INDEPENDENT AUDITORS' REPORT AND FINANCIAL STATEMENTS

June 30, 2023

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Allman & Associates, Inc.

CERTIFIED PUBLIC ACCOUNTANTS

9600 GREAT HILLS TRAIL SUITE 150W AUSTIN, TX 78759 (512) 502-3077 FAX: 888-512-7990 WWW.ALLMANCPAS.COM

INDEPENDENT AUDITORS' REPORT

To the Board of Directors Environmental Fund for Texas, Inc. dba EarthShare of Texas Austin, Texas

Opinion

We have audited the accompanying financial statements of Environmental Fund for Texas, Inc. dba EarthShare of Texas (a nonprofit corporation), which comprise the statement of financial position as of June 30, 2023, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Environmental Fund for Texas, Inc. dba EarthShare of Texas as of June 30, 2023, 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.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Environmental Fund for Texas, Inc. dba EarthShare of Texas and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Environmental Fund for Texas, Inc. dba EarthShare of Texas's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgement made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Environmental Fund for Texas, Inc. dba EarthShare of Texas's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgement, there are conditions or events, considered in the
 aggregate, that raise substantial doubt about Environmental Fund for Texas, Inc. dba
 EarthShare of Texas's ability to continue as a going concern for a reasonable period of
 time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Austin, Texas

December 22, 2023

Allman + Associates, Inc.

STATEMENT OF FINANCIAL POSITION

June 30, 2023

Assets

Current Assets:		
Cash and cash equivalents	\$	660,402
Restricted cash		392,916
Pledges receivable		139,149
Contributions receivable - facility use		20,000
Other receivables		484,129
Membership dues receivable		63,991
Prepaid expenses		1,846
Total Current Assets		1,762,433
Contributions receivable - facility use, non-current		13,333
Furniture and equipment		9,607
Less: Accumulated depreciation		(9,607)
Furniture and equipment, net		
Total Assets	\$	1,775,766
Liabilities and Net Assets		
Current Liabilities:		
Accounts payable	\$	1,542
COACCC payable		73,694
Distributions payable		234,267
Waco SECC payable		3,661
Capitol Area SECC payable		327,060
Other campaigns payable		391,050
Total Current Liabilities		1,031,274
Total Liabilities		1,031,274
Net Assets:		
Without donor restrictions		
Undesignated		711,159
Total net assets with donor restrictions		711,159
With donor restrictions		
Time restrictions		33,333
Total net assets with donor restrictions		33,333
Total Net Assets		744,492
Total Liabilities and Net Assets	\$	1,775,766
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See accompanying auditors' report and notes to financial statements.

STATEMENT OF ACTIVITIES

Year Ended June 30, 2023

	Without Donor Restrictions	With Donor Restrictions	Totals
Change in Net Assets:			
Public Support and Revenue			
Public Support			
Gross campaign pledges	\$ 246,199	\$ -	\$ 246,199
Less: Fees and shrinkage	(39,857)	-	(39,857)
Less: Designated to specific organizations	(177,762)		(177,762)
Public support designated to EarthShare of Texas	28,580	-	28,580
Revenue			
Membership dues and fees	160,000	-	160,000
Cause campaign revenue	544,313	-	544,313
Management fee revenue	158,509	-	158,509
Grants and contributions	76,062	-	76,062
In-kind contributions	7,470	53,333	60,803
Special event revenue	43,637	-	43,637
Other income	14,208	-	14,208
Interest income	 1,076		 1,076
Total Revenue	1,005,275	53,333	1,058,608
Net assets released from restrictions	 20,000	(20,000)	 <u> </u>
Total Public Support and Revenue	1,053,855	 33,333	1,087,188
Expenses			
Program services			
Campaign management	901,050	-	901,050
Supporting services			
Management and general	96,189	-	96,189
Fundraising	57,432	-	57,432
Total supporting services	153,621		153,621
Total Expenses	 1,054,671	 	 1,054,671
Change in net assets	(816)	33,333	32,517
Net assets, beginning of year	711,975		711,975
Net assets, end of year	\$ 711,159	\$ 33,333	\$ 744,492

STATEMENT OF FUNCTIONAL EXPENSES

Year Ended June 30, 2023

	Program Services		Supporting Services				
	(Campaign	Mar	nagement			
Expense Category	M	anagement	and	General	Fun	draising	 Total
Advertising and promotion	\$	30,069	\$	-	\$	-	\$ 30,069
Affiliation fee		14,000		-		-	14,000
Bank charges		2,205		-		-	2,205
Campaign fees and expenses		13,480		-		-	13,480
Capitol Area SECC expenses		30,883		-		-	30,883
Cause campaign distributions		544,313		-		-	544,313
Distributions to members		26,719		-		-	26,719
Dues and subscriptions		926		-		-	926
In-kind rent		15,144		2,752		2,104	20,000
In-kind event expense		-		-		7,470	7,470
Insurance		918		167		127	1,212
Miscellaneous		-		248		-	248
Office expense		604		730		84	1,418
Postage and shipping		743		-		-	743
Printing and reproduction		370		67		52	489
Professional services		-		50,029		-	50,029
Repairs and maintenance		7,256		1,319		1,008	9,583
Special event expenses		-		-		17,292	17,292
Telephone		558		101		78	737
Travel		2,956		2,695		105	5,756
Waco Area SECC expenses		353		-		-	353
Wages and benefits		209,553		38,081		29,112	276,746
Total Expenses	\$	901,050	\$	96,189	\$	57,432	\$ 1,054,671

STATEMENT OF CASH FLOWS

Year Ended June 30, 2023

Cash Flows From Operating Activities:	
Change in Net Assets	\$ 32,517
Adjustments to Reconcile Change in Net Assets	
to Net Cash Provided (Used) by Operating Activities:	
Changes in assets and liabilities:	
Pledges receivable	(43,642)
Membership dues and other receivables	(146,698)
Prepaid expenses	(60)
Accounts payable	(38,894)
COACC payable	(8,852)
Waco SECC payable	(938)
Capitol Area SECC payable	(25,548)
Other campaigns payable	211,795
Distributions payable	 (10,345)
Net Cash Used By Operating Activities	 (30,665)
Change In Cash and Cash Equivalents	(30,665)
Beginning Cash and Cash Equivalents	 1,083,983
Ending Cash and Cash Equivalents	\$ 1,053,318
Supplemental disclosure of cash flow information:	
Income taxes paid	\$ _
Interest paid	\$

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization

The Environmental Fund for Texas, Inc., dba EarthShare of Texas, (the "Organization") is a not-for-profit organization that was founded in 1992 as a federation of qualified member organizations ("Members"). The Organization conserves natural resources and builds a healthy and sustainable environment by leveraging monetary contributions to its member organizations, employers, and the community. The Organization supports more than 35 of the most respected conservation and environmental organizations in Texas. From air quality to wildlife rehabilitation to the development of green technology, Members work to protect the environment. In 1997, the Organization affiliated itself with EarthShare, a national federated fund-raising organization, and supports more than 30 national organizations through this affiliation.

The Organization protects its donors by ensuring that each of its member groups adheres to strict eligibility criteria and operates with the highest possible ethical and professional standards. Members are also required to pay annual dues which are used to fund the operations of the Organization. The Organization's other revenues come from campaign management fees and cause campaign support.

The Organization's main activity is campaign management. Annual campaigns are conducted by the Organization to raise public support for distribution to members. Funds are raised during a campaign period, which is the time between the start of the planning, promotion, and initiation of appeals for contributions and pledges under a particular annual campaign and the formal termination date of the campaign. Most annual campaigns of the Organization are conducted in the fall of each year. The Organization distributes campaign funds using a distribution year, which is the 12-month period for which funds from a particular campaign are earmarked to be distributed to participating agencies. Distributions are made quarterly. The Organization earns administrative fees for conducting campaigns, monitoring and distributing funds to participant agencies, and other donor designated organizations.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting. Using this method of accounting, revenues and other support and the related accounts receivable are reported when the funds are considered earned, regardless of when the cash is received. Expenses and the related accounts payable are reported when the obligation is incurred, regardless of when the cash is disbursed.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Significant estimates include those used in the functional allocation of expenses. Actual results could differ from those estimates.

Financial Statement Presentation

Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor, or grantor, imposed restrictions. Financial statement presentation follows the Financial Accounting Standards Board ASC 958-205, *Not-for-Profit Entities Presentation of Financial Statements*.

Net assets of the Organization and changes therein are classified and reported as follows:

<u>Without donor restrictions</u> – Net assets available for use in general operations and are not subject to donor-imposed restrictions. These net assets may be used for any purpose or designated for specific purposes by action of the board.

<u>With donor restrictions</u> – Net assets subject to donor imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature and require that the assets be maintained permanently. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both. There were \$33,333 in net assets with donor restrictions at June 30, 2023, time restricted for future facility use.

Cash and Cash Equivalents

For the purpose of the statement of cash flows, the Organization considers cash and highly liquid investments with maturities of three months or less when purchased to be cash equivalents, except when held specifically for investment purposes. Restricted cash is included in the cash and cash equivalents in the statement of cash flows at year end. The following table provides a reconciliation of cash, cash equivalents and restricted cash reported in the statement of financial position that sum to totals of the same such amounts in the statement of cash flows.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

	Amount		
Cash	\$	117,172	
Money market		543,230	
Restricted cash -City of Austin Charitable Campaign		74,299	
Restricted cash -Capitol Area SECC		315,092	
Restricted cash -Waco SECC		3,525	
Total	\$	1,053,318	

Revenue Recognition

Contracts with Customers - Revenue from contracts with customers are recorded when the underlying performance obligations are met, in accordance with FASB, Accounting Standards Update (ASU) 2014-09, Revenue from Contracts with Customers (Topic 606). When the Organization receives payment in advance, a contract liability is recorded as deferred revenue and then reduced when the revenue is recognized.

Campaign pledges are recorded in the financial statements upon receipt of pledge information from the campaigns. The Organization honors designations made to each member organization. As all pledges are expected to be collected within one year, they are recorded at their net realizable value, which approximates fair value. This is achieved by recording the pledges net of the estimated uncollectible pledges (shrinkage) and for estimated costs incurred by others (fees). Shrinkage occurs when state employees leave their employment thus leaving pledge balance as uncollectible. This shrinkage is calculated based on historical collection percentages.

Contributions and grants are considered available for unrestricted use unless specifically restricted by donor or grantor. Donor-restricted contributions and grants are reported as increases in donor-restricted net assets depending on the nature of the restriction. When a restriction expires, donor-restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions. Contributions with donor restrictions received in the same year as the restriction expires are reported as unrestricted. Dues and management fees are recorded as revenue in the campaign year to which they apply.

Pledges, grants and membership dues receivable reflect promises to give, amounts owed due to contractual relationships, or membership fees due from participating agencies. Any allowance for uncollectible amounts is based on prior years' collection experience, the age of the receivable, and management's analysis of any other specific circumstances related to individual receivables. The allowance for uncollectible accounts is considered an accounting estimate. This estimate may be adjusted as more current information becomes available and any adjustment could be significant. There were no balances for allowances for uncollectible accounts as of June 30, 2023 as all balances were deemed collectible by management.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

In-Kind Donations

The use of facilities where EarthShare operates has been donated. Amounts have been recognized as expenses in the accompanying financial statements for the fair market value of the donated facilities. Contributed goods are recorded at fair value at the date of donation.

Furniture and Equipment

Furniture and equipment items in excess of \$500 are capitalized at cost, or if donated, at estimated fair value at the time of donation. Depreciation is computed on a straight-line basis using estimated useful lives of three to ten years. When assets are retired, or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts, and any resulting gain or loss is recognized. Maintenance and repairs are charged to expense as incurred. Depreciation expense was \$0 for the year ended June 30, 2023.

Other Receivables

Other receivables of \$484,129 consists of pledges from the HEB campaign and the Capital Area management fees.

Distributions Payable

Pledges that are designated to the Organization's member agencies are recorded as distributions payable. Cash received from campaigns is allocated to each participating member agency in the ratio that each agency was designated from the relevant campaign. Member's share of undesignated pledges is calculated based upon a board-approved formula. Prior to the quarterly distribution of the campaign receipts to Members, expenses approved by the Members are deducted and are recorded as campaign expenses.

COACCC and **SECC** Payables

The Organization manages the City of Austin Combined Charities Campaign ("COACCC"), the Capital Area SECC campaign and the Waco SECC campaign. Pledges and contributions received from these campaigns are held in separate bank accounts and allocated to each participating Member agency in the ratio that each agency was designated from the donor. The Member's share of undesignated pledges is calculated based upon a ratio derived from the percent of designated funds received. Fund are distributed on a bi-monthly basis and administrative charges are deducted on the first distribution of the year.

Functional Expenses

The costs of providing program and supporting services have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification detail of expense by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Functional Expenses

Expenses that can be identified with a specific program or that relate to a specific source of revenue are allocated directly to that program. Management and general expense are those expenses necessary to ensure a proper office, articulate organizational strategies and administrative policies of the President and Board of Directors, maintain competent legal services for program administration, and properly manage the financial and budgetary responsibilities of the Organization. Fundraising expenses are those staff and office expenses used in fundraising efforts for specific campaigns operated by the Organization.

Concentration of Credit Risk

Financial instruments which potentially subject the Organization to concentrations of credit risk consist primarily of cash and cash equivalents and receivables. Cash and cash equivalent accounts exceeded the maximum Federal Deposit Insurance Corporation limits by \$705,972 at June 30, 2023.

The Organization generally does not maintain collateral for its receivables and does not believe significant credit risk exists as of June 30, 2023.

Income Taxes

The Organization is exempt from federal income taxes, except on unrelated business income, under Internal Revenue Code Section 501(c)(3). Additionally, the Organization qualifies for the charitable contribution deduction and has been classified as an organization other than a private foundation under Section 509(a).

The Organization has adopted the recognition requirements for uncertain tax positions as required by generally accepted accounting principles, with no cumulative effect adjustment required. Income tax benefits are recognized for income tax positions taken or expected to be taken in a tax return, only when it is determined that the income tax position will more likely than not be sustained upon examination by taxing authorities. The Organization has analyzed the tax positions taken in its filings with the Internal Revenue Service and state jurisdictions where it operates. The Organization believes that its income tax filing positions will be sustained upon examination and does not anticipate any adjustments that would result in a material adverse effect on the Organization's financial position, changes in its net assets or cash flows. Accordingly, the Organization has not recorded any reserves, or related accruals for interest and penalties for uncertain income tax positions at June 30, 2023. The Organization is subject to income tax audits for the previous three years which are open. There are currently no audits for any tax periods in progress.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Changes in Not-for-Profit Accounting Standards

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU 2016-02, Leases (Topic 842), which supersedes existing guidance for accounting for leases under Topic 840, Leases. The FASB also subsequently issued the following additional ASUs, which amend and clarify Topic 842: ASU 2018-01, Land Easement Practical Expedient for Transition to Topic 842; ASU 2018-10, Codification Improvements to Topic 842, Leases; ASU 2018-11, Leases (Topic 842): Targeted Improvements; ASU 2018-20, Narrow-scope Improvements for Lessors; and ASU 2019-01, Leases (Topic 842): Codification Improvements; ASU 2020-05, Leases (Topic 842): Lessors-Certain Leases with Variable Lease Payments; and ASU 2021-09, Leases (Topic 842): Discount Rate for Lessees That Are Not Public Business Entities. The most significant change in the new leasing guidance is the requirement to recognize right-of-use (ROU) assets and lease liabilities for operating leases on the statement of financial position. The Organization elected to adopt these ASUs effective July 1, 2022 and utilized all of the available practical expedients. The adoption did not have a material impact on the Organization's financial statements.

2. FAIR VALUE OF FINANCIAL INSTRUMENTS

The requirements of Fair Value Measurements and Disclosures of the Accounting Standards Codification apply to all financial instruments and all nonfinancial assets and nonfinancial liabilities that are being measured and reported on a fair value basis. Fair value is a market-based measurement, not an entity-specific measurement. For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement is the same in both cases – to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (that is, an exit price). Fair Value Measurements and Disclosures also establish a fair value hierarchy that prioritizes the inputs used in valuation methodologies into the following three levels:

- Level 1 Inputs Quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity can access at the measurement date.
- Level 2 Inputs Inputs other than quoted prices included with Level 1 that are observable for the asset or liability either directly or indirectly.
- Level 3 Inputs Unobservable inputs for the asset or liability.

The fair value of the current assets and current liabilities approximate the carrying amounts of such instruments due to their short-term, highly liquid nature.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

3. RETIREMENT PLAN

The Organization offers full time employees the opportunity for participation in a contributory retirement plan. The Organization matches employees' contributions up to 3% of salary. The expense to the Organization for the year ended June 30, 2023 was \$4,404.

4. LEASE COMMITMENTS

In February 2022, the Association entered into a sublease for office space at 505 East Huntland Dr. in Austin, Texas. This sublease was amended in March 2023 updating the leased space and extending the term to February 2025. The rent for the entire term of the lease is \$0. The Organization recognized the fair value of the lease of \$53,333 based on average market rates in Austin, Texas as an in-kind contribution during the year ended June 30, 2023. The remaining value of the lease as of June 30, 2023 was \$33,333.

5. PUBLIC SUPPORT DESIGNATED TO EARTHSHARE OF TEXAS

Public support received during the annual campaign, not designated for a specific participant organization, is to be allocated and distributed to participant agencies based on a formula determined by the governing board and approved by the membership council.

Such undesignated funds are to be allocated equally to fully participating agencies. The allocations are to be tracked and reported to participant agencies and no interest is to accumulate on undistributed funds. Whenever the Board authorizes payments on distributions, the payments will be pro-rata to participant agencies. If a participant agency resigns and is in good standing, the agency is entitled to its share of moneys from campaigns conducted while still participating in EarthShare of Texas, whenever that payment occurs. A terminated organization will be entitled to its share of moneys from campaigns conducted while still participating in EarthShare of Texas, less expenses, fines, annual dues, entry fees, and any other moneys due to EarthShare of Texas. A terminated organization is not entitled to a refund of any dues, fees, or moneys previously paid to EarthShare of Texas.

Of the \$28,580 of Public Support Designated to EarthShare of Texas, \$26,719 was distributed to members and \$1,861 was retained by the Organization.

6. EARTHSHARE NATIONAL

The Organization is an affiliate of EarthShare, a national nonprofit that connects the most influential environmental organizations with employers, people and communities to protect the planet. As a state affiliate, the Organization supports the national member organizations by providing access to the state employee charitable campaigns. Affiliate fees paid to EarthShare National were \$14,000 for the year ended June 30, 2023.

NOTES TO FINANCIAL STATEMENTS

June 30, 2023

7. IN-KIND DONATIONS

In-kind donations consisted of \$7,470 of donated goods for fundraising events and \$20,000 of donated lease space during the year ended June 23, 2023.

8. LIQUIDITY AND AVAILABILITY

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position date, comprise the following:

Cash and cash equivalents	\$ 660,402
Pledges receivable	139,149
Other receivables	484,129
Membership dues receivable	 63,991
Financial assets available to meet cash needs for	
general expenditures within one year	\$ 1,347,671

As part of the Organization's liquidity management plan, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. To help manage those obligations as well as unanticipated liquidity needs, the Organization maintains approximately \$650,000 in its operating and savings accounts. Although the Organization does not intend to spend from its savings accounts, amounts could be made available if needs exceed what is held in the operating accounts.

9. SUBSEQUENT EVENTS

Subsequent events are events or transactions that occur after the statement of financial position date but before the financial statement are issued. Management has evaluated subsequent events through December 22, 2023, the date the financial statements were available for issuance, and there were no subsequent events to disclose.