Consolidated Financial Statements and Report of Independent Certified Public Accountants
The Humane Society of the United States
December 31, 2003 and 2002

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Report of Independent Certified Public Accountants

Board of Directors The Humane Society of the United States

We have audited the accompanying consolidated statements of financial position of The Humane Society of the United States (the Society) and its interrelated organizations as of December 31, 2003, and the related consolidated statements of activities and changes in net assets, functional expenses and cash flows for the year then ended. These consolidated financial statements are the responsibility of the Society's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. The consolidated financial statements of The Humane Society of the United States as of and for the year ended December 31, 2002, were audited by other auditors whose report dated March 22, 2003, expressed an unqualified opinion on those statements.

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 consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of The Humane Society of the United States, as of December 31, 2003, and the changes in its net assets, functional expenses and cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States of America.

Our audit was made for the purpose of forming an opinion on the 2003 consolidated financial statements taken as a whole. The additional information on pages 21 and 22, which is the responsibility of the Society's management, is presented for purposes of additional analysis and is not a required part of the basic financial statements. The additional information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the 2003 consolidated financial statements taken as a whole.

Grant Thornton us

Vienna, Virginia March 5, 2004

Suite 300 2070 Chain Bridge Road Vienna, VA 22182-2536 T 703.847.7500 F 703.848.9580 W www.grantthornton.com

		2003	2002
Assets			
Current Assets			
Cash and cash equivalents	\$	5,082,758 \$	7,200,698
Contributions and bequests receivable, net of allowance of \$138,284 and \$74,728 at			
December 31, 2003 and 2002, respectively		1,184,932	2,031,322
Miscellaneous receivables		1,830,427	771,220
Accrued interest receivable		266,232	285,793
Prepaid expenses and deferred charges		1,767,956	1,905,970
Deposits	·	30,752	28,747
Total current assets		10,163,057	12,223,750
Non-current Assets			
Contributions and bequests receivable,			
net of current portion and discount		2,164,598	529,522
Prepaid pension cost		793,546	553,410
Investments		92,937,715	76,778,364
Investments to fund deferred compensation liability		594,471	438,558
Property and equipment, less accumulated		•	
depreciation of \$8,316,213 and \$7,572,940, respectively		9,552,495	9,817,932
Intangible pension asset			867,119
Total non-current assets		106,042,825	88,984,905
Total Assets	\$	116,205,882 \$	101,208,655
Liabilities and Net Assets Current Liabilities			
	•	5.474.920 •	F 220 500
Accounts payable Other current liabilities	\$	5,674,839 \$ 1,068,685	5,329,5 92 778,857
Accounts payable	<u>\$</u>		
Accounts payable Other current liabilities Total current liabilities	\$	1,068,685	778,857
Accounts payable Other current liabilities Total current liabilities	<u>\$</u>	1,068,685 6,743,524	778,857 6,108,449
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts	\$ 	1,068,685 6,743,524 5,081,225	778,857 6,108,449 4,252,320
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation	\$	1,068,685 6,743,524	778,857 6,108,449 4,252,320 949,830
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts	\$	1,068,685 6,743,524 5,081,225	778,857 6,108,449 4,252,320
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation	\$	1,068,685 6,743,524 5,081,225 1,090,079	778,857 6,108,449 4,252,320 949,830 1,318,325
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Cotal Liabilities	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Octal Liabilities	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Votal Liabilities Votal Liabilities Votal Liabilities Votal Massets Unrestricted:	\$	1,068,685 6,743,524 5,081,225 1,090,079 - 594,471 6,765,775	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Octal Liabilities	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Notal Liabilities Net Assets Unrestricted: Board-designated	\$	1,068,685 6,743,524 5,081,225 1,090,079 	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033 13,067,482
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Notal Liabilities Notal Liabilities Unrestricted: Board-designated Undesignated	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775 13,509,299 47,950,646 24,179,041 72,129,687	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033 13,067,482 42,132,104 19,399,721 61,531,825
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Vet Assets Unrestricted: Board-designated Undesignated Total unrestricted	\$	1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775 13,509,299 47,950,646 24,179,041	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033 13,067,482 42,132,104 19,399,721
Accounts payable Other current liabilities Total current liabilities Non-current Liabilities Annuities and unitrusts Accrued severance obligation Accrued pension obligation Deferred compensation liability Total non-current liabilities Vet Assets Unrestricted: Board-designated Undesignated Total unrestricted Temporarily restricted		1,068,685 6,743,524 5,081,225 1,090,079 — 594,471 6,765,775 13,509,299 47,950,646 24,179,041 72,129,687 9,941,440	778,857 6,108,449 4,252,320 949,830 1,318,325 438,558 6,959,033 13,067,482 42,132,104 19,399,721 61,531,825 6,031,018

The Humane Society of the United States

Consolidated Statements of Activities and Changes in Net Assets

		Year Ended December 31, 2003	nber 31, 2003			Year Ended December 31, 2002	aber 31, 2002	
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenue, Other Additions and Transfers	* 400 50 5 0 5 4 5 5 5 5 5 5 5 5 5 5 5 5	A 704 600 A	:	64 470 ack	3 121 90 00 P	3 660 150 *	j	0.85 529 65
Dues and contributions	107,000,54		¥ 11.03	307.770.5		2 216 623	¢ (65.9)	4.025.477
Grants and trust continuous an	795,10,7	010,550,1	177	10,410,020	1,004,150	406.607	220,0	11 770 657
Dequests	7,205,788	2,854,008	ł	10,419,790	051,162,11	490,087	12,620	750,077,11
Annuities and unitrusts	585,501	1	ı	585,501	676,525	1	t	676,070
Change in valuation of annuities and unitrusts	(662,484)	(45,616)	1	(708,100)	385,082	198,814	I	583,896
Investment income	2,725,708	258,388	ļ	2,984,096	2,050,332	442,206	i	2,492,538
Rental income	808,667	1	ı	808,667	730,884	l	1	730,884
Sales of literature and publications	361,331	1	1	361,331	342,417	!	l	342,417
Other income	3,745,681	269,717	i	4,015,398	2,833,768	i	l	2,833,768
Net assets released from restrictions	6,243,694	(6,243,694)		1	5,886,917	(5,886,917)	!	
Total revenue, other additions and transfers	73,876,532	2,985,911	61,227	76,923,670	74,975,578	1,136,572	19,342	76,131,492
Expenses and Other Deductions								
Program services	47,379,795	ļ	1	47.379.795	43.731.799	ļ	1	43.731.799
Management and general	6,039,120		1	6,039,120	5,630,311	1	ł	5,630,311
Membership development	1,015,755	I	Į	1,015,755	1,406,064	1	1	1,406,064
Fundraising	20,430,014		1	20,430,014	21,709,193	1	1	21,709,193
								!
Total expenses and other deductions	74,864,684			74,864,684	72,477,367			72,477,367
Change in Net Assets from Operations	(988,152)	2,985,911	61,227	2,058,986	2,498,211	1,136,572	19,342	3,654,125
Minimum pension liability adjustment	451,206	1	1	451,206	(451,206)	1	I	(451,206)
Net assets received in acquisition of Ark Trust, Inc.	I	1	1	1	198,774	İ	1	198,774
Net appreciation (depreciation) in fair value of investments	11,134,808	924,511	(14,101)	12,045,218	(11,005,595)	(845,927)	12,234	(11,839,288)
Change in Net Assets	10,597,862	3,910,422	47,126	14,555,410	(8,759,816)	290,645	31,576	(8,437,595)
Net Assets, beginning of year	61,531,825	6,031,018	20,578,330	88,141,173	70,291,641	5,740,373	20,546,754	96,578,768
Net Assets, end of year	\$ 72,129,687 \$	9,941,440 \$	20,625,456 \$	102,696,583	\$ 61,531,825 \$	6,031,018 \$	20,578,330 \$	88,141,173

The Humane Society of the United States

Consolidated Statements of Punctional Expenses

Year ended Doamber 31, 2003

Subscription F 2264,862 † 2,397,521 † 3,399,306 † 1,072,333 † 814,616 † 11,020,848 † 1,022,170 † 1,072,333 † 814,616 † 11,020,848 † 1,022,650 hr 4,1030 hr 1,025,004 hr 1,037,244 hr 1,135,99 hr 2,47,994 hr 78,130 hr 79,660 hr 1,103,004 hr 1,030,004 hr 1,030		Public Education, Memberabip Information and Publications	Cruelty Investigations and Regional Offices	Wildlife, Animal Habitat and Sheltering	Youth and Higher Education	Legal Assistance, Lingation and Government Relations	Laboratory Bioethica and Farm Animals	Total Program Expense	Management and General	Membership Development	Fundraising	Grand Total
and contacted services 3,367,882 467,979 1,978,333 1,365,822 1,391,107 1,135,198 1,4303,621 2,130 1,4303,621 2,130 1,4303,621 2,130 1,4303,621 2,388 1,65,787 — 162,376 — 383,397 1,516,83	taxes	2,284,882 \$ 169,724 509,413	2,397,521 \$ 178,599 534,517	3,339,306 \$ 247,994 748,538	1,052,170 \$ 78,130 235,522	1,072,353 \$ 79,660 239,094	874,616 \$ 64,972 196,610	11,020,848 \$ 819,079 2,463,694	1,626,876 \$ 120,867 410,307	64,838 \$ 4,794 14,388	1,018,922 \$ 75,682 241,609	13,731,484 1,020,422 3,129,998
and contracted services 3,467,882 467,979 1,978,335 290,632 149,967 74,988 6,329,783 1,0 lices 52,846 2,348 165,787 — 162,376 — 383,977 1,373,96 sites and expenses 276,187 339,842 573,468 76,175 30,865 34,859 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,337,396 1,347,396 1,406,850 1,406 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406,850 1,406	ompensation	2,964,019	3,110,637	4,335,838	1,365,822	1,391,107	1,136,198	14,303,621	2,158,050	84,020	1,336,213	17,881,904
lifes 52,846 2,388 165,787 — 162,376 — 383,397 plies and expenses 276,187 339,842 579,468 76,175 30,865 34,859 1,337,396 plies and expenses 276,187 35,439 34,066 26,391 23,885 363,540 103,502 109,917 65,439 34,06 26,391 23,885 363,540 103,602 221,083 229,522 128,788 360,59 53,768 17,433 1,040,850 11 and bodiling expenses 401,541 409,973 970,693 209,232 65,967 1,040,850 16 and bodiling expenses and trusters' fees 168,285 112,187 127,636 41,488 33,665 125,70 226,30 10 bonds 168,285 112,187 127,636 41,488 33,665 21,575 505,036 10 and personal property taxes 5827 77,836 17,536 26,602 77,836 1,575 20,946 1,595 20,946 1,5910,672 <	but and contracted services	3,367,882	467,979	1,978,335	290,632	149,967	74,988	6,329,783	1,677,943	2,987	671.567	8,682,280
blies and expenses 276,187 339,842 579,468 76,175 36,865 34,859 1,337,396 1,305,22 103,502 109,917 65,439 34,406 26,391 23,885 1,346,950 1,03,502 103,502 121,083 229,529 126,78 360,059 23,768 17,433 1,040,850 1,040,8	rional fees	52,846	2,388	165,787	. 1	162,376	. !	383,397	116,651	ļ	15.780	515,828
103,502 109,917 65,439 34,406 26,391 23,885 363,540 and building expense 221,083 239,529 128,978 380,059 53,768 17,433 1,040,850 and building expense 210,812 178,987 182,452 45,287 41,266 10,867 669,671 dis and lodging 401,541 400,973 27,643 20 27,643 28,587 125,970 2264,396 not bonds 168,285 112,187 127,636 41,488 33,665 1,575 505,036 not stand grants 336,428 77,836 702,118 134,254 234,990 209,463 1,695,089 and personal property nates 5,827 7,596 26,602 7 9,949 1 49,991 nateriol, publications and campaigns 3,107,711 255,080 1,175,074 516,904 67,883 88,705 521,1357 sts 12,887,926 1,066 724 1,506 724 1,515 12,910,672	supplies and expenses	276,187	339,842	579,468	76,175	30,865	34,859	1,337,396	132,604	8,664	20,753	1,499,417
Apperate 221,083 239,529 128,978 380,059 53,768 17,433 1,040,850 Trustees fees 210,812 178,987 182,452 45,287 41,266 10,867 669,671 1,040,850 Trustees fees 210,812 17,899 80 27,643 30 — — 41,562 1,652 1,652 TR, 577 71,548 970,693 209,232 65,985 125,910 226,396 273,344 TR, 527 71,548 702,118 134,254 234,990 209,463 1,695,089 And one campaigns 3,107,711 255,080 1,715,074 516,044 67,883 88,705 5,211,557 Try 804 228,080 1,715,074 1,066 724 1,515 12,910,672	one	103,502	10,917	65,439	34,406	26,391	23,885	363,540	46.553	6.655	16.832	433,580
Appense 210,812 178,987 182,452 45,287 41,665 10,867 669,671 1 Instress fees 13,899 80 27,643 30 — — 41,652 1,6 401,41 490,973 970,693 20,232 65,985 125,970 22,643 1,5 78,537 71,548 66,021 — 28,619 273,344 2 336,428 112,137 127,636 41,488 33,863 21,575 50,5036 396,428 77,836 76,2118 73,424 224,990 209,463 1,695,036 396,428 3,107,711 255,080 1,715,074 516,904 67,883 88,705 5,111,557 49,991 724 1,686 724 1,515 12,910,672	e and shipping	221,083	239,529	128,978	380,059	53,768	17,433	1,040,850	32,053		69,406	1,142,339
trustees fees 13,899 80 27,643 30 — — 41,652 1,6 401,541 490,973 970,695 209,232 645,885 125,970 2,264,396 3,543,394 3,544,396 2,26,196 2,264,396 3,544,396 2,26,196 2,264,396 3,534,44 3,544,386 3,467 2,1,575 5,603,465 1,695,089 3,504,468 1,695,089	ancy and building expense	210,812	178,987	182,452	45,287	41,266	10,867	179,659	186,056	4,454	19,833	880,014
401,541 490,973 970,695 209,232 65,985 125,970 2,264,396 2,264,396 78,577 71,548 66,021 — 28,619 28,619 273,344 168,285 112,137 127,636 41,486 33,865 21,575 505,036 336,428 77,836 702,118 134,254 224,990 209,463 1,695,089 autions and campaigns 3,107,711 255,080 1,175,074 516,904 67,883 88,705 5211,357 12,887,926 — 19,441 1,066 724 1,515 12,910,672	nent expenses and trustees' fees	13,899	80	27,643	30	ı	. 1	41,652	1,057,481	. 1	. 1	1,099,133
78,537 71,548 66,021 — 28,619 28,619 273,344 168,285 112,187 127,636 41,488 33,865 21,575 505,036 5,36 336,428 77,836 702,118 134,254 234,990 209,463 1,695,089 5,827 7,596 26,602 7 9,949 10 49,991 3,107,711 255,080 1,175,074 516,904 67,883 88,705 5,211,357 12,887,226 — 19,441 1,066 724 1,515 12,910,672	meals and lodging	401,541	490,973	569'026	209,232	65,985	125,970	2,264,396	156,963	1,144	113,233	2,535,736
168,285 112,187 127,636 41,488 33,865 21,575 \$63,036 2,36,236 2,36,236 2,36,236 2,36,236 2,36,236 1,695,089 2,695,089	nce and bonds	78,537	71,548	66,021	ł	28,619	28,619	273,344	57,238	ı	. 1	330,582
336,428 77,836 702,118 134,254 234,990 209,463 1,695,089 5,827 7,596 26,602 7 9,949 10 49,991 3,107,711 255,080 1,175,074 516,904 67,883 88,705 5,211,357 12,887,926 - 19,441 1,066 724 1,515 12,910,672	ation	168,285	112,187	127,636	41,488	33,865	21,575	505,036	223,879	3,171	28,926	761,012
5,827 7,596 26,602 7 9,949 10 49,991 3,107,711 255,080 1,175,074 516,904 67,883 88,705 5,211,557 12,887,926 7,541 1,066 724 1,515 12,910,672	butions and grants	336,428	77,836	702,118	134,254	234,990	209,463	1,695,089	95,500	. 1	5,275	1,795,864
3,107,711 255,080 1,175,074 516,904 67,883 88,705 5,211,357 12,887,926 — 19,441 1,066 724 1,515 12,910,672	tate and personal property taxes	5,827	7,596	26,602	1	9,949	10	49,991	69,505	ı	146	119,642
12,887,926 - 19,441 1,066 724 1,515 12,910,672	tion material, publications and campaigns	3,107,711	255,080	1,175,074	516,904	67,883	88,705	5,211,357	28,644	251	124,115	5,364,367
	g costs	12,887,926		19,441	1,066	724	1,515	12,910,672		904,379	18,007,935	31,822,986
\$ 24,196,485 \$ 5,464,579 \$ 10,551,527 \$ 3,095,362 \$ 2,297,755 \$ 1,774,087 47,379,795 \$ 6,039,120	*	24,196,485 \$	5,464,579 \$	10,551,527 \$	3,095,362 \$	2,297,755 \$	1,774,087	47,379,795	6,039,120 \$	1,015,755 \$	20,430,014 \$	74,864,684

Year ended December 31, 2002

	4 .7	Public Education, Memberahip I	Cruelty Investigations and	Wildlife, Animal Habitat	Youth	Legal Assistance, Litigation and	Laboratory Bioethics	Total	Menagement			
		and Publications	Regional Offices	and Sheltering	ion	Government Relations	Farm Animals	Program Expense	and General	Membership Development	Pundraising	Grand
Salaties	••	2,077,405 \$	2,395,012 \$	3,099,129	982,237	1,018,221 \$	\$ 776,859	10,510,981	1,575,452 \$	\$ 875,18	1,051,765	13,199,776
Payroll taxes Employee benefits		152,441 386,256	177,929 450,680	230,130 713,100	13,047	75,781 191,947	69,824 179,895	2,106,899	115,527 313,838	4,590 11,626	77,441 196,563	976,710 2,628,926
Total compensation		2,616,102	3,023,621	4,042,359	1,240,305	1,285,949	1,188,696	13,397,032	2,004,817	77,794	1,325,769	16,805,412
Consultant and contracted services		2,060,786	370,992	1,712,842	308,865	164,386	172,124	4,789,995	1,516,064	1,155	588,336	055,589.9
Professional fees		33,596	3,198	42,096	280	128,635	293	208,098	90,441	13	383	298,935
Office supplies and expenses		191,251	230,848	453,777	71,776	37,902	36,933	1,022,487	94,811	9,135	14,110	1,140,543
Telephone		93,446	103,561	65,616	38,477	26,657	23,938	351,695	47,631	6,799	17,734	423,859
Postage and shipping		432,194	211,695	76,449	298,988	8,476	13,854	1,041,656	51,215	37	24,850	1,117,758
Occupancy and building expense		201,850	171,356	142,579	33,649	29,424	10,793	589,651	181,633	5,896	21,197	778,377
Investment expenses and trustees' fees		8,821	1	26,576	1	1	1	35,397	996,835	ļ	1,349	1,033,581
Travel, meals and lodging		358,812	481,050	953,928	210,073	162,005	283,004	2,448,872	214,760	1,243	115,432	2,780,307
Insurance and bonds		77,004	74,807	48,755	l	29,848	30'08	260,512	59,695	1	1	320,207
Depreciation		203,069	104,609	134,024	45,333	38,630	24,059	549,724	240,090	5,224	29,970	825,008
Contributions and grants		315,418	71,059	679,715	38,300	266,000	81,095	1,451,587	38,200	1	2,000	1,494,787
Real estate and personal property taxes		7,936	5,930	21,210	418	9,493	537	45,524	57,022	**	1,916	104,465
Education material, publications and campaigns		3,019,847	216,665	870,302	565,359	77,472	94,702	4,844,347	36,925	1,034	131,820	5,014,126
Mailing costs		12,680,391	40	11,879	1,032		1,880	12,695,222	172	1,297,731	19,431,327	33,424,452
	•	22,300,523 \$	5,069,431 \$	9,282,107	2,852,855 \$	2,264,877 \$	1.962.006	43.731.799 \$	5.630.311 \$	1.406.064	21 709 193 \$	72 477 367

Consolidated Statements of Cash Flows

December 31,	 2003	2002
Increase (Decrease) in Cash and Cash Equivalents		
Cash Flows from Operating Activities		
Change in net assets	\$ 14,555,410 \$	(8,437,595)
Adjustments to reconcile change in net assets to net cash		
from operating activities:		_
Depreciation and amortization	761,012	825,008
Loss on disposal of property and equipment	1,426	8,413
Net unrealized (gains) loss on investment	(12,045,218)	11,839,288
Donated stock	(812,257)	(271,592)
Donated equipment	(1,800)	_
Donated land	(61,225)	-
Changes in operating assets and liabilities:		
Contributions and bequests receivable	(788,686)	(2,567,366)
Miscellaneous receivables	(1,059,207)	(495,341)
Accrued interest receivable	19,561	122,196
Prepaid expenses and deferred charges	138,014	(886,407)
Deposits	(2,005)	995
Prepaid pension cost	(240,136)	(218,097)
Intangible pension asset	867,119	(867,119)
Accounts payable	345,247	2,047,928
Contributions payable	_	(163,356)
Other current liabilities	289,828	200,832
Annuities and unitrusts	828,905	(44,864)
Accrued pension and severance obligation	 (1,178,076)	1,369,926
Net Cash Provided by Operating Activities	 1,617,912	2,462,849
, ,	 	
Cash Flows from Investing Activities	54 700 044	ZO 025 240
Proceeds from sales of investments	51,792,244	62,835,348
Purchases of investments	(55,095,743)	(65,840,980)
Proceeds from sale of property and equipment	195	407
Purchases of property and equipment	 (432,548)	(681,033)
Net Cash Used in Investing Activities	 (3,735,852)	(3,686,258)
Net Decrease in Cash and Cash Equivalents	(2,117,940)	(1,223,409)
Cash and Cash Equivalents, beginning of year	 7,200,698	8,424,107
Cash and Cash Equivalents, end of year	\$ 5,082,758 \$	7,200,698

Notes to Consolidated Financial Statements

December 31, 2003 and 2002

NOTE A—ORGANIZATION

The Humane Society of the United States (the Society) is a not-for-profit organization whose primary purpose is the worldwide advancement of humane treatment of animals through public education and awareness programs.

NOTE B—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The accompanying consolidated financial statements include the assets, liabilities, net assets and activities of the Society's financially interrelated organizations that are controlled by the management of the Society. The interrelated organizations are Humane Society International, Humane Society International Australian Office, Inc., National Association for Humane and Environmental Education, Center for the Respect of Life and Environment, Earth Voice, World Wide Network, Inc., Association Humantaria De Costa Rica, National Humane Education Center, Meadow Creek, Inc., Humane Society of the United States Wildlife Land Trust and, effective August 2002, the Ark Trust, Inc. All balances and transactions among the organizations included in the consolidated financial statements have been eliminated.

Method of Accounting

The consolidated financial statements have been prepared on the accrual basis of accounting.

Net Assets

In accordance with accounting principles generally accepted in the United States of America, the Society is required to report information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets. Classification of net assets into classes is based on existence or absence of donor-imposed restrictions. Additional information concerning these three classes of net assets is presented in Notes C, D and E.

Investments

Investments in securities that have readily determinable fair values are recorded at fair value. All other investments, which do not have a readily determinable fair value, are estimated to have a fair value that approximates the original cost of the investments. Interest and dividends earned on investments are included in the determination of the change in net assets from operations. Gains and losses attributable to changes in the fair value of investments are reported as other changes in net assets in the statement of activities.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE B—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES—Continued

Allocation of Joint Costs

All joint costs of informational materials or activities that include a fundraising appeal are allocated between fundraising and the appropriate program or membership development function.

Cash and Cash Equivalents

For the purposes of the consolidated statement of cash flows, cash is considered as amounts available for immediate withdrawal from bank accounts and highly liquid cash investments such as money market accounts. The Society regards certificates of deposit, regardless of their maturity dates, as short-term investments rather than cash equivalents.

Bequests

Individual unrestricted bequests in excess of \$25,000 are recognized as revenue in the undesignated net assets at the rate of 20 percent and in the Board-designated investment fund net assets at the rate of 80 percent in the year of receipt. The 80 percent reported as revenue in the Board designated net assets is transferred to the undesignated net assets equally over the following four years. The effect of this policy is to apportion individual bequests to the undesignated net assets over a five-year period.

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 certain reported amounts and disclosures. Actual results could differ from those estimates.

Property and Equipment

The Society capitalizes property and equipment having an acquisition cost greater than \$1,000. Donated property is recorded at fair value or donor's basis at the time of donation if fair value cannot be reasonably estimated. Donated land conservation easements are recorded at \$1. Improvements to fixed assets which extend the useful lives of the assets are also capitalized. Depreciation is computed using the straight-line method over the estimated useful lives of the assets.

Reclassification

Certain amounts previously reported in the 2002 financial statements have been reclassified to conform to the 2003 presentation.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE C—UNRESTRICTED NET ASSETS

Unrestricted net assets are available to finance the general operations of the Society. The only limits on the use of unrestricted net assets are the broad limits resulting from the nature of the Society, the environment in which it operates, and the purposes specified in its articles of incorporation. Voluntary resolutions by the Society's directors to designate a portion of its unrestricted net assets for specified purposes do not result in restricted funds. Since designations are voluntary and may be reversed by the governing board at any time, designated net assets are included with unrestricted net assets.

Unrestricted net assets are held by the following funds at December 31:

		2003	2002
Board-designated Investment fund Endowment fund Special purpose funds	\$	47,061,010 255,416 634,220	\$ 41,389,912 255,083 487,109
Total Board-designated		47,950,646	42,132,104
Undesignated	·	24,179,041	19,399,721
	\$	72,129,687	\$ 61,531,825

NOTE D—TEMPORARILY RESTRICTED NET ASSETS

Temporarily restricted net assets result from gifts of cash and other assets with donor-imposed restrictions as to (a) support of particular operating activities, (b) investment for a specified term, (c) use in a specified future period, or (d) acquisition of long-lived assets.

Temporarily restricted net assets are available for the following purposes at December 31:

		2003	-	2002
Annuities and unitrusts Education and training programs Provide scholarships Support of other humane organizations For the betterment of song birds Wildlife Land Trust Endangered species	\$	1,943,829 3,517,373 65,270 744,680 793,980 1,339,868 1,536,440	\$	781,535 3,360,059 63,309 470,889 322,657 1,032,569
	- \$	9,941,440	\$	6,031,018
	-			11

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE E-PERMANENTLY RESTRICTED NET ASSETS

Permanently restricted net assets result from gifts of cash and other assets with the stipulation that they (a) be used for a specified purpose, be preserved, and not be sold, or (b) be invested in perpetuity to provide a permanent source of income. The latter result from gifts and bequests that create permanent endowment funds.

Permanently restricted assets (endowment funds) are restricted to investment in perpetuity, the income from which is to be used for the following purposes at December 31:

<u> </u>	 2003		2002
Income-producing assets; income is expendable to support the following:			
To defray building operating expenses	\$ 405,464	\$	419,565
To award scholarships to Connecticut secondary school	,	-	, ,
students	2,479		2,479
To use for the best interests of the organization	14,042,959		14,042,959
To support other humane organizations	1,509,387		1,509,387
20 percent of income to be used to support the Norma			, ,
Terris Humane Education and Nature Center and			
80 percent of income to be used for general purposes of			
the organization	2,375,639		2,375,639
For the State of New Hampshire wildlife	127,820		127,820
For the betterment of song birds	 802,464		802,464
	19,266,212		19,280,313
Non-income-producing assets:			
Land and easements held to preserve natural habitats			
for wildlife	 1,359,244		1,298,017
	\$ 20,625,456	\$	20,578,330

Income earned on investments in the permanently restricted net asset class are reported in the accompanying consolidated statements of activities as increases in unrestricted, temporarily restricted, or permanently restricted net assets, depending on the nature of donor-imposed restrictions on such earnings. Earnings reported in the temporarily restricted net asset class are released from restriction when such amounts are used for their donor-restricted purposes.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE F-NET ASSETS RELEASED FROM RESTRICTIONS

During 2003 and 2002, assets were released from donor restrictions by the Society incurring expenses satisfying the restricted purposes or by occurrence of other events specified by donors.

	-	2003	2002
Purpose for which restrictions were accomplished: Donor-specified program expenses of the organization Gifts to other humane organizations Restricted fund investment expenses	\$	5,682,798 465,074 95,822	\$ 5,180,280 615,248 91,389
	\$	6,243,694	\$ 5,886,917

NOTE G—TAX STATUS

The Society qualifies under Section 501(c)(3) of the Internal Revenue Code and is classified as an organization which is not a private foundation. Therefore, the Society is generally not subject to tax under present income tax laws; however, any unrelated business income may be subject to federal and state income taxes.

NOTE H—DEFERRED COMPENSATION PLAN

In 1983, the Society established the HSUS Deferred Compensation Plan for certain executive employees. The Society and the participants may elect to defer a portion of the compensation which the participants would otherwise be entitled to receive in cash; those deferrals are invested in annuity contracts offered by an insurance company. The annuity contracts are owned by the Society, subject to the claims of its general creditors. The obligation of the Society under this plan is purely contractual and is not secured. All income earned by the annuity contracts is added to the deferred compensation liability. The amounts deferred by participants during 2003 and 2002, which are included in the amounts reported in the accompanying financial statements as salaries, totaled \$17,000 for both years.

The annuity contract assets and the related liability at December 31, 2003 and 2002 totaled \$594,471 and \$438,558, respectively.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE I—INVESTMENTS

The following summary presents the cost or value at date of gift and market value, as determined by quoted market price, for each investment category at December 31, 2003 and 2002. Investments which do not have a readily available quoted market price are estimated to have market value that approximates the original cost of the investment.

	Decembe	er 31.	2003	 Decembe	er 31,	2002
	Cost or Value at Date of Gift		Market Value	ost or Value Date of Gift		Market Value
Foreign corporate stocks Government obligations	43,042,575 2,891,520 18,257,574	\$	52,669,121 3,492,000 18,272,667	\$ 28,774,598 2,790,153 20,015,019	\$	27,825,736 2,557,852 20,705,382
U.S. corporate bonds Foreign corporate bonds Mutual funds Money market accounts	5,308,150 114,605 12,069,492		5,643,450 113,590 — 12,069,492	4,450,771 83,983 12,047 20,734,533		4,665,881 96,682 10,803 20,734,533
Investment in ManyOne	500,000 82,183,916		500,000	76,861,104		76,596,869
At estimated market value: Real property Personal property	163,872 13,523		163,872 13,523	 167,973 13,522		167,973 13,522
_	177,395		177,395	181,495		181,495
•	82,361,311	\$	92,937,715	\$ 77,042,599	\$	76,778,364

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE J-PROPERTY AND EQUIPMENT

Property and equipment consisted of the following at December 31:

operty and equipment of the	Useful Life	 2003		2002
Land Buildings and improvements Office furniture and equipment Automobiles	10 to 40 years 5 years 3 years	\$ 5,139,591 7,701,651 4,888,044 139,422	*	5,078,363 7,562,574 4,622,968 126,967
		17,868,708 (8,316,213)		17,390,872 (7,572,940)
Less: accumulated depreciation Net property and equipment		\$ 9,552,495	\$	9,817,932

NOTE K-ANNUITIES AND UNITRUSTS

The annuities and unitrusts liability represents the actuarially determined liability for future annuity payments due under charitable gift annuities and charitable remainder unitrusts.

Under the charitable gift annuities, donors make contributions to the Society, for which they receive an annuity from the Society. Contribution revenue is recognized as the excess of the fair value of assets received over the net present value of the future annuity payments due. The liability was actuarially determined using the Annuity Table of Mortality 90CM and assumed interest rates of 3.0 percent to 10.2 percent. A portion of the monies received from these split-interest agreements is required by law to be reserved for making the annuity payments. At December 31, 2003 and 2002, the Society has investments of \$13,485,095 and \$10,833,291, respectively, reserved for paying annuities. The amounts required to be reserved as calculated by the actuary are \$4,500,728 and \$3,907,007, respectively.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE M—FUTURE MINIMUM LEASE RECEIPTS

The Society, as lessor, leases space to other parties under various agreements. Future minimum rental receipts due under non-cancelable leases with terms of one year or more are as follows:

ear ended December 31,	
2004 2005 2006 2007 2008	\$ 295,934 157,001 65,643 67,940 5,678
	\$ 592,196

NOTE N-ALLOCATION OF JOINT COSTS

The Society has allocated the joint costs of providing educational materials and activities that include a fundraising appeal. For the years ended December 31, 2003 and 2002, the allocation of the joint costs is summarized as follows:

	2003	 2002
Membership development Programs Fundraising	\$ 1,075,287 12,735,518 14,249,935	\$ 1,297,728 12,469,841 13,779,447
Total joint costs	\$ 28,060,740	\$ 27,547,016

NOTE O-CASH CONCENTRATION

The Society maintains its cash accounts primarily with a bank located in the Washington, D.C. area, which at times may exceed the \$100,000 insured by the Federal Deposit Insurance Corporation (FDIC). Additionally, the Society maintains money market accounts, overnight sweep accounts, and other cash equivalents, which are held at investment institutions. These amounts are not federally insured. The Society has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents. At December 31, 2003 and 2002, the Society's cash balances in excess of the FDIC insurance limits were \$1,130,819 and \$573,000, respectively.

Notes to Consolidated Financial Statements—Continued

December 31, 2003 and 2002

NOTE P-CONTINGENCIES

The Society is a party to a number of lawsuits. Liability, if any, associated with these matters is not presently determinable. In the opinion of management, resolution of these matters should not have a material effect on the Society's financial position.

NOTE Q—SEVERANCE PLAN

The Society established the Humane Society of the United States Severance Pay Plan (the Plan) on September 13, 1997, to provide severance pay to eligible employees. These benefits and related expense are paid from the general assets of the Society. Only employees hired before January 1, 1998, who have completed a minimum of 15 years of continuous full-time employment, are eligible to become participants. Upon termination of employment, a participant receives a lump sum equal to 2 percent of the average of his or her base annual salary for the three calendar years before cessation of employment, multiplied by the number of years of continuous full-time employment.

The actuarial present values of the projected benefit obligations under the Plan as of December 31, 2003 and 2002, of \$1,090,079 and \$949,830, respectively, are reported as a liability in accrued pension and severance obligation on the consolidated statements of financial position.

NOTE R—CONTRIBUTION RECEIVABLE

Contributions and bequests receivable are as follows as of December 31:

		2003	2002
Less than one year One to five years	\$ ···	1,203,100 2,344,393	\$ 2, 036,572 596,000
Less: allowance for uncollectible amounts Less: discount to net present value		3,547,493 (138,284) (59,679)	2,635,572 (38,050) (36,678)
	\$	3,349,530	\$ 2,560,844

Supplemental Information

The Humane Society of the United States Wildlife Land Trust (Interrelated Organization Only)

Schedules of Financial Position

December 31,		2003	<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>	2002
Assets				
Cash and cash equivalents	\$	1,067,780	\$	2,926,246
Cash restricted to land acquisition		80,468		84,448
Property, easements and equipment		1,311,525		1,247,099
Prepaid expenses		369,853		347,805
Accrued interest receivable		9,042		
Total Assets	\$	2,838,668	\$	4,605,598
Liabilities Accounts payable Advance from The Humane Society of the United States	· \$	9,695 129,861	\$	16,209 2,258,803
Total liabilities		139,556		2,275,012
Net Assets				
Unrestricted		1,318,865		1,014,505
Temporarily restricted		21,003		18,064
Permanently restricted		1,359,244		1,298,017
Total net assets		2,699,112		2,330,586
Total Liabilities and Net Assets	\$	2,838,668	\$	4,605,598

The Humane Society of the United States Wildlife Land Trust (Interrelated Organization Only)

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			Year Ended December 31, 2003	mber 31, 2003			Year Ended December 31, 2002	ember 31, 2002	
	5	Unrestricted	Temporarily Restricted	Permanently Restricted	Total	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Revenue Coarthuitae									
Cash Cash	•	3,829,042 \$		I	3,829,042	\$ 3,687,424	\$ 18,064	\$	3,705,488
Land and easements		1	2,939	61,227	64,166	1	1	6,522	6,522
Bequests		7,251	I	1	7,251	42,547		1	42,547
Other income		196,967	1	ł	196,967	155,468	•	1	155,468
Investment income		11,804	1	Į	11,804	24,607			24,607
Total revenue		4,045,064	2,939	61,227	4,109,230	3,910,046	18,064	6,522	3,934,632
Ехрепяся									
Salaries, payroll taxes and benefits		203,512	1	ŀ	203,512	302,319	1	1	302,319
Professional fees		103,605	1	1	103,605	101,140	1	1	101,140
Travel, meals and lodging		71,967	I	l	71,967	75,553	1	1	75,553
Direct mail expense		3,113,316	1	l	3,113,316	2,879,877	1	l	2,879,877
Advertising		24,965	ļ	1	24,965	5,245	1	I	5,245
Office supplies and other		139,292	1	1	139,292	109,076	l		109,076
Management overhead allocation from The Humane Society of the United States		84,047	1		84,047	96,220			96,220
Total expenses		3,740,704	1	1	3,740,704	3,569,430			3,569,430
Change in Net Assets		304,360	2,939	61,227	368,526	340,616	18,064	6,522	365,202
Net Assets, beginning of year	ł	1,014,505	18,064	1,298,017	2,330,586	673,889		1,291,495	1,965,384
Net Assets, end of year	*	1,318,865	21,003 \$	1,359,244 \$	2,699,112	\$ 1,014,505	\$ 18,064 \$	\$ 1,298,017 \$	2,330,586