

CONSOLIDATED FINANCIAL STATEMENTS FISCAL YEARS ENDING JUNE 30, 2021 AND 2020

I'M JUST GETTING STARTID'21

> With Supplemental Schedules and Independent Auditor's Report for The University of Toledo Foundation and Subsidiaries

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# **INDEPENDENT AUDITORS' REPORT**

Board of Trustees The University of Toledo Foundation and Subsidiaries Toledo, Ohio

# **Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of The University of Toledo Foundation (a nonprofit organization) and Subsidiaries (collectively, the Foundation), which comprise the consolidated statements of financial position as of June 30, 2021 and 2020, and the related consolidated statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the consolidated financial statements.

# Management's Responsibility for the Consolidated 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 consolidated financial statements that are free from material misstatement, whether due to fraud or error.

# Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We conducted our audits 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated 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 auditors' judgment, including the assessment of the risks of material misstatement of the consolidated 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.



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# Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of The University of Toledo Foundation and Subsidiaries as of June 30, 2021 and 2020, and the changes in their consolidated net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

# **Emphasis of Matter**

As described in Notes 1 and 13, the consolidated financial statements include investments that are not listed on national exchanges or for which quoted market prices are not available. These investments include limited partnerships, start-up corporations, hedge funds, fund-of-funds, and comingled funds that are not mutual funds. Such investments total approximately \$140,186,000 (20.5% of total assets) and \$117,479,000 (21.6% of total assets) at June 30, 2021 and 2020, respectively. The values of these investments have been provided by the fund managers or general partners in the absence of readily determinable market values.

# Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated September 30, 2021, on our consideration of the Foundation'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 result of that testing, and not to provide an opinion on the effectiveness of the Foundation'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 the Foundation's internal control over financial reporting and compliance.

Clifton Larson Allen LLP

CliftonLarsonAllen LLP

Toledo, Ohio September 30, 2021

# THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF FINANCIAL POSITION JUNE 30, 2021 AND 2020

ASSETS	2021	2020
CURRENT ASSETS		
CorkenTASSETS Cash and Cash Equivalents	\$ 2,142,887	\$ 5,521,189
Accounts Receivable	φ 2,142,007 856,547	\$38,296
Contributions Receivable, Net of Allowance for Uncollectible	000,047	000,200
Contributions	7,600,219	8,024,294
Prepaid Expense	7,789	74,947
Total Current Assets	10,607,442	14,458,726
NONCURRENT ASSETS		
Investments:		
Pooled Investments	607,637,180	467,556,903
Nonpooled Investments	9,048,822	7,842,895
Real Estate	593,476	593,476
Assets Held in Charitable Remainder Trusts	4,647,809	3,948,394
Total Investments	621,927,287	479,941,668
Contributions Receivable, Net of Allowance for Uncollectible		
Contributions and Present Value Adjustments	5,030,951	3,740,480
Cash Value of Life Insurance and Annuities	1,429,664	1,286,055
PROPERTY AND EQUIPMENT		
Land and Land Improvements	7,020,529	7,020,529
Gateway	15,523,459	15,523,459
Rental Property	1,672,956	1,672,956
Building and Equipment	26,445,035	26,372,934
Total Property and Equipment	50,661,979	50,589,878
Less: Accumulated Depreciation	6,679,024	5,537,404
Net Property and Equipment	43,982,955	45,052,474
Total Assets	\$ 682,978,299	\$ 544,479,403

# THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONTINUED) JUNE 30, 2021 AND 2020

	2021	2020
LIABILITIES AND NET ASSETS		
CURRENT LIABILITIES		
Accounts Payable	\$ 1,406,613	\$ 607,447
Accrued Liabilities	405,184	518,524
Deferred Revenue	45,755	61,433
CARES Act Payroll Protection Plan Loan	-	905,000
Senior Secured Notes Payable	336,191	320,146
Total Current Liabilities	2,193,743	2,412,550
NONCURRENT LIABILITIES		
Senior Secured Notes Payable, Net of Debt Issuance Costs	7,997,725	8,316,061
Gateway Funding from Pooled Investments	2,033,690	2,078,864
Grantor Trust Payable to a Related Party	2,012,824	2,012,824
Annuities Payable	2,683,056	2,800,854
Funds Held for Affiliates	255,528,062	201,274,924
Total Liabilities	272,449,100	218,896,077
NET ASSETS		
Without Donor Restrictions:		
Operating Funds:		
Undesignated	11,378,101	(2,575,169)
Designated:		
Real Estate	32,661,299	33,286,580
Gateway	1,107,145	832,447
Board	12,105,264	11,895,934
Total Without Donor Restriction Operating Funds	57,251,809	43,439,792
Board Endowed	11,835,697	9,542,348
Total Without Donor Restrictions	69,087,506	52,982,140
With Donor Restrictions	341,441,693	272,601,186
Total Net Assets	410,529,199	325,583,326
Total Liabilities and Net Assets	\$ 682,978,299	\$ 544,479,403

## THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF ACTIVITIES YEARS ENDED JUNE 30, 2021 AND 2020

		2021				
	Without Donor	With Donor		Without Donor	With Donor	
SUPPORT, REVENUE, AND GAINS (LOSSES)	Restrictions	Restrictions	Total	Restrictions	Restrictions	Total
Contributions	\$ 567,869	\$ 9,532,213	\$ 10.100.082	\$ 261,578	\$ 11.660,769	\$ 11,922,347
Unconditional Promises to Give	¢ 007,003 6,023	8,874,213	8,880,236	10,325	2,741,865	2,752,190
CARES Act Payroll Protection Program Forgiveness	905.000	-	905,000	-	_,, ,,000	_,. 0,.00
Administrative Fees	5,956,917	(2,825,567)	3,131,350	5,872,018	(2,752,504)	3,119,514
Annuities and Trusts, Net of Actuarial Adjustments	-	(248,628)	(248,628)	-	(317,599)	(317,599)
Ancillary and Nongift	11,338	763,720	775,058	2,426	832,897	835,323
Bookstore Revenue	3,455,470	-	3,455,470	4,549,264	-	4,549,264
Center for Alumni and Donor Engagement	942,936	-	942,936	857,086	-	857,086
Income - UTF Gateway Investments	1,010,470	-	1,010,470	1,025,081	-	1,025,081
Income - Real Estate Corp.	63,044	-	63,044	60,970	-	60,970
Interest and Dividends	1,048,574	3,681,054	4,729,628	1,104,724	4,120,054	5,224,778
Investment Fees	(172,598)	(676,641)	(849,239)	(109,051)	(532,654)	(641,705)
Net Realized and Unrealized Gains (Losses)	16,844,236	61,993,243	78,837,479	(1,495,998)	(5,189,439)	(6,685,437)
Satisfaction of Program and Donor Restrictions	12,334,616	(12,334,616)	-	14,890,256	(14,890,256)	-
Other Transfers	(81,516)	81,516	-	(76,516)	76,516	
Total Support, Revenue, and Gains (Losses)	42,892,379	68,840,507	111,732,886	26,952,163	(4,250,351)	22,701,812
EXPENSES						
University Program Services:						
Academics	5,460,169	-	5,460,169	5,024,715	-	5,024,715
Athletics	1,609,607	-	1,609,607	4,352,587	-	4,352,587
Student Aid	4,819,444	-	4,819,444	5,028,204	-	5,028,204
Capital Projects	870,626	-	870,626	364,544	-	364,544
Research	253,131	-	253,131	260,070	-	260,070
Bookstore	3,185,487	-	3,185,487	4,166,100	-	4,166,100
Donor Life Insurance Premiums	313,465	-	313,465	77,257	-	77,257
Management and General	6,186,865	-	6,186,865	5,801,794	-	5,801,794
Fundraising	4,088,219	-	4,088,219	4,203,859	-	4,203,859
Total Expenses	26,787,013	-	26,787,013	29,279,130	-	29,279,130
CHANGE IN NET ASSETS - BEFORE TRANSFERS	16,105,366	68,840,507	84,945,873	(2,326,967)	(4,250,351)	(6,577,318)
CAPITAL TRANSFER				(1,539,271)		(1,539,271)
CHANGE IN NET ASSETS	16,105,366	68,840,507	84,945,873	(3,866,238)	(4,250,351)	(8,116,589)
Net Assets - Beginning of Year	52,982,140	272,601,186	325,583,326	56,848,378	276,851,537	333,699,915
NET ASSETS - END OF YEAR	\$ 69,087,506	\$ 341,441,693	\$ 410,529,199	\$ 52,982,140	\$ 272,601,186	\$ 325,583,326

## THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF FUNCTIONAL EXPENSES YEARS ENDED JUNE 30, 2021 AND 2020

	University Programs		2021 Support Total		,			Support		2020 Total	
Salaries and Wages	\$ -	\$	4,521,749	\$	4,521,749	\$	_	\$	4,549,717	\$	4,549,717
Payroll Taxes and Benefits	-	Ŧ	1,331,687	Ŧ	1,331,687	Ŧ	-	Ŧ	1,231,327	Ŧ	1,231,327
Student Directed (1)	4,836,939		-		4,836,939		5,087,842		-		5,087,842
Professional Fees	517,766		381,187		898,953		386,602		358,471		745,073
University Directed (2)	4,041,284		-		4,041,284		3,455,681		-		3,455,681
Athletics	1,609,607		-		1,609,607		4,352,587		-		4,352,587
Bookstore	3,185,486		-		3,185,486		4,166,100		-		4,166,100
Capital Projects	870,626		-		870,626		364,544		-		364,544
Building Services	-		958,680		958,680		-		875,765		875,765
Donor Life Insurance Premiums	313,465		-		313,465		77,257		-		77,257
Purchased Services	1,136,756		1,940,162		3,076,918		1,382,864		1,890,633		3,273,497
Total Before Depreciation	16,511,929		9,133,465		25,645,394		19,273,477		8,905,913		28,179,390
Depreciation Expense			1,141,619		1,141,619		-		1,099,740		1,099,740
Total	\$ 16,511,929	\$	10,275,084	\$	26,787,013	\$	19,273,477	\$	10,005,653	\$	29,279,130

(1) Scholarships, Student Aid, Student Awards, Student Events

(2) Salary Reimbursements, Speakers, Supplies, Meetings, Events, Research, Sponsorships

# THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS YEARS ENDED JUNE 30, 2021 AND 2020

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES	<b></b>	<b>(0.440.500</b> )
Change in Net Assets	\$ 84,945,873	\$ (8,116,589)
Adjustments to Reconcile Change in Net Assets		
to Net Cash Provided (Used) by Operating Activities:	(005,000)	
Paycheck Protection Program Loan Forgiveness	(905,000)	-
Depreciation	1,141,619	1,099,740
Contributions Held as Endowments	(12,341,459)	(1,769,811)
Provisions for Uncollectible Contributions, Net of Actuarial	05 105	250 762
Adjustments on Annuity Obligations	95,125	350,762
Actuarial Adjustment on Contributions Receivable	59,090	438,062
Unrealized/Realized Losses (Gains) on Investments Loss on Sale of Fixed Assets	(78,837,479)	6,685,437
	- 270 159	977,271
Change in Annuity Payable Obligation	279,158	341,257
Capital Transfers Amortization of Debt Issuance Costs	17 055	1,539,271
Changes in Operating Assets and Liabilities Which	17,855	17,855
Provided (Used) Cash: Accounts Receivable	(10.051)	470 740
Contributions Receivable	(18,251)	470,749
	(1,020,611)	543,239 9,659
Prepaid Expenses	67,158 799,166	· ·
Accounts Payable Accrued Liabilities and Other	(129,018)	(838,759) 150,233
Cash Surrender Value of Life Insurance	(129,018) (143,609)	41,228
Funds Held for Affiliates		
	54,253,138	(11,637,563)
Net Cash Provided (Used) by Operating Activities	48,262,755	(9,697,959)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property and Equipment	(72,100)	(1,030,995)
Purchases of Investments	(142,674,645)	(4,581,162)
Proceeds from Sales and Maturities of Investments	79,481,331	19,368,093
Payments to Annuitants	(396,956)	(360,028)
Net Cash Provided (Used) by Investing Activities	(63,662,370)	13,395,908
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments on Outstanding Senior Secured Notes	(320,146)	(304,869)
CARES Act Payroll Protection Plan Loan Proceeds	(020,140)	905,000
Contributions Held as Endowments	12,341,459	1,769,811
Capital Transfer	-	(1,539,271)
Net Cash Provided by Financing Activities	12,021,313	830,671
·····	· · ·	,
NET CHANGE IN CASH AND CASH EQUIVALENTS	(3,378,302)	4,528,620
Cash and Cash Equivalents - Beginning of Year	5,521,189	992,569
CASH AND CASH EQUIVALENTS - END OF YEAR	\$ 2,142,887	\$ 5,521,189
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION	¢ 404 450	ф <u>400 407</u>
Cash Paid for Interest	\$ 421,156	\$ 436,497

## NOTE 1 ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Organization**

The University of Toledo Foundation and Subsidiaries (collectively, the Foundation) is a nonprofit Ohio corporation organized to receive, hold, invest, and administer property and to make expenditures to or for the benefit of The University of Toledo (the University).

The consolidated financial statements for the Foundation include accounts of wholly owned subsidiaries, The University of Toledo Foundation Real Estate Corporation and UTF Gateway Investments LLC. The University of Toledo Foundation Real Estate Corporation (the Corporation) was organized to acquire, hold title to, and collect income from real property for the benefit of the Foundation and the University. UTF Gateway Investments LLC (Gateway Investments) was organized for the construction and leasing of real property to house The University of Toledo Gateway (The Gateway), a mixed-use facility to include the University bookstore, retail space, and student off-campus housing.

Assets, liabilities, and operations of all the above entities have been included in the accompanying consolidated financial statements. All significant intercompany balances and transactions have been eliminated in the consolidated financial statements.

#### **Net Assets Classification**

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* – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. The governing board has designated, from net assets without donor restrictions, net assets for specific purpose, an operating reserve and board-designated endowment.

*Net Assets With Donor Restrictions* – Net assets subject to donor- (or certain grantor-) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Gifts of long-lived assets and gifts of cash restricted for the acquisition of long-lived assets are recognized as donor restricted revenue when received and released from restrictions when the assets are placed in service. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

#### Cash and Cash Equivalents

Cash and cash equivalents consist of cash on hand, demand deposits with financial institutions, and short-term investments with maturities less than 90 days that are not part of the long-term investment pool.

# Accounts Receivable

Accounts receivable are stated at net realizable value. An allowance for doubtful accounts is established based on a specific assessment of all invoices that remain unpaid following normal payment periods. All amounts deemed uncollectible are charged against the allowance for doubtful accounts in the period that determination is made. No allowance was deemed necessary at June 30, 2021 and 2020.

# **Contributions Receivable**

Unconditional promises to give are recognized as without donor restrictions, or with donor restrictions revenue based on the donor's intent when amounts are pledged. Conditional promises to give are recognized when the conditions on which they depend are substantially met and the promises become unconditional.

# In-Kind Gifts

In-kind gifts, when received, are reflected as contributions in the accompanying consolidated financial statements at the estimated fair value at the date of receipt. The Foundation received in-kind gifts in 2021 and 2020 valued at \$42,915 and \$622,634, respectively.

### **Investments**

Investment securities are stated at fair value following the fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three broad levels. The fair value hierarchy gives priority from highest to lowest to quoted prices in active markets for identical assets (Level 1); inputs other than quoted prices included within Level 1 that are observable for the asset directly or indirectly (Level 2); and unobservable inputs for assets (Level 3). Investments valued at fair value using Level 1 inputs are cash equivalents, common stocks, and mutual funds that have observable quoted prices in active markets. Fair values determined by Level 2 inputs such as interest rates and yield curves are government bonds, government agency bonds, corporate bonds, and certain other funds. Hedge funds and partnerships are measured based on information provided by fund managers and general partners including audited financial statements, unaudited financial statements, and net asset valuations.

Purchases and sales of investment securities are recorded on the trade date. Realized gains or losses from the sale of securities are determined using the cost basis of the securities sold. Interest and dividend income is reported when earned. Investment income and related administrative, investment, and fiduciary expenses are allocated to the funds on a basis that reflects the ratio of the related funds invested in the pooled portfolio to total market value.

## Charitable Remainder Trusts

The Foundation is named as a beneficiary of several irrevocable trusts. The assets of the trusts are held by third parties as co-trustees appointed by the Foundation or by a trustee designated by the donor who manages the assets and distributes the income as defined in each trust. The Foundation's interest in the charitable remainder trusts is recognized based on the fair market value of the trust assets, less any liabilities of the trust. Under a split-interest trust, the donor is paid specified distributions for a future period of time and upon termination of the trust, the Foundation receives all or a portion of the trust assets.

## Life Insurance Cash Surrender Value

The Foundation is the owner of certain life insurance policies on various donors who have named the Foundation as beneficiary. These policies are valued at their cash surrender value.

# **Property and Equipment**

Property and equipment over \$25,000 are recorded at cost when purchased. Donated property is recorded at estimated fair market value at the date of acquisition. Depreciation is provided on the straight-line method over the estimated useful lives of the assets, which range from 5 to 39 years. Contributions of long-lived assets, such as property, are recognized as an increase in unrestricted net assets in the year the asset is received. Depreciation expense for the years ended June 30, 2021 and 2020 amounted to \$1,141,618 and \$1,099,740, respectively.

# **Capitalized Software**

Costs related to software purchased for internal use, which are required to be capitalized, are included in property and equipment.

#### Annuities Payable

Annuities payable represent the cumulative present value of the liabilities to donors of irrevocable charitable gift annuities based on the life expectancy of each annuitant or based upon the fixed term of the annuity. Payments to donors are expected to range from fiscal year 2024 to fiscal year 2052. The present value is determined by applying a discount rate and an annuity factor. The discount rate was 1.20% and 0.06% for fiscal years 2021 and 2020, respectively. Annuity adjustment factors based on IRS Publications 1457 and 1458.

#### Funds Held for Affiliates

The Foundation raises or holds contributions for affiliates. The Foundation accepts contributions from donors and agrees to transfer those assets, the return on investment of those assets or both, to the affiliate that was specified by the donor.

The Foundation continues to report these funds as assets of the Foundation; however, a liability has been established for the fair value of the funds. All financial activity related to the funds is recorded as adjustments to the funds held for affiliate's liability and is omitted from the consolidated statement of activities.

# Administrative Fees

The Foundation charges an annual administrative fee based on endowment balances for managing and administering the investments under its control. In addition, the Foundation charges quarterly administrative fees for pooled investments belonging to the University and The University of Toledo Alumni Association. The University investments include the board-designated reserves and endowments. In 2021 and 2020, the tiered fee ranged from .75%-1.5% of the fund balances and is computed on a rolling twelve quarter average. The amount charged to the University and The University of Toledo Alumni Association was approximately \$3.1 million in 2021 and 2020. Administrative fees charged to restricted funds of the Foundation are included in revenue without donor restrictions.

# **Bookstore Revenue**

Bookstore revenue is recognized at a point in time as further described in Note 11.

# **Functional Allocation of Expenses**

The consolidated financial statements report certain categories of expenses that are attributed to more than one program or supporting function. Invoices for professional fees and purchased services directly relate to the specific function and are therefore posted to the appropriate program or supporting function. There are no shared expenses that require allocation.

# Income Tax Status

The Foundation and the Corporation are incorporated under the laws of the state of Ohio as nonprofit corporations and are exempt from state and local income taxes. The Internal Revenue Service (IRS) has determined that the Foundation and the Corporation are tax-exempt organizations as defined under Section 501(c) (3) and Section 501(c) (25) (C), respectively, of the Internal Revenue Code. Other subsidiaries of the Foundation are incorporated in the state of Ohio as limited liability companies and may cause the Foundation to be subject to unrelated business income tax on certain activities unrelated to its primary mission. Management has estimated potential liability to unrelated business income tax to be nominal.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Foundation and recognize a tax liability if the Foundation has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS or other applicable taxing authorities. Management has analyzed the tax positions taken by the Foundation and has concluded that as of June 30, 2021 and 2020, there are no uncertain positions taken or expected to be taken that would require recognition of a liability or disclosure in the consolidated financial statements. The Foundation and Corporation are subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

## **Estimates**

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 the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue, expenses, and other changes in net assets during the reporting period. Actual results could differ from those estimates.

## Change in Accounting Principle

In August 2018, Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2018-13 *Fair Value Measurement (Topic 820): Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement.* The ASU removes and modifies fair value measurement disclosure requirements retrospectively for non-public entities. The ASU is effective for fiscal years beginning after December 15, 2019. Application did not have a material impact on the Foundation's consolidated financial statements.

## Subsequent Events

We have evaluated subsequent events through September 30, 2021, the date the consolidated financial statements were available to be issued.

# NOTE 2 LIQUIDITY AND AVAILABILITY

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

	2021			 2020
Cash and Cash Equivalents	\$	2,125,345		\$ 1,536,719
Accounts Receivable - Operations		837,298		808,589
Operating Investments		19,238,864		 5,982,666
Total	\$	22,201,507		\$ 8,327,974

The Foundation's endowment consists of donor-restricted endowments and funds designated by the board as endowments. Income from donor-restricted endowments is restricted for specific purposes and are not available for general expenditure.

The board-designated endowment of \$11,835,697 and \$9,542,348 as of June 30, 2021 and 2020, respectively, is subject to an annual spending rate of 4.0% as described in Note 8. Although we do not intend to spend from this board-designated endowment (other than amounts appropriated for general expenditure as part of our board's annual budget approval and appropriation), these amounts could be made available if necessary.

## NOTE 2 LIQUIDITY AND AVAILABILITY (CONTINUED)

The Foundation's nonendowed funds consist of donor-restricted funds and funds designated by the Board for a specific purpose. The balances of those nonendowed funds with donor restrictions are not available for general expenditure.

The Foundation charges an annual administrative fee that ranges from 0.75% to 1.5% as described in Note 1 on the endowed fund balances and other investments under its management. This annual administrative fee is available over the course of the fiscal year for general expenditure.

As part of the Foundation's liquidity management plan, the board designates a portion of any operating surplus to its operating reserve, which was \$4,798,579 and \$4,118,930 as of June 30, 2021 and 2020, respectively. Similar to other board-designated funds, the operating reserve is considered available for general expenditures.

## NOTE 3 CONTRIBUTIONS RECEIVABLE

As of June 30, 2021 and 2020, donors to the Foundation have made unconditional promises to give that are measured at fair value. A risk premium has been estimated by management based on uncertainty factors to determine expected future cash flows from unconditional promises to give that are discounted to a net present value based on a risk-free interest rate. Write-offs of uncollectible pledges for the years ended June 30, 2021 and 2020 amounted to \$1,223,301 and \$1,328,508, respectively.

Contributions receivable at June 30 are as follows:

	:	2021	 2020
Within One Year	\$	7,911,272	\$ 8,387,775
Over One to Five Years	Į	5,077,328	3,885,478
More than Five Years		600,619	 295,355
Total	1:	3,589,219	 12,568,608
Risk Premium		(879,381)	(784,256)
Present Value Discount		(78,668)	 (19,578)
Net Contributions Receivable	12	2,631,170	 11,764,774
Net Due in One Year	-	7,600,219	8,024,294
Net Due in Excess of One Year	Ę	5,030,951	 3,740,480
Total Contributions Receivable	\$ 12	2,631,170	\$ 11,764,774

In May 2006, the Foundation received a pledge of \$15 million to establish three endowed funds to support the University. The timing and amounts of the payments and the amounts allocated to the funds were determined by the donors who agreed to completing the pledge within 15 years. The final pledge payment was received in 2021. The pledge balance due was recorded at fair value as a contribution receivable with a net present value of \$3.1 million as of June 30, 2020.

#### NOTE 4 INVESTMENTS

Certain investments of The University of Toledo and The University of Toledo Alumni Association (the Alumni Association) are pooled with investments of the Foundation. The pooled investments are managed by the Foundation. The following are the pooled investments at June 30:

	20	)21	20	20
	Market	Cost	Market	Cost
Common Stock	\$ 77,814,002	\$ 55,880,320	\$ 52,380,554	\$ 46,460,048
Mutual Funds, Index Funds, and EFTs - Equity	307,161,632	227,128,460	214,596,608	204,708,489
Mutual Funds, ETFs - Fixed Income	51,843,930	52,597,841	52,119,136	51,314,048
Hedge Funds	49,521,442	43,893,819	43,276,674	42,717,979
Partnerships	90,664,208	68,772,798	74,202,606	71,301,224
U.S. Government and Agency Issues	12,051,136	11,828,867	12,484,358	12,106,114
Corporate Bonds	2,893,502	2,755,396	3,061,024	2,855,856
Real Estate	9,689,137	9,038,624	-	-
Cash Equivalents	5,721,818	5,721,818	15,239,963	15,239,963
Accrued Interest	276,373	276,373	195,980	195,980
Total Pooled Investments	\$ 607,637,180	\$ 477,894,316	\$ 467,556,903	\$ 446,899,701

At the October 2020 meeting, the Foundation Board of Trustees approved new terms for funding by the pooled investment portfolio of up to \$7.3 million for the University capital projects. The terms were changed, from the original loan agreement made in March 2016 and amended in January 2019, and includes extending the full payment of the loan until July 1, 2036. The balance owed to the pool as of June 30, 2021 and 2020, is \$3,778,399 and \$3,996,684, respectively and is included in U.S. Government and Agency Issues above.

The Foundation holds other investments that do not participate in the investment pool. The following are the Foundation's nonpooled investments at June 30:

	2021					2020				
	Market		Cost		Market			Cost		
Common Stock	\$	1,561,633	\$	641,836	\$	1,088,563	\$	536,565		
Private Closely Held		2,038,100		2,037,100		2,038,100		2,038,100		
Mutual Funds and EFTs - Fixed Income		521,558		513,846		1,003,657		970,371		
Corporate Bonds		131,763		129,904		134,458		129,904		
Mutual Funds, Index Funds, and EFTs - Equity		4,672,702		3,809,168		3,314,267		2,944,569		
Cash Equivalents		122,182		122,182		262,821		262,821		
Accrued Interest		884		884		1,029		1,029		
Total Nonpooled Investments	\$	9,048,822	\$	7,254,920	\$	7,842,895	\$	6,883,359		

## NOTE 4 INVESTMENTS (CONTINUED)

The Foundation holds investments as beneficiary of irrevocable charitable remainder trust agreements. The following are the investments' holdings related to the charitable remainder trusts at June 30:

	2021					20	20	
		Market	Cost		Market			Cost
Common Stock	\$	2,114,029	\$	722,238	\$	1,760,540	\$	795,078
Mutual Funds and EFTs - Fixed Income		982,556		929,690		960,019		897,348
Mutual Funds, Index Funds, and EFTs - Equity		1,389,285		748,205		1,042,730		784,889
Corporate Bonds		132,425		124,711		134,752		124,936
Cash Equivalents		26,598		26,598		47,200		47,200
Accrued Interest		2,916		2,916		3,153		3,153
Total Charitable Remainder Trust								
Investments	\$	4,647,809	\$	2,554,358	\$	3,948,394	\$	2,652,604

The Foundation had the following sources of unrealized and realized gains and losses reported on the accompanying consolidated statement of activities for June 30:

		2021								
					Remainder					
		Pooled	1	Vonpooled		Trusts		Total		
Unrealized Gains: Ending Balance	\$	67,112,115	\$	1,752,072	\$	2,093,451	\$	70,957,638		
Beginning Balance	·	4,135,075	•	919,154		1,295,790		6,350,019		
Unrealized Gains		62,977,040		832,918		797,661		64,607,619		
Realized Gains		13,948,683		121,703		159,474		14,229,860		
Total Realized and Unrealized										
Gains	\$	76,925,723	\$	954,621	\$	957,135	\$	78,837,479		
				20	20					
					F	Remainder				
		Pooled	1	Vonpooled		Trusts		Total		
Unrealized Gains:										
Ending Balance	\$	4,135,075	\$	919,154	\$	1,295,790	\$	6,350,019		
Beginning Balance		26,015,507	_	687,687		1,221,460	_	27,924,654		
Unrealized Gains (Losses)		(21,880,432)		231,467		74,330		(21,574,635)		
Realized Gains		14,849,494		4,072		35,632		14,889,198		
Total Realized and Unrealized										
Gains (Losses)	\$	(7,030,938)	\$	235,539	\$	109,962	\$	(6,685,437)		

Investment and custody fees of \$849,239 and \$641,705 relating to the Foundation's investments were incurred for the years ended June 30, 2021 and 2020, respectively.

The Foundation holds real estate that is classified as investments on the consolidated statement of financial position. Real estate held as investments is recorded at cost and totaled \$593,476 as of June 30, 2021 and 2020.

## NOTE 4 INVESTMENTS (CONTINUED)

On March 30, 2016, the University of Toledo entered into a Grantor Trust Agreement with the Foundation to allow the Foundation to hold title to 8,554.8 shares of VHA-UHC Alliance Newco, Inc. (now known as Vizient Inc.). The purpose for this trust rests in the fact that Vizient, Inc. is a for-profit entity and Ohio law does not permit state entities to hold title or ownership interests in for-profit entities. The initial gift was recorded based on a valuation analysis of the common stock at \$2,000,000 as of June 30, 2016, and a corresponding liability payable to the University of Toledo is recorded and is included as Grantor Trust Payable to a Related Party on the consolidated statement of financial position. The University's interest in Vizient (a private company) is less than 1% and the cost basis is used to record the asset and corresponding liability and the investment is reviewed annually for impairment.

The aggregate carrying amount of the investments measured on a nonrecurring basis included in the nonpooled investments on the consolidated statements of financial position is \$2,038,100 as of June 30, 2021 and 2020. The fair value of these investments is not estimated if there are no identified events or changes in circumstances that may have a significant adverse effect on the fair value of the investment.

The pooled investments provided funding to Gateway Investments in the total amount of \$4.85 million as of June 30, 2021 and 2020. The Foundation's portion of the funding from the pooled investments was approximately \$2.82 million and \$2.77 million as of June 30, 2021 and 2020, respectively. The Foundation's contributions have been eliminated in the consolidating financial statements.

The Foundation invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of the investment securities will occur in the near term and those changes could materially affect the amounts reported in the consolidated statements of financial position.

# NOTE 5 LEASE AGREEMENTS

The Foundation has entered into two lease agreements for office space in their Dorr Street facility. The December 2018 agreement has a five-year term and rent revenue amounted to \$810,000 for years ended June 30, 2021 and 2020. Future annual rent to be received under this lease is as follows: \$810,000 for each fiscal year 2022 and 2023, and \$405,000 for 2024 for a total of \$2,025,000. The December 2019 agreement has a three-year term and rent revenue amounted to \$119,444 and \$58,333 for the years ended June 30, 2021 and 2020. Future rent to be received under this lease is \$133,333 for 2022 and \$55,556 for 2023 for a total of \$188,889. Total rental income to be received under the aforementioned leases amounts to \$2,213,889 at June 30, 2021.

#### NOTE 6 PENSION PLANS

The Foundation has noncontributory defined contribution retirement plans covering all permanent employees who have at least 1,000 hours of service in a 12-consecutive-month period. Contributions are based on a percentage of gross wages. Several employees that were originally covered by the Ohio Public Employees Retirement System (OPERS) prior to the Foundation having its own employees were grandfathered into OPERS. There is one active employee covered by OPERS at June 30, 2021 and 2020. Employees participate in only one of the retirement plans. Total pension expense for the years ended 2021 and 2020 was \$299,112 and \$300,562, respectively.

#### NOTE 7 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions are restricted for the following purposes or periods.

		2021	 2020
Subject to Expenditure for Specified Purpose:			
Academics	\$	21,853,505	\$ 19,701,507
Student Aid		5,080,476	3,253,470
Capital Projects		2,730,644	2,609,955
Athletic Programs		6,662,178	6,002,149
Research		2,879,395	2,712,641
General Support		1,593,264	5,686,035
Total		40,799,462	 39,965,757
Endowments:			
Subject to Spending Policy:			
Academics		72,070,735	48,417,949
Student Aid		64,823,252	41,884,052
Capital Projects		6,336,318	4,454,606
Athletic Programs		329,553	140,232
Research		7,137,570	3,107,117
General Support		13,223,896	2,169,039
Total		163,921,324	100,172,995
Restricted by Donors in Perpetuity for:			
Academics		49,442,397	48,382,811
Student Aid		64,523,517	62,419,011
Capital Projects		3,786,669	3,745,633
Athletic Programs		720,599	732,312
Research		14,719,947	14,389,472
General Support		3,527,778	2,793,195
Total		136,720,907	 132,462,434
Total Endowments	_	300,642,231	 232,635,429
Total Net Assets with Donor Restrictions	\$	341,441,693	\$ 272,601,186

# NOTE 7 NET ASSETS WITH DONOR RESTRICTIONS (CONTINUED)

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose or by occurrence of the passage of time or other events specified by the donors as follows for the years ended June 30:

	 2021	 2020
Satisfaction of Time and Purpose Restrictions:		
Academics	\$ 5,107,856	\$ 4,522,404
Student Aid	4,665,969	4,885,091
Capital Projects	310,177	526,066
Athletic Programs	1,583,615	4,299,454
Research	544,468	461,534
General Support	 122,531	 195,707
Total Net Assets Released from Donor Restrictions	\$ 12,334,616	\$ 14,890,256

Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

# NOTE 8 ENDOWMENT FUNDS

The Foundation's endowment consists of funds established for a variety of purposes. The endowment consists of donor-restricted and board-designated endowment funds. As required by accounting principles generally accepted in the United States of America, net assets associated with endowment funds, including funds designated by the governing board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

#### Interpretation of Relevant Law

The board of trustees of the Foundation (the Board) has reviewed UPMIFA and recognizes the importance of the preservation of the donor-restricted endowment funds absent explicit donor stipulations as well as the safeguarding of the original gifts to provide support to the University in perpetuity. As a result, the Foundation classifies net assets with donor restrictions of a perpetual nature as (a) the original gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment at the time the accumulation is added to the fund.

The remaining portion of the donor-restricted endowment fund that is not classified as perpetual in nature are classified as net assets with donor restrictions until those amounts are appropriated for expenditure by the Foundation in a manner consistent with the standards of prudence prescribed by UPMIFA.

# NOTE 8 ENDOWMENT FUNDS (CONTINUED)

### Interpretation of Relevant Law (Continued)

In accordance with UPMIFA, the Foundation considers the following factors in making a determination to appropriate or accumulate donor-restricted endowment funds:

- Duration and preservation of the endowment fund
- Purpose of the Foundation and the endowment fund
- General economic conditions
- Possible effect of inflation or deflation
- Expected total return from income and the appreciation of investments
- Other resources of the Foundation
- Investment policy of the Foundation

## Funds with Deficiencies

The objective is to achieve a total return in excess of the broad policy benchmarks comprised of each broad asset category weighted by its target allocation. The current broad policy benchmarks are:

U.S. Equity: Russell 3000 International Equity: MCSCI ACWI ex-U.S. Global Fixed Income: Bloomberg Barclays U.S. Aggregate Index

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the level that the donor or UPMIFA requires the Foundation to retain as a fund of perpetual duration. These deficiencies result from unfavorable market fluctuations or continued appropriation for certain programs deemed prudent by the board. These deficiencies, \$935 and \$45,580 at June 30, 2021 and 2020, respectively, are reported in net assets with donor restrictions.

#### Strategies Employed for Achieving Objectives

To satisfy its long-term total return objectives, the Foundation relies on a total return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends). The Foundation targets a diversified asset allocation that places greater emphasis on equity-based investments constructed with prudent risk constraints. Over time, the Foundation expects its endowment funds to provide an average rate of return in excess of average appropriations.

#### Spending Policy and How the Investment Objectives Relate to Spending Policy

The Foundation has a spending policy based on a three-year moving market value average of invested funds. The Foundation appropriated 4% for fiscal years 2021 and 2020. In establishing this policy, the Foundation considered the long-term expected total return on endowment assets. Accordingly, over the long-term, the Foundation expects the current spending policy to allow its endowments to accumulate capital sufficient to maintain its purchasing power.

# NOTE 8 ENDOWMENT FUNDS (CONTINUED)

# Spending Policy and How the Investment Objectives Relate to Spending Policy (Continued)

Changes in endowment net assets for the fiscal year ended June 30 are as follows:

		2021	
	Board-	-	
	Endowed		
	Net Assets		
	Without Donor	With Donor	
	Restrictions	Restrictions	Total
Endowment Net Assets - Beginning of Year	\$ 9,542,348	\$ 232,635,429	\$ 242,177,777
Investment Return:			
Investment Income	119,148	2,998,317	3,117,465
Net Appreciation	2,499,742	61,866,663	64,366,405
Total Investment Return	2,618,890	64,864,980	67,483,870
Contributions and Board Transfers to			
Endowment Funds	48,056	12,293,403	12,341,459
Other Income/Transfers to Endowment Funds	-	49,795	49,795
Administrative Fees	(126,691)	(2,820,829)	(2,947,520)
Other Transfers and Funds Appropriated			
For Expenditure	(246,906)	(6,380,548)	(6,627,454)
Change in Net Assets	2,293,349	68,006,801	70,300,150
Endowment Net Assets - End of Year	\$ 11,835,697	\$ 300,642,230	\$ 312,477,927
		2020	
	Board-		
	Endowed		
	Net Assets		
	Without Donor	With Donor	
	Restrictions	Restrictions	Total
Endowment Net Assets - Beginning of Year Investment Return:	\$ 9,841,301	\$ 241,778,638	\$ 251,619,939
Investment Income	147,079	3,579,184	3,726,263
Net Depreciation	(233,349)	(5,170,724)	(5,404,073)
Total Investment Return	(86,270)	(1,591,540)	(1,677,810)
	(00,270)	(1,001,040)	(1,077,010)
Contributions and Board Transfers to			
Endowment Funds	36,452	1,733,359	1,769,811
Other Income/Transfers to Endowment Funds	-	59,728	59,728
Administrative Fees	(122,346)	(2,748,756)	(2,871,102)
Other Transfers and Funds Appropriated	(122,040)	(2,140,100)	(2,071,102)
For Expenditure	(126,789)	(6,596,000)	(6,722,789)
Change in Net Assets	(298,953)	(9,143,209)	(9,442,162)
	(200,000)	(0,140,200)	(0,442,102)
Endowment Net Assets - End of Year	\$ 9,542,348	\$ 232,635,429	\$ 242,177,777

## NOTE 8 ENDOWMENT FUNDS (CONTINUED)

# Spending Policy and How the Investment Objectives Relate to Spending Policy (Continued)

The above schedule and balances reflect contributions receivable of approximately \$6,549,500 and \$6,307,000 for endowed net assets with donor restrictions, for the fiscal years ended June 30, 2021 and 2020, respectively. Other transfers include appropriations in accordance with the 4% spending policy and satisfaction of donor restrictions.

Net assets related to charitable remainder trusts of approximately \$2,438,900 and \$1,751,500 for fiscal years ended June 30, 2021 and 2020, respectively, are included in the above net assets with donor restrictions, classified based on the donors' restrictions. Charitable remainder trusts have assets invested based on the donors' directive. Spending from net assets of charitable remainder trusts commences upon the maturity of the trust.

Other transfers and funds appropriated for expenditures of net assets with donor restrictions relate mainly to transfers of endowed spendable earnings to operating net assets, as well as reclassifications due to changes in donor intent through revised fund agreements or other communications.

## NOTE 9 RELATED PARTY TRANSACTIONS

During fiscal year 2020, the Foundation transferred land with a cost of \$977,271 to the University.

As further described in Note 5, the Foundation began leasing space to a tenant in December 2019, for an annual amount of \$100,000, subject to a potential rent adjustment based on the tenant's positive net operating income. Total rental income from the aforementioned lease amounted to \$119,444 and \$58,333 in fiscal year 2021 and 2020, respectively.

Throughout the year, the Foundation has purchased goods or services from companies which are related to some Foundation board members through ownership or employment, the amounts of which are immaterial.

As further documented at Note 4, the Foundation Board of Trustees approved funding by the pooled investment portfolio of up to \$6 million for University capital projects. This 10-year loan was approved by the University in July 2016 with the first draw of \$2.15 million in August 2016. The balance owed to the pool as of June 30, 2021 and 2020 is \$3,778,399 and \$3,996,684, respectively.

## NOTE 10 REAL ESTATE CORPORATION

The Corporation entered into a Ground Lease Agreement (the lease) for property it owns on Dorr Street, effective July 1, 2010. The lease has an initial term of 20 years and provides for four additional option periods with each option period including five additional years. During the initial term, base rent of \$32,000 was paid per year for the first five years. Each sequential five years will include an 8% increase to the base rent. As of July 1, 2015, the effective base rate is \$34,560. After the initial 20-year term, the base rent will be determined by the prevailing fair market rental value.

## NOTE 11 UTF GATEWAY INVESTMENTS

Gateway Investments entered into an amended and restated ground lease agreement with the University on July 26, 2011. The University agreed to lease Gateway Investments land for an initial term of 40 years commencing on July 1, 2011, with two optional 10-year extension periods. Gateway Investments developed and constructed The Gateway on the premises.

On November 17, 2011, Gateway Investments and the Foundation, as guarantor, issued senior secured notes in the amount of \$10.8 million in connection with the long-term financing of The Gateway. The notes are secured through the open-end mortgage, security agreement, assignment of leases, and rents and fixture filings. The notes were privately placed with a bank. The notes bear an interest rate of 4.9% and mature on November 1, 2027. Annual principal payments range from \$304,868 to \$6,159,592 and are payable on November 1. As part of the note purchase agreement, the Foundation is required under the guarantor covenant to maintain total net assets in excess of \$140 million.

In connection with the issuance of the senior notes, Gateway Investments incurred costs of approximately \$271,000 that are amortized over the life of the notes through 2027 on a straight-line basis.

Minimum principal and interest payments on the notes to maturity as of June 30, 2021 are as follows:

<u>Year Ending June 30,</u>	 Principal		Interest		Interest Tot		Total
2022	\$ 336,191	\$	406,419		\$	742,610	
2023	353,039		389,571			742,610	
2024	370,732		371,878			742,610	
2025	389,311		353,299			742,610	
2026	408,822		333,788			742,610	
2027 and Thereafter	 6,475,821		437,552	_		6,913,373	
Total	\$ 8,333,916	\$	2,292,507		\$	10,626,423	

# NOTE 11 UTF GATEWAY INVESTMENTS (CONTINUED)

The following summarizes the notes payable the Foundation has secured with balances due as of June 30:

	 2021	 2020
Senior Secured Notes Payable	\$ 8,446,997	\$ 8,767,144
Less: Unamortized Debt Issuance Costs	 113,081	 130,937
Total Notes Payable, Net	 8,333,916	 8,636,207
Less: Current Maturities	 336,191	 320,146
Total Notes Payable, Less Current Maturities	\$ 5 7,997,725	\$ 8,316,061

Interest expense consists of the following for the years ended June 30:

	 2021	2020		
Interest	\$ 421,156	\$	436,497	
Amortization of Bond Issuance Costs	 17,855		17,855	
Total	\$ 439,011	\$	454,352	

Bond issuance costs consist of the following at June 30:

	 2021	 2020
Loan Acquisition Costs	\$ 271,000	\$ 271,000
Less: Accumulated Amortization	 157,919	 140,063
Net Loan Acquisition Costs	\$ 113,081	\$ 130,937

During fiscal year 2015, a board resolution established a Bond Sinking Fund to invest funds to meet the balloon principal payment of approximately \$6.1 million that matures November 1, 2027. After an initial investment of \$330,000 on December 22, 2014, quarterly transfers of \$82,500 from operating accounts commenced.

The Foundation entered into a lease agreement with Gateway Investments on August 31, 2011, to occupy retail space for a collegiate bookstore. The term of the agreement is 15 years with three five-year renewal options. The minimum annual rent is approximately \$293,000 for lease years 1 through 5; \$302,000 for lease years 6 through 10; \$311,000 for lease years 11 through 15; \$320,000 for lease years 16 through 20; \$329,000 for lease years 21 through 25; and \$339,000 for lease years 26 through 30. This rent is eliminated in consolidation.

## NOTE 11 UTF GATEWAY INVESTMENTS (CONTINUED)

The Foundation has a management agreement with Barnes & Noble to provide services to manage the collegiate bookstore and provide the bookstore inventory located within The Gateway through June 30, 2027, with an automatic renewal for one additional five-year term. The bookstore is operated under the Barnes & Noble trade name. Under the terms of the agreement, Barnes & Noble pays the Foundation a variable fee on aggregate collectible sales. The variable fee is 11% of collectible sales up to \$10 million; 12.5% of collectible sales between \$10 million and \$12 million; and 14% of collectible sales in excess of \$12 million. Revenue recognized related to the operation of the bookstore was approximately \$3,455,000 in fiscal year 2021 and approximately \$4,549,000 in fiscal year 2020 and is included in bookstore revenue on the consolidated statement of activities.

Related expense recognized was approximately \$3,185,000 in fiscal year 2021 and approximately \$4,166,000 in fiscal year 2020 and is included in bookstore expenses on the consolidated statements of activities.

Gateway Investments is the landlord for seven other leases, and such leases include renewal options that include terms from three to ten years. Total rent revenue related to these leases was approximately \$545,000 in 2021 and \$558,000 in 2020.

The following table summarizes the expected rent receipts during the initial terms of contracts:

<u>Year Ending June 30,</u>	 Amount
2022	\$ 565,861
2023	460,493
2024	428,200
2025	408,200
2026	408,200
2027 and Thereafter	 514,928
Total	\$ 2,785,882

# NOTE 12 FUNDS HELD FOR AFFILIATES

Transactions in agency funds are summarized below for the years ended June 30:

2021	2020
\$ 59,495,325	\$ (1,735,227)
(5,242,187)	(9,902,336)
54,253,138	(11,637,563)
201,274,924	212,912,487
\$ 255,528,062	\$ 201,274,924
	\$ 59,495,325 (5,242,187) 54,253,138 201,274,924

### NOTE 13 FAIR VALUE MEASUREMENTS

The Foundation uses fair value measurements to define fair value and establish a framework for measuring fair value. The three-level fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value. In general, fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Foundation has the ability to access. Fair values determined by Level 2 inputs include quoted prices for similar assets in active markets, and other inputs such as interest rates and yield curves that are observable at commonly quoted intervals. Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset.

In instances whereby inputs used to measure fair value fall into different levels of the fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Foundation's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

Disclosures concerning assets measured at fair value on a recurring basis for June 30, 2021 are as follows:

ASSETS	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Balance at June 30, 2021
Pooled Investments:				
Mutual Funds, Index Funds, and ETFs -				
Equities	\$ 307,161,632	\$-	\$-	\$ 307,161,632
Mutual Funds and ETFs - Fixed Income	51,843,930	-	-	51,843,930
Common Stock	77,814,002	-	-	77,814,002
U.S. Government and Agency Issues	-	12,051,136	-	12,051,136
Corporate Bonds Real Estate	-	2,893,502	-	2,893,502
Subtotal	-	9,689,137		9,689,137
Hedge Funds - NAV Practical Expedient	436,819,564	24,633,775	-	461,453,339 49,521,442
Partnerships - NAV Practical Expedient	-	-	-	90,664,208
Cash Equivalents	_	-	_	5,721,818
Accrued Interest	-	-	-	276,373
Total Pooled Investments	\$ 436,819,564	\$ 24,633,775	\$-	\$ 607,637,180
Nonpooled Investments:				
Corporate Bonds	\$-	\$ 131,763	\$-	\$ 131,763
Mutual Funds and ETFs - Fixed Income	521,558	-	-	521,558
Mutual Funds, Index Funds, and ETFs -	4 070 700			4 070 700
Equities Common Stock	4,672,702	-	-	4,672,702
Subtotal	<u>1,561,633</u> 6,755,893			<u>1,561,633</u> 6,887,656
Private Closely Held	0,755,095	131,703	-	2,038,100
Cash Equivalents	122,182	-		122,182
Accrued Interest	884	-	-	884
Total Nonpooled Investments	\$ 6,878,959	\$ 131,763	\$-	\$ 9,048,822
Other Assets:	¢	¢	¢ 4.047.000	¢ 4.047.000
Assets Held in Remainder Trusts Contributions Receivable	<u> </u>	<u> </u>	<u>\$ 4,647,809</u> <b>\$</b> 12,631,170	<u>\$ 4,647,809</u>
Contributions Receivable	<u> </u>	<u> </u>	<u> 12,031,170</u>	\$ 12,631,170

## NOTE 13 FAIR VALUE MEASUREMENTS (CONTINUED)

Disclosures concerning assets measured at fair value on a recurring basis for June 30, 2020 are as follows:

ASSETS	Quoted Prices in Active Markets for Identical Assets (Level 1)	O	ignificant Other bservable Inputs Level 2)		Significant nobservable Inputs (Level 3)		Balance at ine 30, 2020
Pooled Investments:							
Mutual Funds, Index Funds, and ETFs -							
Equities	\$ 214,596,608	\$	-	\$	-	\$	214,596,608
Mutual Funds and ETFs - Fixed Income	52,119,136		-		-		52,119,136
Common Stock	52,380,554		-		-		52,380,554
U.S. Government and Agency Issues	-		12,484,358		-		12,484,358
Corporate Bonds	-		3,061,024		-		3,061,024
Subtotal	319,096,298		15,545,382		-		334,641,680
Hedge Funds - NAV Practical Expedient	-		-		-		43,276,674
Partnerships - NAV Practical Expedient	-		-		-		74,202,606
Cash Equivalents	-		-		-		15,239,963
Accrued Interest	-		-		-		195,980
Total Pooled Investments	\$ 319,096,298	\$	15,545,382	\$	-	\$	467,556,903
Nonpooled Investments:							
Corporate Bonds	\$-	\$	134,458	\$		\$	134,458
Mutual Funds and ETFs - Fixed Income	ء - 1,003,657	Φ	134,430	Φ	-	Φ	,
Mutual Funds, Index Funds, and ETFs -	1,003,057		-		-		1,003,657
Equities	3,314,267						3,314,267
Common Stock	1,088,563		-		-		1,088,563
Subtotal	5,406,487		134,458				5,540,945
Private Closely Held	5,400,407		134,430				2,038,100
Cash Equivalents			_				262,821
Accrued Interest	_		_				1,029
Total Nonpooled Investments	\$ 5,406,487	\$	134.458	\$		\$	7,842,895
	<del>φ 0,400,<b>4</b>01</del>	Ψ	104,400	Ψ		Ψ	1,042,000
Other Assets:							
Assets Held in Remainder Trusts	\$-	\$		\$	3,948,394	\$	3,948,394
Contributions Receivable	\$-	\$	-	\$	11,764,774	\$	11,764,774
				-			

The Foundation measures contributions receivable at fair value to provide a valuation based on current yield curves and create consistency in financial presentation with measurements of other financial instruments. Fair value is determined using the present value technique, adjusting cash flows from unconditional promises to give by a risk premium and then discounting the expected cash flows, net of risk premium, using a risk-free interest rate based on current market conditions. The risk premium is determined for each individual pledge based on any expected variance in timing of payments, pledges past due, donor's relationship with the Foundation, publicity of the pledge, the Foundation's collection history, and any other relevant information.

# NOTE 13 FAIR VALUE MEASUREMENTS (CONTINUED)

The following table represents the Foundation's Level 3 financial instruments, the valuation techniques used to measure the fair value of those financial instruments, and the significant unobservable inputs and the ranges of value for those inputs:

Assets:	Fair Value at June 30, 2021	Valuation Technique	Significant Unobservable Inputs Used	Range (Weighted Average)
Contributions Receivable	\$ 12,631,170	Discounted Cash Flow	Risk-Free Rate Default Factor Past Due Allowance	0.6 - 1.5% 10% 10% - 90%
Assets Held in Remainder Trusts	4,647,809	Market Value of Underlying Assets	None	None
Assets:	Fair Value at June 30, 2020	Valuation Technique	Significant Unobservable Inputs Used	Range (Weighted Average)
Contributions Receivable	\$ 11,764,774	Discounted Cash Flow	Risk-Free Rate Default Factor Past Due	0.6 - 1.5% 10%
			Allowance	10% - 90%

# NOTE 13 FAIR VALUE MEASUREMENTS (CONTINUED)

The following summarizes fair value measurements of investments in certain entities that calculate net asset value per share (or its equivalent) as of June 30:

		June 30	0, 2021	June 3	0, 2020		Redemption Notice Period
			Unfunded		Unfunded	Redemption Frequency	
Investment	Investment Strategy	Fair Value	Commitments	Fair Value	Commitments		
Siguler Guff Distressed Opportunities Fund III, LP	A partnership assembled as a Portfolio of funds representing a full spectrum of distressed investment approaches, including short-term and medium-term trading strategies, taking an influencing role in the reorganization process, investing for control in the class of the securities to affect the reorganization process, or acquiring the issuer.	\$ 897,000	\$ 136,164	\$ 727,000	\$ 136,164	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.
Metropolitan Real Estate Partners VII, LP	A private real estate fund of funds focused primarily on value-added and opportunistic private real estate funds, most of which are niche funds that do not utilize operating partners. The fund seeks exposure to a broad set of underlying funds with differing sector and geographic allocations.	229,000	141,679	300,000	141,679	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.
Robeco Sam Clean Tech Private Equity II, LP	A partnership assembled as a portfolio of funds seeking the most attractive Clean Tech private equity managers and co-investments, focusing on development and late- stage deployment of proven technologies and on project development.	1,485,000	160,280	1,599,000	160,280	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.

		June 30	0, 2021	1	June 30, 2020					
				nfunded			-	nfunded	Redemption	Redemption Notice Period
Investment	Investment Strategy	 air Value		nmitments		air Value		nmitments	Frequency	
Aether Real Assets II, LP	A partnership that strives for superior risk-adjusted returns by focusing on its primary sectors of oil and natural gas, metals, and minerals, and agriculture and timber. Other sectors of focus include traditional and alternative energy assets, infrastructure and capital assets, and water and other investments.	\$ 1,596,000	\$		\$	1,464,000	\$	11,189	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.
Kayne Anderson Energy Fund VI, LP	The partnership's principal strategy is to establish significant investment positions in privately issued securities, of public and private energy companies or in certain assets of those companies, influence the creation of wealth and the growth of the business of those companies, and maintain control over its disposition of those securities in order to achieve its investment objective.	421,000		495,090		643,000		548,017	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.
FEG Private Opportunities Fund, LP. FEG Private Opportunities Fund II, LP. FEG Private Opportunities Fund III, LP.	A fund of funds structure to invest in three key market segments: global private equity, special situations, and real assets. The funds will identify other private investment funds in which to invest. The funds are expected to invest in twelve to fifteen private equity funds, five to eight real asset funds, and five to eight special situation funds.	65,878,000	5	57,001,500		44,384,000		8,271,500	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.

		June 30	June 30, 2020				_			
				unded			Unfunded		Redemption	Redemption
Investment	Investment Strategy	 Fair Value	Comn	nitments		Fair Value	Comr	nitments	Frequency	Notice Period
Falcon Strategic Partners IV, LP	The partnership has a differentiated disciplined approach to mezzanine investing that seeks inefficiencies in the lower middle market; Falcon Strategic encourages a partnership approach; identifies price potential transactions in a calibrated risk/return framework; and supports long-term value creation.	\$ 3,006,000	\$	-	\$	3,083,000	\$	-	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.
Pennant Windward LLC	A fundamental based long/short equity hedge fund utilizing a research driven approach to investing. The fund generally includes a macro hedging component and will opportunistically invest in nonequity securities when relevant. The fund will be predominately invested in the U.S. but will have some exposure to international markets. The fund seeks to outperform returns as measured by the HFRI Equity Hedge Index and S&P 500, with a lower level of volatility.	799,000		-		721,000			Quarterly	60 Days
Graham Capital Management Fund II	A global macro hedge fund that specializes in both systematic and discretionary macro strategies. The fund employs a trend-based trading approach comprised of multiple sub- models, trading using several factors including price, volatility, and trade duration.	2,799,000		-		2,790,000		-	Close of business each Wednesday and last business day of each month.	3 Days (Written)

		June 3	0, 2021	June 3	0, 2020		
			Unfunded		Unfunded	Redemption	Redemption
Investment	Investment Strategy	Fair Value	Commitments	Fair Value	Commitments	Frequency	Notice Period
Strategic Value Partners Fund	A hedge fund focusing on distressed, event-driven deals with impending restructurings along with other deep-value investments. The fund is global in nature primarily in the U.S. and Europe. Target investments are typically 65-80% senior debt and 20- 35% subordinated debt/equity. The fund generally does not employ leverage at the fund level.	\$ 11,151,000	\$-	\$ 8,070,000	\$-	Quarterly	95 Days
Rimrock	A fixed-income hedge fund. The fund strategy is multi-sector fixed-income relative value that utilizes modest leverage, is actively hedged, and encompasses income and total return strategies. The fund focuses on short average life securities due to their relatively low amount of price sensitivity, including mortgage- backed securities, asset-backed securities, corporate credit, government and agency securities, and non-U.S. and emerging market securities.	-	-	527,000	-	Annually	120 Days
Falcon Strategic Partners V, LP	The Partnership invests primarily in mezzanine securities issued by lower middle market companies located in North America. Pursues an opportunistic approach, investing across a wide variety of industry sectors and transaction types alongside entrepreneurs, management teams, nontraditional sponsors, and private equity funds; combining creative and flexible investment structures with carefully calibrated, risk-adjusted pricing. Active return comparisons used the S&P 500 Index and the Barclays five to seven-year High Field Index.	5,807,000	-	5,799,000	-	No Restrictions	Requires notification to general partner. Redemption is subject to written consent of general partner.

			June 30	), 2021		June 30	), 2020		
Investment	Investment Strategy	F	air Value	Unfund Commitm		Fair Value	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Fir Tree International Value Fund	The multi-strategy hedge fund utilizes an opportunistic, value oriented approach. Investing on a global basis, across multiple asset classes, sectors, capital structures, and public and private markets, migrates to less efficient parts of the market looking for undiscovered value including various structured products overlooked by the marketplace. The Fund has generated returns significantly above the HFRI Weighted Composite Index and Barclays Aggregate Bond Index.	\$	8,465,000	\$	-	\$ 6,599,000	\$-	Biennial	90 Days
HBK Fund, LP	A diversified multi-strategy fund with a button-up process approach. Investment opportunities are sought on a global basis believing that international, especially emerging markets, are less efficient and therefore contain a wealth of arbitrage opportunities mostly on the credit, special situations and risk arbitrage side.		13,171,000		-	11,882,000	-	Quarterly	90 Days
Rocket Venture II	A limited liability company with the objective of investing in privately held technology related businesses generally in the imagining, incubating, and demonstrating phases of development, located in the State of Ohio.		482,000		-	422,000	180,000	No Restrictions	90 Days (Written to the President)
Harvest	A limited liability company organized for the purpose of trading and investing in securities in midstream energy infrastructure.		-		-	6,943,000	-	Monthly	Monthly

		June 3	0, 2021	June 3	0, 2020		
			Unfunded		Unfunded	Redemption	Redemption
Investment	Investment Strategy	Fair Value	Commitments	Fair Value	Commitments	Frequency	Notice Period
HCI Equity Partners	A partnership that makes private investments in lower middle market industrial products and services companies; Target sound businesses with proven products or services that are in need of an institutional partner to help position the company for continued long-term growth.	\$ 5,398,000	\$ 3,951,604	\$ 3,452,000	\$ 4,713,371	No Restrictions	Requires notification to the general partner. Redemption is subject to written consent of general partner.
Indus Asia	A hedged equity manager that invests long and short in Asian equities excluding Japan. Net exposure will typically range from 30-70%.	50,000	-	176,000	-	Quarterly	30 Days
Pelham	A hedged equity manager that invests long and short in European equities. Net exposure will typically range from 70-90%.	7,434,000	-	6,222,000	-	Monthly	90 Days
Pleiad Asia	A hedged equity manager that invests long and short in Asian equities. Net exposure will typically range from 0-30%.	5,651,000	-	2,969,000	-	Quarterly	60 Days
MAP Renewable Energy 2018	A private Partnership investing in renewable energy-related investments, with the focus on US wind, solar, and energy storage projects, across early and late stage development, equity interests and ongoing royalty streams.	665,000	1,225,000	4,572,000	1,350,000	No Restrictions	Subject to consent of GP
Malachite class A2	A hedge fund seeking to capture value from structured inefficiencies and price anomalies in the global volatility markets. The fund invests in volatility risk premium, statistically long volatility and special situations. The fund aims to be a market neutral, but can tilt marginally long or short.	-		3,320,000	-	Quarterly	30 Days

		June 30, 2021					June 30	0, 20	20		
Investment	Investment Strategy		Fair Value		Unfunded ommitments		Fair Value		Unfunded ommitments	Redemption Frequency	Redemption Notice Period
Iron Point	A Partnership that invests in opportunistic real estate, targeting assets that are out of favor at a discount. Value is added through deal structuring, legal analysis, and acquisitions. They draw on resources of Oak Hill where the team formerly ran the real estate group.	\$	2,214,000	\$	2,864,394	\$	815,000	\$	4,130,845	No Restrictions	Subject to consent of GP
Lime Rock	A private Partnership that makes growth equity investments in North American businesses that service renewable infrastructure, provide energy efficiency solutions and accelerate adoption of electric transportation.		2,588,000		3,341,280		-		-	No Restrictions	Requires notification to the general partner. Redemption is subject to written consent of general partner.
		\$	140,186,000	\$	69,316,991	\$	117,479,000	\$	19,643,045		

### NOTE 13 FAIR VALUE MEASUREMENTS (CONTINUED)

The total approximate fair value of the hedge funds and partnership funds listed in the preceding table is \$140,186,000 and \$117,479,000 at June 30, 2021 and 2020, respectively. These investments are managed by the Foundation; however, the Foundation's portion of the pool of these investments is 58.1% and 57.1% at June 30, 2021 and 2020, or approximately \$81,448,000 and \$67,021,000, respectively.

The total unfunded commitments listed in the preceding table are \$69,316,991 and \$19,643,045 at June 30, 2021 and 2020, respectively. The Foundation's portion of these commitments is approximately \$40,252,000 and \$11,216,000 at June 30, 2021 and 2020, respectively.

Investments recorded at fair value have the following allocation between type and market:

	2021			2020				
		Market		Cost		Market		Cost
Pooled Investments:								
Cash Equivalents - United States	\$	5,721,818	\$	5,721,818	\$	15,239,963	\$	15,239,963
Accrued Interest - United States		276,373		276,373		195,980		195,980
Common Stock:								
United States - USD		73,224,074		52,020,380		50,305,366		44,645,930
Ireland - USD		165,368		62,310		417,781		193,162
United Kingdom		-		-		570,735		909,547
Israel - USD		357,372		413,717		356,249		197,232
Germany - USD		1,515,305		1,393,859		-		-
India - USD		286,733		188,134		201,227		174,876
Switzerland - USD		1,417,648		1,247,438		-		-
Denmark - USD		381,495		244,879		366,792		186,993
Taiwan - USD		466,007		309,603		162,404		152,308
Government Bonds - United States		12,051,136		11,828,867		12,484,358		12,106,114
Corporate Bonds:								
United States - USD		2,451,547		2,338,847		2,616,667		2,439,307
Belgium - USD		111,239		99,841		112,443		99,841
Netherlands - USD		105,129		100,190		106,153		100,190
United Kingdom - USD		225,587		216,518		225,761		216,518
Fixed-Income Mutual Funds - United States		51,843,930		52,597,841		52,119,136		51,314,048
Equity Mutual Funds, Indexes, ETFs:								
United States - USD		141,878,527		87,828,734		111,029,569		91,754,812
International Region - USD		93,346,291		75,346,775		64,295,925		69,234,237
Global Region - USD		52,313,614		51,084,563		-		-
Emerging Markets - USD		19,623,200		12,868,388		39,271,114		43,719,440
Real Estate - United States		9,689,137		9,038,624		-		-
Hedge Funds:								
Hedge Equity - Multi National		13,171,094		10,000,000		11,881,914		10,000,000
Hedge Equity - International		25,199,116		26,893,819		23,325,395		25,717,979
Fund of Funds - International		11,151,232		7,000,000		8,069,365		7,000,000
Partnerships - Global		1,485,432		1,355,900		1,599,331		1,552,829
Partnerships - North America Region		5,807,406		6,196,159		5,798,853		6,405,129
Partnerships - United States		83,371,370		61,220,739		66,804,422		63,343,266
Total Pooled Investments	\$	607,637,180	\$	477,894,316	\$	467,556,903	\$	446,899,701

# NOTE 13 FAIR VALUE MEASUREMENTS (CONTINUED)

	2021					2021				2020		
		Market		Cost		Market		Cost				
Nonpooled Investments:												
Cash Equivalents - United States	\$	122,182	\$	122,182	\$	262,821	\$	262,821				
Accrued Interest - United States		884		884		1,029		1,029				
Private Closely Held-United States		2,038,100		2,037,100		2,038,100		2,038,100				
Fixed-Income Mutual Funds:												
United States - USD		452,609		445,484		1,003,657		970,371				
Global Region - USD		68,949		68,362								
Corporate Bonds - United States		131,763		129,904		134,458		129,904				
Common Stocks - United States		1,561,633		641,836		1,088,563		536,565				
Equity Mutual Funds, Indexes, ETFs:												
United States - USD		4,204,529		3,418,614		3,072,506		2,710,593				
Emerging Markets - USD		114,680		89,755		133,769		131,977				
International - USD		353,493		300,799		107,992		101,999				
Total Nonpooled Investments	\$	9,048,822	\$	7,254,920	\$	7,842,895	\$	6,883,359				
Annuity Trusts:												
Cash Equivalents - United States	\$	2,916	\$	2,916	\$	47,200	\$	47,200				
Accrued Interest - United States		26,598		26,598		3.153		3,153				
Fixed-Income Mutual Funds:		,		,		,		,				
United States - USD		982,556		929,690		960,019		897,348				
Corporate Bonds - United States		132,425		124,711		134,752		124,936				
Common Stocks - United States		2,114,029		722,238		1,760,540		795,078				
Equity Mutual Funds, Indexes, ETFs:												
United States - USD		1,153,915		502,161		807,360		538,845				
Emerging Markets - USD		60,973		60,802		60,973		60,802				
International - USD		174,397		185,242		174,397		185,242				
Total Annuity Trusts	\$	4,647,809	\$	2,554,358	\$	3,948,394	\$	2,652,604				

# NOTE 14 CONCENTRATION OF CREDIT RISK

The Foundation and Corporation have noninterest-bearing accounts that are insured by the Federal Deposit Insurance Corporation (FDIC) up to \$250,000. The Foundation maintains other cash balances at several financial institutions. Other cash accounts are insured by the FDIC Corporation up to \$250,000. During the fiscal years ended June 30, 2021 and 2020, the Foundation maintained balances that exceeded insurable limits.

# NOTE 15 CARES ACT PAYROLL PROTECTION PLAN LOAN

On April 13, 2020, the Foundation received a loan from Fifth Third Bank in the amount of \$905,000 to fund payroll, rent, utilities, and interest on mortgages and existing debt through the Paycheck Protection Program Flexibility Act of 2020 (the PPO Loan). The PPP Loan was forgiven by the U.S. Small Business Administration (SBA) in January 2021 and the Foundation recognized revenue of \$905,000 at this time.

The SBA may review funding eligibility and usage of funds in compliance with the program based on dollar thresholds and other factors. The amount of liability, if any, from potential noncompliance cannot be determined with certainty; however, management is of the opinion that any review will not have a material adverse impact on the Foundation's financial position.



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## INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION

Board of Trustees The University of Toledo Foundation and Subsidiaries Toledo, Ohio

We have audited the consolidated financial statements of The University of Toledo Foundation and Subsidiaries as of and for the years ended June 30, 2021 and 2020, and have issued our report thereon dated September 30, 2021, which contained an unmodified opinion on those consolidated financial statements. Our audits were performed for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information is presented for the purposes of additional analysis and is not a required part of the consolidated 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 consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements or to the consolidated 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 consolidated financial statements as a whole.

Clifton Larson Allen LLP

CliftonLarsonAllen LLP

Toledo, Ohio September 30, 2021



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#### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2021 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

ASSETS	The University of Toledo Foundation	The University of Toledo Foundation Real Estate Corp.	UTF Gateway Investments LLC	Eliminating Entries	Total
CURRENT ASSETS					
Cash and Cash Equivalents	\$ 1,599,127	\$ 290,515	\$ 253,245	\$-	\$ 2,142,887
Accounts Receivable	2,044,798	-	19,249	(1,207,500)	856,547
Contributions Receivable, Net of Allowance for					·
Uncollectible Contributions	7,600,219	-	-	-	7,600,219
Prepaid Expense	7,789		144,000	(144,000)	7,789
Total Current Assets	11,251,933	290,515	416,494	(1,351,500)	10,607,442
NONCURRENT ASSETS					
Investments:					
Pooled Investments	610,453,490	-	-	(2,816,310)	607,637,180
Nonpooled Investments	5,878,538	-	3,170,284	-	9,048,822
Real Estate	593,476	-	-	-	593,476
Assets Held in Charitable Remainder Trusts	4,647,809				4,647,809
Total Investments	621,573,313	-	3,170,284	(2,816,310)	621,927,287
Due from Real Estate Corporation Contributions Receivable, Net of Allowance for Uncollectible Contributions and Present Value	8,303,504	-	-	(8,303,504)	-
Adjustments	5,030,951	-	-	-	5,030,951
Cash Value of Life Insurance and Annuities	1,429,664	-	-	-	1,429,664
PROPERTY AND EQUIPMENT					
Land and Land Improvements	6,099,667	920,862	-	-	7,020,529
Gateway	-	-	15,523,459	-	15,523,459
Rental Property	1,501,727	171,229	-	-	1,672,956
Equipment	26,259,927	-	185,108	-	26,445,035
Total Property and Equipment	33,861,321	1,092,091	15,708,567	-	50,661,979
Less: Accumulated Depreciation	2,900,346	262,979	3,515,699	-	6,679,024
Net Property and Equipment	30,960,975	829,112	12,192,868		43,982,955
Total Assets	\$ 678,550,340	\$ 1,119,627	\$ 15,779,646	\$ (12,471,314)	\$ 682,978,299

### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF FINANCIAL POSITION (CONTINUED) JUNE 30, 2021 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

LIABILITIES AND NET ASSETS	The University of Toledo Foundation	The University of Toledo Foundation Real Estate Corp.	UTF Gateway Investments LLC	Eliminating Entries	Total
LIADILITIES AND NET ASSETS					
CURRENT LIABILITIES					
Accounts Payable	\$ 1,389,094	\$-	\$ 1,225,019	\$ (1,207,500)	\$ 1,406,613
Accrued Liabilities	322,594	1,808	224,782	(144,000)	405,184
Deferred Revenue	-	6,971	38,784	-	45,755
Senior Secured Notes Payable	-	-	336,191	-	336,191
Total Current Liabilities	1,711,688	8,779	1,824,776	(1,351,500)	2,193,743
NONCURRENT LIABILITIES					
Due to University of Toledo Foundation	-	8,303,504	-	(8,303,504)	-
Senior Secured Notes Payable	-	-	7,997,725	-	7,997,725
Gateway Funding from Pooled Investments	-	-	2,033,690	-	2,033,690
Grantor Trust Payable to a Related Party	2,012,824	-	-	-	2,012,824
Annuities Payable	2,683,056	-	-	-	2,683,056
Funds Held for Affiliates	255,528,062				255,528,062
Total Liabilities	261,935,630	8,312,283	11,856,191	(9,655,004)	272,449,100
NET ASSETS (DEFICIT)					
Without Donor Restrictions:					
Operating Funds:					
Undesignated	11,378,101	-	-	-	11,378,101
Designated:					
Real Estate	39,853,955	(7,192,656)	-	-	32,661,299
Gateway	-	-	3,923,455	(2,816,310)	1,107,145
Board	12,105,264		-		12,105,264
Total Without Donor Restrictions Operating Funds	63,337,320	(7,192,656)	3,923,455	(2,816,310)	57,251,809
Board Endowed	11,835,697		-		11,835,697
Total Without Donor Restrictions	75,173,017	(7,192,656)	3,923,455	(2,816,310)	69,087,506
With Donor Restrictions	341,441,693	-	-	-	341,441,693
Total Net Assets (Deficit)	416,614,710	(7,192,656)	3,923,455	(2,816,310)	410,529,199
Total Liabilities and Net Assets (Deficit)	\$ 678,550,340	\$ 1,119,627	\$ 15,779,646	\$ (12,471,314)	\$ 682,978,299

#### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF FINANCIAL POSITION JUNE 30, 2020 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

ASSETS	The University of Toledo Foundation			Eliminating Entries	Total
CURRENT ASSETS					
Cash and Cash Equivalents	\$ 5,102,353	\$ 224,307	\$ 194,529	\$-	\$ 5.521.189
Accounts Receivable	1,716,089	15,610	14,097	(907,500)	838,296
Contributions Receivable, Net of Allowance for		,	,		,
Uncollectible Contributions	8,024,294	-	-	-	8,024,294
Prepaid Expense	74,947	-	144,000	(144,000)	74,947
Total Current Assets	14,917,683	239,917	352,626	(1,051,500)	14,458,726
NONCURRENT ASSETS					
Investments:					
Pooled Investments	470,328,039	-	-	(2,771,136)	467,556,903
Nonpooled Investments	5,291,595	-	2,551,300	-	7,842,895
Real Estate	593,476	-	-	-	593,476
Assets Held in Charitable Remainder Trusts	3,948,394	-	-	-	3,948,394
Total Investments	480,161,504	-	2,551,300	(2,771,136)	479,941,668
Due from Real Estate Corporation	8,303,504	-	-	(8,303,504)	-
Contributions Receivable, Net of Allowance for					
Uncollectible Contributions and Present Value					
Adjustments	3,740,480	-	-	-	3,740,480
Cash Value of Life Insurance and Annuities	1,286,055	-	-	-	1,286,055
PROPERTY AND EQUIPMENT					
Land and Land Improvements	6,099,667	920,862	-	-	7,020,529
Gateway	-	-	15,523,459	-	15,523,459
Rental Property	1,501,727	171,229	-	-	1,672,956
Equipment	26,187,826	-	185,108	-	26,372,934
Total Property and Equipment	33,789,220	1,092,091	15,708,567	-	50,589,878
Less: Accumulated Depreciation	2,152,104	262,394	3,122,906	-	5,537,404
Net Property and Equipment	31,637,116	829,697	12,585,661	<u> </u>	45,052,474
Total Assets	\$ 540,046,342	\$ 1,069,614	\$ 15,489,587	\$ (12,126,140)	\$ 544,479,403

### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF FINANCIAL POSITION (CONTINUED) JUNE 30, 2020 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

LIABILITIES AND NET ASSETS	The University of Toledo Foundation	The University of Toledo Foundation Real Estate Corp.	UTF Gateway Investments LLC	Eliminating Entries	Total	
CURRENT LIABILITIES	<b>*</b> 500.005	<b>A</b> 0.17	<b>A</b> 004.005	<b>A</b> (007 500)	<b>A</b> 007.447	
Accounts Payable	\$ 593,265	\$ 317	\$ 921,365	\$ (907,500)	\$ 607,447	
Accrued Liabilities	454,887	2,799	204,838	(144,000)	518,524	
Deferred Revenue	10,193	6,510	44,730	-	61,433	
CARES Act Payroll Protection Plan Loan	905,000	-	-	-	905,000	
Senior Secured Notes Payable	-	-	320,146	- (4.054.500)	320,146	
Total Current Liabilities	1,963,345	9,626	1,491,079	(1,051,500)	2,412,550	
NONCURRENT LIABILITIES						
Due to University of Toledo Foundation	-	8,303,504	-	(8,303,504)	-	
Senior Secured Notes Payable	-	-	8,316,061	-	8,316,061	
Gateway Funding from Pooled Investments	-	-	2,078,864	-	2,078,864	
Grantor Trust Payable to a Related Party	2,012,824	-	-	-	2,012,824	
Annuities Payable	2,800,854	-	-	-	2,800,854	
Funds Held for Affiliates	201,274,924		-		201,274,924	
Total Liabilities	208,051,947	8,313,130	11,886,004	(9,355,004)	218,896,077	
NET ASSETS (DEFICIT) Without Donor Restrictions:						
Operating Funds:	(2 575 160)				(2 575 460)	
Undesignated Designated:	(2,575,169)	-	-	-	(2,575,169)	
Real Estate	40,530,096	(7,243,516)	-	-	33,286,580	
Gateway	-	-	3,603,583	(2,771,136)	832,447	
Board	11,895,934	-	-	-	11,895,934	
Total Without Donor Restrictions Operating Funds	49,850,861	(7,243,516)	3,603,583	(2,771,136)	43,439,792	
Board Endowed	9,542,348	-	-	-	9,542,348	
Total Without Donor Restrictions	59,393,209	(7,243,516)	3,603,583	(2,771,136)	52,982,140	
With Donor Restrictions	272,601,186	-	-	-	272,601,186	
Total Net Assets (Deficit)	331,994,395	(7,243,516)	3,603,583	(2,771,136)	325,583,326	
Total Liabilities and Net Assets (Deficit)	\$ 540,046,342	\$ 1,069,614	\$ 15,489,587	\$ (12,126,140)	\$ 544,479,403	

### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2021 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

	The University of Toledo Foundation	UTF Real Estate Corp.	UTF Gateway Investments	Eliminating Entries	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	The University of Toledo Foundation and Subsidiaries
SUPPORT, REVENUE, AND GAINS (LOSSES)							
Contributions	\$ 10,100,082	\$-	\$-	\$-	\$ 567,869	\$ 9,532,213	\$ 10,100,082
Unconditional Promises to Give	8,880,236	-	-	-	6,023	8,874,213	8,880,236
CARES Act Payroll Protection Program Forgiveness	905,000	-	-	-	905,000	-	905,000
Administrative Fees	3,131,350	-	-	-	5,956,917	(2,825,567)	3,131,350
Annuities and Trusts, Net of Actuarial							
Adjustments	(248,628)	-	-	-	-	(248,628)	(248,628)
Ancillary and Nongift	775,058	-	-	-	11,338	763,720	775,058
Bookstore Revenue	3,455,470	-	-	-	3,455,470	-	3,455,470
Center for Alumni and Donor Engagement	942,936	-	-	-	942,936	-	942,936
Income - UTF Gateway Investments	-	-	1,383,436	(372,966)	1,010,470	-	1,010,470
Income - Real Estate Corp.	-	63,044	-	-	63,044	-	63,044
Interest and Dividends	4,729,628	-	74,193	-	1,048,574	3,681,054	4,729,628
Investment Fees	(849,239)	-	-	-	(172,598)	(676,641)	(849,239)
Net Realized and Unrealized Gains	78,622,688	-	214,791	-	16,844,236	61,993,243	78,837,479
Satisfaction of Program and Donor Restrictions	-	-	-	-	12,334,616	(12,334,616)	-
Other Transfers	-	-	-	-	(81,516)	81,516	-
Total Support, Revenue, and Gains	110,444,581	63,044	1,672,420	(372,966)	42,892,379	68,840,507	111,732,886
EXPENSES University Program Services:							
Academics	5,460,169	-	-	-	5,460,169	-	5,460,169
Athletics	1,609,607	-	-	-	1,609,607	-	1,609,607
Student Aid	4,819,444	-	-	-	4,819,444	-	4,819,444
Capital Projects	870,626	-	-	-	870,626	-	870,626
Research	253,131	-	-	-	253,131	-	253,131
Bookstore	3,558,453	-	-	(372,966)	3,185,487	-	3,185,487
Donor Life Insurance Premiums	313,465	-	-	-	313,465	-	313,465
Management and General	4,776,958	12,184	1,397,723	-	6,186,865	-	6,186,865
Fundraising	4,088,219		-	-	4,088,219	-	4,088,219
Total Expenses	25,750,072	12,184	1,397,723	(372,966)	26,787,013	-	26,787,013
CHANGE IN NET ASSETS, BEFORE TRANSFERS	84,694,509	50,860	274,697	-	16,105,366	68,840,507	84,945,873
CAPITAL TRANSFERS			45,306	(45,306)			
CHANGE IN NET ASSETS	84,694,509	50,860	320,003	(45,306)	16,105,366	68,840,507	84,945,873
Net Assets (Deficit) - Beginning of Year	329,268,347	(7,243,516)	3,603,584	(2,771,139)	52,982,140	272,601,186	325,583,326
NET ASSETS (DEFICIT) - END OF YEAR	\$ 413,962,856	\$ (7,192,656)	\$ 3,923,587	\$ (2,816,445)	\$ 69,087,506	\$ 341,441,693	\$ 410,529,199

### THE UNIVERSITY OF TOLEDO FOUNDATION AND SUBSIDIARIES CONSOLIDATING STATEMENT OF ACTIVITIES YEAR ENDED JUNE 30, 2020 (SEE INDEPENDENT AUDITORS' REPORT ON SUPPLEMENTARY INFORMATION)

	The University of Toledo Foundation	UTF Real Estate Corp.	UTF Gateway Investments	Eliminating Entries	Net Assets Without Donor Restrictions	Net Assets With Donor Restrictions	The University of Toledo Foundation and Subsidiaries
SUPPORT, REVENUE, AND GAINS (LOSSES) Contributions	\$ 11,922,347	\$-	\$-	\$ -	\$ 261,578	\$ 11,660,769	\$ 11,922,347
Unconditional Promises to Give	\$ 11,922,347 2,752,190	<b>ф</b> -	<b>Ъ</b> -	<b>ф</b> -	\$ 261,578 10,325	\$ 11,660,769 2,741,865	\$ 11,922,347 2,752,190
Administrative Fees	3,119,514	-	-	-	5,872,018	(2,752,504)	3,119,514
Annuities and Trusts, Net of Actuarial	5,119,514	-	-	-	5,072,010	(2,752,504)	5,119,514
Adjustments	(317,599)	_	_	_	_	(317,599)	(317,599)
Ancillary and Nongift	835,323				2,426	832,897	835,323
Bookstore Revenue	4,549,264				4,549,264		4,549,264
Center for Alumni and Donor Engagement	857,086				857,086		4,545,204
Income - UTF Gateway Investments		_	1,386,392	(361,311)	1,025,081		1,025,081
Income - Real Estate Corp.	-	60,970	1,000,002	(001,011)	60,970	_	60,970
Interest and Dividends	5,167,753		57,025	-	1,104,724	4,120,054	5,224,778
Investment Fees	(641,705)	-		-	(109,051)	(532,654)	(641,705)
Net Realized and Unrealized Gains (Losses)	(6,769,018)	-	83,581	-	(1,495,998)	(5,189,439)	(6,685,437)
Satisfaction of Program and Donor Restrictions	(0,100,010)	-	-	-	14,890,256	(14,890,256)	(0,000,101)
Other Transfers	-	-	-	-	(76,516)	76,516	-
Total Support, Revenue, and					(,		
Gains (Losses)	21,475,155	60,970	1,526,998	(361,311)	26,952,163	(4,250,351)	22,701,812
EXPENSES							
University Program Services:							
Academics	5.024.715	-	-	-	5,024,715	-	5.024.715
Athletics	4,352,587	-	-	-	4,352,587	-	4,352,587
Student Aid	5,028,204	-	-	-	5,028,204	-	5,028,204
Capital Projects	364,544	-	-	-	364,544	-	364,544
Research	260,070	-	-	-	260,070	-	260,070
Bookstore	4,527,411	-	-	(361,311)	4,166,100	-	4,166,100
Donor Life Insurance Premiums	77,257	-	-	-	77,257	-	77,257
Management and General	4,404,639	24,925	1,372,230	-	5,801,794	-	5,801,794
Fundraising	4,203,859	-	-	-	4,203,859	-	4,203,859
Total Expenses	28,243,286	24,925	1,372,230	(361,311)	29,279,130	-	29,279,130
CHANGE IN NET ASSETS, BEFORE TRANSFERS	(6,768,131)	36,045	154,768	-	(2,326,967)	(4,250,351)	(6,577,318)
CAPITAL TRANSFERS	(562,000)	(977,271)	23,982	(23,982)	(1,539,271)		(1,539,271)
CHANGE IN NET ASSETS	(7,330,131)	(941,226)	178,750	(23,982)	(3,866,238)	(4,250,351)	(8,116,589)
Net Assets (Deficit) - Beginning of Year	336,598,478	(6,302,290)	3,424,834	(2,747,157)	56,848,378	276,851,537	333,699,915
NET ASSETS (DEFICIT) - END OF YEAR	\$ 329,268,347	\$ (7,243,516)	\$ 3,603,584	\$ (2,771,139)	\$ 52,982,140	\$ 272,601,186	\$ 325,583,326