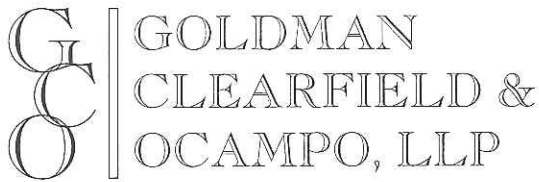


**HUMAN RIGHTS FOUNDATION**  
**FINANCIAL STATEMENTS**  
**YEARS ENDED DECEMBER 31, 2018 AND 2017**

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CERTIFIED PUBLIC ACCOUNTANTS

**INDEPENDENT AUDITORS' REPORT**

To the Board of Directors  
Human Rights Foundation  
New York, NY

We have audited the accompanying financial statements of Human Rights Foundation (a non-profit organization), which comprise the statements of financial position as of December 31, 2018 and 2017, and the related statements of activities and statements of cash flows for the years then ended, and related notes to the financial statements.

**Management's Responsibility for the Financial Statements**

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

**Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Human Rights Foundation as of December 31, 2018 and 2017 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.

*Goldman, Clearfield & Ocampo, LLP*

Columbia, MD  
October 21, 2019

**HUMAN RIGHTS FOUNDATION  
STATEMENTS OF FINANCIAL POSITION  
DECEMBER 31, 2018 AND 2017**

	<u>2018</u>	<u>2017</u>
<b>ASSETS</b>		
Cash	\$ 241,607	\$ 1,360,288
Contributions and Grants Receivable	2,319,890	14,303
Prepaid Expenses	13,311	148,433
Property and Equipment, Net	31,225	8,407
Digital Currency	29,291	546,535
Security Deposit	<u>70,493</u>	<u>70,493</u>
<b>TOTAL ASSETS</b>	<u>\$ 2,705,817</u>	<u>\$ 2,148,459</u>
 <b>LIABILITIES</b>		
<b>CURRENT LIABILITIES</b>		
Accounts Payable	\$ 357,667	\$ 288,392
Loan Payable	<u>100,000</u>	<u>-</u>
<b>TOTAL LIABILITIES</b>	<u>457,667</u>	<u>288,392</u>
 <b>NET ASSETS</b>		
Without Donor Restrictions	(179,850)	1,742,969
With Donor Restrictions	<u>2,428,000</u>	<u>117,098</u>
<b>TOTAL NET ASSETS</b>	<u>2,248,150</u>	<u>1,860,067</u>
 <b>TOTAL LIABILITIES AND NET ASSETS</b>	 <u>\$ 2,705,817</u>	 <u>\$ 2,148,459</u>

The accompanying notes are an integral part of these financial statements.

**HUMAN RIGHTS FOUNDATION  
STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2018**

**CHANGES IN UNRESTRICTED NET ASSETS**

	<u>WITHOUT DONOR RESTRICTIONS</u>	<u>WITH DONOR RESTRICTIONS</u>	<u>TOTAL</u>
<b>REVENUES, GAINS AND OTHER SUPPORT</b>			
Individuals	\$ 2,067,103	\$ 716,444	\$ 2,783,547
Foundations	794,784	3,509,918	4,304,702
Corporate Grants	537,269	732,084	1,269,353
Realized Loss on Investments	(259,903)	-	(259,903)
Unrealized Loss on Investments	(575)	-	(575)
Release of Temporarily Restricted Assets	<u>2,647,544</u>	<u>(2,647,544)</u>	<u>-</u>
<b>TOTAL REVENUES, GAINS AND OTHER SUPPORT</b>	<u>5,786,222</u>	<u>2,310,902</u>	<u>8,097,124</u>
<b>EXPENSES</b>			
Program Services	6,978,488	-	6,978,488
Management and General	372,127	-	372,127
Fundraising	<u>358,426</u>	<u>-</u>	<u>358,426</u>
<b>TOTAL EXPENSES</b>	<u>7,709,041</u>	<u>-</u>	<u>7,709,041</u>
<b>INCREASE (DECREASE) IN NET ASSETS</b>	(1,922,819)	2,310,902	388,083
<b>NET ASSETS - BEGINNING</b>	<u>1,742,969</u>	<u>117,098</u>	<u>1,860,067</u>
<b>NET ASSETS - ENDING</b>	<u>\$ (179,850)</u>	<u>\$ 2,428,000</u>	<u>\$ 2,248,150</u>

The accompanying notes are an integral part of these financial statements.

**HUMAN RIGHTS FOUNDATION  
STATEMENT OF ACTIVITIES  
YEAR ENDED DECEMBER 31, 2017**

**CHANGES IN UNRESTRICTED NET ASSETS**

	<u>WITHOUT DONOR RESTRICTIONS</u>	<u>WITH DONOR RESTRICTIONS</u>	<u>TOTAL</u>
<b>REVENUES, GAINS AND OTHER SUPPORT</b>			
Individuals	\$ 3,770,758	\$ 40,000	\$ 3,810,758
Foundations	893,672	16,250	909,922
Corporate Grants	361,322	80,000	441,322
Interest and Dividends	890	-	890
Realized Gain on Investments	10,601	-	10,601
Unrealized Gain on Investments	418,485	-	418,485
Release of Temporarily Restricted Assets	<u>74,816</u>	<u>(74,816)</u>	<u>-</u>
<b>TOTAL REVENUES, GAINS AND OTHER SUPPORT</b>	<u>5,530,544</u>	<u>61,434</u>	<u>5,591,978</u>
<b>EXPENSES</b>			
Program Services	4,906,752	-	4,906,752
Management and General	149,735	-	149,735
Fundraising	<u>267,021</u>	<u>-</u>	<u>267,021</u>
<b>TOTAL EXPENSES</b>	<u>5,323,508</u>	<u>-</u>	<u>5,323,508</u>
<b>INCREASE IN NET ASSETS</b>	207,036	61,434	268,470
<b>NET ASSETS - BEGINNING</b>	<u>1,535,933</u>	<u>55,664</u>	<u>1,591,597</u>
<b>NET ASSETS - ENDING</b>	<u>\$ 1,742,969</u>	<u>\$ 117,098</u>	<u>\$ 1,860,067</u>

The accompanying notes are an integral part of these financial statements.

**HUMAN RIGHTS FOUNDATION  
SCHEDULE OF FUNCTIONAL EXPENSES  
YEAR ENDED DECEMBER 31, 2018**

	<b>SUPPORTING SERVICES</b>			
	<b>PROGRAM SERVICES</b>	<b>MANAGEMENT AND GENERAL</b>	<b>FUND- RAISING</b>	<b>TOTAL</b>
Advertising	\$ 20,910	\$ -	\$ 20	\$ 20,930
Awards	340,727	243	-	340,970
Conferences/Meetings	188,634	-	10,870	199,504
Consultant's Fees	339,902	82,011	87,880	509,793
Depreciation	14,132	-	-	14,132
Dues and Subscriptions	3,604	99	4,086	7,789
Employee Benefits	182,647	14,189	11,114	207,950
Event Production	3,040,892	-	-	3,040,892
General Programs	492,853	15,305	34,069	542,227
Human Resources	319	25,169	2,739	28,227
Information Technology	44,272	6,042	1,342	51,656
Insurance	6,920	23,325	4,310	34,555
Interest Expense	-	817	-	817
Leased Equipment	5,017	236	295	5,548
Licenses	5,129	-	-	5,129
Office Expenses	62,952	9,076	10,240	82,268
Payroll Taxes	101,651	26,737	9,428	137,816
Postage and Delivery	39,479	157	8,384	48,020
Printing	34,849	674	3,305	38,828
Professional Services	251,454	38,093	5,739	295,286
Rent and Utilities	271,735	17,713	22,185	311,633
Salaries	1,489,178	110,279	138,118	1,737,575
Telephone and Internet	41,232	1,962	4,302	47,496
	<u>\$ 6,978,488</u>	<u>\$ 372,127</u>	<u>\$ 358,426</u>	<u>\$ 7,709,041</u>

The accompanying notes are an integral part of these financial statements.

**HUMAN RIGHTS FOUNDATION  
SCHEDULE OF FUNCTIONAL EXPENSES  
YEAR ENDED DECEMBER 31, 2017**

	<b>SUPPORTING SERVICES</b>			
	<b>PROGRAM SERVICES</b>	<b>MANAGEMENT AND GENERAL</b>	<b>FUND- RAISING</b>	<b>TOTAL</b>
Awards	\$ 221,637	\$ -	\$ -	\$ 221,637
Bad Debt	-	6,247	-	6,247
Conferences/Meetings	24,822	-	2,527	27,349
Consultant's Fees	155,014	6,000	52,714	213,728
Depreciation	669	-	-	669
Dues and Subscriptions	4,078	158	302	4,538
Employee Benefits	147,295	15,485	10,528	173,308
Event Production	1,868,520	-	-	1,868,520
General Programs	322,797	3,784	33,044	359,625
Information Technology	40,640	5,807	9,782	56,229
Insurance	12,156	9,822	-	21,978
Leased Equipment	3,605	-	275	3,880
Licenses	4,105	19	-	4,124
Office Expenses	114,256	7,788	12,580	134,624
Payroll Taxes	104,468	4,812	7,521	116,801
Postage and Delivery	35,005	2,234	4,998	42,237
Printing	20,312	857	11,311	32,480
Professional Services	312,108	18,752	10,807	341,667
Rent and Utilities	196,546	9,580	15,382	221,508
Salaries	1,288,969	56,661	92,802	1,438,432
Telephone and Internet	29,750	1,729	2,448	33,927
	<u>\$ 4,906,752</u>	<u>\$ 149,735</u>	<u>\$ 267,021</u>	<u>\$ 5,323,508</u>

The accompanying notes are an integral part of these financial statements.



**HUMAN RIGHTS FOUNDATION  
STATEMENTS OF CASH FLOWS  
YEARS ENDED DECEMBER 31, 2018 AND 2017**

	<u>2018</u>	<u>2017</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Increase in Net Assets	\$ 388,083	\$ 268,470
Adjustments to Reconcile Change in Net Assets to Net Cash Used in Operating Activities:		
Depreciation and Amortization	14,132	669
Bad Debt	-	6,247
Realized Loss (Gain) on Investments	259,903	(10,601)
Unrealized Loss (Gain) on Investments	575	(418,485)
Marketable Securities Donated	(245,304)	(256,161)
(Increase) Decrease in:		
Receivables	(2,305,587)	213,607
Prepaid Expenses	135,122	1,987
Increase in:		
Accounts Payable and Accrued Expenses	<u>69,275</u>	<u>88,096</u>
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<u>(1,683,801)</u>	<u>(106,171)</u>
<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property and Equipment	(36,950)	(9,076)
Proceeds from Sale of Investments	<u>502,070</u>	<u>164,001</u>
<b>NET CASH PROVIDED BY INVESTING ACTIVITIES</b>	<u>465,120</u>	<u>154,925</u>
<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Loan Payable	<u>100,000</u>	<u>-</u>
<b>NET CASH PROVIDED BY FINANCING ACTIVITIES</b>	<u>100,000</u>	<u>-</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	(1,118,681)	48,754
<b>CASH AND CASH EQUIVALENTS - BEGINNING OF YEAR</b>	<u>1,360,288</u>	<u>1,311,534</u>
<b>CASH AND CASH EQUIVALENTS - END OF YEAR</b>	<u>\$ 241,607</u>	<u>\$ 1,360,288</u>

The accompanying notes are an integral part of these financial statements.

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017**

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization:

Human Rights Foundation operates as a voluntary, non-profit, non-stock corporation chartered under the laws of the State of New York. The Foundation's purpose is to promote and protect human rights globally, with a focus on closed societies. Their mission is to ensure that freedom is both preserved and promoted. The Foundation is exempt from income taxes on its exempt activities under Section 501(c) (3) of the Internal Revenue Code.

Income Taxes:

The Foundation's Return of Organization Exempt from Income Tax (Form 990) for the years ended December 31, 2018, 2017 and 2016 are subject to examination, generally, for three years after they were filed.

The Foundation is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code, except on net income derived from unrelated business activities. The Foundation does not have any income from unrelated business activities. The Foundation believes that it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements.

Subsequent Events:

In the normal course of preparing the Foundation's financial statements, management reviews events that occur after the statement of financial position dated December 31, 2018 for potential recognition or disclosure in the financial statements. Management has evaluated subsequent events through October 21, 2019, which is the date the financial statements were available to be issued.

Method of Accounting:

The financial statements of the Foundation have been prepared on the accrual basis of accounting. Consequently, revenue is recognized when earned and expenses when incurred.

Use of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles in the United States of America requires management to make estimates and assumptions that effect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents:

For the purposes of the statements of cash flows, the Foundation considers all highly liquid investments available for current use with a maturity of three months or less to be cash equivalents.

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Reclassifications:

Certain prior year amounts have been reclassified to conform to the current year presentation.

Grants/Contributions Receivable:

Grants/Contributions Receivable have been reviewed by management and are considered fully collectible.

Financial Statement Presentation:

The net assets of the Foundation and changes therein are classified and reported as follows:

*Net Assets Without Donor Restrictions* – Net assets that are not subject to donor-imposed restrictions and may be expended for any purpose in performing the primary objectives of the organization. These net assets may be used at the discretion of Human Rights Foundation management and board of directors.

*Net Assets With Donor Restrictions* – Net assets subject to stipulations imposed by donors and grantors. Some donor restrictions are temporary in nature; those restrictions will be met by actions of Human Rights Foundation or by the passage of time. Other donor restrictions are perpetual in nature, whereby the donor has stipulated the funds be maintained in perpetuity.

Donor restricted contributions are reported as increases in net assets with donor restrictions. When a restriction expires, net assets are reclassified from net assets with donor restrictions to net assets without donor restrictions in the statements of activities.

New Accounting Pronouncement:

On August 18, 2016, FASB issued ASU 2016-14, Not-for-Profit Entities (Topic 958) – *Presentation of Financial Statements of Not-for-Profit Entities*. The update addresses the complexity and understandability of net asset classification, deficiencies in information about liquidity and availability of resources, and the lack of consistency in the type of information provided about expenses and investment return. Human Rights Foundation has adjusted the presentation of these statements accordingly. The ASU has been applied retrospectively to all periods presented.

Property and Equipment:

Property and equipment are stated at cost. Depreciation is computed using the straight-line method for financial reporting purposes at rates based on the following estimated useful lives:

	<u>YEARS</u>
Furniture and Fixtures	7
Computer Equipment and Software	3-5

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

**NOTE B – AVAILABILITY AND LIQUIDITY**

As of December 31, 2018, Human Rights Foundation has \$1,619,182 of financial assets available within one year of the balance sheet date to meet cash needs for expenditures, consisting of cash of \$241,607, digital currencies of \$29,291, and grants receivable of \$1,348,284. As of December 31, 2017, Human Rights Foundation has \$1,921,126 of financial assets available within one year of the balance sheet date to meet cash needs for general expenditure, consisting of cash of \$1,360,288, digital currencies of \$546,535, and grants receivable of \$14,303. The receivables are subject to implied time restrictions but are expected to be collected within one year. Human Rights Foundation’s goal is generally to maintain financial assets to meet 30 days’ worth of operating expenses.

**NOTE C – FUNCTIONAL ALLOCATION OF EXPENSES**

The costs of providing the various programs and activities have been summarized on a functional basis in the Statements of Activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

**NOTE D – PROPERTY AND EQUIPMENT, NET**

Property and equipment are summarized as follows:

	<u>2018</u>	<u>2017</u>
Furniture and Fixtures	\$ 14,862	\$ 14,862
Computer Equipment	15,752	15,752
Computer Software	<u>36,950</u>	<u>-</u>
	67,564	30,614
Less: Accumulated Depreciation	<u>36,339</u>	<u>22,207</u>
	<u>\$ 31,225</u>	<u>\$ 8,407</u>

Depreciation expense was \$14,132 and \$669 for the years ended December 31, 2018 and 2017, respectively.

**NOTE E – OPERATING LEASE**

The Foundation has entered into an operating lease for office space expiring on August 31, 2023. Rent expense under the lease was \$276,164 and \$221,319 for the years ended December 31, 2018 and 2017, respectively.

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

NOTE E – OPERATING LEASE (CONTINUED)

The following is a schedule of future minimum rental payments required under the above operating lease as of December 31, 2018:

<u>Year Ending</u>	<u>Amount</u>
2019	\$ 281,687
2020	291,659
2021	306,168
2022	312,292
2023	318,537
Thereafter	<u>215,171</u>
Total	<u>\$ 1,725,514</u>

NOTE F – FAIR VALUE MEASUREMENTS

Accounting Standards Codification 820 (ASC 820), *Fair Value Measurements and Disclosures*, defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC 820 also establishes a fair value hierarchy, which requires the Organization to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. Following three levels are defined by ASC 820 as a means of measuring fair value:

Level 1

Quoted prices in active markets for identical assets or liabilities that the reporting entity has the ability to access at the measurement date.

Level 2

Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

NOTE F – FAIR VALUE MEASUREMENTS (CONTINUED)

Level 3

Unobservable inputs reflecting the entity's own assumptions about the assumptions that market participants would use in pricing an asset or liability that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

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 methodologies used for assets measured at fair value. There have been no changes in the methodologies used since December 31, 2018.

*Interest-bearing cash, certificates of deposit, equity securities, bond securities and government securities:*  
Valued at the closing price reported on the active market on which the individual securities are traded.

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

The following table sets forth the Foundation's assets at fair value, by level, within the fair value hierarchy as of December 31, 2018 and 2017:

December 31, 2018	Level 1	Level 2	Level 3
Equity Securities	\$ -	\$ -	\$ -
Digital Currency	-	29,291	-
Totals	<u>\$ -</u>	<u>\$ 29,291</u>	<u>\$ -</u>

December 31, 2017	Level 1	Level 2	Level 3
Equity Securities	\$ -	\$ -	\$ -
Digital Currency	-	546,535	-
Totals	<u>\$ -</u>	<u>\$ 546,535</u>	<u>\$ -</u>

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

NOTE F – FAIR VALUE MEASUREMENTS (CONTINUED)

Investments are recorded at market value. The historical cost and market value of investments available for sale at December 31, 2018 were:

	<u>2018</u>		<u>2017</u>	
	<u>Cost</u>	<u>Market</u>	<u>Cost</u>	<u>Market</u>
Marketable Securities	\$ -	\$ -	\$ -	\$ -
Digital Currency	<u>29,866</u>	<u>29,291</u>	<u>114,460</u>	<u>546,535</u>
Total	<u>\$ 29,866</u>	<u>\$ 29,291</u>	<u>\$ 114,460</u>	<u>\$ 546,535</u>

Investment income from these investments is summarized as follows:

	<u>2018</u>	<u>2017</u>
Realized Gain (Loss) on Investments	\$ (259,903)	\$ 10,601
Unrealized Gain (Loss) on Investments	<u>(575)</u>	<u>418,485</u>
Total Investment Income	<u>\$ (260,478)</u>	<u>\$ 429,086</u>

NOTE G – DIGITAL CURRENCY OR DIGITAL MONEY

Digital currency or digital money is an Internet-based medium of exchange distinct from physical (such as banknotes and coins) that exhibits properties similar to physical currencies, but allows for instantaneous transactions and borderless transfer-of-ownership.

NOTE H – FINANCIAL INSTRUMENT RISK

The Federal Deposit Insurance Corporation (“FDIC”) insures the total of all accounts at a single banking institution up to \$250,000. The amount in excess of the FDIC limit totaled \$0 and \$1,005,740 at December 31, 2018 and 2017, respectively.

**HUMAN RIGHTS FOUNDATION  
NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2018 AND 2017  
(CONTINUED)**

NOTE I – LOAN PAYABLE

During the current year, the Foundation entered into a promissory note agreement for \$100,000 with a party related to a former officer. The loan is noninterest bearing and due on demand. Interest Expense of \$817 was imputed on the loan at 2.76%, the applicable federal rate for December 2018, with an offset to individual donations.

NOTE J – NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions consist of the following at December 31, 2018 and 2017:

	<u>2018</u>	<u>2017</u>
OFF Expansion	\$1,917,889	\$ -
Impact Litigation	145,000	-
Venezuela: OMI	278,361	
CFF	45,530	
Turkey Desk	34,554	
Fellowships	6,666	
OFFinNY 2018	-	50,000
OFF 2018 Tech Lab Grant	-	30,000
Wuilly Arteaga Grant	-	20,848
Canvas	-	16,250
	<u>\$2,428,000</u>	<u>\$ 117,098</u>