET ASSETS								
Without donor restrictions		507,867		-		507,867		404,143
With donor restrictions			-	2,434,131		2,434,131	_	2,050,095
Total net assets		507,867		2,434,131	_	2,941,998	_	2,454,238
Total	\$	547,068	\$	2,434,131	\$	2,981,199	\$	2,471,574

STATEMENT OF ACTIVITIES FOR THE YEAR ENDED DECEMBER 31, 2019 WITH SUMMARIZED COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2018

	WITHOUT DONOR RESTRICTIONS	WITH DONOR RESTRICTIONS	2019 <u>TOTALS</u>	2018 <u>TOTALS</u>
REVENUE AND SUPPORT				
Gifts, grants and contributions	\$ 185,441	\$ -	\$ 185,441	\$ 192,768
Net investment income (loss)	68,094	-	68,094	(13,848)
Special events, net of direct costs of \$23,281	37,414	-	37,414	24,743
Total revenues, gains and other support	290,949		290,949	203,663
NET ASSETS TRANSFERS				
Net assets released from donor-imposed restrictions	5,643	(5,643)		
EXPENSES			000 004	200.004
Program services	223,304		223,304	200,904
Management and general	39,310	* -	39,310 9,451	43,230 11,995
Fundraising	9,451	<u> </u>	9,431	11,995
Total expenses	272,065		272,065	256,129
to advertisable trade • Finance to	70 TO 100			(50.400)
Net operating increase (decrease)	24,527	(5,643)	18,884	(52,466)
ODEOLAL DOOLECTO				
SPECIAL PROJECTS	220,829	389,679	610,508	432,248
Special projects income	(141,632)	000,070	(141,632)	(123,398)
Special projects expense	(141,002)		(1111000)	
Net increase from special projects	79,197	389,679	468,876	308,850
	100 704	204.026	487,760	256,384
CHANGE IN NET ASSETS	103,724	384,036	407,700	230,304
NET ASSETS, BEGINNING OF YEAR	404,143	2,050,095	2,454,238	2,197,854
NET ASSETS, END OF YEAR	\$ 507,867	\$ 2,434,131	\$ 2,941,998	\$ 2,454,238
HEI MODELO, END OF TEME				

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED DECEMBER 31, 2019 WITH SUMMARIZED COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2018

	WITHOUT DONOR RESTRICTIONS	WITH DONOR RESTRICTIONS	2019 <u>TOTALS</u>	2018 TOTALS
CASH FLOWS FROM OPERATING ACTIVITIES Change in net assets Adjustments to reconcile change in net assets to net cash	\$ 103,724	\$ 384,036	\$ 487,760	\$ 256,384
from operating activities: Net change on beneficial interest in assets held by others Depreciation (Increase) decrease in assets:	2,621	(33,779)	(33,779) 2,621	8,371 2,566
Accounts receivable Pledges receivable Prepaid expenses	(3,888) - (6,948)	(7,750) -	(3,888) (7,750) (6,948)	402,500 2,086
Increase (decrease) in liabilities: Accounts payable and accrued expenses Deferred income	21,865 		21,865	2,572 (6,000)
NET CASH PROVIDED BY OPERATING ACTIVITIES	117,374	342,507	459,881	668,479
CASH FLOWS FROM INVESTING ACTIVITIES Easement purchases Land purchases Purchase of property	(1,365)	(322,000)	(322,000) (1,365)	(1) (492,474) (1,110)
NET CASH USED IN INVESTING ACTIVITIES	(1,365)	(322,000)	(323,365)	(493,585)
NET CHANGE IN CASH AND CASH EQUIVALENTS	116,009	20,507	136,516	174,894
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	412,863	232,593	645,456	470,562
CASH AND CASH EQUIVALENTS, END OF YEAR	\$ 528,872	\$ 253,100	\$ 781,972	\$ 645,456

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2019 WITH COMPARATIVE TOTALS FOR THE YEAR ENDED DECEMBER 31, 2018

2018 <u>Totals</u>	\$ 165,363 13,235 8,236	186,834	9,280	11,583	6,464	7,334	3,702	5,740	2,885	802	2,150	2,566	3,178	1,815	2,829	2,274	863	3,079	2,748	256,129	123,398	\$ 379,527
2019 <u>Totals</u>	\$ 168,452 13,459 8,471	190,382	15,718	13,993	7,982	7,315	5,954	4,666	4,235	3,167	2,685	2,621	1,971	1,784	1,053	066	754	285	6,510	272,065	141,632	\$ 413,697
Fundraising	8,423 679 51	9,153	•	1	T	1	3 1 °	ı	1	•	1	ı	ľ	t	ſ	1	•	285	13	9,451		9,451
Management & General	φ ' ' ' φ		r	1,732	7,982	5,725	5,954	4,666	1	3,167	2,685	2,621	(1)	1,784	ľ	266	754	•	1,974	39,310		\$ 39,310
Program Services	\$ 160,029 12,780 8,420	181,229	15,718	12,261	r	1,590	3	1	4,235	AL.	10) (()	1,971		1,053	724		i	4,523	223,304	141,632	\$ 364,936
Outreach	· · · ·	1	1	ı	•	1,590	1	11	ı	31	1	ı	1	ı	293	1	•			1,883		\$ 1,883
Land <u>Protection</u>	\$ 160,029 12,780 8,420	181,229	15,718	12,261	1	ī	1		4,235				1,971	ľ	160	724	•	•	4,523	221,421	141,632	\$ 363,053
	Salaries and wages Payroll taxes Benefits	Total salaries and related expenses	Stewardship costs	Professional fees	Rent - office	Printing and postage	Office expenses	Insurance	Investment fees	Fees and permits	Dues and subscriptions	Depreciation	Real estate taxes	Telephone and internet	Annual meeting and membership	Travel and conferences	Utilities	Marketing and publicity	Miscellaneous	Total operating expenses	Special projects	Total expenses

See Independent Accountants' Review Report and Notes to Financial Statements 5

NOTES TO FINANCIAL STATEMENTS FOR THE YEARS ENDED DECEMBER 31, 2019 AND 2018

NOTE 1 NATURE OF ORGANIZATION

The Upper Saco Valley Land Trust, Inc. (the Organization) is a New Hampshire nonprofit conservation corporation dedicated to preserving natural resources and promoting education and awareness of the protection of natural resources. The Organization conducts its activities predominantly in Central New Hampshire and Western Maine.

The Organization's primary sources of revenue are contributions from the public (including gifts of land), investment income, government grants as well as revenue from special events undertaken for fundraising.

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Upper Saco Valley Land Trust, Inc. have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables and other liabilities.

Basis of Presentation

The financial statements of the Organization have been prepared in accordance with U.S. generally accepted accounting principles (US 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 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 by passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the assets be maintained in perpetuity.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When the restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the statement of activities.

Accounting 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 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.

Contributions

All contributions are considered to be available for unrestricted use unless specifically restricted by the donor. Amounts received that are restricted by the donor for future periods or for specific purposes are reported as restricted support. However, if a restriction is fulfilled in the same period in which the contribution is received, the Organization reports the support as unrestricted.

Cash and Cash Equivalents

For purposes of reporting cash flows, the Organization considers all highly liquid debt instruments with an initial maturity of three months or less to be cash equivalents, excluding amounts the use of which is limited by restriction. As of December 31, 2019 and 2018 the Organization had cash equivalents of \$225,706 and \$189,737, respectively.

Property and Depreciation

Property and equipment are recorded at cost or, if contributed, at estimated fair value at the date of contribution, with the exception of conservation easements discussed elsewhere in Note 2. Material assets with a useful life in excess of one year are capitalized. Depreciation is provided for using the straight-line method in amounts designed to amortize the cost of the assets over their estimated useful lives as follows:

Office Equipment Furniture and Fixtures

3 - 7 years

5 - 10 years

Costs for repairs and maintenance are expensed when incurred and betterments are capitalized. Assets sold or otherwise disposed of are removed from the accounts, along with the related accumulated depreciation, and any gain or loss is recognized.

Depreciation expense totaled \$2,621 and \$2,566 for the years ended December 31, 2019 and 2018, respectively.

Advertising

The Organization expenses advertising costs as incurred.

Functional Allocation of Expenses

The costs of providing the various programs and other activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited. The following is a summary of the program services:

Land Protection: This program includes the permanent protection of new property and associated natural resources through the donation or purchase of conservation easements and land, as well as stewardship and management of those lands and easements once acquired. These activities are conducted by staff, volunteers and contracted professionals and include the evaluation, negotiation and completion of new land acquisition projects; and conducting natural resource inventories, boundary maintenance, habitat management, and easement monitoring site visits on lands and easements already acquired.

<u>Outreach</u>: This program is focused on educating members of the Upper Saco Valley Land Trust, the general public, and community leaders on land conservation options and natural resources through field trips, seminars, presentations and special events.

Conservation Easements

In conformity with the practice followed by many land trusts, conservation easements purchased or donated are recorded as assets on the statement of financial position at the nominal value of \$1. All easements acquired by purchase are recorded as conservation activities expenses in the statement of activities and changes in net assets. In addition, costs incurred in obtaining the easements are recorded as current period expenses.

Income Taxes

The Organization is exempt from federal income taxes under Section 501(c)(3) of 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.

Management has evaluated the Organization's tax positions and concluded that the Organization has maintained its tax-exempt status and has taken no uncertain tax positions that would require adjustment to the financial statements. With few exceptions, the Organization is no longer subject to income tax examinations by the United States Federal or State tax authorities prior to 2016.

Donations of Long-Lived Assets

The Organization records donations of services and materials which increase long-lived assets at their fair values and recognizes these revenues as increases in unrestricted net assets.

Adoption of New Accounting Standards

On August 18, 2016, FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958) Presentation of Financial Statements of Not-for-Profit Entities. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. The organization had adjusted the presentation of these statements accordingly. The ASU has been applied retrospectively to all periods presented.

NOTE 3 AVAILABILITY AND LIQUIDITY

The following represents the Organization's financial assets as of December 31, 2019 and 2018:

Financial assets at year-end:

	<u>2019</u>	<u>2018</u>
Cash and cash equivalents Pledges receivable Beneficial interest	\$ 781,972 7,750 <u>222,944</u>	\$ 645,456 - 189,165
Total financial assets	<u>\$ 1,012,666</u>	<u>\$ 834,621</u>

Less amounts not available to be used within one year:

Net assets with donor restrictions Less net assets with purpose and time	\$ 2,434,131	\$ 2,050,095
restrictions to be met in less than a year Less restricted conservation easements Less restricted land conservation Beneficial interest	(5,643) (51) (1,950,286) <u>222,944</u>	(168,936) (51) (1,628,286) <u>189,165</u>
Amounts not available within one year	701,095	441,987
Financial assets available to meet general expenditures over the next twelve months	<u>\$ 311,571</u>	\$ 392,634

The Organization's goal is generally to maintain financial assets to meet 90 days of operating expenses.

NOTE 4 CONCENTRATION OF CREDIT RISK

The Organization maintains cash balances that, at times, may exceed federally insured limits. The balances are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000 for the years ended December 31, 2019 and 2018. The Organization has not experienced any losses in such accounts and believes it is not exposed to any significant risk with respect to these accounts. At December 31, 2019 and 2018, cash balances in excess of FDIC coverage aggregated \$288,731 and \$205,719, respectively.

NOTE 5 BENEFICIAL INTEREST IN ASSETS HELD BY OTHERS (MAINE COMMUNITY FOUNDATION)

The Organization transfers certain gifts and grants to the Maine Community Foundation (MCF) in an irrevocable designated fund of MCF, the income of which will be provided to the Organization to use in programs and operations.

MCF maintains investments in a pooled investment account and, using a unitary allocation system, allocates a distribution of income to the Organization each calendar year based on a percentage of the average balance of the fund principal over a specified period. Activity in the account was as follows for the years ended December 31, 2019 and 2018:

	<u>2019</u>	<u>2018</u>
Balance at January 1 Contribution Distributions Fees Net investment gain (loss)	\$ 189,165 15,000 (7,230) (3,000) 29,009	\$ 197,536 4,610 (6,820) (2,885) (3,276)
Balance at December 31	\$ 222,944	\$ 189,165

NOTE 6 CONTINGENCIES

The Organization holds 51 conservation easements covering 7,858 acres of land. There may be future costs associated with maintaining these properties in accordance with the conservation commitment the easements and properties were acquired to uphold. Because there is no reasonable basis for estimating the potential future cost of defending these easements and properties no liability has been recognized in these financial reports.

NOTE 7 SPECIAL PROJECTS

Special project expenses consisted of the following during the year ended December 31, 2019:

Easement, Pine Hill, 460 acres World Fellowship Lucy Brook Other expenses related to current year special projects:	\$ 4,290 50,548 14,744 72,050
Total special project expense	\$ 141,632

Special project expenses consisted of the following during the year ended December 31, 2018:

Easements Acquired by donation: Easement, Proctor, 12 acres	\$	1
Total easements acquired by donation	<u>\$</u>	1
Other Project expenses: Easement, Pine Hill, 460 acres World Fellowship Lucy Brook Other expenses related to current year special projects:	\$	24,729 26,612 11,114 60,943
Total special project expense	\$	123,398

NOTE 8 NON-CASH CONTRIBUTIONS, LAND AND EASEMENTS

During the years ended December 31, 2019 and 2018, the Organization received the following non-cash contributions:

Easement, Proctor, 12 acres	\$ 1
Total noncash contributions	\$ 1

NOTE 9 LEASE COMMITMENT

The Organization is a tenant under a one-year lease from November 2019 to November 2020. The tenant has the right to renew this lease for five successive periods of one year each. Monthly rent payments were \$700 and \$539 for the years ended December 31, 2019 and 2018, respectively. The annual rent expense for 2019 and 2018 was \$7,982 and \$6,464, respectively.

NOTE 10 LINE OF CREDIT

The Organization maintains a \$100,000 line of credit with an area bank. The interest rate is variable with a 2.0% margin over the Index, which is the Prime rate as published in the Wall Street Journal. The interest rate as of December 31, 2019 and 2018 was 6.75% and 7.50%, respectively. Interest payments are required monthly. The line of credit expires in September 2022. The Organization did not draw on the line of credit and there were no outstanding balances as of December 31, 2019 and 2018.

NOTE 11 BOARD DESIGNATED FUNDS

Certain unrestricted funds have been set aside by the board of directors for particular purposes based on a formula that accounts for expected staff time and probability of legal action, which is determined by the complexity of the document and other factors. As of December 31, 2019 and 2018 the board designated funds consisted of the following:

	<u>2019</u>	<u>2018</u>
Legal reserve Operating reserve Fee owned stewardship Thorne Memorial	\$ 116,479 104,073 147,554 5,131	\$ 94,960 90,149 99,939 5,121
Total board designated funds	\$ 373,237	\$ 290,169

NOTE 12 NET ASSETS

Net assets with donor restrictions were as follows for the years ended December 31, 2019 and 2018:

	<u>2019</u>		<u>2018</u>
Special Purpose Restrictions: Easement support Land action General and other MCF Fund	\$ 203,567 42,733 20,192 222,944	\$	137,236 27,631 11,726 189,165
Restricted in Perpetuity: Land conservation Easement conservation	1,944,644 <u>51</u>	-	1,684,286 <u>51</u>
Total net assets with donor restrictions	\$ 2,434,131	<u>\$</u>	2,050,095

Net assets without donor restrictions for the years ended December 31, 2019 and 2018 are as follows:

	<u>2019</u>	<u>2018</u>
Undesignated Board designated	\$ 134,630 373,237	\$ 113,974 290,169
Total net assets without donor restrictions	\$ 507,867	\$ 404,143

NOTE 13 OTHER EVENTS

The impact of the novel coronavirus ("COVID-19") and measures to prevent its spread are affecting many businesses. The significance of the impact of these disruptions, including the extent of their adverse impact on the Organization's financial and operational results, will be dictated by the length of time that such disruptions continue, and, in turn, will depend on the currently unknowable duration of the COVID-19 pandemic and the impact of governmental regulations that might be imposed in response to the pandemic. The COVID-19 impact on the capital markets could impact the organization's cost of borrowing. There are certain limitations on the organization's ability to mitigate the adverse financial impact of these items. COVID-19 also makes it more challenging for management to estimate future performance of the businesses, particularly over the near to medium term.

NOTE 14 RECLASSIFICATIONS

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

NOTE 15 SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the statement of financial position date, but before financial statements are available to be issued. Recognized subsequent events are events or transactions that provide additional evidence about conditions that existed at the statement of financial position date, including the estimates inherent in the process of preparing financial statements. Nonrecognized subsequent events are events that provide evidence about conditions that did not exist at the statement of financial position date, but arose after that date. Management has evaluated subsequent events through August 18, 2020, the date the December 31, 2019 financial statements were available for issuance.