

# **Houston Botanic Garden**

Financial Statements  
and Independent Auditors' Report  
for the years ended December 31, 2021 and 2020

# Houston Botanic Garden

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## Independent Auditors' Report

To the Board of Directors of  
Houston Botanic Garden:

### Report on the Financial Statements

#### *Opinion*

We have audited the accompanying financial statements of Houston Botanic Garden, which comprise the statements of financial position as of December 31, 2021 and 2020, and the related statements of activities, of cash flows, and of functional expenses for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of Houston Botanic Garden as of December 31, 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.

#### *Basis for Opinion*

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of Houston Botanic Garden and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. 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 Houston Botanic Garden's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

#### *Auditors' 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 auditors' 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 control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment 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 Houston Botanic Garden'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 judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Houston Botanic Garden'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.

*Blazek & Vetterling*

October 12, 2022

## Houston Botanic Garden

Statements of Financial Position as of December 31, 2021 and 2020

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	<u>2021</u>	<u>2020</u>
ASSETS		
Cash	\$ 4,339,162	\$ 1,150,423
Prepaid expenses	36,339	33,802
Contributions receivable (Note 3)	2,349,987	5,675,633
Property, net (Note 4)	<u>34,855,551</u>	<u>36,039,282</u>
 TOTAL ASSETS	 <u>\$ 41,581,039</u>	 <u>\$ 42,899,140</u>
LIABILITIES AND NET ASSETS		
Liabilities:		
Accounts payable and accrued expenses	\$ 1,789,003	\$ 189,114
Construction payable		2,596,945
Deferred memberships	147,337	144,669
Federal Paycheck Protection Program – refundable advance		109,900
Note payable (Note 5)	<u>1,985,868</u>	<u>344,089</u>
Total liabilities	<u>3,922,208</u>	<u>3,384,717</u>
Commitments (Note 4)		
Net assets:		
Without donor restrictions	36,694,130	33,838,790
With donor restrictions (Note 6)	<u>964,701</u>	<u>5,675,633</u>
Total net assets	<u>37,658,831</u>	<u>39,514,423</u>
 TOTAL LIABILITIES AND NET ASSETS	 <u>\$ 41,581,039</u>	 <u>\$ 42,899,140</u>

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

### Statement of Activities for the year ended December 31, 2021

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	WITHOUT DONOR RESTRICTIONS	WITH DONOR RESTRICTIONS	TOTAL
REVENUE:			
Contributions	\$ 2,052,527	\$ 1,113,692	\$ 3,166,219
Admission and other fees	1,901,176		1,901,176
Memberships	239,807		239,807
Special event	201,252		201,252
Direct donor benefits – special event	(34,062)		(34,062)
Gift shop sales	105,214		105,214
Costs of goods sold	(42,424)		(42,424)
Other income	152,013		152,013
Total revenue	4,575,503	1,113,692	5,689,195
Net assets released from restrictions:			
Program expenditures	573,991	(573,991)	
Capital expenditures	5,250,633	(5,250,633)	
Total	10,400,127	(4,710,932)	5,689,195
EXPENSES:			
Botanic garden and guest services	6,360,487		6,360,487
Management and general	487,157		487,157
Marketing	171,798		171,798
Fundraising	525,345		525,345
Total expenses	7,544,787		7,544,787
CHANGES IN NET ASSETS	2,855,340	(4,710,932)	(1,855,592)
Net assets, beginning of year	33,838,790	5,675,633	39,514,423
Net assets, end of year	\$ 36,694,130	\$ 964,701	\$ 37,658,831

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

### Statement of Activities for the year ended December 31, 2020

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	WITHOUT DONOR RESTRICTIONS	WITH DONOR RESTRICTIONS	TOTAL
REVENUE:			
Contributions	\$ 1,138,732	\$ 2,585,452	\$ 3,724,184
Admission and other fees	208,802		208,802
Memberships	60,290		60,290
Gift shop sales	32,094		32,094
Costs of goods sold	(15,848)		(15,848)
Other income	<u>37,318</u>		<u>37,318</u>
Total revenue	1,461,388	2,585,452	4,046,840
Net assets released from restrictions:			
Capital expenditures	<u>20,075,967</u>	<u>(20,075,967)</u>	
Total	<u>21,537,355</u>	<u>(17,490,515)</u>	<u>4,046,840</u>
EXPENSES:			
Botanic garden and guest services	988,242		988,242
Management and general	510,700		510,700
Marketing	242,150		242,150
Fundraising	<u>356,648</u>		<u>356,648</u>
Total expenses	<u>2,097,740</u>		<u>2,097,740</u>
CHANGES IN NET ASSETS	19,439,615	(17,490,515)	1,949,100
Net assets, beginning of year	<u>14,399,175</u>	<u>23,166,148</u>	<u>37,565,323</u>
Net assets, end of year	<u>\$ 33,838,790</u>	<u>\$ 5,675,633</u>	<u>\$ 39,514,423</u>

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

### Statements of Cash Flows for the years ended December 31, 2021 and 2020

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	<u>2021</u>	<u>2020</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>		
Changes in net assets	\$ (1,855,592)	\$ 1,949,100
Adjustments to reconcile changes in net assets to net cash provided (used) by operating activities:		
Depreciation	2,437,043	54,353
Contributions restricted for capital expansion		(2,569,952)
Changes in operating assets and liabilities:		
Prepaid expenses	(2,537)	(25,663)
Contributions receivable (excluding capital)	(336,000)	
Accounts payable and accrued expenses	1,599,889	95,436
Deferred memberships	2,668	144,669
Federal Paycheck Protection Program – refundable advance	<u>(109,900)</u>	<u>109,900</u>
Net cash provided (used) by operating activities	<u>1,735,571</u>	<u>(242,157)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>		
Purchases of property	<u>(3,850,257)</u>	<u>(16,547,876)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>		
Repayments of note payable	(1,200,925)	
Proceeds of note payable	2,842,704	344,089
Proceeds from contributions restricted for capital expansion	<u>3,661,646</u>	<u>5,860,864</u>
Net cash provided by financing activities	<u>5,303,425</u>	<u>6,204,953</u>
NET CHANGE IN CASH	3,188,739	(10,585,080)
Cash, beginning of year	<u>1,150,423</u>	<u>11,735,503</u>
Cash, end of year	<u>\$ 4,339,162</u>	<u>\$ 1,150,423</u>

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

### Statement of Functional Expenses for the year ended December 31, 2021

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	BOTANIC GARDEN AND GUEST SERVICES	MANAGEMENT AND GENERAL	MARKETING	FUNDRAISING	TOTAL EXPENSES
Salaries and related expenses	\$ 1,139,621	\$ 195,978	\$ 91,527	\$ 298,530	\$ 1,725,656
Depreciation	2,412,330	10,885	2,942	10,885	2,437,042
Contract services	2,201,069	36,221	63	86,809	2,324,162
Building and grounds maintenance	163,084	19,357		28,625	211,066
Plants and supplies	127,190	4,698	2,010	14,029	147,927
Technology and communications	95,476	29,210	6,854	9,885	141,425
Credit card and other fees	39,237	71,188		1,313	111,738
Professional development	2,267	59,195		16,815	78,277
Furniture and equipment	73,778	3,127		376	77,281
Professional services	10,063	229	55,657	6,654	72,603
Utilities	49,154	6,273		4,923	60,350
Printing and postage	10,549	5,339	1,230	24,907	42,025
Insurance	19,562	2,580	653	2,025	24,820
Dues	9,461	2,663	4,427	2,617	19,168
Office supplies	4,288	9,147	3,745	562	17,742
Travel	3,358	2,834		1,850	8,042
Other		28,233	2,690	14,540	45,463
Total expenses	<u>\$ 6,360,487</u>	<u>\$ 487,157</u>	<u>\$ 171,798</u>	<u>\$ 525,345</u>	<u>\$ 7,544,787</u>

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

### Statement of Functional Expenses for the year ended December 31, 2020

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	BOTANIC GARDEN AND GUEST SERVICES	MANAGEMENT AND GENERAL	MARKETING	FUNDRAISING	TOTAL EXPENSES
Salaries and related expenses	\$ 633,364	\$ 221,199	\$ 67,277	\$ 282,206	\$ 1,204,046
Depreciation	17,280	35,647		1,427	54,354
Contract services	145,018	35,876		42,437	223,331
Building and grounds maintenance	5,459	719			6,178
Plants and supplies	48,111	7,195		1,957	57,263
Technology and communications	20,744	100,099	36,000	4,855	161,698
Credit card and other fees	6,156	17,967			24,123
Professional development	10,100	38,791		1,330	50,221
Furniture and equipment	67,544	10,378		7,173	85,095
Professional services			138,873		138,873
Utilities	1,960	19,825			21,785
Printing and postage	2,894	3,682		10,732	17,308
Insurance	21,229				21,229
Dues	971	3,227		2,397	6,595
Office supplies	934	3,918		345	5,197
Travel	1,169	2,107		117	3,393
Other	<u>5,309</u>	<u>10,070</u>		<u>1,672</u>	<u>17,051</u>
Total expenses	<u>\$ 988,242</u>	<u>\$ 510,700</u>	<u>\$ 242,150</u>	<u>\$ 356,648</u>	<u>\$ 2,097,740</u>

*See accompanying notes to financial statements.*

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## Houston Botanic Garden

Notes to Financial Statements for the years ended December 31, 2021 and 2020

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### NOTE 1 – ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization – Formed in 2002, Houston Botanic Garden (HBG) is a nonprofit organization whose mission is to enrich lives through discovery, education, and the conservation of plants and the natural environment. HBG broke ground in 2019 on a 132-acre site located a short distance from downtown Houston. Since 2015, HBG has raised over \$38 million to construct the first phase of the gardens, which opened to the public in fall 2020 as a major addition to Houston’s cultural landscape and growing list of greenspaces. The botanic gardens provide a place for visitors to learn about plants, conservation, and nature; connects Houstonians across different cultures and ethnicities; and closes an existing gap in the world-class city’s collection of amenities for residents and tourists.

Federal income tax status – HBG is exempt from federal income tax under §501(c)(3) of the Internal Revenue Code and is classified as a public charity under §509(a)(1) and §170(b)(1)(A)(vi).

Cash – Bank deposits exceed the federally insured limit per depositor per institution.

Contributions receivable that are expected to be collected within one year are reported at net realizable value. Amounts expected to be collected in future years are discounted to estimate the present value of future cash flows. Discounts are computed using risk-free interest rates applicable to the years in which the promises are received. Amortization of discounts is included in contribution revenue. An allowance for uncollectible contributions receivable is provided when it is believed balances may not be collected in full. The adequacy of the allowance at the end of each period is determined using a combination of historical loss experience and donor-by-donor analysis of balances. At December 31, 2021, management has determined that an allowance for uncollectible contributions receivable is not necessary.

Property is reported at cost if purchased and at fair value at the date of gift if donated. HBG capitalizes property that has a cost or fair value of \$5,000 or greater and an estimated useful life of more than one year. HBG recognizes depreciation using the straight-line method over the estimated useful lives of the assets, ranging from 3 to 30 years.

Included with property in the statement of financial position is a right to use 132 acres of property for up to 90 years. This right is being amortized over the life of the agreement.

Net asset classification – Net assets, revenue, gains, and losses are classified based on the existence or absence of donor-imposed restrictions, as follows:

- *Net assets without donor restrictions* are not subject to donor-imposed restrictions even though their use may be limited in other respects such as by contract or board designation.
- *Net assets with donor restrictions* are subject to donor-imposed restrictions. Restrictions may be temporary in nature, such as those that will be met by the passage of time or use for a purpose specified by the donor, or may be perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Net assets are released from restrictions when the stipulated time has elapsed, or purpose has been fulfilled, or both. Contributions of long-lived assets and of assets restricted for acquisition of long-lived assets are released when those assets are placed in service.

Contributions are recognized as revenue at fair value when an unconditional commitment is received from the donor. Contributions received with donor stipulations that limit their use are classified as *net assets with donor restrictions*. Conditional contributions are subject to one or more barriers that must be overcome before the organization is entitled to receive or retain funding. Conditional contributions are recognized as revenue at fair value when conditions have been met.

Admission and other fees are derived primarily from admission to the gardens and guest programs. Revenue is recognized when the services are provided in an amount that reflects the consideration that HBG expects to be entitled to in exchange for those services. The nature of these services does not give rise to contract costs, refunds, or other related obligations. Admission fees entitle visitors to a single day access and are collected and recognized as revenue at the point of sale.

Membership fees are comprised of an exchange element based on the value of benefits provided, and a contribution element for the difference between the total membership fees paid and the exchange element and are due at the time of purchase. Memberships provide various benefits based on membership level such as admission, special exhibits and events, private tours, discounted facility rentals, discounts at the gift shop, and invitations to private events. Membership admission fees represent the fair value of benefits provided to members and are recognized ratably over the annual membership period based on the output method. The fair value of each benefit is based on the expected utilization. Payments for membership admission fees received for performance obligations not yet satisfied are reported as deferred memberships. The excess of membership dues paid over membership benefits is recognized upon receipt and is reported with contributions.

Gift shop sales are recognized at the point of sale.

In-kind contributions – Donated materials and services are recognized at fair value as contributions when an unconditional commitment is received from the donor. The related expense is recognized as the item is used. Contributions of services are recognized when services received (a) create or enhance nonfinancial assets or (b) require specialized skills, are provided by individuals possessing those skills, and would typically need to be purchased if not provided by donation.

A substantial number of volunteers have contributed significant amounts of time in connection with HBG for which no amount has been recorded in the financial statements because the services did not meet the criteria for recognition under generally accepted accounting principles.

Advertising and marketing costs are expensed as incurred.

Functional allocation of expenses – Expenses are reported by their functional classification. Program services are the direct conduct or supervision of activities that fulfill the purposes for which the organization exists. Fundraising activities include the solicitation of contributions of money, securities, materials, facilities, other assets, and time. Management and general activities are not directly identifiable with specific program or other supporting activities. Expenses that are attributable to more than one activity are allocated among the activities benefitted. Salaries and related costs and contract services are allocated on the basis of estimated time and effort expended. Occupancy and maintenance related costs are estimated based upon the property usage.

Estimates – Management must make estimates and assumptions to prepare financial statements in accordance with generally accepted accounting principles. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, the amounts reported as revenue and expenses, and the allocation of expenses among various functions. Actual results could vary from the estimates that were used.

## NOTE 2 – LIQUIDITY AND AVAILABILITY OF RESOURCES

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use within one year of December 31 comprise the following:

	<u>2021</u>	<u>2020</u>
Financial assets:		
Cash	\$ 4,339,162	\$ 1,150,423
Contributions receivable	<u>2,349,987</u>	<u>5,675,633</u>
Total financial assets	6,689,149	6,826,056
Less:		
Donor-restricted for capital projects	<u>(555,000)</u>	<u>(5,675,633)</u>
Total financial assets available for general expenditures	<u>\$ 6,134,149</u>	<u>\$ 1,150,423</u>

For purposes of analyzing resources available to meet general expenditures over a 12-month period, HBG considers all expenditures related to its ongoing activities (excluding capital expenditures), as well as the conduct of services undertaken to support those activities, to be general expenditures. HBG has a \$6 million construction line of credit available through 2024.

## NOTE 3 – CONTRIBUTIONS RECEIVABLE

Contributions receivable are as follows:

	<u>2021</u>	<u>2020</u>
Contributions receivable	\$ 2,367,362	\$ 5,741,628
Discount to net present value	<u>(17,375)</u>	<u>(65,995)</u>
Contributions receivable, net	<u>\$ 2,349,987</u>	<u>\$ 5,675,633</u>

Contributions receivable at December 31, 2021 are expected to be collected as follows:

Receivable in less than one year	\$ 1,811,362
Receivable in one to five years	<u>556,000</u>
Total contributions receivable	<u>\$ 2,367,362</u>

At December 31, 2021, approximately 70% of contributions receivable are from three donors. At December 31, 2020, all contributions receivable were for the garden capital projects and 80% of amounts outstanding were from six donors.

HBG has a conditional contribution at December 31, 2021 totaling \$400,000 that has not been recognized in these financial statements because the donor matching requirements have not yet been met.

#### NOTE 4 – PROPERTY

Property is comprised of the following:

	<u>2021</u>	<u>2020</u>
Land	\$ 275,028	\$ 275,028
Gardens	9,633,560	5,565,564
Buildings	5,045,075	4,489,576
Land improvements	19,132,011	10,314,007
Equipment, furnishings and vehicles	282,888	236,342
Right to use asset – 132-acre land parcel	3,000,000	3,000,000
Construction in progress	<u>                    </u>	<u>12,234,732</u>
Total property	37,368,562	36,115,249
Accumulated depreciation and amortization	<u>(2,513,011)</u>	<u>(75,967)</u>
Property, net	<u>\$ 34,855,551</u>	<u>\$ 36,039,282</u>

HBG has a long-term land lease with the City of Houston for a right to use 132 acres of property for up to 90 years (see Note 7 for further information).

#### NOTE 5 – NOTE PAYABLE

In December 2020, HBG entered into a note agreement with a bank to borrow up to \$6.1 million during the period from December 2020 through December 2024. Proceeds from the note are to be used to finance the construction of the botanical gardens project. The line of credit bears interest at AMERIBOR plus 2% (2.1% at December 31, 2021). Interest is due monthly until December 2024 when principal and accrued interest are due monthly. The note is secured by proceeds from the contributions and pledges related to the campaign and certain property. The balance of the note at December 31, 2021 and 2020 is \$1,835,868 and \$344,089, respectively.

HBG received a \$150,000 loan from a Board member for a restricted project. The loan will be repaid as rental event revenue is received in the coming fiscal years.

#### NOTE 6 – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted as follows:

	<u>2021</u>	<u>2020</u>
Garden expansion	\$ 425,000	\$ 5,675,633
Education	270,440	
Green house project	130,000	
Restricted by time	50,000	
Art in the Garden	48,335	
Other	<u>40,926</u>	
Total net assets with donor restrictions	<u>\$ 964,701</u>	<u>\$ 5,675,633</u>

## **NOTE 7 – OPERATING AGREEMENT WITH THE CITY OF HOUSTON**

In 2015, HBG entered into a 30-year operating agreement with the City of Houston (the City) to develop a sustainable botanic garden on the 132 acres formerly known as the Glenbrook Golf Course. HBG agreed to raise the necessary funding to create, construct and operate a botanic garden. In exchange for this commitment, the City has granted an irrevocable option to be exercised by HBG for the use of this property. The agreement includes the option for HBG to renew this agreement for two consecutive 30-year terms. HBG occupancy of the property began in April 2018. The City provided up to \$1 million in bridge and road improvements for the project. Any net proceeds from fees received must be used toward the administration, operation, maintenance and improvements of the botanic garden.

## **NOTE 8 – SUBSEQUENT EVENTS**

Management has evaluated subsequent events through October 12, 2022, which is the date that the financial statements were available for issuance. As a result of this evaluation, no events were identified that are required to be disclosed or would have a material impact on reported net assets or changes in net assets.

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