

NatureServe

Financial Statements
Including Uniform Guidance Reports
and Independent Auditor's Report

June 30, 2025 and 2024

NatureServe

Financial Statements
June 30, 2025 and 2024

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INDEPENDENT AUDITOR’S REPORT

To the Board of Directors of
NatureServe

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of NatureServe (“the Organization”), which comprise the statements of financial position as of June 30, 2025 and 2024; the related statements of activities, functional expenses, and cash flows for the years 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 the Organization as of June 30, 2025 and 2024, 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 (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. 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 the Organization 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.

Responsibilities of Management for the Financial Statements (continued)

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 the Organization'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 GAAS and *Government 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 GAAS and *Government 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 the Organization'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 the Organization's ability to continue as a going concern for a reasonable period of time.

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

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.

Supplementary and Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal awards, as required by Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the accompanying supplementary information is fairly stated, in all material respects, in relation to the financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated February 5, 2026 on our consideration of the Organization's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Organization's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Organization's internal control over financial reporting and compliance.



Vienna, Virginia
February 5, 2026

NatureServe

Statements of Financial Position
June 30, 2025 and 2024

	2025	2024
Assets		
Cash	\$ 651,861	\$ 763,099
Investments	2,331,342	2,575,959
Federal government grants receivable	141,709	523,081
Federal contracts receivable	222,395	772,452
Grants and contributions receivable	3,700	355,000
Non-federal contracts receivable, net	1,363,436	990,656
Accounts receivable, net	59,423	125,448
Prepaid expenses	32,465	131,613
Property and equipment, net	325,427	82,193
Right-of-use asset – operating lease	1,410,554	1,660,135
Deposits	49,407	51,504
Total assets	\$ 6,591,719	\$ 8,031,140
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	\$ 695,172	\$ 985,716
Refundable advances	452,434	787,922
Deferred revenue	1,135,654	868,916
Lease liability – operating lease	1,711,828	1,994,132
Deposits	30,404	1,111
Total liabilities	4,025,492	4,637,797
Net Assets		
Without donor restrictions:		
Undesignated	(22,484)	175,317
Board-designated quasi-endowment funds	1,671,672	1,939,288
Total without donor restrictions	1,649,188	2,114,605
With donor restrictions:		
Time restricted for future periods	257,369	642,067
Endowments	659,670	636,671
Total with donor restrictions	917,039	1,278,738
Total net assets	2,566,227	3,393,343
Total liabilities and net assets	\$ 6,591,719	\$ 8,031,140

See accompanying notes.

NatureServe

Statement of Activities For the Year Ended June 30, 2025

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support			
Federal government grants	\$ 1,452,599	\$ -	\$ 1,452,599
Federal contracts	2,012,478	-	2,012,478
Non-federal contracts	1,317,003	-	1,317,003
Grants and contributions	560,360	257,369	817,729
In-kind contributions	1,333,823	-	1,333,823
Software support and services	1,642,069	-	1,642,069
Data requests, products, and services	553,101	-	553,101
Member dues	114,167	-	114,167
Corporate sponsorship	10,000	-	10,000
Rental revenue	149,923	-	149,923
Investment return, net	60,961	22,999	83,960
Other revenue	133,312	-	133,312
Net assets released from restrictions	642,067	(642,067)	-
	9,981,863	(361,699)	9,620,164
Expenses			
Program services	7,237,466	-	7,237,466
Supporting services:			
General and administrative	2,587,862	-	2,587,862
Fundraising	621,952	-	621,952
	3,209,814	-	3,209,814
Total supporting services	3,209,814	-	3,209,814
Total expenses	10,447,280	-	10,447,280
Change in Net Assets	(465,417)	(361,699)	(827,116)
Net Assets, beginning of year	2,114,605	1,278,738	3,393,343
Net Assets, end of year	\$ 1,649,188	\$ 917,039	\$ 2,566,227

See accompanying notes.

NatureServe

Statement of Activities For the Year Ended June 30, 2024

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support			
Federal government grants	\$ 1,505,415	\$ -	\$ 1,505,415
Federal contracts	2,589,690	-	2,589,690
Non-federal contracts	2,183,636	-	2,183,636
Grants and contributions	779,565	447,067	1,226,632
In-kind contributions	1,100,564	-	1,100,564
Software support and services	1,589,702	-	1,589,702
Data requests, products, and services	251,033	-	251,033
Member dues	87,000	-	87,000
Rental revenue	34,625	-	34,625
Investment return, net	179,719	87,607	267,326
Other revenue	30,847	-	30,847
Net assets released from restrictions	1,025,000	(1,025,000)	-
Total revenue and support	11,356,796	(490,326)	10,866,470
Expenses			
Program services	7,902,371	-	7,902,371
Supporting services:			
General and administrative	2,900,024	-	2,900,024
Fundraising	446,190	-	446,190
Total supporting services	3,346,214	-	3,346,214
Total expenses	11,248,585	-	11,248,585
Change in Net Assets	108,211	(490,326)	(382,115)
Net Assets, beginning of year	2,006,394	1,769,064	3,775,458
Net Assets, end of year	\$ 2,114,605	\$ 1,278,738	\$ 3,393,343

See accompanying notes.

NatureServe

Statement of Functional Expenses For the Year Ended June 30, 2025

	Program Services	Supporting Services			Total
		General and Administrative	Fundraising	Total Supporting Services	
Salaries and benefits	\$ 4,432,345	\$ 1,715,871	\$ 534,257	\$ 2,250,128	\$ 6,682,473
Rent	235,779	56,138	33,683	89,821	325,600
Subagreements	305,231	-	-	-	305,231
Internet, computer, and data expenses	727,030	212,974	181	213,155	940,185
Depreciation and amortization	-	22,254	-	22,254	22,254
Travel	52,566	31,585	5,955	37,540	90,106
In-kind expenses	1,333,823	-	-	-	1,333,823
Meetings and conferences	9,479	11,763	553	12,316	21,795
Professional fees	62,780	244,910	32,593	277,503	340,283
Equipment rental, repairs, and maintenance	304	-	-	-	304
Telephone	713	22,817	-	22,817	23,530
Insurance	-	50,526	-	50,526	50,526
Dues and subscriptions	9,457	18,297	-	18,297	27,754
Printing	4,582	7,396	6,603	13,999	18,581
Office expenses	426	79,527	135	79,662	80,088
Payroll fees	44,651	10,631	6,379	17,010	61,661
Postage and delivery	-	2,352	48	2,400	2,400
Taxes, licenses, and permits	5,995	33,519	1,469	34,988	40,983
Miscellaneous	12,305	17,258	96	17,354	29,659
Credit loss expense	-	47,236	-	47,236	47,236
Provision for credit losses	-	2,808	-	2,808	2,808
Total Expenses	\$ 7,237,466	\$ 2,587,862	\$ 621,952	\$ 3,209,814	\$ 10,447,280

See accompanying notes.

NatureServe

Statement of Functional Expenses For the Year Ended June 30, 2024

	Program Services	Supporting Services			Total
		General and Administrative	Fundraising	Total Supporting Services	
Salaries and benefits	\$ 4,725,270	\$ 1,816,508	\$ 371,345	\$ 2,187,853	\$ 6,913,123
Rent	524,151	115,443	26,641	142,084	666,235
Subagreements	576,882	75,725	-	75,725	652,607
Internet, computer, and data expenses	395,955	237,399	3,690	241,089	637,044
Depreciation and amortization	-	24,289	-	24,289	24,289
Travel	172,022	42,911	5,372	48,283	220,305
In-kind expenses	1,086,421	-	14,143	14,143	1,100,564
Meetings and conferences	59,624	20,200	5,124	25,324	84,948
Professional fees	276,291	299,913	11,109	311,022	587,313
Equipment rental, repairs, and maintenance	900	4,368	-	4,368	5,268
Telephone	572	36,281	-	36,281	36,853
Insurance	-	54,119	-	54,119	54,119
Dues and subscriptions	14,908	5,245	25	5,270	20,178
Printing	6,623	15,330	2,931	18,261	24,884
Office expenses	2,121	55,342	258	55,600	57,721
Payroll fees	53,044	17,239	3,978	21,217	74,261
Interest expenses	-	4,784	-	4,784	4,784
Postage and delivery	56	3,087	689	3,776	3,832
Taxes, licenses, and permits	6,040	43,606	-	43,606	49,646
Bank fees	-	19,632	-	19,632	19,632
Miscellaneous	1,491	7,718	885	8,603	10,094
Provision for credit losses	-	885	-	885	885
Total Expenses	\$ 7,902,371	\$ 2,900,024	\$ 446,190	\$ 3,346,214	\$ 11,248,585

See accompanying notes.

NatureServe

Statements of Cash Flows
For the Years Ended June 30, 2025 and 2024

	2025	2024
Cash Flows from Operating Activities		
Change in net assets	\$ (827,116)	\$ (382,115)
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Realized and unrealized gain on investments	(20,415)	(205,692)
Change in allowance for credit loss	1,923	885
Change in present value discount on multi-year grants and contributions receivable	-	(7,157)
Depreciation and amortization	22,254	24,289
Amortization on right-of-use asset – operating lease	249,581	438,309
Change in operating assets and liabilities:		
Decrease (increase) in:		
Federal government grants receivable	381,372	(1,045)
Federal contracts receivable	550,079	(328,878)
Grants and contributions receivable	351,300	181,821
Non-federal contracts receivable, net	(374,657)	(129,194)
Accounts receivable, net	65,957	(103,859)
Prepaid expenses	99,148	(41,395)
Deposits	2,097	5,906
(Decrease) increase in:		
Accounts payable and accrued expenses	(290,544)	60,299
Refundable advances	(335,488)	195,133
Deferred revenue	266,738	368,893
Lease liability – operating lease	(282,304)	(266,104)
Deposits	29,293	(2,950)
	(110,782)	(192,854)
Cash Flows from Investing Activities		
Purchases of investments	(1,760,922)	(1,005,052)
Proceeds from sales of investments	1,708,724	943,430
Short-term investments, net	317,230	782,888
Purchases of property and equipment	(265,488)	-
	(456)	721,266
Net cash (used in) provided by investing activities	(456)	721,266
Cash Flows from Financing Activity		
Principal payments on line of credit	-	(800,000)
	-	(800,000)
Net cash used in financing activity	-	(800,000)
Net Decrease in Cash	(111,238)	(271,588)
Cash, beginning of year	763,099	1,034,687
Cash, end of year	\$ 651,861	\$ 763,099
Supplementary Disclosure of Cash Flow Information		
Cash paid for interest	\$ -	\$ 4,784
Cash paid for taxes	\$ 19,225	\$ 29,315

See accompanying notes.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

1. Nature of Operations

NatureServe (“the Organization”), a nonprofit organization incorporated in Virginia, leverages the power of science, data, and technology to guide biodiversity conservation and stewardship. In partnership with the Network of Natural Heritage Programs and Conservation Data Centers, the Organization works to manage and distribute authoritative information critical to the conservation of the world’s biological diversity. The Organization provides the scientific knowledge that supports informed decisions. Together with the Organization’s network of over 60 programs, the Organization collects decision-quality data about imperiled species and entire ecosystems, transforms that data into knowledge products and visualizations, and provides meaning through expert analyses and support to guide decision-making, implement action, and enhance conservation outcomes.

2. Summary of Significant Accounting Policies

Basis of Accounting and Presentation

The financial statements of the Organization are prepared on the accrual basis of accounting. Net assets are reported based on the presence or absence of donor-imposed restrictions, as follows:

- *Net Assets Without Donor Restrictions* – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. Net assets without donor restrictions include both undesignated and Board-designated amounts. The Organization’s Board of Directors has segregated amounts received without donor restrictions from various donors into a Board-designated quasi-endowment fund, and has implemented an investment policy that includes an annual discretionary transfer of amounts to undesignated net assets to support operations. At June 30, 2025, the Organization had an undesignated net deficit of \$22,484. Undesignated deficit amounts are supplemented by Board-designated quasi-endowment fund amounts. Total net assets without donor restrictions remain positive at June 30, 2025. At June 30, 2024, there was no undesignated deficit.

NatureServe

Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Basis of Accounting and Presentation (continued)

- *Net Assets With Donor Restrictions* – Net assets subject to donor- (or certain grantor-) imposed restrictions. The Organization reports grants and contributions restricted by donors as increases in net assets without donor restrictions if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted grants and contributions are reported as increases in net assets with donor restrictions, depending on the nature of the restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

Investments

Investments are recorded at fair value based on quoted market prices. All interest and dividends, and realized and unrealized gains and losses, net of investment fees, are reported as a component of net investment return in the accompanying statements of activities.

Federal Government Grants Receivable

Federal government grants receivable consist of amounts to be reimbursed to the Organization for expenses incurred under agreements with government agencies. All receivable amounts are due in one year, and recorded at net realizable value. The Organization uses the allowance method to account for amounts that are considered to be uncollectible, based on prior years' experience and management's current estimates of potentially uncollectible accounts. At June 30, 2025 and 2024, no allowance for doubtful federal government grants receivable is recorded, as management believes that all amounts are fully collectible.

Grants and Contributions Receivable

Grants and contributions receivable represent unconditional amounts committed to the Organization. Grants and contributions receivable are reflected at either net realizable value, or at net present value based on projected cash flows. All receivable amounts are due in less than one year at June 30, 2025 and 2024. The Organization uses the allowance method to determine uncollectible receivables.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Grants and Contributions Receivable (continued)

The Organization's policy is to write-off uncollectible receivables when management determines they will not be collected based on experience, as well as management's analysis of specific receivables, including such factors as prior collection history, type of receivable, and nature of fundraising activity. At June 30, 2025 and 2024, no allowance was recorded as management believes that all grants and contributions receivable are fully collectible.

Contracts Receivable

The Organization's contracts receivable are recorded at net realizable value, and are all due within one year. Contracts receivable are presented net of an allowance for credit losses resulting from the inability of customers to make required payments. The allowance for credit losses is based upon historical loss experience in combination with current economic conditions and a forecast of future economic conditions. Any change in the assumptions used in analyzing a specific contract receivable might result in an additional allowance for credit losses being recognized in the period in which the change occurs. However, the Organization has historically had insignificant write-offs due to bad debts.

Contracts receivable allowance for credit losses consists of the following for the years ended June 30:

	<u>2025</u>	<u>2024</u>
Allowance for credit losses, beginning of year	\$ 876	\$ -
Less: write-offs	(47,608)	-
Additions (charges to expense)	<u>49,463</u>	<u>876</u>
Allowance for credit losses, end of year	<u>\$ 2,731</u>	<u>\$ 876</u>

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Accounts Receivable

Accounts receivable are recorded at net realizable value, are all due within one year, and are generated from income earned on sublease rental income, membership dues, registration, and sponsorships. Accounts receivable are presented net of an allowance for credit losses resulting from the inability of customers to make required payments. The allowance for credit losses is based upon historical loss experience in combination with current economic conditions and a forecast of future economic conditions. Any change in the assumptions used in analyzing a specific account receivable might result in an additional allowance for credit losses being recognized in the period in which the change occurs. However, the Organization has historically had insignificant write-offs due to bad debts.

Accounts receivable allowance for credit losses consists of the following for the years ended June 30:

	<u>2025</u>	<u>2024</u>
Allowance for credit losses, beginning of year	\$ 9	\$ -
Less: write-offs	(513)	-
Additions (charges to expense)	<u>581</u>	<u>9</u>
Allowance for credit losses, end of year	<u><u>\$ 77</u></u>	<u><u>\$ 9</u></u>

Property and Equipment

Property and equipment acquisitions with a cost in excess of \$5,000 and a projected useful life exceeding one year are capitalized and recorded at cost. Depreciation and amortization is computed using the straight-line method over the estimated useful lives of the related assets, which range from three to 10 years. Leasehold improvements are recorded at cost and amortized on a straight-line basis over the shorter of the remaining lease term or the useful life of the improvement. Repairs and maintenance costs are expensed as incurred.

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Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Internal Use Software and Website Development

Costs incurred to develop software for internal use and websites are capitalized and amortized over the estimated useful life of the asset, which is estimated to be three years. No amortization expense is recorded until the software or website is ready for its intended use. Total capitalized costs are included in software in Note 6. Costs related to planning, pre-development, post-development, and training are expensed as incurred.

Operating Leases

The Organization determines if an arrangement is a lease at inception. Operating leases are included in right-of-use (ROU) assets, which represent the Organization's right to use an underlying asset for the lease term, and lease liabilities represent the Organization's obligation to make lease payments arising from the lease. Operating ROU lease assets and liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. As most of the Organization's leases do not provide an implicit rate, the Organization uses a risk-free rate based on the information available at the commencement date in determining the present value of lease payments. The Organization has elected the practical expedients not to recognize leases with terms of 12 months or less in the statements of financial position. The Organization has also elected the practical expedient that allows lessees to choose not to separate lease and non-lease components in applying this expedient to all relevant asset classes.

The ROU assets also include any lease payments made and exclude lease incentives. The Organization's lease terms may include options to extend or terminate the lease when it is reasonably certain that the Organization will exercise that option. Lease expense for lease payments is recognized on a straight-line basis over the lease term.

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Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Revenue Recognition

Revenue Accounted for in Accordance with Contribution Accounting

Grants and contributions that are nonreciprocal are recognized as revenue when cash, securities, or other assets; an unconditional promise to give; or a notification of a beneficial interest is received. The Organization reports gifts of cash and other assets as restricted support if they are received or promised with donor stipulations that limit the use of the donated funds to one of the Organization's programs or to a future year. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statements of activities as net assets released from restrictions.

Conditional contributions contain a donor-imposed condition that represents a barrier that must be overcome before the Organization is entitled to the assets transferred or promised. Failure to overcome the barrier gives the donor a right of return of the assets it has transferred or gives the promisor a right of release from its obligation to transfer its assets. Additionally, the Organization has agreements with federal and other government agencies. The agreements contain substantial conditions that must be met prior to recognition of revenue. The donor-imposed conditions primarily consist of qualifying expenditures that must be incurred by the Organization before the governmental agencies will reimburse those expenditures. Conditional contributions are recognized as revenue, either with or without donor restrictions, when donor-imposed conditions are substantially met, and any barriers are overcome. Donor restrictions are also satisfied when qualifying expenditures are incurred for the donor-specified program. Amounts from conditional contributions that have been received prior to grant expense are recorded as refundable advances in the accompanying statements of financial position, until the conditions have been met. At June 30, 2025 and 2024, refundable advances totaled \$452,434 and \$787,922, respectively.

In-kind contributions consist of donated professional services from an enterprise license agreement for topographical mapping and other programmatic professional services. These services are recorded at fair value at the time of the donation. During the years ended June 30, 2025 and 2024, the fair value of in-kind contributions totaled \$1,333,823 and \$1,100,564, respectively, and are reflected in the accompanying statements of activities. All donated non-financial assets for the years ended June 30, 2025 and 2024 were unrestricted.

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Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Revenue Recognition (continued)

Revenue Accounted for as Contracts with Customers

Revenue is recognized when the Organization satisfies a performance obligation by transferring a promised good to, or performing a service for, a customer. The amount of revenue recognized reflects the consideration the Organization expects to receive in exchange for satisfying distinct performance obligations. If a performance obligation does not meet the criteria to be considered distinct, the Organization combines it with other performance obligations until a distinct bundle of goods or services exists. Fees or amounts received in advance of satisfying contractual performance obligations are reflected as deferred revenue in the statements of financial position. Revenue is recognized either over time or at the point in time that contractual obligations are met.

The Organization receives revenue under contractual agreements with both government and non-government sources for program related activities. These agreements are fulfilled through performance obligations and milestones that the Organization must meet in order to earn revenue, and are treated as exchange transactions. The agreements are based on a set transaction price (set by the contracting entity) and not a function of direct and indirect costs incurred by the Organization. Amounts received in advance of fulfilling the performance obligations are included in deferred revenue in the accompanying statements of financial position until earned. Deferred contract revenue was \$812 and \$286,062 at June 30, 2025 and 2024, respectively.

Revenue from software support and services represent revenue from cloud-based service arrangements that allow for the use of a hosted software product or service over a contractually determined period of time without taking possession of software. Revenue from software support and services is accounted for as subscriptions with billings recorded as unearned revenue, and is recognized as revenue ratably over the coverage period beginning on the date the service is made available to customers.

Revenue from services arrangements that are provided on a consumption basis is recognized commensurate with the customer utilization of such resources. Amounts received in advance of fulfilling the service arrangements are included in deferred revenue in the accompanying statements of financial position until earned in the amounts of \$511,102 and \$180,725 at June 30, 2025 and 2024, respectively.

NatureServe

Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Revenue Recognition (continued)

Revenue Accounted for as Contracts with Customers (continued)

Revenue from data requests, products, and services include revenue earned from data and map products maintained by the NatureServe Network, as well as services available to clients to assist them in obtaining and interpreting the biological and ecological data needed to meet regulatory, planning, or natural resource management objects. Revenue is recognized at the time services are rendered. Amounts received in advance are recorded as deferred revenue in the accompanying statements of financial position until earned. At June 30, 2025 and 2024, deferred data requests, products, and services totaled \$499,072 and \$266,335, respectively.

Member dues are recognized ratably over the applicable membership period, which primarily runs on a fiscal year basis. Dues received that are paid in advance that are applicable to the following year are recorded as deferred revenue in the accompanying statements of financial position. At June 30, 2025 and 2024, deferred member dues totaled \$124,668 and \$135,794, respectively.

Rental Revenue

Rental revenue is recognized from subtenants leasing office space from the Organization. Revenue from these subleases is recognized when the services are provided and performance obligations are met.

Foreign Currency Transactions

The Organization conducts transactions as part of its programmatic and operational activities in various countries from time-to-time, and accordingly, transacts in the local currency of these countries. These foreign currency transactions are translated into U.S. dollars at the appropriate exchange rates when each transaction is executed. Any resulting gains or losses are reflected in the accompanying statements of activities as foreign currency exchange gains or losses.

NatureServe

Notes to Financial Statements
June 30, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Functional Allocation of Expenses

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

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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Subsequent Events

In preparing these financial statements, the Organization has evaluated events and transactions for potential recognition or disclosure through February 5, 2026, the date the financial statements were available to be issued.

3. Liquidity and Availability

The Organization strives to maintain liquid financial assets sufficient to cover its general expenditures. Management periodically reviews the Organization's liquid asset needs and adjusts the cash and investment balances as necessary. Amounts in excess of operating needs are invested in liquid investment securities. The Organization also has an available line of credit in the amount of \$2,000,000, from which it can draw upon to cover its expenditures. Excluded from liquidity are amounts set aside in the Organization's Board-designated quasi-endowment funds and its donor-restricted endowment funds.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

3. Liquidity and Availability (continued)

Financial assets that are available for general expenditures within one year of the statements of financial position date comprise the following at June 30:

	2025	2024
Cash	\$ 651,861	\$ 763,099
Investments	2,331,342	2,575,959
Federal government grants receivable	141,709	523,081
Federal contracts receivable	222,395	772,452
Grants and contributions receivable – due in less than one year	3,700	355,000
Non-federal contracts receivable, net	1,363,436	990,656
Accounts receivable, net	59,423	125,448
 Total financial assets	 4,773,866	 6,105,695
Less: Board-designated quasi-endowment funds	(1,671,672)	(1,939,288)
Less: donor-restricted endowment funds	(659,670)	(636,671)
 Total available for general expenditures	 \$ 2,442,524	 \$ 3,529,736

4. Concentrations of Credit Risk

Financial instruments that potentially subject the Organization to significant concentrations of credit risk consist of cash and investments. The Organization maintains cash deposit and transaction accounts, along with investments, with various financial institutions and some of these values exceed insurable limits under the Federal Deposit Insurance Corporation (FDIC) and Securities Investor Protection Corporation (SIPC). The Organization has not experienced any credit losses on its cash and investments to date as it relates to FDIC and SIPC insurance limits. Management periodically assesses the financial condition of these financial institutions and believes that the risk of any credit loss is minimal.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

5. Investments and Fair Value Measurements

The Organization follows Financial Accounting Standards Board Accounting Standards Codification 820, *Fair Value Measurements and Disclosures*, for its financial assets. This standard establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. Fair value measurement standards require an entity to maximize the use of observable inputs (such as quoted prices in active markets) and minimize the use of unobservable inputs (such as appraisals or other valuation techniques) to determine fair value.

The categorization of a financial instrument within the hierarchy is based upon the pricing transparency of the instrument and does not necessarily correspond to the entity's perceived risk of that instrument. The inputs used in measuring fair value are categorized into three levels. Level 1 inputs consist of unadjusted quoted prices in active markets for identical assets and liabilities and have the highest priority. Level 2 is based upon observable inputs other than quoted market prices, and Level 3 is based on unobservable inputs.

Transfers between levels in the fair value hierarchy are recognized at the end of the reporting period. In general, and where applicable, the Organization uses quoted prices in active markets for identical assets to determine fair value. This pricing methodology applies to Level 1 investments.

The following table presents the Organization's fair value hierarchy for those assets measured at fair value on a recurring basis as of June 30, 2025:

	Level 1	Level 2	Level 3	Total
Money market funds	\$ 462,634	\$ -	\$ -	\$ 462,634
Fixed income funds:				
Short term bond	1,303,744	-	-	1,303,744
High yield bond	132,410	-	-	132,410
Public equity funds:				
U.S. equity	388,644	-	-	388,644
Foreign large blend	43,910	-	-	43,910
Total investments	\$ 2,331,342	\$ -	\$ -	\$ 2,331,342

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

5. Investments and Fair Value Measurements (continued)

The following table presents the Organization's fair value hierarchy for those assets measured at fair value on a recurring basis as of June 30, 2024:

	Level 1	Level 2	Level 3	Total
Money market funds	\$ 554,437	\$ -	\$ -	\$ 554,437
Fixed income funds:				
Intermediate core bond	313,774	-	-	313,774
Ultrashort bond	157,530	-	-	157,530
Bank loan	118,746	-	-	118,746
High yield bond	81,342	-	-	81,342
Public equity funds:				
U.S. equity	947,416	-	-	947,416
Foreign large growth	66,129	-	-	66,129
Foreign large blend	181,898	-	-	181,898
Foreign large value	55,290	-	-	55,290
Global real estate	17,304	-	-	17,304
Tactical allocation	82,093	-	-	82,093
Total investments	<u>\$ 2,575,959</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,575,959</u>

Net investment return consists of the following for the years ended June 30:

	2025	2024
Interest and dividends	\$ 77,203	\$ 77,692
Realized gain	250,283	74,809
Unrealized (loss) gain	(229,868)	130,883
Less: investment fees	(13,658)	(16,058)
Total investment return, net	<u>\$ 83,960</u>	<u>\$ 267,326</u>

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Notes to Financial Statements June 30, 2025 and 2024

6. Property and Equipment

Property and equipment consists of the following at June 30:

	<u>2025</u>	<u>2024</u>
Software	\$ 606,645	\$ 758,850
Equipment	314,590	446,428
Furniture and fixtures	99,959	116,998
Leasehold improvements	12,136	57,227
Software development in progress	<u>265,486</u>	<u>-</u>
Total property and equipment	1,298,816	1,379,503
Less: accumulated depreciation and amortization	<u>(973,389)</u>	<u>(1,297,310)</u>
Property and equipment, net	<u><u>\$ 325,427</u></u>	<u><u>\$ 82,193</u></u>

7. Line of Credit

The Organization maintains a line of credit with a financial institution, which is secured by all of the Organization's assets (cash, receivables, and equipment), and has a maximum borrowing potential of \$2,000,000. The line bears interest at the bank's prime lending rate, which was 8% and 8.5% as of June 30, 2025 and 2024, respectively. As of both June 30, 2025 and 2024, the outstanding balance on the line of credit was \$0.

8. Net Assets With Donor Restrictions

Net assets with donor restrictions consist of the following at June 30:

	<u>2025</u>	<u>2024</u>
Time-restricted	\$ 257,369	\$ 642,067
Donor-restricted endowment funds:		
Endowment corpus	549,064	549,064
Unappropriated earnings on endowment funds	<u>110,606</u>	<u>87,607</u>
Total net assets with donor restrictions	<u><u>\$ 917,039</u></u>	<u><u>\$ 1,278,738</u></u>

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

9. Commitments and Contingencies

Government Grants

Funds received from government agencies are subject to audit under the provisions of the agreements. The ultimate determination of amounts received under the agreements is based upon the allowance of costs reported to and accepted by the oversight agency. Until the grant is closed out, there exists a contingency to refund any amount received in excess of allowable costs. Management is of the opinion that no material liability exists.

Service Organization

The Organization contracts with Rippling as its professional employer organization. Rippling is the employer of record for tax, benefits, and insurance purposes for the Organization's employees. This co-employment relationship allows the Organization to maintain direct control of the day-to-day activities of employees, while Rippling assumes the administrative functions of human resources and absorbs many employer-related liabilities.

Operating Leases and Subleases

The Organization leases office space for its operations under an operating lease agreement in Arlington, Virginia. The lease commenced in May 2019, and is scheduled to expire in July 2030. The lease terms include rent abatement incentives, and require monthly rental payments over the term of the lease with scheduled annual increases of 2.5%.

The Organization subleased its office space in Virginia to one tenant under a short-term operating lease arrangement which commenced in July 2024 and expired in November 2025, which required fixed monthly payments of \$1,175, with future minimum sublease payments to be received totaling \$5,875. Subsequent to year end, the Organization entered into a renewal of the agreement with the same tenant for an additional three-year term commencing in December 2025 and expiring in November 2028. The renewed agreement provides for escalating monthly rental payments ranging from \$1,800 to \$1,891 over the term of the agreement. Future minimum sublease payments to be received under the renewed sublease totaled \$66,434 as of June 30, 2025.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

9. Commitments and Contingencies (continued)

Operating Leases and Subleases (continued)

Supplemental qualitative information related to the office lease is as follows as of, and for the years ended June 30:

	2025	2024
Lease cost:		
Operating lease cost	\$ 304,068	\$ 304,068
Sublease income	(149,923)	(34,625)
Total lease cost	<u>\$ 154,145</u>	<u>\$ 269,443</u>
Cash paid for amounts included in the measurement of lease liability –		
operating cash flows	\$ 282,304	\$ 266,104
Remaining lease term (in years)	5.08	6.08
Discount rate	2.92%	2.92%

Maturities of the lease liability under the Organization’s office lease is as follows for the years ending June 30:

2026	\$ 345,211
2027	353,841
2028	362,687
2029	371,754
2030	381,048
Thereafter	32,413
Total minimum lease payments	1,846,954
Less: discount to present value at 2.92%	(135,126)
Present value of operating lease liability	<u>\$ 1,711,828</u>

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

10. Endowments

The Organization's funds were established for the purpose of protecting and growing the assets of the Organization for the future. The Organization's endowment has been funded by donor-restricted contributions that are required to be retained permanently by explicit donor stipulation, and also funds designated by the Board of Directors as Board-designated quasi-endowment funds. Investment return generated from the endowment funds can be used for general and programmatic operations of the Organization. Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

Interpretation of Relevant Law

The Board of Directors of the Organization has interpreted the Commonwealth of Virginia's Uniform Prudent Management of Institutional Funds Act (UPMIFA) as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary.

As a result of this interpretation, the Organization classifies as net assets with donor restrictions (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund.

The remaining portion of the donor-restricted endowment fund that is not classified in net assets with donor restrictions is classified as net assets with donor restrictions until those amounts are appropriated for expenditure by the Organization in a manner consistent with the standard of prudence prescribed by UPMIFA.

In accordance with UPMIFA, the Organization considers the following factors in making a determination to appropriate or accumulate donor-restricted funds: (1) the duration and preservation of the fund; (2) the purposes of the Organization and the donor-restricted endowment fund; (3) general economic conditions; (4) the possible effect of inflation and deflation; (5) the expected total return from income and the appreciation or depreciation of investments; (6) other resources of the Organization; and (7) the investment policies of the Organization.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

10. Endowments (continued)

Return Objectives, Risk Parameters, and Strategies

The Organization's investment policy provides for a strategy of long-term growth of the funds. Under this policy, funds are invested with the goal of maximizing total returns, avoiding unnecessary risk, and generating income to support the spending policy. The Organization employs a diversified asset allocation that currently places greater emphasis on growth and with a higher tolerance for limited liquidity. The Organization uses professional fund managers for advice in managing the funds.

Spending Policy and How the Investment Objectives Relate to Spending Policy

The payout rate from the Organization's endowment funds should provide a stable, predictable level of spending for the endowed purposes, and should achieve a proper balance between present and future needs. The amount available for payout each fiscal year will be up to a maximum of 5% of the average market value of the endowment on December 31st of the current fiscal year, and at the end of each quarter of the three years immediately preceding that date. The amount available for payout in each fiscal year shall not exceed the actual value of any income, dividend, interest, and capital appreciation, both realized and unrealized, in excess of the administrative fee. In the event the endowment sustains unrealized losses resulting from decreases in market value, the Organization may continue to pay out income from dividends, interest, and realized gains earned each quarter. A decision to pay out additional funds beyond dividends and interest up to 5% in periods of market decline may be made by the Board of Directors if the decision is prudent, in the long-term interest of the Organization, and rationale is properly documented.

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA require the Organization to retain as a fund of perpetual duration. In accordance with accounting principles generally accepted in the United States of America, deficiencies of this nature are reported in net assets without donor restrictions. There were no fund deficiencies at June 30, 2025 and 2024.

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

10. Endowments (continued)

Composition of Endowment Net Assets

Endowment net assets composition was as follows at June 30, 2025:

	Without Donor Restrictions	With Donor Restrictions	Total
Board-designated quasi-endowment funds	\$ 1,671,672	\$ -	\$ 1,671,672
Donor-restricted endowment funds:			
Endowment corpus	-	549,064	549,064
Unappropriated earnings on endowment funds	-	110,606	110,606
Total endowment net assets	\$ 1,671,672	\$ 659,670	\$ 2,331,342

Endowment net assets composition was as follows at June 30, 2024:

	Without Donor Restrictions	With Donor Restrictions	Total
Board-designated quasi-endowment funds	\$ 1,939,288	\$ -	\$ 1,939,288
Donor-restricted endowment funds:			
Endowment corpus	-	549,064	549,064
Unappropriated earnings on endowment funds	-	87,607	87,607
Total endowment net assets	\$ 1,939,288	\$ 636,671	\$ 2,575,959

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

10. Endowments (continued)

Changes in Endowment Net Assets

Changes in endowment net assets were as follows for the years ended June 30:

	<u>Without Donor Restrictions</u>	<u>With Donor Restrictions</u>	<u>Total</u>
<u>2025:</u>			
Endowment net assets, beginning of year	\$ 1,939,288	\$ 636,671	\$ 2,575,959
Investment return, net:			
Interest and dividends, and investment fees	45,759	17,787	63,546
Realized gain	184,397	65,886	250,283
Unrealized loss	<u>(179,716)</u>	<u>(60,674)</u>	<u>(240,390)</u>
Total investment return, net	<u>50,440</u>	<u>22,999</u>	<u>73,439</u>
Appropriation of endowment assets for expenditure	<u>(318,056)</u>	<u>-</u>	<u>(318,056)</u>
Endowment net assets, end of year	<u><u>\$ 1,671,672</u></u>	<u><u>\$ 659,670</u></u>	<u><u>\$ 2,331,342</u></u>
<u>2024:</u>			
Endowment net assets, beginning of year	\$ 2,542,469	\$ 549,064	\$ 3,091,533
Investment return, net:			
Interest and dividends, and investment fees	45,159	15,697	60,856
Realized gain	77,869	130	77,999
Unrealized gain	<u>73,791</u>	<u>71,780</u>	<u>145,571</u>
Total investment return, net	<u>196,819</u>	<u>87,607</u>	<u>284,426</u>
Appropriation of endowment assets for expenditure	<u>(800,000)</u>	<u>-</u>	<u>(800,000)</u>
Endowment net assets, end of year	<u><u>\$ 1,939,288</u></u>	<u><u>\$ 636,671</u></u>	<u><u>\$ 2,575,959</u></u>

NatureServe

Notes to Financial Statements June 30, 2025 and 2024

11. Retirement Plan

The Organization maintains a safe harbor 401(k) retirement plan, in which all full-time employees are immediately eligible to participate. The Organization matches up to 6% of the participant's eligible compensation. The Organization recorded contributions to the plan of \$301,402 and \$301,891 for the years ended June 30, 2025 and 2024, respectively.

12. Functionalized Expenses

The financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Where feasible, the Organization's expenses are allocated utilizing the direct cost allocation method. Expenses that are allocated include salaries, benefits, payroll taxes, and other operating expenses, which are allocated on the basis of estimates of time and effort.

13. Income Taxes

The Organization is exempt from payment of taxes on income other than net unrelated business income under Section 501(c)(3) of the Internal Revenue Code. For the years ended June 30, 2025 and 2024, there was no significant unrelated business income and, accordingly, no federal or state income taxes have been recorded. Management has evaluated the Organization's tax positions and concluded that the Organization's financial statements do not include any uncertain tax positions that require either recognition or disclosure in the accompanying financial statements.

**SUPPLEMENTARY SCHEDULE AND REPORTS REQUIRED
BY THE UNIFORM GUIDANCE**

**INDEPENDENT AUDITOR’S REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED
ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE
WITH *GOVERNMENT AUDITING STANDARDS***

To the Board of Directors of
NatureServe

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of NatureServe (“the Organization”), which comprise the statement of financial position as of June 30, 2025; the related statements of activities, functional expenses, and cash flows for the year then ended; and the related notes to the financial statements, and have issued our report thereon dated February 5, 2026.

Report on Internal Control over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Organization’s internal control over financial reporting (“internal control”) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Organization’s internal control. Accordingly, we do not express an opinion on the effectiveness of the Organization’s internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements, on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity’s financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Report on Internal Control over Financial Reporting (continued)

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Organization's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the organization's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the organization's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

A handwritten signature in black ink that reads "Rogers + Company PLLC". The signature is written in a cursive, slightly stylized font.

Vienna, Virginia
February 5, 2026

**INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH MAJOR
PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY
THE UNIFORM GUIDANCE**

To the Board of Directors of
NatureServe

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited NatureServe’s (“the Organization”) compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Organization’s major federal programs for the year ended June 30, 2025. The Organization’s major federal programs are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Organization complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended June 30, 2025.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (“Uniform Guidance”). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor’s Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Organization and to meet our other ethical responsibilities, in accordance with 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 opinion on compliance for each major federal program. Our audit does not provide a legal determination of the Organization’s compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the Organization's federal programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Organization's compliance based on our audit. 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, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Organization's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 Organization's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Organization's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

A handwritten signature in black ink that reads "Rogers + Company PLLC". The signature is written in a cursive, slightly stylized font.

Vienna, Virginia
February 5, 2026

NatureServe

Schedule of Expenditures of Federal Awards
For the Year Ended June 30, 2025

Federal Grantor/Pass-Through Grantor/Program or Cluster Title	Assistance Listing Number	Agency or Pass- Through Grant Number	Subrecipient Awards	Total Federal Expenditures
Department of the Interior				
<i>Research and Development Cluster</i>				
<i>Direct Award:</i>				
U.S. Geological Survey Research and Data Collection	15.808	G23AC00662	\$ -	\$ 30,520
Total Research and Development Cluster			-	30,520
<i>Direct Awards:</i>				
Rare Plant Conservation on BLM-Administered Lands	15.245	L23AC00367	-	405,169
Expanding and Improving Data Flow Collaboration between BLM, Network Programs, and NatureServe	15.246	L23AC00333	-	303,144
Filling Information Needs for Multi-Species Management of BLM Special Status Species and their Habitats	15.246	L23AC00344	-	227,875
Total ALN 15.246 – Threatened and Endangered Species			-	531,019
Expanding Ecological Integrity Assessments and Climate Change Resilience of Natural Landscape Blocks in NCA Parks	15.945	P20AC00666	-	26,132
Optimize Ecosystem Management for Biodiversity in NCR Parks Using Improved Climate Change Vulnerability Assessments and Natural Landscape Blocks	15.945	P24AC01265	-	78,483
Resilient Forests: Prioritizing Climate Adaptation Management in IR2 and NCR Parks	15.945	P25AC00199	-	62,244
Total ALN 15.945 – Cooperative Research and Training Programs			-	166,859

(continued on next page)

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Schedule of Expenditures of Federal Awards
For the Year Ended June 30, 2025 (continued)

Federal Grantor/Pass-Through Grantor/Program or Cluster Title	Assistance Listing Number	Agency or Pass- Through Grant Number	Subrecipient Awards	Total Federal Expenditures
Department of the Interior (continued)				
Support of listing and critical habitat designation for 45 species	15.670	F19AC00900	-	33,581
<i>Pass-through program from Pennsylvania Game Commission:</i>				
Pennsylvania Wildlife Action Plan – Wildlife Action Map Hosting, Maintenance, and Enhancements	15.634	4000028943	-	1,981
<i>Pass-through program from Nebraska Game and Parks Commission:</i>				
Developing and Enhancing Tools to Obtain and Distribute Information about Nebraska’s Species of Greatest Conservation Need	15.634	F22AP00883-00	-	75,616
Total ALN 15.634 – State Wildlife Grants			-	77,597
<i>Direct Award:</i>				
Developing a next-generation Climate Change Vulnerability Index	15.820	G23AC00143	-	58,176
<i>Pass-through program from University of Oklahoma:</i>				
Adaptation Strategies for Species and Ecosystems in the Southcentral U.S.	15.820	G21AC10801	-	8,711
Total ALN 15.820 – U.S. Geological Survey			-	66,887
Total Department of the Interior			-	1,311,632
Department of Agriculture				
<i>Direct Award:</i>				
Updating Legal Status Information in PLANTS and Developing A Taxonomic Crosswalk between PLANTS and NatureServe	10.902	NR233A750023C055	-	140,967
Total Department of Agriculture			-	140,967
Total Expenditures of Federal Awards			\$ -	\$ 1,452,599

See accompanying notes to the schedule of expenditures of federal awards.

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Notes to the Schedule of Expenditures of Federal Awards For the Year Ended June 30, 2025

1. Basis of Presentation

The accompanying schedule of expenditures of federal awards (SEFA) includes the federal award activity of the Organization under the programs of the federal government for the year ended June 30, 2025. The information in the SEFA is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the SEFA presents only a selected portion of the operations of the Organization, it is not intended to, and does not, present the financial position, changes in net assets, or cash flows of the Organization.

2. Summary of Significant Accounting Policies

Expenditures reported on the SEFA are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement.

3. Indirect Cost Rate

The Organization records its expenditures of federal awards using the indirect cost and fringe benefit rate per the nonprofit rate agreement with the federal government, which was approved in accordance with the authority of the Uniform Guidance. In this manner, the Organization has elected not to use the 10% *de minimis* indirect cost rate as allowed under the Uniform Guidance.

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Schedule of Findings and Questioned Costs
For the Year Ended June 30, 2025

Section I – Summary of Auditor’s Results

Financial Statements

Type of auditor’s report issued: Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? _____ Yes X No
- Significant deficiency(ies) identified that are not considered to be material weaknesses? _____ Yes X None reported

Noncompliance material to financial statements noted? _____ Yes X No

Federal Awards

Internal control over the major program:

- Material weakness(es) identified? _____ Yes X No
- Significant deficiency(ies) identified that are not considered to be material weaknesses? _____ Yes X None reported

Type of auditor’s report issued on compliance for the major program: Unmodified

Any audit findings disclosed that are required to be reported in accordance with 2 CFR section 200.516(a)? _____ Yes X No

Identification of the major program:

<u>Assistance Listing Number</u>	<u>Name of Federal Program or Cluster Title</u>
15.246	Threatened and Endangered Species

Dollar threshold used to distinguish between type A and type B programs: \$750,000

Auditee qualified as low-risk auditee? X Yes _____ No

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Schedule of Findings and Questioned Costs (continued)
For the Year Ended June 30, 2025

Section II – Findings – Financial Statement Audit

There were no financial statement findings reported during the fiscal year 2025 audit.

Section III – Findings and Questioned Costs – Major Federal Award Programs Audit

There were no findings or questioned costs over major federal awards reported during the fiscal year 2025 audit.

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Corrective Action Plan
For the Year Ended June 30, 2025

There were no findings for the year ended June 30, 2025, and therefore, a corrective action plan was not needed.

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Schedule of Prior Audit Findings
For the Year Ended June 30, 2025

There were no findings or questioned costs reported for the June 30, 2024 audit.