

Financial Statements
For the year ended 31 December 2019
(Unaudited)

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Financial Statements For the year ended 31 December 2019

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HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Company Directory For the year ended 31 December 2019

BOARD OF DIRECTORS

Colin Riegels
Nancy Pascoe
Nigel MacPhail
Els Kraakman
Kirstie Palmer
Amanda McKenna (appointed 9 January 2019)
Sophie Feuerstein (appointed 3 December 2019)

REGISTERED AGENT AND OFFICE

Harneys Corporate and Trust Services Limited Craigmuir Chambers P.O. Box 71 Road Town, Tortola VG 1110 British Virgin Islands

BANKER

CIBC FirstCaribbean International Bank (Cayman) Limited Wickhams Cay 1 P.O. Box 70 Road Town, Tortola VG 1110 British Virgin Islands

Directors' Report For the year ended 31 December 2019

Between October 2018 and December 2019 four new Board members joined the existing three to create a new hands-on and enthusiastic board of seven members which has since achieved major improvements to the Animal Shelter, as follows:

- Rebuilding and renovating current shelter (the "Shelter") (worth \$90k), repair of roofs and structures, new puppy & kitten play pen, new quarantine cages, new bird cage, new larger stainless-steel cages to replace existing cages, 9 new outdoor fenced dog pens with shade areas, new boarding facilities with 8 large new cages, new storage shed
- · Increased fundraising with more fundraising events
- Working closely together with other organizations like PAW BVI, ARC Virgin Gorda, ARK & International rescue organizations
- Chipping system: For better identification and monitoring of the animals, every Shelter animal has been micro-chipped. This service is also offered to the public, so the owners of a lost pet can easily be found
- · Better veterinarian/health plan
- More adoptions: In 2019 the Company took in 334 stray or unwanted dogs and cats from the streets of the V.I. In the same year we were able to place 154 rescued pets for adoption in the V.I. and transported 126 rescued pets for international adoption with the help of PAW BVI.
- Implement online animal management system
- · Higher number of volunteers
- Improved transparency
- More boarding income

Unfortunately, in 2019, the Directors were given notice to vacate the premises in Johnson's Ghut by 31 December 2019. The landowners have made it clear that they want to develop this land. The Directors are now seeking funds to develop the Company's land in Josiah's Bay with the steel structure it owns. The plan is to build a larger and more modern Shelter, with larger cages, cat pens, dog runs, veterinarian clinic and boarding facilities. The Directors are in desperate need of funds to ensure the continued operation of the Animal Shelter and build the new building in Josiah's Bay (the "New Shelter"). The future of the Company is in jeopardy.

The new building in Josiah's Bay has been estimated to cost \$400-500k to complete. This estimate is based on quotes the Directors received from local construction companies. In 2019, the Company had managed to raise approximately \$104,000 in funds allocated towards this new build. The construction of the New Shelter has been broken down into the following 3 phases:

	Phase	Estimated cost
	1: Rough Building	\$176,500
(0)	2: Interior Finish	\$195,500
	3: Exterior Finish	\$108,000

Future plans include:

New location and building: The 2017 plans have been updated to build the steel structure on the land in Josiah's Bay and use most of the renovation materials and new cages which have already been purchased for the current Shelter with donated funds.

Directors' Report For the year ended 31 December 2019

- In-house vet: Negotiations are currently being held with a local (BVI-belonger) vet student, who will graduate in 2020. She is enthusiastic about setting up a part-time or full-time vet practice in the new building. She will manage medical records of the Shelter animals and administer the most common veterinarian needs for the Shelter animals like check-ups, vaccinations, deworming, flea, tick and heartworm medications, minor injuries, travel documents, etc.
- Day-care for dogs: On the new land there is plenty of space to facilitate a day-care for dogs, which is helpful for dog owners who work all day. It is anticipated that this much needed service will increase adoptions. More staff will be employed to work in this day-care, supporting our current staff of 2 with running of the Shelter.
- Giving back to the community: For those in the BVI community who cannot afford medication or vet visits, the Directors aim to set up a system to provide these goods or services at reduced rates.
 In addition, carry out community engagement to educate on welfare of animals, neutering/spaying etc. and offer help if needed.
- Student Community Service: The Company offers students from various schools the opportunity to work their mandatory community hours at the Shelter. This teaches students good working ethics but also the love and care of animals. The Directors aim to improve on this program through meaningful projects and experiences.
- Air-lifting: Together with PAW BVI, a large number of puppies and kittens have been airlifted to the
 United States, where they have a much better chance for adoption. The Directors are looking into
 other means of getting more animals off the BVI.
- Animal welfare legislation: The BVI Government is undergoing a legislative review process and the
 topic of animal welfare will be addressed. The HSBVI has been given the opportunity to participate
 in this review process by giving feedback to the Government.



Chartered Accountants

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INDEPENDENT ACCOUNTANT'S COMPILATION REPORT TO THE BOARD OF DIRECTORS OF THE

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

We have compiled the accompanying financial statements of the Humane Society of the British Virgin Islands based on the information provided by management. These financial statements comprise the statement of net assets as at 31 December 2019 and the related statements of revenue and expenses, changes in net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

We performed this compilation engagement in accordance with the International Standard on Related Services 4410 (Revised), Compilation Engagements.

We have applied our expertise in accounting and financial reporting to assist management in the preparation and presentation of these financial statements in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities ("IFRS for SMEs"). We have complied with relevant ethical requirements, including principles of integrity, objectivity, professional competence and due care.

These financial statements and the accuracy and completeness of the information used to compile them are the responsibility of management.

Since a compilation engagement is not an assurance engagement, we are not required to verify the accuracy or completeness of the information provided by management for us to compile these financial statements. Accordingly, we do not express an audit opinion, a review conclusion or any other form of assurance on whether these financial statements are prepared in accordance with IFRS for SMEs. Readers are cautioned that these statements may not be appropriate for their purposes.

Baker Tilly (BVI) Limited

Chartered Accountants 21 August 2020 Tortola, British Virgin Islands

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Statement of Net Assets As at 31 December 2019

	Note	2019	2018
Current assets			
Cash and cash equivalents Inventory Advances to staff	3 4	148,251 4,600 1,817 154,668	43,181 2,500 ———————————————————————————————————
Non-current assets			
Property, plant and equipment	5	307,065	238,862
Total assets		461,733	284,543
Current liabilities			
Trade and other payables Advances from staff		20,096	9,811 296
Total liabilities		20,096	10,107
Net assets		\$ 441,637	\$ 274,436

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Statement of Revenues and Expenses For the year ended 31 December 2019 Expressed in U.S. Dollars

	Note	2019	2018
Revenue			
Donations, legacies and similar income sources		131,317	40,221
Restricted donations	3	104,338	
Revenue from fundraising activities		75,144	20,486
Shelter generated revenue		21,733	21,983
Total revenue		332,532	82,690
Expenses			
Cost of fundraising activities		6,730	8,403
Shelter supplies and expenses		90,389	42,975
Management and administration expenses		68,212	70,107
Total expenses		165,331	121,485
Surplus/(deficit) for the year		\$167,201	\$ (38,795)

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Statement of Changes in Net Assets For the year ended 31 December 2019

		2019				
		Unrestricted Net Assets		Restricted Net Assets		Total
Opening balances		274,436		-		274,436
Surplus for the year	·	62,863		104,338		167,201
Closing balances	\$	337,299	\$	104,338	\$	441,637
				2018		
	or I	Unrestricted Net Assets		Restricted Net Assets		Total
Opening balances		313,231		-		313,231
Deficit for the year		(38,795)				(38,795)
Closing balances	\$	274,436	\$	-	\$	274,436

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Statement of Cash Flows For the year ended 31 December 2019

Expressed in U.S. Dollars

	2019	2018
Operating activities		
Surplus/(deficit) before working capital changes	167,201	(38,795)
Depreciation (Increase)/decrease in advances to staff Increase in inventory Increase in trade and other payables Cash flows from/(used in) operating activities	9,833 (2,113) (2,100) 10,285 	2,840 (2,500) 5,843 (32,612)
Purchase of property, plant and equipment	(78,036)	(9,810)
Cash flows used in investing activities	(78,036)	(9,810)
Net increase/(decrease) in cash and cash equivalents	105,070	(42,422)
Cash and cash equivalents at beginning of year	43,181	85,603
Cash and cash equivalents at end of year	\$148,251	\$43,181

Cash and cash equivalents comprise cash at bank.

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

1. GENERAL INFORMATION

The Humane Society of the British Virgin Islands (the "Company") was incorporated in the British Virgin Islands (the "BVI") under the BVI Business Companies Act, 2004 on 2 July 2009 and is limited by guarantee. The members of the Company have agreed to contribute amounts not exceeding \$1 to the assets of the Company in the event of it being wound up.

The objectives of the Company are as follows:

- the promotion of humane behaviour towards animals;
- the provision of appropriate care, protection, treatment and security for animals;
- the education of the public in matters pertaining to animal welfare;
- the prevention of cruelty and suffering amongst animals;
- · the raising of funds to pursue and promote the foregoing objectives; and
- any matters which the Directors reasonably consider to be necessary for or ancillary to any of the foregoing objectives.

The Company is registered as a non-profit organisation under the Non-Profit Organisations Act, 2012 (the "Act"), of the British Virgin Islands.

These financial statements were approved by the Board of Directors on 21 August 2020.

2. SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted in the preparation of the Company's financial statements are set out below.

a) Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards for Small and Medium-sized Entities ("IFRS for SMEs") issued by the International Accounting Standards Board.

The financial statements are prepared on the basis of historical costs and do not take into account increases in the market value of assets.

The financial statements and records of the Company are presented and maintained in U.S. Dollars, rounded to the nearest dollar.

The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

b) Use of estimates

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

2. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

b) **Use of estimates** (Cont'd)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

c) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, current deposits with banks and other short-term, highly liquid financial instruments with original maturities of three months or less that are readily convertible to known amounts of cash or are subject to an insignificant risk of changes in value.

d) Inventory

Inventory consists of various veterinary medicines and pet supplies that are recorded at the lower of cost or net realisable value, on a first-in-first-out basis. Cost includes any expenditure incurred in bringing the inventory to its present condition and location. Net realisable value is the expected selling price less any associated selling costs.

e) Property, plant and equipment

Property, plant and equipment, other than land, are stated at historical cost less accumulated depreciation and impairment loss, if any. Depreciation is charged to the statement of revenue and expenses on a straight line basis over the estimated useful lives of the fixed assets.

The estimated useful lives of fixed assets are as follows:

Land and property under construction nil Leasehold improvements 10 years Fixtures and fittings 3 years

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

f) Financial assets at amortised cost

Financial assets at amortised cost comprise cash and cash equivalents and advances to staff. Financial assets are recognised initially at fair value plus transaction costs that are directly attributable to their acquisition. These financial assets are held for collection of contractual cash flows representing solely payments of principal and interest, if any, and therefore are measured subsequently at amortised cost using the effective interest method.

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

2) SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

f) Financial assets at amortised cost (Cont'd)

Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of comprehensive income.

Regular way purchases and sales are recognised on the trade-date, the date on which the Company commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

g) Financial liabilities at amortised cost

Financial liabilities are non-derivative contractual obligations to deliver cash or another financial asset to another entity and comprise trade and other payables.

These financial liabilities are initially recognised at fair value on the date the Company becomes a party to the contractual provisions of an instrument and are subsequently measured at amortised cost using the effective interest method.

Financial liabilities are derecognised when the obligation specified in a contract is discharged, cancelled or expired.

h) Net assets

Unrestricted net assets

Unrestricted net assets are free of donor-imposed restrictions. Unrestricted net assets may be designated for specific purposes by actions of the Directors.

Restricted net assets

Restricted net assets include gifts and pledges which require that the corpus be made available for spending in accordance with donor restrictions.

i) Impairment

The carrying amounts of the Company's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. The recoverable amount is estimated as the greater of an asset's net selling price and value in use. An impairment loss is recognised in the statement of revenues and expenses whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

2) SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

i) Impairment (Cont'd)

If in a subsequent period, the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the write-down, the write-down or allowance is reversed through the statement of revenues and expenses.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

j) Income and expenditure recognition

In relation to the rendering of services, the Company recognises revenues and fees as time is expended and costs are incurred, provided the amount of consideration to be received is reasonably determinable and there is reasonable expectation of ultimate collection.

Expenses are recognised in the statement of revenues and expenses on the accrual basis.

3. CASH AND CASH EQUIVALENTS

Cash at bank as at year end is comprised of the following:

	2019	2018
Unrestricted cash Restricted cash	43,913 104,338	43,181
	\$ <u>148,251</u>	\$ <u>43,181</u>

In the current year, the Company received \$104,338 from various donors. The total amount was restricted for the construction of the new Animal Shelter which will be carried out in three phases with a total estimated cost of \$480,000.

4. INVENTORY

Inventory as at year end are comprised of the following:

	2019	2018
Veterinary medicines Pet supplies	1,050 <u>3,550</u>	2,000
	\$4,600	\$ <u>2,500</u>

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

5. **PROPERTY, PLANT AND EQUIPMENT**

	Land	Property under construction	Leashold improvements	Fixtures and fittings	Total
Cost At 1 January 2019 Additions	154,052	75,000	9,810 35,610		238,862 78,036
At 31 December 2019	154,052	75,000	45,420	42,426	316,898
Depreciation At 1 January 2019 Charge for the year			2,762		9,833
At 31 December 2019		=	2,762	7,071	9,833
Net book value At 31 December 2019	\$ <u>154,052</u>	\$75,000	\$ 42,658	\$ 35,355	\$ 307,065
At 31 December 2018	\$ <u>154,052</u>	\$ 75,000	\$9,810	\$	\$ 238,862

The current animal shelter maintained by the Company (the "Shelter") was erected in 1985 and is situated at Johnson's Ghut, Road Town, Tortola VG 1110, British Virgin Islands.

In 2013, the Company purchased one acre of land at Josiah's Bay, Tortola, British Virgin Islands for \$150,000. This land was purchased using funds that the Company had saved over previous years.

The Company is in the process of constructing a new animal shelter (the "New Shelter") on the land and has engaged the services of Roger Downing & Partner Co. Ltd., a well-respected architectural and interior design firm in the British Virgin Islands.

In 2016, the Company successfully procured and received a steel frame structure for the New Shelter for \$109,399 (including shipping and landing) from a supplier based in the United States of America. The process of identifying contractors to erect the structure and prepare the foundations began in October 2016, with the assistance of the architect, Thor Downing of Roger Downing & Associates Ltd., who provided his expertise pro bono.

In September 2017 Hurricanes Irma and Maria effectively destroyed the Shelter, leaving a severely damaged husk behind. During early 2018 temporary repairs were made costing approximately \$15,000. These temporary repairs were severely enhanced in September/October 2018 through the generous donation of labour and building supplies by GK Construction.

Due to delays in erecting the structure caused by funding issues and then Hurricanes Irma and Maria, the structure has incurred a level of degradation. Though further degradation is not anticipated, its value as at October 2018 was estimated at \$75,000.

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

6. FINANCIAL INSTRUMENTS

Financial assets of the Company comprise cash and cash equivalents and advances to staff. Financial liabilities comprise trade and other payables.

a) Credit risk

Credit risk represents the accounting loss that would be recognised at the reporting date if counterparties failed to perform as contracted.

The carrying amounts of financial assets best represent the maximum credit risk exposure at the reporting date.

As at 31 December 2019, the Company's financial assets exposed to credit risk amounted to the following:

	2019	2018
Cash at bank Advances to staff	148,251 	43,181 ——
	\$ <u>150,068</u>	\$ <u>43,181</u>

The Company invests available cash and cash equivalents with CIBC FirstCaribbean International Bank (Cayman) Limited. The Company is exposed to credit-related losses in the event of non-performance by the counterparty to financial instruments, but given their reasonable credit rating, management does not expect this counterparty to fail to meet its obligations.

b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities as they fall due. At 31 December 2019, the Company's financial liabilities include trade and other payables. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions without incurring unacceptable losses or risking damage to the Company's reputation.

7. LIST OF DONORS

In accordance with the Act, the following is a list of donors who have donated in excess of \$10,000 as a single donation or cumulatively during the year:

Aqualia Foundation Ltd.
Rob Fernandez
Rescue Bank, a Program of GreaterGood.org
Legacy of Leila Tidswell
RTW Haycraft
Roger Harris
Go Fund Me

Notes to and forming part of the Financial Statements For the year ended 31 December 2019

Expressed in U.S. Dollars

8. FAIR VALUE INFORMATION

The carrying values of all the Company's financial instruments approximate their fair values due to the relatively short periods to maturity of these instruments.

9. SUBSEQUENT EVENTS

In February 2020, a successful gaming night fundraising event was held where by approximately \$50,000 was raised.

In April 2020, the global Covid-19 pandemic had a significant impact on the Company's operations. The BVI Government implemented a curfew period of more than a month. Many dogs were fostered out during this curfew time to keep the Shelter as easy to maintain as possible for the two staff members, who had curfew passes. The borders are closed to visitors in the BVI which resulted in many people working in the tourist industry losing their jobs or receiving reduced pay. Owing to this, there was an increase in dogs and cats received by the Shelter over this period.

The number of international adoptions has decreased drastically as transport out of the BVI has posed a challenge with the borders closed.

The fundraising events Cinco de Mayo and the Dog Show have been postponed with reduced donations received compared to the same period in 2019. Additional funds are being sought from the BVI Government and other potential donors.

The current facility in Johnson's Ghut is on private prime development land. The Directors were given notice to vacate this location by 31 December 2019. The landowners have been very accommodative in the past; however, they have now become very impatient and there is no willingness to tolerate the Company's occupation of the land any longer. The Company's operations are under threat due to the further funds required to build a New Shelter in Josiah's Bay.

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Supplemental Schedule to the Financial Statements For the year ended 31 December 2019

Statement of revenues and expenses schedule		2019		2018
Revenue from fundraising activities				
Gaming night		51,974		-
Dog show		13,947		1,250
Cinco de Mayo		3,600		733
Bonfire beach party		3,131		£ !
Other		2,492		-
Open house		(()		1,695
Mulled wine				1,972
Tails & tapas		<u>:—</u> :		14,836_
Total	\$	75,144	\$	20,486
Total	Ψ	75,144	Ψ	
Shelter generated revenue				
Adoption		4,126		1,253
Bath and dip		1,318		1,034
Boarding		11,595		12,163
Food		923		2,960
Medical supplies sold		2,667		4,573
Clipping		1,045		
Other income	9	59		
Total	\$	21,733	\$	21,983
Total	Ψ :	21,733	Ψ	21,905
Cost of fundraising activities				
Gaming night		4,130		
Dog show		2,600		-
Tails & tapas	:=	==	2	8,403
Total	\$	6,730	\$	8,403
		-,	T 9	

HUMANE SOCIETY OF THE BRITISH VIRGIN ISLANDS

Supplemental Schedule to the Financial Statements For the year ended 31 December 2019

*	2019	2018
Statement of revenues and expenses schedule (Cont'd)	2013	2010
Shelter supplies and expenses		
Advertisements	191	878
Animal food	38,679	8,798
Depreciation	9,833	:
Shelter overheads	6,931	10,553
Veterinary treatment	27,473	7,791
Shelter supplies	895	S -
Other expenses	659	786
Animal travel costs	1,617	-
Repairs and maintenance	404	9,112
Utilities	3,707	5,057
Total	\$ 90,389	\$ 42,975
Management and administration expenses		
Staffing costs	57,626	62,307
Rent expense	3,300	3,300
NPO renewal expense	100	50
Auto	1,973	2,314
Insurance	3,806	1,250
Bank charges	1,407	886
Total	\$ 68,212	\$ 70,107