FINANCIAL STATEMENTS

AT JUNE 30, 2021 AND FOR THE YEAR THEN ENDED

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Exhibit D

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VAN BRUNT, DUBIAGO & COMPANY, LLC CERTIFIED PUBLIC ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF BARTLETT ARBORETUM ASSOCIATION, INC.

We have audited the accompanying financial statements of Bartlett Arboretum Association, Inc. (a nonprofit organization), which comprise the statement of financial position as of June 30, 2021, and the related statements of activities, 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 Bartlett Arboretum Association, Inc. as of June 30, 2021, 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.

Stamford, Connecticut March 8, 2022

Van Brunt, DuBergo & Company, LLC

STATEMENT OF FINANCIAL POSITION AT JUNE 30, 2021

ASSETS

ASSELLS	
CURRENT ASSETS	
Cash	\$ 1,045,887
Cash Restricted	23,585
	20,660
Receivables	309,571
Investments	
Inventory	597
Prepaid Expenses	5,567
TOTAL CURRENT ASSETS	1,405,867
PROPERTY AND EQUIPMENT	
	3,009,789
Building and Land Improvements	150,000
Land	
Equipment and Vehicles	197,549
Assets Under Construction	174,201
Total	3,531,539
Less Accumulated Depreciation	2,456,633
PROPERTY AND EQUIPMENT – NET	1,074,906
TROTERTY AND EQUILIBRITY THE	
TOTAL ASSETS	\$ 2,480,773
IUIAL ASSEIS	A CONTRACTOR OF THE PARTY OF TH
LIABILITIES AND NET ASSETS	
CURRENT LIABILITIES	\$ 42,031
CURRENT LIABILITIES Accounts Payable and Accrued Expenses	0 100
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other	74,672
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable	74,672 146,834
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other	74,672
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES	74,672 146,834
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable	74,672 146,834 263,537
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES	74,672 146,834
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CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES	74,672 146,834 263,537 150,000
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES SBA Loan Payable TOTAL LIABILITIES	74,672 146,834 263,537 150,000
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES SBA Loan Payable TOTAL LIABILITIES NET ASSETS	74,672 146,834 263,537 150,000 413,537
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES SBA Loan Payable TOTAL LIABILITIES NET ASSETS Without Donor Restrictions - Unrestricted	74,672 146,834 263,537 150,000 413,537
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES SBA Loan Payable TOTAL LIABILITIES NET ASSETS Without Donor Restrictions - Unrestricted With Donor Restrictions — Time or Purpose Restricted	74,672 146,834 263,537 150,000 413,537 1,537,785 114,451
CURRENT LIABILITIES Accounts Payable and Accrued Expenses Deferred Revenue - Other PPP Loan Payable TOTAL CURRENT LIABILITIES LONG TERM LIABILITIES SBA Loan Payable TOTAL LIABILITIES NET ASSETS Without Donor Restrictions - Unrestricted With Donor Restrictions - Time or Purpose Restricted With Donor Restrictions - Perpetuity	74,672 146,834 263,537 150,000 413,537 1,537,785 114,451 415,000
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STATEMENT OF ACTIVITIES FOR THE YEAR ENDED JUNE 30, 2021

	WITHOUT		WITH DONOR RESTRICTIONS	R NS	
	RESTRICTIONS UNRESTRICTED	PURPOSE RESTRICTED	PERPETUITY	TOTAL WITH DONOR RESTRICTIONS	TOTAL
REVENUE GAINS AND OTHER SUPPORT					
Corporate, Individual and Other Contributions	\$ 280,875	\$ 56,946	· •	\$ 56,946	\$ 337,821
Grants	35,050	•	,	ı	35,050
Membership Dues	46,725)	46,725
Education	59,576		į	•	59,576
Camp and School Programs	48,490	•	1	,	48,490
City of Stamford Subsidy	315,000		3	,	315,000
Rental and Gift Shop Income	8,143			,	8,143
Special Event Revenue	199,024	į		1	199,024
Less Special Event Expenses	(27,205)	1		,	(27.205)
PPP Loan Forgiveness	109,400			,	109,400
Investment Return	80,729		1	1	80,729
Miscellaneous	25,722	ĩ	3	,	25,722
Net Assets Released From Restrictions		į		•	
Satisfaction of Program Restrictions	94,343	(94,343)		(94,343)	
TOTAL REVENUE, GAINS AND OTHER SUPPORT	1,275,872	(37,397)	ı	(37,397)	1,238,475
EXPENSES					
Program	849,073	ı	ŗ		849,073
Management and General Development	267,729	1 1	τ τ	1 1	267,729 111,589
TOTAL FUNCTIONAL EXPENSES	1,228,391		ı		1,228,391
CHANGE IN NET ASSETS	47,481	(37,397)		(37,397)	10,084
NET ASSETS AT BEGINNING OF YEAR	1,490,304	151,848	415,000	566,848	2,057,152
NET ASSETS AT END OF YEAR	\$ 1,537,785	\$ 114,451	\$ 415,000	\$ 529,451	\$ 2,067,236

THE ACCOMPANYING NOTES SHOULD BE READ IN CONJUNCTION WITH THESE FINANCIAL STATEMENTS

STATEMENT OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED JUNE 30, 2021

	PR	PROGRAM	MANA	MANAGEMENT & GENERAL	DEVEL	DEVELOPMENT		POTAL
EXPENSES			,			Property and the second	1	
Payroll and Related Expenses	€9	432,339	€	57,565	છ	74,791	89	564,695
Independent Contractors				ī		28,210		28,210
Education		29,326		1.		1		29,326
Facilities Maintenance		62,866		ı		í		62,866
Utilities and IT Services		54,637		23,416		ı		78,053
Grounds Maintenance		52,445		52,445		ı		104,890
Insurance		21,185		6,079		1		30,264
Marketing, Development and Other Expenses		3,221		119		8,588		11,928
Office, Bank, Credit Card Fees and Other				27,664		ı		27,664
Equipment Lease		1,760		5,280		i		7,040
Professional Fees		ı		54,919				54,919
Bad Debt Expense		10,000	-	w	***************************************	***		10,000
TOTAL EXPENSES BEFORE DEPRECIATION		622,779		230,487		111,589		1,009,855
Depreciation		181,294		37,242		1	***************************************	218,536
TOTAL FUNCTIONAL EXPENSES	S	849,073	8	267,729	8	111,589	S	\$ 1,228,391

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2021

CASH FLOWS FROM OPERATING ACTIVITIES Change in Net Assets	\$ 10,084
Change in 1vet 1850es	
Adjustments to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:	
Depreciation	218,536
Unrealized Gain on Investments	(79,024)
PPP Loan Forgiveness	(119,400)
(Increase) Decrease in:	(217).007
Receivables	17,581
Prepaid Expenses	(651)
Increase (Decrease) in:	(00.)
Accounts Payable and Accrued Expenses	234
Deferred Revenue - Other	36,639
NET CASH PROVIDED BY OPERATING ACTIVITIES	83,999
THE CLASSIC TROUBLE OF STREET	
CASH FLOWS FROM INVESTING ACTIVITIES	
Purchase of Assets	(6,801)
Proceeds From/Purchase of Investments-Net	2,191
NET CASH USED FOR INVESTING ACTIVITIES	(4,610)
CASH FLOWS FROM FINANCING ACTIVITIES	
Proceeds from Loans	146,834
NET CASH PROVIDED BY FINANCING ACTIVITIES	146,834
NET INCREASE IN CASH	226,223
CASH AT BEGINNING OF YEAR	843,249
	control was successful acceptant
CASH AT END OF YEAR	\$ 1,069,472
SUMMARY OF CASH	
Cash	\$ 1,045,887
Cash Restricted	23,585
	\$ 1,069,472

NOTES TO FINANCIAL STATEMENTS

1. ORGANIZATION

In 1913, Francis A. Bartlett, a well-known dendrologist and founder of the internationally known F.A. Bartlett Tree Experts Company, acquired 30 acres of North Stamford woodlands to use as his residence, training school and research laboratory for his successful tree-care company. Over the years, he assembled a large number of woody plant specimens on the property from all over the world in particular from North America, Europe and Asia.

In 2002, the title to the land was transferred to the City of Stamford with Bartlett Arboretum Association, Inc., (the "Association"), responsible for all managerial and operational oversight of the property. Nestled among the historic landscape of Southwestern New England, the Bartlett Arboretum and Gardens is a natural preserve like no other in the region. The property now features 93 acres of irreplaceable open space, highlighting the best of what Connecticut's native landscape has to offer: magnificent award-winning Champion trees, charming gardens, wildflower meadows, red maple wetlands and boardwalks, woodland walking trails, varied wildlife, and native habitats. A wonderful getaway from the hustle and bustle of daily life, the Arboretum serves as a leading recreational and educational resource for area residents and visitors of all ages. For weekend gardeners to budding young botanists, the Bartlett offers a place to relax, learn, and play.

Mission:

The mission of the Bartlett Arboretum and Gardens is to cultivate and develop a diverse collection of trees, gardens, and plants for all to explore, enjoy and study; and to provide through education and stewardship, a greener, healthier, more beautiful environment.

Vision:

To inspire generations to care about and conserve Earth's resources.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies of Bartlett Arboretum Association, Inc. is presented to assist in understanding the financial statements. These financial statements and notes are the representation of the management, who is responsible for their integrity and objectivity. These accounting policies conform to generally accepted accounting principles.

Basis of Accounting

The accompanying financial statements have been prepared using the accrual method of accounting. This method of accounting gives recognition to income when earned and expenses when incurred.

Basis of Presentation

The financial statements of the Association have been prepared in accordance with generally accepted accounting principles which require reporting its financial position and activities according to the following asset classifications:

Net Assets Without Donor Restrictions: Net assets that are not subject to donor-imposed restrictions and may be expended for any purposes in performing the primary objectives of the Association. The Board of Directors may designate assets without restrictions for specific operational purposes from time to time.

NOTES TO FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Net Assets with Donor Restrictions: Net assets subject to stipulations imposed by donors, and contributors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of the Association or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

Contributions received as donor unrestricted or donor restricted, depends on the existence and/or nature of any restrictions. Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires (that is, when a stipulated time restriction ends or purpose restriction is met), net assets are reclassified to net assets without donor restrictions and reported in the statement of activities as assets released from restrictions.

Cash and Cash Equivalents

For the purposes of the statement of cash flows, the Association considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

Investments

Investments are recorded at fair value in accordance with accounting standards. See Note 4 for a discussion of fair value measurements. Unrealized gains and losses are included in the change in the net assets.

Property and Equipment

Property and equipment are stated at cost. The cost of additions and betterments are capitalized and expenditures for repairs and maintenance are expensed in the period incurred. When assets are sold or retired, the related cost and accumulated depreciation are removed from the accounts with the resulting gain or loss included in the change in net assets.

Depreciation and amortization of property and equipment is calculated utilizing the straight-line method over the estimated useful lives of the respective assets which range from five to twenty years.

Contributed Services

No amounts have been reflected in the financial statements for donated services. The Association generally pays for services requiring specific expertise. However, many individuals volunteer their time and perform a variety of tasks that assist the Association at the facilities, but these services do not meet the criteria for recognition as contributed services.

Use of Estimates

The preparation of financial statements in conformity with United States of America generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Functional Expenses

The cost of providing program and other activities have been summarized on a functional basis in the statement of activities and in detail in the statement of functional expenses. Certain costs have been allocated among program, management and general and development services. Such allocations are determined by management on an equitable basis. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Association. Management and general expenses have been allocated on the basis of estimates made by management.

NOTES TO FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

Recent Accounting Pronouncements Not Yet Effective

In February 2016, the FASB issued ASU 2016-02, Leases (Topic 842), which supersedes the leasing guidance in ASC 840, Leases. Under ASU 2016-02 leases are required to recognize the lease assets and lease liabilities for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification determining the pattern of expense recognition in the statement of activities. With the recent deferral this guidance is effective for non-public companies including not for profit organizations for fiscal periods beginning after December 15, 2021. It requires a modified retrospective approach to adoption for leases that exist or are entered into after the beginning of the earliest comparative period in the financial statements. The Association expects the effect of the adoption of these standards will be immaterial to the financial statements.

3. INCOME TAXES

Bartlett Arboretum Association, Inc. is a "not-for-profit" organization as described in Section 509(a)(1) and 170(b)(1)(A) of the Internal Revenue Code and is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code. Bartlett Arboretum Association, Inc. accounts for uncertainty in income tax positions in the financial statements by applying a recognition threshold and measurement attribute for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. Management has analyzed the tax positions taken and has concluded that as of June 30, 2021, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. Bartlett Arboretum Association, Inc. is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. Federal information returns are subject to examination for a period of three years from the filing date of the return; fiscal years ended June 30, 2018 – June 30, 2020 remain open.

4. INVESTMENTS

The Association's investments are reported at fair value in the accompanying statement of financial position. Fair value is defined as the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date. The methods used to measure fair value may produce an amount that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Association believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The Association's investments at June 30, 2021 consist of the following:

Level 1 Investments

Equities	\$ 253,681
Fixed Income	53,407
Commodities	2,483
Total Level 1 Investments	\$ 309,571

NOTES TO FINANCIAL STATEMENTS

4. INVESTMENTS (Cont'd)

The authoritative literature on fair value measurements establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The Association uses appropriate valuation techniques based on available inputs to measure fair value of its investments. The Association's investments are classified as defined below.

Level 1 – Inputs to the valuation methodology are unadjusted quoted prices of identical assets in active markets that the Association has the ability to access.

Level 2 – Inputs to the valuation methodology include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in inactive markets, inputs other than quoted prices that are observable for the asset and inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The following schedule summarizes the investment return for the year ended June 30, 2021:

Interest and Dividend Income	\$ 3,466
Realized Gain on Investments	1,066
Unrealized Gain on Investments	79,024
Investment Fees	(2,827)
	\$ 80,729

5. COMMITMENTS AND CONTINGENCIES

The Association leases office equipment. Lease expense for operating leases in effect was \$7,040 for the year ended June 30, 2021.

The Association also signed a lease with the City of Stamford who will lease the land to the Association for a period of 50 years at \$1 a year.

6. LINE OF CREDIT

At June 30, 2021, the Association had from First County Bank, an unsecured line of credit, due on demand, interest only at 5.5%. There was no outstanding balance at June 30, 2021.

NOTES TO FINANCIAL STATEMENTS

7. SPECIAL EVENTS

Combined results of the special event revenue are presented in the statement of activities. The details of the individual events held during the year ended June 30, 2021 are as follows:

	-	Revenue	Exp	penses	<u>Net</u>
Gala	\$	177,697	\$	20,314	157,383
Plant Sale	,00000000000000000000000000000000000000	21,327	***************************************	6,891	 14,436
	\$	199,024	\$	27,205	\$ 171,819

8. CONCENTRATION OF RISK

The Association maintains cash balances at several financial institutions. The balances are insured by the Federal Deposit Insurance Corporation up to \$250,000. At June 30, 2021, the Association had deposits which exceeded the federally insured limits by \$841,231.

The Association relies significantly on a subsidy from the City of Stamford. For the year ended June 30, 2021, subsidy revenue totaled \$315,000.

9. PAYCHECK PROTECTION PROGRAM LOAN

In 2020, Bartlett Arboretum Association, Inc. applied and was approved for a loan of \$119,400 under the Paycheck Protection Program (PPP) created as part of the relief related to Covid-19 and administrated by the Small Business Administration. In November 2021 the entire loan amount was forgiven based on its use of the funds in accordance with requirements of the PPP Loan. In March 2021, the Association applied and was approved for a second loan of \$146,834. The second loan is expected to be completely forgiven as well.

10. FASB ASC 606 REVENUE FROM CONTRACTS WITH CUSTOMERS

The Financial Accounting Standards Board (FASB) issued new guidance that created Topic 606 Revenue From Contracts with Customers in the Accounting Standards Codification (ASC). Topic 606 requires the recognition of revenue when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled in exchange for those goods and services. Topic 606 also requires a contract liability to be recorded when an entity has the right to receive payment in advance of the satisfaction of performance obligations. Financial Statements prepared using generally accepted accounting principles must follow the Topic 606 Guidelines. Bartlett Arboretum Association, Inc. recorded deferred revenue as of June 30, 2021 in the amount of \$49,672 for summer camp fees received in advance for the 2021-2022 school year.

NOTES TO FINANCIAL STATEMENTS

11. COVID-19 PANDEMIC

In March 2020, the World Health Organization declared the outbreak of COVID-19 to be a pandemic. The COVID-19 pandemic is having widespread, rapidly evolving, and unpredictable impacts on global society, economies, and financial markets. While the effects of COVID-19 are not reflected in the Association's financial statements, there is substantial uncertainty in the nature and degree of its effects over time. The extent to which the COVID-19 pandemic impacts the Association going forward will depend on numerous evolving factors which cannot be reliably predicted, including the duration and scope of the pandemic; governmental, business, and individuals' actions in response to the pandemic; and the impact on economic activity including the possibility of recession or further financial market instability.

12. AVAILABILTY AND LIQUIDITY

The following represents the Association's financial assets at June 30, 2021 available to meet general expenditures.

Cash	\$ 1,045,887
Receivables	20,660
Investments	309,571
Total Financial Assets	1,376,118
Less amounts not available to be used within one year	
Net assets with donor restrictions	529,451
Financial assets available to meet general	

\$ 846,667

13. NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions – time or purpose restricted

expenditures over the next twelve months

Greenhouse		\$	20,000
Conifer Garden			25,250
Heisinger Garden			1,946
Boardwalk Expansion			18,000
Art Fund			7,255
Centennial Trees			2,000
Education and Camp			26,500
Sensory Garden			10,000
Pavilion	_		3,500
	S	5	114,451

NOTES TO FINANCIAL STATEMENTS

14. NET ASSETS RELEASED FROM DONOR RESTRICTIONS

Assets were released from donor restrictions during the year ended June 30, 2021 for the following purposes:

Truck	\$ 2,000
Heisinger Garden	10,000
Grounds	500
Summer Concert Series	500
Challenge Ropes Course Project	1,630
Education and Camp	63,309
Sensory Garden	11,268
Tree	5,000
Professional Development	136
The control of the co	\$ 94,343

15. SUBSEQUENT EVENTS

Management evaluated subsequent events through March 8, 2022, the date which the financial statements were available for issue.