REPORT ON AUDITS OF FINANCIAL STATEMENTS OF RIVERBANKS SOCIETY

A COMPONENT UNIT OF RICHLAND-LEXINGTON RIVERBANKS PARK DISTRICT

AS OF AND FOR THE YEARS ENDED JUNE 30, 2021 AND 2020

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Independent Auditor's Report

The Board of Directors Riverbanks Society Columbia, South Carolina

We have audited the accompanying financial statements of Riverbanks Society (the "Society") (a Component Unit of Richland-Lexington Riverbanks Park District), a nonprofit organization, which comprise the statements of financial position as of June 30, 2021 and 2020, and the related statements of activities and changes in net assets, functional expenses, and cash flows for the years 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 audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits 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 Riverbanks Society as of June 30, 2021 and 2020, 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.

Emphasis of Matter

As discussed in Note 1 to the financial statements, the Society adopted "Revenue from Contracts with Customers (Topic 606)" as of July 1, 2020. Our opinion is not modified with respect to this matter.

Columbia, South Carolina

Scott and Company LLC

November 18, 2021

STATEMENTS OF FINANCIAL POSITION

	June 30,				
		2021		2020	
ASSETS					
Cash and cash equivalents	\$	5,370,227	\$	2,862,824	
Prepaid expenses		9,688		17,050	
Pledges receivable		357,500		1,972,000	
Due from Richland-Lexington Riverbanks Park District		1,019,643		412,932	
Total assets	\$	6,757,058	\$	5,264,806	
LIABILITIES AND NET ASSETS					
Liabilities					
Accounts payable and accrued liabilities	\$	34,875	\$	24,582	
Unearned revenue		15,000		2,680	
Total liabilities		49,875		27,262	
Net assets					
Net assets without donor restrictions					
Undesignated		2,578,546		62,410	
Board designated		2,450,000		2,450,000	
Net assets with donor restrictions					
Purpose restrictions		1,678,637		2,725,134	
Total net assets		6,707,183		5,237,544	
Total liabilities and net assets	\$	6,757,058	\$	5,264,806	

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

FOR THE YEAR ENDED JUNE 30, 2021

	Without Donor Restrictions		With Donor		
	Undesignated	Board Designated	Total	Restrictions	Total
PUBLIC SUPPORT AND OTHER REVENUES					
Membership dues	\$ 5,768,353	\$ -	\$ 5,768,353	\$ - \$	5,768,353
Contributions	388,980	-	388,980	283,306	672,286
Investment earnings	1,569	-	1,569	15	1,584
Miscellaneous income	3,495	-	3,495	-	3,495
Net assets released from restrictions	1,384,818	-	1,384,818	(1,384,818)	-
Total public support and other revenues	7,547,215	-	7,547,215	(1,101,497)	6,445,718
EXPENSES					
Program services					
Support to Richland-Lexington Riverbanks Park District	3,058,555	-	3,058,555	-	3,058,555
Grants and donations	943,952	-	943,952	-	943,952
Member services	581,801	-	581,801	-	581,801
Total programs services	4,584,308	-	4,584,308	-	4,584,308
Support services					
Administration	193,044	-	193,044	-	193,044
Fundraising	198,727	-	198,727	-	198,727
Total support services	391,771	-	391,771	-	391,771
Total expenses	4,976,079	-	4,976,079	-	4,976,079
Transfers from without donor restrictions to with donor restrictions	(55,000)	-	(55,000)	55,000	
Increase (decrease) in net assets	2,516,136	-	2,516,136	(1,046,497)	1,469,639
Net assets, beginning of year	62,410	2,450,000	2,512,410	2,725,134	5,237,544
Net assets, end of year	\$ 2,578,546	\$ 2,450,000	\$ 5,028,546	\$ 1,678,637 \$	6,707,183

STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

FOR THE YEAR ENDED JUNE 30, 2020

	Without Donor Restrictions				With Donor				
	Un	designated	Вс	oard Designated	Total	R	estrictions		Total
PUBLIC SUPPORT AND OTHER REVENUES									
Membership dues	\$	4,455,917	\$	-	\$ 4,455,917	\$	-	\$	4,455,917
Contributions		508,799		-	508,799		2,311,786		2,820,585
Investment earnings		7,484		-	7,484		255		7,739
Miscellaneous income		3,170		-	3,170		-		3,170
Net assets released from restrictions		228,610		-	228,610		(228,610)		-
Total public support and other revenues		5,203,980		-	5,203,980		2,083,431		7,287,411
EXPENSES									
Program services									
Support to Richland-Lexington Riverbanks Park District		2,966,065		-	2,966,065		-		2,966,065
Grants and donations		960,173		-	960,173		-		960,173
Member services		648,997		-	648,997		-		648,997
Total programs services		4,575,235		-	4,575,235		-		4,575,235
Support services									
Administration		222,130		-	222,130		-		222,130
Fundraising		351,182		-	351,182		-		351,182
Total support services		573,312		-	573,312		-		573,312
Total expenses		5,148,547		-	5,148,547		-		5,148,547
Transfers from undesignated to board designated		(2,450,000)		2,450,000	-		-		-
Transfers from without donor restrictions to with donor restrictions		(50,000)		-	(50,000)		50,000		-
(Decrease) increase in net assets		(2,444,567)		2,450,000	5,433		2,133,431		2,138,864
Net assets, beginning of year		2,506,977		-	2,506,977		591,703		3,098,680
Net assets, end of year	\$	62,410	\$	2,450,000	\$ 2,512,410	\$	2,725,134	\$	5,237,544

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2021

		Program	Services					
	Support to	Grants and	Membership	Total Program			Total Support	
	District	Donations	Services	Services	Administration	Fundraising	Services	Total
Personnel reimbursement to District	\$ -	\$ -	\$ 232,569	\$ 232,569	\$ 179,665	\$ 164,744	\$ 344,409 \$	576,978
Operating support	2,870,140	-	-	2,870,140	-	-	-	2,870,140
Capital lease reimbursement	188,415	-	-	188,415	-	-	-	188,415
Professional development	-	14,588	35	14,623	-	-	-	14,623
Conservation	-	860,110	-	860,110	-	-	-	860,110
Other District staffing support	-	69,254	-	69,254	-	-	-	69,254
Professional services	-	-	-	-	5,650	-	5,650	5,650
Board related expenses	-	-	-	-	190	-	190	190
Direct mail acquisition expense	-	-	91,728	91,728	-	-	-	91,728
Printing and publications	-	-	99,132	99,132	-	4,083	4,083	103,215
Bank and credit card fees	-	-	104,404	104,404	6,007	1,365	7,372	111,776
Information technology	-	-	37,024	37,024	-	320	320	37,344
Postage and mailing services	-	-	16,824	16,824	-	3,983	3,983	20,807
Fundraising recognition expense	-	-	-	-	-	14,340	14,340	14,340
Supplies	-	-	-	-	1,385	153	1,538	1,538
Food and beverage expenses	-	-	-	-	-	4,713	4,713	4,713
Auction expense	-	-	-	-	-	3,129	3,129	3,129
Event setup costs	-	-	-	-	-	570	570	570
Miscellaneous	-	-	85	85	147	1,327	1,474	1,559

STATEMENT OF FUNCTIONAL EXPENSES

FOR THE YEAR ENDED JUNE 30, 2020

	Program Services							Support Services							
	- 5	Support to	(rants and	Me	embership	To	otal Program					Tot	al Support	
		District	[Donations		Services		Services	Adı	ministration	Fu	ndraising	5	Services	Total
Personnel reimbursement to District	\$	-	\$	_	\$	217,604	\$	217,604	\$	208,901	\$	171,129	\$	380,030	\$ 597,634
Operating support		2,777,650		-		-		2,777,650		-		-		-	2,777,650
Capital lease reimbursement		188,415		_		-		188,415		-		-		-	188,415
Professional development		-		123,398		325		123,723		-		-		-	123,723
Conservation		-		765,311		-		765,311		-		-		-	765,311
Other District staffing support		-		71,464		-		71,464		-		-		-	71,464
Professional services		-		-		-		-		4,150		-		4,150	4,150
Board related expenses		-		-		-		-		1,914		-		1,914	1,914
Direct mail acquisition expense		-		-		154,759		154,759		-		-		-	154,759
Printing and publications		-		-		126,541		126,541		-		10,048		10,048	136,589
Bank and credit card fees		-		-		71,233		71,233		6,103		1,976		8,079	79,312
Information technology		-		-		36,654		36,654		-		320		320	36,974
Advertising, promotion and campaign expense		-		-		-		-		-		6,880		6,880	6,880
Postage and mailing services		-		-		18,995		18,995		-		13,464		13,464	32,459
Fundraising recognition expense		-		-		-		-		-		25,743		25,743	25,743
Other contracted services		-		-		21,854		21,854		-		-		-	21,854
Supplies		-		-		-		-		298		190		488	488
Rental expenses		-		-		-		-		-		1,033		1,033	1,033
Food and beverage expenses		-		-		-		-		-		83,174		83,174	83,174
Entertainment		-		-		-		-		-		3,800		3,800	3,800
Auction expense		-		-		-		-		-		4,060		4,060	4,060
Event setup costs		-		-		-		-		-		26,045		26,045	26,045
Miscellaneous		-		-		1,032		1,032		764		3,320		4,084	5,116
Total functional expenses	\$	2,966,065	\$	960,173	\$	648,997	\$	4,575,235	\$	222,130	\$	351,182	\$	573,312	\$ 5,148,547

STATEMENTS OF CASH FLOWS

	June 30,				
	2021	2020			
CASH FLOWS FROM OPERATING ACTIVITIES					
Increase in net assets	\$ 1,469,639	\$ 2,138,864			
Changes in operating assets and liabilities:					
Prepaid expenses	7,362	1,610			
Pledges receivable	1,614,500	(1,816,500)			
Accounts payable and accrued liabilities	10,293	(14,150)			
Deferred revenue	12,320	2,680			
Due to/from Richland-Lexington Riverbanks Park District	(606,711)	(201,812)			
Net cash provided by operating activities	2,507,403	110,692			
Increase in cash and cash equivalents	2,507,403	110,692			
Cash and cash equivalents, beginning of year	2,862,824	2,752,132			
Cash and cash equivalents, end of year	\$ 5,370,227	\$ 2,862,824			

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Nature of Activities

The Riverbanks Society (the Society) is a South Carolina corporation organized to provide financial support for the Richland-Lexington Riverbanks Park District (the District) and its activities. The District is a governmental entity that owns and operates a public zoo and botanical garden for the citizens of South Carolina. The Society is supported primarily through donor contributions received from a broad base of citizens of Richland and Lexington Counties. The Society is a nonprofit organization as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from federal and state income taxes.

The Board of the Society is self-perpetuating and fluctuates between 15 and 21 members. Although the District does not control the timing or amount of receipts from the Society, the majority is undesignated and the majority of resources or income thereon that the Society holds and invests is restricted to the activities of the District by the donors. Because these restricted resources held by the Society can only be used by, or for the benefit of, the District, the Society is considered a component unit for the District and is discretely presented in the District's financial statements.

Basis of Accounting

The Society's financial statements have been prepared on the accrual basis of accounting in conformity with accounting principles generally accepted in the United States of America (GAAP).

Basis of Presentation

The Society is required to report information regarding its financial position and activities according to the following net asset classifications:

<u>Net assets without donor restrictions</u> — Net assets of contributions without donor-imposed restrictions that are available for use in carrying out the purpose of the Society. The Board uses these net assets to support the District and its activities as requested by the District and approved by the Society. Board designated net assets consist of contributions that are reserved by the Board for either capital or operating activities.

<u>Net assets with donor restrictions</u> – Net assets of contributions that are donor restricted with respect to purpose or time. When a donor restriction expires or is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restrictions.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Cash and Cash Equivalents

Cash and cash equivalents represent cash on deposit with banks and investments in cash and money market accounts. At June 30, 2021 and 2020, the Society had no deposits in excess of the federally insured limits or additional insurance in place.

Prepaid Items

Certain payments to vendors reflect costs applicable to future accounting periods. These payments are shown as prepaid items to reflect consumption in the future reporting period.

Receivables

The Society records receivables when earned and due. No allowance for bad debt is required, as amounts are written off when management deems it uncollectible. Management has reviewed and believes all accounts are fully collectible at June 30, 2021 and 2020. Bad debt expense for the year ended June 30, 2021 was \$0 and for the year ended June 30, 2020 was \$2,500.

Donated Services

The Society generally pays for services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Society with fund-raising and special projects. Such services do not meet the criteria for recognition as contributions; therefore, their value is not reflected in these financial statements.

Advertising Costs

Expenditures for advertising and public relations are charged to expense as incurred. Total fundraising advertising expense was \$0 and \$4,344 for the years ended June 30, 2021 and 2020, respectively.

Income Taxes

The Internal Revenue Service has approved the Society's exemption from federal income taxes under provisions of Section 501(c)(3) of the Internal Revenue Code and comparable state law, whereby only unrelated business income, as defined by Section 509(a)(1) of the Code is subject to federal income tax. The Financial Accounting Standards Board (FASB) issued guidance that requires tax effects from uncertain tax positions to be recognized in the financial statements only if the position is more likely than not to be sustained if the position were to be challenged by the taxing authority. Management has determined that there are no material uncertain positions that require recognition in the financial statements. The Society is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The fiscal years ended 2019, 2020 and 2021 are still open to audit for both federal and state purposes.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Functional Allocation of Expenses

The statement of functional expenses presents expenses by function and natural classification. Expenses directly attributable to a specific functional area are reported as expenses of those functional areas.

Estimates

Management may use estimates and assumptions in preparing financial statements. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities and the reported revenues and expenses. Actual results could vary from the estimates that were assumed in preparing the financial statements.

Concentrations of Credit Risk

The Society had certain donors whose pledges receivable balances individually represented 10% or more of the Society's total pledges receivables as of June 30, 2021 and 2020. At June 30, 2021, one corporate donor accounted for 98%, or \$350,000 of pledges receivable. At June 30, 2020, one corporate donor accounted for 99%, or \$1,950,000 of pledges receivable.

Revenue Recognition

The Society recognizes revenue when control of the promised goods or services are transferred to outside parties in an amount that reflects the consideration the Society expects to be entitled to in exchange for those goods or services. ASC 606 also requires new and expanded disclosures regarding revenue recognition to ensure understanding as to the nature, amount, timing, and uncertainty of revenue and cash flows arising from contracts with customers. The Society has identified membership dues as revenue subject to the adoption of ASC 606.

The Society offers memberships of various categories that typically last for a term of one year. Performance obligations for membership dues are met and revenue is recognized upon sale, as fees are non-refundable and are used to fund the Society's mission and access to the facilities.

Contributions and Support

Contributions, including cash and unconditional promises to give are recorded as revenue in the period in which they are received.

Economic Factors

The Society is impacted by overall economic conditions, as there are fewer contributions from donors during poor economic conditions, as well as memberships from members using their disposable income to visit.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Recently Adopted Accounting Pronouncements

In May 2014, the FASB issued ASU 2014-09, "Revenue from Contracts with Customers (Topic 606)", which supersedes nearly all existing revenue recognition guidance under U.S. GAAP. The Core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. The standard is effective for annual periods beginning after December 15, 2018. In May 2020, the FASB extended the effective date for ASC 606 by a year. The ASU was adopted by the Society for its 2021 fiscal year with minimal impact on revenue recognition. Additional disclosures for impacted accounts are within Notes 1 and 2.

NOTE 2 – REVENUE RECOGNITION

The following table shows the Society's revenue disaggregated between revenue categories at June 30:

	2021	2020
Membership dues	\$ 5,768,353	\$ 4,455,917
Total revenue from contracts with customers	5,768,353	4,455,917
Total other revenue	677,365	2,831,494
Total public support and other revenues	\$ 6,445,718	\$ 7,287,411

The Society's revenues from contracts with customers were all recognized at a point in time according to the timing of transfer of services.

NOTE 3 – AVAILABILITY AND LIQUIDITY

The following represents the Society's financial assets at June 30:

	2021	2020
Financial assets available within one year		
Cash and cash equivalents	\$ 5,370,227	\$ 2,862,824
Pledges receivable - due in one year or less	357,500	972,000
Due from Richland-Lexington Riverbanks Park District	1,019,643	412,932
Total financial assets available within one year	6,747,370	4,247,756
Less amounts not available to be used within one year		
Net assets with donor restrictions	1,678,637	1,725,134
Financial assets available to meet general expenditures over		
the next twelve months	\$ 5,068,733	\$ 2,522,622

NOTE 3 – AVAILABILITY AND LIQUIDITY (CONTINUED)

The Society's financial assets available within one year of the statements of financial position date are available to cover general expenditures, liabilities and other obligations as they become due. All remaining assets are available for use by the District as requested by the District and approved by the Society.

NOTE 4 – PLEDGES RECEIVABLE

The Society periodically has capital campaigns to raise money for District projects. Conditional promises to give are not recognized until the conditions on which they depend are substantially met. The promises to give as of June 30 are unconditional and are valued as follows:

	2021	2020
Receivables – due in one year or less	\$ 357,500	\$ 972,000
Receivables – due in one to five years		1,000,000
Total pledges receivable	\$ 357,500	\$ 1,972,000

NOTE 5 – NET ASSETS RELEASED FROM RESTRICTIONS

Net assets with donor restrictions are available for the following purposes as of June 30:

	2021	2020
Satch Krantz Conservation Fund	\$ 159,279	\$ 135,797
Donor-imposed restrictions	1,511,328	2,582,322
Laura Smith Memorial Fund	8,030	7,015
Total	\$ 1,678,637	\$ 2,725,134

The Satch Krantz Conservation Fund, originally known as the Riverbanks Conservation Support Fund, provides financial support in an array of wildlife conservation projects both in the US and abroad.

Donor-Imposed Restrictions are contributions with requirements to be used for a specific purpose either by the passage of time or by fulfilling an action by the Society or the District. The restrictions for both years relate to use by the District.

The Laura Smith Memorial Fund provides assistance in the care and wellbeing of the Zoo's mammal collection through such things as husbandry and veterinarian care, exhibit construction, repair and renovation.

NOTE 5 – NET ASSETS RELEASED FROM RESTRICTIONS (CONTINUED)

Net assets were released from donor restrictions by incurring expenses satisfying the purpose or restrictions. Amounts used during June 30, 2021 and 2020 were \$1,384,818 and \$228,610, respectively.

During 2020, the Board approved the establishment of an operating reserve of \$1,200,000 in net assets without donor restrictions for emergency, but also available for general operating use as needed. The Board also approved \$1,250,000 to be designated for various capital projects for the District. The total of \$2,450,000 is included in net assets without donor restrictions — board designated in the statements of financial position as of June 30, 2021 and 2020.

The Board also approved transfers of \$55,000 and \$50,000 from without donor restrictions – undesignated to the Satch Krantz Conservation Fund during the years ended June 30, 2021 and 2020, respectively.

NOTE 6 – RELATED PARTY TRANSACTIONS

Each year, to fulfill its purpose, the Society provides direct support for the District from its donations and from specific fundraising campaigns. The Society's contributions to the District are as follows:

	2021	2020
District's general fund		
Operating support	\$ 2,000,000	\$ 2,100,000
Explorer pass differential	870,140	677,650
Subtotal	2,870,140	2,777,650
Loan/lease payments	188,415	188,415
Total general fund	3,058,555	2,966,065
Capital projects		
Total District support	\$ 3,058,555	\$ 2,966,065

The Society does not retain any employees and uses the District's staff to perform services on behalf of the Society. The Society reimburses the District for use of its employees and any other shared operating expenses, such as postage, printing and other costs.

The District is the sole guarantor on a capital lease for which the Society has agreed to make payments until the maturity of the lease. The Society paid approximately \$188,415 in each of the years ended June 30, 2021 and 2020 in lease payments associated with the capital lease. At June 30, 2021 and 2020 the balance due on the lease was \$944,339 and \$1,108,771, respectively, which is due in monthly equal installments of \$15,701 until October 2026.

NOTE 6 – RELATED PARTY TRANSACTIONS (CONTINUED)

At June 30, the Society had the following expenditures and contributions due from the District:

	2021	2020
Due from District's general fund	\$ 1,019,643	\$ 412,932

The increase in the amount due from the District's general fund was due to the timing of payments made to the District in each year.

NOTE 7 – SUBSEQUENT EVENTS

The Society has evaluated all events subsequent to the balance sheet date of June 30, 2021 through the date these financial statements were available to be issued, November 18, 2021, in accordance with ASC 855, Subsequent Events. Other than noted below, the Society is not aware of any subsequent events that would require recognition or disclosure in the financial statements.

Subsequent to year end, the Delta variant of COVID-19 has significantly increased positive cases and hospitalizations and so the pandemic is still ongoing. This may have a negative impact on the Society's operations, as an overall change in economic conditions may impact memberships. The Society is continuously monitoring the effect of the virus on its operations and financial situation.