# **UAB Educational Foundation**

**Consolidated Financial Statements** 

Years ended September 30, 2024 and September 30, 2023

# UAB Educational Foundation Table of Contents Years ended September 30, 2024 and September 30, 2023

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## **Report of Independent Auditors**

To the Board of Directors of UAB Educational Foundation

# **Opinion**

We have audited the accompanying consolidated financial statements of UAB Educational Foundation (the "Foundation"), which comprise the consolidated statements of financial position as of September 30, 2024 and 2023, and the related consolidated statements of activities and changes in net assets and of cash flows for the years then ended, including the related notes (collectively referred to as the "consolidated financial statements").

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Foundation as of September 30, 2024 and 2023, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

### **Basis for Opinion**

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of the Foundation 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 Consolidated 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 Foundation's ability to continue as a going concern for one year after the date the consolidated financial statements are available to be issued.

### Auditors' Responsibilities for the Audit of the Consolidated 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 auditors' 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 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, we:

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- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation'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 Foundation'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.

Birmingham, Alabama January 21, 2025

	September 30, 2024		Se	eptember 30, 2023
Assets				
Current assets				
Cash and cash equivalents	\$	12,383,733	\$	9,104,705
Restricted cash		2,246,301		2,246,301
Investments		14,865,134		11,320,539
Accounts receivable		1,322,127		1,011,065
Inventory		50,362		77,489
Prepaid expenses		42,218		52,456
Current portion of notes receivable		6,000		6,000
Total current assets		30,915,875		23,818,555
Noncurrent assets				
Fixed assets, net		37,998,622		40,540,512
Investment in limited liability company		3,079,189		2,924,294
Note receivable from affiliate		2,700,000		2,700,000
Other notes receivable		72,000		78,000
Other assets		2,625,947		2,347,894
Total noncurrent assets		46,475,758		48,590,700
Total assets	\$	77,391,633	\$	72,409,255
Liabilities and Net Assets				
Current liabilities				
Accounts payable and accrued liabilities		2,232,043		2,254,721
Current liabilities under split-interest agreements		40,691		33,325
Short-Term Operating Lease Liability		46,718		46,749
Short-Term Finance Lease Liability		26,457		26,269
Current portion of debt		1,596,922		1,513,317
Total current liabilities		3,942,831		3,874,381
Long-term liabilities				
Long-term debt, net of current portion		33,055,771		34,652,693
Liabilities under split-interest agreements		301,012		245,567
Long-Term Operating Lease Liability		428,671		475,389
Long-Term Finance Lease Liability				26,457
Total long-term liabilities		33,785,454		35,400,106
Total liabilities		37,728,285		39,274,487
Net assets				
Without donor restrictions		34,761,040		29,800,277
With donor restrictions		4,902,308		3,334,491
Total net assets		39,663,348		33,134,768
Total liabilities and net assets	\$	77,391,633	\$	72,409,255

	September 30, 2024	September 30, 2023
Changes in net assets without donor restrictions		
Revenues and gains		
Donations of cash and other financial assets	\$ 999,492	\$ 647,624
Donations of nonfinancial assets	1,504,898	_
	2,504,390	647,624
Revenue from the operation of:		
4th Avenue Parking Deck	4,830,737	4,141,897
Hilton UAB	14,996,496	15,021,118
Medical Towers	1,779,310	1,821,440
Other rental properties	907,565	1,012,679
Interest and dividends	265,030	215,669
Realized and unrealized gains on investments	1,914,485	1,001,210
Other Income	926	_
Total revenues and gains without donor restrictions	27,198,939	23,861,637
Net assets released from satisfaction of program restrictions	3,440,783	3,613,499
Total revenues, gains, and other support without donor		
restrictions	30,639,722	27,475,136
Expenses and losses		
Program activities:		
General university support	2,040,723	2,540,422
Hospital/UABME support	481,790	411,774
Academic and scholarship support	989,337	1,258,711
Fundraising and development support	340,591	260,746
Property contributed	969,026	846,644
Total program activities	4,821,467	5,318,297
General and administrative expenses	426,545	571,791
Expenses related to the operations of:		
4th Avenue Parking Deck	1,300,253	1,483,047
Hilton UAB	11,710,172	11,537,096
Medical Towers	885,884	890,141
Other rental properties	143,520	12,926
Depreciation expense	4,527,482	5,865,284
Interest expense	1,863,636	1,793,446
Total operating expenses	20,430,947	21,581,940
Total expenses and losses	25,678,959	27,472,028
Increase in net assets without donor restrictions	4,960,763	3,108

	September 30, 2024	September 30, 2023
Changes in net assets with donor restrictions		
Revenues and gains		
Donations of cash and other financial assets	3,903,149	3,337,554
Vending income	634,008	580,720
Interest and dividends	29,673	26,914
Realized and unrealized gains on investments	398,582	180,946
Changes in the value of split-interest agreements	43,188	14,626
Total revenues and gains	5,008,600	4,140,760
Net assets released from restrictions	(3,440,783)	(3,613,499)
Increase in net assets with donor restrictions	1,567,817	527,261
Increase in net assets	6,528,580	530,369
Net assets		
Beginning of year	33,134,768	32,604,399
End of year	\$ 39,663,348	\$ 33,134,768

# UAB Educational Foundation Consolidated Statements of Cash Flows Years ended September 30, 2024 and September 30, 2023

	September 30, 2024			September 30, 2023		
Cash flows from operating activities						
Cash received from donors	\$	4,824,246	\$	4,149,629		
Cash received from tenants		2,549,355		2,712,224		
Cash received from other service recipients		20,244,669		20,061,932		
Cash paid for grants and other university support		(3,743,024)		(4,398,164)		
Cash paid to suppliers and employees		(14,276,871)		(14,525,252)		
Cash paid for income tax		(167,577)		(259,125)		
Cash paid for interest		(1,820,686)		(1,802,964)		
Interest and dividends received		392,334		365,462		
Net cash provided by operating activities		8,002,446		6,303,742		
Cash flows from investing activities						
Purchases of investments		(332,065)		(201,250)		
Proceeds from the sale of investments		67,690		4,574		
Proceeds from repayment of other note receivable		6,000		6,000		
Proceeds from sale of fixed assets		_		209,512		
Capital expenditures		(2,925,169)		(1,630,352)		
Net cash used in investing activities		(3,183,544)		(1,611,516)		
Cash flows from financing activities						
Principal payments on debt		(1,513,317)		(1,437,112)		
Principal payments on finance lease obligations		(26,557)		(26,268)		
Net cash used in financing activities		(1,539,874)		(1,463,380)		
Net increase in cash, cash equivalents and restricted cash		3,279,028		3,228,846		
Cash, cash equivalents and restricted cash						
Beginning of year		11,351,006		8,122,160		
End of year	\$	14,630,034	<u>\$</u>	11,351,006		
Cash and cash equivalents		12,383,733		9,104,705		
Restricted cash		2,246,301		2,246,301		
Total cash, cash equivalents and restricted cash	\$	14,630,034	\$	11,351,006		

### 1. Organization and Summary of Significant Accounting Policies

# Organization

The UAB Educational Foundation (the "Foundation") was organized primarily to benefit the University of Alabama at Birmingham ("UAB"). The Foundation provides funds and certain facilities to UAB for its educational and scientific functions. UAB is one of three campuses of The University of Alabama System (the "System"). UAB is governed by the Board of Trustees of the University of Alabama, a body corporate under Alabama law. The Foundation is a legal entity formed separate from UAB and operates under an affiliation agreement with the System.

The affairs of the Foundation are managed by its Board of Directors. The number of directors comprising the Board of Directors shall not be less than thirteen (13) nor more than twenty (20) directors. In the event of dissolution of the Foundation, the board of directors, after satisfying all claims against the Foundation, is to transfer any remaining assets to UAB.

The Foundation has an agreement with UAB whereby it will make annual expenditures of not less than \$50,000 for the benefit of UAB. This requirement has been met each previous year, including the years ended September 30, 2024 and September 30, 2023.

#### **Principles of Consolidation and Basis of Presentation**

The accompanying consolidated financial statements include the accounts of the Foundation and its wholly owned subsidiaries, Medical Towers, Inc., Campus Hospitality Services, LLC and UAB Diabetes Trust Foundation after elimination of intercompany balances and transactions, and have been prepared on the accrual basis of accounting. The Foundation presents a consolidated statement of cash flows and displays its activities and net assets in two classes based on the existence or absence of donor-imposed restrictions, as follows:

#### **Net Assets Without Donor Restrictions**

Net assets without donor restrictions generally result from revenues derived from providing services and receiving contributions without donor-imposed restrictions, less expenses incurred in providing services, raising contributions, and performing administrative functions.

#### **Net Assets With Donor Restrictions**

Net assets with donor restrictions generally result from contributions and other inflows of assets whose use by the Foundation is limited by donor-imposed stipulations that either expire by passage of time or can be fulfilled and removed by actions of the Foundation pursuant to those stipulations. These amounts are reclassified to net assets without donor restrictions when such restrictions are met or have expired.

Other net assets are restricted by donor-imposed stipulations that the assets be held in perpetuity. Income from these assets can be included in either of these net asset classifications depending on donor restrictions.

Unrealized and realized gains and losses and dividends and interest from investing in income-producing assets may be included in either of these net asset classifications depending on donor restrictions.

#### Cash, Cash Equivalents and Restricted Cash

The Foundation considers cash on hand and all highly liquid financial instruments purchased with an original maturity of three months or less to be cash and cash equivalents. Restricted cash is comprised of cash accounts held in reserve for debt service as required under the terms of the Foundation's credit agreement.

### **Contribution Revenue**

Contributions received, including unconditional promises to give, are recognized as revenues at their fair values in the period received. For financial reporting purposes, the Foundation distinguishes between contributions of assets with and without donor restrictions. Contributions for which donors have not stipulated restrictions are reported as donation revenue without donor restrictions. Contributions for which donors have imposed restrictions that limit the use of the donated assets are reported as donation revenue with donor restrictions if the restrictions are not met in the same reporting period that the gift is reported. When such donor-imposed restrictions are met in subsequent

reporting periods, donor-restricted net assets are reclassified to net assets without donor restrictions and reported as net assets released from restrictions when the purpose or time restrictions are met. Contributions of assets which donors have stipulated must be maintained in perpetuity, with only the income earned thereon available for use, are also classified as assets with donor restrictions.

Unconditional promises to give with payments due in future periods are reported as donor- restricted support and are reported at their estimated fair value at the date of gift in the accompanying consolidated statement of financial position. Gifts of land, buildings, and equipment are reported as support without donor restrictions unless explicit donor stipulations specify how the donated assets must be used. Gifts of long-lived assets with explicit restrictions that specify how the assets are to be used and gifts of cash or other assets that must be used to acquire long-lived assets are reported as donor-restricted support. Absent explicit donor stipulation, the Foundation reports expirations of donor restrictions when the donated or acquired long-lived assets are placed in service.

#### **Contributed Nonfinancial Assets**

In fiscal year 2024, the Foundation recognized contributed nonfinancial assets of \$1,504,898 within donation revenue, consisting of a stock gift, a sculpture, and an art collection. Unless otherwise noted, the contributed nonfinancial assets did not have donor-imposed restrictions.

The stock gift was contributed to the Foundation in August 2024. It is the Foundation's policy to monetize stock gifts immediately upon receipt and use cash proceeds to support the University's academic and research mission. Consistent with policy, we initiated the liquidation of the stock in order to disburse the funds per the donor's wishes, which will occur in FY25. The fair value at September 30, 2024 was \$1.5M.

The sculpture was contributed in October 2023 and the art donation was contributed in July 2024. The fair value was \$200,000 and \$5,000, respectively. Both items will be used for general and administrative activities, until such time the Foundation decides to sell the property. In valuing the contributed sculpture and art donation, appraisals were provided to substantiate the estimated fair values.

### Investments

The University of Alabama System Short Term Liquidity Pool and Capital Reserve Pool ("LCRP"), and Pooled Endowment Fund ("PEF") (collectively the "UAS Funds"), are investment pools sponsored by the University of Alabama System and hold certain investment assets for the beneficial interest of the Foundation. Since the Foundation is organized for the primary benefit of UAB (which is a campus of the System), these organizations are financially interrelated. Accordingly, the Foundation recognizes its interest in the net assets of the UAS Funds and adjusts that interest for its proportionate share of the changes in the net assets of the UAS Funds. Changes due to gifts and investment income are recognized as a component of Revenues, gains, other support, and reclassifications in the accompanying consolidated statements of activities and changes in net assets. The UAS Funds invest in various investment securities, including both marketable and nonmarketable securities. The UAS Funds value all investments with readily determinable market values at fair value. The UAS Funds value certain investments that do not have readily determinable fair values and that meet certain other criteria at Net Asset Value as a practical expedient for fair value. Real estate held by the UAS Funds is carried at fair value as determined by third-party appraisals or other valuation techniques.

Investments held by the Foundation in debt securities, equity securities and mutual funds with readily determinable market values are reported at their fair values based on published market prices.

Investments received by gift are stated at fair value at date of receipt. Changes in fair values are reported as unrealized gains or losses in the consolidated statement of activities and changes in net assets. All interest income and realized gains and losses are reported in the consolidated statements of activities and changes in net assets and are presented net of any investment-related expenses.

### **Investment in Limited Liability Company**

The Foundation accounts for its investment in Triton Health Systems, L.L.C., under the equity method of accounting (see Note 5).

In 2016, the Foundation entered into a 50% ownership joint venture with INTO USA, LP, a company specializing in international student recruiting. The joint venture, INTO UAB, L.L.C., will administer English Language Courses and a "Pathway Program" for international students that provide English language and academic courses designed to transition the students into the general student population. The joint venture collects tuition revenue and reimburses UAB and INTO USA for all related costs. For UAB this includes costs associated with instruction and facilities, and for INTO USA this includes recruiting expenses, administrative charges, and a management fee.

The initial capital contribution from the Foundation to INTO UAB, L.L.C. was \$50,000. Subsequent transfers to the joint venture were made through member loans in the form of promissory notes totaling \$4,000,000.

The Foundation accounts for its investment in INTO UAB L.L.C., under the equity method of accounting.

### **Other Notes Receivable**

The Foundation received several private donations to aid the victims of the April 27, 2011 tornadoes in Alabama. A portion of these funds were restricted to aiding victims in the form of loans and the remaining amount for grants. During 2012, the Foundation loaned \$150,000 to Greater Birmingham Habitat for Humanity for a term of 25 years, payable in semiannual installments of \$3,000. This loan is noninterest bearing. The balance of this note receivable as of September 30, 2024 and September 30, 2023 was \$78,000 and \$84,000, respectively.

#### Note Receivable from Affiliate

In conjunction with the establishment of the INTO UAB, L.L.C. ("LLC") joint venture, the Foundation issued a promissory note to provide member loans to the LLC in an amount not to exceed \$4 million, bearing an interest rate of 2%. Principal and interest payments will be made until paid in full before any profit distributions are made to the LLC members. The balance of the note receivable, all of which was still outstanding, was \$4 million as of both September 30, 2024 and September 30, 2023. The Foundation has evaluated the note receivable and concluded the entire note balance of \$4 million is not fully collectable. As such, the Foundation's management has established an allowance for credit losses based on an annual review of the INTO UAB L.L.C. audited financial statements. At September 30, 2021, the Foundation's management established an allowance of \$1.3 million. The reserve was unchanged as of September 30, 2024. Accrued interest receivable related to this note was \$585,896 and \$505,677 as of September 30, 2024 and September 30, 2023, respectively, and is included in other assets within the accompanying consolidated statements of financial position.

### **Property and Equipment**

Property and equipment of the Foundation is recorded at cost at the date of acquisition or, in the case of donated property, at fair value at the date of donation. Depreciation of buildings, leasehold improvements, and equipment is provided on a straight–line basis over the estimated useful lives of the assets, ranging from 5 to 39 years. Depreciation expense for the years ended September 30, 2024 and September 30, 2023 was \$4,527,482 and \$5,865,284, respectively.

At the time management of the Foundation decides to sell property and all requisite criteria are met, the asset is classified as property held for sale and reflected at the lower of cost or estimated net realizable value; any loss is recognized in the consolidated statement of activities and changes in net assets. Gains, if any, are recognized in the consolidated statement of activities and changes in net assets upon final disposition of the asset.

### **Gift Annuities**

The Foundation enters into agreements in which donors contribute to UAB via the Foundation in the form of charitable gift annuities. Under these agreements, the Foundation acts as a trustee and has the duty to hold and manage the assets for the benefit of UAB. An annuity is to be paid to the donor or their designee for a specified period of time. The assets received for an annuity are recorded by the Foundation at fair value at the date of the gift. The liabilities to the annuitants are recorded at the present value of expected future annuity payments. These

liabilities are calculated using assumptions from the 2012 IAR mortality table. The difference between the asset and liability value is recorded as contribution revenue in the year the asset is received.

Interest income and realized and unrealized gains and losses on the underlying assets are recognized as changes in net assets with donor restrictions in the period earned. Payments made to annuitants reduce the liability. Upon termination of the agreements, the remaining investments are to be transferred to UAB as the ultimate beneficiary.

The following is a summary of these assets and related liabilities as of September 30, 2024 and September 30, 2023:

	2024	2023
Charitable Gift Annuities		
Total assets	\$ 435,893	\$ 304,598
Total liabilities	341,704	278,892

#### **Income Taxes**

The Foundation is exempt from federal income tax under Section 501(c)(3) and is an organization described in Section 170(c)(2) of the United States Internal Revenue Code. However, certain of the Foundation's activities are considered by the Internal Revenue Service to provide unrelated business income and, accordingly, these activities are subject to federal income tax. In addition, Medical Towers, Inc. and Campus Hospitality Services, LLC are not exempt from income taxes and file separate tax returns. The Foundation's income tax expense totaled \$46,551 and \$141,580 for the years ended September 30, 2024 and September 30, 2023, respectively.

The Foundation accounts for income taxes under the asset and liability method, which requires the recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements. Under this method, deferred tax assets and liabilities are determined on the basis of the differences between the financial statement and tax bases of assets and liabilities by using enacted tax rates in effect for the year in which the differences are expected to reverse. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in income in the period that includes the enactment date. The deferred tax assets are reported in "Other assets" on the consolidated statements of financial position.

The following is a summary of these deferred tax assets as of September 30, 2024 and September 30, 2023:

	2024	2023
Campus Hospitality Services, LLC		
Deferred tax asset	\$ 5,618,522	\$ 5,472,000
Valuation allowance	(5,618,522)	(5,472,000)
Medical Towers, Inc.		
Deferred tax asset	218,687	97,662
Net deferred tax asset	\$ 218,687	\$ 97,662

# **Allocation of Expenses**

The table below presents expenses by both their nature and their function for the years ended September 30, 2024 and September 30, 2023:

Sep	tember	30, 2	2024

				,		
		Program Activities	Management and General	Rental and Other Property	То	tal Expenses
Contribution in support of UAB						
General University	\$	2,040,723	\$ _	\$ _	\$	2,040,723
Hospital/UABME		481,790	_	_		481,790
Academic/Scholarship		989,337	_	_		989,337
Fundraising/Development		340,591	_	_		340,591
Property contributed		969,026	_	_		969,026
Salaries, wages and benefits		_	320,596	4,153,934		4,474,530
Depreciation		_	_	4,527,482		4,527,482
Other operating expenses		_	_	1,939,390		1,939,390
Repairs and maintenance		_	_	1,208,835		1,208,835
Utilities		_	_	1,442,406		1,442,406
Interest expense		_	_	1,863,636		1,863,636
Marketing		_	_	1,000,211		1,000,211
Reserve for uncollectible Note receivable		_	_	_		_
Other administration and general		_	43,769	594,386		638,155
Professional and management fees		_	50,894	560,166		611,060
Income and other taxes		_	_	501,173		501,173
Security		_	_	297,562		297,562
Franchise fees		_	_	712,070		712,070
Bank and credit card fees		_	11,286	461,429		472,715
Cost of sales		_	_	843,113		843,113
Insurance				325,154		325,154
Total expenses	\$	4,821,467	\$ 426,545	\$ 20,430,947	\$	25,678,959

	September 30, 2023				
		Program Activities	Management and General	Rental and Other Property	Total Expenses
Contribution in support of UAB					
General University	\$	2,540,422	\$	\$	\$ 2,540,422
Hospital/UABME		411,774	_	_	411,774
Academic/Scholarship		1,258,711	_	_	1,258,711
Fundraising/Development		260,746	_	_	260,746
Property contributed		846,644	_	_	846,644
Salaries, wages and benefits		_	301,565	3,866,685	4,168,250
Depreciation		_	_	5,865,284	5,865,284
Other operating expenses		_	_	2,188,661	2,188,661
Repairs and maintenance		_	_	1,026,297	1,026,297
Utilities		_	_	1,388,089	1,388,089
Interest expense		_	_	1,793,446	1,793,446
Marketing		_	_	996,964	996,964
Reserve for uncollectible Note receivable		_	_	_	_
Other administration and general		_	109,832	634,648	744,480
Professional and management fees		_	150,384	515,248	665,632
Income and other taxes		_	_	597,302	597,302
Security		_	_	313,951	313,951
Franchise fees		_	_	698,047	698,047
Bank and credit card fees		_	10,010	417,154	427,164
Cost of sales		_	_	859,397	859,397
Insurance				420,767	420,767
Total expenses	\$	5,318,297	\$ 571,791	\$ 21,581,940	\$ 27,472,028

The financial statements report certain categories of expenses that are attributable to more than one program or supporting function. Therefore, these expenses require allocation on a reasonable basis that is consistently applied. The expenses that are allocated include salaries and benefits, professional fees and technology fees which are all allocated on the basis of estimates of time, effort, and usage.

### **Risks and Uncertainties**

Marketable securities and other investments are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the value of investment securities will occur in the near term and that such change could materially affect the Foundation's net assets.

#### **Concentration of Credit Risk**

The UAB Medicine Enterprise (UABME), a related party, has agreed to allocate funds annually to the Foundation and various restricted funds held by the Foundation. These allocations are determined annually and paid monthly to the Foundation. They are recorded in the statement of activities and changes in net assets as donation revenue. Contribution revenue from the UABME with donor restrictions totaled \$1,546,318, or 5% of total revenue, and \$1,440,000, or 5% of total revenue, for the years ended September 30, 2024 and September 30, 2023, respectively. Contribution revenue from the UABME without donor restrictions totaled \$1,225,682, or 4% of total revenue, and \$1,332,000, or 5% of total revenue, for the years ended September 30, 2024 and September 30, 2023, respectively.

#### **Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### **Subsequent Events**

Subsequent events have been evaluated through January 21st, 2025, which represents the date that these financial statements were available to be issued.

### 2. Financial Assets

The following reflects the Foundation's financial assets as of September 30, 2024 and September 30, 2023, reduced by amounts not available for general use because of contractual or donor-imposed restrictions within one year of the balance sheet date. Additionally, the amount of liquidity available for general expenditures has been reduced by any board-designated net assets.

	 2024	 2023
Cash, cash equivalents and restricted cash	\$ 14,630,034	\$ 11,351,006
Investments	14,865,134	11,320,539
Total financial assets, at year end	29,495,168	22,671,545
Less those unavailable for general expenditures within one year, due to contractual or donor-imposed restrictions:		
Restricted by donor with purpose restrictions	(4,568,544)	(2,890,514)
Restricted by lender to meet debt-service requirements	 (2,246,301)	(2,246,301)
Financial assets available to meet cash needs for general expenditures within one year	\$ 22,680,323	\$ 17,534,730

The Foundation is substantially supported by restricted contributions, and these restrictions require resources to be used in a particular manner. The most common restriction on the use of these contributions is that the expenditures be for the benefit of and at the direction of a certain UAB school or department. Because of the uncertainty regarding the timing of expenditures for these restricted funds, the Foundation generally invests 70% of the financial assets of a given restricted fund into cash and short-term investments and 30% into equity investments, with rebalancing occurring on a quarterly basis.

The Foundation also rebalances its unrestricted financial assets on a quarterly basis, and after reserving cash for specific large outlays expected in the next 90 days, invests 25% of the unreserved balance into cash and short-term investments and 75% into equity investments. Substantially all investments are made with the University of Alabama System funds and can be accessed for liquidity needs with minimal notice.

### 3. Investments

The following is a summary of investments held by the Foundation as of September 30, 2024 and September 30, 2023:

	2024				2023			
	An	Cost or nortized Cost	Re	eported Value	Aı	Cost or nortized Cost	Re	eported Value
University of Alabama System Funds								
Liquidity and Capital Reserve Pool	\$	10,447,633	\$	12,196,176	\$	10,225,702	\$	10,341,930
The UAB School of Business Green and Gold Fund		544,744		749,354		552,884		674,011
Charitable Gift Annuity Fund Investment		390,814		435,893		312,619		304,598
Separately Held- Stock Gift		1,304,032		1,483,711		_		_
Total investments	\$	12,687,223	\$	14,865,134	\$	11,091,205	\$	11,320,539

The Foundation invests substantially all of its funds in the Liquidity and Capital Reserve Pool ("LCRP"). The target asset allocation of the LCRP is approximately 45% equities, 35% fixed income, 10% real assets, and 10% diversifying strategies. Additionally, all net investment income from the LCRP is automatically reinvested.

### 4. Fair Value Hierarchy

United States generally accepted accounting principles require the entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value of financial assets and liabilities. The guidance establishes a framework for measuring fair value. That framework provides a fair value hierarchy 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 lowest 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 entity 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; 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 following table sets forth, by level, within the fair value hierarchy, the Foundation's assets at fair value as of September 30, 2024 and September 30, 2023:

Total \$

	September 30, 2024							
		Level 1		Level 2	Level 3			Total
Investment in the UAB School of Business Green and Gold Fund								
Cash, money funds, and FDIC deposits	\$	34,994	\$	<u> </u>	\$	_	\$	34,994
Fixed income		250,436		_		_		250,436
Equities		383,341		_		_		383,341
Mutual funds		8,870		_		_		8,870
Exchange-traded products		71,713		_		_		71,713
Charitable Gift Annuity Fund Investment								
Cash, money funds, and FDIC deposits		20,771		_		_		20,771
Fixed income		237,857		_		_		237,857
Mutual funds		74,667		_		_		74,667
Exchange-traded products		102,598		_		_		102,598
Separately Held- Stock Gift								
Equities		1,483,711		_		_		1,483,711

2,668,958

2,668,958

	September 30, 2023						
		Level 1		Level 2	Level 3		Total
Investment in the UAB School of Business Green and Gold Fund							
Cash, money funds, and FDIC deposits	\$	125,531	\$	_	\$	\$	125,531
Fixed income		80,638		_	_		80,638
Equities		259,049		_	_		259,049
Mutual funds		24,456		_	_		24,456
Exchange-traded products		184,336		_	_		184,336
Charitable Gift Annuity Fund Investment							
Cash, money funds, and FDIC deposits		15,721		_	<del>_</del>		15,721
Fixed income		162,619		_	_		162,619
Mutual funds		48,945		_	_		48,945
Exchange-traded products		77,314		<u> </u>	_		77,314
Total	\$	978,609	\$		\$ -	\$	978,609

An 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.

For assets measured at fair value, they are valued at quoted market prices for securities traded on an active exchange.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Foundation 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.

## 5. Investment in Limited Liability Company

During fiscal 1997, the Foundation purchased a 1% share of all outstanding membership units of Triton Health Systems, L.L.C. ("Triton"), for \$800 from UAB. UAB and the Foundation are the sole members of Triton. Triton was formed in 1995 to advance the educational and research mission of UAB and to educate and train physicians and other healthcare professionals. The Foundation's reported equity position as of September 30, 2024 and September 30, 2023 was \$3,029,189 and \$2,874,295, respectively. Earnings on the investment were \$332,745 and \$260,207 and are included in changes in net assets without donor restrictions under realized and unrealized investment gain (loss), within the accompanying consolidated statements of activities and changes in net assets for the years ended September 30, 2024 and September 30, 2023, respectively.

#### 6. The UAB Diabetes Trust Foundation

On October 6, 2006, the UAB Diabetes Trust Foundation ("UABDTF") was established as a successor organization (in interest and purpose) to the now dissolved Diabetes Trust Foundation ("DTF"). The mission of the UABDTF is to support research and other charitable activities at the UAB Comprehensive Diabetes Center. A substantial portion of the DTF assets were transferred directly to UAB upon dissolution of the organization. The UABDTF, however, received all life insurance policies held by the DTF, a designated balanced pool endowment held by the San Diego Foundation, both an irrevocable and revocable charitable remainder trust, and a small amount of cash to fund operations of the new entity. All directors of the UABDTF must be directors of the UAB Educational Foundation.

#### 7. Fixed Assets

Property and equipment were as follows as of September 30, 2024 and September 30, 2023:

	 2024	2023
Land	\$ 7,259,011	\$ 8,225,437
Building and leasehold improvements	37,502,948	38,389,387
Equipment	44,992,420	42,037,801
	89,754,379	88,652,625
Less: Accumulated depreciation	(51,755,757)	(48,112,113)
Total property and equipment, net	\$ 37,998,622	\$ 40,540,512

## 8. Description of Leasing Arrangements

The Foundation is both a lessor and lessee. A large segment of lessor activity is reflected in Medical Towers revenue and expenses. Several smaller properties are directly owned by the Educational Foundation and this lease activity is reflected in "Other Properties" in the statements. See description of "Other Properties" in footnote 10. Lessee arrangements relate to equipment used by UAB Hilton.

## Lessor

The Foundation's leasing operations consist principally of the leasing of various types of office buildings and other real property. The Foundation leases substantially all of its property to UAB and others as operating leases. Initial Lease terms offered by the Foundation are typically 5 or 10 years and may include early termination and renewal options. Leases may be terminated with 30, 60, or 90-day notice. In addition, leases typically include renewal options for an additional 1, 3, or 5 years. No agreements include a provision to purchase the underlying lease asset.

The assets being leased under operating leases are recorded at cost and depreciated on a straight-line method over the asset's useful life. Current lease arrangements do not include guaranteed residual values; however, an analysis is performed at lease inception to determine if there are guaranteed residual values. Assets associated with operating leases are reported in "Fixed Assets, net" on the consolidated statements of financial position. The following

schedule provides an analysis of the Foundation's investment in property held for lease by major class as of September 30, 2024 and 2023:

	20	)24	2023
Land		7,259,011	8,225,437
Building and leasehold improvements	2	5,207,331	25,840,143
	32	2,466,342	34,065,580
Less: Accumulated depreciation	(16	5,323,028)	(16,178,540)
	\$ 10	6,143,314	\$ 17,887,040

Lease revenue from operating leases are recorded as income on a straight-line basis over the lease terms. Lease income of \$2,550,209 and \$2,712,224 for the years ended September 30, 2024, and September 30, 2023 are included in revenue from operations for Medical Towers and Other rental properties. Lease payments for operating leases are scheduled as follows:

Due in:	Scheduled Payments
2025	2,132,180
2026	982,768
2027	867,074
2028	692,884
2029	458,069
Thereafter	580,351
	\$ 5,713,326

#### Lessee

The Foundation recognizes on the statement of net position a lease liability and a right of use asset for leases with a term greater than one year for both operating and finance leases. The amounts of the lease liability and right of use assets are determined at lease commencement and are based on the present value of the lease payments over the lease term. The lease payments are discounted using the risk free rate since the rate implicit in the lease is not readily determinable. Leases with contractual periods greater than one year and that do not meet the finance lease criteria are classified as operating leases. The lessee arrangements are related to minor equipment and a land lease at the UAB Hilton Hotel. The cumulative-effect of these lease arrangements at adoption of ASC 842 did not have a material impact on the Foundation's financial statements.

For the years ended September 30, 2024 and September 30, 2023, the Foundation had operating lease right of use assets of \$475,389 and \$522,139 and lease liabilities of \$475,389 and \$522,139. Right of use assets are included in Other Assets on the statement of financial position. Operating lease expense of \$46,749 and \$48,278 are reflected in Hilton UAB operation expenses for the years ended September 30, 2024 and September 30, 2023, respectively. Finance lease right of use assets were \$26,178 and \$52,356 and lease liabilities were \$26,457 and \$52,726, respectively for the periods ended September 30, 2024 and September 30, 2023. The Foundation had a lease expense for finance leases of \$26,453 and \$26,637 for the years ended September 30, 2024 and September 30, 2024, respectively, and is reflected in amortization and interest expense.

### 9. Major Properties

The Foundation, either directly or through one of its subsidiaries, owns several properties that comprise substantially all of its rental activity and fixed assets. These properties are the 4th Avenue Parking Deck, Medical Towers, and the Hilton UAB Hotel. Hotel and leasing revenues from the operation of 4th Avenue Parking Deck, Medical Towers, Hilton UAB Hotel, and other rental properties are recognized monthly on a straight-line basis over the life of the lease or daily as services are rendered.

In September 2016, the Foundation entered into an agreement to acquire the DoubleTree Birmingham Hotel located at 808 20th Street South on the UAB campus for total consideration of \$6.7 million. Subsequently, a single-member LLC was established named Campus Hospitality Services, L.L.C. ("CHS") for the purpose of owning and operating the hotel. The Foundation entered into a financing agreement (Note 11) in order to finance both the initial purchase and the property improvement plan required to upgrade the hotel to a Hilton. The hotel was acquired on November 1, 2016 and renovations were completed in 2019. Upon completion of the renovations the hotel was rebranded and renamed Hilton Birmingham at UAB.

The results of operations of these major properties for the years ended September 30, 2024 and September 30, 2023, which are included in the accompanying statements of activities and changes in net assets, are summarized as follows:

	September 30, 2024						
	H	Hilton UAB		4th Avenue arking Deck		Medical Towers	
Rental property operating revenue	\$	14,996,496	\$	4,830,737	\$	1,779,310	
Rental property expenses							
Salaries, wages, and benefits	\$	3,779,983	\$	436,951	\$	103,000	
Other operating expenses		3,198,879		208,990		27,889	
Depreciation		2,506,443		992,714		673,126	
Other administration and general expenses		1,570,279		19,370		4,948	
Interest expense		1,485,000		378,635		125,786	
Utilities		904,015		189,509		342,065	
Repairs and maintenance		467,106		221,758		438,072	
Income and other taxes		468,677		300		(20,322)	
Professional and management fees		478,121		53,478		28,567	
Security				232,897		64,665	
Cost of sales		843,113		_			
Total expenses		15,701,616		2,734,602		1,787,796	
Excess (deficit) of revenues over expenses	\$	(705,120)	\$	2,096,135	\$	(8,486)	

September	30	2023	
September	JV.	2023	

	Hilton UAB		Ith Avenue arking Deck	Medical Towers
Rental property operating revenue	\$	15,021,118	\$ 4,141,897	\$ 1,821,440
Rental property expenses				
Salaries, wages, and benefits	\$	3,472,465	\$ 457,220	\$ 103,000
Other operating expenses		3,297,654	325,842	91,249
Depreciation		3,928,224	904,909	669,734
Other administration and general expenses		1,592,139	30,830	8,644
Interest expense		1,526,318	267,128	126,105
Utilities		962,328	169,633	249,514
Repairs and maintenance		419,565	275,732	375,857
Income and other taxes		460,780	300	86,608
Professional and management fees		472,769	31,404	19,404
Security			255,086	58,866
Cost of sales		859,397	 	
Total expenses		16,991,639	2,718,084	1,788,981
Excess (deficit) of revenues over expenses	\$	(1,970,521)	\$ 1,423,813	\$ 32,459

## 10. Other Properties

Rental income and expense from the operation of other properties includes activity related to various smaller properties including the Burleson Building, Pita Stop Building, 506 10th Street Warehouse, the Davita Clinic and the 508 8th Street Warehouse, as well as rental income from a master ground lease for retail space in the Fourth Avenue Parking Deck.

### 11. Debt

Debt consists of the following as of September 30, 2024 and September 30, 2023:

	2024	2023
2014 Revenue Bond, the UAB Educational Foundation Project, due serially through 2032	\$ 8,768,600	\$ 9,523,600
Regions Commercial Equipment Finance - Hotel Project, due serially through 2026	 25,884,093	26,642,410
Total long term debt	34,652,693	36,166,010
Less: Amounts due in less than one year	 (1,596,922)	 (1,513,317)
Long-term debt, net of current amounts	\$ 33,055,771	\$ 34,652,693

### 2014 Revenue Bond

On February 1, 2014, the Foundation refinanced the bonds issued in 2002 (and previously refinanced in 2009) by the City of Birmingham Downtown Redevelopment Authority (the "Authority") which financed the construction of the 4th Avenue Parking Deck (the "2014 bond"). The 2014 Bond was issued to Regions Capital Advantage as the sole bondholder.

As additional security for the payment of the Bonds, the Foundation entered into a Bond Guaranty Agreement (the "Guaranty") with Regions Bank dated February 1, 2014, whereby the Foundation guaranteed payment when due of debt service on the 2014 Bond and the purchase price of the bonds tendered for purchase under the trust indenture. The rate on the bonds was fixed at 2.77%. Accrued interest related to the bonds was \$133,867 and \$87,935 as of September 30, 2024 and September 30, 2023, respectively. The 2014 Bond matures serially through December 1, 2032, in annual installments ranging from \$410,000 to \$1,178,600.

On September 21, 2023, the Foundation executed an interest rate forward agreement related to the 2014 Revenue Bond on the 4th Avenue Parking Deck. This agreement allowed the Foundation and Regions Capital Advantage to execute and deliver a second interest rate certificate, thereby establishing the second interest rate period. The Guaranty on the 2014 Bond contained a "put" option which allowed Regions Capital Advantage to tender the 2014 Bond for purchase on December 1, 2023, effectively giving the Guaranty a term just under 10 years. Under the second interest rate certificate, the term of the second interest rate period commenced on December 1, 2023 and will continue until December 1, 2032 with a Tax-Exempt Rate in effect of 4.58% per annum.

In conjunction with the issuance of the 2014 Bond, the Foundation entered into a finance lease agreement with the Authority dated February 1, 2014 pursuant to which the Foundation will lease certain real property and facilities from the Authority. The real property and facilities were acquired by the Authority pursuant to the provisions of the lease agreement. Rental payments due under the lease agreement are to be sufficient to pay the principal and interest on the Bonds when due. The Bond is a limited obligation of the Authority payable solely from amounts payable by the Foundation pursuant to the lease agreement with respect to debt service on the Bonds and any other revenues, rentals and receipts derived by the Authority from the leasing or sale of the Fourth Avenue Parking Deck. The Foundation will gain title to the facilities and equipment from the Authority when the project lease expires. The 2014 Bond is collateralized by the assignment of the Authority's interest in the lease agreement, a pledge by the Authority of the revenues received under the lease.

### Regions Commercial Equipment Finance Loans

On November 1, 2016, Regions Commercial Equipment Finance Loans ("Regions") issued two taxable bank loans totaling \$26 million (\$13 million each) to Campus Hospitality Services ("CHS") for the purpose of acquiring and renovating the Doubletree Hotel (the "CHS notes"). The first promissory note (Note A) for \$13 million was funded at closing and bears a fixed interest rate of 4.93%. The second \$13 million note (Note B) was funded on March 13, 2018 and bears a fixed interest rate of 6.11%. The loans are amortized based on a 25-year term and have a 10 year maturity. The notes are secured by a mortgage on the property.

As additional security for payment of the CHS notes, the Foundation entered into a guaranty agreement. Under this agreement, the Foundation gave an unconditional guaranty for all obligations to Regions (including the bonds for the 4th Avenue Parking Deck), including the cross-collateralization of these obligations. Furthermore, the Foundation is required to maintain a global debt-service coverage ratio of 1.25, a requirement that was met in both the years ended September 30, 2024 and September 30, 2023.

On August 29, 2018, Regions issued an additional taxable bank loan totaling \$4 million to CHS to fund additional improvements related to the Doubletree Hotel renovation project. The note bears a fixed interest rate of 6.48%. The loans are amortized based on a 25-year term and have a 10 year maturity, with principal payments due beginning on September 1, 2019. All other terms from the original debt issued in 2016 remain in effect.

The aggregate contractual maturities of debt for the next five years and thereafter are as follows:

	Parking Deck onds Principal	Hotel Project Loan Payable Principal	Total
2025	\$ 795,000	\$ 801,922	\$ 1,596,922
2026	830,000	848,068	1,678,068
2027	875,000	20,924,231	21,799,231
2028	920,000	114,127	1,034,127
2029	965,000	3,195,745	4,160,745
Thereafter	4,383,600	<u> </u>	4,383,600
	\$ 8,768,600	\$ 25,884,093	\$ 34,652,693

#### 12. Net Assets with Donor Restrictions

### **University Funds**

These net assets are provided by proceeds from vending machines and contributions received from the UABME, and any interest income earned on these funds. These net assets are to be used for the benefit of administrative departments at UAB.

### **Hospital Funds**

These net assets are provided by proceeds from vending machines and any interest earned on such funds. These net assets are to be used for the benefit of University of Alabama Hospital and UABME.

#### **Academic Funds**

These net assets are provided by a combination of private contributions and contributions received from the UABME and any interest income earned on these funds. These net assets are to be used for the benefit of academic units, including the UAB School of Medicine.

# **Development Funds**

These net assets are provided by a combination of private contributions and contributions received from the UABME and any interest income earned on these funds. These net assets are to be used to support the university's development and fundraising activities, including the charitable gift annuity program.

Total net assets consisted of the following as of September 30, 2024 and September 30, 2023:

# **September 30, 2024**

	Without Donor Restrictions		With Donor Restrictions	Total		
Without donor restrictions						
Unappropriated	\$	34,761,040	\$	_	\$	34,761,040
With donor restrictions						
University funds		_		1,689,726		1,689,726
Hospital funds		_		603,776		603,776
Academic funds		_		2,354,539		2,354,539
Development funds		<u> </u>		254,267		254,267
Total net assets	\$	34,761,040	\$	4,902,308	\$	39,663,348

# **September 30, 2023**

		Vithout Donor Restrictions		With Donor Restrictions		Total	
Without donor restrictions							
Unappropriated	\$	29,800,277	\$	_	\$	29,800,277	
With donor restrictions							
University funds		_		749,023		749,023	
Hospital funds		_		391,278		391,278	
Academic funds		_		1,957,174		1,957,174	
Development funds		_		237,017		237,017	
Total net assets	\$	29,800,277	\$	3,334,492	\$	33,134,769	

# UAB Educational Foundation The Board of Directors (Unaudited) As of September 30, 2024

### Name

Dr. Ray L. Watts

Dr. Brian Burnett

Dr. Janet Woodruff-Borden

Ms. Susan Jennings

Mr. Ken Simon

Mr. Al Vance

Ms. Kate Cotton

Dr. Dana Keith

Ms. Odessa Woolfolk

Mr. James W. Smith

Ms. Nancy Fouad-Carey

Mr. Lucas Gambino

Mr. Bolaji Kukoyi