



UNIVERSITY OF SAN FRANCISCO

Report of Independent Auditors and Consolidated Financial Statements

MAY 31, 2024 AND 2023

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Report of Independent Auditors

The Board of Trustees
University of San Francisco

Report on the Audit of the Financial Statements

Opinion

We have audited the consolidated financial statements of the University of San Francisco (the University), which comprise the consolidated statements of financial position as of May 31, 2024 and 2023, and the related consolidated statements of activities and changes in net assets and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the University of San Francisco as of May 31, 2024 and 2023, and the changes in their net assets and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (U.S. GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the University and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with U.S. GAAS, we:

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

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



San Francisco, California
November 25, 2024

Consolidated Financial Statements

University of San Francisco
Consolidated Statements of Financial Position
May 31, 2024 and 2023
(In Thousands)

	<u>2024</u>	<u>2023</u>
ASSETS		
Cash and cash equivalents	\$ 33,553	\$ 46,057
Receivables		
Student accounts, net	8,781	8,395
Contributions, net	34,423	38,109
Student loans, net	2,216	2,773
Other	14,070	19,973
Investments	613,747	597,568
Beneficial interest in trusts	9,841	9,219
Prepaid expenses and other assets	7,582	8,110
Operating lease right-of-use assets	5,433	7,114
Property, plant, and equipment, net	<u>680,867</u>	<u>682,242</u>
Total assets	<u>\$ 1,410,513</u>	<u>\$ 1,419,560</u>
LIABILITIES AND NET ASSETS		
Accounts payable and accrued liabilities	\$ 50,857	\$ 67,699
Contract liability - student deposits	16,970	18,680
Deferred revenue	7,367	9,231
Liability under split-interest agreements	2,742	2,492
Liability under interest rate swap agreements	2,024	3,892
Operating lease liabilities	5,867	7,530
Bonds payable, net	240,118	244,053
Notes payable, net	66,719	70,006
Federal student loan funds refundable	<u>4,111</u>	<u>5,168</u>
Total liabilities	<u>396,775</u>	<u>428,751</u>
Net assets - without donor restrictions	520,379	536,252
Net assets - with donor restrictions	<u>493,359</u>	<u>454,557</u>
Total net assets	<u>1,013,738</u>	<u>990,809</u>
Total liabilities and net assets	<u>\$ 1,410,513</u>	<u>\$ 1,419,560</u>

See accompanying notes.

University of San Francisco
Consolidated Statement of Activities and Changes in Net Assets
Year Ended May 31, 2024
(In Thousands)

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES AND OTHER SUPPORT			
Student tuition and fees, net	\$ 282,350	\$ -	\$ 282,350
Auxiliary revenue - residence and dining fees	43,577	-	43,577
Grants and contracts	10,599	-	10,599
Investment income, net	3,934	3,357	7,291
Contributions	13,038	13,237	26,275
Contributions in-kind	596	-	596
Net realized and unrealized gain on investments	18,596	48,143	66,739
Change in value of split-interest agreements	-	1,410	1,410
Change in value of interest rate swap agreements	1,868	-	1,868
Auxiliary revenue - other	7,011	-	7,011
Other	6,251	-	6,251
Net assets released from restrictions	27,345	(27,345)	-
Total revenues and other support	415,165	38,802	453,967
EXPENSES			
Instruction	185,039	-	185,039
Research	4,264	-	4,264
Public service	4,828	-	4,828
Academic support	35,118	-	35,118
Student services	61,275	-	61,275
Institutional support	99,072	-	99,072
Auxiliary enterprises	41,442	-	41,442
Total expenses	431,038	-	431,038
CHANGE IN NET ASSETS	(15,873)	38,802	22,929
NET ASSETS, beginning of year	536,252	454,557	990,809
NET ASSETS, end of year	\$ 520,379	\$ 493,359	\$ 1,013,738

See accompanying notes.

University of San Francisco
Consolidated Statement of Activities and Changes in Net Assets
Year Ended May 31, 2023
(In Thousands)

	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES AND OTHER SUPPORT			
Student tuition and fees, net	\$ 285,987	\$ -	\$ 285,987
Auxiliary revenue - residence and dining fees	47,362	-	47,362
Grants and contracts	9,627	-	9,627
Investment income, net	2,869	3,235	6,104
Contributions	11,961	31,710	43,671
Contributions in-kind	3,016	-	3,016
Net realized and unrealized gain on investments	4,254	4,842	9,096
Change in value of split-interest agreements	-	(166)	(166)
Change in value of interest rate swap agreements	2,698	-	2,698
Auxiliary revenue - other	6,706	-	6,706
Other	7,281	-	7,281
Net assets released from restrictions	22,688	(22,688)	-
Total revenues and other support	404,449	16,933	421,382
EXPENSES			
Instruction	185,179	-	185,179
Research	4,550	-	4,550
Public service	3,585	-	3,585
Academic support	34,511	-	34,511
Student services	56,867	-	56,867
Institutional support	89,455	-	89,455
Auxiliary enterprises	43,440	-	43,440
Total expenses	417,587	-	417,587
CHANGE IN NET ASSETS	(13,138)	16,933	3,795
NET ASSETS, beginning of year	549,390	437,624	987,014
NET ASSETS, end of year	\$ 536,252	\$ 454,557	\$ 990,809

See accompanying notes.

University of San Francisco
Consolidated Statements of Cash Flows
Years Ended May 31, 2024 and 2023
(In Thousands)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Change in net assets	\$ 22,929	\$ 3,795
Adjustment to reconcile change in net assets to net cash (used in) provided by operating activities:		
Depreciation and amortization	29,176	28,640
Provision for credit losses	1,450	4,276
Change in discount on contribution receivable	58	280
Forgiveness of employee notes	9	12
Net realized and unrealized gain on investments	(66,700)	(9,067)
Change in value of split-interest agreements	(1,410)	166
Change in value of interest rate swap agreements	(1,868)	(2,698)
Loss on disposal of property, plant, and equipment	943	231
Contributions restricted for investment in endowment and plant	(3,828)	(23,432)
Change in operating assets and liabilities:		
Student accounts receivable	(2,921)	(3,600)
Contributions receivable	8,208	2,658
Other receivables	2,281	3,722
Prepaid expenses and other assets	441	(2,037)
Accounts payable and accrued liabilities	(16,881)	7,805
Contract liability - student deposits	(1,710)	(341)
Deferred revenue	(1,864)	(1,395)
Net cash (used in) provided by operating activities	(31,687)	9,015
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of property, plant, and equipment	(29,092)	(35,831)
Proceeds from sale of investments	220,375	180,965
Purchases of investments	(169,256)	(220,135)
Distributions of interest in trusts	440	2,167
Issuance of student loans	(84)	(105)
Student loan repayments	646	754
Issuance of employee notes	(18)	(157)
Employee notes repayments	131	28
Net cash provided by (used in) investing activities	23,142	(72,314)

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See accompanying notes.

University of San Francisco
Consolidated Statements of Cash Flows (Continued)
Years Ended May 31, 2024 and 2023
(In Thousands)

(continued from previous page)

	2024	2023
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from issuance of notes payable	\$ -	\$ 31,000
Payments on bonds payable	(3,415)	(3,230)
Payments on notes payable	(3,315)	(3,274)
Contributions restricted for investment in endowment and plant	3,828	23,432
Net change in federal student loan funds refundable	(1,057)	88
	<u>(3,959)</u>	<u>48,016</u>
NET CHANGE IN CASH AND CASH EQUIVALENTS	(12,504)	(15,283)
CASH AND CASH EQUIVALENTS, beginning of year	46,057	61,340
CASH AND CASH EQUIVALENTS, end of year	<u>\$ 33,553</u>	<u>\$ 46,057</u>
SUPPLEMENTAL DISCLOSURE OF CASH-FLOW INFORMATION		
Cash paid for interest	<u>\$ 13,419</u>	<u>\$ 11,873</u>
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING ACTIVITIES		
Additions to property, plant, and equipment included in accounts payable and accrued liabilities	<u>\$ 546</u>	<u>\$ 4,486</u>
Operating lease right-of-use assets obtained in exchange for operating lease liabilities	<u>\$ -</u>	<u>\$ 371</u>

See accompanying notes.

University of San Francisco

Notes to Consolidated Financial Statements

Note 1 – Organization and Significant Accounting Policies

Organization – The University of San Francisco was founded by the Society of Jesus in 1855. The University is committed to the highest standards of learning and scholarship in the American, Catholic, and Jesuit traditions. The University balances its primary commitment to the liberal arts and sciences with its dedication to education for the professions.

Star Route Farms was incorporated on June 20, 2017, as Star Route Farms, LLC (Star Route Farms). The University of San Francisco is sole member of Star Route Farms and manages its operating activity. Star Route Farms' financial information has been consolidated with the University of San Francisco (collectively referred to as the University).

Basis of accounting – The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP), which include the principles of not-for-profit accounting as defined by the Financial Accounting Standards Board (FASB). The accounting principles require that revenues within the appropriate net asset category and that classification of net assets and associated revenues, gains, and losses be divided into two categories, based on the existence or absence of externally imposed restrictions. Accordingly, net assets of the University are classified and defined as follows:

Without donor restrictions – Includes resources that are not subject to donor-imposed stipulations and are available to support the University's operating activities. Without donor restrictions include resources with donor restrictions that become available for use by the University in accordance with the intentions of the donors. Funds without donor restrictions may be designated for specific purposes by action of the Board of Trustees (the Board) or by management.

With donor restrictions – Defined as that portion of net assets which is subject to donor-imposed restrictions. Some donor-imposed restrictions will expire with the passage of time or be fulfilled and removed by actions of the University pursuant to those stipulations. Other donor-imposed restrictions will neither expire with the passage of time nor can be fulfilled or otherwise removed by actions of the University. The earnings from these investments are primarily available to support activities of the University as designated by the donor.

Principles of consolidation – The consolidated financial statements include all the accounts of the University of San Francisco and Star Route Farms. All significant intercompany transactions and balances have been eliminated in consolidation.

Cash and cash equivalents – Cash and cash equivalents include cash on deposit, money market funds, fixed-income securities with a maturity of three months or less, and variable rate demand notes that have a put feature that allows the University to put the notes back to the issuer on the daily interest reset date. The University holds cash and cash equivalents at several major financial institutions that, during the course of the year, may exceed the amounts insured by the Federal Deposit Insurance Corporation (FDIC) or by the Securities Investor Protection Corporation (SIPC).

University of San Francisco

Notes to Consolidated Financial Statements

Student accounts receivable – Student accounts receivable are amounts due from students primarily for tuition and fees and are stated at the amount billed to students less applied scholarships and loan proceeds. The University offers several payment plans that allow students to defer payment for a nominal fee. Late fees are charged on delinquent accounts. Delinquent accounts are written off based on evaluation of the student's specific circumstances. Student accounts receivable are presented net of an allowance for credit losses, which is an estimate of amounts that may not be collectible. Student accounts receivable totaled \$14,826,000 and \$14,021,000 as of May 31, 2024 and 2023, respectively. Student accounts receivable allowance for credit losses is estimated as \$6,045,000 and \$5,626,000 as of May 31, 2024 and 2023, respectively. The University separates student accounts receivable into risk pools based on their aging. In determining the amount of the allowance as of the statement of financial position date, the University develops a loss rate for each risk pool. This loss rate is based on management's historical collection experience, adjusted for management's expectations about current and future economic conditions.

Changes in the allowance for credit losses for the year ended May 31, 2024, were as follows (in thousands):

Balance, beginning of year	\$ 5,626
Provisions	2,535
Write-offs, net of recoveries	<u>(2,116)</u>
Balance, end of year	<u><u>\$ 6,045</u></u>

Student loans receivable – Student loans receivable are primarily amounts loaned to students under the Federal Perkins Loan Program, Nursing Student Loans, and the Nursing Faculty Loan Program and are stated at their outstanding principal amount. Principal and interest payments on loans generally do not commence until after the borrower graduates or otherwise ceases enrollment. The loans receivable bear interest ranging from 3% to 5% and are generally repayable to the University over a period of ten years.

The University estimates the allowance for credit losses on its student loans receivable using the Current Expected Credit Losses (CECL) methodology, which requires the University to estimate lifetime expected credit losses on its student loans receivable at the reporting date based on historical experience, current conditions, and reasonable and supportable forecasts. The University employs a provisional loss rate approach to estimate the expected credit losses. For each loan program, the University calculates an average loss rate based on historical default and recovery rates, adjusted for current conditions, and forward-looking information, including economic forecasts related to unemployment rates and inflation. The University continually monitors the appropriateness of its CECL methodology and makes adjustments as necessary to reflect the changes that may impact the student loan portfolio.

As of October 1, 2017, under federal law, all institutions of higher education, including the University, may no longer award new Perkins loans to undergraduate students and may not make subsequent disbursements to undergraduate students after June 30, 2018. Concurrently, as of July 1, 2017, all institutions of higher education, including the University, may not disburse Perkins loans to graduate students. The University has been notified that the federal government will begin collecting the federal share of the University's Perkins loan revolving funds sometime thereafter. During the years ended May 31, 2024 and 2023, the University refunded \$516,000 and \$651,000, respectively, of its federal share to the federal government.

University of San Francisco

Notes to Consolidated Financial Statements

Other receivables – Other receivables consist of federal direct loans that were disbursed to students but have not been received from the U.S. Department of Education, grants receivable, rent receivable, employee notes receivable, and other miscellaneous receivables. The most significant portion of other receivables is the federal direct loan amount, totaling \$8,277,000 and \$9,608,000 as of May 31, 2024 and 2023, respectively.

Investments – Investments are stated at fair value and represent a diversified portfolio of equity and fixed-income investments, equity funds, private capital, real asset funds, hedge funds, and real estate. Investments received through gifts are recorded at fair value on the date of donation.

The University is subject to accounting principles that define fair value, establish a framework for measuring fair value, and prescribe disclosures about fair value measurements. The accounting principles also establish a hierarchical disclosure framework, which prioritizes and ranks the level of market price observability used in measuring investments at fair value. Market price observability is impacted by a number of factors, including the type of investment and the characteristics specific to the investment. Investments with readily available active quoted prices or for which fair value can be measured from actively quoted prices will generally have a higher degree of market price observability and a lesser degree of judgment used in measuring fair value.

The categorization of an investment within the hierarchy is based on the pricing transparency of the investment and does not necessarily correspond to the University's perceived risk of that investment. Investments measured and reported at fair value are classified and disclosed in one of the following categories:

Level 1 – Quoted prices are available in active markets for identical investments as of the reporting date. This category includes variable rate demand notes, fixed-income investments, equity securities, and short-term investments.

Level 2 – Pricing inputs are other than quoted prices in active markets, which are either directly or indirectly observable as of the reporting date. Level 2 values have been determined by management of the University utilizing observable data that is readily available, regularly updated, reliable and verifiable, not proprietary, and provided by sources that are actively involved in the relevant market. This category consists of fixed-income investments. Fair values for these investments are estimated by the University using valuation methodologies that consider a range of factors, including, but not limited to, trading values on public exchanges for comparable securities and interest rates.

Level 3 – Pricing inputs are unobservable and include situations where there is little, if any, market activity for the investment. Level 3 values have been estimated by management of the University in the absence of readily ascertainable market values. Fair values for these investments are estimated by the University using valuation methodologies that consider a range of factors, including, but not limited to, the price at which the investment was acquired, the nature of the investment, local market conditions, independent appraisals, trading values on public exchanges for comparable securities, current and projected operating performance, financial condition, and financing transactions subsequent to the acquisition of the investment. The inputs into the determination of fair value require significant judgment by the University. Due to the inherent uncertainty of these estimates, these values may differ materially from the values that would have been used had a ready market for these investments existed.

University of San Francisco

Notes to Consolidated Financial Statements

The real estate investments are stated at estimated fair value and are independently appraised once per year by an external appraiser. Each property is fully appraised every three years with exterior-only inspection appraisals in the interim years. The University's management annually reviews these independent appraisals. The appraisals use a sales comparison approach, which compares recent transactions to the appraised property and takes into consideration such factors as location, condition, and quality. Adjustments are made for dissimilarities, which typically provide a range of values. Significant building renovations and improvements that extend the useful life of or improve the assets are capitalized. Expenditures for ordinary maintenance and repairs are charged to expense as incurred.

A financial instrument's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The University's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

The University uses the net asset value (NAV) as a practical expedient to determine the fair value of all investments that (a) do not have a readily determinable fair value and (b) prepare their consolidated financial statements consistent with the measurement principles of an investment company or have the attributes of an investment company.

The majority of the University's investments are held through limited partnerships and commingled funds for which fair value is estimated using NAV reported by fund managers as a practical expedient. Such assets are not classified in the fair value hierarchy.

Beneficial interest in trusts – The University has an irrevocable remainder beneficiary interest in charitable remainder trusts and charitable gift annuities, the maturities of which are based on the life expectancies of the income beneficiaries or a specified term of years. Trusts and annuities in which the University is both trustee and remainder beneficiary are recorded at the fair value of the assets in the trusts. The corresponding liability for certain future amounts due to beneficiaries is recorded at the present value of the annuity payments. The present value discount rates for all trusts and annuities were calculated using Internal Revenue Service (IRS) interest rates and actuarial tables for Standard Annuity, Income and Remainder Unitrust Factors with an average of 3.19% and 2.52% at May 31, 2024 and 2023, respectively.

As of May 31, 2024 and 2023, investments in marketable securities include \$6,451,000 and \$5,720,000, respectively, in assets held by the University, as trustee, on which investment income is paid to designated beneficiaries until death, at which time the assets may be used by the University as designated by the donor. Liabilities to such beneficiaries of \$2,742,000 and \$2,492,000 are included in liability under split-interest agreements as of May 31, 2024 and 2023, respectively.

University of San Francisco

Notes to Consolidated Financial Statements

Trusts for which the University does not act as trustee are recorded at the present value of the assets to be received in the future. The present value discount used for all trusts and annuities was an average of 3.94% and 4.03% at May 31, 2024 and 2023, respectively. The University holds a beneficial interest in trusts where the University is not the trustee, amounting to \$9,841,000 and \$9,219,000 as of May 31, 2024 and 2023, respectively. Beneficial interest in trusts and split-interest gifts are valued under the income approach, calculated using a discounted cash flow analysis based on the expected cash flows over the remaining life of each respective beneficial interest, utilizing a risk-free rate adjusted for the inherent risk of the assets held and the risk of nonperformance. The primary unobservable inputs for beneficial interests in split-interest gifts are the applicable discount rates that range from 1.60% to 8.00%, and applicable life expectancies based on IRS actuarial tables for Standard Annuity, Income and Remainder Unitrust Factors.

Collections – The University’s collections are made up of rare books, artwork, and artifacts of historical significance that are held for educational, research, and curatorial purposes. The collections, which have been acquired through purchases and contributions since the University’s inception, are not recognized as assets in the accompanying consolidated statements of financial position. Proceeds from deaccessioned collection items are used to acquire new items for the collection or for the direct care of the collection, ensuring the collection is protected, kept unencumbered, cared for, and preserved.

Property, plant, and equipment – Purchased assets are recorded at cost. Donated assets are recorded at fair value or appraised value on the date of donation. The carrying value of all long-lived assets is evaluated periodically to determine whether adjustment to the useful life or to the undepreciated balance is warranted. The cost of major improvements in excess of \$100,000, purchases of depreciable items in excess of \$5,000, software purchases exceeding \$50,000, and certain computer equipment are capitalized.

Upon acquisition of a property, the University estimates the fair value of acquired tangible assets (consisting of land, buildings, and improvements), and intangible assets and liabilities (consisting of above and below market leases and origination value of all in-place leases). The University determines fair values using replacement cost, estimated cash-flow projections and other valuation techniques, and applying appropriate discount and capitalization rates based on available market information. Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. No such impairment was recorded during the years ended May 31, 2024 and 2023.

Depreciation is recorded on the straight-line basis using the following useful lives:

Buildings and improvements	10 to 50 years
Furniture and equipment	3 to 10 years
Library books	20 to 50 years
Tenant improvements	Shorter of lease term or useful life

Leases – Transactions give rise to leases when the University receives substantially all of the economic benefits from and has the ability to direct the use of the specified property and equipment. The University primarily has lessee activity that is classified as operating leases and are included in operating lease right-of-use assets and operating lease liabilities in the consolidated statements of financial position.

University of San Francisco

Notes to Consolidated Financial Statements

Operating lease right-of-use assets represents the right to use an underlying asset for the lease term, and operating lease liabilities represent obligations to make lease payments arising from the lease. Operating lease right-of-use assets and liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. When discount rates implicit in leases cannot be readily determined, the University uses the risk-free rate at lease commencement to perform lease classification tests and to measure lease liabilities and right-of-use assets. Lease expense for operating leases is recognized on a straight-line basis over the lease term. Certain optional renewal periods were not included in the determination of the lease liability and right-of-use asset if management determined it was not reasonably certain that the lease would be extended. The University has elected not to recognize right-of-use assets and lease liabilities for leases of terms less than 12 months.

Medical benefits – The University is self-insured for one of its employee medical plans up to a stop-loss limit of \$150,000 per individual as of May 31, 2024 and 2023, and a 125% aggregate excess. As of May 31, 2024 and 2023, an estimated liability for payment of incurred and unpaid claims of \$1,263,000 and \$1,048,000, respectively, is included in accrued liabilities in the accompanying consolidated statements of financial position.

Workers' compensation – The University insures its workers' compensation benefits through a third-party insurer with a deductible policy that contains a \$250,000 per occurrence deductible. As of May 31, 2024 and 2023, an estimate of uninsured losses of \$634,000 and \$577,000, respectively, is included in accrued liabilities in the accompanying consolidated statements of financial position.

Multiemployer pension plans – The University contributes to a multiemployer defined benefit pension plan under the terms of a collective bargaining agreement, which expires September 30, 2026, that covers certain union-represented employees. The University's collective bargaining agreement does not require that a minimum contribution be made to these plans. For the years ended May 31, 2024 and 2023, the University contributed to the union trust and charged to expense \$1,059,000 and \$977,000, respectively.

The risks of participating in multiemployer pension plans are different from single employer pension plans in the following aspects:

- a. Assets contributed to the multiemployer plan by one employer may be used to provide benefits to employees of other participating employers.
- b. If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participating employers.
- c. If the University stops participating in its multiemployer pension plan, the University may be required to pay the plan an amount based on the underfunded status of the plan, referred to as a withdrawal liability.

University of San Francisco

Notes to Consolidated Financial Statements

The University's participation in this plan for the years ended May 31, 2024 and 2023, is outlined in the table below. All information in the table is as of May 31 of the relevant year. The "EIN-PN" column provides the Employer Identification Number (EIN) and the Plan Number (PN). The most recent Pension Protection Act zone status available in 2024 and 2023 is for the plan years ended December 31, 2023 and 2022, respectively. The zone status is based on information that the University received from the plan. Among other factors, generally, plans in critical status ("yellow zone" or "orange zone") are less than 80% funded, and plans at least 80% funded are said to be in the "green zone." The "FIP/RP status pending/implemented" column indicates plans for which a funding improvement plan (FIP) or a rehabilitation plan (RP) is either pending or has been implemented by the trustees of each plan. Information related to the impact of utilization of extended amortization periods on zone status is either not available or not obtainable without undue cost and effort.

Pension Fund	EIN-PN	Pension Protection Act Zone Status		Are the University's Contributions More than 5% of Total Plan Contributions?		FIP/RP Status Pending/Implemented
		2024	2023	2024	2023	
I.U.O.E. Stationary Engineers Local 39 Pension Plan	94-6118939 Plan 001	Green	Green	No	No	N/A

Asset retirement obligation – Asset retirement obligations include environmental obligations associated with the retirement of long-lived assets. These liabilities are recorded at fair value when incurred and are capitalized by increasing the carrying amount of the associated long lived asset. Over time, the liability is accreted to its present value each period and the capitalized cost is depreciated on a straight-line basis through the estimated date of retirement. The liability within accounts payable and accrued liabilities on the consolidated statements of financial position is removed when the obligation is settled.

Derivative financial instruments – Derivative financial instruments are used by the University on a limited basis to manage interest rate risk associated with its tax-exempt bonds. Derivative financial instruments are recorded at their fair value in the liabilities section in the accompanying consolidated statements of financial position (disclosed in Note 8). Changes in the underlying value of derivative financial instruments are recorded in change in value of interest rate swap agreements in the accompanying consolidated statements of activities and changes in net assets. The University does not enter into derivative contracts for the purpose of speculation.

Contract liability - student deposits – Contract liability of \$16,970,000 and \$18,680,000 as of May 31, 2024 and 2023, respectively, represents performance obligations associated with payments received from students for each academic year's summer term that began in mid-May and ends in July. The contract liability is recognized ratably as revenue over the summer term.

Deferred revenue – Deferred revenue consists primarily of unearned grant amounts received in advance and in excess of incurred expenditures.

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Notes to Consolidated Financial Statements

Federal student loan funds refundable – Funds provided by the U.S. government under the Federal Perkins Loan Program, Nursing Student Loans, and the Nursing Faculty Loan Program are loaned to qualified students and may be reloaned after collection. These funds are ultimately refundable to the government and are, therefore, recorded as a liability in the accompanying consolidated statements of financial position.

Revenues and other support – Revenues and other support are reported as increases in net assets without donor restrictions unless their use is limited by donor-imposed restrictions as follows:

Tuition and fees – Tuition and fees revenue is recognized pro-rata over the applicable period of instruction. A contract is entered into with a student and covers a course or semester. The University determined there are no costs that are capitalized to obtain or fulfill a contract with a student. Revenue recognition begins once a student starts attending a course. Registration and other fees that do not relate to instruction are recognized when no longer refundable. The University's receivables represent unconditional rights to consideration from its contracts with students; accordingly, receivables are not recorded until students have begun a course and the revenue recognition has commenced. The University's education programs have start and end dates that differ from its fiscal year end. Therefore, at the end of each fiscal year, a portion of revenue from these programs is not yet earned and is recorded as contract liability in the consolidated statements of financial position. Student tuition and fees received in advance of services to be rendered are also recorded as contract liability.

Tuition and fees consisted of the following at May 31:

	<u>2024</u>	<u>2023</u>
	(in thousands)	
Tuition and fees	\$ 440,251	\$ 439,791
Less financial aid to students	<u>(157,901)</u>	<u>(153,804)</u>
Tuition and fees, net	<u><u>\$ 282,350</u></u>	<u><u>\$ 285,987</u></u>

Grants and contracts – Governmental and private grant arrangements have been evaluated and determined to be nonreciprocal, meaning the granting entity has not received a direct benefit in exchange for the resources provided. Instead, revenue is recognized like a conditional contribution – when the barrier to entitlement is overcome. The barrier to entitlement is considered overcome when expenditures associated with each grant are determined to be allowable and all other significant conditions of the grant are met.

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Notes to Consolidated Financial Statements

Contributions – Unconditional contributions are recognized as revenue in the period received and are reported as increases in the appropriate category of net assets. Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met. Contributions of assets other than cash are recorded at their estimated fair value at the date of gift. The University's policy is to liquidate donated nonfinancial assets unless holding the asset is in the best interest of the University. Contributions to be received in future periods are discounted using risk-adjusted rates applicable at the initial measurement date. The discount is amortized annually and recognized as revenue. An allowance for uncollectible contributions receivable is provided based upon management's judgment considering such factors as historical collection history and existing economic conditions.

Contributions in-kind – Contributed goods and services that create or enhance nonfinancial assets, or that require specialized skills provided by individuals possessing those skills and would typically need to be purchased if not provided by donation, are recorded as contributions in-kind at their estimated fair value on the date of receipt. Such donations are reported as revenue without donor restrictions unless the donor has restricted the donated asset to a specific purpose or time period. Assets donated with explicit restrictions regarding use are reported as revenue with donor restrictions. Contributions in-kind without donor restrictions consisted of software subscriptions, which were fully utilized to support the University's mission and goals. Donated software subscriptions totaled \$596,000 and \$3,016,000 for the years ended May 31, 2024 and 2023. The University's policy is to record the estimated fair value of these contributions based on current rates for similar services.

Investment income, net and net realized and unrealized gain (loss) on investment – Investment income and gains and losses on investments, net of investment expenses is reported as increases or decreases in net assets without donor restrictions unless their use is limited by donor-imposed restrictions, net of external and direct internal investment expenses. Gains and losses on endowment investments and other endowment assets are reported as increases or decreases in net assets with donor restrictions until appropriated by the Board. Gains and losses on other investments and other assets or liabilities are reported as increases or decreases in net assets without donor restrictions unless their use is restricted either by donor stipulation or by law. Expirations of restrictions are reported as reclassifications between the applicable classes of net assets and are reported as net assets released from restrictions in the consolidated statements of activities and changes in net assets.

Auxiliary revenue – Auxiliary revenue includes a variety of services that enhance the quality of student life on campus. Fees for housing, dining services and other auxiliary revenue, such as bookstore and food service commission, space rental, parking and recreational center fees, and intercollegiate athletic tickets revenue are recognized over the period the services are provided or at the time goods are provided.

Functional expense allocations – Program expenses are allocated by function as follows:

- a. Instruction, which includes the costs directly related to teaching and instruction;
- b. Research, which includes the costs to produce research, whether external or institutional funded;
- c. Public service, which includes noninstructional services beneficial to individuals and groups external to the institution such as institutes and community service organizations;
- d. Academic support, which includes libraries, media service, and academic administration;

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- e. Student services, which include financial aid administration, registrar, admissions, and student health services;
- f. Institutional support, which includes general administration, fiscal operations, information technology services, human resources, and development; and
- g. Auxiliary enterprises, which include the operations of the University's residence halls, bookstore, and food service.

Depreciation, interest, and operation and maintenance of plant expenses are allocated among program and supporting services based on usage of space, square footage, and debt proceeds usage. All other costs are charged directly to the appropriate functional category.

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

Fundraising expenses – Fundraising expenses were approximately \$14,173,000 and \$12,456,000 for the years ended May 31, 2024 and 2023, respectively, and are included in institutional support expenses on the consolidated statements of activities and changes in net assets.

Advertising costs – Advertising costs were approximately \$2,205,000 and \$2,306,000 for the years ended May 31, 2024 and 2023, respectively, and were expensed when incurred.

Reclassifications – Certain amounts presented in the prior year consolidated financial statements have been reclassified to conform to the current year presentation.

Tax-exempt status – The University of San Francisco, including its wholly owned entity, Star Route Farms, is a nonprofit corporation that qualifies under the provisions of Section 501(c)(3) of the Internal Revenue Code and is exempt from federal and state income taxes on related activities. The University is, however, subject to federal and state income tax on unrelated business income and appropriate provision for any such taxes is included in the accompanying consolidated financial statements. The University evaluates its income tax position each fiscal year to determine whether the University's tax position is more likely than not to be sustained if examined by the applicable taxing authority. The evaluation had no material impact on the University's consolidated financial statements.

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Notes to Consolidated Financial Statements

New accounting pronouncements – Effective June 1, 2023, the University adopted FASB Accounting Standards Update (ASU) No. 2016-13, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments* (ASU No. 2016-13), which requires the use of the current expected credit losses (CECL) impairment model for a broad scope of financial instruments, including financial assets measured at amortized cost (which includes loans, held-to-maturity debt securities, and trade receivables), net investments in leases, and certain off-balance sheet credit exposures. The CECL model requires the immediate recognition of estimated expected credit losses over the life of the financial instrument. Under this standard, disclosures are required to provide users of the financial statements with useful information in analyzing an entity’s exposure to credit risk and the measurement of credit losses. The University adopted this standard utilizing a cumulative-effect adjustment for all financial assets measured at amortized cost. As a result of the adoption, we recorded a transition adjustment, which included a \$701,000 increase to the allowance for credit losses for tuition receivables, which is presented on the consolidated statement of financial position as a reduction to the total amount of the applicable asset. The transition adjustment is included in other expenses on the accompanying consolidated statement of activities and changes in net assets. In addition, the transition adjustment resulted in an increase of \$834,000 to beginning net assets as of June 1, 2023, which represents the cumulative effect of adopting ASU No. 2016-13.

Note 2 – Contributions Receivable

Contributions receivable as of May 31, consisted of amounts expected to be collected in:

	2024	2023
	(in thousands)	
Less than one year	\$ 9,009	\$ 18,083
One to five years	12,985	9,713
More than five years	16,620	19,025
	<hr/>	<hr/>
Total contributions receivable	38,614	46,821
Less allowance for uncollectible contributions	(1,864)	(6,444)
Less unamortized discount (0.30% to 4.52%)	(2,327)	(2,268)
	<hr/>	<hr/>
Contributions receivable, net	<u>\$ 34,423</u>	<u>\$ 38,109</u>

Note 3 – Credit Quality of Financing Receivables

Student loans – The University makes uncollateralized loans to students based on financial need. Student loans are funded through federal government loan programs or institutional resources.

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Notes to Consolidated Financial Statements

Student loans consisted of the following at May 31:

	2024	2023
	(in thousands)	
Federal government programs	\$ 3,266	\$ 3,826
Institutional programs	43	44
Student loans receivable	3,309	3,870
Less allowance for credit losses		
Beginning of year	(1,097)	(1,039)
Decreases (increases)	4	(58)
End of year	(1,093)	(1,097)
Student loans, net	\$ 2,216	\$ 2,773

The University considers student loans past due once the student enters into repayment status and is delinquent on the amounts due per the loan terms.

At May 31, 2024 and 2023, the following amounts were past due under all student loan programs:

May 31,	1-60 Days Past Due	61-90 Days Past Due	91-119 Days Past Due	120-180 Days Past Due	181-730 Days Past Due	731+ Days Past Due	Total Past Due
				(in thousands)			
2024	\$ 0	\$ 1	\$ 1	\$ 0	\$ 48	\$ 1,213	\$ 1,263
2023	\$ 2	\$ 0	\$ 1	\$ 1	\$ 72	\$ 1,240	\$ 1,317

Faculty and staff loans – The University provides home mortgage financing assistance to certain faculty and senior staff. Notes receivable amounting to \$1,065,000 and \$1,187,000 were outstanding at May 31, 2024 and 2023, respectively, and are collateralized by deeds of trust on properties concentrated in the region surrounding the University. No allowance for credit loss has been recorded against these loans based on their collateralization and prior collection history. These amounts are included in other receivables in the accompanying consolidated statements of financial position.

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Notes to Consolidated Financial Statements

Note 4 – Investments

Investments as of May 31, consisted of the following:

	2024	2023
	(in thousands)	
Equity securities	\$ 128,103	\$ 112,037
Equity funds	42,192	35,278
Fixed-income investments	52,278	81,157
Short-term investments	3	35
Real estate	30,807	38,703
Alternative investments:		
Equity funds	122,363	108,603
Private capital - Partnerships	142,092	131,866
Real asset funds	15,560	14,987
Hedge funds	80,349	74,902
Total investments	<u>\$ 613,747</u>	<u>\$ 597,568</u>

Investments, in general, are exposed to various risks, such as interest rate, credit, and overall market volatility. Due to the level of risk associated with certain investments, it is at least reasonably possible that changes in the near term could materially affect account balances and the amounts reported in the accompanying consolidated financial statements.

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Notes to Consolidated Financial Statements

Note 5 – Fair Value Measurements

The financial assets and liabilities carried on the accompanying consolidated statements of financial position by level within the valuation hierarchy as of May 31, 2024, were as follows:

Fair Value Measurements 2024					
	Measured at NAV	Level 1	Level 2 (in thousands)	Level 3	Total
Assets					
Cash equivalents - variable rate demand notes	\$ -	\$ 24,084	\$ -	\$ -	\$ 24,084
Investments					
Equity securities	702	127,401	-	-	128,103
Equity funds	42,192	-	-	-	42,192
Fixed-income investments	9,066	12,470	30,742	-	52,278
Short-term investments	-	3	-	-	3
Real estate	-	-	-	30,807	30,807
Alternative investments:					
Equity funds	122,363	-	-	-	122,363
Private capital	142,092	-	-	-	142,092
Real asset funds	15,560	-	-	-	15,560
Hedge funds	80,349	-	-	-	80,349
Total investments	412,324	139,874	30,742	30,807	613,747
Beneficial interest in trusts	-	-	-	9,841	9,841
Total fair value of assets presented	<u>\$ 412,324</u>	<u>\$ 163,958</u>	<u>\$ 30,742</u>	<u>\$ 40,648</u>	<u>\$ 647,672</u>
Liabilities					
Interest rate swap agreements	\$ -	\$ -	\$ 2,024	\$ -	\$ 2,024
Total fair value of liabilities presented	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 2,024</u>	<u>\$ -</u>	<u>\$ 2,024</u>

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Notes to Consolidated Financial Statements

The financial assets and liabilities carried on the accompanying consolidated statements of financial position by level within the valuation hierarchy as of May 31, 2023, were as follows:

Fair Value Measurements 2023					
	Measured at NAV	Level 1	Level 2 (in thousands)	Level 3	Total
Assets					
Cash equivalents - variable rate demand notes	\$ -	\$ 35,324	\$ -	\$ -	\$ 35,324
Investments					
Equity securities	730	111,307	-	-	112,037
Equity funds	35,278	-	-	-	35,278
Fixed-income investments	8,891	12,175	60,091	-	81,157
Short-term investments	-	35	-	-	35
Real estate	-	-	-	38,703	38,703
Alternative investments:					
Equity funds	108,603	-	-	-	108,603
Private capital	128,008	-	-	3,858	131,866
Real asset funds	14,987	-	-	-	14,987
Hedge funds	74,902	-	-	-	74,902
Total investments	371,399	123,517	60,091	42,561	597,568
Beneficial interest in trusts	-	-	-	9,219	9,219
Total fair value of assets presented	\$ 371,399	\$ 158,841	\$ 60,091	\$ 51,780	\$ 642,111
Liabilities					
Interest rate swap agreements	\$ -	\$ -	\$ 3,892	\$ -	\$ 3,892
Total fair value of liabilities presented	\$ -	\$ -	\$ 3,892	\$ -	\$ 3,892

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Notes to Consolidated Financial Statements

The quantitative information about significant unobservable inputs related to Level 3 direct investments in real estate fair value measurements used at May 31, 2024, was as follows:

	Fair Value	Valuation Techniques	Unobservable Inputs	Range (Weighted Average)
	(in thousands)			
Residential real estate	\$ 28,235	Sales comparable	Price per square foot	\$426.69 - \$1,635.36 (\$824.19)
Commercial real estate (building & land)	2,186	Income approach	Price per square foot	\$148.35 (\$148.35)
Commercial real estate (fractional ownership, building & land)	386	Income approach	Price per square foot	\$768.94 (USF share \$144.18)
Total Level 3	<u>\$ 30,807</u>			

Changes in investments classified as Level 3 – There were no purchases nor transfers within investments classified as Level 3 during the years ended May 31, 2024 and 2023.

Investment strategy and redemption information – The following table summarizes the investment strategy types and various features of the University's alternative investments as of May 31, 2024.

The University has commitments under some of the associated investment agreements to make additional capital contributions as noted:

			2024	
	Fair Value	Unfunded Commitments	Redemption Frequency (if currently eligible)	Redemption Notice Period
	(in thousands)			
Investments measured at NAV				
Equity securities	\$ 702	\$ -	Annually	none
Commingled funds:				
Equity funds	42,192	-	Daily	none
Fixed-income investment	9,066	-	Daily	none
Alternative investments:				
Equity funds	122,363	-	Daily, monthly, quarterly, annually	3-90 days
Private capital	142,092	91,468	Not eligible	-
Real asset funds	15,560	11,093	Not eligible	-
Hedge funds	80,349	-	Quarterly, annually	45-90 days
Total commitments	<u>\$ 412,324</u>	<u>\$ 102,561</u>		

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The University holds certain investments in private capital and real assets limited partnerships in the amounts of \$142,092,000 and \$15,413,000, respectively. These limited partnerships do not allow for periodic redemptions, but rather distributions are received through the liquidation of the underlying assets of the partnership. At May 31, 2024, these partnerships had estimated termination dates that ranged from 2024 to 2036. Within alternative investment equity and hedge funds, the University holds \$46,273,000 in funds with an annual redemption date and up to 90-day redemption notice period. Within the hedge funds, the University holds \$2,130,000 in funds that were in liquidation at May 31, 2024. The University also holds alternative investments in trust and annuity investments and private equity stock shares in the amount of \$702,000 with no periodic redemption terms.

Equity funds – The equity fund category encompasses a variety of funds focused on U.S. and international equity strategies with a range of liquidity. These funds can have diversified or sector-specific portfolios investing in small cap, mid cap, or large cap equity securities. Approximately 36% of the funds are redeemable on a daily basis with up to 3-5 days of notice. Another approximately 57% are redeemable monthly or quarterly with 6 to 45 days of notice after initial lockups. Approximately 7% of the funds are redeemable on an annual basis with 90 days of notice after initial lockups. The fair values of the investments in this category have been determined using the NAV per share of the investment funds.

Hedge funds – The hedge fund category includes both hedged equity and absolute return strategies. The hedged equity funds invest both long and short in global equity securities. The absolute return funds pursue multiple strategies to diversify risk and reduce volatility. The goal of these vehicles is to achieve a positive return regardless of the directions of the broad credit and equity markets. The remaining balance of the category includes other funds with a multi-strategy investment framework, investing primarily in a mix of debt and equity securities, and related derivative contracts. The funds in this category have the ability to shift investment strategies. Investments in the hedge fund category can generally be redeemed on a quarterly to annual basis, with 45 to 90 days' notice. Also, the managers may impose gates or disallow redemptions at their discretion. The fair values of the investments in this category have been determined using the NAV per share of the investment funds.

Private capital – The private capital category includes funds that invest in a broad range of publicly- and privately-owned domestic and foreign companies. These funds are structured as partnerships in which the University is a limited partner, and each involves a commitment to invest a maximum dollar amount over the term of the partnership. The investment managers request, or "call," the funds from the general and limited partners over the term of the partnership as individual investment opportunities are identified. Therefore, there is a period of time for each of these funds during which the committed amount is not yet invested or "called." These investments cannot be redeemed. Distributions are received when the underlying assets of the funds are liquidated. The investment periods for these funds typically range from 5 to 6 years, with the goal of liquidating the entire fund within 10 years. If necessary, funds can typically extend their time to liquidate by two additional years in accordance with the terms of the partnership agreement. The University expects the underlying assets within this category will be liquidated over the next 12 years, which includes likely extension agreements. The fair values of the investments in this category have been determined using the University's ownership interest in partners' capital to which a proportionate share of net assets is attributed as of the most recent quarter end and have been adjusted for cash transactions and estimated valuation changes of similar publicly traded asset portfolios through the University's fiscal year end.

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Notes to Consolidated Financial Statements

The private capital category includes venture capital, private debt, buyout, multi-strategy funds, and fund-of-funds. Venture capital funds represent approximately 40% of the private capital category. These venture capital funds invest in small domestic and foreign companies in the technology or life sciences sector. Private debt funds, which consist mainly of distressed debt and mezzanine debt funds that invest in both domestic and foreign companies, represent approximately 21% of the private capital category. Buyout funds, which represent approximately 32% of the category, invest in small cap, mid cap, or large cap companies across a range of industries. The remaining balance of the category consists of multi-strategy funds and fund-of-funds that invest in a mix of domestic and foreign venture capital and private equity funds across a range of industries.

Real assets – The real asset category consists of investments in real estate funds and natural resource funds. The University's portfolio of real estate funds is diversified between commercial and residential properties and is diversified geographically. The natural resource funds are invested mainly in the energy and alternative energy sector. In March 2020, the University stated its intent to divest from fossil fuel investments, some of which are included in natural resource funds. All of the real asset funds are structured as partnerships in which the University is a limited partner. Similar to the University's private capital investments, these investments cannot be redeemed. Distributions are received when the underlying assets of the funds are liquidated. The University expects the partnerships in this category to terminate within eight years, with the partnerships in fossil fuel investments to terminate within one year, including likely extension agreements. The fair values of the real estate funds and natural resource funds have been determined using the University's ownership interest in the partners' capital to which a proportionate share of net assets is attributed as of the most recent quarter end and have been adjusted for cash transactions and estimated valuation changes of similar publicly traded asset portfolios through the University's fiscal year end.

Note 6 – Property, Plant, and Equipment

Property, plant, and equipment as of May 31, consisted of the following:

	2024	2023
	(in thousands)	
Buildings and improvements	\$ 780,945	\$ 735,928
Construction in progress	27,758	59,252
Furniture and equipment	33,948	47,803
Land and land improvements	85,472	75,445
Library books and collections	88,738	88,437
	<u>1,016,861</u>	<u>1,006,865</u>
Total property, plant, and equipment	1,016,861	1,006,865
Less accumulated depreciation	<u>(335,994)</u>	<u>(324,623)</u>
Property, plant, and equipment, net	<u><u>\$ 680,867</u></u>	<u><u>\$ 682,242</u></u>

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Notes to Consolidated Financial Statements

Note 7 – Contract Liability - Student Deposits

The following table depicts activities for contract liability - student deposits during the years ended May 31, 2024 and 2023 (in thousands):

Balance, May 31, 2022	\$ 19,021
Revenue recognized – summer term	(19,021)
Payment received for future performance obligation	<u>18,680</u>
Balance, May 31, 2023	<u>18,680</u>
Revenue recognized – summer term	(18,680)
Payment received for future performance obligation	<u>16,970</u>
Balance, May 31, 2024	<u><u>\$ 16,970</u></u>

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Notes to Consolidated Financial Statements

Note 8 – Bonds Payable

Bonds payable consist of tax-exempt borrowings issued through the California Educational Facilities Authority (CEFA) in the form of either fixed rate or variable rate revenue bonds. The University has issued CEFA revenue bonds to finance the construction, renovation, and equipping of certain educational facilities; to pay certain costs of issuance; and to refund or debase prior bond issues. Bonds payable as of May 31, consisted of the following:

	<u>2024</u>	<u>2023</u>
	(in thousands)	
California Educational Facilities Authority:		
Revenue bonds:		
CEFA Series 2018A; fixed interest rate, principal due beginning October 1, 2037, and applicable interest due monthly in varying amounts through 2058; secured by the University's gross revenue without donor restrictions.	\$ 140,000	\$ 140,000
CEFA Series 2018B; fixed interest rate, principal due annually beginning October 1, 2019, and applicable interest due monthly in varying amounts through 2036; secured by the University's gross revenue without donor	31,640	31,810
CEFA Series 2017; fixed and variable interest rate, principal due annually beginning May 1, 2017, and applicable interest due monthly in varying amounts through 2035; secured by the University's assets.	<u>53,825</u>	<u>57,070</u>
Total revenue bonds	225,465	228,880
Net unamortized premium on bonds payable and cost of issuance	<u>14,653</u>	<u>15,173</u>
Total bonds payable	<u><u>\$ 240,118</u></u>	<u><u>\$ 244,053</u></u>

Aggregate annual maturities of bonds payable are as follows (in thousands):

Years ending May 31:

2025	\$ 3,610
2026	3,825
2027	4,045
2028	5,750
2029	6,050
Thereafter	<u>202,185</u>
Total maturities	<u><u>\$ 225,465</u></u>

On November 21, 2018, the CEFA Series 2018A tax-exempt bonds were issued totaling \$140,000,000. The proceeds from this bond were used for the construction of the Loan Mountain East residence hall.

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Simultaneously with the 2018A Bonds, the CEFA Series 2018B taxable bonds were issued totaling \$35,880,000. The proceeds from this bond were used to advance refund the CEFA Series 2011 taxable fixed rate bonds, which carried a higher coupon rate.

The University utilizes interest rate swap agreements to mitigate the risk of changes in interest rates associated with variable interest rate indebtedness. Under the terms of the agreements, the University pays fixed rates ranging from 3.34% to 3.95% to the swap counterparty in exchange for a variable rate ranging from 64% to 67% of 1-month SOFR on the notional amount. These swap agreements do not qualify as cash-flow hedges, and, as a result, changes in the fair value of the interest rate swap agreements during a period are recognized immediately in change in net assets without donor restriction. The fair values of the interest rate swap agreements are based on quotes from the market makers and, therefore, are classified as Level 2 in the fair value hierarchy as shown in Note 5.

The effective interest rate on the University's bonds payable was 4.51% and 4.06% as of May 31, 2024 and 2023, respectively. Cost of issuance for bonds payable are amortized over the life of the bonds using the effective interest method.

Note 9 – Notes Payable

On April 18, 2012, the University entered into a \$27,500,000 term loan agreement for the purpose of partially reimbursing itself for a recent building acquisition. On July 15, 2015, this term loan agreement was amended to reflect an increased interest rate per annum equal to 3.24% with a revised maturity date of May 1, 2023. On September 2, 2020, the term loan agreement was amended again to reflect a decreased interest rate per annum equal to 2.60% and a revised maturity date of May 1, 2030. The University will continue to repay the bank principal amount in equal annual installments of \$1,500,000 on May 1 of each year (began May 1, 2013) until the maturity date of May 1, 2030, when the final principal repayment installment will be repaid. The term loan is secured by a first priority parity security interest in all of the gross revenues without donor restrictions of the University.

On December 21, 2017, the University entered into a \$31,310,000 tax-exempt loan agreement for the purpose of advance refunding a portion of the CEFA Series 2011 revenue bonds. The University will pay principal monthly at varying amounts beginning on October 1, 2021, until the maturity date of October 1, 2036, when the final principal repayment installment will be repaid. The original loan agreement stated an interest rate per annum equal to 3.15%. On July 1, 2021, the loan agreement was amended to reflect an interest rate of 2.35%. The loan is secured by a first priority parity security interest in all of the gross revenues without donor restrictions of the University.

On August 2, 2022, the University entered into a note purchase agreement with JPMorgan Chase Bank. The agreement allows the University to issue term loan notes up to \$82,000,000 to borrow funds for the purpose of acquiring and/or making capital improvements. On August 2, 2022, a 3.44% fixed rate borrowing request of \$31,000,000 was fulfilled under the agreement, with a maturity date of August 2, 2029, when the entire principal will be repaid.

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Notes to Consolidated Financial Statements

Notes payable as of May 31, consisted of the following:

	<u>2024</u>	<u>2023</u>
	(in thousands)	
Term loan; fixed interest rate per annum equal to 3.24%; principal due annually beginning May 1, 2013, and applicable interest due quarterly; maturity date through May 1, 2023; secured by a first priority parity interest of all gross revenues without donor restrictions of the University. On September 2, 2020, the term loan agreement was amended again to reflect a decreased interest rate per annum equal to 2.60% and a revised maturity date of May 1, 2030.	\$ 9,500	\$ 11,000
Tax-exempt loan agreement; fixed interest rate per annum equal to 2.35%; principal due monthly beginning October 1, 2021, and applicable interest due monthly; maturity date through October 1, 2036; secured by a first priority parity interest of all gross revenues without donor restrictions of the University.	26,559	28,373
Term loan; fixed interest rate per annum equal to 3.44%; principal due upon maturity date of August 2, 2029; secured by a first priority parity interest of all gross revenues without donor restrictions of the University.	<u>31,000</u>	<u>31,000</u>
Total loans	67,059	70,373
Net unamortized cost of issuance	<u>(340)</u>	<u>(367)</u>
Total notes payable	<u><u>\$ 66,719</u></u>	<u><u>\$ 70,006</u></u>

Aggregate annual principal maturities of the notes payable is as follows (in thousands):

Years ending May 31:

2025	\$ 3,361
2026	3,405
2027	3,451
2028	3,497
2029	3,546
Thereafter	<u>49,799</u>
Total maturities	<u><u>\$ 67,059</u></u>

The effective interest rate on the University's notes payable was 3.03% and 3.32% as of May 31, 2024 and 2023, respectively. Cost of issuance for notes payable are amortized over the life of the notes using the effective interest method.

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Notes to Consolidated Financial Statements

Note 10 – Endowments

The University's endowment funds consist of individual donor-restricted endowment funds and funds designated by the Board to function as endowments. The net assets associated with endowment funds, including those funds designated by the Board to function as endowments, are classified and reported based on the existence or absence of donor-imposed restrictions.

The State of California enacted the Uniform Prudent Management of Institutional Funds Act (UPMIFA) in 2008. The Board has interpreted the adopted UPMIFA as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary. As a result of this interpretation, the University classifies as net assets with donor restrictions (a) the original value of gifts donated to the perpetual endowment, (b) the original value of subsequent gifts to the perpetual endowment, and (c) accumulations to the perpetual endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the endowment fund. The remaining portion of the donor-restricted endowment fund is classified as net assets with donor restrictions until those amounts are approved for appropriation for expenditure by the University in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the University considers the following factors in making a determination to appropriate or accumulate endowment funds:

1. The duration and preservation of the endowment fund.
2. The purposes of the University and the donor-restricted endowment fund.
3. General economic conditions.
4. The possible effect of inflation and deflation.
5. The expected total return from income and appreciation of investments.
6. Other resources of the University.
7. The investment policies of the University.

When the Board designates funds without donor restrictions to function as endowments, they are classified as Board-designated endowments and are included within net assets without donor restrictions.

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The following tables present the University's endowment pool composition as of May 31, 2024 and 2023, by type of fund:

	2024		
	Without Donor Restrictions	With Donor Restrictions (in thousands)	Total
Donor-restricted endowment fund	\$ -	\$ 430,058	\$ 430,058
Board-designated endowment fund	133,575	-	133,575
Total endowment funds	<u>\$ 133,575</u>	<u>\$ 430,058</u>	<u>\$ 563,633</u>

	2023		
	Without Donor Restrictions	With Donor Restrictions (in thousands)	Total
Donor-restricted endowment fund	\$ -	\$ 382,140	\$ 382,140
Board-designated endowment fund	121,957	-	121,957
Total endowment funds	<u>\$ 121,957</u>	<u>\$ 382,140</u>	<u>\$ 504,097</u>

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The changes in the University's endowments for the years ended May 31, 2024 and 2023, were as follows:

	2024		
	Without Donor Restrictions	With Donor Restrictions (in thousands)	Total
Endowment net assets – May 31, 2023	\$ 121,957	\$ 382,140	\$ 504,097
Investment income, net	696	2,234	2,930
Realized and unrealized gain on investments, net of fees	15,876	50,443	66,319
Contributions	853	11,029	11,882
Transfer of endowment assets	(198)	-	(198)
Appropriation of endowment assets for expenditure	(5,609)	(15,788)	(21,397)
Endowment net assets – May 31, 2024	<u>\$ 133,575</u>	<u>\$ 430,058</u>	<u>\$ 563,633</u>
	2023		
	Without Donor Restrictions	With Donor Restrictions (in thousands)	Total
Endowment net assets – May 31, 2022	\$ 122,421	\$ 374,257	\$ 496,678
Investment income, net	724	2,284	3,008
Realized and unrealized gain on investments, net of fees	2,412	7,474	9,886
Contributions	340	16,408	16,748
Transfer of endowment assets	1,666	(1,666)	-
Appropriation of endowment assets for expenditure	(5,606)	(16,617)	(22,223)
Endowment net assets – May 31, 2023	<u>\$ 121,957</u>	<u>\$ 382,140</u>	<u>\$ 504,097</u>

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Amounts classified as net assets with donor restrictions as of May 31, were as follows:

	<u>2024</u>	<u>2023</u>
	(in thousands)	
The portion of net assets with donor restrictions participating in the investment pool that is required to be retained permanently by explicit donor stipulation or UPMIFA.	\$ 239,918	\$ 228,889
Total accumulated appreciation of funds with donor restrictions not appropriated for expenditure.	<u>190,140</u>	<u>153,251</u>
Endowment net assets	430,058	382,140
The portion of net assets with donor restrictions not participating in the investment pool that is required to be retained permanently by explicit donor stipulation or UPMIFA.	<u>21,057</u>	<u>31,515</u>
Total with donor restrictions	<u><u>\$ 451,115</u></u>	<u><u>\$ 413,655</u></u>

Endowment funds with deficits – From time to time, the fair value of assets associated with individual donor endowment funds may fall below the value of the initial and subsequent donor gift amounts (deficit). When individual donor endowments decline, net assets with donor restrictions are reduced to the fair value of the original gift. Further reductions in the fair value of the individual donor endowment are classified as a reduction of net assets with donor restrictions. Such deficits resulted from unfavorable market conditions and authorized appropriations and expenditures that were deemed prudent. The annual appropriation for endowment funds with deficits is returned to corpus rather than released for spending. As of May 31, 2024 and 2023, there were no deficits of this nature reported in net assets with donor restrictions. Future appreciation of the donor endowment restores the value to the original required level.

Return objectives and risk parameters – The University has adopted endowment investment and spending policies that attempt to provide a predictable stream of funding to programs supported by its endowment, while seeking to maintain the purchasing power of endowment assets. Endowment assets include those assets of donor-restricted funds that the University must hold in perpetuity as well as Board-designated funds. Under this policy, endowment assets are invested in a manner that is intended to yield an annual long-term rate of return of the Consumer Price Index plus 4.5% net of management fees, while assuming a moderate level of investment risk. Actual returns in any given year may vary from this amount.

Strategies employed for achieving investment objectives – To satisfy its long-term rate-of-return objectives, the University 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).

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Relationship of spending policy to investment objectives – The spending policy amount of the endowment fund addresses both the funds available for appropriation and the expenses of managing the fund. In determining the annual spending policy amount for the endowment fund, the University takes into consideration the needs of the University for current income as well as the goal of providing a perpetual source of income to the University that will grow at least at the rate of inflation. For the years ended May 31, 2024 and 2023, the spending policy amount was 4.5% of the market value of the endowment fund. Market value, for the purpose of calculating the spending policy amount, is the three-year moving average of the market value per share of the endowment fund as of December 31 of each year. Funds identified for appropriation will be distributed following the fiscal year end. In addition, the Board may, in response to changing economic circumstances, raise or lower the percentage to be distributed in any given year.

Net assets with donor restrictions not participating in the investment pool – Net assets with donor restrictions not participating in the investment pool include investments in trusts and beneficial interests in trusts where the University is both the trustee and where the University is not the trustee. Net assets with donor restrictions not participating in the investment pool also include donor-restricted contributions receivable.

Note 11 – Net Assets with Donor Restrictions

Net assets with donor restrictions as of May 31, were restricted to the following:

	2024	2023
	(in thousands)	
Subject to expenditure for specified purpose		
Acquisition of property, plant, and equipment	\$ 12,713	\$ 13,542
Accumulated appreciation of endowment funds not appropriated for expenditure	190,140	153,251
Passage of time	29,531	27,360
Total specified purpose	232,384	194,153
Endowments		
Subject to appropriation and expenditure when a specified event occurs	21,057	31,515
Held in perpetuity and subject to NFP endowment spending policy and appropriation	239,918	228,889
Total endowments	260,975	260,404
Total restricted net assets	<u>\$ 493,359</u>	<u>\$ 454,557</u>

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Net assets released from restrictions during the years ended May 31, were as follows:

	2024	2023
	(in thousands)	
Restrictions accomplished		
Renovation of University facilities	\$ 2,236	\$ 530
Time restrictions expired	9,321	5,541
Endowment appropriation for spending	15,788	16,617
	<u>\$ 27,345</u>	<u>\$ 22,688</u>
Total released net assets		

Note 12 – Financial Aid to Students

Financial aid to students reported in the consolidated statements of activities and changes in net assets as a reduction of tuition and fees, was funded in the fiscal years ended May 31, from the following revenue sources:

	2024	2023
	(in thousands)	
University tuition and fees	\$ 136,599	\$ 131,599
Endowment distribution	13,763	13,285
Donor contributions for current use	5,200	5,873
Government grants	2,339	3,047
	<u>\$ 157,901</u>	<u>\$ 153,804</u>
Total financial aid		

Note 13 – Related-Party Transactions

Members of the University's Board of Trustees and senior management may, from time to time, be associated, either directly or through interlocking board memberships, with entities doing business with the University. The University has a conflict-of-interest policy that requires any such associations be disclosed in writing on an annual basis and updated as appropriate during the year. When such associations exist, measures are taken to mitigate any actual or perceived conflict, including recusal of the board member from any decisions involving the entity doing business with the University.

In 1970, The Jesuit Community of the University of San Francisco (the Community), a corporation, became an entity separate from the University. However, certain relationships are of continuing significance. Members of the Community serve on the University faculty and administration under individual contracts. Salaries are paid in total to the Community and were approximately \$1,450,000 and \$1,252,000 for the years ended May 31, 2024 and 2023, respectively. In the opinion of the University's management, such salaries are comparable to those of other University employees. Members of the Community occupied housing facilities recorded at historical cost of \$10,512,000 at May 31, 2024 and 2023 (\$5,460,000 net book value at May 31, 2024, and \$5,670,000 net book value at May 31, 2023).

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The University holds secured and unsecured notes receivable from employees for housing assistance. These notes bear interest at a range of 0% to 3% and mature at various dates (see Note 3). Unsecured employee notes receivable was \$42,000 and \$52,000 as of May 31, 2024 and 2023, respectively.

Note 14 – Retirement Benefits

Substantially all non-temporary full-time employees of the University are covered under a 401(a) defined contribution retirement plan (the Plan) administered by the Teachers' Insurance and Annuity Association. The Plan requires the University to contribute to the Plan 10% of employees' base salary below the Social Security wage base and 12% on the base salary amount above the Social Security wage base, up to a maximum salary of \$345,000 and \$330,000 for tax years 2024 and 2023, respectively. Total retirement expense under the Plan was \$16,423,000 and \$15,669,000 for the years ended May 31, 2024 and 2023, respectively, which is net of total forfeitures under the Plan of \$597,000 and \$489,000 for the years ended May 31, 2024 and 2023, respectively. There are no employee matching requirements under the Plan. In addition to the Plan, substantially all employees are eligible to participate in a voluntary 403(b) defined contribution plan. There are no University contribution requirements under this plan.

Note 15 – Commitments and Contingencies

The University has entered into 104 limited partnership arrangements for investment purposes, whereby the University has committed to make capital contributions to the partnerships of approximately \$302,744,000. As of May 31, 2024, the University had contributed approximately \$200,183,000 to the partnerships.

The University has various purchase commitments totaling \$4,448,000 at May 31, 2024, related primarily to construction contracts.

The University is also contingently liable in connection with claims, matters subject to arbitration, and contracts arising in the normal course of its activities. In addition, the University receives funds from various federal and state government-funded programs, including loan funds, which are subject to audit by cognizant governmental agencies. The University is also subject to audit by other government agencies. Management is of the opinion that the ultimate outcome of such matters will not have a significant effect on the consolidated financial position of the University.

From time to time, the University is subject to legal proceedings and claims that arise in the ordinary course of business. In the opinion of management, the results of these matters will not have a significant impact on the consolidated financial statements of the University.

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The University leases certain educational facilities under noncancelable operating leases. At May 31, 2024, the undiscounted future lease payments over the lease term for operating leases, along with a reconciliation of the undiscounted cash flows to operating lease liabilities, were as follows (in thousands):

Years Ending May 31:

2025	\$ 1,637
2026	1,288
2027	458
2028	195
2029	175
Thereafter	<u>3,757</u>
Total lease payments	7,510
Less: Imputed interest	<u>(1,643)</u>
Operating lease liabilities as of May 31, 2024	<u><u>\$ 5,867</u></u>

Lease Term and Discount Rate

Weighted average remaining lease term (in years)	13.46
Weighted average discount rate	2.68%

Total operating lease cost was \$3,696,000 and \$3,986,000 for the years ended May 31, 2024 and 2023, respectively. Cash payments for amounts included in the measurement of operating lease liabilities were \$1,903,000 and \$2,172,000 for the years ended May 31, 2024 and 2023, respectively, and are reflected within amortization on the consolidated statements of cash flows.

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Note 16 – Liquidity and Availability

The University regularly monitors liquidity and availability of resources required to meet its operating needs and other contractual commitments, while also striving to maximize the investment of its available funds. For purposes of analyzing resources available to meet general expenditures over a 12-month period, the University considers all expenditures related to its ongoing mission-related activities as well as the conduct of services undertaken to support those activities to be general expenditures. The following table reflects the University's financial assets as of May 31, available to meet cash needs for general expenditure within one year:

	2024	2023
	(in thousands)	
Financial assets		
Cash and cash equivalents	\$ 33,553	\$ 46,057
Student accounts, net	8,781	8,395
Contributions, net	34,423	38,109
Student loans, net	2,216	2,773
Other receivables	14,070	19,973
Investments	613,747	597,568
Beneficial interest in trusts	9,841	9,219
	<u>\$ 716,631</u>	<u>\$ 722,094</u>
Financial assets available to meet cash needs for general expenditure within one year		
Cash and cash equivalents	\$ 7,953	\$ 25,482
Student accounts, collectible within one year	8,781	8,395
Contributions, collectible within one year	6,696	6,166
Other receivables, collectible within one year	12,469	16,862
Investments convertible to cash within one year	48,249	43,050
	<u>48,249</u>	<u>43,050</u>
Total financial assets available to meet cash needs for general expenditure within one year	<u>\$ 84,148</u>	<u>\$ 99,955</u>

Financial assets are considered unavailable when illiquid or not convertible to cash and cash equivalents within one year. The University has established an operating reserve and reviews its funding level on an ongoing basis to ensure it is adequate. In addition to financial assets available to meet general expenditures over the next 12 months, the University operates with a balanced budget and anticipates collecting sufficient revenue to cover general expenditures not covered by donor-restricted resources. Cash in excess of daily requirements is typically invested in short-term, liquid securities.

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Notes to Consolidated Financial Statements

Note 17 – Functional Expenses

The costs of program and supporting service activities have been summarized on a functional basis in the consolidated statements of activities and changes in net assets. The University reports expenditures in categories reflecting core operational objectives for higher education as defined by Integrated Postsecondary Education Data System (IPEDS). The allocation of functional expenses for the years ended May 31, 2024 and 2023, is as follows:

	2024							
	Instruction	Research	Public Service	Academic Support	Student Services	Institutional Support	Auxiliary Enterprises	Total
	(in thousands)							
Salaries	\$ 99,233	\$ 1,228	\$ 2,755	\$ 17,160	\$ 26,161	\$ 38,425	\$ 5,393	\$ 190,355
Benefits	33,548	282	904	6,054	9,130	18,235	1,279	69,432
Other	11,248	2,363	987	6,108	17,607	37,497	18,508	94,318
Plant	22,142	209	123	1,722	4,349	1,284	4,582	34,411
Interest	8,326	64	38	559	1,339	971	1,701	12,998
Depreciation	10,542	118	21	3,515	2,689	2,660	9,979	29,524
Total	<u>\$ 185,039</u>	<u>\$ 4,264</u>	<u>\$ 4,828</u>	<u>\$ 35,118</u>	<u>\$ 61,275</u>	<u>\$ 99,072</u>	<u>\$ 41,442</u>	<u>\$ 431,038</u>

	2023							
	Instruction	Research	Public Service	Academic Support	Student Services	Institutional Support	Auxiliary Enterprises	Total
	(in thousands)							
Salaries	\$ 96,155	\$ 1,045	\$ 2,269	\$ 16,976	\$ 24,697	\$ 35,199	\$ 5,354	\$ 181,695
Benefits	32,008	219	725	5,916	8,507	14,551	1,244	63,170
Other	13,313	2,852	444	5,762	15,570	34,229	20,303	92,473
Plant	25,069	254	104	1,933	4,598	1,331	5,440	38,729
Interest	8,086	68	28	540	1,219	911	1,699	12,551
Depreciation	10,548	112	15	3,384	2,276	3,234	9,400	28,969
Total	<u>\$ 185,179</u>	<u>\$ 4,550</u>	<u>\$ 3,585</u>	<u>\$ 34,511</u>	<u>\$ 56,867</u>	<u>\$ 89,455</u>	<u>\$ 43,440</u>	<u>\$ 417,587</u>

Note 18 – Subsequent Events

Subsequent events are events or transactions that occur after the consolidated statement of financial position date but before the consolidated financial statements are issued. The University recognizes in the consolidated financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the consolidated statement of financial position, including the estimates inherent in the process of preparing the consolidated financial statements. The University's consolidated financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the consolidated statement of financial position, but arose after the consolidated statement of financial position date and before the consolidated financial statements are issued.

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On July 19, 2024, the University entered into a \$35,000,000 revolving credit agreement with JPMorgan Chase Bank. The revolving loan is to provide funds for general corporate purposes. There were no borrowings under the credit agreement as of the date of issuance of the consolidated financial statements. In conjunction with the revolving credit agreement, the University amended the 2022 note purchase agreement with JPMorgan Chase, canceling the remaining borrowing capacity under the original agreement.

On November 21, 2024, JPMorgan Chase Bank and the University amended the terms of the CEFA Series 2017 bond, 2017 tax-exempt loan agreement, 2012 term loan agreement, 2022 term loan agreement, and 2024 revolving credit agreement updating certain financial covenants. The amendments were treated as a modification to the original agreements, resulting in the reissuance and current refunding of the CEFA Series 2017 bond and 2017 CEFA tax-exempt loan for federal income tax purposes.

The University's management determined that there are no other material events that occurred subsequent to the consolidated statement of financial position date and through November 25, 2024, the date the consolidated financial statements are issued, which would require adjustments to or disclosures in the consolidated financial statements.

