FINANCIAL STATEMENTS



FOR THE YEARS ENDED SEPTEMBER 30, 2019 AND 2018

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors Rails-to-Trails Conservancy Washington, D.C.

We have audited the accompanying financial statements of Rails-to-Trails Conservancy (the Conservancy), which comprise the statements of financial position as of September 30, 2019, 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.

Auditor's 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 that 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 Conservancy as of September 30, 2019, 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.

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Report on Prior Year Comparative Statements

The financial statements of the Conservancy for the year ended September 30, 2018 were audited by other auditors, whose report dated February 6, 2019, expressed an unmodified opinion on those statements.

Gelman Rozenberg & Freedman

February 5, 2020

STATEMENTS OF FINANCIAL POSITION AS OF SEPTEMBER 30, 2019 AND 2018

ASSETS

	2019	2018
CURRENT ASSETS		
Cash and cash equivalents Investments Accounts receivable Pledges and grants receivable Inventory Prepaid expenses	\$ 221,948 3,113,965 137,765 1,488,834 107,029 202,687	\$ 382,977 2,460,417 87,052 2,469,754 101,534 170,141
Total current assets	5,272,228	5,671,875
FIXED ASSETS		
Furniture Computer equipment Leasehold improvements Software	104,921 270,971 603,832 <u>218,603</u>	104,921 255,706 603,832 218,603
Less: Accumulated depreciation and amortization	1,198,327 <u>(1,034,085</u>)	1,183,062 <u>(970,343</u>)
Net fixed assets	164,242	212,719
NONCURRENT ASSETS		
Pledges and grants receivable, net of current portion Accounts receivable, net of current portion Investments, net of current portion	471,342 - 5,189,144	437,722 56,500 <u>5,037,218</u>
Total noncurrent assets	5,660,486	5,531,440
TOTAL ASSETS	\$ <u>11,096,956</u>	\$ <u>11,416,034</u>
LIABILITIES AND NET ASSETS	· <u> </u>	•
CURRENT LIABILITIES		
Accounts payable and accrued liabilities Deferred revenue Deferred rent Deferred lease incentive Total current liabilities	\$ 697,830 315,443 52,756 <u>38,333</u> <u>1,104,362</u>	\$ 909,157 121,797 41,774 <u>38,333</u> 1,111,061
NONCURRENT LIABILITIES		
Deferred rent, net of current portion Deferred lease incentive, net of current portion	180,843 <u>92,640</u>	233,509 <u>130,973</u>
Total noncurrent liabilities	273,483	364,482
Total liabilities	1,377,845	1,475,543
NET ASSETS		
Without donor restrictions With donor restrictions	4,674,278 5,044,833	4,522,908 <u>5,417,583</u>
Total net assets	9,719,111	9,940,491
TOTAL LIABILITIES AND NET ASSETS	\$ <u>11,096,956</u>	\$ <u>11,416,034</u>

See accompanying notes to financial statements.

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED SEPTEMBER 30, 2019 AND 2018

		2019	
	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT AND REVENUE			
Contributions Membership Grants Corporate sponsorships Investment income, net Workplace giving Merchandise and publications	\$ 4,523,785 3,265,925 150 22,394 211,951 192,167 149,024	\$ 1,066,500 - 1,192,932 243,800 - -	 \$ 5,590,285 3,265,925 1,193,082 266,194 211,951 192,167 149,024
Contracts	124,335	-	124,335
Other revenue Net assets released from donor restrictions	64,215 <u>2,875,982</u>	- (2,875,982)	64,215
Total support and revenue	11,429,928	(372,750)	11,057,178
EXPENSES			
Program Services: Trail Development Public Information/Events Trail Policy Research	4,475,153 2,116,117 1,097,403 334,961	- - -	4,475,153 2,116,117 1,097,403 334,961
Total program services	8,023,634		8,023,634
Supporting Services: Management and General Fundraising Member Programs	1,282,425 1,572,563 <u>399,936</u>	- - -	1,282,425 1,572,563 <u>399,936</u>
Total supporting services	3,254,924		3,254,924
Total expenses	11,278,558		11,278,558
Changes in net assets	151,370	(372,750)	(221,380)
Net assets at beginning of year	4,522,908	5,417,583	9,940,491
NET ASSETS AT END OF YEAR	\$ <u>4,674,278</u>	\$ <u>5,044,833</u>	\$ <u>9,719,111</u>

STATEMENTS OF ACTIVITIES AND CHANGES IN NET ASSETS FOR THE YEARS ENDED SEPTEMBER 30, 2019 AND 2018

		2018	
	Without Donor Restrictions	With Donor Restrictions	Total
SUPPORT AND REVENUE			
Contributions Membership	\$ 3,602,566 3,220,568	\$ 806,687 -	\$ 4,409,253 3,220,568
Grants	85,602	3,940,000	4,025,602
Corporate sponsorships	2,985	548,500	551,485
Investment income, net	309,581	-	309,581
Workplace giving	171,957	-	171,957
Merchandise and publications	266,796	-	266,796
Contracts	266,105	-	266,105
Other revenue	95,249	-	95,249
Meetings and events Net assets released from donor restrictions	216,692	-	216,692
Net assets released from donor restrictions	3,018,166	<u>(3,018,166</u>)	
Total support and revenue	11,256,267	2,277,021	13,533,288
EXPENSES			
Program Services:	4 209 505		4 209 505
Trail Development Public Information/Events	4,398,505 2,223,456	-	4,398,505 2,223,456
	1,143,509	-	1,143,509
Research	255,456	-	<u> </u>
Research	233,430		233,430
Total program services	8,020,926		8,020,926
Supporting Services:			
Management and General	1,092,222	-	1,092,222
Fundraising	1,392,587	-	1,392,587
Member Programs	395,412		395,412
Total supporting services	2,880,221		2,880,221
Total expenses	10,901,147		10,901,147
Changes in net assets	355,120	2,277,021	2,632,141
Net assets at beginning of year	4,167,788	3,140,562	7,308,350
NET ASSETS AT END OF YEAR	\$ <u>4,522,908</u>	\$ <u>5,417,583</u>	\$ <u>9,940,491</u>

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED SEPTEMBER 30, 2019

				Pro	ogra	m Services			Supporting Services								
	De	Trail evelopment	In	Public formation/ Events		Trail Policy	Research	Total Program Services		anagement nd General	Fundraising		Member Programs		Total Supporting Services	Total Expenses	
Salary and benefits	\$	2,257,972	\$	892,712	\$	751,238	\$ 170,234	\$ 4,072,156	\$	439,308	\$	447,401	\$	38,340	\$ 925,049	\$ 4,997,205	i
Professional fees		414,616		298,784		139,618	69,560	922,578		215,581		134,742		73,431	423,754	1,346,332	
Printing and production		200,456		117,192		5,915	71,858	395,421		17,173		267,369		21,528	306,070	701,491	
Advertising and media		203,319		393,068		-	-	596,387		4,998		1,075		3,555	9,628	606,015)
Postage and fulfillment		235,824		65,970		238	249	302,281		53,780		272,073		3,645	329,498	631,779)
Rent		274,495		86,558		70,138	12,904	444,095		41,149		39,816		3,181	84,146	528,241	
Software and database		15,374		45,606		30,046	-	91,026		246,343		72,484		73,881	392,708	483,734	
Grants and scholarships		449,128		-		606	-	449,734		-		-		-	-	449,734	,
Travel, meetings and conferences		196,986		12,603		22,738	1,051	233,378		90,329		29,765		609	120,703	354,081	
Merchandise costs		21,321		19,097		-	-	40,418		33,425		65,728		144,315	243,468	283,886	,
List management services		55,655		15,364		208	-	71,227		11,882		118,125		-	130,007	201,234	
Bank fees		660		33,922		-	-	34,582		12,342		101,646		25,381	139,369	173,951	
Office expenses and supplies		50,080		7,779		4,773	874	63,506		72,568		2,651		211	75,430	138,936	,
Voice and data services		27,360		81,920		7,608	1,533	118,421		16,757		4,594		363	21,714	140,135	,
Dues and subscriptions		6,517		20,154		29,800	774	57,245		958		5,876		225	7,059	64,304	
Depreciation and amortization		30,153		12,712		8,563	1,727	53,155		4,257		5,861		469	10,587	63,742	
Business insurance		14,433		6,342		4,335	874	25,984		4,470		2,968		237	7,675	33,659	Į.
State lobbying		10,000		-		19,188	-	29,188		-		-		-	-	29,188	,
Professional development		10,698		905		1,774	3,323	16,700		10,124		364		-	10,488	27,188	
Taxes and licenses		-		1,123		-	-	1,123		6,539		-		10,565	17,104	18,227	
Miscellaneous		106		4,306		617	-	5,029		442		25		-	467	5,496	_
TOTAL	\$	4,475,153	\$	2,116,117	\$	1,097,403	\$ 334,961	\$ 8,023,634	\$	1,282,425	\$ [,]	1,572,563	\$	399,936	\$ 3,254,924	\$ 11,278,558	;

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED SEPTEMBER 30, 2018

				Pro	ogra	m Services										
		Trail evelopment	Public Information/ Events		Trail Policy		Research	Total Program Services	Management and General		Fundraising		Member Programs		Total Supporting Services	Total Expenses
Salary and benefits	\$	2,254,513	\$	904,369	\$	763,344	\$ 186,835	\$ 4,109,061	\$	467,342	\$	392,212	\$	37,893	\$ 897,447	\$ 5,006,508
Professional fees		588,766		325,395		134,560	29,669	1,078,390		201,193		136,804		42,024	380,021	1,458,411
Advertising and media		150,999		431,092		5	-	582,096		4,960		2,294		2,000	9,254	591,350
Postage and fulfillment		195,625		67,809		75	111	263,620		53,171		214,285		31,270	298,726	562,346
Rent		268,847		80,180		71,565	12,583	433,175		64,789		32,463		3,239	100,491	533,666
Printing and production		143,655		102,340		2,735	-	248,730		18,164		214,369		28,747	261,280	510,010
Travel, meetings and conferences		223,159		104,062		29,629	3,612	360,462		94,400		36,389		779	131,568	492,030
Grants and scholarships		294,954		-		32,355	-	327,309		-		-		-	-	327,309
Software and database		25,244		50,305		33,749	-	109,298		14,770		76,939		94,570	186,279	295,577
Merchandise costs		31,884		39,524		-	-	71,408		34,561		63,102		117,613	215,276	286,684
List management services		45,894		15,361		132	-	61,387		11,959		110,711		10,703	133,373	194,760
Office expenses and supplies		71,509		23,922		4,735	1,252	101,418		89,343		2,388		217	91,948	193,366
Bank fees		193		34,468		-	-	34,661		13,915		91,294		20,873	126,082	160,743
Depreciation		33,055		13,082		10,301	1,865	58,303		5,625		5,210		520	11,355	69,658
Voice and data services		25,617		12,626		8,188	1,607	48,038		12,530		4,530		365	17,425	65,463
Dues and subscriptions		3,686		4,228		20,800	14,701	43,415		-		6,713		-	6,713	50,128
Business insurance		16,286		10,679		4,816	872	32,653		2,644		2,436		243	5,323	37,976
Professional development		20,661		1,490		8,024	2,349	32,524		1,998		48		-	2,046	34,570
State lobbying		-		-		18,258	-	18,258		-		-		-	-	18,258
Taxes and licenses		25		1,555		80	-	1,660		858		400		3,820	5,078	6,738
Miscellaneous		3,933		969		158	-	5,060		-		-		536	536	5,596
TOTAL	\$	4,398,505	\$	2,223,456	\$	1,143,509	\$ 255,456	\$ 8,020,926	\$	1,092,222	\$	1,392,587	\$	395,412	\$ 2,880,221	\$ 10,901,147

STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED SEPTEMBER 30, 2019 AND 2018

	2019			2018		
CASH FLOWS FROM OPERATING ACTIVITIES						
Changes in net assets	\$	(221,380)	\$	2,632,141		
Adjustments to reconcile changes in net assets to net cash provided by operating activities:						
Depreciation and amortization Realized and unrealized gain		63,742 (59,679)		69,658 (227,824)		
Decrease (increase) in: Accounts receivable Pledges and grants receivable Inventory Prepaid expenses		5,787 947,300 (5,495) (32,546)		(92,995) (1,877,624) 1,043 (46,380)		
(Decrease) increase in: Accounts payable and accrued liabilities Deferred revenue Deferred rent abatement Deferred lease incentive	_	(211,327) 193,646 (41,684) (38,333)	_	324,065 (71,862) (29,065) (38,333)		
Net cash provided by operating activities		600,031	_	642,824		
CASH FLOWS FROM INVESTING ACTIVITIES						
Purchases of fixed assets Purchase of investments Proceeds from sale of investments	_	(15,265) (2,183,359) <u>1,437,564</u>		(26,051) (1,679,840) <u>843,306</u>		
Net cash used by investing activities	_	(761,060)	_	(862,585)		
Net decrease in cash and cash equivalents		(161,029)		(219,761)		
Cash and cash equivalents at beginning of year		382,977		602,738		
CASH AND CASH EQUIVALENTS AT END OF YEAR	\$	221,948	\$	382,977		

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION

Organization -

Rails-to-Trails Conservancy (the Conservancy) is a non-profit organization, incorporated and located in the District of Columbia. The Conservancy is the nation's largest trails organization with more than 160,000 members and supporters, is dedicated to working with communities to preserve and transform unused rail corridors into multiuse trails and trail networks, creating healthier places for healthier people. Founded in 1985, the Conservancy is located in Washington, D.C. and has four regional offices in Pennsylvania, Ohio, California, and Florida. Funding for the Conservancy's activities come primarily through membership dues and contributions.

RTC's major program services are as follows:

Trail Development: Since its inception, RTC has supported trail building through a variety of strategic initiatives: managing an early warning system that notifies communities, state and local agencies of upcoming railway abandonments; creating statewide trail inventories and development plans; providing technical assistance for local trail development and management projects; and offering training and education for communities and trail-building groups.

RTC's TrailNation project portfolio represents the organization's largest trail development initiative. These projects are intended to spur trail-network development nationwide, changing the landscape for active transportation by establishing trail systems that get people where they want to go. The heart of this work comes through smart investments that close gaps in trail systems and improve access to major destinations across communities and entire regions. The scope of this work is a placemaking strategy, with trails as the catalyst. This work is currently being implemented in nine places across the country -- places diverse in their geography, culture, size and scope - Southeast Wisconsin, the San Francisco Bay Area, the Industrial Heartland, Philadelphia, Baltimore, Washington, DC, Miami and South Texas. In the spring of 2019 RTC launched its ninth and most ambitious project, the Great American Rail Trail - a 3,700 mile coast to coast trail from Washington DC to Washington State.

Public Information / Events: While the benefits of trail use are far-reaching, not everyone knows how to access trails. RTC's trail-use initiatives provide tips for getting out on the trail and connect people with local trails and bucket-list destinations. RTC's flagship initiative, TrailLink.com served more than 7 million visitors in FY19 connecting them to over 36,000 miles of trails through its free website and mobile apps. Trail use campaigns include Opening Day for Trails—building excitement for the start of the trail use season in the spring and Share the Trails—promoting safe and respectful trail use. RTC also provides rail-trail information through its quarterly magazine, monthly eNews, social media, news media and publications.

Trial Policy: RTC's policy and advocacy work ensures public investment in rail-trails at all levels of government, focusing on opportunities to support communities in building critical trail, biking and walking infrastructure. RTC promotes policies at the federal and state level that make trail building possible.

RTC is a leader in the fight to protect the federal Transportation Alternatives Program (TAP), which is the largest source of funding for trail development. RTC steadfastly defends the federal Railbanking Statute in Congress and the courts as an essential tool to preserve unused rail corridors. RTC also monitors litigation on cases involving enforcement of federal laws related to railbanking.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Organization (continued) -

Research: RTC's research program focuses on creating innovative tools that empower communities to advance trail systems in their cities, towns and regions, while also monitoring the benefits trails bring to communities and the implementation of state and federal programs that provide the funding and resources to build and maintain trails.

Member Programs: In addition to the programs provided through public information and education, RTC also digitizes member and consistent information and trail information, creating a centralized resource that assists the organization in identifying opportunities for linking trail systems and catalyzing support of trail projects. Other activities include delivery of member benefit and service programs.

Basis of presentation -

The accompanying financial statements are presented on the accrual basis of accounting, and in accordance with the Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) 2016-14, *Presentation of Financial Statements for Not-for-Profit Entities*.

New accounting pronouncements adopted -

During 2019 the Conservancy adopted Accounting Standards Update (ASU) 2016-14, *Presentation of Financial Statements for Not-for-Profit Entities*. The ASU reduced the three classes of net assets into two: with and without donor restrictions. The change in each of the classes of net assets must be reported on the Statements of Activities and Changes in Net Assets. The ASU also requires various enhanced disclosures around topics such as board designations, liquidity, functional classification of expenses, investment expenses, donor restrictions, and underwater endowments. The ASU was applied retrospectively.

During 2019, the Conservancy adopted Accounting Standards Update (ASU) 2014-09, *Revenue from Contracts with Customers* (Topic 606), as amended. The ASU provides a framework for recognizing revenue and is intended to improve comparability of revenue recognition practices across for-profit and non-profit entities. Analysis of the various provisions of this standard resulted in no significant changes in the way the Conservancy recognized revenue; however, the presentation and disclosures of revenue has been enhanced. The Conservancy elected a modified retrospective approach.

Also during 2019, the Conservancy adopted ASU 2018-08, Not-for-Profit Entities (Topic 958): *Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made.* This guidance is intended to clarify and improve the scope and the accounting guidance for contributions received and contributions made. Key provisions in this guidance include clarification regarding the accounting for grants and contracts as exchange transactions or contributions, and improve guidance to better distinguish between conditional and unconditional contributions. The Conservancy adopted the ASU using a modified prospective basis.

Cash and cash equivalents -

The Conservancy considers all cash and other highly liquid investments, including certificates of deposit, with maturities of three months or less to be cash equivalents, excluding money market funds held by investment managers in the amount of \$2,749,185 and \$1,256,770 for the years ended September 30, 2019 and 2018, respectively.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Cash and cash equivalents (continued) -

Bank deposit accounts are insured by the Federal Deposit Insurance Corporation ("FDIC") up to a limit of \$250,000. At times during the year, the Conservancy maintains cash balances in excess of the FDIC insurance limits. Management believes the risk in these situations to be minimal.

Investments -

Investments are recorded at their readily determinable fair value. Dividends, interest, realized and unrealized gains and losses are included in investment income, net of investment expenses paid to external investment advisors in the Statements of Activities and Changes in Net Assets.

Investments acquired by gift are recorded at their fair value at the date of the gift. The Conservancy's policy is to liquidate all gifts of investments as soon as possible after the gift.

Following is a description of the valuation methodology used for investments measured at fair value.

Level 1. These are investments where values are based on unadjusted quoted prices for identical assets in an active market the Conservancy has the ability to access.

Level 2. These are investments where values are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, or model-based valuation techniques that utilize inputs that are observable either directly or indirectly for substantially the full-term of the investments.

Level 3. These are investments where inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Accounts, pledges and grants receivable -

Accounts, pledges and grants receivable are recorded at their net realizable value, which approximates fair value. Accounts, pledges and grants receivable that are expected to be collected in future years are recorded at fair value, measured as the present value of their future cash flows. The discounts on these amounts are computed using risk-adjusted interest rates applicable to the years in which the promises are received. Amortization of the discounts is included in grants and contribution revenue. Conditional promises to give are not included as support until the conditions are substantially met. All accounts, pledges and grants receivable are considered by management to be fully collectible. Accordingly, an allowance for doubtful accounts has not been established.

Inventory -

Inventory consists of member premiums, such as T-shirts and guidebooks that the Conservancy gives to members when they make a donation of a certain dollar amount, as well as items for sale in the Conservancy's online store.

Inventory is measured at the lower of cost and net realizable value using the first-in, first-out method of inventory under FASB ASU 2015-11 *Simplifying the Measurement of Inventory*.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Fixed assets -

Fixed assets in excess of \$1,000 are capitalized and stated at cost. Fixed assets are depreciated on a straight-line basis over the estimated useful lives of the related assets, generally three to five years. Leasehold improvements are amortized over the remaining life of the lease. The cost of maintenance and repairs is recorded as expenses are incurred. Depreciation and amortization expense for the years ended September 30, 2019 and 2018 totaled \$63,742 and \$69,658, respectively.

Income taxes -

The Conservancy is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code and is only subject to tax on unrelated business income. The Conservancy is not a private foundation.

Uncertain tax positions -

For the years ended September 30, 2019 and 2018, the Conservancy has documented its consideration of FASB ASC 740-10, *Income Taxes*, that provides guidance for reporting uncertainty in income taxes and has determined that no material uncertain tax positions qualify for either recognition or disclosure in the financial statements.

Program and deferred revenue -

The membership dues are bifurcated amongst the different benefits received and recognized as revenue when the performance obligations are met. Transaction price is determined based on cost and/or sales price. Any amounts considered as a contribution are recognized upon receipt. The Conservancy recognizes the TrailLink subscriptions on a pro-rata basis over the subscription period and has determined that this treatment is materially consistent with the requirements of ASU 2014-09, *Revenue from Contracts with Customers*.

Deferred revenue consists of the membership dues and TrailLink Subscriptions that have not yet been earned and performance obligations have not been met.

Net asset classification -

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor or grantor imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

- Net Assets Without Donor Restrictions Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions are recorded as "net assets without donor restrictions". Assets restricted solely through the actions of the Board are referred to as Board designated and are also reported as net assets without donor restrictions.
- Net Assets With Donor Restrictions Contributions restricted by donors (or certain grantors) are reported as increases in net assets without donor restrictions if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted contributions are reported as increases in "net assets with donor restrictions", depending on the nature of the restrictions.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Net asset classification (continued) -

Net Assets With Donor Restrictions (continued) - When a restriction expires, net assets
with donor restrictions are reclassified to net assets without donor restrictions and reported in
the Statements of Activities and Changes in Net Assets as net assets released from donor
restrictions. Gifts of long-lived assets and gifts of cash restricted for the acquisition of longlived assets are recognized as revenue without donor restrictions when the assets are placed
in service. Other donor imposed restrictions are perpetual in nature, where the donor
stipulates that resources be maintained in perpetuity.

Contributions and grants -

Contributions and grants are recorded as revenue in the year notification is received from the donor. Contributions and grants with donor restrictions are recognized as without donor restrictions only to the extent of actual expenses incurred in compliance with the donor-imposed restrictions and satisfaction of time restrictions. Such funds in excess of expenses incurred are shown as net assets with donor restrictions in the accompanying financial statements.

Pledges and grants receivable represents amounts due from funding organizations for reimbursable expenses incurred in accordance with the grant agreements. Grant funding received in advance of incurring the related expenses is recorded as a refundable advance.

Corporate sponsorships and contract revenue -

Revenue is recognized when earned. Corporate sponsorship revenue is recognized when the underlying event takes place. Contract revenue is recognized as actual expenditures are incurred or as performance obligations are met.

Contributed services and donations in-kind -

Contributed services and donations in-kind are reported as contributions at their fair value if 1) such services create or enhance nonfinancial assets, or 2) would have been purchased if not provided by donation, require specialized skills, and are provided by individuals possessing such specialized skills. The value of contributed services and donations-in-kind recognized as contribution revenue and allocated across the functional expense categories within the accompanying Statements of Activities and Changes in Net Assets includes legal, advertising, software, and data services.

For the years ended September 30, 2019 and 2018, donations in-kind totaled \$827,660 and \$466,779, respectively.

Use of estimates -

The preparation of the 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 at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Accordingly, actual results could differ from those estimates.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Advertising -

The Conservancy expenses advertising costs as incurred. Advertising expense was \$606,015 and \$591,350 for the years ended September 30, 2019 and 2018, respectively. In-kind advertising expenses for the years ended September 30, 2019 and 2018 were \$392,000 and \$428,248, respectively.

Functional allocation of expenses -

The costs of providing the various programs and other activities have been summarized on a functional basis in the Statements of Activities and Changes in Net Assets. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Expenses directly attributed to a specific functional area of the Conservancy are reported as direct expenses to the programmatic area and those expenses that benefit more than one function are allocated on a basis of estimated time and effort.

Fair value measurement -

The Conservancy adopted the provisions of FASB ASC 820, *Fair Value Measurement*. FASB ASC 820 defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs (assumptions that market participants would use in pricing assets and liabilities, including assumptions about risk) used to measure fair value, and enhances disclosure requirements for fair value measurements. The Conservancy accounts for a significant portion of its financial instruments at fair value or considers fair value in their measurement.

In accordance with FASB ASC 820, *Fair Value Measurement*, the Conservancy has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure the financial instruments fall within different levels of hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument. Investments recorded in the Statements of Financial Position are categorized based on the inputs to valuation techniques as follows:

Level 1. These are investments where values are based on unadjusted quoted prices for identical assets in an active market the Conservancy has the ability to access.

Level 2. These are investments where values are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, or model-based valuation techniques that utilize inputs that are observable either directly or indirectly for substantially the full-term of the investments.

Level 3. These are investments where inputs to the valuation methodology are unobservable and significant to the fair value measurement.

For disclosure of inputs and valuation techniques, see Note 2.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GENERAL INFORMATION (Continued)

Reclassification -

Certain amounts in the prior year's financial statements have been reclassified to conform to the current year's presentation. The reclassifications are primarily due to the adoption of ASU 2016-14, as discussed above, which requires two classifications of net assets from the previously presented three classes.

Net assets previously classified as of September 30, 2018 as unrestricted net assets in the amount of \$4,522,908 are now classified as "net assets without donor restrictions". Net assets previously classified as temporarily restricted net assets and permanently restricted net assets in the amount of \$4,599,255 and \$818,328, respectively, are now classified as "net assets with donor restrictions".

New accounting pronouncements (not yet adopted) -

In 2016, the FASB issued ASU 2016-02, *Leases* (Topic 842). The ASU changes the accounting treatment for operating leases by recognizing a lease asset and lease liability at the present value of the lease payments in the Statements of Financial Position and disclosing key information about leasing arrangements. The ASU is effective for private entities for years beginning after December 15, 2020. Early adoption is permitted. The ASU should be applied at the beginning of the earliest period presented using a modified retrospective approach.

The Conservancy plans to adopt the new ASUs at the respective required implementation dates.

2. INVESTMENTS

Investments consisted of the following as of September 30, 2019 and 2018:

	2019 Fair Value	2018 Fair Value		
Equities Fixed income Certificates of deposit Cash and money market	\$ 3,101,705 1,485,547 966,672 <u>2,749,185</u>	\$ 3,061,556 2,197,831 981,478 <u>1,256,770</u>		
TOTAL INVESTMENTS	\$ <u>8,303,109</u>	\$ <u>7,497,635</u>		
Included in investment income are the following:				
	2019	2018		
Interest and dividends Unrealized (loss) gain Realized gain (loss) Less: Management fees	\$ 177,139 (7,347) 67,026 (24,867)			
TOTAL INVESTMENT INCOME, NET OF INVESTMENT EXPENSES	\$ <u>211,951</u>	\$ <u>309,581</u>		

2. INVESTMENTS (Continued)

There was one transfer between Level 1 and Level 2 in the fair value hierarchy during the year ended September 30, 2019 equal to the value of the Certificates of Deposit. There were no transfers in the fair value hierarchy during the year ended September 30, 2018. Transfers between levels are recorded at the end of the reporting period, when applicable.

The table below summarizes, the investments measured at fair value on a recurring basis, by level within the fair value hierarchy and those invested and measured at NAV as a practical expedient as of September 30, 2019.

		Level 1		Level 2		Level 3		Total
Asset Class: Equities	\$	3,101,705	\$	-	\$	-	\$	3,101,705
Fixed income	Ψ	1,485,547	Ψ	-	Ψ	-	Ψ	1,485,547
Certificates of deposit Cash and money market		- 2,749,185		966,672 -		-		966,672 2,749,185
TOTAL	\$	7,336,437	\$	966,672	\$	-	\$	8,303,109

As of September 30, 2019, included in investments is approximately \$1.47M in funds held for the future construction of trails in the City of Brownsville, Texas.

The table below summarizes, the investments measured at fair value on a recurring basis, by level within the fair value hierarchy and those invested and measured at NAV as a practical expedient as of September 30, 2018 were as follows:

		Level 1		Level 2		Level 3		Total
Asset Class:	¢	2 004 550	¢		¢		¢	2 004 550
Equities Fixed income	Ф	3,061,556 2,197,831	Ф	-	\$	-	Ф	3,061,556 2,197,831
Certificates of deposit		2,197,031 -		- 981,478		-		981,478
Cash and money market		1,256,770				-	_	1,256,770
TOTAL	\$	6,516,157	\$_	981,478	\$_		\$	7,497,635

- *Equities* Valued at the closing price reported on the active market in which the individual securities are traded.
- *Fixed income (U.S. Government securities)* Valued at the closing price reported in the active market in which the individual securities are traded.
- Certificates of deposit Generally valued at original cost plus accrued interest, which approximates fair value.

3. PLEDGES AND GRANTS RECEIVABLE

As of September 30, 2019 and 2018, contributors to the Conservancy have made written promises to give totaling \$1,987,434 and \$2,907,476, respectively.

3. PLEDGES AND GRANTS RECEIVABLE (Continued)

Amounts due beyond one year of the Statements of Financial Position date have been recorded at the present value of the estimated cash flows, using a discount rate of 5% and 4.5% (Federal Prime Rate) as of September 30, 2019 and 2018.

Following is a schedule of amounts due, by year, as of September 30, 2019 and 2018:

	2019	2018
Less than one year One to five years	\$ 1,488,834 498,600	\$ 2,469,754 <u>437,722</u>
Total Less: Allowance to discount balance to present value	1,987,434 (27,258)	2,907,476
NET RECEIVABLES	\$ <u>1,960,176</u>	\$ <u>2,907,476</u>

4. NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions consist of the following at September 30, 2019 and 2018:

	 2019	 2018
Subject to expenditure for specified purpose:		
Trail Development	\$ 3,794,255	\$ 4,201,005
Public Information/Events	200,000	-
Trail Policy	85,000	129,500
Research	-	25,000
General Support - Time or Match Restriction	147,250	243,750
Contributions to be invested in perpetuity	 818,328	 <u>818,328</u>
TOTAL NET ASSETS WITH DONOR RESTRICTIONS	\$ 5,044,833	\$ 5,417,583

The following net assets with donor restrictions were released from donor restrictions by incurring expenses (or through the passage of time) which satisfied the restricted purposes specified by the donors:

	 2019	 2018
Time and purpose restrictions accomplished:		
Trail Development	\$ 2,584,982	\$ 2,699,666
Public Information/Events	-	52,000
Trail Policy	154,500	156,500
Research	25,000	50,000
General Support - Time or Match Restriction	 111,500	 60,000

TOTAL NET ASSETS RELEASED FROM DONOR RESTRICTIONS

5. LIQUIDITY AND AVAILABILITY

Financial assets available for use for general expenditures within one year of the Statements of Financial Position date comprise the following:

		2019		2018
Cash and cash equivalents Investments Accounts receivable Pledges and grants receivable	\$	221,948 8,303,109 137,765 <u>1,960,176</u>	\$	382,977 7,497,635 87,052 2,907,476
Subtotal financial assets available within one year Less: Donor restricted funds	_	10,622,998 <u>(5,044,833</u>)	_	10,875,140 <u>(5,417,583</u>)

FINANCIAL ASSETS AVAILABLE TO MEET CASH NEEDS FOR GENERAL EXPENDITURES WITHIN ONE YEAR \$<u>5,578,165</u> \$<u>5,457,557</u>

The Conservancy has a policy to structure its financial assets to be available and liquid as its obligations become due. As of September 30, 2019 and 2018, the Conservancy has approximately six months of average operating expenditures on hand.

6. CONTRIBUTED SERVICES AND MATERIALS

During the years ended September 30, 2019 and 2018, the Conservancy was the beneficiary of donated goods and services which allowed the Conservancy to provide greater resources toward various programs. Contributed services and materials are recorded as contribution revenue and allocated across the functional categories within the accompanying Statements of Activities and Changes in Net Assets. To properly reflect contributed services and materials, the following donations have been included in revenue and expense for the years ended September 30, 2019 and 2018.

	2019		2018	
Donated advertising	\$	392,000	\$	428,248
Donated technology		307,050		-
Donated research data		65,000		-
Donated legal services	_	63,610		38,531
TOTAL	\$	827,660	\$	466,779

The following programs have benefited from these donated services:

	2019			2018		
Public Information/Events	\$	461,500	\$	428,248		
Management and general		237,550		-		
Research		65,000		-		
Trail Policy		63,610		<u>38,531</u>		
TOTAL	\$	827,660	\$	466,779		

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

7. LEASE COMMITMENTS

The Conservancy leases office space for its headquarters in Washington, D.C. under a fifteen-year agreement, which originated in March 2008 and expires February 2023. Base rent is \$312,500 per year, plus a proportionate share of expenses, increasing by a factor of 3% per year. Additionally, the landlord provided a \$575,000 tenant improve allowance. The fixed rate increases and lease incentives are recognized on a straight-line basis over the term of the lease. As of September 30, 2019 and 2018 the deferred rent liability was \$233,599 and \$275,283, respectively, and the deferred lease incentive was \$130,973 and \$169,306, respectively.

The Conservancy also leases office space in Baltimore, Pennsylvania, Ohio, Philadelphia, and California under fixed rate agreements with scheduled annual increases through 2022.

Accounting principles generally accepted in the United States of America require that the total rent commitment should be recognized on a straight-line basis over the term of the lease. Accordingly, the difference between the actual monthly payments and the rent expense being recognized for financial statement purposes is recorded as a deferred rent liability on the Statements of Financial Position.

The following is a schedule of the future minimum lease payments under all leasing agreements:

Year Ending September 30,

	_	
2023		196,952
2022		475,078
2021		490,427
2020	\$	485,673

Rent expense for the years ended September 30, 2019 and 2018 was \$528,241 and \$533,666, respectively.

8. RETIREMENT PLAN

The Conservancy provides retirement benefits to its employees through a 403(b) tax-deferred annuity plan covering all full-time employees. After six months of service, the Conservancy will make a discretionary contribution to the Plan in such amount equal to 6% of the employee's gross income per pay period. Contributions to the Plan during the years ended September 30, 2019 and 2018 totaled \$214,151 and \$223,827, respectively.

9. ENDOWMENT

The Conservancy's endowment consists of multiple donor-restricted funds to generate a permanent source of income for RTC's programs.

During the year ended September 30, 1997, RTC established the Langdon Gates Burwell Endowment Fund ("Fund 1"). This fund was established with a gift of stock valued at \$334,645 at the date of the gift plus an additional \$44,433 in accumulated investment earnings, which are also considered permanently restricted. The donor stipulated that the principal be invested in perpetuity; however, 30 years from the date of the gift, the fund will revert to RTC's general endowment.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

9. ENDOWMENT (Continued)

An additional \$26,000 of permanently restricted contributions were added to Fund 1 in the fiscal years 2011 and 2016. In accordance with the donor's instructions, earnings on Fund 1 are available to support RTC's general operations.

During the year ended September 30, 1998, RTC established the Wyss Endowment Fund ("Fund 2"). This fund was established with a gift of cash of \$250,000. For investment earnings on Fund 2, the donor recommended that half of the annual earnings from the endowment be used for general operating expenses and the other half be used to increase the endowment, with an allowance for the Board of Directors to override this provision. In prior years, RTC's Board of Directors resolved that all the investment earnings on Fund 2 be considered unrestricted and available to support general operations.

During the year ended September 30, 2018, RTC established the Keith Laughlin Legacy Endowment Fund. RTC's board of directors established this fund to honor the 18 years of service of its President Keith Laughlin. The Board made personal pledges in excess of \$500,000, of which \$163,250 was permanently restricted. In accordance with the donor's instructions, earnings on Fund 3 are available to support RTC's general operations.

As required by GAAP, net assets associated with endowment funds, including funds designated by the Board of Directors to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions. The Board of Directors is subject to the Uniform Prudent Management of Institutional Funds Act (UPMIFA) and, thus classifies amounts in its donor-restricted endowment funds as net assets with donor restrictions because those assets are time restricted until the governing Board appropriates such amounts for expenditures. Most of those net asset also are subject to purpose restrictions that must be met before reclassifying those net assets to net assets without donor restrictions.

The governing Board has interpreted UPMIFA as not requiring the maintenance of purchasing power of the original gift amount contributed to an endowment fund, unless a donor stipulates the contrary. As a result of this interpretation, when reviewing its donor-restricted endowment funds, the Conservancy considers a fund to be underwater if the fair value of the fund is less than the sum the (a) the original value of initial and subsequent gift amounts donated to the fund and (b) any accumulations to the fund that are required to be maintained in perpetuity in accordance with the direction of the applicable donor gift instrument.

The Conservancy has interpreted UPMIFA to permit spending from underwater funds in accordance with the prudent measures required under the law. Additionally, in accordance with UPMIFA, the Conservancy considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- The duration and preservation of the fund;
- The purpose of the organization and the donor-restricted endowment fund;
- General economic conditions and the possible effect of inflation and deflation;
- The expected total return from income and the appreciation of investments; and
- Investment policies of the organization.

9. ENDOWMENT (Continued)

Endowment net asset composition by type of fund as of September 30, 2019:

	Without Donor <u>Restrictions</u>	With Donor Restrictions	Total
Total Endowment Funds: Cumulative Earnings and Corpus, Respectively	\$ <u>798,382</u>	\$ <u>818,328</u>	\$ <u>1,616,710</u>

Changes in endowment net assets for the year ended September 30, 2019:

	Vithout Donor <u>strictions</u>	ith Donor strictions	 Total
Endowment net assets, beginning of year Investment return, net Appropriations	\$ 818,834 47,395 <u>(67,847</u>)	\$ 818,328 - -	\$ 1,637,162 47,395 <u>(67,847</u>)
ENDOWMENT NET ASSETS, END OF YEAR	\$ 798,382	\$ 818,328	\$ 1,616,710

Endowment net asset composition by type of fund as of of September 30, 2018:

	Without Donor <u>Restrictions</u>	With Donor Restrictions	Total
Total Endowment Funds: Cumulative Earnings and Corpus, Respectively	\$ <u>818,834</u>	\$ <u>818,328</u>	\$ <u>1,637,162</u>

Changes in endowment net assets for the year ended of September 30, 2018:

	Vithout Donor <u>strictions</u>	 th Donor strictions	 Total
Endowment net assets, beginning of year Investment return, net Contributions Transfer to without donor restriction	\$ 720,598 - - 98,236	\$ 655,078 33,317 163,250 <u>(33,317</u>)	\$ 1,375,676 33,317 163,250 <u>64,919</u>
ENDOWMENT NET ASSETS, END OF YEAR	\$ 818,834	\$ 818,328	\$ 1,637,162

Funds with Deficiencies -

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Conservancy to retain as a fund of perpetual duration. As of September 30, 2019 and 2018, there were no deficiencies noted on the endowment funds.

NOTES TO FINANCIAL STATEMENTS SEPTEMBER 30, 2019 AND 2018

9. ENDOWMENT (Continued)

Return Objectives and Risk Parameters -

The Conservancy has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets consist of those assets of donor-restricted funds that the Conservancy must hold in perpetuity or for a donor-specified period(s). Under the investment policy, as approved by the Board of Directors, the endowment's assets are invested in a manner that is intended to produce results that exceed the price and yield results of a benchmark including 45% S&P 500 index and 40% Barclays US Aggregate Index and 15% MCI World ex USA.

Strategies Employed for Achieving Objectives -

To satisfy its long-term rate-of-return objectives, the Conservancy relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Conservancy targets a diversified asset allocation to achieve its long-term return objectives within prudent risk constraints.

Spending Policy and How the Investment Objectives Relate to Spending Policy -

Under the Conservancy's Endowment Spending Policy, up to 5% of Fund 1, 2 and 3's average market value as of the prior fiscal year are considered available for current operations. In establishing this policy, the Conservancy considered the long-term expected return on its endowment. Accordingly, over the long term, the Conservancy expects the current spending policy to allow its endowment to grow at an average sufficient to maintain the purchasing power of the endowment assets held in perpetuity.

10. ALLOCATION OF JOINT COSTS

During the years ended September 30, 2019 and 2018, the Conservancy incurred joint costs of \$1,581,440 and \$1,390,849, respectively, from activities that included both educational materials and fundraising appeals, as follows:

	2019	2018
Program Services	\$ <u>850,165</u>	\$ <u>766,683</u>
Management and General Fundraising	174,493 <u>556,782</u>	195,392 <u>428,774</u>
Total Supporting Services	731,275	624,166
TOTAL JOINT COSTS	\$ <u>1,581,440</u>	\$ <u>1,390,849</u>

11. SUBSEQUENT EVENTS

In preparing these financial statements, the Conservancy has evaluated events and transactions for potential recognition or disclosure through February 5, 2020, the date the financial statements were issued.