Fort Worth, Texas

Consolidated Financial Statements Together With Independent Auditor's Report

December 31, 2019 and 2018



Consolidated Financial Statements December 31, 2019 and 2018

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Independent Auditor's Report

To the Board of Directors, MANNA Worldwide, Inc. Fort Worth, Texas

We have audited the accompanying consolidated financial statements of MANNA Worldwide, Inc., (a Texas nonprofit organization), which comprise the consolidated statement of financial position as of December 31, 2019, and the related consolidated statements of activities, cash flows and functional expenses for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's 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 consolidated 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 consolidated 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 consolidated financial statements referred to above present fairly, in all material respects, the financial position of MANNA Worldwide, Inc. as of December 31, 2019, and the changes in net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Prior Period Financial Statements

The consolidated financial statements of MANNA Worldwide, Inc. as of December 31, 2018 were audited by other auditors whose report dated August 9, 2019 expressed an unqualified opinion on these statements.

Ratliff & associates, f.C.

October 29, 2020

Consolidated Statements of Financial Position December 31, 2019 and 2018

	2019	2018
Assets		
Current assets		
Cash and cash equivalents	\$ 1,096,955	\$ 1,475,464
Prepaid expenses	69,665	87,127
Receivables	13,417	6,395
Inventory	20,252	27,487
Total current assets	1,200,289	1,596,473
Noncurrent assets		
Property and equipment		
Land	360,764	360,764
Buildings and improvements	432,860	432,860
Furniture and equipment	29,599	29,599
Vehicles	17,000	17,000
Construction in progress	731,919	203,594
Less: accumulated depreciation	(178,968)	(160,979)
Net property and equipment	1,393,174	882,838
Long-term investments	1,271,726	1,234,355
Goodwill, net	12,429	13,756
Total noncurrent assets	2,677,329	2,130,949
Total Assets	\$ 3,877,618	\$ 3,727,422
Liabilities & net assets		
Liabilities		
Current liabilities		
Accounts payable	\$ 44,065	\$ 625
Accrued expenses	8,760	-
Total current liabilities	52,825	625
Net assets		
Without donor restrictions	3,824,793	3,726,797
		5,120,191
Total Liabilities & Net Assets	\$ 3,877,618	\$ 3,727,422

Consolidated Statements of Activities For the Years Ended December 31, 2019 and 2018

	2019	2018
Changes in net assets without donor restrictions		
Revenues		
Revenues without donor restrictions		
Contributions	\$ 5,934,070	\$ 5,628,619
Special gifts	739,228	621,870
Interest income	41,853	35,632
Mango Tree coffee sales	181,994	183,337
Engage camps and other income	562,134	328,001
Total revenues without donor restrictions	7,459,279	6,797,459
Net assets released from restrictions		
Satisfaction of program restrictions	-	6,232
Total revenues	7,459,279	6,803,691
Expenses		
Programs		
Resource centers	4,793,467	3,206,975
Special projects	228,279	1,285,033
Mango Tree Coffee	188,442	194,718
Volunteer ministry trips	1,527,482	1,480,951
Total program expenses	6,737,670	6,167,677
Support services		
General and administrative	623,613	438,374
Total expenses	7,361,283	6,606,051
Change in net assets without donor restrictions	97,996	197,640
Changes in net assets with donor restrictions		
Net assets released from restriction	_	(6,232)
Change in net assets with donor restrictions	<u> </u>	(6,232)
Change in her assets with donor restrictions		(0,232)
Change in total net assets	97,996	191,408
Net assets at beginning of year	3,726,797	3,535,389
Net assets at end of year	\$ 3,824,793	\$ 3,726,797

Consolidated Statements of Cash Flows For the Years Ended December 31, 2019 and 2018

	2019	2018
Cash flows from operating activities		
Cash received from contributions	\$ 6,673,298	\$ 6,250,489
Cash received from Mango Tree coffee sales	174,972	182,295
Engage camps and other receipts	562,134	363,633
Interest income	4,482	-
Cash paid for programs and support services	(7,265,070)	(6,589,400)
Net cash provided (used) by operating activities	149,816	207,017
Cash flows from investing activities		
Purchases of investments	-	(35,632)
Purchases of property and equipment	-	(3,000)
Purchases of construction in progress	(528,325)	(70,236)
Net cash provided (used) by investing activities	(528,325)	(108,868)
Net increase (decrease) in cash and cash equivalents	(378,509)	98,149
Cash and cash equivalents at beginning of year	1,475,464	1,377,315
Cash and cash equivalents at end of year	\$ 1,096,955	\$ 1,475,464

Reconciliation of change in total net assets to net cash provided (used) by operating activities

Change in total net assets	\$ 97,996	\$ 191,408
Adjustments		
Depreciation expense	17,989	18,040
Amortization expense	1,775	1,775
Unrealized net (gain) loss on investments	(37,371)	5,353
Change in prepaid expenses	17,462	(488)
Change in receivables	(7,022)	(6,395)
Change in inventory	7,235	8,244
Change in accounts payable and accrued expenses	 51,752	 (10,920)
Total adjustments	51,820	15,609
Net cash provided (used) by operating activities	\$ 149,816	\$ 207,017

Statement of Functional Expenses

For the Year Ended December 31, 2019

			Programs			Suppo	rt services	
	Resource centers	Special projects	Mango Tree Coffee	Volunteer ministry trips	Programs subtotal	General and administrative	Support services subtotal	Total expenses
Salaries and wages	\$ 1,130,086	\$ 183,498	\$ 38,466	\$ 255,063	\$ 1,607,113	\$ 405,148	\$ 405,148	\$ 2,012,261
Employee benefits	4,401	3,301	-	3,301	11,003	11,002	11,002	22,005
Payroll taxes	-	-	-	-	-	28,802	28,802	28,802
Donations to others	3,614,580	-	-	-	3,614,580	-	-	3,614,580
Volunteer meals and travel	-	-	-	1,232,988	1,232,988	-	-	1,232,988
Other meals and travel	10,846	11,231	8,083	2,394	32,554	6,967	6,967	39,521
Supplies and resources	-	-	2,141	-	2,141	78,493	78,493	80,634
Media and technology	17,406	17,406	4,501	24,369	63,682	10,444	10,444	74,126
Risk management	-	-	3,431	-	3,431	23,092	23,092	26,523
Fees for services	16,148	12,843	7,917	9,367	46,275	-	-	46,275
Facilities	-	-	26,639	-	26,639	47,344	47,344	73,983
Depreciation	-	-	5,668	-	5,668	12,321	12,321	17,989
Amortization	-	-	1,775	-	1,775	-	-	1,775
Cost of goods sold			89,821		89,821			89,821
Total expenses	\$ 4,793,467	\$ 228,279	\$ 188,442	\$ 1,527,482	\$ 6,737,670	623,613	623,613	\$ 7,361,283

Statement of Functional Expenses

For the Year Ended December 31, 2018

	Programs			Suppo	rt services			
	Resource	Special	Mango Tree	Volunteer	Programs	General and	Support services	T 1
	centers	projects	Coffee	ministry trips	subtotal	administrative	subtotal	Total expenses
Salaries and wages	\$ 1,018,229	\$ 157,181	\$ 34,497	\$ 227,481	\$ 1,437,388	\$ 340,042	\$ 340,042	\$ 1,777,430
Employee benefits	4,041	3,031	-	3,031	10,103	10,101	10,101	20,204
Payroll taxes	-	-	-	-	-	19,766	19,766	19,766
Donations to others	2,133,165	652,009	-	-	2,785,174	-	-	2,785,174
Volunteer meals and travel	-	-	-	1,214,858	1,214,858	-	-	1,214,858
Other meals and travel	15,945	37,768	9,411	3,704	66,828	5,861	5,861	72,689
Supplies and resources	-	349,586	837	-	350,423	25,337	25,337	375,760
Media and technology	22,964	22,964	3,132	26,909	75,969	5,911	5,911	81,880
Risk management	-	-	2,156	-	2,156	3,175	3,175	5,331
Fees for services	12,631	7,366	11,528	4,968	36,493	-	-	36,493
Facilities	-	17,865	21,558	-	39,423	15,810	15,810	55,233
Depreciation	-	-	5,668	-	5,668	12,371	12,371	18,039
Amortization	-	-	1,775	-	1,775	-	-	1,775
Cost of goods sold		37,263	104,156		141,419			141,419
Total expenses	\$ 3,206,975	\$ 1,285,033	\$ 194,718	\$ 1,480,951	\$ 6,167,677	438,374	438,374	\$ 6,606,051

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Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 1, Nature of the Organization

MANNA Worldwide, Inc. (the "Organization") is incorporated in the state of Texas as a nonprofit religious organization. The Organization has a passion for helping needy children located around the world with the objective of developing communities toward a more complete way of life. The Organization is committed to addressing nutritional, educational, and spiritual needs of children and their families. The Organization is exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code as other than a Private foundation. The Organization also operates Mango Tree Coffee, LLC, a Colorado for-profit limited liability company. Net proceeds from the sale of coffee beans will benefit the Organization. All material intercompany transactions have been eliminated.

Note 2, Summary of Significant Accounting Policies

The following is a summary of the Organization's significant accounting policies consistently applied in the preparation of the accompanying financial statements:

<u>Basis of accounting</u>: The consolidated financial statements of the Organization have been prepared on the accrual basis of accounting in accordance with generally accepted accounting principles (GAAP) of the United States of America. Revenues are recognized when earned, and expenses are recorded when incurred.

<u>Revenue recognition</u>: Revenues of the Organization are primarily derived from contributions from the Organization's supporters. A portion of the Organization's revenues is tied to the local economy. All contributions are considered available for the Organization's general programs unless specifically restricted by the donor.

Amounts received that are donor restricted by time or purpose are reported as increases in net asset with donor restrictions. When a restriction expires, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities as net assets released from restriction. However, contributions received with restrictions that are met in the same reporting period are reported as increases in net assets without restrictions.

Investment income that is limited to specific uses by donor restrictions is also reported as increases in net assets without restrictions if the restrictions are met in the same reporting period as the income is recognized.

<u>Liquidity</u>: The statement of financial position is classified to show subtotals for current assets and current liabilities as part of the Organization's enhanced disclosure of liquidity. The Organization anticipates using current assets and satisfying current liabilities within one year of the statement date. Current assets, excluding prepaids (as applicable), represent financial assets available for general expenditure within one year of the statement date. Disclosures are presented for both the quantitative and qualitative aspects of liquidity and the availability of financial assets.

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 2, Summary of Significant Accounting Policies (continued)

<u>Net assets without donor restrictions</u>: The Organization further disaggregates net assets without donor restriction into two subcategories:

- <u>General unrestricted</u>: Net assets that are neither subject to donor-imposed restrictions or self-imposed limits are general unrestricted.
- <u>Internally designated</u>: Net assets that are subject to the Organization's self-imposed limits by action of the governing board or its delegates are internally designated. These voluntary limitations allow the Organization to earmark net assets for a variety of needs that may arise. Such limits may also be lifted at any time in the future by resolution of the board or its delegates.

<u>Net assets with donor restriction</u>: The Organization further disaggregates net assets with donor restriction into two subcategories:

- <u>Temporarily restricted</u>: The Organization reports gifts of cash and other assets as with temporary donor restriction if they are received with donor stipulations temporarily limiting the use of the contributions and if the restrictions are not met in the period of receipt. At December 31, 2019 and 2018, there are no temporarily restricted net assets.
- <u>Permanently restricted</u>: The Organization reports gifts of cash and other assets as with permanent donor restriction if they are received with donor stipulations permanently restricting the contribution to investment but permitting the Organization to use part or all of the income derived from the investment for general or restricted purposes. At December 31, 2019 and 2018, there are no permanently restricted net assets.

<u>Programs</u>: The Organization pursues its mission through the execution of the following major programs that are also the reported functional expenses of the Organization:

- <u>Resource centers</u>: Identifying full-time project partners in the region and assisting in opening orphanages, nutrition centers, and elderly care facilities for impoverished communities. Once projects are identified, donors are matched with specific projects and invited to visit and become involved in communication and added support. The projects begin with no end-date in mind and are meant to facilitate development in communities toward a more complete way of life.
- <u>Special projects</u>: Projects funded by special gifts designated for new projects or other specific purposes not otherwise included in the other categories.
- <u>Mango Tree coffee</u>: Sells coffee and related supplies to allow for additional revenue for the Organization.
- <u>Volunteer ministry trips</u>: Sponsoring trips for individuals to show the physical needs of children. Providing opportunities for people to see needs and become involved in changing lives.
- <u>General and administrative</u>: Providing administrative support to the above functional areas.

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 2, Summary of Significant Accounting Policies (continued)

<u>Estimates</u>: The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates. Significant estimates included in the financial statements are depreciation and the estimated allocation of certain payroll and facility expenses to the functional areas. Depreciation is computed using management's estimate of the useful lives of the asset. The allocation of payroll and facility expenses is, respectively, based on management's estimate of staff time and roles and facility space and usage.

<u>Allocation of expenses by function and nature</u>: The costs of providing the various programs and other activities have been allocated and summarized on a functional basis in the statement of activities and on both a functional and a natural bases in the statement of functional expenses. Accordingly, certain costs have been allocated among the program and supporting services, as well as the natural categories, benefited.

<u>Donated services</u>: No amounts have been reflected in the consolidated financial statements for donated services. The Organization pays for most services requiring specific expertise. A large number of people have contributed significant amounts of time to the activities of the Organization without compensation. The consolidated financial statements do not reflect the value of those contributed services.

<u>Donated assets</u>: Donated marketable securities and other non-cash donations are recorded as contributions at their estimated fair market values at the date of the donation.

<u>Compensated absences</u>: Employees of the Organization, administrative and ministerial, are entitled to paid vacation depending on the length of service and other factors. The Organization cannot reasonably estimate the amount of compensation for future absences, and accordingly no liability has been recorded in the accompanying consolidated financial statements. The Organization's policy is to recognize the cost of compensated absences when paid to employees.

<u>Cash and cash equivalents</u>: The consolidated statement of cash flows is prepared using the direct method, which we believe to be the preferred presentation for users of our consolidated financial statements. For purposes of the consolidated statement of cash flows, the Organization considers highly liquid investments with an initial maturity of three months or less to be cash equivalents.

Financial instruments that potentially subject the Organization to credit risk include cash on deposit with a financial institution exceeding \$250,000 at various times during the year. The U.S. Federal Deposit Insurance Corporation insures amounts for up to \$250,000.

<u>Inventory</u>: The Organization's inventory consists of books, which are stated at the lower of cost or market using the first-in, first out method of accounting. Mango Tree Coffee's inventory consists of coffee beans and related supplies, which are stated at the lower of cost or market, using the moving, weighted-average method of accounting. There was no reserve for obsolete inventories at December 31, 2019 and 2018.

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 2, Summary of Significant Accounting Policies (continued)

<u>Fair value measurement</u>: Financial instruments include investments. Fair value hierarchy is used to disclose the inputs to fair value measurement. This hierarchy prioritizes the inputs into three broad levels. A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

<u>Property and equipment</u>: Property and equipment are recorded at acquisition cost. The Organization capitalizes assets with a cost greater than \$5,000. Betterments and renewals are capitalized. Maintenance and repairs are charged to operations and expensed when incurred. Depreciation is computed using the straight-line method over the following estimated useful lives:

Buildings and improvements	20 - 40 years
Vehicles	5 years
Furniture and equipment	3 years

The Organization also acquires foreign property from time to time to use in its operations. In certain foreign countries, the Organization is not allowed to hold the title or control the property. Accordingly, any proceeds from subsequent property sales are often not allowed to be expatriated. In these certain cases, amounts paid to acquire these properties are expensed when paid.

<u>Income taxes</u>: MANNA Worldwide, Inc. is nonprofit corporation that is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code as other than a private foundation. Mango Tree Coffee, LLC is considered a disregarded entity by the Internal Revenue Service; accordingly, it is viewed as a division of MANNA Worldwide, Inc. for income tax purposes.

The Organization follows the income taxes topic of the FASB ASC, which prescribes a comprehensive model for the financial statement recognition, measurement, presentation and disclosure of any uncertain tax positions taken or expected to be taken in income tax returns. The Organization is not aware of any activities that would jeopardize it tax-exempt status and is not aware of any activities that are subject to tax on unrelated business income for the years ended, December 31, 2019 and 2018. As of December 2019 and 2018, the Organization has no uncertain tax positions that qualify for either recognition or disclosure in the consolidated financial statements and does not expect this to change within the next twelve months. Tax returns of the Organization for the years 2017, 2018 and 2019 are open to examination by the relevant taxing authorities for a period of three years from the date the returns are filed.

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 3, Retirement Plan

The Organization maintains a 403(b) retirement program for the benefit of its employees, whereby employees make elective contributions to the plan. Each year the Organization may, at it sole discretion, contribute to the retirement program. For the years ended, December 31, 2019 and 2018, the Organization contributed \$22,004 and \$20,204, respectively, on behalf of the employees.

Note 4, Inventory

Inventory at December 31, consisted of the following:

	2019		2018	
Raw materials Finished goods	\$	16,125 4,127	\$	10,381 17,106
Total	\$	20,252	\$	27,487

Note 5, Construction in Progress and Future Commitments

In 2018 the Organization began constructing their new office building, which is still in progress through the date of this report. The Organization incurred construction in progress expenses totaling \$322,723 and \$203,594 for the years ended, December 31, 2019 and 2018, respectively. The Organization incurred approximately \$355,000 in related construction expenses and estimates an additional \$1,645,000 in construction costs are necessary to complete the project, with an anticipated completion date of December 2021. The project is completely financed through unrestricted donations, and there are no contractual financial commitments related at December 31, 2019.

In 2019 the Organization began its coffee shop buildout for Mango Tree Coffee. The Organization incurred construction in progress expenses totaling \$205,602 for the year ended December 31, 2019, and approximately \$143,000 during 2020, through the date of this report. The Organization estimates an additional \$57,000 in construction costs to complete. The buildout is being completely financed through unrestricted donations, and the Organization anticipates the project to be completed in December 2020. There are no contractual financial commitments related at December 31, 2019.

Note 6, Goodwill

In October 2016, the Organization entered into an asset purchase agreement that resulted in goodwill of \$17,750. In accordance with FASB ASC 350, the Organization elected to amortize the goodwill on a straightline basis over 10 years. Accordingly, amortization expense for the years ended, December 2019 and 2018 was \$1,750.

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 7, Annuity Contract

The Organization is the owner and beneficiary of a flexible premium deferred fixed annuity contract, with an initial premium amount of \$900,000. The annuity earns interest at the insurance company's declared rate, but not less than the minimum guaranteed interest rate of 3.0%. The annuity contract matures either upon the death of the annuitant, or September 8, 2044, whichever occurs sooner.

The annuity is considered a Level III investment, as its transactions are not observable in the marketplace. The Organization has provided no reserves against the contract value for credit risk of the credit issuer, as the contract value has historically provided a good approximation of fair value.

The following table sets forth a summary of changes in fair value of the Organization's annuity for the years ended, December 31, 2019 and 2018:

Beginning balance at January 1, 2018 Interest income	\$ 1,198,723 35,632
Beginning balance at December 31, 2018 Interest income	1,234,355 37,371
Beginning balance at December 31, 2019	\$ 1,271,726

Note 8, Net Assets

The details of the Organization's net assets by categories at December 31 are as follows:

	2019	2018
Net assets without donor restrictions		
General unrestricted	\$ 3,725,806	\$ 3,638,431
Internally designated		
Director and missionary reserves	95,947	85,326
Other	3,040	3,040
Subtotal	98,987	88,366
Total net assets without donor restrictions	\$ 3,824,793	\$ 3,726,797

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 9, Liquidity and Availability of Financial Assets

The Organization's financial assets are current assets available for general expenditure within one year of the statement date. Financial assets are calculated as follows: current assets less donor-restricted, board-designated and/or contractually-obligated cash and investments, inventory and prepaid expenses, as applicable.

As part of the Organization's liquidity management, it has a strategy to structure its financial assets to be available as general expenditures, liabilities and other obligations come due. The significant qualities of this strategy are as follows:

- The Organization maintains general reserves in its unrestricted general net assets which consists of prior years' net excess revenues (net operating surplus).
- The Organization invests cash in excess of daily requirements in short-term investments such as interestbearing savings accounts or money market funds.
- The Organization is highly dependent on recurring contributions from its members and other donors which have remained relatively consistent year-to-year.
- If liquidity becomes an ongoing concern, the Organization may decrease its budget to reduce expenses.

The Organization's financial assets are quantified as follows at December 31:

	2019	2018
Current assets	\$ 1,200,289	\$ 1,596,473
Less: non-liquid assets (prepaid expenses & inventory) Less: those unavailable within one year, due to	(89,917)	(114,614)
Internally designated:		
Board-designated	(98,987)	(88,366)
Financial assets available to meet cash needs for general		
expenditures within one year	\$ 1,011,385	\$ 1,393,493

Note Disclosures to the Consolidated Financial Statements December 31, 2019 and 2018

Note 10, Operating Leases

The Organization leases warehouse space and building space to run the Mango Tree Coffee shop under leases that expire in future years through 2023. Rental expenses were approximately \$63,000 and \$38,000 for each years ended December 31, 2019 and 2018, respectively.

Approximate future minimum lease payments are as follows:

2020	\$ 85,212
2021	55,323
2022	56,983
2023	 58,692
Total	\$ 256,210

Note 11, Subsequent Events

The Organization has evaluated and disclosed subsequent events through the date of the independent auditor's report on page one, which is the date the financial statements were available to be issued.

Subsequent to December 31, as a result of the coronavirus global pandemic, the Organization qualified for the Paycheck Protection Program loan for \$293,400. On April 20, 2020 the Organization received the funds, with a fixed interest rate of 1% and a two-year term. This loan was administered by the U.S. Small Business Administration, and the Organization anticipates that the loan will be forgiven as it was used for payroll or other qualifying expenditures. Upon forgiveness, the loan proceeds will be recognized as grant revenue.

The Organization is analyzing the effect that the pandemic may have on future ministry trips. As of the date of this report, the full impact of the pandemic is unknown, however a substantial number of ministry trips were either canceled or postponed in 2020 and rescheduled for 2021. See also the liquidity disclosure above.