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# **Think Regeneration, NFP**

## **Financial Statements**

**December 31, 2024**

**(Together with Independent Auditor's Report)**

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71 S. Wacker Drive  
Suite 2125  
Chicago, IL 60606  
T. 312.440.0960  
F. 312.440.0967  
www.odonicpa.com

## **Independent Auditor's Report**

To the Board of Directors  
Think Regeneration, NFP  
Colona, Illinois

### **Opinion**

We have audited the accompanying financial statements of Think Regeneration, NFP, (a nonprofit organization) which comprise the statement of financial position as of December 31, 2024, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Think Regeneration, NFP as December 31, 2024, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Think Regeneration NFP and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Think Regeneration, NFP's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not

absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and Government Auditing Standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

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

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Think Regeneration, NFP's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Think Regeneration, NFP's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

### **Supplementary Information**

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

**Other Reporting Required by Government Auditing Standards**

In accordance with Government Auditing Standards, we have also issued our report dated September 29, 2025, on our consideration of Think Regeneration, NFP's internal control over financial reporting and on our tests of its compliance with certain provisions of laws regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of Think Regeneration, NFP's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with Government Auditing Standards in considering Think Regeneration, NFP's internal control over financial reporting and compliance.

*Odoni Partners, LLC*

Chicago, Illinois

September 29, 2025

**Think Regeneration, NFP**  
**Statement of Financial Position**  
**As of December 31, 2024**

**Assets**

**Current Assets**

Cash and cash equivalents	\$ 120,039
Grants receivable	138,171
Prepaid expenses	<u>1,639</u>

<b>Total Current Assets</b>	<u>259,849</u>
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<b>Total Assets</b>	<u><u>\$ 259,849</u></u>
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**Liabilities & Net Assets**

**Current Liabilities**

Accounts payable	<u>\$ 128,576</u>
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<b>Total Current Liabilities</b>	<u>128,576</u>
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<b>Total Liabilities</b>	<u>128,576</u>
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**Net Assets**

Without donor restrictions	81,273
With donor restrictions	<u>50,000</u>

<b>Total Net Assets</b>	<u>131,273</u>
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<b>Total Liabilities &amp; Net Assets</b>	<u><u>\$ 259,849</u></u>
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The accompanying notes are an integral part of these financial statements

**Think Regeneration, NFP**  
**Statement of Activities**  
**Year Ended December 31, 2024**

	<b>Without Donor Restrictions</b>	<b>With Donor Restrictions</b>	<b>Total</b>
<b>Revenue &amp; Support</b>			
Grants			
Government	\$ 1,224,727	\$ -	\$ 1,224,727
Corporate	120,500	50,000	170,500
Other Nonprofits	204,380	-	204,380
Contributions	30,131	-	30,131
Special events	395	-	395
Interest income	1,330	-	1,330
Other income	123,986		123,986
	<hr/>	<hr/>	<hr/>
<b>Total revenue &amp; support</b>	1,705,449	50,000	1,755,449
	<hr/>	<hr/>	<hr/>
<b>Expenses</b>			
Program services			
Food for underserved communities	1,595,461	-	1,595,461
Supporting services			
Management and general	52,929	-	52,929
Fundraising	28,971	-	28,971
	<hr/>	<hr/>	<hr/>
<b>Total expenses</b>	1,677,361	-	1,677,361
	<hr/>	<hr/>	<hr/>
<b>Changes in net assets</b>	28,088	50,000	78,088
	<hr/>	<hr/>	<hr/>
<b>Net assets, beginning of year</b>	53,185	-	53,185
	<hr/>	<hr/>	<hr/>
<b>Net assets, end of year</b>	<u>\$ 81,273</u>	<u>\$ 50,000</u>	<u>\$ 131,273</u>

The accompanying notes are an integral part of these financial statements

**Think Regeneration, NFP**  
**Statement of Cash Flows**  
**Year Ended December 31, 2024**

**Cash Flows from Operating Activities**

Change in net assets	\$ 78,088
Adjustments to reconcile change in net assets to net cash from operating activities	
(increase) Decrease in operating assets	
Grants receivable	(137,300)
Prepaid expenses	(1,639)
Increase (decrease) in operating liabilities	
Accounts payable	<u>126,964</u>
Net cash used (provided) by operating activities	<u>66,113</u>
Net Change in Cash and Cash Equivalents	<u>66,113</u>
Cash and Cash Equivalents at Beginning of Year	<u>53,926</u>
<b>Cash and Cash Equivalents at End of Year</b>	<b><u><u>\$ 120,039</u></u></b>



**Think Regeneration, NFP**  
**Statement of Functional Expenses**  
**Year Ended December 31, 2024**

	Program Services	Supporting Services		Total
	Food for Underserved Communities	Management and General	Fundraising	
<b>Expenses</b>				
Advertising and marketing	\$ 3,225	\$ 894	\$ 1,109	\$ 5,228
Awards & grants to others	1,373,797	-	-	1,373,797
Professional services	91,478	42,260	21,500	155,238
Event expense	26,052	412	327	26,791
Hub fees	51,905	-	-	51,905
Insurance	-	1,350	-	1,350
Meals and entertainment	5,888	485	1,911	8,284
Office expenses	6,852	3,205	838	10,895
Supplies and materials	1,552	917	-	2,469
Travel	34,712	3,406	3,286	41,404
<b>Total Expenses</b>	<u>\$ 1,595,461</u>	<u>\$ 52,929</u>	<u>\$ 28,971</u>	<u>\$ 1,677,361</u>

## NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Business – Think Regeneration, NFP (the Organization) is 501(c)(3) nonprofit coalition of organizations, farmers, ranchers, scientists, researchers, and philanthropists who want to accelerate on-the-ground regenerative food supply projects. The Organization's programs support projects that repair food-growing ecosystems, reverse trends in chronic disease rates, elevate the voices of regenerative growers, and build more community resilience

Basis of Accounting - The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (GAAP).

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenue and expense during the reporting period. Actual results could differ from those estimates.

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

- *Net assets without donor restrictions* include all resources that are expendable at the discretion of the Board of Directors (Board) and/or management for general operating purposes or the Organization's programs.
- *Net assets with donor restrictions* consist of resources whose use is limited by donor-imposed time and/or purpose restrictions. The Organization's donor-imposed restrictions are temporary in nature, such as those which will be met by the passage of time or other events specified by the donor. When a donor restriction expires, that is, when a stipulated restriction ends or when the stipulated purpose for which the resource was restricted has been fulfilled, the net assets are reclassified to net assets without donor restriction in the statement of activities as net assets released from restrictions.

Contributions received are recognized in the financial statements as net assets with donor restrictions or net assets without donor restrictions support. Such classifications are determined by the existence and/or nature of the restrictions. As restrictions expire, net assets with donor restrictions and support are reclassified to net assets without donor restrictions and support.

The Organization has elected to report any current period restrictions that have been met within the same period as net assets in the net asset without donor restrictions class.

Non-cash contributions that are required to be recognized when received include the use of facilities or utilities, debt forgiveness, marketable securities, and certain specialized services. All such contributions are recorded at their estimated fair value. There were no non-cash contributions during the year ended December 31, 2024.

Cash and Cash Equivalents - The Organization considers all highly liquid investments with an initial maturity of three months or less, which are neither held for nor restricted by donors for long-term purposes, to be cash and cash equivalents. Cash and highly liquid financial instruments restricted to purchase land, building and equipment are excluded from this definition.

Contributions - Contributions, including unconditional promises to give are reported as an increase in net assets and recorded when pledged by the donor. All contributions are available for unrestricted use unless specifically restricted by the donor. Conditional promises to give and certain grants are recognized when the conditions on which they depend are substantially met.

Grants Receivable: Grants receivable are amounts due from granting agencies for the portion of grant monies earned but not yet received by the Organization. Management determines the allowance for doubtful accounts by regularly evaluating individual grants receivable. Grants receivables are written off when deemed uncollectible. Recoveries of receivables previously written off are recorded when received. As of December 31, 2024, there was \$138,171 of grants receivable.

Revenue Recognition - The Organization follows ASC Subtopic 958-605, Revenue Recognition, to recognize cash and gift-in-kind contributions from individuals and domestic and multi-national organizations. These contributions, including unconditional promises to give, are recognized as revenue with the donor's unconditional commitment is received. Conditional promises to give are recognized only when the conditions on which they depend are substantially met.

A portion of the Organization's revenue is derived from federal, state and other grants, which are conditioned upon the incurrence of allowable qualifying expenses. Amounts received are conditional and not recognized as revenue until the Organization has incurred qualifying expenditures in compliance with the grant provisions. Conditional grants received but not earned during the year ended December 31, 2024 are reported as refundable grant advance on the statement of financial position. There were no refundable grant advance at December 31, 2024

Revenue from Contracts with Customers - *Special Events Revenue* relates to the commensurate value received by attendees and is recognized when the related events are held and the performance obligations are met. *Significant Judgments* are not involved in the recognition of revenue at a point in time based on the delivery of services. The timing of revenue recognition, billing, and cash collections results in billed accounts receivable (contract assets) and deferred revenue (contract liabilities) on the statement of financial position; however, there were no *Contract Assets and Liabilities* as of December 31, 2024.

Advertising Costs – Advertising costs are expensed as incurred and totaled \$5,228 during the year ended December 31, 2024.

Income Tax - The Organization is organized as an Illinois nonprofit corporation and has been recognized by the IRS and State of Illinois as exempt from income taxes under IRC Section 501(a) as organizations described in IRC Section 501(c)(3), qualifies for the charitable contribution deduction under IRC Sections 170(b)(1)(A), and has been determined not to be a private foundation. The Organization files various federal and state non-profit tax returns. The Organization is no longer subject to U.S. federal or state examinations by tax authorities for tax years prior to 2021.

Use of Estimates - The presentation of the financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Functional Allocation of Expenses - The costs of program and supporting services activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification of expenses by function. Awards and grants are reported by function based on direct identification. Professional services and hub fees are allocated based on both direct identification and management's estimate of usage. All other expenses are allocated among program and supporting services based on management's estimate of usage.

Credit Risk - The Organization maintains its cash and cash equivalents in bank deposit accounts, which, at times, may exceed federally insured limits. For the year ended December 31, 2024, there was no credit risk in excess of federal insured. The Organization has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash. Credit risk associated with promises to give is considered to be limited due to high historical collection rates. Investments are made by an investment manager whose performance is monitored by management. Although the fair values of investments are subject to fluctuation on a year-to-year basis, management believes the investment guidelines are prudent for the long-term welfare of the organizations.

Economic Dependence - For the year ended December 31, 2024, the State of Illinois accounted for roughly 70% of the Organization's total revenue.

Subsequent Events - position date but before financial statements are issued or are available to be issued. These events and transactions either provide additional evidence about conditions that existed at the date of the statement of financial position, including the estimates inherent in the process of preparing financial statements (that is, recognized subsequent events), or provide evidence about conditions that did not exist at the date of the statement of financial position but arose after that date (that is, nonrecognized subsequent events).

The Organization has evaluated subsequent events through September 29, 2025, the date on which the financial statements were available to be issued and determined that there were no significant nonrecognized subsequent events through that date.

## NOTE 2 - GRANTS RECEIVABLE

Grants receivable consist of the following at December 31, 2024:

State of Illinois	\$ 124,546
OCIA International	13,625
	<hr/>
	\$ 138,171

## NOTE 3 – GOVERNMENT CONTRACTS

Support from government contracts is subject to review by government grantors to the Organization. The reviews of certain of these programs for the year ended December 31, 2024, have not been concluded. Accordingly, the Organization's compliance with applicable requirements will be established at future dates. The amount, if any, of expenditures that may be disallowed by the government agencies cannot be determined at this time. The Organization believes such an amount, if any, would be immaterial.

The Organization is United States Department of Agriculture (USDA) certified and received USDA funding passed through from the state of Illinois, Department of Human Services. Accordingly, it is subject to periodic audit by the state to remain eligible for USDA funding. The results of the audit may impact its eligibility for funding from the state.

## NOTE 4 - COMMITMENTS AND CONTINGENCIES

The Organization participates in federal and state-assisted programs, which are subject to audit to ensure compliance with the grant provisions. Resolution of any legal proceedings or the determination of any questioned or disallowed grant costs is not, in the opinion of management, anticipated to have a material adverse effect on the Organization's financial statements.

## NOTE 5 – NET ASSETS

Net assets with donor restrictions were as follows for the year ended December 31, 2024:

Designated for specific purpose:	<u>\$ 50,000</u>
Total	<u>\$ 50,000</u>

Net assets without donor restrictions were as follows for the year ended December 31, 2024:

Undesignated:	<u>\$ 81,273</u>
Total	<u>\$ 81,273</u>

## NOTE 6 – AVAILABLE RESOURCES AND LIQUIDITY

The Organization regularly monitors liquidity required to meet its general operating needs while also striving to maintain sufficient reserves to meet operating needs during periods of uncertainty and to assume longer term commitments will continue to be met. The Organization's strategy is to operate within a balanced budget that anticipates collection sufficient revenue to cover general expenditures. The Organization's annual operating cash needs are determined during the budget process. During the year, cash is monitored and evaluated monthly.

Financial assets available for general expenditure, that is, without donor restrictions limiting their use, within one year of the statement of financial position date, comprise the following:

Cash and cash equivalents	\$ 120,039
Grant receivable	<u>138,171</u>
Total current financial assets	<u>258,210</u>
Less: Net assets with donor restrictions	<u>50,000</u>
Financial assets available to meet general expenditures over the next twelve months	<u>\$ 208,210</u>

The Organization considers investment income without donor restrictions and contributions without donor restrictions to be available to meet cash needs for general expenditures include administrative and general expenses and fundraising expenses expected to be paid in a subsequent year. Annual operations are defined as activities occurring during the Organization's fiscal year.

## **Supplemental Information**

***Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance  
and Other Matters Based on an Audit of Financial Statements Performed in Accordance With  
Government Auditing Standards***

To the Board of Directors  
Think Regeneration, NFP  
Colona, Illinois

We have audited in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States, the financial statements of Think Regeneration, NFP, which comprise the statement of financial position as of December 31, 2024, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements and have issued our report thereon dated September 29, 2025.

**Report on Internal Control over Financial Reporting**

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

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

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit, we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. We identified certain deficiencies in internal control, described in the accompanying Schedule of Findings and Questioned Costs as items 2024-001 that we consider to be significant deficiencies.

## **Report on Compliance and Other Matters**

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

## **Organization's Response to Findings**

Government Auditing Standards requires the auditor to perform limited procedures on Organization's response to the findings identified in our audit and described in the accompanying Schedule of Findings and Questioned Costs. The Organization's response was not subjected to the other auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on the response.

## **Purpose of This Report**

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

*Odoni Partners, LLC*

Chicago, Illinois  
September 29, 2025



***Independent Auditor's Report on Compliance for Each Major Federal Program; Report on Internal Control Over Compliance; and Report on the Schedule of Expenditures of Federal Awards Required by the Uniform Guidance***

To the Board of Directors  
Think Regeneration, NFP  
Colona , Illinois

**Report on Compliance for the Major Federal Program**

**Opinion on Major federal Program**

We have audited Think Regeneration, NFP's compliance with the types of compliance requirements described in the OMB Compliance Supplement that could have a direct and material effect on the Organization's major federal program for the year ended December 31, 2024. The Organization's major federal program is identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, Think Regeneration, NFP complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on its major federal program for the year ended December 31, 2024.

**Basis for Opinion on the Major Federal Program**

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

We are required to be independent of Think Regeneration, NFP and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that our audit evidence provides a reasonable basis for our opinion on compliance for Think Regeneration, NFP's major federal program. Our audit does not provide a legal determination of Think Regeneration, NFP's compliance with the compliance requirements referred to above.

**Responsibilities of Management for Compliance**

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

## **Auditor's Responsibilities for the Audit of Compliance**

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

In performing an audit in accordance with GAAS, Government Auditing Standing, and the Audit, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding Think Regeneration, NFP's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of Think Regeneration, NFP's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Audit Guide, but not for the purpose of expressing an opinion on the effectiveness Think Regeneration, NFP's internal control over compliance. Accordingly, no such opinion is expressed.

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

### **Other Matters**

The results of our auditing procedures disclosed instances of noncompliance which are required to be reported in accordance with the Uniform Guidance and which are described in the accompanying schedule of findings and questioned costs as items 2024-002. Our opinion on each major federal program is not modified with respect to these matters. Government Auditing Standards requires the auditor to perform limited procedures on Think Regeneration, NFP 's response to the noncompliance findings identified in our compliance audit described in the accompanying schedule of findings and questioned costs. Think Regeneration, NFP's response was not subjected to the other auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

### **Report on Internal Control over Compliance**

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

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with the compliance requirements of a federal program on a timely basis. A material weakness in internal control over

compliance is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A significant deficiency in internal control over compliance is a deficiency, or a combination of deficiencies, in internal control over compliance with a compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

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

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

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

#### **Report on Schedule of Expenditures of Federal Awards Required by the Uniform Guidance**

We have audited the financial statements of the Organization as of and for the year ended December 31, 2024, and the related notes to the financial statements, which collectively comprise the Organization's basic financial statements. We issued our report thereon dated September 29, 2025, which contained unmodified opinions on those financial statements. Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the basic financial statements. The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the Uniform Guidance and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated in all material respects in relation to the basic financial statements as a whole.

*Odoni Partners, LLC*

Chicago, Illinois  
September 29, 2025

Think Regeneration, NFP  
Schedule of Expenditures of Federal Awards  
For the Year Ended December 31, 2024

<b>Federal Grantor / Pass-Through Grantor / Program Title</b>	<b>Pass-Through Grantor</b>	<b>Federal ALN Number</b>	<b>Passed Through Number</b>	<b>Federal Expenditures</b>
<b><i>U.S Department of Agriculture</i></b>				
Pandemic Relief Activities: Local Food Purchase Agreements with States, Tribes, and Local Governments	State of Illinois Department of Human Services	10.182	N/A	\$ 1,257,260
<b>Total Expenditures of Federal Awards</b>				<u>\$ 1,257,260 *</u>

\*Program was audited as a major program

See accompanying notes to schedule of expenditures of federal awards.

**NOTE 1 – BASIS OF PRESENTATION**

The accompanying schedule of federal awards includes the federal grant activity of Think Regeneration and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S Code of *Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements of Federal Awards*. Therefore, some amounts presented in this schedule may differ from amounts presented in or used in preparation of the basic financial statements.

**NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES FOR EXPENDITURES**

Expenditures reported on the Schedule are reported on the accrual basis of accounting.

**NOTE 3 – SUBRECIPIENTS**

The Organization did not provide federal awards to subrecipients during the year ended December 31, 2024.

**Note 4 – DESCRIPTION OF MAJOR FEDERAL PROGRAMS**

The purpose of the Pandemic Relief Activities: Local Food Purchase Agreements with States, Tribes, and Local Governments is to 1. Provide an opportunity for State, Local and Tribal governments to strengthen their local and regional food system. 2. Help to support local and socially disadvantaged producers through building and expanding economic opportunities. 3. Establish and broaden partnerships with producers and the food distribution community to ensure distribution of fresh and nutritious foods in underserved communities.

**NOTE 5 - NONCASH ASSISTANCE, LOANS OF OUTSTANDING AND INSURANCE**

The Organization did not receive any federal non-cash assistance, federal loans or federal insurance for the year ended December 31, 2024. The Organization has no outstanding loans or loan guarantees with continuing compliance requirements.

**NOTE 6 – INDIRECT COST RATE**

The Organization did not elect to use the de minimis rate of 10 percent for the year ended December 31, 2024.

## Section I - Summary of Auditor's Results

### Financial Statements

Type of report the auditor issued on whether the financial statements audited were prepared in accordance with GAAP

Unmodified

Internal control over financial reporting:

Material weakness(es) identified?

\_\_\_\_\_ Yes    ☒ No

Significant deficiencies identified not considered to be material weaknesses?

☒ Yes    \_\_\_\_\_ No

Noncompliance material to financial statements noted?

\_\_\_\_\_ Yes    ☒ No

### Federal Awards

Internal Control over major federal programs:

Material weakness(es) identified?

\_\_\_\_\_ Yes    ☒ No

Significant deficiencies identified not considered to be material weaknesses?

☒ Yes    \_\_\_\_\_ No

Type of auditor's report issued on compliance for major programs:

Unmodified

Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a).

☒ Yes    \_\_\_\_\_ No

Identification of major program:

Assistance Listing Number

ALN 10.182

Name of Federal Program or Cluster

Pandemic Relief Activities: Local Food Purchase Agreements with States, Tribes, and Local Governments

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

Auditee qualified as low-risk auditee? \_\_\_\_\_

\_\_\_\_\_ Yes    ☒ No

## Section II - Financial Statements Findings

### A. Internal Control

#### **Finding 2024-001: Significant Deficiency, Invoices Paid Without Evidence of Approval**

**Criteria:** Sound internal control practices, consistent with the COSO framework and expectations under U.S. GAAP, require that all expenses be authorized and approved by appropriate personnel before disbursement. Uniform Guidance also requires supervisors review and approve invoices, cost allocations, efforts of personnel, fringe benefits and indirect charges for allowability, adherence to cost principles, accuracy, and completeness.

**Condition:** During our review of the accounts payable process, we noted that for several expense transactions, there was no documented evidence that invoices were reviewed and approved prior to payment. Specifically, invoices selected for testing lacked signatures, initials, email approvals, or any other form of indication that an appropriate individual had reviewed and approved the invoice for payment.

**Cause:** The Organization does not have a standardized process or system in place that enforces or retains documentation of invoice review and approval.

**Effect:** Failure to document invoice approval increases the risk of unauthorized or inappropriate expenses being paid misuse of funds (including restricted or grant funds, financial reporting inaccuracies, and fraud or error going undetected

**Recommendation:** We recommend management implement and enforce a formal invoice approval process that requires review and sign-off by an authorized individual prior to payment, retention of documentation showing who approved the invoice and when, and periodic review of compliance with this process. The Organization could consider implementing an electronic workflow system or approval stamps on physical invoices to standardize this control.

View of Responsible Officials: Management agrees with this finding.

### **Section III – Federal Award Findings and Questioned Costs**

*Findings and questioned costs related to Federal awards which are required to be reported in accordance with 2 CFR 200.516(a):*

#### **Significant Deficiency**

2024-002

Pandemic Relief Activities: Local Food Purchase Agreements with States, Tribes, and Local Governments – Allowable Cost and Cost Principles

*Information on Federal Program:* U.S. Department of Agriculture (Federal Assistance Listing Number 10.182).

*Criteria:* CFR Section 200.302 stipulates that a non-Federal entity must use its own written procedures for determining the allowability of costs in accordance with Subpart E-Cost Principles of this part and the terms and conditions of the Federal award.

*Statement of Condition:* During our discussions with management, we noted that the Organization does not have evidence of review of expenses charged to the grant.

*Statement of Cause:* The Organization did not review compliance requirements related to allowable cost and cost principles outlined in 2 CFR Section 200.302.

*Statement of Effect:* The Organization is not in compliance with 2 CFR Section 200.302. The Organization does not have evidence of review and is therefore not performing required procedures that would be standard for all purchases charged to the program.

*Questioned Costs:* None.

*Perspective Information:* As part of the required allowable cost testing, inquiries are made of the Organization's management as to any internal control policies that the Organization has.

*Recommendation:* We recommend that the Organization review the requirements of 2 CFR Section 200.302 to follow their internal control policies.

*Views of responsible officials and planned corrective actions:* Think Regeneration, NFP will develop and implement a written procurement policy in accordance with CFR Section 200.302. We will have this in place as soon as possible.





THINK REGENERATION

September 30, 2025

**Think Regeneration Audit Recommendation 2024-001 and 2024-002**

We recommend that the Organization review the requirements of 2 CFR Section 200.302 to develop allowable cost, activity, and period of performance activities to be followed.

**Management Response:**

The organization recognizes the importance of having written policies and procedures to ensure costs are allowed and reasonable for the federal program. To address this finding, the agency has implemented the following corrective actions:

- Review requirements of 2 CFR Section 200.302 as it relates to internal controls and financial management
- Create documented policies and procedures that details how the grantee will review and approve invoices, cost allocation, efforts of personnel, fringe benefits and indirect charges for allowability, adherence to cost principles, accuracy, and completeness
- Create documented policies and procedures that details how the grantee will review and approve invoices, cost allocations, efforts of personnel, fringe benefits and indirect charges to ensure they were incurred during the period of performance

**Responsible Staff:** Ryan Slabaugh

**Implementation Date:** October 1, 2025



Administering peer reviews for the following:

Illinois CPA Society | Indiana CPA Society | Iowa Society of CPAs | Kentucky Society of CPAs  
South Carolina Association of CPAs | West Virginia Society of CPAs | Wisconsin Institute of CPAs

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September 20, 2023

Dante Odoni  
Odoni Partners, LLC  
444 W Lake St Ste 4430  
Chicago, IL 60606-0010

Dear Dante Odoni:

It is my pleasure to notify you that on September 20, 2023, the Peer Review Alliance Committee accepted the report on the most recent System Review of your firm. The due date for your next review is June 30, 2026. This is the date by which all review documents should be completed and submitted to the administering entity.

As you know, the report had a peer review rating of pass. The Committee asked me to convey its congratulations to the firm.

Thank you for your cooperation.

Sincerely,

*Peer Review Committee*

Peer Review Committee

peerreview@icpas.org  
800.993.0407, then dial 4

cc: Christian McClure

Firm Number: 900005848217

Review Number: 600572