Consolidated Financial Statements, Financial Responsibility Supplemental Schedule, Schedule of Expenditures of Federal Awards and Auditors' Reports Required Under Office of Management and Budget Uniform Guidance

Western University of Health Sciences

June 30, 2023 (with comparative summarized financial information for June 30, 2022)

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Trustees Western University of Health Sciences

Report on the financial statements

Opinion

We have audited the consolidated financial statements of Western University of Health Sciences (a nonprofit organization) and subsidiaries (the "University"), which comprise the consolidated statement of financial position as of June 30, 2023, and the related consolidated statements of activities and changes in net assets and cash flows for the year 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 financial position of the University as of June 30, 2023, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for opinion

We conducted our audit of the consolidated financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*). 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 audit. 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 consolidated 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 for one year after the date the financial statements are available to be issued.



Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the 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 US GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with US GAAS and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the 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 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.

Supplementary information

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The schedule of expenditures of federal awards, as required by Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and the Financial Responsibility Standards Supplemental Schedule in accordance with the Department of Education, each for the year ended June 30, 2023, are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such supplementary 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 and certain additional procedures. These additional



procedures included comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with US GAAS. In our opinion, the accompanying supplementary information is fairly stated, in all material respects, in relation to the consolidated financial statements as a whole.

Report on 2022 summarized comparative information

We have previously audited the University's 2022 consolidated financial statements (not presented herein), and we expressed an unmodified audit opinion on those audited consolidated financial statements in our report dated October 31, 2022. In our opinion, the accompanying summarized comparative information as of and for the year ended June 30, 2022 is consistent, in all material respects, with the audited consolidated financial statements from which it has been derived.

Other reporting required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated October 26, 2023 on our consideration of the University's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the University'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 University's internal control over financial reporting and compliance.

Los Angeles, California

Sant Thornton LLP

October 26, 2023

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

June 30, 2023 and 2022

	2023		2022
ASSETS	·	_	
Cash and cash equivalents	\$	6,578,942	\$ 8,788,566
Accounts receivable, net		5,287,196	7,594,724
Prepaid expenses		2,551,717	3,462,952
Contributions receivable, net		313,424	326,399
Inventories		711,697	848,802
Other assets		2,457,775	2,487,998
Notes receivable, net		44,990,378	41,490,644
Investments		285,605,769	267,529,091
Operating lease right-of-use assets, net		59,930,196	67,610,326
Finance lease right-of-use assets, net		2,518,184	3,055,729
Property, plant and equipment, net		135,309,298	 135,649,403
TOTAL ASSETS	\$	546,254,576	\$ 538,844,634
LIABILITIES AND NET ASSETS			
Accounts payable and accrued liabilities	\$	33,492,940	\$ 34,952,337
Accrued bond interest payable		340,920	421,176
Deposits for agency funds		663,521	744,613
Deferred revenues		26,278,457	26,289,631
Interest rate swap agreement		7,605,884	12,309,886
Liability on split interest agreements		619,928	1,870,410
Government advances for student loans		46,809,543	46,838,330
Operating lease liabilities		66,146,514	73,303,959
Finance lease liabilities		1,961,095	2,708,076
Bonds and notes payable, net		83,126,589	 87,435,901
Total liabilities		267,045,391	 286,874,319
NET ASSETS			
Without donor restrictions		240,231,045	222,802,286
With donor restrictions		38,978,140	 29,168,029
Total net assets		279,209,185	 251,970,315
TOTAL LIABILITIES AND NET ASSETS	\$	546,254,576	\$ 538,844,634

The accompanying notes are an integral part of this consolidated financial statement.

CONSOLIDATED STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

For the Year Ended June 30, 2023 (with comparative summarized financial information for the year ended June 30, 2022)

	Without Donor Restrictions	With Donor Restrictions	2023 Total	2022 Total
Revenues:				
Student tuition	\$ 202,389,851	\$ -	\$ 202,389,851	\$ 200,703,396
Less: scholarships and grants	(5,207,031)	-	(5,207,031)	(6,197,818)
Net tuition	197,182,820	-	197,182,820	194,505,578
Government contracts and grants	8,672,911	_	8,672,911	11,561,439
Private gifts, contracts and grants	1,458,283	13,222,029	14,680,312	7,067,985
Gifts in kind	97,485	-	97,485	383,968
Endowment returns made available for operations	2,017,669	802,296	2,819,965	2,723,033
Sales and services of auxiliary enterprises	2,149,738	-	2,149,738	1,956,131
Sales and services of educational activities				
Net patient revenue	7,846,102	-	7,846,102	8,446,067
Other sales and services	2,841,097	-	2,841,097	3,043,535
Other operating revenues	5,074,827	-	5,074,827	4,470,121
Net assets released from restrictions	4,999,586	(4,999,586)		
Total revenues	232,340,518	9,024,739	241,365,257	234,157,857
Expenses:				
Educational and general expenditures:				
Research	20,784,845	-	20,784,845	21,566,660
Instruction	141,639,752	-	141,639,752	131,365,824
Academic support	22,776,372	-	22,776,372	23,705,683
Student services	10,456,603	-	10,456,603	8,843,004
Institutional support	30,767,170	-	30,767,170	26,373,779
Auxiliary enterprises	2,641,456	-	2,641,456	2,425,667
Development and fundraising	2,818,109	-	2,818,109	3,321,756
Total expenses	231,884,307		231,884,307	217,602,373
Change in net assets from operating activities	456,211	9,024,739	9,480,950	16,555,484
Other changes in net assets:				
Investment return, net of allocation to operations	11,709,843	36,078	11,745,921	(14,164,711)
Change in value of split-interest agreements	567,608	813,545	1,381,153	(742,028)
Differential in value of swap contract	4,704,002	-	4,704,002	11,811,128
Adjustment to contributions receivable	-	(73,156)	(73,156)	3,952,858
Redesignation of net assets	(8,905)	8,905	=	=
Change in net assets from non-operating activities	16,972,548	785,372	17,757,920	857,247
Increase in net assets	17,428,759	9,810,111	27,238,870	17,412,731
Net assets at beginning of year	222,802,286	29,168,029	251,970,315	234,557,584
Net assets at end of year	\$ 240,231,045	\$ 38,978,140	\$ 279,209,185	\$ 251,970,315

The accompanying notes are an integral part of this consolidated financial statement.

CONSOLIDATED STATEMENT OF CASH FLOWS

Years Ended June 30, 2023 and 2022

	2023			2022
Cash flows from operating activities:				
Increase in net assets	\$	27,238,870	\$	17,412,731
Adjustments to reconcile increase in net assets				
to net cash provided by operating activities:				
Depreciation and amortization		8,443,758		7,875,141
Gain on disposal of property, plant and equipment		-		(1,059,715)
Change in fair value of interest rate swap agreement		(4,704,002)		(11,811,128)
Amortization of bond issuance costs		189,974		190,117
Provision for uncollectible accounts		(490,773)		(30,438)
Net realized/unrealized loss (gain) on investments		(4,136,960)		17,195,414
Contributions restricted for endowment		(634,236)		(1,394,022)
Non-cash lease expense adjustments		522,684		540,051
(Increase) decrease in assets:				
Accounts receivable		2,798,301		(4,061,640)
Contributions receivable		12,975		1,020,898
Inventories, prepaid expenses and other assets		1,048,340		(31,931)
Increase (decrease) in liabilities:				
Accounts payable and accrued liabilities		241,581		2,835,140
Accrued bond interest payable		(80,256)		(12,571)
Deposits for agency funds	(81,092)			44,943
Deferred revenues		(11,174)		(558,220)
Liability on split-interest agreements		(929,922)		477,085
Net cash provided by operating activities	\$	29,428,068	\$	28,631,855

CONSOLIDATED STATEMENT OF CASH FLOWS - CONTINUED

Years Ended June 30, 2023 and 2022

	2023	2022
Cash flows from investing activities:		
Proceeds from sale of investments	\$ 4,422,232,314	\$ 3,706,123,550
Purchases of investments	(4,436,172,032)	(3,719,600,801)
Loans issued	(5,857,315)	(8,680,346)
Collections from loans received	2,357,581	3,861,309
Proceeds from sale of property, plant and equipment	-	1,350,000
Purchase of property, plant and equipment	(9,236,862)	(11,268,289)
Net cash used in investing activities	(26,676,314)	(28,214,577)
Cash flows from financing activities:		
Principal payments on bonds and notes payable	(4,499,286)	(2,630,000)
Payments to beneficiaries of split-interest agreements	(320,560)	(551,137)
Contributions restricted for endowment	634,236	1,394,022
Increase (decrease) in government advances for student loans	(28,787)	4,802,432
Payments of principal on finance lease liabilities	(746,981)	(749,034)
Net cash provided by (used in) financing activities	(4,961,378)	2,266,283
Net increase (decrease) in cash and cash equivalents	(2,209,624)	2,683,561
Cash and cash equivalents at beginning of year	8,788,566	6,105,005
Cash and cash equivalents at end of year	\$ 6,578,942	\$ 8,788,566
Supplemental cash flow information:		
Cash paid for interest	\$ 4,295,788	\$ 4,258,014
Acquisitions of capital assets in accounts payable	\$ 519,175	\$ 2,220,153
Loans cancelled	\$ 350,859	\$ 315,992

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

June 30, 2023 and 2022

NOTE 1 – ORGANIZATION

Western University of Health Sciences (the "University") is a private, nonprofit, accredited institution of higher learning and an academic health center, whose main campus occupies approximately 18 acres in Pomona, California, and includes other locations in California and Oregon. The University is committed to the education of primary care health professionals, with a distinctive philosophy centered in the osteopathic tradition, which embraces the concept that health involves the whole person and the person's relationship to others and the world.

The University was founded in 1977 as the College of Osteopathic Medicine of the Pacific ("COMP"), a four-year medical school educating osteopathic physicians. The institution expanded its mission by adding primary care-focused educational programs in the allied health professions, pharmacy and advanced nursing. In 1996, the institution officially became a university and changed its name to Western University of Health Sciences. In addition, the University added a college of veterinary medicine in 1998 and further expanded its educational programs during 2009 by adding four new colleges in dentistry, optometry, podiatry and biomedical sciences.

In 2011, the University expanded its operations to Lebanon, Oregon, with COMP enrolling the first students at the new location. The University also operates patient care centers located in Pomona, Rancho Mirage, Los Angeles California, and Portland Oregon, in addition to Pet Wellness centers located in Pomona and Van Nuys, California that serve as clinical teaching sites for students.

For the fall semester of 2023, approximately 3,700 students were enrolled in the University's nine colleges.

Income Taxes

The University is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (Code), though it is subject to tax on income unrelated to its exempt purpose, unless that income is otherwise excluded by the code. The University has been recognized by the California Franchise Tax Board as a University that is exempt from California franchise and income taxes under Section 23701(d) of the California Revenue and Taxation Code and is also exempt from Oregon income taxes under the related state provisions. The University has processes presently in place to ensure the maintenance of its tax-exempt status; to identify and report unrelated income; to determine its filing and tax obligations in jurisdictions for which it has nexus; and to identify and evaluate other matters that may be considered tax positions. The University has determined that there are no material uncertain tax positions that require recognition or disclosure in the financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 1 – ORGANIZATION Continued

The University follows guidance that clarifies the accounting for uncertainty in tax positions taken or expected to be taken in a tax return, including issues relating to financial statement recognition and measurement. This guidance provides that the tax effects from an uncertain tax position can only be recognized in the financial statements if the position is "more-likely-than-not" to be sustained if the position were to be challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position without regard to the likelihood that the tax position may be challenged.

The University is subject to income taxes for unrelated business income realized in connection with its unrelated business activities. Park Hospital Inc., a majority-owned subsidiary; and COMP Enterprises Inc., a wholly owned subsidiary, are included into the University's consolidated financial statements and are taxed independently. In addition, the University has a controlling interest in WesternU Medical Group, a limited liability company.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Basis of Presentation

The accompanying consolidated financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("US GAAP"). All material intercompany accounts and transactions have been eliminated in consolidation.

B. Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenue and expenses, including allocations to various program costs, during the reporting period. Actual results could differ from those estimates. Significant estimates in the University's consolidated financial statements include allowance for uncollectible accounts for accounts and pledges receivable, discount rate for long-term pledges, unobservable investment inputs, non-public investment values, patient service revenue to include contractual discounts and allowances, asset impairments, inventory reserves, expense allocation, leases, student rotations expense, the present value of future benefits payable on split-interest agreements and the interest rate swap.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

C. Net Assets

Net assets, revenue, and support are classified based on the existence or absence of donorimposed 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 restrictions. Board designated funds are also included within net assets without donor restrictions.

Net Assets With Donor Restrictions – Net assets subject to donor-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 such resources be maintained in perpetuity. Generally, the donors of these assets permit the University to use all or part of the income earned on related investments for general or specific purposes.

D. Cash and Cash Equivalents

Cash and cash equivalents consist of cash available for immediate use. Money market accounts, certificates of deposit and other short-term investments with varying maturities are classified as investments.

E. <u>Investments</u>

In accordance with authoritative guidance, investments in equity securities with readily determinable fair market values and all debt securities are reported at fair value with gains and losses included in the consolidated statement of activities and changes in net assets. Non-marketable securities (alternative investments) for which quoted market prices are not available are valued at fair value by the investment managers based on factors deemed relevant by the investment managers including, but not limited to market transfer conditions, purchase price, estimated liquidation value, restriction on transfer and third-party transactions in the private market. The University's management reviews and evaluates the fair values and methodologies provided by the third-party investment managers and agree with the valuation methods and assumptions used in determining the fair value of the alternative investments. For these investments, the University used the net asset value ("NAV") provided by the investment managers to evaluate the fair value of the investments. The NAV may be adjusted based on factors or other information about the investments that management considers significant to the valuation of the investments.

Other investments, including real estate, are reported at fair value as determined by appraisals performed by independent third parties on a periodic basis (generally, every few years) unless market conditions would indicate more frequent appraisals are required.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

F. Fair Value of Financial Instruments

The University uses an established framework for measuring fair value that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lower priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 - Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the University has the ability to access.

Level 2 - Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets.
- Quoted prices for identical or similar assets or liabilities in inactive markets.
- Inputs other than quoted prices that are observable for the asset or liability; and
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 - Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs. The determination of what constitutes observable requires judgment by the University. The University considers observable data to be that market data that is readily available, regularly distributed or actively involved in the relevant market. The categorization of an investment within the fair value hierarchy is based upon the pricing transparency of the investment and does not necessarily correspond to the University's perceived risk of that investment.

G. Notes and Accounts Receivables Due from Students

Included in accounts receivable is student tuition stated at the amounts billed to students less loan proceeds, grants and scholarships. Military scholarships are separately billed and collected by semester from the corresponding military agencies (e.g., Army, Navy, Air Force, etc.). Approximately 95% of all currently enrolled students rely on some form of financial aid.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

As a policy, students are required to settle their financial obligation and account balance before they are allowed to attend and be promoted to the next academic year. The student accounts receivable balance as of June 30, 2023, is settled by the subsequent receipt of the corresponding financial aid funds for the academic period or by payment received from the students.

Notes receivable consist of amounts due under the federal loan programs and University loan programs and are stated at their outstanding principal amount, net of an allowance for uncollectible accounts. A third-party organization administers the collection process. Loans are made to students based on demonstrated financial need and satisfaction of federal eligibility requirements for the federal loan programs. Principal and interest payments on loans generally do not commence until after the borrower graduates or otherwise ceases enrollment.

H. Revenue Recognition

The University receives grants and contributions from several sources including the federal government, private foundations and other donors. Grants and contracts are evaluated as to whether they qualify as exchange transactions or contributions as defined by U.S. GAAP. Grants that are treated as exchange transactions are reported as revenue without donor restrictions when expenses are incurred in accordance with the terms of the agreement.

The excess of amounts received in exchange transactions over the amount of expenditures incurred are classified as deferred revenue on the statement of financial position.

The University recognizes revenue when control of the promised goods or services are transferred to outside parties in an amount that reflects the consideration the University expects to be entitled to in exchange for those goods or services.

I. Patient Revenues and Patient Receivables

Net patient service revenue is reported at estimated net realizable amounts in the period in which services are provided. The majority of University Patient Care Center ("UPCC") services are rendered to patients under Medicare, Medical Assistance Programs, Aetna and Anthem Blue Cross Blue Shield. Reimbursement under these programs is based on a combination of prospectively determined rates and historical costs. Amounts received under Medicare and Medical Assistance programs are subject to review and final determination by program intermediaries or their agents. These adjustments are recorded when identified.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

The percentage of patient service revenue, net of contractual allowances and discounts, derived from third-party payers and self-pay patients are as follows:

	June 30, 2023	June 30, 2022
Commercial insurance and other	46%	50%
Medicare	21%	22%
Self-pay	4%	5%
Medicaid	29%	23%

The University, in the ordinary course of business, enters into various incentive-sharing agreements with managed care payors and other providers. These agreements require retroactive settlement based on data that may not be available or finalized until all claims are processed. Settlement amounts have been estimated for such incentives based on available information.

However, it is reasonably possible that these estimates may change in the near term. Laws and regulations governing the Medicare and Medical Assistance programs are extremely complex and subject to interpretation. Compliance with such laws and regulations are subject to government review and interpretation as well as significant regulatory action including fines, penalties and exclusion from the Medicare and Medical Assistance programs. As a result, there is at least a reasonable possibility that the recorded estimates may change by a material amount in the near term.

Presentation and disclosure for net patient service revenue requires patient service revenue to be presented net of the provision for uncollectible accounts. Net patient service revenue for the years ended June 30:

	 2023	2022
Patient service revenue, gross	\$ 13,403,396 \$	13,689,358
Contractual discounts and allowances	(5,083,118)	(5,075,780)
Provision for uncollectible accounts	(474,176)	(167,511)
Patient service revenue, net	\$ 7,846,102 \$	8,446,067

The provision for uncollectible accounts is based upon management's assessment of historical and expected net collections considering historical business and economic conditions, trends in health care coverage and other collection indicators. The UPCC records a significant provision for uncollectible accounts in the period services are provided related to self-pay patients, including both uninsured patients and patients with deductible and copayment balances due for which third-party coverage exists for a portion of their balances. Periodically throughout the year, management assesses the adequacy of the provision for uncollectible accounts based upon historical write-off experience. The results of this review

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

are then used to make any modifications to the provision for uncollectible accounts to establish an appropriate provision for uncollectible accounts. Accounts receivables are written off after collection efforts have been followed in accordance with internal policies.

The following is reconciliation of allowance for uncollectible patient care center accounts receivable for the years ended June 30:

	 2023	2022
Balance, beginning of the year	\$ 504,893 \$	389,506
Write offs, net	460,175	282,898
Provision for uncollectible accounts	 (474,176)	(167,511)
Balance, end of the year	\$ 490,893 \$	504,893

J. <u>Tuition Revenue</u>

Tuition is generally due at the beginning of the term. Tuition revenue is recognized as it is earned, and amounts received in advance are deferred and recognized as instruction takes place.

K. Contributions Receivable

The University records unconditional promises to give (a pledge) as a contribution receivable and revenue in the year the pledge is made (see Note 7). The amount is discounted to present value at a risk-adjusted rate, less a reserve for bad debt.

L. Gift Annuities and Unitrust Agreements (Split-Interest Agreements)

The University has a variety of gift agreements, including charitable gift annuities and charitable remainder trusts for which the University is the trustee. Upon receipt, the present value of each gift annuity or unitrust is recorded as an asset, the present value of the University's obligation to beneficiaries is recorded as a liability, and the remaining amount is included in net assets.

Annually, an adjustment is made between the liability and the net assets to record the actuarial gain or loss due to re-computation of the liability based upon the revised life expectancy of the annuitants (also see Note 15). The fair value of these assets as of June 30, 2023 and 2022 amounted to \$8,148,506 and \$7,872,625, respectively, and are included in investments in the accompanying consolidated statement of financial position.

M. Inventories

Inventories consist of bookstore merchandise and resale medical merchandise at the Pet Health Center and Patient Care Centers and are valued at the lower of cost or market on a first-in, first-out basis.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

N. Property, Plant and Equipment

Property, plant and equipment are stated at cost or if a gift, at fair value at the date of the gift. Depreciation is calculated on a straight-line basis over the estimated useful lives by major category of assets as follows:

Buildings and improvements (considering the date originally constructed or purchased and remaining useful life)

25 - 45 years

Equipment, furniture and library books

5 - 7 years

The University, using its best estimates based on reasonable and supportable assumptions and projections, reviews long-lived assets to be held and considered for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets might not be recoverable.

When assets are retired or sold, the related cost and accumulated depreciation are removed from the accounts, and any gain or loss arising from such disposition is recorded. Expenditures for repairs and maintenance are charged to expenses as incurred and included in the accompanying consolidated statement of activities and changes in net assets.

O. Contributed Non-Financial Assets

The contributed non-financial assets are valued at fair market value based on estimates of similar products. The nonfinancial assets were utilized by the instructional programs during the reporting period. The University's policy is to utilize any contributed non-financial assets rather than monetization. There were no donor-imposed restrictions placed on these contributions. The fair value of these assets as of June 30, 2023, and 2022 amounted to \$97,485 and \$383,968 respectively, and are included in accompanying consolidated statement of activities.

	2023			2022		
Equipment	\$	-	\$	259,200		
Inventory		-		78,250		
Supplies		97,485		33,795		
Building Improvements		-		12,723		
Total	\$	97,485	\$	383,968		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

P. Re-Designation of Net Assets

Certain amounts previously received from donors have been transferred among net asset categories due to changes in donor designations, required minimum balances have been obtained, or re-invested excess endowment earnings.

Q. Related Parties

Members of the University's Board of Trustees and senior management may, from time to time, be associated, either directly or indirectly, with companies doing business with the University. For senior management, the University requires annual disclosure of significant financial interests in, or employment or consulting relationships with, entities doing business with the University. These annual disclosures cover both senior management and their immediate family members. When such relationships exist, measures are taken to appropriately manage the actual or perceived conflict in the best interests of the University. The University has a written conflict of interest policy that requires, among other things, that no member of the Board of Trustees can participate in any decision in which he or she (or an immediate family member) has a material financial interest. When such relationships exist, measures are taken to mitigate any actual or perceived conflict, including requiring that such transactions be conducted at arm's length, for good and sufficient consideration, based on terms that are fair and reasonable to and for the benefit of the University, and in accordance with applicable conflict of interest laws. No such associations are considered to be financially significant at June 30, 2023 and 2022. Contributions made by members of the University's Board of Trustees totaled approximately \$8,300 and \$8,300 for the years ending June 30, 2023 and 2022, respectively.

R. Allocation of Investment Earnings to Operations

The University's policy and practice is to allocate a portion of unrestricted net investment earnings quarterly to operations, balancing the competing objectives of providing a stable flow of income to the operating budget and protecting the real value of the investments over time. The policy manages the trade-off between these two objectives by using a targeted cap on the portion of unrestricted net investment returns allocated for spending on operations annually. This targeted cap is reviewed periodically by the Finance and Facilities Committee of the Board of Trustees and is adjusted from time to time as determined appropriate and prudent by the Committee.

S. Reclassification of Prior Year Financial Statements

Certain prior year amounts have been reclassified for consistency with the current year presentation. An allocation of investment earnings to operations policy has been adopted and our financial statements have been revised and updated for comparison purposes.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – Continued

Total investment returns allocated to operations were \$2,819,965 and \$2,723,033 for the years ending June 30, 2023 and 2022, respectively.

NOTE 3 – LIQUIDITY AND AVAILABILITY OF FINANCIAL RESOURCES

The University regularly monitors the availability of resources required to meet 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 activities of educational programs, clinics, research, as well as the conduct of services to support those activities.

As of June 30, financial assets and liquidity resources available within one year for general expenditures were as follows:

	2023		2022	
Financial assets due within one year or generally available:			<u> </u>	
Cash and cash equivalents	\$	6,578,942	\$ 8,788,566	
Accounts receivables, net		5,287,196	7,594,724	
Contributions receivable		313,424	243,588	
Notes receivable		150,264	59,567	
Investments		285,605,769	267,529,091	
Total available funds		284,215,536	 284,215,536	
Less:				
Amounts unavailable for general expenditures within one year due to:				
Donor restricted gifts for educational programs		19,485,464	11,035,005	
Donor restricted gifts for research programs		630,636	698,340	
Donor restricted gifts for endowed professorships		636,026	508,863	
Donor restricted gifts with time restrictions		2,935,087	2,302,804	
Restricted by donor in perpetuity		15,290,927	14,623,017	
Long-term illiquid investments		3,893,420	 3,893,420	
Total amounts unavailable due to donor restrictions, time or law		42,871,560	33,061,449	
Total financial assets available to management for general expenditures before				
amounts subject to the Trustee's approval		241,343,976	251,154,087	
Less:			_	
Board designated funds:				
Funds functioning as endowment		41,523,709	39,028,189	
Unappropriated accumulated endowment gains		3,755,792	 2,012,902	
Total board designated funds		45,279,501	41,041,091	
Total financial assets available for general expenditure before endowment draw Plus:		196,064,475	 210,112,996	
Amount authorized for appropriation within one year		2,824,822	2,008,054	
Total financial assets available for general expenditure within one year	\$	198,889,297	\$ 212,121,050	

The University's Trustees have designated a portion of its net assets without donor restrictions for endowment and other purposes. These amounts are identified in the table above as board designated funds. These funds are invested for long-term appreciation and current income but remain available and may be spent at the discretion of the Trustees.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 3 – LIQUIDITY AND AVAILABILITY OF FINANCIAL RESOURCES – Continued

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, including federal funds to convert general expenditures not covered by donor-restricted resources. The University typically generates positive cash flows from operations as evidenced by the consolidated statement of cash flows for the fiscal year.

NOTE 4 – INVESTMENTS

The following table summarizes the University's investments as of June 30:

	 2023				2022				
	 Cost Fair Value		Cost			Fair Value			
Short-term investments	\$ 4,328,422	\$	4,328,422	\$	5,066,439	\$	5,066,439		
Certificates of deposits	1,634,050		1,634,050		1,381,611		1,381,611		
Mutual funds	93,291,812		95,099,764		84,896,120		81,830,669		
Corporate and government bonds	154,565,404		153,779,605		150,715,114		150,057,053		
Equities	27,378,257		27,402,077		25,850,268		25,874,088		
Cash surrender value of life insurance	358,677		358,677		343,998		316,271		
Investments in real estate	 1,387,789		3,002,960		1,387,789		3,002,960		
Total	\$ 282,944,411	\$	285,605,769	\$	269,641,340	\$	267,529,091		

The following is a description of the instruments measured at fair value, and the methods and assumptions used by the University in determining the fair value of the instruments:

Short-term investments, money market accounts and certificates of deposit – These investments are liquid instruments held by external investment managers. The carrying value approximates fair value based on the short maturity of these instruments.

Mutual funds – These consist of a pool of funds held by external investment managers. The fair values are based on quoted market prices as determined by investment custodians utilizing prices quoted by securities dealers or brokers and are categorized as Level. 1.

Corporate and government bonds – These consist of domestic corporate and government bonds. The fair values are based on market prices as determined by the investment custodians utilizing prices quoted by securities dealers or brokers, investment bankers or statistical services. The University generally categorizes these as Level 2.

Equities – These consist primarily of publicly traded domestic securities held by external investment managers. The fair values are based on quoted market prices as determined by investment custodians utilizing prices quoted by securities dealers or brokers, investment bankers or statistical services and are categorized as Level 1. Other private equity securities are recorded at their appraised value or fair market value based on a net asset value and are categorized as Level 2 or Level 3.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 4 - INVESTMENTS - Continued

Investments in real estate – These consist of domestic real estate investments. These investments are recorded at their appraised value or fair market value at the date of gift and are categorized as Level 3.

NOTE 5 – FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The following tables summarizes the University's fair value hierarchy for those assets measured at fair value as of June 30:

	Fair Value Measurements Using							
2023 Investments	Quoted Prices in Active Markets Level 1		,	Significant Other Observable Inputs Level 2		Significant nobservable Inputs Level 3		Total
Short-term investments	\$	4,328,636	\$	=	\$	=	\$	4,328,636
Certificates of deposit		=		1,634,050		-		1,634,050
Mutual funds		95,099,764		-		-		95,099,764
Corporate and government bonds		-		153,779,605		-		153,779,605
Equities		27,363,477		=		38,600		27,402,077
Cash surrender value of life insurance		-		358,677		=		358,677
Investments in real estate		=		=		3,002,960		3,002,960
Total investments	\$	126,791,876	\$	155,772,333	\$	3,041,560	_ \$	285,605,769
2022		oted Prices in	Sim	Fair Value Mea	surem	ents Using Significant		
<u> </u>	•	tive Markets	Significant Other Observable Inputs		Hao	bservable Inputs		
Investments	AC	Level 1	<u></u>	Level 2		Level 3		Total
Short-term investments	\$	5,066,439	\$	-	\$	-	\$	5,066,439
Certificates of deposit		-		1,381,611		-		1,381,611
Mutual funds		81,830,669		-		-		81,830,669
Corporate and government bonds		-		150,057,053		-		150,057,053
Equities		25,835,488		-		38,600		25,874,088
Cash surrender value of life insurance		-		316,271		-		316,271
Investments in real estate						3,002,960		3,002,960
Total investments	\$	112,732,596	\$	151,754,935	\$	3,041,560	\$	267,529,091

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 5 – FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES – Continued

Other financial instruments recorded at fair value as of June 30, 2023:

	Lev	rel 1		Level 2	_	Level 3		 Total
Interest rate swap agreement	\$	-	\$	7,605,884	\$		-	\$ 7,605,884
Other financial instruments recorde	d at fair value as	of June 30	, 2022:					
	Lev	rel 1		Level 2		Level 3		 Total
Interest rate swap agreement	\$	-	\$	12,309,886	\$		-	\$ 12,309,886

The following is a roll forward of Level 3 investments for the years ended June 30:

<u>2023</u>	Beginning Balance	gain/(include chang	tal (loss) ded in ges in ssets	Purcl	nases	 Sales	Tran	sfers	 Ending Balance
Equities	\$ 38,600	\$	-	\$	-	\$ -	\$	-	\$ 38,600
Investments in real estate	 3,002,960					 			 3,002,960
Total	\$ 3,041,560	\$		\$		\$ 	\$		\$ 3,041,560
<u>2022</u>	Beginning								Ending
	 Balance		ssets	Purcl	nases	 Sales	Tran	sfers	 Balance
Equities	\$ 38,600	\$	-	\$	-	\$ -	\$	-	\$ 38,600
Investments in real estate	3,002,960					<u> </u>			 3,002,960
Total	\$ 3,041,560	\$		\$		\$ 	\$		\$ 3,041,560

The following table shows quantitative information about unobservable inputs related to the Level 3 fair value measurements as of June 30:

Туре	 Fair value	Valuation technique	Significant unobservable inputs	Availability
Real estate	\$ 3,002,960	Third party appraisal	Reliance on appraisers valuations	No restrictions
Equities	\$ 38,600	Market fair value	Original cost	N/A
Mutual funds	\$ -	Discounted cash flow	Market	No restrictions

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 5 – FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES – Continued

Interest rate swap – The carrying value of the University's interest rate swap agreement is recorded at fair value based on the spread between the effective interest rate on the bonds payable on June 30, 2023, and the fixed rate per the interest rate swap agreement. The University categorizes this swap as Level 2.

The preceding methods may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the University believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such transfers, the transfer is reported at the beginning of the reporting period. For the year ended June 30, 2023, there were no significant transfers between levels or changes in the methodologies.

NOTE 6 – ACCOUNTS RECEIVABLE, NET

Accounts receivable, net, consisted of the following as of June 30:

	2023		
Student accounts receivable	\$	523,432 \$	548,271
Patient care center accounts receivable		1,518,587	1,830,135
Grants and contracts receivable		3,177,740	3,592,532
Covid related receivables		-	1,128,404
Other receivables		610,623	1,165,451
Less: allowance for uncollectible accounts		(543,186)	(670,069)
Total accounts receivable, net	\$	5,287,196 \$	7,594,724

NOTE 7 – CONTRIBUTIONS RECEIVABLE, NET

The following unconditional promises to give are included in the consolidated financial statements as contributions receivable, net, as of June 30:

	 2023	
Contributions receivable	\$ 434,952 \$	440,410
Less: Unamortized discount	-	(8,026)
Less: Allowance for doubtful accounts	(121,528)	(105,985)
Total contributions receivable, net	\$ 313,424 \$	326,399

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 7 – CONTRIBUTIONS RECEIVABLE, NET- Continued

The University used rates between 1.0% and 4.0% to discount gross unconditional promises to give in consideration of the present value of the future cash flows.

Unconditional promises to give are expected to be collected in the following periods ending June 30:

	2023		2022	
In one year or less	\$	260,130	\$	243,488
Between one year and five years		174,822		149,964
More than five years		-		46,958
Total gross pledges	\$	434,952	\$	440,410

Pledges and contributions receivable – Granting date fair values are estimated as the present value of the promises to give, using a risk adjustment and discount rates applicable to the donor and federal interest rates.

NOTE 8 – NOTES RECEIVABLE AND STUDENT LOAN RECEIVABLES, NET

Student loans receivable are primarily federally sponsored student loans with United States government-mandated interest rates and repayment terms subject to significant restrictions as to their transfer and disposition. The University makes uncollateralized loans to students based on financial need. Student loans are funded through Federal government loan programs or institutional resources.

As of June 30, student loan receivables, which are included in notes receivable, net, in the accompanying consolidated statement of financial position, consisted of the following:

	 2023		
Federal Government programs	\$ 44,840,114 \$	41,507,962	
Institutional programs	 213,706	59,567	
	45,053,820	41,567,529	
Less: allowance for doubtful accounts	 (63,442)	(76,885)	
Notes receivable, net	\$ 44,990,378 \$	41,490,644	

The University participates in federal revolving loan programs. The availability of funds for loans under this program is dependent on reimbursements to the pool from repayments on outstanding loans. Funds advanced by the Federal government in the amount of \$46,809,543 and \$46,838,330 as of June 30, 2023 and 2022, respectively, are ultimately refundable to the government and are classified as Government advances for student loans in the accompanying consolidated statement of financial position. Outstanding loans cancelled under the program result in a reduction of the funds available for loan and a decrease in the liability to the government.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 8 – NOTES RECEIVABLE AND STUDENT LOAN RECEIVABLES, NET

Federal Perkins Loans - Perkins loans were made to students who demonstrated financial need. Historically, participating schools received a certain amount of funds each year from the federal government for distribution under this program, which supplement funds in a school's revolving fund, from which new disbursements were made. Once the full amount of the school's funds had been awarded to students, no more loans could be made under this program for the year. This loan program officially expired on September 30, 2017.

Allowances for uncollectible accounts are established based on prior collection experience and current economic factors which, in management's judgment, could influence the ability of loan recipients to repay the amounts per the loan terms. Institutional loan balances are written off only when they are deemed to be permanently uncollectible. Amounts due under the Perkins loan program are guaranteed by the government and therefore, no reserves are placed on any past-due balances under the program.

Past due amounts under the Perkins loan programs were \$193,933 and \$260,376 for the years ending June 30, 2023 and 2022, respectively.

NOTE 9 – PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment consisted of the following as of June 30:

	2023		2022	
Buildings	\$	126,397,754 \$	126,397,754	
Building improvements		58,912,375	54,205,422	
Equipment and furniture		64,055,667	60,059,882	
Library books		2,051,409	2,045,072	
		251,417,205	242,708,130	
Less: accumulated depreciation		(123,632,943)	(115,830,624)	
	<u> </u>	127,784,262	126,877,506	
Construction-in-Progress		610,888	1,857,749	
Land		6,914,148	6,914,148	
Total property, plant and equipment, net	\$	135,309,298 \$	135,649,403	

Depreciation expenses amounted to \$7,875,990 and \$7,372,205 during the years ended June 30, 2023 and 2022, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 10 - OTHER ASSETS

Other assets consisted of the following as of June 30:

	 2023	2022
Computer network and installation	\$ 86,500 \$	86,500
Less: accumulated amortization	(56,637)	(44,280)
Goodwill Medical Practice	178,661	178,661
Less: accumulated amortization	(56,576)	(38,710)
Cash surrender value of life insurance contract	2,063,301	2,063,301
Miscellaneous holdings	20,028	20,028
Deposits	222,499	222,499
Total	\$ 2,457,775 \$	2,487,998

NOTE 11 – TERM LOAN AGREEMENT

On April 30, 2021, The University entered into a term loan agreement with Wells Fargo Bank, National Association (Wells Fargo). The University used all loan proceeds to finance the acquisition, construction, improvement and equipping of the College of Health Sciences campus location in Lebanon, Oregon. The principal amount of the loan was \$12,000,000, and the loan carries a per annum fixed rate of interest equal to 2.82%. Interest payments are due monthly on the first calendar day of each month, commencing May 1, 2021, and continuing for the remaining term of the loan which ends May 1, 2029. During the first two years of the loan's term, all payments are interest-only, with principal repayments commencing on April 15, 2023. The principal repayments are due and payable according to the following term loan principal repayment schedule, with the final principal repayment due April 15, 2029. The Loan Agreement requires the University to comply with various covenants, conditions, and restrictions. The University was in compliance with all covenants as of June 30, 2023.

Term Loan Principal Repayment Schedule

Payment Date	Principal Amount
April 15, 2024	1,714,286
April 15, 2025	1,714,286
April 15, 2026	1,714,286
April 15, 2027	1,714,286
April 15, 2028	1,714,286
April 15, 2029	1,714,284
	\$ 10,285,714

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 12 – BONDS PAYABLE

In October 2007, the University entered into a Loan Agreement with California Statewide Communities Development Authority pursuant to which the Revenue Bonds, Series 2007 (the "Bonds") were issued. The University used the proceeds to finance the acquisition, construction, improvement, expansion and equipping of various educational facilities, defeasance of certain outstanding tax-exempt bonds and paying costs in connection with the issuance of the Bonds. The Loan Agreement requires the University to comply with various covenants, conditions and restrictions. The University was in compliance with these covenants as of June 30, 2023.

On September 14, 2022, the University refinanced the outstanding Bonds by converting to an Initial SOFR Index Rate Period under which Wells Fargo Municipal Capital Strategies, LLC, directly purchased the bonds, eliminating the direct pay letter of credit and remarketing arrangement. The SOFR Index Rate is computed on a daily basis. Interest expense includes costs and discounts related to the issuance of bonds and are being amortized over the life of the bonds utilizing the straight-line method, which approximates the effective interest method. The Reimbursement Agreement requires Bonds to be redeemed annually each June 1 on the following redemption schedule:

Redemption of F	Redemption of Bonds			
	Total B	Sonds to be		
Year		Redeemed		
2024		2,950,000		
2025		3,125,000		
2026		3,310,000		
2027		3,505,000		
2028		3,715,000		
2029		3,935,000		
2030		4,165,000		
2031		4,415,000		
2032		4,675,000		
2033		4,960,000		
2034		5,285,000		
2035		5,600,000		
2036		5,930,000		
2037		6,280,000		
2038		6,655,000		
2039		7,055,000		
Subtotal	,	75,560,000		
Less unamortized bond issuance costs		(2,719,125)		
Total bonds payable, net	\$	72,840,875		

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 12 – BONDS PAYABLE – Continued

Interest Rate Swap Agreement

In connection with the original issuance of the Bonds, the University entered into an Interest Rate Swap Agreement (the "Swap Agreement"), which currently is with Wells Fargo Bank, N.A. The Swap Agreement reduces the risk of interest rate changes with respect to the Bonds during the term of the agreement. The scheduled termination of the Swap Agreement is the same date as the final maturity of the Bonds, June 1, 2039.

Under the Interest Rate Swap Agreement, the University pays Wells Fargo Bank, N.A., a fixed interest rate of 4.004% per annum, and Wells Fargo Bank, N.A. pays the University a variable interest rate equal to 70% of one-month LIBOR. The notional amount will be adjusted as the principal is reduced to equal the outstanding principal amount of the Bonds. The University does not enter into derivative instruments for any purpose other than cash flow hedging purposes and does not speculate for investment purposes using derivative instruments. Changes in the fair value of the swap agreement are reported as unrealized gains (assets) or losses (liabilities) on the interest rate swap related to bonds in the accompanying consolidated statement of activities and changes in net assets. As of June 30, 2023, \$7,605,884 was recorded as a liability related to the swap on the accompanying consolidated statement of financial position. The change in the fair value of the Swap Agreement from July 1, 2022 through June 30, 2023, was \$4,704,002 and is included as the differential in fair value of swap agreement in the accompanying consolidated statement of activities and changes in net assets.

Subsequent to June 30, 2023, the LIBOR index ceased to be published on a representative basis, and the variable rate for our SWAP Agreement transitioned from 70% of 1-Month LIBOR to the current variable rate of 70% of 1-Month Compounded SOFR plus 70% of a 0.11448% Spread Adjustment.

NOTE 13 – ENDOWMENTS

The University's endowments consist of several individual donor- restricted funds established to support scholarship and loan funds for students as well as funds designated by the Board of Trustees to function as endowments. Net assets associated with the endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

The University has interpreted the California Uniform Prudent Management of Institutional Funds Act ("UPMIFA") as requiring the preservation of the fair value of the original gift as of the gift date of the donor-restricted endowment fund absent explicit donor stipulations t the contrary. As a result of this interpretation, the University classifies as endowment funds within net assets with donor restrictions: (a) the original value of the gifts donated to the endowment, (b) the original value of subsequent gifts to the endowment, and (c) accumulations to the endowment made in accordance with the direction of the applicable

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 13 - ENDOWMENTS - Continued

donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment funds are held until those amounts are appropriated for expenditure by the University in a manner consistent with the standard prudence prescribed by UPMIFA.

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

- (1) The duration and preservation of the fund
- (2) The purposes of the organization 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 the appreciation of investments
- (6) Other resources of the organization
- (7) The investment policies of the organization

Unless otherwise acknowledged by the donor, the spending policy for the consolidated investment endowment pool follows the objective of the investment policy and establishes the amount made available for spending from the endowment pool. The current Board of Trustees' approved spending policy is 5% of the market value of the endowment pool on the weighted average over the trailing three years. In the event the current market value of the endowment is less than the historical gift value, spending will continue at 5% for the remaining of the University's fiscal year.

Income derived from the investment of the endowment funds has been accounted for by utilizing the market value unit method for maintaining pooled endowment funds. The following schedule summarizes data pertaining to this method of accounting for the year ended June 30:

	2023		 2022	
Unit market value	\$	9.95	\$ 9.52	
Units outstanding		5,718,714	5,718,714	

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 law requires the University to maintain as a fund of perpetual duration. In such circumstances, the University maintains the donor-required fund level with donor restrictions and includes any deficiency within net assets with donor restrictions. The University had 29 and 40 endowment funds underwater as of June 30, 2023 and June 30, 2022, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 13 - ENDOWMENTS - Continued

The following table presents endowment net asset composition by type of fund as of June 30:

<u>2023</u>	Without Donor Restrictions	Original Gift	Accumlated Gains (Losses)	Available for Distribution	Total	Total Endowment Funds
Donor-restricted: Underwater Other Board-designated Total endowment funds	\$ - - 41,523,709 \$ 41,523,709	\$ 5,420,264 11,300,440 	\$ (599,666) 1,531,220 - \$ 931,554	\$ - 3,360,604 - \$ 3,360,604	\$ 4,820,598 16,192,264 	\$ 4,820,598 16,192,264 41,523,709 \$ 62,536,571
	"				" /	
			With Donor	Restrictions		
<u>2022</u>	Without Donor Restrictions	Original Gift	Accumlated Gains (Losses)	Available for Distribution	Total	Total Endowment Funds
Donor-restricted:						
Underwater Other	\$ -	\$ 7,380,869 8,616,870	\$ (844,453) 1,033,265	\$ - 3,916,967	\$ 6,536,416 13,567,102	\$ 6,536,416 13,567,102
Board-designated	39,028,189					39,028,189
Total endowment funds	\$ 39,028,189	\$ 15,997,739	\$ 188,812	\$ 3,916,967	\$ 20,103,518	\$ 59,131,707

The investment objectives for the management of endowment assets are to manage contributions in a manner that will maximize the benefit intended by the donor, to produce current income to support the programs of the University and donor objectives and to achieve growth of both principal value and income over time sufficient to preserve or increase the purchasing power of the assets, thus protecting the assets against inflation. The University's distributable spending policy is calculated at 5% of the three-year trailing average endowment pool market value. Under the current spending policy, if the ordinary income of pooled investments is insufficient to provide the full amount of the spending rate, the balance to be expended may be appropriated from the accumulated realized and unrealized gains of the pooled endowment or if accumulations are not sufficient, appropriation will be from operating investment revenues.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 13 - ENDOWMENTS - Continued

The following represents a description of the changes in the net endowment assets for the years ended June 30:

2023	Do	Without nor Restrictions]	With Donor Restrictions		Total		
Net endowment assets,								
beginning of year	\$	39,028,189	\$	20,103,518	\$	59,131,707		
Net Investment return		2,824,822		849,800		3,674,621		
New gifts		-	927,870			927,870		
Appropriation for expenditures		(332,300)		(764,196)		(1,096,496)		
Other changes, including redesignations		2,998		(104,130)		(101,132)		
Net endowment assets,								
end of year	\$	41,523,709	\$	\$ 21,012,862		62,536,571		
2022	R	Without Donor Asstrictions	I	With Donor strictions	Total			
Net endowment assets,								
beginning of year	\$	47,562,211	\$ 1	6,475,034	\$ 64,037,245			
Net Investment return	(10,282,042)		836,706		(9,445,336)			
New gifts	8,850		1,431,732		1,440,582			
Appropriation for expenditures	(313,967)			(686,968)		000,935)		
Other changes, including redesignations	2,053,137			2,047,014	4,100,151			
Net endowment assets,								
Net endowment assets,				_				

Included in the amounts above are pledges receivable of \$175,812 and \$189,941 for the years ending June 30, 2023 and 2022, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 14 – NET ASSETS WITH DONOR RESTRICTIONS

periods as follows:

Net assets with donor restrictions at June 30 are available for the following purposes or

Net assets with donor restrictions as of June 30, are available for the following purposes or time periods as follows:

		2023	 2022
Net assets subject to expenditure for specified purposes or time periods:			
Educational support	\$	13,781,637	\$ 6,170,696
Research programs		630,636	698,340
Endowed professorships		636,026	508,863
Student scholarships		5,703,827	4,864,309
Time restricted		2,935,087	 2,302,804

Total subject to expenditure for specified purposes or time periods	23,687,213	14,545,012
Endowments to be maintained in perpetuity:		
Educational loan programs	1,344,828	904,787
Endowed professorships	2,707,036	2,707,036
Student scholarships	11,239,063	11,011,194
Total donor contributions to be maintained in perpetuity	15,290,927	14,623,017

38,978,140

29,168,029

NOTE 15 – DEFERRED GIFT AGREEMENTS

Total net assets with donor restrictions

The University has arrangements with donors classified as charitable remainder trusts and charitable gift annuities. In general, under these arrangements the University receives a gift from a donor and agrees to pay the donor stipulated amounts over the remaining life of the donor or income beneficiary or for a specific term of years. The arrangements may cover one or more lives. The University is obligated under the California Department of Insurance to comply with regulations for annuities under code sections 11520 through 11524 that determine the type of investments and amount to be held in reserves based on mortality life expectancy tables. Under unitrusts, when the agreement reaches the end of its term, remaining assets are retained by the University, or in some instances, distributed to third-party beneficiaries.

When a deferred gift is received, it is split into the amount representing the actuarial present value of the future distributions to the donor and the remaining gift value to be retained for the benefit of the University or third-party beneficiaries. The actuarial liability is adjusted annually using actuarial tables appropriate for the type of arrangement, number of lives covered and age of the income beneficiaries. The University uses a 5.6% interest rate assumption for annuities prior to December 31, 1999, in making the calculation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 16 – FUNCTIONAL EXPENSES

The following tables represents functional expenses by natural category for the year ended June 30:

					O ₁	peration and				
<u>2023</u>	C	ompensation	Sı	applies and	Ma	intenance of			Interest	
	а	nd Benefits		Services		Plant	De	epreciation	 Expense	 Total
Research	\$	13,875,116	\$	4,854,119	\$	977,229	\$	704,118	\$ 374,263	\$ 20,784,845
Instruction		101,580,789		26,003,977		6,681,686		4,814,322	2,558,978	141,639,752
Academic Support		14,982,856		5,540,946		1,070,863		771,584	410,123	22,776,372
Student Services		7,200,065		2,222,386		491,632		354,233	188,287	10,456,603
Institutional Support		9,561,715		18,154,259		1,450,527		1,045,141	555,528	30,767,170
Auxiliary Enterprises		391,879		2,031,984		126,469		91,124	-	2,641,456
Development and Fundraising		2,203,589		335,811		132,497		95,468	50,744	2,818,109
Operation and Maintenance of Plant		2,146,624		8,784,279		(10,930,903)				=
Total Expenses	\$	151,942,633	\$	67,927,761	\$	-	\$	7,875,990	\$ 4,137,923	\$ 231,884,307

					O	peration and				
<u>2022</u>	C	ompensation	S	upplies and	Ma	intenance of			Interest	
	:	and Benefits		Services		Plant	D	epreciation	Expense	 Total
Research	\$	14,018,142	\$	5,482,575	\$	905,462	\$	729,421	\$ 431,060	\$ 21,566,660
Instruction		97,256,112		21,509,693		5,522,339		4,448,681	2,628,999	131,365,824
Academic Support		16,238,539		5,196,298		995,267		801,766	473,813	23,705,683
Student Services		6,539,347		1,456,556		371,268		299,085	176,748	8,843,004
Institutional Support		4,926,726		18,905,932		1,113,723		897,192	530,206	26,373,779
Auxiliary Enterprises		365,738		1,872,299		103,917		83,713	-	2,425,667
Development and Fundraising		2,549,816		453,738		139,462		112,347	66,393	3,321,756
Operation and Maintenance of Plant		2,265,110		6,886,328		(9,151,438)			 -	
Total Expenses	\$	144,159,530	\$	61,763,419	\$	-	\$	7,372,205	\$ 4,307,219	\$ 217,602,373

Expenses not directly attributable to one program such as depreciation, interest and plant operations are allocated to specific programs and support services using proportional direct costs incurred by each department.

NOTE 17 – LIFE INSURANCE POLICIES

The University maintains a program whereby donors can make a contribution to the University, which is used to purchase whole life and term insurance policies with the University as owner and beneficiary. The cash surrender value is included in investments. The face amount of these policies was \$1,251,319 of June 30, 2023 and 2022, which is not recorded in the University's consolidated financial statements.

NOTE 18 – LEASES

The University is the lessee of equipment and space under operating and finance leases. The University determines whether a contract is a lease at inception. Identified leases are subsequently measured, classified, and recognized at lease commencement. The University categorizes leases with contractual terms longer than twelve months as either operating or

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 18 – LEASES – Continued

finance. The University's leases generally have terms that range from one to five years for equipment and one to thirty years for property, with certain leases inclusive of renewal options if they are considered to be reasonably assured at lease commencement. Right of use assets and lease liabilities for operating leases are included in "Operating lease right-of-use assets, net" and "Operating lease liabilities", respectively, in the consolidated statement of financial position. Finance lease right of use assets and lease liabilities are included in "Finance lease right-of-use assets, net" and "Finance lease liabilities", respectively, in the consolidated statement of financial position. Leased assets represent the University's right to use an underlying asset for the lease term and lease liabilities represent the University's obligation to make lease payments arising from the lease.

Operating and finance lease right of use assets and associated lease liabilities are recognized based on the present value of future minimum lease payments to be made over the expected lease term, using the risk-free discount rate at the commencement date in determining the present value of future payments. Rent expense related to operating leases, including short-term leases and variable lease payments, was \$4,614,467 and \$9,378,922 in fiscal years ending June 30, 2023 and 2022, respectively.

Maturity analysis of the annual undiscounted cash flows reconciled to the carrying value of the operating and finance lease liabilities:

Years Ending June 30,	(Operating	Finance
2024		7,087,234	764,128
2025		6,706,108	764,128
2026		6,690,412	452,511
2027		5,500,330	-
2028		5,461,323	-
Thereafter		58,381,497	-
Total Lease Payments		89,826,904	1,980,767
Less: Imputed Interest		23,680,390	19,672
Present Value of Lease Liabilities	\$	66,146,514 \$	1,961,095

Weighted-average remaining lease term and discount rate for operating and finance leases as of June 30, 2023 was:

Weighted Average Remaining Lease Term	
Operating leases	14.6 years
Finance Leases	3.7 years
Weighted Average Discount Rate	
Operating leases	3.98%
Finance Leases	0.77%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 18 – LEASES – Continued

The University leases properties to customers under agreements that are classified as operating leases. The University's lessor arrangements are all operating leases and do not include any sales-type or direct finance leases. Property leased to others are included in property, plant and equipment, net in the consolidated statement of financial position.

NOTE 19 – CONCENTRATIONS OF CREDIT RISK

Financial instruments that potentially subject the University to concentrations of credit risk consist principally of cash, short-term investments, marketable securities and other investments and accounts and notes receivable. The University places substantially all of its cash and liquid investments with established commercial financial institutions and limits the amount of credit exposure to any one financial institution; however, cash balances periodically exceed federally insured limits. Cash balances in excess of federally insured and Securities Investor Protection Corporation limits at June 30, 2023 and 2022, amounted to \$10,907,430 and \$13,105,005, respectively. Marketable securities, consisting of both debt and equity instruments, are generally placed in a variety of managed funds administered by different investment managers in order to limit credit risk.

NOTE 20 – EMPLOYEE RETIREMENT PLANS

The University has a contributory retirement plan (a "403(b) plan") covering non-student employees who work at least 20 hours per week. Participation in the plan is mandatory for an employee who becomes eligible on the first day of the month subsequent to their hire date. The minimum employee contribution is 1% with optional additional voluntary amounts in 0.5% increments.

The University contributes 1-1/2 times the employee contribution to the 403(b) plan up to a maximum of 5% of employee contributions for each participating employee. The University had 1,423 and 1,205 active participants in the plan as of December 31, 2022 and 2021, respectively. The University's contribution to the plan was \$7,603,007 and \$7,572,962 for the years ended June 30, 2023 and 2022, respectively.

The University provides a non-funded, post-retirement medical benefit to an employee and has recorded an estimated liability of \$1,291,758 and \$359,126 as of June 30, 2023 and 2022, respectively.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 21 – NET ASSETS RELEASED FROM RESTRICTIONS

Net assets released from time or purpose restrictions are from the following categories for the year ended June 30:

	 2023	2022		
Research	\$ 473,596	\$	209,546	
Instruction	2,096,534		1,725,339	
Academic Services	237,205		-	
Student Services	9,850		5,214	
Institutional support	57,660		337,905	
Facilities	1,070,907		-	
Scholarships and fellowships	 1,053,834		976,735	
Total	\$ 4,999,586	\$_	3,254,739	

NOTE 22 – FEDERAL AND STATE GRANTS

Certain federal and state grants, including financial aid which the University administers and for which it receives reimbursements, are subject to audit and final acceptance by federal and state granting agencies. Current and prior-year expenditures of those grants are subject to adjustment upon audit. The amount of expenditures that may be disallowed by the grantor, if any, cannot be determined at this time although the University expects that those amounts, if any, would not have a significant impact on the University's financial position. Currently, there are no audits being conducted related to federal and state grants performed by granting agencies.

NOTE 23 – AFFILIATION WITH SAN BERNARDINO COUNTY

The University has an affiliation with San Bernardino County, specifically, Arrowhead Regional Medical Center ("ARMC") in Colton, California. The Osteopathic Post Graduate Training Institute OPTI-West Education Consortium ("Consortium"), a separate tax-exempt IRC Section 501(c)(3) corporation, is comprised of the University, ARMC, and five other health care organizations. This membership Consortium serves to promote clinical teaching and training of health profession students, maintain advanced education and certification in primary and specialty medicine and access to health care services. The University does not have a controlling interest nor ownership in the activities of the Consortium, and they are not included in these consolidated financial statements.

NOTE 24 – CONTINGENCIES

The University is subject to claims and lawsuits that arise in the ordinary course of business. The University purchases medical malpractice insurance under a claims-made policy on a fixed premium basis. U.S. GAAP requires a health care provider to accrue the expense of its

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS – CONTINUED

June 30, 2023 and 2022

NOTE 24 - CONTINGENCIES - Continued

share of malpractice claim costs, if any, for any reported and unreported incidents of potential improper professional service occurring during the year by estimating the probable ultimate costs of the incidents. Based upon the University's claim experience, no such accrual has been made. It is reasonably possible that this estimate could change materially in the near term.

On April 21, 2022, the University reached a settlement agreement, in principle, for an employee class action lawsuit for alleged wage and hour violations ("settlement") in the gross amount of \$4,500,000. The settlement is subject to judicial approval and a hearing for final court approval had not yet been scheduled as of June 30, 2022. At June 30, 2022, the University has recorded a liability for the class action settlement of \$4,500,000. As of June 30, 2023, there have been no payments made in connection with the class action settlement.

NOTE 25 – SUBSEQUENT EVENTS

In preparing these consolidated financial statements, the University has evaluated events and transactions for potential recognition or disclosure through October 26, 2023, the date the consolidated financial statements were available to be issued.



SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

For the Year Ended June 30, 2023

Federal Grantor/ Pass-Through Grantor/Program Title	Federal Assistance Listing Number	Pass-Through Award Number	Fiscal year 2022-2023 Federal Expenditures	Amount Passed Through to Sub-Recipients
Student Financial Assistance Cluster				
U.S. Department of Education				
Federal Direct Student Loans	84.268	n/a	\$ 214,817,158	\$ -
Federal Work-Study Program	84.033	n/a	60,710	-
Federal Perkins Loan Program	84.038	n/a	383,189	
			215,261,057	<u>-</u> _
U.S. Department of Health and Human Services				
Health Professions Student Loans, Including Primary Care Loans	93.342	n/a	38,661,922	-
Loans for Disadvantaged Students	93.342	n/a	5,572,469	-
Nursing Student Loans	93.364	n/a	111,987	-
Nurse Faculty Loan Program	93.264	n/a	2,214,738	-
Scholarships for Disadvantaged Students	93.925	n/a	640,000	
			47,201,116	
Total Student Financial Assistance Cluster			262,462,173	_
Research and Development Cluster				
U.S. Department of Health and Human Services				
Mental Health Research Grants	93.242	n/a	156,073	-
Drug Abuse and Addiction Research Programs - RDA024314	93.279	n/a	75,930	-
Cancer Treatment Research	93.395	n/a	225,491	-
Extramural Research Programs in the Neurosciences and Neurological Disorders - RN	93.853	n/a	225,736	-
Allergy and Infectious Diseases Research - R01Al141862	93.855	n/a	310,590	72,377
Lung Diseases Research	93.838	n/a	107,884	-
Cardiovascular Diseases Research - RHL144125B	93.837	n/a	262,248	-
Cardiovascular Diseases Research - RHL147662A	93.837	n/a	274,950	-
Biomedical Research and Research Training - RGM130834A	93.859	n/a	190,840	-
Oral Diseases and Disorders Research	93.121	n/a	87,912	2,018
Cancer Cause and Prevention Research - RCA256241A	93.393	n/a	55,877	-
Cancer Biology Research	93.396	n/a	114,276	-
Cardiovascular Diseases Research - RHL154071A	93.837	n/a	95,965	-
Allergy and Infectious Diseases Research - R15Al154949	93.855	n/a	89,959	-
Diabetes, Digestive, and Kidney Diseases Extramural Research	93.847	n/a	339,624	118,000
Drug Abuse and Addiction Research Programs - R15DA055202	93.279	n/a	82,626	-
Cancer Cause and Prevention Research - RCA269653A	93.393	n/a	229,679	-
Allergy and Infectious Diseases Research - R03Al172631	93.855	n/a	1,734	-
Pass-Through Programs From:				
Jaeb Center for Health Research, Inc.				
Vision Research	93.867	U10 EY11751	112	-
University of New Mexico	93.855	0480MM-87AP	24,935	
Allergy and Infectious Diseases Research Intelligent Optical Systems, Inc.	93.833	0480MM-87AP	24,935	-
Cancer Detection and Diagnosis Research	93.394	IOS#3264 NIH-TISSUEC II	23,239	_
Doric Pharma LLC	00.001	100,,020111111110002011	20,200	
Cancer Treatment Research	93.395	1R41CA247009-01/SUB1	9,476	-
Stanford University				
Child Health and Human Development Extramural Research University of California, Davis	93.865	62940420-153996	11,644	-
Biomedical Research and Research Training	93.859	A21-3951-S001	56,708	-
University of Miami				
Biomedical Research and Research Training	93.859	OS00000768	40,502	-
Regents of the University of Minnesota				
Cancer Cause and Prevention Research	93.393	P007320702	21,493	
			3,115,503	192,395

Refer to the accompanying footnotes to the schedule of expenditures of federal awards.

SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

For the Year Ended June 30, 2023

Federal Grantor/ Pass-Through Grantor/Program Title	Federal Assistance Listing Number	Pass-Through or Grantor's Award Number	Fiscal year 2021-2022 Federal Expenditures	Amount Passed Through to Sub-Recipients
U.S. Department of Agriculture				
Agriculture and Food Research Initiative - 2018-67015-27499	10.310	n/a	\$ 409,308	\$ 294,147
Agriculture and Food Research Initiative - 2023-67016-39100	10.310	n/a	3,575	-
Animal Health and Disease Research - NI21AHDRXXXXG005	10.207	n/a	2,554	-
Animal Health and Disease Research - NI22AHDRXXXXG032	10.207	n/a	4,875	-
Pass-Through Programs From: Montana State University (SARE, Western Region)				
Sustainable Agriculture Research and Education	10.215	SW22-932	51,317	4,243
•			471,629	298,390
U.S. Department of Defense				
Military Medical Research and Development - W81XWH1910329	12.420	n/a	384,241	-
Military Medical Research and Development - W81XWH2010279	12.420	n/a	102,702	79
Military Medical Research and Development - W81XWH2210643	12.420	n/a	42,877	
			529,820	79
National Science Foundation				
Social, Behavioral, and Economic Science	47.075	n/a	6,467	
			6,467	-
Total Research and Development Cluster			4,123,419	490,864
Other Programs				
U.S. Department of Health and Human Services				
Training in General, Pediatric, and Public Health Dentistry - D87HP42551	93.059	n/a	99,305	-
Training in General, Pediatric, and Public Health Dentistry - D8545713	93.059	n/a	243,838	
Total Assistance Listing Number 93.059			343,143	
Mandal and Daharianal Harith Education and Training Courts 04M04HD40044	93.732	n/a	225,408	
Mental and Behavioral Health Education and Training Grants - 21M01HP42011 Mental and Behavioral Health Education and Training Grants - 21T62HP42057	93.732	n/a	520,379	429,000
Mental and Benavioral Realth Education and Training Grants - 21162RP42037	93.732	iiy a	520,379	429,000
Total Assistance Listing Number 93.732			745,787	429,000
Nursing Workforce Diversity	93.178	n/a	538,939	_
Substance Abuse and Mental Health Services Projects of Regional and National Significar		1,7 4	000,000	
Significance	93.243	n/a	177,532	68,000
Ryan White HIV/AIDS Dental Reimbursement and Community Based Dental				
Partnership Grants Nurse Education, Practice Quality and Retention Grants	93.924 93.359	n/a n/a	315 462,506	339,862
Total U.S. Department of Health and Human Services			2,268,222	836,862
U.S. Department of Homeland Security				
COVID-19 - Disaster Grants - Public Assistance (Presidentially Declared	07.000	n/a	4 500 057	
Disasters)	97.036	•	1,582,657	
Total U.S. Department of Homeland Security			1,582,657	
Total Other Programs			3,850,879	836,862
•			· · ·	
TOTAL FEDERAL AWARDS EXPENDITURES			\$ 270,436,471	\$ 1,327,726

Refer to the accompanying footnotes to the schedule of expenditures of federal awards.

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS

Year ended June 30, 2023

NOTE A - BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal grant expenditure activity of Western University of Health Sciences and its subsidiaries (the "University") for the year ended June 30, 2023, and is presented using the accrual basis of accounting. The information in this Schedule is presented in accordance with the requirements of Title 2, U.S. Code of Federal Regulations Part 200, *Uniform Administration Requirements, Cost Principles and Audit Requirements for Federal Awards* ("Uniform Guidance"). Therefore, some amounts presented in this Schedule may differ from amounts presented in, or used in the preparation of, the consolidated financial statements. The Schedule presents only a selected portion of the operations of the University, and it is not intended to, and does not, present the financial position, changes in net assets or cash flows of the University. Pass-through entity identifying numbers are presented where available. The University has elected to not use the 10% de minimis indirect cost rate as allowed under the Uniform Guidance.

NOTE B - ADMINISTRATIVE COST ALLOWANCES

During the year ended June 30, 2023, the University claimed \$0 of administrative cost allowance in the federal Perkins Loan Program.

NOTE C - FEDERAL STUDENT LOAN PROGRAMS

The University administers the following federal loan programs. The balances and transactions related to these programs are included in the University's consolidated financial statements.

The amounts reflected in the Schedule for the various loan programs represent the balance outstanding at the beginning of the fiscal year, plus any new loans issued, plus any administrative cost allowances claimed against the loan program.

	Assistance Listing Number Loans Issued		Outstanding Balance at June 30, 2023	
Federal Perkins Loan Program	84.038	\$ -	\$ 260,894	
Health Professions Student Loans, Including		•	,	
Primary Care Loans	93.342	5,618,122	36,801,140	
Loans for Disadvantaged Students	93.342	282,154	5,114,355	
Nursing Student Loans	93.364	15,000	122,981	
Nurse Faculty Loan Program	93.264	187,942	1,948,488	

During the year ended June 30, 2023, the University processed the following amount of new Federal Direct student loans:

	Assistance Listing Number	Loans Processed	
Federal Direct Student Loans	84.268	\$ 214,817,158	

The University is responsible for the performance of certain administrative duties with respect to these federally guaranteed student loan programs. However, balances and transactions relating to these loans are not included in the University's consolidated financial statements.

NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS - CONTINUED

Year ended June 30, 2023

NOTE D - SUBSEQUENT EVENTS

In preparing the consolidated financial statements, the University has evaluated events and transactions for potential recognition or disclosure through October 26, 2023, the date this Schedule was available to be issued. The University is not aware of any subsequent events that would require recording or disclosure in the consolidated financial statements

FINANCIAL RESPONSIBILITY STANDARDS SUPPLEMENTAL SCHEDULE

Year ended June 30, 2023

Primary Reserve Ratio Expendable net assets Net assets without donor restrictions Net assets with donor restrictions Less: Endowment restricted in perpetuity Less: Intangible assets (\$178,661 less accumulated amortization of \$56,576) Less: Property, plant and equipment, net Less: Operating lease right-of-use assets, net Less: Finance lease right-of-use assets, net Plus: Operating lease liabilities Plus: Post employment and defined benefit pension liabilities Plus: Bonds and notes payable			\$ 240,231,045 38,978,140 (21,012,862) (122,285) (135,309,298) (59,930,196) (2,518,184) 66,146,514 1,961,095 1,291,758 83,126,589	Stmt of Financial Position, Page 3 Stmt of Financial Position, Page 3 Note 13, Page 29 Note 10, Page 23 Stmt of Financial Position, Page 3 Stmt of Financial Position, Page 3 Note 20, Page 35 Stmt of Financial Position, Page 3
Total expendable net assets			212,842,316	
Total expenses Expenses and investment losses without donor restrictions			231,884,307	Stmt of Activities, Page 4
Total expenses			231,884,307	
Primary Reserve Ratio			0.918	
Equity Ratio Modified net assets Net assets without donor restrictions Net assets with donor restrictions Less: Intangible assets (\$178,661 less accumulated amortization of \$38,710) Total modified net assets			240,231,045 38,978,140 (122,285) 279,086,900	Stmt of Financial Position, Page 3 Stmt of Financial Position, Page 3 Note 10, Page 23
Modified assets Total assets Less: Intangible assets (\$178,661 less accumulated amortization of \$38,710) Total modified assets			546,254,576 (122,285) \$ 546,132,291	Stmt of Financial Position, Page 3 Note 10, Page 23
Equity Ratio			0.511	
Net Income Ratio Change in net assets without donor restrictions Total revenue without donor restrictions (\$232,340,518 plus net investment returns of \$11,709,843 and \$567,608, and \$0 in contribution receivable and			\$ 17,428,759	Stmt of Activities, Page 4
differential in value of swap contract of \$4,704,002)			249,321,971	Stmt of Activities, Page 4
Net income ratio			0.070	
	Ratio	Strength	Composite	
Primary reserve Equity Net income	0.918 0.511 0.070	3.000 3.000 3.000	1.200 1.200 0.600	
Financial Responsibility Composite Score (maximum of 3.0)			3.000	

NOTES TO THE FINANCIAL RESPONSIBILITY STANDARDS SUPPLEMENTAL SCHEDULE

Year ended June 30, 2023

NOTE A - RECONCILIATION OF ASSETS

PROPERTY, PLANT AND EQUIPMENT, AND RIGHT-OF-USE ASSETS

Pre-implementation property, plant, and equipment, net a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Less: disposals, net c. Less: current fiscal year depreciation	\$ 111,842,994 - (5,850,467)
Balance, pre-implementation property, plant, and equipment, net, as of June 30, 2023	\$ 105,992,527
Post-implementation property, plant, and equipment, net, acquired with debt a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Property, plant, and equipment acquired with debt during the current fiscal year c. Less: current fiscal year depreciation	\$ 11,805,496 - (248,013)
Balance, post-implementation property and equipment, net, acquired with debt as of June 30, 2023	\$ 11,557,483
Post-implementation property, plant, and equipment, net, acquired without debt a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Property, plant, and equipment acquired without debt during the current fiscal year c. Less: current fiscal year depreciation	\$ 12,000,913 7,535,884 (1,777,509)
Balance, post-implementation property and equipment, net, as of June 30, 2023	17,759,288
Total property, plant, and equipment, net, as of June 30, 2023	\$ 135,309,298
Post-implementation right-of-use assets, operating lease, net a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Right-of-use assets, operating leases, net, recognized during the current fiscal year c. Less: current fiscal year amortization	\$ 67,610,326 90,562 (7,770,692)
Balance, post-implementation right-of-use assets, operating lease, net, as of June 30, 2023	\$ 59,930,196
Post-implementation right-of-use assets, finance leases, net a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Right-of-use assets, finance leases, net, recognized during the current fiscal year c. Less: current fiscal year amortization	\$ 3,055,729 - (537,545)
Balance, post-implementation right-of-use assets, finance leases, net, as of June 30, 2023	\$ 2,518,184
Reconciliation to Financial Statements Property, plant, and equipment, net Operating lease right-of-use assets, net Finance lease right-of-use assets, net	\$ 135,309,298 59,930,196 2,518,184 \$ 197,757,678

NOTES TO THE FINANCIAL RESPONSIBILITY STANDARDS SUPPLEMENTAL SCHEDULE

Year ended June 30, 2023

NOTE B - RECONCILIATION OF LIABILITIES

LONG-TERM DEBT AND LEASE LIABILITIES

Pre-implementation long-term debt obligations, net a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Payments and other reductions of long-term debt obligations, net, in the current fiscal year c. Current amortization of premium, discount, and debt issuance costs	\$ 75,435,901 (2,785,000) 189,974
Balance, pre-implementation long-term debt obligations, net, as of June 30, 2023	\$ 72,840,875
Post-implementation long-term debt obligations, net a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements)	\$ 12,000,000
 b. New allowable long-term debt obligations, net, issued during the current fiscal year c. Payments and other reductions of long-term debt obligations, net, in the current fiscal year 	(1,714,286)
Balance, post-implementation long-term debt obligations, net, as of June 30, 2023	\$ 10,285,714
Total long-term debt obligations, net, as of June 30, 2023	\$ 83,126,589
Post-implementation operating lease liabilities a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements) b. Operating lease liabilities recognized during the current fiscal year c. Amortization of operating lease liabilities	\$ 73,303,959 90,562 (7,248,007)
Balance, post-implementation operating lease liabilities, net, as of June 30, 2023	\$ 66,146,514
Post-implementation finance lease liabilities a. Ending balance of last financial statements submitted to the U.S. Department of Education (June 30, 2022 financial statements)	\$ 2,708,076
b. Finance lease liabilities recognized during the current fiscal yearc. Payments and other reductions of finance lease liability in the current fiscal year	(746,981)
Balance, post-implementation finance lease liabilities, net, as of June 30, 2023	\$ 1,961,095
Construction in progress - debt	\$ -
Long-term debt not for the purchase of property, plant and equipment or liability greater than assets value	\$ -
Total debt to be excluded from adjusted equity	\$ -
Reconciliation to Financial Statements Bonds and notes payable Operating lease liabilities Finance lease liabilities	\$ 83,126,589 66,146,514 1,961,095 \$ 151,234,198

Note: The refinance of the pre-implementation debt that took place during the year ended June 30, 2023 did not increase the amount of debt, therefore, the debt remains as pre-implementation debt. See Note 12 for disclosure of the refinance.



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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS REQUIRED BY GOVERNMENT AUDITING STANDARDS

Board of Trustees Western University of Health Sciences

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States (*Government Auditing Standards*), the consolidated financial statements of Western University of Health Sciences and subsidiaries (the "University"), which comprise the consolidated statement of financial position as of June 30, 2023, and the related consolidated statements of activities and changes in net assets and cash flows for the year then ended, and the related notes to the consolidated financial statements, and have issued our report thereon dated October 26, 2023.

Report on internal control over financial reporting

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

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

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.



Report on compliance and other matters

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

Purpose of this report

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

Los Angeles, California October 26, 2023

Sant Thornton LLP



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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY UNIFORM GUIDANCE

Board of Trustees Western University of Health Sciences

Report on compliance for each major federal program

Opinion on each major federal program

We have audited the compliance of Western University of Health Sciences (a nonprofit organization) and subsidiaries (the "University") with the types of compliance requirements identified as subject to audit in the U.S. Office of Management and Budget's *OMB Compliance Supplement* that could have a direct and material effect on each of the University's major federal programs for the year ended June 30, 2023. The University's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the University complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of University's major federal programs for the year ended June 30, 2023.

Basis for opinion on each major federal program

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

We are required to be independent of the University and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program. Our audit does not provide a legal determination of the University's compliance with the compliance requirements referred to above.

Other matter

Our audit of, and opinion on, the University's compliance for each major federal program does not include the compliance requirements governing student loan billing and due diligence in collections under the Student Financial Assistance cluster



because the University engaged Educational Computer Systems, Inc. ("ECSI") to perform these compliance activities. Additionally, our audit of, and opinion on, the University's compliance for each major federal program does not include the compliance requirements governing reporting requirements over student status confirmation reports ("SSCR") under the Student Financial Assistance cluster because the University engaged the National Student Clearinghouse to perform these compliance activities. These third-party servicers have obtained compliance examinations from other practitioners for the year ended June 30, 2023 in accordance with the U.S. Department of Education's, *Guide for Financial Statement Audits of Proprietary Schools and for Compliance Attestation Examination Engagements of Proprietary Schools and Third-Party Servicers Administering Title IV Programs*.

Responsibilities of management for compliance

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

Auditor's responsibilities for the audit of compliance

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

In performing an audit in accordance with US GAAS, *Government Auditing Standards*, and the Uniform Guidance, we:

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



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

Report on internal control over compliance

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

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in the University's internal control over compliance that we consider to be material weaknesses or significant deficiencies. However, material weaknesses or significant deficiencies in internal control over compliance may exist that have not been identified.

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

As described in our Report on Compliance for Each Major Federal Program above, this Report on Internal Control Over Compliance does not include the results of the other auditors' testing of internal control over compliance that is reported on separately by those auditors.

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

Los Angeles, California October 26, 2023

Scant Thornton LLP

SCHEDULE OF FINDINGS AND QUESTIONED COSTS

Year ended June 30, 2023

SECTION I - SUMMARY OF AUDITORS' RESULTS

Financial Statements Unmodified Type of auditors' report issued: Internal control over financial reporting: Χ Material weakness(es) identified? yes no Significant deficiency(ies) identified? Χ none reported yes Noncompliance material to financial statements noted? yes Χ **Federal Awards** Internal control over the major program: Material weakness(es) identified? Χ no yes Significant deficiency(ies) identified? yes Х none reported Type of auditors' report issued on compliance for Unmodified the major program: Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a) of the Uniform Guidance? yes Χ no Identification of the major programs: Federal Grantor/Program or Cluster Title Federal Assistance Listing Number Student Financial Assistance Cluster Various COVID-19 - Disaster Grants - Public Assistance (Presidentially Declared Disasters) 97.036 Dollar threshold used to distinguish between type A and type B programs: \$750,000 Auditee qualified as low-risk auditee? Χ yes no

SCHEDULE OF FINDINGS AND QUESTIONED COSTS - CONTINUED

Year ended June 30, 2023

SECTION II - FINANCIAL STATEMENT FINDINGS

No matters identified.

SECTION III - MATTERS AND QUESTIONED COSTS FOR FEDERAL AWARDS

No matters identified.