

International Rivers Network and Affiliate

Consolidated Financial Statements
and Independent Auditor's Report

December 31, 2025 and 2024

International Rivers Network and Affiliate

Consolidated Financial Statements
December 31, 2025 and 2024

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INDEPENDENT AUDITOR’S REPORT

To the Board of Directors of
International Rivers Network and Affiliate

Opinion

We have audited the accompanying consolidated financial statements of International Rivers Network and Affiliate (collectively, “the Organization”), which comprise the consolidated statements of financial position as of December 31, 2025 and 2024; the related consolidated statements of activities, functional expenses, and cash flows for the years then ended; and the related notes to the consolidated financial statements.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Organization as of December 31, 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. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated 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 Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Responsibilities of Management for the Consolidated Financial Statements (continued)

In preparing the consolidated 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 consolidated financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 consolidated financial statements.

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated 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 consolidated 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 consolidated 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 Consolidated 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.

Handwritten signature in black ink that reads "Rogers + Company PLLC". The signature is written in a cursive, flowing style.

Vienna, Virginia
April 20, 2026

International Rivers Network and Affiliate

Consolidated Statements of Financial Position December 31, 2025 and 2024

	2025	2024
Assets		
Cash and cash equivalents	\$ 1,469,327	\$ 1,492,775
Grants and contributions receivable	439,971	260,583
Prepaid expenses and other assets	17,479	25,387
Deposits	2,153	2,153
Total assets	<u>\$ 1,928,930</u>	<u>\$ 1,780,898</u>
Liabilities and Net Assets		
Liabilities		
Accounts payable and accrued expenses	\$ 90,607	\$ 92,105
Conditional grants	-	10,968
Total liabilities	<u>90,607</u>	<u>103,073</u>
Net Assets		
Without donor restrictions	506,406	543,657
With donor restrictions	1,331,917	1,134,168
Total net assets	<u>1,838,323</u>	<u>1,677,825</u>
Total liabilities and net assets	<u>\$ 1,928,930</u>	<u>\$ 1,780,898</u>

See accompanying notes.

International Rivers Network and Affiliate

Consolidated Statement of Activities
For the Year Ended December 31, 2025

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support			
Grants and contributions	\$ 140,537	\$ 1,987,700	\$ 2,128,237
In-kind contributions	224,187	-	224,187
Honoraria revenue	21,000	-	21,000
Interest income	254	-	254
Miscellaneous revenue	2,013	-	2,013
Net assets released from restrictions	1,789,951	(1,789,951)	-
Total revenue and support	2,177,942	197,749	2,375,691
Expenses			
Program services	1,918,293	-	1,918,293
Supporting services:			
Management and general	115,199	-	115,199
Fundraising	181,701	-	181,701
Total supporting services	296,900	-	296,900
Total expenses	2,215,193	-	2,215,193
Change in Net Assets	(37,251)	197,749	160,498
Net Assets, beginning of year	543,657	1,134,168	1,677,825
Net Assets, end of year	\$ 506,406	\$ 1,331,917	\$ 1,838,323

See accompanying notes.

International Rivers Network and Affiliate

Consolidated Statement of Activities
For the Year Ended December 31, 2024

	Without Donor Restrictions	With Donor Restrictions	Total
Revenue and Support			
Grants and contributions	\$ 141,232	\$ 953,520	\$ 1,094,752
In-kind contributions	28,557	-	28,557
Honoraria revenue	5,000	-	5,000
Interest income	1,455	-	1,455
Net assets released from restrictions	1,912,779	(1,912,779)	-
Total revenue and support	2,089,023	(959,259)	1,129,764
Expenses			
Program services	1,866,547	-	1,866,547
Supporting services:			
Management and general	152,228	-	152,228
Fundraising	81,624	-	81,624
Total supporting services	233,852	-	233,852
Total expenses	2,100,399	-	2,100,399
Change in Net Assets	(11,376)	(959,259)	(970,635)
Net Assets, beginning of year	555,033	2,093,427	2,648,460
Net Assets, end of year	\$ 543,657	\$ 1,134,168	\$ 1,677,825

See accompanying notes.

International Rivers Network and Affiliate

Consolidated Statement of Functional Expenses
For the Year Ended December 31, 2025

	Program Services	Supporting Services			Total Expenses
		Management and General	Fundraising	Total Supporting Services	
Salaries	\$ 875,231	\$ 7,727	\$ 51,843	\$ 59,570	\$ 934,801
Employee benefits	70,342	5,800	88	5,888	76,230
Payroll taxes	25,887	4,078	2,196	6,274	32,161
Professional fees	410,105	41,730	99,000	140,730	550,835
Grants to others	92,362	-	-	-	92,362
Travel and meals	222,733	686	-	686	223,419
Conferences, conventions, and meetings	166,636	-	-	-	166,636
Dues, licenses, and other fees	5,900	4,663	25,374	30,037	35,937
Information technology	4,242	26,858	59	26,917	31,159
Occupancy	11,332	7,632	-	7,632	18,964
Telephone	11,209	2,128	452	2,580	13,789
Insurance	1,923	11,942	-	11,942	13,865
Equipment rental and maintenance	8,707	29	1,078	1,107	9,814
Copying and printing	8,473	-	1,611	1,611	10,084
Supplies	2,001	78	-	78	2,079
Advertising and promotion	-	444	-	444	444
Staff training	301	-	-	-	301
Postage and shipping	909	903	-	903	1,812
Miscellaneous	-	501	-	501	501
Total Expenses	\$ 1,918,293	\$ 115,199	\$ 181,701	\$ 296,900	\$ 2,215,193

See accompanying notes.

International Rivers Network and Affiliate

Consolidated Statement of Functional Expenses
For the Year Ended December 31, 2024

	Program Services	Supporting Services			Total Expenses
		Management and General	Fundraising	Total Supporting Services	
Salaries	\$ 967,567	\$ 66,978	\$ 42,158	\$ 109,136	\$ 1,076,703
Employee benefits	62,787	2,676	29	2,705	65,492
Payroll taxes	30,196	4,804	3,525	8,329	38,525
Professional fees	245,322	50,801	216	51,017	296,339
Grants to others	125,465	-	-	-	125,465
Travel and meals	230,373	2,732	565	3,297	233,670
Conferences, conventions, and meetings	101,641	2,417	-	2,417	104,058
Dues, licenses, and other fees	9,094	654	32,108	32,762	41,856
Information technology	35,837	4,184	1,090	5,274	41,111
Occupancy	18,112	423	231	654	18,766
Telephone	11,510	2,773	1,182	3,955	15,465
Insurance	3,543	9,323	111	9,434	12,977
Equipment rental and maintenance	9,852	531	226	757	10,609
Copying and printing	9,037	284	-	284	9,321
Supplies	4,214	119	-	119	4,333
Advertising and promotion	15	125	-	125	140
Staff training	1,668	81	69	150	1,818
Postage and shipping	166	436	111	547	713
Miscellaneous	148	2,887	3	2,890	3,038
Total Expenses	\$ 1,866,547	\$ 152,228	\$ 81,624	\$ 233,852	\$ 2,100,399

See accompanying notes.

International Rivers Network and Affiliate

Consolidated Statements of Cash Flows For the Years Ended December 31, 2025 and 2024

	2025	2024
Cash Flows from Operating Activities		
Change in net assets	\$ 160,498	\$ (970,635)
Adjustments to reconcile change in net assets to net cash (used in) provided by operating activities:		
Change in present value discount on multi-year grants and contributions receivable	-	(15,142)
Amortization of right-of-use asset – operating lease	-	11,943
Change in operating assets and liabilities:		
(Increase) decrease in:		
Grants and contributions receivable	(179,388)	1,210,699
Prepaid expenses and other assets	7,908	(3,211)
Deposits	-	1,247
Decrease in:		
Accounts payable and accrued expenses	(1,498)	(1,156)
Conditional grants	(10,968)	(5,390)
Lease liability – operating lease	-	(11,943)
	(23,448)	216,412
Net cash (used in) provided by operating activities	(23,448)	216,412
Net (Decrease) Increase in Cash and Cash Equivalents	(23,448)	216,412
Cash and Cash Equivalents, beginning of year	1,492,775	1,276,363
Cash and Cash Equivalents, end of year	\$ 1,469,327	\$ 1,492,775

See accompanying notes.

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
December 31, 2025 and 2024

1. Nature of Operations

International Rivers Network (IRN) is a California nonprofit organization founded in 1986, and headquartered in Oakland, California. IRN's mission is to protect the rights of rivers and communities that depend on them. IRN works with river-dependent and dam-affected communities to ensure their voices are heard and their rights are respected. IRN helps to build well-resourced, active networks of civil society groups to create the change. IRN undertakes independent, investigative research, generating robust data and evidence to inform policies and campaigns. IRN exposes and resists destructive projects, while also engaging with all relevant stakeholders, including industry and policymakers, to develop a vision that protects rivers and the communities that depend upon them. Programs and activities are primarily funded through grants and contributions.

In 2006, IRN founded a supporting organization called the Fund for International Rivers (FIR), a California nonprofit organization. IRN has a controlling interest in FIR through both financial and economic control.

2. Summary of Significant Accounting Policies

Principles of Consolidation

The accompanying consolidated financial statements include the account balance activities of IRN and FIR. All intercompany balances and significant transactions have been eliminated in consolidation. Except when referred to separately, all entities are collectively referred to as "the Organization" throughout the accompanying consolidated financial statements and related notes.

Use of Estimates

The preparation of consolidated 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 consolidated financial statements and accompanying notes. Actual results could differ from those estimates.

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
December 31, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Basis of Accounting and Presentation

The Organization's consolidated financial statements 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 With Donor Restrictions* – Net assets subject to donor (or certain grantor) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Cash Equivalents

The Organization considers as cash equivalents all highly liquid investments, which can be converted into known amounts of cash and have a maturity period of 90 days or less at the time of purchase.

Grants and Contributions Receivable

Grants and contributions receivable represent unconditional amounts committed to the Organization. All grants and contributions receivable are expected to be collected within one year and are recorded at net realizable value. Management determines the allowance for doubtful accounts based upon review of outstanding receivables, historical collection information, and existing economic conditions. No allowance for uncollectible grants and contributions receivable has been established at both December 31, 2025 and 2024, as all amounts are deemed fully collectible.

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
December 31, 2025 and 2024

2. Summary of Significant Accounting Policies (continued)

Property and Equipment

Property and equipment acquisitions with a cost in excess of \$2,500 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 individual assets, which range from three to five years. Repairs and maintenance costs are expensed as incurred.

Operating Leases

The Organization has elected the short-term lease exemption under Financial Accounting Standards Board Accounting Standards Codification Topic 842, *Leases*. Leases with terms of 12 months or less are not recognized in the consolidated statements of financial position. Lease payments are recognized as expense on a straight-line basis over the lease term.

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 consolidated statements of activities as net assets released from restrictions.

The Organization receives certain promises to give, collected over multiple accounting periods, and classifies the portion receivable in future accounting periods as restricted revenue. The Organization discounts the promises to give using an appropriate discount rate over the contribution period, if material.

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Notes to Consolidated Financial Statements
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2. Summary of Significant Accounting Policies (continued)

Revenue Recognition (continued)

Revenue Accounted for in Accordance with Contribution Accounting (continued)

Conditional grants 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. Conditional grants 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.

In-Kind Contributions

The value of contributions that enhance a nonfinancial asset, which are considered specialized and can be estimated, and would have been purchased if not donated, are reflected in the accompanying consolidated statements of activities as in-kind contributions. In-kind contributions consist primarily of legal services and other professional services that benefit both program and supporting services. In-kind contributions are recognized as revenue and expense in the accompanying consolidated statements of activities at their estimated fair value, as provided by the donor, at the date of receipt, or calculated fair value of use of property in the period the property is used.

Foreign Currency Transactions and Translations

The Organization conducts a portion of its operations internationally, and accordingly, transacts in the local currency of these countries. Additionally, certain assets and liabilities of the Organization are held in local currencies of various countries, and translated at the month-end and year-end exchange rates for purposes of consolidation. Gains and losses from foreign currency transactions and translations for the year are included net in expenses in the accompanying consolidated statements of activities and functional expenses, as they relate to the Organization's operations. During the years ended December 31, 2025 and 2024, the Organization had losses from foreign currency transactions and translations of \$500 and \$2,883, respectively.

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
December 31, 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 consolidated statements of activities. The consolidated 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.

Advertising and Promotion Costs

Advertising and promotion costs are expensed as incurred.

Subsequent Events

In preparing these consolidated financial statements, the Organization has evaluated events and transactions for potential recognition or disclosure through April 20, 2026, the date the consolidated financial statements were available to be issued.

3. Liquidity and Availability

The Organization strives to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. Management periodically reviews the Organization's liquid asset needs and adjusts the cash and cash equivalents balances as necessary. Additionally, the Organization considers net assets with donor restrictions for use in current programs that are ongoing, major, and central to its annual operations to be available to meet cash needs for general expenditures.

Financial assets that are available for general expenditures within one year of the consolidated statements of financial position date comprise the following at December 31:

	<u>2025</u>	<u>2024</u>
Cash and cash equivalents	\$ 1,469,327	\$ 1,492,775
Grants and contributions receivable, due in less than one year	<u>439,971</u>	<u>260,583</u>
Total available for general expenditures	<u>\$ 1,909,298</u>	<u>\$ 1,753,358</u>

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
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4. Concentrations of Risk

Credit Risk

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

As of December 31, 2025 and 2024, the Organization maintained \$30,642 and \$47,169, respectively, of cash on hand in foreign financial institutions. The majority of funds held in foreign financial institutions outside the United States are uninsured.

Revenue Risk

During the years ended December 31, 2025 and 2024, a substantial portion of the Organization's revenue was generated from a few major donors. The donations totaled 75% and 68% of the Organization's total revenue and support for the years ended December 31, 2025 and 2024, respectively. A potential reduction or change in funding from these sources in the future could significantly impact the Organization's ability to carry out its program activities.

5. Net Assets With Donor Restrictions

Net assets with donor restrictions were restricted for the following purposes at December 31:

	<u>2025</u>	<u>2024</u>
Purpose restricted:		
Africa programs	\$ 544,705	\$ 543,301
China programs	440,026	221,116
Headquarters	158,324	-
South Asia programs	74,419	136,103
Southeast Asia programs	60,285	42,423
Latin America programs	54,158	113,805
Time restricted	-	77,420
Total net assets with donor restrictions	<u>\$ 1,331,917</u>	<u>\$ 1,134,168</u>

International Rivers Network and Affiliate

Notes to Consolidated Financial Statements
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6. Commitments and Contingencies

Membership Agreement

The Organization maintains a month-to-month membership agreement for shared office space for its headquarters in the United States, located in Oakland, California. Expenses under the agreement vary based on the number of offices utilized each month.

Office Lease

The Organization leases office space for its international operations in South Africa under a short-term lease arrangement that is renewed annually. The lease requires fixed monthly payments over the lease term. Lease expense is recognized on a straight-line basis over the term of the agreement.

Foreign Operations

As described in Notes 1 and 2, in connection with its worldwide programmatic activities, the Organization operates in various countries outside the United States, including Brazil, India, South Africa, and Thailand. Foreign operations are subject to risks inherent in operating under different legal systems and various political and economic environments. Among the risks are changes in existing tax laws, possible limitations on foreign investment and income repatriation, government price or foreign exchange controls, and restrictions on currency exchange. Effective October 1, 2025, the Organization formally separated from its Thailand office and concurrently entered into a partnership agreement.

7. Allocation of Expenses from Management and General Activities

The consolidated financial statements report 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 allocates its expenses directly to specific functions. The expenses that are allocated indirectly include salaries, employee benefits, and payroll taxes, which are allocated on the basis of estimates of time and effort. Additionally, other expenses are allocated based on an overhead allocation calculated by the percentage of staff time spent on each function.

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Notes to Consolidated Financial Statements
December 31, 2025 and 2024

8. Retirement Plan

The Organization maintains a 403(b) plan, which covers substantially all employees meeting certain age and service requirements. Participants may contribute a portion of their annual compensation, subject to limitations established by the Internal Revenue Service. The Organization does not provide employer contributions to the plan.

9. Income Taxes

IRN is exempt from payment of taxes on income other than net unrelated business income under Section 501(c)(3) of the Internal Revenue Code (IRC). For the years ended December 31, 2025 and 2024, there was no unrelated business income and, accordingly, no federal or state income taxes have been recorded.

FIR is qualified as a tax-exempt organization under IRC Section 501(c)(3), and is exempt from payment of taxes on income other than net unrelated business income. For the years ended December 31, 2025 and 2024, there was no unrelated business income and, accordingly, no federal or state income taxes have been recorded.

Management considers whether any material tax positions taken are more likely than not to be sustained upon examination by the applicable taxing authority. Management believes that any tax positions taken are supported by substantial authority, and, hence, do not need to be measured or disclosed in the accompanying consolidated financial statements. Management has evaluated the Organization's tax positions and concluded that the Organization's consolidated financial statements do not include any uncertain tax positions.