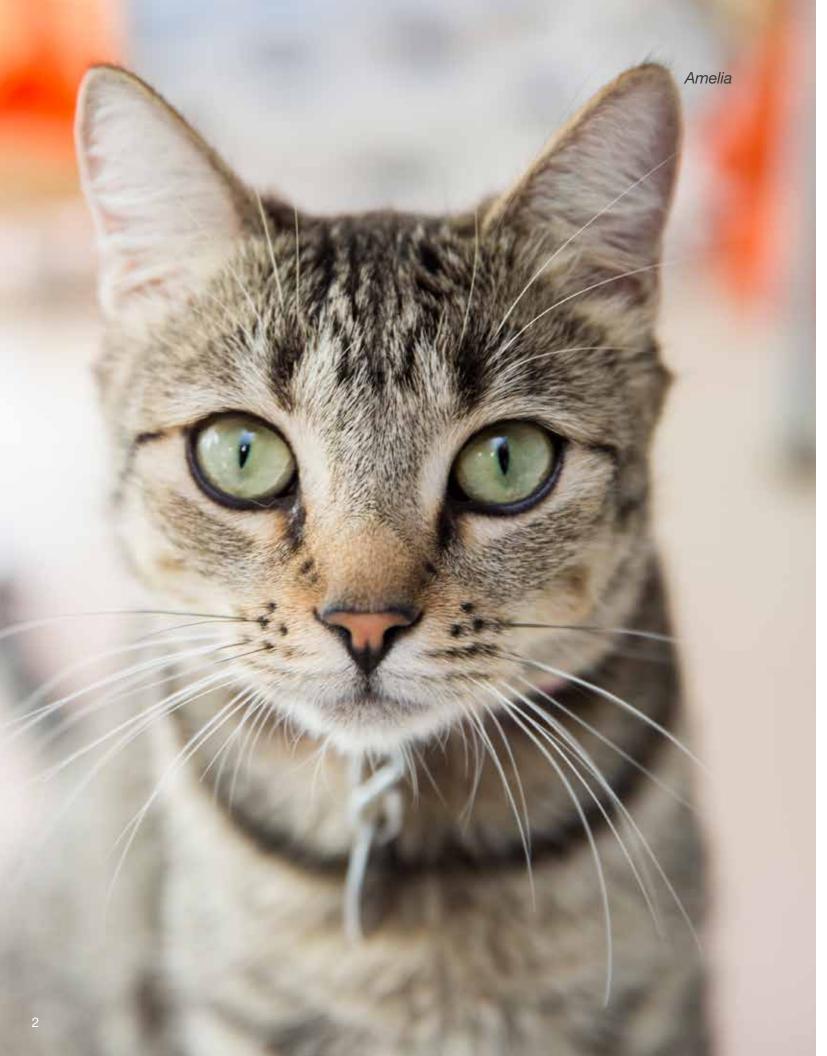




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2014 Fiscal Year at a Glance

The tide is turning for homeless pets. When Best Friends was founded in 1984, some 17 million pets were killed in our nation's shelters every year, simply because they didn't have safe places to call home. Today, that number is down to around four million per year, and the notion that this is a necessary evil is being debunked in communities across the country. Best Friends and our members have been leading the charge, and making the case through successful programming that there is a better way. Every year, that message gets stronger. And every year, we save more dogs' and cats' lives than we did the year before.

Thank you for making it all possible. Together, we will Save Them All®.

These are just a few things we accomplished together from January through September 2014:

136,442

animals were directly helped by Best Friends during this short, nine-month fiscal year



Following the Best Friends playbook, 24 new communities banned the commercial sale of dogs from puppy mills

Killing in Los Angeles city shelters has continued to decrease since the launch of NKLA (No-Kill Los Angeles), now reaching a 46.8 percent reduction

Best Friends launched NKUT (No-Kill Utah), aimed at making Utah a no-kill state by 2019

Best Friends launched a new foster program in New York City to help animals from city shelters find homes





17 cities, four counties and three states had wins against breed-discriminatory legislation



71,312 pets were spayed or neutered through Best Friends programs

In addition, **30,562 community cats were** helped through Best Friends trap/neuter/return (TNR) programs



A Message from the CEO

It has been a short fiscal year, just nine months, at Best Friends Animal Society, but you have helped to make it a very successful one.

If there's one event that really illustrates the sense of accomplishment Best Friends and our members have enjoyed in these past months, it's the moment that Lance the Vicktory dog received the green light to go home.

It felt like the culmination of so many battles won.

We had fought hard for the dogs confiscated from Michael Vick's property to be rehabilitated instead of killed. That fight is what brought Lance and 21 of the other hardest-to-place dogs to Best Friends Animal Sanctuary for special care.

Then we fought to change the image of the dogs from vicious killers to victims who had only done what they were forced to do. To this day, the Vicktory dogs continue to have an impact on the way dogs rescued from fighting situations are treated, and on how pit bull terriers in general are treated — as individuals and not as stereotypes.

Finally, we fought to rehabilitate those dogs. To give them the chance to be pets and to be loved, the way they were born to be. To help them overcome their terror of the world around them, their anxiety about humans, their lack of belief in themselves.

Today, most of those dogs have been rehabilitated and have found loving homes. But Lance was one who hadn't yet taken that step. Although he had a couple who desperately wanted to adopt him, and who visited him every couple months just to see how he was doing, the court had ordered him to pass the Canine Good Citizen (CGC) test before he could be adopted. And Lance could not pass that test.

He knew how to do every exercise required to pass the test.

His trainers at the Sanctuary had gone over it with him time and time again. But when the test would begin in earnest, Lance froze. He knew everyone was watching, and he seemed to know it meant something.

So the caregivers and trainers continued to work with him, building up his confidence and reminding him that he's loved. It was a jubilant day in Dogtown when Lance finally held his head up and passed every element of the CGC exam without flinching — and with all eyes on him.

After spending six years at the Sanctuary, learning to relax, to trust and to believe in himself, Lance could finally join the family who had waited so long to adopt him.

This story is a testament to the amazing things that happen here in the canyon. We have some of the best dog trainers, top-notch veterinarians and compassionate caregivers in the world — not to mention a stunning setting.

And good things are happening all over the country, too.

Just this fiscal year, there have been 24 wins against breed-discriminatory legislation in the U.S., including victories affecting the entire states of Georgia, Utah and South Dakota. These wins are made possible in large part by the public legacy of the Vicktory dogs and by the ongoing work that Best Friends is doing with you to fight for the right of all dogs to be happy pets.

In addition, Best Friends' Julie Castle gave a stunning TEDx Talk about the Vicktory dogs that has gone viral and continues to inspire fairness in the treatment of all dogs.

The cats at the Sanctuary also have counterparts all over the nation whose lives are being saved by Best Friends' trap/neuter/return (TNR) programs. In fact, 30,562 community cats were helped in just this fiscal year.

And with the continued success of the NKLA (No-Kill Los Angeles) initiative, the launch of the NKUT (No-Kill Utah) initiative and the 1,000-plus No More Homeless Pets Network partners now working with us to save animals in every corner of the nation, it's clear that the magic that has been at work at Best Friends Animal Sanctuary for over 30 years has blossomed into a strong no-kill movement all around the country.

Someday, all of us who care so deeply about the animals that we cannot tolerate the tragedy of more than 9,000 a day being killed in shelters simply for lack of homes will feel a lasting peace. The peace of knowing that we have stopped it, that pets in shelters across the nation are finally safe. That will be the day that we Save Them All.

Together, we have kept animals' hearts beating around the nation.



From the Chair of the Board

As you will see as you look through this annual report, in 2014 the Best Friends Board of Directors voted to change our fiscal year from one that coincided with the calendar year to one that runs from October 1 through September 30. Since the fourth quarter of every year is traditionally a time of higher levels of giving to all nonprofit organizations, this simple shift in our annual accounting timeline will allow our CEO and senior leadership team to make more accurate and informed budgeting decisions based on real numbers rather than projections for that critical three-month period of October 1 through December 31.

Consequently, because of the change in the fiscal year, this report and the programmatic and financial achievements documented here, as impressive as they are, reflect the work of a nine-month (January through September 2014) rather than a 12-month period.

On behalf of the Best Friends Board of Directors, I am very pleased to present the 2014 annual report, abridged though it may be, for your analysis and a greater understanding of the scope of the work of Best Friends Animal Society.

The board is acutely aware of our organizational responsibility to our donors and to Best Friends' mission of bringing about a time when there will be no more homeless pets. We thank you for your continued support and are confident that, together, we will Save Them All.

Kind regards,

Francis Battista

Co-founder and interim board chair

Jeaner Bathisto

Best Friends Animal Society



Best Friends Animal Sanctuary

Welcome to one of the most beautiful places on earth. It's the home base of Best Friends Animal Society and our work around the country to Save Them All.

Best Friends Animal Sanctuary, located in Angel Canyon, is spread out across nearly 21,000 acres of stunning red-rock country in southern Utah. On any given day, this beautiful canyon is home to around 1,700 dogs, cats, birds, horses, bunnies, pigs and more.

For more than 30 years, pets with absolutely nowhere else to turn — many with special needs and all without families — have found love, healing and incredible accommodations amid the gorgeous vistas of southern Utah.

Best Friends Animal Sanctuary helped spark the no-kill movement. Here, every life has value, whether that life belongs to a diabetic cat, a three-legged dog or a horse who can no longer be



Incitato





ridden. Even when no one else believes a particular homeless pet is adoptable, we do. An amazing number of the animals who others have called unadoptable go on to find loving homes from the Sanctuary every single day. (There were 743 adoptions in the first nine months of 2014.) And any animals who don't find a home quickly are welcome to stay for as long as it takes.

The Sanctuary is a warm and special place. The work done here can seem like magic: So many animals arrive after terrible abuse or neglect, and are transformed into healthy and happy pets. But the Sanctuary isn't just a healing place for the animals. People come from around the country — and even from around the world — to visit Best Friends.

Yes, they come to see the animals. They come because it's beautiful. They come to volunteer and help out. They come because they learn things that they can bring home to help animals in their own communities. But they come for another reason, too. Many feel something profound and intangible when they experience the peace of the canyon and the compassion of the work that goes on here. Many describe their trips to Best Friends as life-changing.







This fiscal year at Best Friends Animal Sanctuary:

- Best Friends welcomed 21,329 visitors
- 6,181 volunteers gave their time to the Sanctuary
- 743 pets were adopted, and more than 30 percent had special needs
- Cat World welcomed 339 new cats and 249 were adopted
- Dogtown welcomed 483 new dogs and 422 were adopted
- Horse Haven welcomed 38 new barnyard pals and 13 were adopted
- The Parrot Garden welcomed 39 new birds and 34 were adopted
- The Bunny House welcomed 46 new pet rabbits and 21 were adopted
- Wild Friends rehabilitated and released 89 wild animals in need

Best Friends Animal Clinic at the Sanctuary:

- Performed 2,667 spay/neuter surgeries
- Performed 214 other animal surgeries
- Responded to 108 after-hours emergencies
- Performed 284 dentals

Delivering No-Kill

Best Friends is working to spread no-kill all across the country. In 2014, we were proud to unveil the NKUT (No-Kill Utah) initiative, aimed at making the entire state no-kill for pets in shelters by the year 2019.

We've pulled together 47 partner groups (and counting) who work with us as the united NKUT Coalition. Already, 26 of the 59 Utah shelters have a save rate of 90 percent or better, making them no-kill.

Best Friends has been helping the animals of Utah for years, and much progress had already been made before the creation of NKUT. Holding our dog walk, Strut Your Mutt, to raise money for shelters and rescue groups in the area, hosting pet super adoptions to help animals find homes, and opening the Best Friends Pet Adoption Center in Salt Lake City all made huge dents in the homeless pet problem and helped increase the statewide save rate from 43.5 percent in 1999 to a much more promising 72.2 percent in 2013. And since our work began in 2000, there has been a 69.9 percent reduction in shelter deaths.

So, in March 2014, we began the final push to no-kill with the launch of NKUT. We placed our stake in the ground that it's time to Save Them All. And already the NKUT Coalition has helped increase that statewide save rate to 77.9 percent. In fact, the save rate for dogs is now 91.6 percent, which means Utah has essentially achieved no-kill for dogs.

This fiscal year in Utah:

- There was a 23.4 percent reduction in shelter deaths compared to the year before
- 21,029 spay/neuter surgeries were performed or supported
- At the spring pet super adoption event, 475 pets found homes
- 1,484 pets found homes from the Best Friends Pet Adoption Center in Salt Lake City



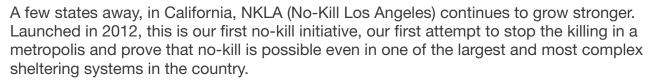
Here, newborn motherless kittens are raised and nurtured until they're ready for adoption.

Another achievement this year was the opening of the Best Friends Kitten Nursery in Salt Lake City. Here, newborn motherless kittens are raised and nurtured until they're ready for adoption. Tragically, these fragile pets are often at risk of being killed in shelters because they need round-the-clock care, which most shelters don't have the resources to provide. Our nursery opened in March, and already the lives of 1,077 tiny kittens have been saved.

Of course, foster homes are also a huge lifesaver for kittens. When a litter of kittens was found in a trash can (yes, a trash can), it was a foster family who took those babies in and nursed them to health. They'll never be treated like garbage again. All six kittens have been adopted, and now know what it feels like to be treasured.







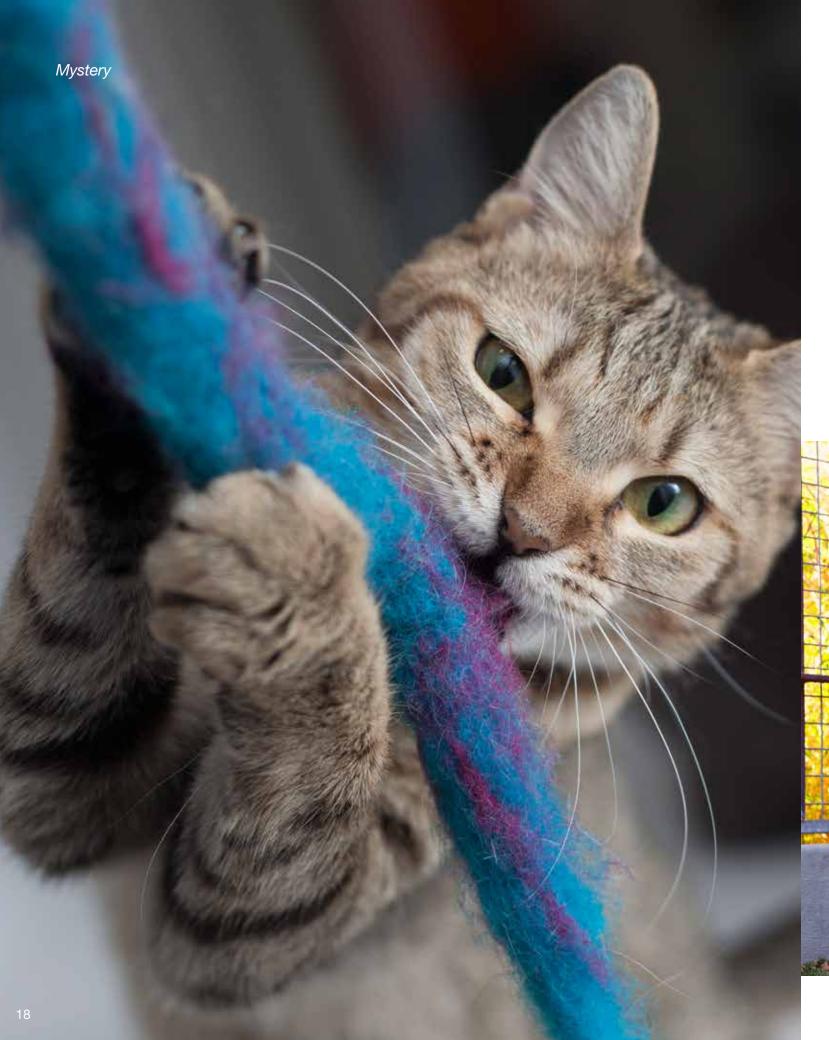
Los Angeles is the second largest city in the nation, and an enormous number of pets were being killed in its shelters. In 2010, only 60 percent were making it out of Los Angeles city shelters alive. We launched NKLA to put an end to that tragedy, creating a coalition of shelters and rescue groups, led by Best Friends, that work together with the city. We also opened two adoption centers: the NKLA Pet Adoption Center in the heart of West Los Angeles and the Best Friends Pet Adoption and Spay/Neuter Center in Mission Hills. Since NKLA began, there has been a decrease of 46.8 percent in shelter killings.



- percent in shelter killings compared to last year
- 1,439 pets were adopted from the NKLA Pet Adoption Center
- 2,743 pets were adopted from the Best Friends Pet Adoption and Spay/Neuter Center
- Through the Pup My Ride program, 2,587 pets were transported by Best Friends from L.A. city and county shelters to rescue groups around the country that could place them in new homes
- NKLA Coalition partners (including Los Angeles Animal Services) found homes for 21,876 animals







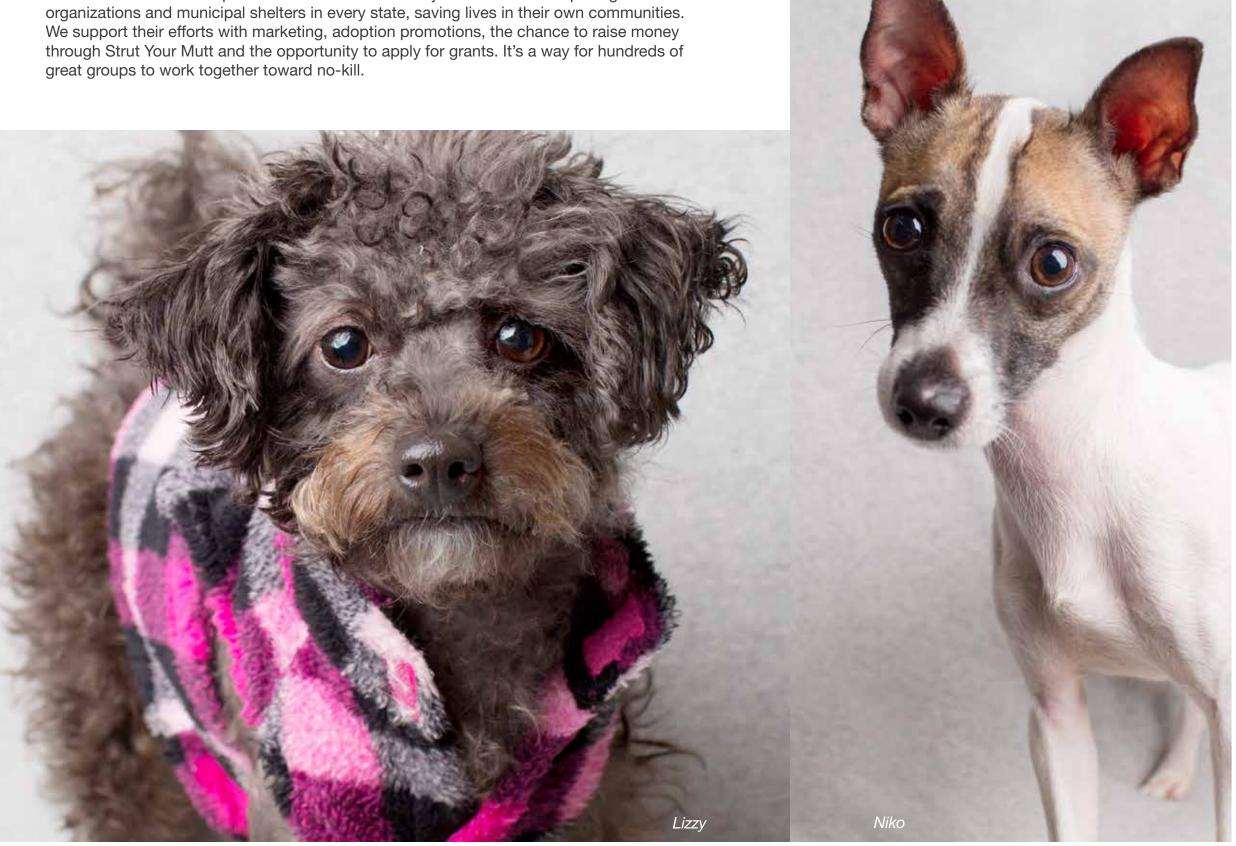
Each of those numbers represents real faces and real lives that were saved. One of our favorite L.A. stories this year was about Charlie, the dog who was evidence in a court case. Confiscated from a hoarder, Charlie and 28 of his friends had to stay at a Los Angeles shelter for over a year because they were part of the legal proceedings. Once the dogs were free to go, we waited for rescue groups to take all they could, and then we took the 14 who remained, including Charlie, who came to the Best Friends Pet Adoption and Spay/Neuter Center.

He needed a little bit of work, though, before he could be adopted. A year is a long time to feel bewildered about what's happening to you. Because of that and the hoarding situation, Charlie was painfully shy, and would hide whenever an adopter tried to look at him. That's why we started holding classes for shy dogs at the center, for pups just like him. Charlie attended some of the classes, and before long, he was zipping and zooming around, finally at ease with himself, the center and the passersby.

If you saw Charlie today, you wouldn't believe he was the same dog. And he has found the home of his dreams. He is one of the thousands of reasons that Los Angeles is on track to becoming no-kill by 2017.



But Best Friends isn't stopping with achieving no-kill in Utah and Los Angeles. Save Them All means all. So in July, we launched a new foster program in New York City to help pets out of shelters and get them safely into homes. And we now have more than 1,000 No More Homeless Pets Network partners all across the country — a network comprising animal





This fiscal year, the **Best Friends No More Homeless Pets Network:**

- Found homes for 8,155 animals through adoption promotions designed especially for Network partners
- Received \$502,769 in grants to advance their lifesaving work
- Represented every single state in the country





Taking the Initiative

Best Friends has identified three major problems that need to be solved before the killing in shelters will stop.

- 1) We need to prevent community (free-roaming, unowned) cats from ending up in shelters. As long as they're rounded up and put in shelters, the vast majority will be killed because they aren't adoptable as friendly house pets. The answer is to trap them, spay or neuter them, and release them to their outdoor homes, where they can live out the rest of their lives without reproducing. This is the only population-control method that has been proven to reduce their numbers long-term. And it is the only method that is kind to the cats.
- 2) We need to stop puppy and kitten mills. We can neuter all the family pets in the world, but as long as there are factory-style puppy and kitten mills churning out litter after litter after litter, the problem won't be solved. In 2008, Best Friends started a consumer-oriented and point-of-sale campaign to educate customers about pets bred in mills and to encourage municipalities to pass ordinances that end the sale of mill-bred pets. We encourage pet stores to offer pets from rescue groups and shelters instead.
- 3) We need to stop breed-discriminatory legislation. Every time a breed is given a bad reputation by the media, droves of those particular dogs wind up in shelters across the country. And they get killed. In some cases, the breed is not only discriminated against, it's outlawed. Right now, pit bull terriers are targeted, but other breeds before them have been maligned, with no evidence that it's justified. In truth, pit bull terriers don't bite people any more often than other dogs do. And bites are much better prevented by leash laws and other common sense measures, such as breed-neutral dangerous-dog laws. Anti-breed measures don't protect anyone. Instead, they fill up shelters with innocent dogs, and we need to fight them both in the media and in the courts.

Several years ago, to help Save Them All, Best Friends created three sets of initiatives, focused on community cats, puppy mills and pit bull terriers. And it has been a year of great progress for all three.



Puppy mill initiatives

This fiscal year, 24 new communities in North America banned the sale of puppy mill dogs in pet stores, including municipalities in Florida, Illinois, New Jersey, Ontario and Quebec. The total number of such communities is now 68.

Pit bull terrier initiatives

This fiscal year saw 24 wins against breed-discriminatory legislation. The entities involved were 17 cities, four counties and three states: South Dakota, Utah and Georgia. A total of 239,109 pit bull terriers were potentially positively affected.

PetSmart Charities, Inc., has collaborated with Best Friends for many years. They've joined with us to help build capacity with rescue groups, support education and understanding about dog breeds, and create new ways of helping community cats through lifesaving programs. We are so proud to call PetSmart Charities a partner and a friend.

Community cat initiatives

Thanks to TNR programs in these cities, the cat save rates in shelters are climbing.

	2012 save rate	2014 fiscal year save rate
Jacksonville, Florida	74 percent	89.6 percent
Albuquerque, New Mexico*	83 percent	90.2 percent
Baltimore, Maryland*	65 percent	82.4 percent
San Antonio, Texas*	63 percent	84.5 percent

^{*}These Community Cats Projects are run in partnership with PetSmart Charities®.





BEST FRIENDS ANIMAL SOCIETY AND SUBSIDIARY

Consolidated Statements of Financial Position

As of September 30, 2014, and December 31, 2013

Assets	2014	2013
Current assets: Cash and cash equivalents Short-term investments Current portion of receivables -	\$ 2,391,759 13,191,722	\$ 6,955,990 10,752,451
legacies and bequests Current portion of promises	12,061,604	6,997,528
to give, net Inventories Prepaid expenses Other current assets	1,017,995 597,548 318,171 83,032	861,326 631,585 284,258 84,642
Total current assets	29,661,831	26,567,780
Property and equipment: Furniture, fixtures and equipment Automobiles and trucks Buildings and improvements Land Construction in progress Software and website Accumulated depreciation	4,128,368 2,747,209 23,745,125 5,347,716 693,978 1,238,311 (13,498,656)	3,418,291 2,085,261 18,628,690 5,347,716 5,425,010 1,196,365 (12,416,847)
Property and equipment, net	24,402,051	23,684,486
Other assets: Cash and cash equivalents - restricted Long-term investments:	4,501,319	3,587,420
Unrestricted Restricted	9,696,037 8,081,326	8,455,748 7,422,389
Receivables - legacies and beques net of current portion Promises to give, net of current	sts, 364,163	385,874
portion, net Interest in perpetual trusts Other receivables - 5 Acres Agreement	764,978 2,594,920 1,356,439	324,995 2,432,789 1,408,555
Total other assets	27,359,182	24,017,770
Total assets	\$ 81,423,064	\$ 74,270,036

Liabilities and Net Assets	2014	2013
Current liabilities: Accounts payable Accrued payroll Other current liabilities Current portion of long-term liabilities	\$ 3,617,114 825,582 5,136,868 203,327	\$ 3,599,484 756,504 1,178,552 241,674
Total current liabilities	9,782,891	5,776,214
Long-term liabilities: Capital leases payable, net of current portion Lifetime care liability, net of current portion Charitable gift annuities, net of current portion Deferred rent Other liability - 5 Acres Agreement	57,804 145,174 1,287,689 95,568 1,356,439	19,663 239,783 1,308,119 43,088 1,408,555
Total long-term liabilities	2,942,674	3,019,208
Total liabilities	12,725,565	8,795,422
Commitments and contingencies		
Net assets: Unrestricted: Undesignated Designated Total unrestricted Temporarily restricted Permanently restricted Total net assets Total liabilities and net assets	25,532,498 26,432,289 51,964,787 11,035,159 5,697,553 68,697,499 \$81,423,064	27,055,569 24,931,526 51,987,095 8,407,542 5,079,977 65,474,614 \$ 74,270,036

Expenses

- Program \$51,840,341 (79.7%)
- Fundraising \$9,269,503 (14.3%)
- Management and General \$3,905,876 (6.0%)



Revenue

- Individuals \$45,382,918 (68%)
- Corporate and Foundation Grants \$2,856,509 (4%)
- In-Kind \$15,399,294 (23%)
- Other \$3,538,800 (5%)



BEST FRIENDS ANIMAL SOCIETY AND SUBSIDIARY

Consolidated Statement of Activities

For the Nine-Month Period Ended September 30, 2014

(With Summarized Financial Information for the Year Ended December 31, 2013)

Posterior		Unrestricted	Temporarily Restricted	Permanently Restricted	2014 Total	2013 Total
Revenues and other support: Contributions		\$ 44,129,158	\$ 3,654,824	\$ 455,445	\$ 48,239,427	\$ 57,283,819
Program events		644,724	120,257	-	764,981	1,141,274
Amounts designated by donors for specific organizations	\$ 1,581,785					
Less: Amounts held for or remitted						
to those organizations Administrative fees retained on amounts	(1,474,875)					
designated by donors for specific organizations		106,910	-	-	106,910	104,067
Donations in-kind		15,399,294	-	-	15,399,294	3,350,554
Interest and dividend income Guest cottage and rental income		346,728 529,576	36,431	-	383,159 529,576	683,885 512,363
Magazine advertising		164,272	_	_	164,272	139,074
Clinic revenue		613,393	-	-	613,393	806,234
Cafeteria, vending and other income		149,933	-	-	149,933	176,335
Store income Gift shop income		11,525 647,538	-	-	11,525 647,538	123 656,600
Unrealized gain on split interest agreements		167,513	_	-	167,513	5,623
Net assets released from restrictions		1,230,270	(1,230,270)	-	-	-
Total revenues and other support		64,140,834	2 ,581,242	455,445	67,177,521	64,859,951
Expenses:						
Program 1 - animal care activities Program 2 - emergency response		13,758,664 127,141	-	-	13,758,664 127,141	18,525,812 175,413
Program 3 - campaigns and other national outrea	ch	37,954,536	_	-	37,954,536	26,611,816
Management and general		3,905,876	-	-	3,905,876	4,782,731
Fundraising		9,269,503	-	-	9,269,503	10,738,457
Total expenses		65,015,720	-	-	65,015,720	60,834,229
Other expenses, losses and (gains):						
Guest cottages expenses Gift shop cost of goods sold		134,192	-	-	134,192	155,533
Realized and unrealized net investment gain		340,538 (487,176)	(46,375)	(162,131)	340,538 (695,682)	297,117 (2,841,543)
Legal settlement gain		(800,000)	(40,070)	(102,101)	(800,000)	(2,0+1,0+0)
Net gain on disposal of assets		(40,132)	-	-	(40,132)	(29,021)
Total other expenses, losses and (gains)		(852,578)	(46,375)	(162,131)	(1,061,084)	(2,417,914)
Total expenses, losses and (gains)		64,163,142	(46,375)	(162,131)	63,954,636	58,416,315
Change in net assets Net assets at beginning of the period		(22,308) 51,987,095	2,627,617 8,407,542	617,576 5,079,977	3,222,885 65,474,614	6,443,636 59,030,978
Net assets at end of the period		\$ 51,964,787	\$ 11,035,159	\$ 5,697,553	\$ 68,697,499	\$ 65,474,614

"In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Best Friends Animal Society and subsidiary as of September 30, 2014, and the changes in their net assets and their cash flows for the nine-month period then ended in accordance with accounting principles generally accepted in the United States of America." – Tanner LLC, auditors

Board Members in 2014

- Francis Battista (interim chair)
- Anne Mejia (secretary)
- Lynn Flanders (treasurer)
- Gregory Castle (CEO)
- Kraig Butrum
- Abby Jones
- Molly Koch
- Cyrus Mejia
- Timy Sullivan

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A Special Thank You to the Following Corporate and Foundation Partners

We are sincerely grateful for the generosity of our corporate and foundation partners, and want to say a special thank you to the following corporations and foundations that gave to Best Friends Animal Society in fiscal year 2014.

The ALSAM Foundation

American Legion & American Legion Auxiliary

Ann Garfield Fund of Jewish Family and Children's Services

Annenberg Foundation

ASPCA

Banfield Pet Hospital

Best Western International

BISSELL Pet Foundation

The Blue Buffalo Company

Chavez For Charity

Chevron

Church & Dwight Co. Inc.

Cloud Star Corporation

Cross Charitable Foundation

Delta Air Lines. Inc.

DogVacay

Found Animals Foundation

The Frank M. & Gertrude R. Doyle Foundation, Inc.

Freekibble

Google

Halo, Purely for Pets, Inc.

I-5 Publishing / Rescue Me Magazine

Impact, the Warner Bros. Employee Giving Program

JCDecaux North America

John and Maria Laffin Trust

Kings Care Foundation

KVP International, Inc.

Lil BUB LLC

Live Oak Bank

The Lunada Bay Corporation

Maddie's Fund

Mammoth Pet Products

Media Services Advertising, Inc.

Method Home Products

MINI USA

Mitchell Foundation

Monkeez Makes a Difference

Natural Balance Pet Foods

Ogena Solutions

Overstock

The Petco Foundation

Petfinder

Pethealth, Inc.

PetSmart Charities, Inc.

Quidsi, Inc. (wag.com)

Rachael's Rescue

Red Roof Inn

Select Equity Group Foundation

The S.L. Gimbel Foundation

The Weiler Foundation, Inc.



^{*} In addition, we would like to thank all of the family foundations and individuals who gave privately or anonymously. Your compassion is a part of Best Friends and all of the lifesaving that takes place here.



Best Friends Animal Society 5001 Angel Canyon Road Kanab, UT 84741 bestfriends.org

Best Friends Animal Society–Los Angeles Best Friends Pet Adoption and Spay/Neuter Center 15321 Brand Boulevard Mission Hills, CA 91345 bestfriendsla.org

Best Friends Animal Society–Los Angeles NKLA Pet Adoption Center

1845 Pontius Avenue Los Angeles, CA 90025 nkla.org/petadoptioncenter

Best Friends Animal Society–New York bestfriendsny.org

Best Friends Animal Society–Utah 2005 South 1100 East Salt Lake City, UT 84106 bestfriendsutah.org