

THE INTERNATIONAL DARK-SKY
ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

Audited Financial Statements

For the years ended December 31, 2024 and 2023

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
The International Dark-Sky Association, Inc. dba
DarkSky International

Opinion

We have audited the accompanying financial statements of The International Dark-Sky Association, Inc. dba DarkSky International (a nonprofit organization), which comprise the statements of financial position as of December 31, 2024 and 2023, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements (collectively, "financial statements").

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The International Dark-Sky Association, Inc. dba DarkSky International as of December 31, 2024 and 2023, 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 Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of The International Dark-Sky Association, Inc. dba DarkSky International 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 The International Dark-Sky Association, Inc. dba DarkSky International'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 Audits of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, 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.



INDEPENDENT AUDITOR'S REPORT, CONTINUED

Auditor's Responsibilities for the Audits of the Financial Statements, continued

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 The International Dark-Sky Association, Inc. dba DarkSky International'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 International Dark-Sky Association, Inc. dba DarkSky International'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.

Louisa Klineck & Truener PLLC

August 25, 2025

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENTS OF FINANCIAL POSITION
December 31, 2024 and 2023

ASSETS

	2024	2023
Current assets:		
Cash	\$ 870,488	\$ 1,124,455
Unconditional promises to give, net, current portion	95,000	-
Grants and contributions receivable	415,000	20,000
Accounts receivable	42,194	9,300
Prepaid expenses	45,520	15,773
Investments	240,937	236,364
Investments - other, current portion	462,434	208,754
Total current assets	2,171,573	1,614,646
Unconditional promises to give, non-current portion, net	106,277	-
Investments - other, non-current portion	116,080	313,915
Furniture, equipment and software, net	45,765	65,335
Total assets	\$ 2,439,695	\$ 1,993,896

LIABILITIES AND NET ASSETS

Current liabilities:		
Accounts payable and accrued expenses	\$ 64,743	\$ 52,364
Accrued payroll and related expenses	148,441	158,850
Total liabilities	213,184	211,214
Net assets:		
Without donor restrictions		
Undesignated	476,477	343,550
Expended for furniture, equipment and software	45,765	65,335
Designated by the Board	490,000	490,000
Total net assets without donor restrictions	1,012,242	898,885
With donor restrictions:		
Purpose and time restrictions	1,172,369	841,897
Perpetual in nature	41,900	41,900
Total net assets with donor restrictions	1,214,269	883,797
Total net assets	2,226,511	1,782,682
Total liabilities and net assets	\$ 2,439,695	\$ 1,993,896

See independent auditor's report and
accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENT OF ACTIVITIES
For the year ended December 31, 2024

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues and support:			
Contributions	\$ 1,056,709	\$ 1,344,159	\$ 2,400,868
Program revenue	392,039	-	392,039
Investment income	85,874	-	85,874
Other income	73,260	-	73,260
Net assets released from restrictions:			
Satisfaction of donor restrictions	1,013,687	(1,013,687)	-
Total revenues and support	2,621,569	330,472	2,952,041
Expenses:			
Program services	1,768,158	-	1,768,158
General and administrative	358,625	-	358,625
Fund-raising	381,429	-	381,429
Total expenses	2,508,212	-	2,508,212
Change in net assets	113,357	330,472	443,829
Net assets, beginning of year	898,885	883,797	1,782,682
Net assets, end of year	\$ 1,012,242	\$ 1,214,269	\$ 2,226,511

See independent auditor's report and
accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENT OF ACTIVITIES
For the year ended December 31, 2023

	Without Donor Restrictions	With Donor Restrictions	Total
Revenues and support:			
Contributions	\$ 1,129,535	\$ 658,817	\$ 1,788,352
Program revenue	177,595	-	177,595
Donated services	101,245	-	101,245
Investment income	81,044	-	81,044
Other income	22,858	-	22,858
Consulting	20,211	-	20,211
Net assets released from restrictions:			
Satisfaction of donor restrictions	629,846	(629,846)	-
Total revenues and support	2,162,334	28,971	2,191,305
Expenses:			
Program services	1,466,762	-	1,466,762
General and administrative	229,259	-	229,259
Fund-raising	301,419	-	301,419
Total expenses	1,997,440	-	1,997,440
Change in net assets	164,894	28,971	193,865
Net assets, beginning of year	733,991	854,826	1,588,817
Net assets, end of year	\$ 898,885	\$ 883,797	\$ 1,782,682

See independent auditor's report and
accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENT OF FUNCTIONAL EXPENSES
For the year ended December 31, 2024

	Program Services	General and Administrative	Fund-raising	Total
Payroll	\$ 941,354	\$ 25,724	\$ 166,233	\$ 1,133,311
Employee benefits	112,094	38,030	20,424	170,548
Payroll taxes	78,482	2,157	14,006	94,645
• Total payroll expenses	1,131,930	65,911	200,663	1,398,504
Professional fees	342,962	270,267	81,413	694,642
Computer and software	94,094	6,357	20,928	121,379
Travel	97,616	288	1,814	99,718
Printing and publication	33,390	-	34,952	68,342
Occupancy	26,124	714	4,613	31,451
Credit card fees	2,437	-	19,535	21,972
Postage and shipping	7,025	-	13,113	20,138
Depreciation and amortization	16,255	444	2,871	19,570
Insurance	-	10,916	-	10,916
Chapter expenses	8,605	-	-	8,605
Grants	3,747	-	-	3,747
Legal fees	-	3,544	-	3,544
Office expenses	1,467	16	676	2,159
Miscellaneous	1,298	136	646	2,080
Conferences and meetings	1,208	32	205	1,445
Total expenses	<u>\$ 1,768,158</u>	<u>\$ 358,625</u>	<u>\$ 381,429</u>	<u>\$ 2,508,212</u>

See independent auditor's report and
accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENT OF FUNCTIONAL EXPENSES
For the year ended December 31, 2023

	Program Services	General and Administrative	Fund-raising	Total
Payroll	\$ 599,734	\$ 27,496	\$ 151,017	\$ 778,247
Employee benefits	63,997	20,514	16,114	100,625
Payroll taxes	50,137	2,299	12,625	65,061
Total payroll expenses	713,868	50,309	179,756	943,933
Professional fees	354,689	162,524	51,901	569,114
Legal fees	101,245	-	-	101,245
Computer and software	55,743	13,840	20,941	90,524
Travel	60,813	689	3,221	64,723
Printing and publication	40,379	-	15,548	55,927
Grants	51,606	-	-	51,606
Occupancy	22,958	1,053	5,781	29,792
Chapter expenses	27,790	-	-	27,790
Credit card fees	6,627	-	9,930	16,557
Postage and shipping	8,013	-	8,013	16,026
Depreciation and amortization	7,608	349	1,916	9,873
Insurance	7,444	341	1,874	9,659
Conferences and meetings	5,841	-	-	5,841
Miscellaneous	1,145	108	2,288	3,541
Office expenses	993	46	250	1,289
Total expenses	<u>\$ 1,466,762</u>	<u>\$ 229,259</u>	<u>\$ 301,419</u>	<u>\$ 1,997,440</u>

See independent auditor's report and
accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

STATEMENTS OF CASH FLOWS
For the years ended December 31, 2024 and 2023

	2024	2023
Cash flows from operating activities:		
Change in net assets	\$ 443,829	\$ 193,865
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Donated securities	(61,120)	-
Depreciation	19,570	9,873
Realized and unrealized gain on investments and investments - other	(40,852)	(35,924)
Reinvested interest and dividend income	(3,388)	(15,992)
Changes in operating assets and liabilities:		
Unconditional promises to give	(201,277)	-
Grants and contributions receivable	(395,000)	6,909
Accounts receivable	(32,894)	(9,300)
Prepaid expenses	(29,747)	(10,605)
Accounts payable and accrued expenses	12,379	31,108
Accrued payroll and related expenses	(10,409)	39,879
Deferred revenue	-	(10,000)
Total adjustments	(742,738)	5,948
Net cash (used in) provided by operating activities	(298,909)	199,813
Cash flows from investing activities:		
Purchases of furniture, equipment and software	-	(46,900)
Purchases of investments - other	(253,000)	(435,000)
Proceeds from sale of investments - other	200,000	-
Proceeds from sale of investments	37,000	-
Proceeds from sale of donated securities	60,942	-
Net cash provided by (used in) investing activities	44,942	(481,900)
Cash flows from financing activities	-	-
Change in cash	(253,967)	(282,087)
Cash, beginning of year	1,124,455	1,406,542
Cash, end of year	\$ 870,488	\$ 1,124,455
Supplemental schedule of cash flow information:		
Cash paid for income taxes	\$ -	\$ -
Schedule of non-cash investing and financing activities:		
Donated securities	\$ 61,120	\$ -
Reinvested interest and dividend income	\$ 3,388	\$ 15,992

See independent auditor's report and accompanying notes to financial statements.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

1. Organization

The International Dark-Sky Association, Inc. dba DarkSky International (the Organization) was organized as a non-profit corporation in 1988. The purpose of the Organization is to restore the nighttime environment and protect communities from the harmful effects of light pollution through outreach, advocacy, and conservation. The Organization receives most of its funding through membership and contributions as well as grants from various sources.

Some of the Organization's activities are conducted by chapters. During the year ending December 31, 2023, all the LLCs were dissolved, and the chapters were either incorporated as separate 501(c)(3) organizations or became volunteer-only chapters of the Organization.

2. Summary of Significant Accounting Policies

Basis of Presentation and Accounting

The financial statements of the Organization have been prepared on the accrual basis of accounting and, accordingly, reflect all significant receivables, payables and other liabilities. Revenue is recognized when earned and expenses are recognized when incurred.

Financial Statement Presentation

The Organization reports net assets, revenues, gains and losses based on the existence or absence of donor or grantor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

- Net assets without donor restrictions – net assets available for use in general operations and not subject to donor (or grantor) restrictions. As of December 31, 2024 and 2023, the Board of Directors has designated net assets in the amount of \$490,000 as a general operating reserve to help ensure the long-term financial stability of the Organization.
- Net assets with donor restrictions – net assets subject to donor (or grantor) restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity.

Contributions

Contributions are recognized as revenue when received or unconditionally promised. The Organization reports gifts of cash and other assets as increases in net assets without donor restrictions if the restrictions expire (that is, when stipulated time restriction ends or purpose restriction is accomplished) in the reporting period in which the revenue is recognized. All other donor-restricted 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 statement of activities as net assets released from restrictions.

Grants and Contributions Receivable

Grants and contributions are recognized as revenue in the period in which the Organization receives notification of a grant or contribution. The Organization provides an allowance for doubtful accounts that is based upon a review of outstanding receivables, historical collection information and existing economic conditions. There was no allowance for doubtful accounts at December 31, 2024 and 2023.

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies, Continued

Accounts Receivable

Accounts receivable consists primarily of amounts due for program services earned. The Organization evaluates the collectability of accounts receivable based on a combination of factors. Management periodically reviewed accounts for collectability and writes off account when are deemed uncollectible. As of December 31, 2024 and 2023, management believes all accounts receivable are fully-collectible, and accordingly no allowance for credit losses has been recorded.

Conditional Grants and Contributions

The Organization received a conditional contribution during the year ended December 31, 2022. The total amount of the contribution is \$1,000,000 and is payable over a three-year period beginning during the year ended December 31, 2022. The contribution is restricted as to use and must be invested in the Organization's strategic plan as defined in the agreement. The Organization received \$380,000 and \$320,000, respectively, during the years ended December 31, 2024 and 2023.

Donated Services and Materials

Donated materials are valued at their fair market value. Donated services are recognized in the combined financial statements at their fair market value if the following criteria are met:

- The services require specialized skills and the services provided by individuals possessing those skills.
- The services would typically need to be purchased if not donated.

Although the Organization may utilize the services of outside volunteers, the fair value of these services has not been recognized in the accompanying combined financial statements since they do not meet the criteria for recognition under accounting principles generally accepted in the United States of America.

Donated services for the years ended December 31, 2024 and 2023 consist of legal services in the amount of \$-0- and \$101,245, respectively, and were fully-utilized for program services.

Cash

For the purposes of the statement of cash flows, the Organization considers all cash and highly liquid investments purchased with an original maturity of three months or less to be cash equivalents. Cash balances are maintained at various financial institutions. The Federal Deposit Insurance Corporation (FDIC) insures cash accounts up to \$250,000 per institution. At December 31, 2024 and 2023, the Organization had \$87,713 and \$168,290, respectively, on deposit with a financial institution in excess of FDIC limitations. Investments held by other institutions are covered up to \$500,000 under insurance provided by the Securities Investor Protection Corporation (SIPC). However, SIPC does not protect against losses on market value. At December 31, 2024 and 2023, the Organization had cash and investments in the amount of \$808,619 and \$911,505, respectively, on deposit with a financial institution in excess of SIPC limitations. It is the opinion of management that the solvency of the referenced financial institutions is not of concern at this time.

Investments

Investments in marketable securities with readily determinable fair values and all investments in debt securities are valued at their fair values in the combined statement of financial position. Unrealized gains and losses are included in the change in net assets.

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies, Continued

Investments – Other

Investments - other is comprised of various certificates of deposit held for investment that are not debt securities. The certificates of deposit mature between January 2025 and September 2027 have an annual fixed interest rates ranging from 3.35% to 4.9% and are recorded at fair market value.

Certificates of deposit with original maturities greater than three months and remaining maturities less than one year are classified as current, and certificates of deposit with remaining maturities greater than one year are classified as non-current.

Furniture, Equipment and Software

Purchases of furniture, equipment and software having a unit cost of \$5,000 or more and an estimated useful life of more than one year are capitalized at cost. Donated furniture, software and equipment meeting the same criteria is recorded at estimated fair market value on the date of the donation. Depreciation is calculated using the straight-line method over the estimated useful lives of the assets which range from five to ten years. Amortization of software is calculated using the straight-line method over the estimated useful life of five years.

Use of Estimates

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

Income Taxes

The Organization is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code (IRC). However, net income from advertising activities not directly related to the Organization's tax-exempt purpose may be subject to taxation as unrelated business income. There was no income tax expense for such unrelated business income for the years ended December 31, 2024 and 2023. The Organization is classified as other than a private foundation under Section 509(a) of the IRC.

The Organization is the sole member of each of the chapter limited liability companies. The Internal Revenue Service disregards single-member limited liability companies for income tax reporting purposes. Therefore, the net activity from the chapters is combined and reported on the Organization's annual Return of Organization Exempt from Income Tax.

The Organization's policy is to disclose or recognize income tax positions based on management's estimate of whether it is reasonably possible or probable, respectively, that a liability has been incurred for unrecognized income tax positions. As of December 31, 2024, there were no uncertain tax positions that are potentially material. In addition, management is not aware of any matters which would cause the Organization to lose its tax-exempt status.

Functional Expenses

The financial statements report certain categories of expense that are attributable to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include depreciation, rent and other occupancy-related costs, as well as salaries related expenses, travel, office expenses, printing, professional fees and information technology, which are allocated on the bases of time and effort estimates.

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies, Continued

Unconditional Promises to Give

Unconditional promises to give are recognized as revenue in the period received. Unconditional promises to give that are expected to be collected in future years are recorded at the present value of their estimated future cash flows. Management evaluates unconditional promises to give and establishes an allowance for doubtful unconditional promises to give based on an estimate of uncollectible amounts. There was no allowance for doubtful accounts at December 31, 2024 and 2023.

Reclassifications

Certain items from the 2023 financial statements have been reclassified to conform to the presentation in the 2024 financial statements. These reclassifications did not change net assets as previously reported.

3. Liquidity and Availability of Resources

The Organization structures its financial assets to be available as its general expenditures, liabilities and other obligations become due. Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the statement of financial position date, are comprised of the following at December 31,:

	<u>2024</u>	<u>2023</u>
Cash	\$ 870,488	\$ 1,124,455
Unconditional promises to give, net, current portion	95,000	-
Grants and contributions receivable	415,000	20,000
Accounts receivable	42,194	9,300
Investments	240,937	236,364
Investments - other, current portion	<u>462,434</u>	<u>208,754</u>
Total financial assets available within one year	2,126,053	1,598,873
Less:		
Amounts unavailable for general expenditure within one year due to:		
Restrictions by donors with purpose restrictions	957,802	841,897
Restrictions by donors with time restrictions	<u>256,467</u>	<u>41,900</u>
Total amounts unavailable for general expenditures within one year	1,214,269	883,797
Amounts unavailable to management without board approval:		
Designated by the Board	<u>490,000</u>	<u>490,000</u>
Total financial assets available to management for general expenditure within one year	<u>\$ 421,784</u>	<u>\$ 225,076</u>

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

4. Unconditional Promises to Give

Unconditional promises to give consist of unrestricted operating grants and donations to be paid over future years. Unconditional promises to give due after one year are discounted at 5% at December 31, 2024 and consists of balances to be paid in future years as follows at December 31,:

	<u>2024</u>	<u>2023</u>
2025	\$ 95,000	\$ -
2026	95,000	-
2027	<u>25,000</u>	<u>-</u>
Total unconditional promises to give	215,000	-
Less interest component at 5%	<u>(13,723)</u>	<u>-</u>
Unconditional promies to give, net	201,277	-
Less current portion	95,000	-
Non-current portion	<u>\$ 106,277</u>	<u>\$ -</u>

5. Investments

Investments are stated at market value and consist of the following at December 31,:

	<u>2024</u>	<u>2023</u>
Exchange traded funds	\$ 240,937	\$ 199,344
US Treasury securities	<u>-</u>	<u>37,020</u>
Total investments	<u>\$ 240,937</u>	<u>\$ 236,364</u>

Investment income, including earnings on investments – other and cash deposits, consists of the following for the years ended December 31,:

	<u>2024</u>	<u>2023</u>
Interest and dividend income	\$ 45,022	\$ 45,120
Realized and unrealized gain on investments	<u>40,852</u>	<u>35,924</u>
Investment income	<u>\$ 85,874</u>	<u>\$ 81,044</u>

6. Furniture, Equipment, and Software

Furniture, equipment and software consists of the following at December 31,:

	<u>2024</u>	<u>2023</u>
Furniture and equipment	\$ -	\$ 22,097
Website design	<u>63,858</u>	<u>63,858</u>
Total furniture, software and equipment	63,858	85,955
Less accumulated depreciation	<u>(18,093)</u>	<u>(20,620)</u>
Furniture, equipment and software, net	<u>\$ 45,765</u>	<u>\$ 65,335</u>

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

7. Fair Value Measurements

The Financial Accounting Standards Board has established a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Organization has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

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

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodology used for assets measured at fair value as of December 31, 2024 and 2023.

- *US treasury securities and exchange traded funds*: valued at fair value based on national trade listing.

The method described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Organization believes its valuation method is appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Fair values of investment assets at December 31, 2024 and 2023, all considered Level 1, include exchange traded funds of \$240,937 and \$199,344, respectively, and US Treasury securities of \$-0- and \$37,020, respectively.

See independent auditor's report.

THE INTERNATIONAL DARK-SKY ASSOCIATION, INC. dba
DARKSKY INTERNATIONAL

NOTES TO FINANCIAL STATEMENTS
For the years ended December 31, 2024 and 2023

8. Net Assets With Donor Restrictions

Net assets with donor restrictions are restricted as follows at December 31,:

	2024	2023
Subject to expenditure for specified purpose:		
Campaign for Dark Skies	\$ 597,657	\$ 599,642
Protecting Dark Skies of the American Southwest	250,000	100,000
Chapters	64,145	23,807
Dark & Quiet Skies policy	46,000	118,448
	957,802	841,897
Subject to passage of time:		
Future operations	214,567	-
Endowments:		
Perpetual in nature	41,900	41,900
Total net assets with donor restrictions	\$ 1,214,269	\$ 883,797

Activity in net assets with donor restrictions is comprised of the following for the year ended December 31, 2024:

	Contributions	Releases/ Transfers
Subject to expenditure for specified purpose:		
Campaign for Dark Skies	\$ 575,000	\$ (576,985)
Protecting Dark Skies of the American Southwest	250,000	(100,000)
Chapters	54,525	(14,187)
Dark & Quiet Skies Policy	-	(72,448)
DarkSky Action Fund	124,634	(124,634)
Oil and Gas Lighting Program	30,000	(30,000)
	1,034,159	(918,254)
Subject to expenditure with passage of time:		
Future operations	310,000	(95,433)
Endowments:		
Perpetual in nature	-	-
	\$ 1,344,159	\$ (1,013,687)

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8. Net Assets With Donor Restrictions, Continued

Activity in net assets with donor restrictions is comprised of the following for the year ended December 31, 2023:

	Contributions	Releases/ Transfers
Subject to expenditure for specified purpose:		
Campaign for Dark Skies	\$ 350,000	\$ (313,003)
Protecting Dark Skies of the American Southwest	100,000	(100,000)
UA Lighting and policy database	-	(27,414)
Website and CRM	-	(49,315)
Chapters	23,917	(76,328)
Sky quality monitors	-	(2,234)
Dark & Quiet Skies Policy	180,000	(61,552)
	653,917	(629,846)
Endowments:		
Perpetual in nature	4,900	-
	\$ 658,817	\$ (629,846)

9. Endowments

The Organization's endowments include donor restricted funds. As required by accounting principles generally accepted in the United States of America applicable to nonprofit organizations, net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The Organization has interpreted Arizona's version (Titled the "Management of Charitable Funds Act" (the Act)) of the 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 Board of Directors has appropriated 2024 and 2023 earnings on unrestricted investments and on donor-restricted endowments, which are not subject to donor stipulation, for expenditure.

As a result of this interpretation, when reviewing its donor-restricted endowment funds, the Organization considers a fund to be underwater if the fair value of the fund is less than the sum of (a) the original value of initial and subsequent gift amounts donated to the fund and (b) any accumulation to the fund that are required to be maintained in perpetuity in accordance with the direction of the applicable donor gift instrument. The Organization has interpreted the Act to permit spending from underwater funds in accordance with the prudent measures required under the law. In accordance with the Act, the Organization considers the following factors in making a determination to appropriate or accumulate endowment funds:

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9. Endowments, Continued

- The duration and preservation of the fund
- The purposes of the organization and the donor-restricted endowment fund
- General economic conditions
- The possible effect of inflation and deflation
- The expected total return from income and the appreciation of investments
- Other resources of the organization
- The investment policies of the Organization

Funds with Deficiencies

From time to time, certain donor-restricted endowment funds may have fair values less than the amount required to be maintained by donors or by law (underwater endowments). We have interpreted UPMIFA to permit spending from underwater endowments in accordance with prudent measures required under law. At December 31, 2024 and 2023, there were no funds with deficiencies.

Investment and Spending Policies

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by the endowment fund while seeking to maintain the original value of any contributions to the endowment assets. Endowment assets include those assets of donor-restricted funds that the Organization must hold in perpetuity. Investment income on endowment funds is appropriated for expenditure in the year earned, and is, therefore, included in net assets without donor restrictions. During the years ended December 31, 2024 and 2023, the Organization received \$-0- and \$4,900, respectively, in donor-restricted endowment contributions.

10. Operating Leases

During July 2024, the Organization renewed its office space lease under a non-cancelable operating lease that will expire on August 1, 2025. The lease is for a period of 12 months and renews annually at the discretion of the Organization and the lessor. Total rent expense for the years ended December 31, 2024 and 2023 was \$21,779 and \$20,751, respectively. Future minimum lease payments due under the lease as of December 31, 2024 are \$12,489 during the year ended December 31, 2025.

11. Subsequent Events

As of August 25, 2025, management is not aware of any subsequent events having occurred that would have a material impact on the presentation of the Organization's financial statements.

See independent auditor's report.