

**Financial Statements** 

June 30, 2025 and 2024

(With Independent Auditors' Report Thereon)

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KPMG LLP One Financial Plaza, Suite 2300 Providence, RI 02903

#### Independent Auditors' Report

The Board of Trustees

Marine Biological Laboratory:

### Opinion

We have audited the financial statements of Marine Biological Laboratory (the Laboratory), which comprise the statements of financial position as of June 30, 2025 and 2024, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Laboratory as of June 30, 2025 and 2024, and the changes in its net assets and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

### Basis for Opinion

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

### Responsibilities of Management for the Financial Statements

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

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

### Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 financial statements.



In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the 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 Laboratory'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 financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that
  raise substantial doubt about the Laboratory'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.

KPMG LLP

Providence, Rhode Island November 26, 2025

### Statements of Financial Position

June 30, 2025 and 2024

Assets	_	2025	2024
Cash and cash equivalents	\$	4,754,907	4,537,321
Accounts receivable, net of allowance for credit losses			
of \$35,000 at June 30, 2025 and 2024		1,492,484	1,354,863
Property held for sale		_	977,219
Receivables due for costs incurred on grants and contracts		6,391,779	5,274,200
Prepaid expenses		604,308	797,935
Contributions receivable, net		3,306,927	2,281,530
Investments, at fair value		117,003,631	116,568,887
Charitable remainder trusts		390,000	390,000
Plant assets, net		107,270,961	108,245,808
Other assets	_	5,317,343	4,621,326
Total assets	\$_	246,532,340	245,049,089
Liabilities and Net Assets			
Liabilities:			
Accounts payable and accrued expenses	\$	5,192,039	5,622,417
Deferred income		8,272,600	8,058,000
Charitable gift annuities payable		50,231	52,445
Interest rate swap		763,379	583,502
Long-term debt, net		19,835,745	20,887,629
Other liabilities	_	204,355	176,436
Total liabilities	_	34,318,349	35,380,429
Net assets:			
Without donor restrictions		100,850,386	102,546,488
With donor restrictions	_	111,363,605	107,122,172
Total net assets	_	212,213,991	209,668,660
Total liabilities and net assets	\$_	246,532,340	245,049,089

### Statement of Activities

Year ended June 30, 2025

	_	Without donor restrictions	With donor restrictions	Total
Operating support and revenues:	_	<u>.                                      </u>		
Federal grants	\$	16,695,709	_	16,695,709
Nonfederal grants and contracts	Ψ	6,727,181	_	6,727,181
Support from affiliate		7,079,467	_	7,079,467
Fees for conferences and services		4,486,032	_	4,486,032
Contributions of cash and other financial assets		2,589,242	5,712,791	8,302,033
Contributions of nonfinancial assets		84,077		84,077
Investment earnings used for operations		523,283	5,137,664	5,660,947
Tuition, net		1,575,396	_	1,575,396
Laboratory rentals		363,861	_	363,861
Investment income		488,789	_	488,789
Other revenue		320,473	_	320,473
Net assets released from restrictions and reclassifications		9,849,667	(9,849,667)	· —
Net assets released from board designations	_	4,000,000		4,000,000
Total operating support and revenues	_	54,783,177	1,000,788	55,783,965
Expenses:				
Resident research		33,429,251	_	33,429,251
Education		14,778,277	_	14,778,277
Whitman research		2,326,523	_	2,326,523
Other institutional activities		945,313	_	945,313
Conferences, housing and dining	_	3,119,683		3,119,683
Total expenses	_	54,599,047		54,599,047
Change in net assets before nonoperating activities	_	184,130	1,000,788	1,184,918
Nonoperating revenue (expense):				
Grant funding for plant		442,718	_	442,718
Income from affiliate, nonoperating		500,000	_	500,000
Net assets released from restrictions		107,060	(107,060)	_
Change in value of interest rate swap		(179,877)	_	(179,877)
Change in value of charitable gift annuities		18,971	2,214	21,185
Post retirement pension actuarial adjustment		659,975	_	659,975
Gain (loss) on sale of asset, nonoperating		_	(102,126)	(102,126)
Proceeds from insurance		94,800	_	94,800
Net assets released from board designations	_	(4,000,000)		(4,000,000)
Change in net assets from nonoperating activities	_	(2,356,353)	(206,972)	(2,563,325)
Investment returns:				
Net investment returns		999,404	8,585,281	9,584,685
Less investment earnings used for operations	-	(523,283)	(5,137,664)	(5,660,947)
Investment returns, net	-	476,121	3,447,617	3,923,738
Changes in net assets		(1,696,102)	4,241,433	2,545,331
Net assets, June 30, 2024	_	102,546,488	107,122,172	209,668,660
Net assets, June 30, 2025	\$	100,850,386	111,363,605	212,213,991

### Statement of Activities

Year ended June 30, 2024

	_	Without donor restrictions	With donor restrictions	Total
Operating support and revenues:				
Federal grants	\$	18,022,511	_	18,022,511
Nonfederal grants and contracts	,	5,861,026	_	5,861,026
Support from affiliate		11,249,499	_	11,249,499
Fees for conferences and services		4,623,203	_	4,623,203
Contributions of cash and other financial assets		1,259,198	2,595,549	3,854,747
Contributions of nonfinancial assets		72,406	958,500	1,030,906
Investment earnings used for operations		530,521	4,751,331	5,281,852
Tuition, net		1,307,626	_	1,307,626
Laboratory rentals		503,476	_	503,476
Investment income		589,355	_	589,355
Other revenue		246,281	<del>-</del>	246,281
Net assets released from restrictions and reclassifications	_	9,182,466	(9,182,466)	
Total operating support and revenues	_	53,447,568	(877,086)	52,570,482
Expenses:				
Resident research		33,496,019	_	33,496,019
Education		14,719,006	_	14,719,006
Whitman research		1,996,775	_	1,996,775
Other institutional activities		878,901	_	878,901
Conferences, housing and dining	_	2,908,107		2,908,107
Total expenses	_	53,998,808		53,998,808
Change in net assets before nonoperating activities	_	(551,240)	(877,086)	(1,428,326)
Nonoperating revenue (expense):				
Grant funding for plant		4,377,915	_	4,377,915
Contributions for plant		91,735	_	91,735
Net assets released from restrictions		35,192	(35,192)	_
Change in value of interest rate swap		320,335	_	320,335
Change in value of charitable gift annuities		(99,461)	2,283	(97,178)
Post retirement pension actuarial adjustment		645,819	_	645,819
Proceeds from insurance	_	184,400		184,400
Change in net assets from nonoperating activities	_	5,555,935	(32,909)	5,523,026
Investment returns:				
Net investment returns		904,079	6,790,792	7,694,871
Less investment earnings used for operations	_	(530,521)	(4,751,331)	(5,281,852)
Investment returns, net	_	373,558	2,039,461	2,413,019
Changes in net assets	_	5,378,253	1,129,466	6,507,719
Net assets, June 30, 2023	_	97,168,235	105,992,706	203,160,941
Net assets, June 30, 2024	\$_	102,546,488	107,122,172	209,668,660

### Statements of Cash Flows

Years ended June 30, 2024 and 2025

	_	2025	2024
Cash flows from operating activities:			
Change in net assets	\$	2,545,331	6,507,719
Adjustments to reconcile change in net assets to net cash (used in)	Ψ	2,010,001	0,001,110
provided by operating activities:			
Depreciation		4,843,974	4,403,325
Change in value of interest rate swap		179,877	(320,335)
Net unrealized gain on investments		(6,896,199)	(3,848,614)
Reinvested investment income		(3,204,974)	(4,452,592)
Change in charitable gift annuities		(25,107)	85,138
Change in reserve for and present value discount of contributions receivable		491,604	(348,238)
Contribution of property		_	(958,500)
Contributions received for plant		_	(81,993)
Contributions restricted for long-term investment		(2,148,183)	(466,435)
Post-retirement benefit changes		(659,511)	(644,375)
Loss on disposal of assets		79,858	6,233
Changes in assets and liabilities:			
Accounts receivable		(116,275)	(134,247)
Receivables due for costs incurred on grants and contracts		(1,117,579)	1,792,722
Prepaid expenses and other assets		135,775	213,485
Contributions receivable		(1,517,000)	2,472,668
Accounts payable and accrued expenses		(430,378)	550,218
Deferred income		214,600	602,952
Charitable gift annuity liabilities		(2,214)	(2,283)
Other liabilities	_	27,919	(5,223)
Net cash provided by (used in) operating activities	_	(7,598,482)	5,371,625
Cash flows from investing activities:			
Purchase of plant assets		(3,930,266)	(8,293,904)
Proceeds from sale of investments		19,183,472	7,798,614
Purchase of investments		(9,491,937)	(18,673,305)
Proceeds from property held for sale	_	958,500	
Net cash provided by (used in) investing activities	_	6,719,769	(19,168,595)
Cash flows from financing activities:			
Contributions received for long-term investment		2,148,183	466,435
Principal payments on long-term debt		(1,051,884)	(1,011,884)
Net cash provided by (used in) financing activities	_	1,096,299	(545,449)
Change in cash and cash equivalents	_	217,586	(14,342,419)
Cash and cash equivalents at beginning of year		4,537,321	18,879,740
	<u> </u>		-
Cash and cash equivalents at end of year	\$ <b>=</b>	4,754,907	4,537,321
Supplemental disclosures of cash flows information:			
Cash paid during the year for interest	\$	783,381	842,075
Accounts payable and accrued expenses for capital additions		(2,176)	1,125,091

Notes to Financial Statements June 30, 2025 and 2024

### (1) Background

The Marine Biological Laboratory (the Laboratory) is a private, not-for-profit research and educational institution dedicated to establishing and maintaining a laboratory and station for collaborative scientific study and investigation, and a school for instruction in biology and natural history. The Laboratory was founded in 1888 and is located in Woods Hole, Massachusetts.

On July 1, 2013, the Laboratory entered into an affiliation agreement with the University of Chicago (the University) located in Chicago, Illinois, whereby the University became the sole member of the Laboratory and pledged support to the Laboratory. During the years ended June 30, 2025 and 2024, the Laboratory received \$7,579,467 and \$11,249,499 from the University.

### (2) Significant Accounting Policies

### (a) Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting and in accordance with accounting principles generally accepted in the United States of America.

### (b) Classification of Net Assets

The financial statements have been prepared to focus on the Laboratory as a whole and to present balances and transactions according to the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified as follows:

- Without Donor Restriction Net assets not subject to donor-imposed stipulations but which may be designated for specific purposes by the Laboratory's Board of Trustees.
- With Donor Restrictions Net assets subject to donor-imposed restrictions that will be met either
  by actions of the Laboratory or the passage of time. In addition, unspent appreciation of donor
  restricted endowment funds in excess of their historic dollar value is classified as net assets with
  donor restrictions until appropriated by the Laboratory and spent in accordance with the standard
  prudence imposed by Massachusetts State law.

Also included in this category are net assets subject to donor-imposed restrictions to be maintained permanently by the Laboratory, including gifts and pledges wherein donors stipulate that the corpus of the gift be held in perpetuity and that only the income be made available for program operations. Other restricted items in this net asset category include charitable gift annuities for which the ultimate purpose of the proceeds is permanently restricted.

### (c) Operating and Nonoperating Activities

The statement of activities reports changes in net assets from operating and nonoperating activities.

Operating activities of the Laboratory include ongoing research, conferences and training programs. Included in operating revenues is investment return appropriated to support operations under the total return utilization policy approved by the Board of Trustees and support from affiliate.

Nonoperating revenues and expenses include net investment returns less amounts appropriated to support operations, as well as changes in value of an interest rate swap, certain post-retirement expenses, and other nonoperating items. To the extent that nonoperating investment income and gains

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Notes to Financial Statements June 30, 2025 and 2024

are used for operations, they are reclassified from nonoperating to operating as investment earnings used for operations in the statement of activities. To the extent that grants fund the purchase of equipment eligible for capitalization, such funding is recognized as nonoperating revenue.

### (d) Cash Equivalents

Cash and cash equivalents include investments in highly liquid debt instruments with a maturity of three months or less when purchased, excluding amounts whose use is limited by arrangements under trust agreements or by donors. Cash equivalents held for investment purposes that are classified as investments are not reflected as cash equivalents in the statement of cash flows.

### (e) Concentration of Credit Risk

The Laboratory maintains cash balances at several banks in excess of federally insured limits. The Laboratory also maintains cash balances in money market funds which are not insured. The Laboratory has not experienced any losses in these accounts and believes it is not exposed to any significant credit risk.

The majority of the Laboratory's investments are held in the University of Chicago's Total Return Investment Pool. The investment represents units in a pool of diversified assets.

### (f) Accounts Receivable

Accounts receivable are carried at their estimated collectible amounts. Credit is generally extended to customers on a short-term basis; thus accounts receivable do not bear interest. Accounts receivable are periodically evaluated for collectability based on past credit history with customers and their current financial condition. Provisions for uncollectible accounts on accounts receivable are determined on the basis of loss experience, known and inherent risks and current economic conditions.

#### (q) Contributions

Contribution revenue, including gifts and unconditional promises to give, is recognized as revenue in the period received. Promises to give are shown as increases in the appropriate net asset category in the year received and are recorded at the present value of expected future cash flows, net of an allowance for uncollectible amounts. Gifts and promises to give other assets are recorded at fair value at the date of contribution. Donor-restricted contributions whose restrictions are met within the same year they are received are reported as unrestricted contributions in the accompanying financial statements. Conditional promises to give are not recognized until the conditions on which they depend are substantially met.

During 2024, the Laboratory was gifted property. The property was actively marketed as of June 30, 2024 and is classified as property held for sale in the statement of financial position. The property was subsequently sold in 2025.

At fiscal year ended 2025 and 2024, the value of the conditional promises to give which were not yet recognized as revenue was \$7,235,000 and \$7,444,000.

Notes to Financial Statements
June 30, 2025 and 2024

### (h) Prepaid Expenses

Prepaid expenses are expenditures paid in advance of when the benefit of the outlay will be realized. These costs will be expensed in a future period when the purchased service is received or purchased good is consumed.

### (i) Investments

Investments are reported at estimated fair value. If an investment is held directly by the Laboratory and an active market with quoted prices exists, the market price of an identical security is used as reported fair value. Reported fair values for shares in registered mutual funds are based on share prices reported by the funds as of the last business day of the fiscal year. The Laboratory's shares in the University of Chicago's Total Return Investment Pool (TRIP) are valued quarterly based on the market value of the TRIP investment portfolio and the number of outstanding shares at the end of each quarter. Additional contributions to the TRIP purchase additional shares in the pool at the most recent quarterly per share price.

### (j) Investment Income and Distribution

For the pooled investments, the Laboratory employs a total return utilization policy that establishes the amount of the investment return made available for spending each year. The Board of Trustees has approved a spending policy that the withdrawal will be based on a percentage of the twelve quarter average ending market value of the funds. The market value includes the principal plus reinvested income, realized and unrealized gains and losses. For fiscal years 2025 and 2024, the Laboratory obtained approval to expend 5.5% and 5.36%, respectively, of the latest twelve quarter average ending market values of the long-term investments.

Investment income from the pooled investments is allocated using a unitized system whereby components are valued using a fair value unit basis, and each component subscribes to or disposes of units on the basis of the fair value per unit at the beginning of the calendar quarter within which the transaction takes place.

### (k) Fair Value Measurements

Fair value is an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. A fair value hierarchy 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 Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;
- Level 2 Quoted prices in markets that are not active, or inputs that are observable, either directly
  or indirectly, for substantially the full term of the asset or liability;
- Level 3 Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable.

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Notes to Financial Statements June 30, 2025 and 2024

A financial instrument's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement.

### (I) Charitable Remainder Trusts and Planned Giving

The Laboratory is a beneficiary of certain pooled annuities and life income funds held at the University of Chicago and charitable remainder trusts with principal reverting to the Laboratory upon the death of donors or other beneficiaries. Charitable remainder trusts have been recorded at fair value, which is based on the market value of the assets contributed by the donor, net of an adjustment for the estimated life expectancies of the beneficiaries, the terms of the agreements, the expected return on the invested assets, and a discount rate.

When the donor appoints a third-party trustee, which can include the University, the revenue and receivable is recorded at the fair value of the gift as reported by the Trustee. When the donor appoints the Laboratory as the trustee, the annuities and trusts are recorded at fair value, with offsetting estimated liabilities due to the donors based on the amount due to the donors, discounted for the estimated life expectancies of the beneficiaries. This recurring fair value measurement is based upon Level 1 inputs using market returns for similar assets for one of the charitable remainder trusts. The remaining two charitable remainder trusts have Level 3 inputs as the trusts do not provide transparent annual information and the fair value is estimated in accordance with an estimate of market performance. Included within charitable remainder trusts is one life estate in certain real estate whereby the fair value is determined using an appraisal which is a Level 3 input.

### (m) Plant Assets

Plant assets are recorded at cost. Donated plant assets are recorded at the fair value at the time of gift. Depreciation expense is calculated using the straight-line method over the useful life of the asset. Estimated useful lives are generally 3 to 15 years for equipment and 15 to 60 years for buildings. Improvements to buildings used in sponsored research activities are depreciated based on the distinct useful life of each major building component. These range from 15 to 40 years. Depreciation expense for the years ended June 30, 2025 and 2024 amounted to \$4,843,974 and \$4,403,325 and has been recorded in the statements of activities in the appropriate functionalized categories.

### (n) Deferred Income

Deferred income includes funding received for grants and contracts and laboratory rentals before these are earned.

### (o) Revenue Recognition

Sources of operating revenue include grant payments from governmental agencies, contracts from private organizations and income from the rental of laboratories and classrooms for research and educational programs. The Laboratory recognizes revenue associated with grants and contracts at the time the related direct costs are incurred or expended. Recovery of related indirect costs is recorded at predetermined fixed rates negotiated with the government. Revenue related to conferences and services is recognized at the time the services are provided while tuition revenue is recognized as classes are offered. The tuition income is net of student financial aid of \$1,705,071 and \$1,744,014 for the years ended June 30, 2025 and 2024. Fees for conferences and other services include fees for housing, dining, library, scientific journals, aquatic resources, and research services.

Notes to Financial Statements June 30, 2025 and 2024

### (p) Expenses

Expenses are recognized when incurred and are charged to the functions to which they are directly related. Expenses that relate to more than one function are allocated among functions based upon either modified total direct cost or square footage allocations.

The statements of activities present expenses in functional categories without distinguishing program versus supporting service expenses. Administration expenses of \$16,671,777 and \$15,787,865 for the years ended June 30, 2025 and 2024 have been allocated among the categories presented. Those costs relating to the administration of sponsored programs are allocated based upon a category's historical level of program support while the remaining general administration expenses are allocated based upon historical levels of direct costs. Included in administration expenses are fund-raising expenses totaling \$1,525,622 and \$1,279,821 for the years ended June 30, 2025 and 2024.

### (q) 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 financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

### (r) Tax-Exempt Status

The Laboratory is a tax-exempt organization as described in Section 501(c)(3) of the Internal Revenue Code, as amended (the Code), and is generally exempt from income taxes pursuant to Section 501(a) of the Code. The Laboratory is required to assess uncertain tax positions and has determined that there were no such positions that are material to the financial statements.

Management believes that the Laboratory's income tax returns for years ended prior to 2019 are no longer subject to examination by tax authorities in its major tax jurisdiction.

### (s) Reclassifications

Certain 2024 information has been reclassified to conform to the 2025 presentation.

Notes to Financial Statements
June 30, 2025 and 2024

### (3) Financial Assets and Liquidity Resources

As of June 30, 2025 and 2024, financial assets and liquidity resources available within one year for general expenditure, such as operating expenses and scheduled principal payments on debt, were as follows:

	_	2025	2024
Financial assets:			
Cash and cash equivalents	\$	4,754,907	4,537,321
Short-term investments		14,483,634	15,689,671
Accounts receivable, net		1,492,484	1,354,863
Receivables due for costs incurred on grants and contracts		6,391,779	5,274,200
Pledge payments available for operations		1,594,467	2,037,467
Board-approved endowment appropriation	_	5,448,078	5,655,899
Total financial assets available within one year	\$_	34,165,349	34,549,421

The Laboratory's cash flows have seasonal variations during the year attributable to seasonal tuition and conference billing, visiting research, and a concentration of contributions received at calendar and fiscal year-end. As of June 30, 2025, the Laboratory has \$6,219,043 of board-designated institutional endowment funds which are available for expenditure with Board approval.

### (4) Contributions Receivable

Contributions receivable consisted of the following at June 30:

	 2025	2024
Unconditional promises expected to be collected in:		
In one year or less	\$ 1,594,467	2,037,467
Between one and five years	 2,250,000	290,000
	3,844,467	2,327,467
Less discount	(532,969)	(44,119)
Less allowance for uncollectible pledges	 (4,571)	(1,818)
Contributions receivable, net	\$ 3,306,927	2,281,530

The risk adjusted discount rate, which ranged from 5.25% to 10.50%, is utilized in determining the fair value of such contributions receivable.

Notes to Financial Statements June 30, 2025 and 2024

### (5) Investments, Charitable Remainder Trusts & Interest Rate Swap Agreements

The following table sets forth the Laboratory's investments and other assets by major category in the fair value hierarchy as of June 30, 2025, as well as related strategy, liquidity and funding commitments:

Description		Level 1	Level 2	Level 3	Total	Liquidity	Days' notice
Investments:							
Cash equivalents	\$	14,493,157	_	_	14,493,157	Daily	1
Fixed income mutual funds		13,438	_	_	13,438	Daily	1
Equity mutual funds		16,800	_	_	16,800	Daily	1
University of Chicago Gift			_				
Annuity Fund		_	_	1,731,090	1,731,090	N/A	N/A
University of Chicago Total							
Return Investment Pool	_			100,749,146	100,749,146	Quarterly	30-270
Total investments	\$_	14,523,395		102,480,236	117,003,631		
Charitable remainder trusts	\$	_	<del></del> .	390,000	390,000	N/A	N/A
Interest rate swap		_	(763,379)	_	(763,379)	N/A	N/A

The following table presents a roll-forward of assets measured at fair market value on a recurring basis using significant unobservable inputs (Level 3) during the year ended June 30, 2025.

	-	University of Chicago total return investment pool	Interest in charitable gift annuity held by affiliate	Charitable remainder trusts
Beginning balance	\$	99,311,896	1,530,528	390,000
Total gains or losses included in changes				
in net assets		9,406,261	200,562	_
Purchases		1,691,936	_	_
Settlements	-	(9,660,947)		<u> </u>
Ending balance	\$	100,749,146	1,731,090	390,000

Notes to Financial Statements June 30, 2025 and 2024

The following table sets forth the Laboratory's investments and other assets by major category in the fair value hierarchy as of June 30, 2024, as well as related strategy, liquidity and funding commitments:

Description		Level 1	Level 2	Level 3	Total	Liquidity	Days' notice
Investments:							
Cash equivalents	\$	15,697,903	_	_	15,697,903	Daily	1
Fixed income mutual funds		14,005	_	_	14,005	Daily	1
Equity mutual funds		14,555	_	_	14,555	Daily	1
University of Chicago Gift			_				
Annuity Fund		_	_	1,530,528	1,530,528	N/A	N/A
University of Chicago Total							
Return Investment Pool	_			99,311,896	99,311,896	Quarterly	30-270
Total investments	\$_	15,726,463		100,842,424	116,568,887		
Charitable remainder trusts	\$	_	_	390,000	390,000	N/A	N/A
Interest rate swap	·	_	(583,502)	_	(583,502)	N/A	N/A

The following table presents a roll-forward of assets measured at fair market value on a recurring basis using significant unobservable inputs (Level 3) during the year ended June 30, 2024.

	-	University of Chicago total return investment pool	Interest in charitable gift annuity held by affiliate	Charitable remainder trusts
Beginning balance	\$	95,972,348	1,470,625	390,000
Total gains or losses included in changes				
in net assets		7,548,193	49,672	_
Purchases		1,073,205	10,231	_
Settlements	_	(5,281,850)		
Ending balance	\$	99,311,896	1,530,528	390,000

During fiscal years 2025 and 2024, there were no transfers between investment Levels 1, 2 and 3.

The Laboratory's overall investment objective is to invest its assets in a prudent manner that will achieve a long-term rate of return sufficient to fund a portion of its annual operating activities and increase investment value after inflation.

The TRIP diversifies its investments among various asset classes incorporating multiple strategies and external investment managers. The Laboratory does not directly own these securities but owns shares in the TRIP.

Notes to Financial Statements
June 30, 2025 and 2024

The TRIP is composed of the following as of June 30, 2025 and 2024:

	2025	2024
Cash equivalents	3 %	2 %
Receivable	2	
Global public equities (primarily international)	25	27
Diversifying	13	15
Private equity	29	30
Real estate	5	5
Real assets	5	5
Equity-oriented	10	10
Fixed income	8	6
Total	100 %	100 %

- Cash equivalent investments include cash equivalents and fixed-income investments with maturities of less than one year, which are valued based on quoted market prices in active markets. The majority of these investments are held in U.S. money market accounts.
- Global public equity investments consist of separate accounts, exchange traded funds (ETFs),
  commingled funds with liquidity ranging from daily to triennial, hedge funds investing primarily in long
  only public equities, and limited partnerships. ETFs and securities held in separate accounts and daily
  traded commingled funds are generally valued based on quoted market prices in active markets.
   Commingled funds with monthly liquidity are valued based on independently determined NAV. Limited
  partnership interests in equity-oriented funds are valued based upon NAV provided by external fund
  managers.
- Investments in private diversifying, private equity, real estate, and real assets are in the form of limited partnership interests, which typically invest in private securities for which there is no readily determinable market value. In these cases, market value is determined by external managers based on a combination of discounted cash flow analysis, industry comparables, and outside appraisals. Where private equity, private diversifying, real estate, and real assets managers hold publicly traded securities, these securities are generally valued based on market prices. The value of the limited partnership interests are held at the manager's reported NAV, unless information becomes available indicating the reported NAV may require adjustment. The methods used by managers to assess the NAV of these external investments vary by asset class. The University monitors the valuation methodologies and practices of managers. Direct investments in preferred equity securities are initially held at cost. Valuation is re-evaluated when the company raises additional equity capital priced by a new outside investor.
- The liquid diversifying and equity-oriented portfolios are comprised of investments of limited partnership interests in hedge funds and drawdown private equity style partnerships whose managers have the authority to invest in various asset classes at their discretion, including the ability to invest long and short. The majority of the underlying holdings are marketable securities. The remainder of the underlying holdings is held in marketable securities that trade infrequently or in private investments, which are valued by the manager on the basis of an appraised value, discounted cash flow, industry

Notes to Financial Statements June 30, 2025 and 2024

comparables, or some other method. Most hedge funds that hold illiquid investments designate them in special side pockets, which are subject to special restrictions on redemption.

Fixed-income investments consist of directly held actively traded treasuries and bond mutual funds that
hold securities, the majority of which have maturities greater than one year and are valued based on
quoted market prices in active markets.

### (6) Endowment

The Laboratory's endowment pool consists of 207 individual funds established for a variety of purposes. This includes both donor restricted "endowment funds" and funds designated by the Laboratory to function as "board-designated institutional funds". Net assets associated with endowment funds, including funds designated by the Laboratory to function as institutional funds, are classified and reported based on the existence or absence of donor-imposed restrictions. During the year ended June 30, 2025, the Board approved an additional distribution of \$4,000,000 from board-designated institutional funds to support operating activities. This amount is presented as "Net assets released from board designations" in the statement of activities. The Board retains the right to modify or remove such designations at any time.

### (a) Interpretation of Relevant Law

The Laboratory views the *Massachusetts Uniform Prudent Management of Institutional Funds Act* (UPMIFA) as requiring the Laboratory to preserve the fair value of the original gift as of the gift date of the donor-restricted endowment fund, absent explicit donor stipulations to the contrary. As a result of this interpretation, the Laboratory has classified as net assets with donor restrictions (a) the original value of gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund (although no existing donor instruments have so directed). Accumulations to the endowment that do not have to be maintained in perpetuity remain classified as net assets with donor restriction until they are appropriated for expenditure by the Board of Trustees in a manner consistent with the Laboratory's spending policy, UPMIFA, other applicable laws, and any donor-imposed restrictions.

### (b) Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor restricted endowment funds may fall below the historic dollar value. Deficiencies of this nature are reported in net assets with donor restrictions. As of June 30, 2025 and 2024, five endowment funds had deficiencies totaling \$6,951 and \$19,660.

### (c) Endowment Investment Policy

The Laboratory has adopted an investment philosophy which, combined with the spending rate, attempts to provide a predictable stream of returns thereby making funds available to programs that are supported by its endowment, while at the same time seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets of donor-restricted funds that the organization must hold in perpetuity or for a donor-specified period as well as board-designated institutional funds. Under the Laboratory's Investment Policy and Spending Rate, both of which are approved by the Board of Trustees, the endowment assets are invested in a manner that is intended to produce an inflation-adjusted return in excess of the spending rate over a long period of time. Actual returns in any given year may vary.

Notes to Financial Statements
June 30, 2025 and 2024

### (d) Strategies Employed for Achieving Objectives

By investing in the University's Total Return Investment Pool, the Laboratory has effectively adopted the University's investment objectives and strategies as its own. The University's overall investment objective is to invest its assets in a prudent manner that will achieve a long-term rate of return sufficient to fund a portion of its annual operating activities and increase investment value after inflation.

### (e) Endowment Fund Activity

Endowment net assets consisted of the following fund types as of June 30, 2025:

	Without donor restrictions	With donor restrictions	Total
Donor restricted endowment funds:			
Historical gift value	\$ _	63,196,981	63,196,981
Appreciation		31,532,123	31,532,123
Total donor restricted		04 700 404	0.4.700.404
endowment funds	_	94,729,104	94,729,104
Board-designated institutional funds	6,219,043		6,219,043
	\$ 6,219,043	94,729,104	100,948,147

The changes in endowment net assets for the period ended June 30, 2025 are as follows:

	Without donor restrictions	With donor restrictions	Total
Endowment net assets, beginning of year	\$ 9,918,377	89,393,619	99,311,996
Investment return:			
Investment income	68,155	693,474	761,629
Net appreciation	755,794	7,888,838	8,644,632
Total investment return	823,949	8,582,312	9,406,261
New gifts/pledge payments Appropriation of endowment assets for	_	1,890,837	1,890,837
operations (draw) Other changes:	(523,283)	(5,137,664)	(5,660,947)
Released from board designations	(4,000,000)		(4,000,000)
Endowment net assets, end of year	\$ 6,219,043	94,729,104	100,948,147

Notes to Financial Statements June 30, 2025 and 2024

Endowment net assets consisted of the following fund types as of June 30, 2024:

	<u>-</u>	Without donor restrictions	With donor restrictions	Total
Donor restricted endowment funds:				
Historical gift value	\$	_	61,505,043	61,505,043
Appreciation	_		27,888,576	27,888,576
Total donor restricted				
endowment funds		_	89,393,619	89,393,619
Board-designated institutional funds	_	9,918,377		9,918,377
	\$_	9,918,377	89,393,619	99,311,996

The changes in endowment net assets for the period ended June 30, 2024 are as follows:

		Without donor restrictions	With donor restrictions	Total
Endowment net assets, beginning of year	\$	9,689,861	86,315,165	96,005,026
Investment return: Investment income Net appreciation		72,663 686.374	649,654 6,139,503	722,317 6,825,877
Total investment return		759,037	6,789,157	7,548,194
New gifts/pledge payments Appropriation of endowment assets for		(500 504)	1,040,628	1,040,628
operations (draw)	•	(530,521)	(4,751,331)	(5,281,852)
Endowment net assets, end of year	\$	9,918,377	89,393,619	99,311,996

Notes to Financial Statements June 30, 2025 and 2024

### (7) Plant Assets

Plant assets consisted of the following at June 30:

	-	2025	2024
Land	\$	52,931,085	52,931,085
Buildings		119,413,046	116,604,663
Equipment		45,494,320	44,113,441
Construction in progress	_	242,008	1,049,495
		218,080,459	214,698,684
Less accumulated depreciation	-	(110,809,498)	(106,452,876)
Plant assets, net	\$	107,270,961	108,245,808

### (8) Debt

Long-term debt consisted of Massachusetts Development Finance Agency, Variable Rate Demand Revenue Bonds, Series 2006, payable in annual installments from 2008 through 2036 ("the Bonds"). The principal balance outstanding on June 30, 2025, and 2024 was \$19,925,000 and \$20,985,000, respectively. The interest rate on June 30, 2025, and 2024 was 1.8% and 3.85%, respectively.

The interest rate on the Bonds resets weekly and is payable monthly. The Bonds are scheduled to mature on October 1, 2036. As collateral for the Bonds, the Laboratory has entered into a Letter of Credit Reimbursement Agreement with PNC Bank which is set to expire on December 3, 2025. On October 23, 2025, the letter of credit agreement was extended with a new expiration date of December 3, 2028. The Letter of Credit Reimbursement Agreement is in an amount sufficient to pay the aggregate principal amount of the Bonds and up to thirty-four days' interest. The Bonds are subject to certain covenants, including a minimum debt service coverage ratio.

The aggregate amount of principal due on long-term debt within each of the next five years ending June 30 and thereafter is as follows:

	1,105,000
	1,145,000
	1,190,000
	1,240,000
	1,290,000
_	13,955,000
\$_	19,925,000
	- \$_

Notes to Financial Statements June 30, 2025 and 2024

The balance of outstanding principal and accrued debt issuance costs at June 30, 2025 and 2024 was:

	_	2025	2024
Principal balance	\$	19,925,000	20,985,000
Debt issuance costs	_	(89,255)	(97,371)
Long-term debt net of issuance costs	\$_	19,835,745	20,887,629

On June 15, 2005, the Laboratory established an interest rate swap agreement (the Agreement) with a global financial services firm whose credit rating was A1 at June 30, 2025. The Laboratory entered into this Agreement to manage interest rate risk exposure. The fair value of the Agreement was a liability of \$763,379 and \$583,502, on June 30, 2025 and 2024, and is categorized as Level 2 in the fair value hierarchy. The Agreement expires in 2036.

For the years ended June 30, 2025 and 2024, the Laboratory recognized interest expense of \$763,332 and \$838,993.

#### (9) Retirement Plan

The Laboratory holds fiduciary responsibilities for a defined contribution pension plan managed by TIAA-CREF (the Plan). Eligible employees become participants upon completion of two years of service, as defined in the plan document. Under the Plan, the Laboratory contributes 10% of eligible compensation, as defined in the plan document, subject to certain limitations, for each participant. Contributions amounted to \$1,808,332 and \$1,803,699 for the years ended June 30, 2025 and 2024.

### (10) Post-retirement Benefits

The Laboratory provides certain post-retirement health care benefits for participants within the Laboratory's Post-Retirement Health Care Plan (the PRHC Plan).

Participants include former employees retiring prior to June 1, 1994, who are entitled to receive full health care benefits and active employees as of June 1, 1994, who are entitled to receive limited benefits upon their retirement, as defined by the PRHC Plan. Employees hired on or after January 1, 1995 are not eligible to participate in the PRHC Plan. The count of plan participants as of the beginning of each fiscal year 2025 and 2024 was 28 in both years.

Notes to Financial Statements June 30, 2025 and 2024

	_	2025	2024
Change in benefit obligation:			
Post-retirement benefit obligation at beginning of year	\$	590,110	660,345
Service cost		464	1,444
Interest cost		35,814	33,404
Actuarial loss (gain)		73,359	(246,624)
Benefits paid		(98,904)	(82,277)
Adjustment for Medicare Part D subsidy	_	13,648	223,818
Post-retirement benefit obligation at end of year	=	614,491	590,110
Change in plan assets:			
Fair value of plan assets at beginning of year		4,869,529	4,295,389
Employer contribution		49,922	37,079
Participant contributions		48,983	45,198
Actual return on plan assets		683,891	574,140
Benefits paid		(98,904)	(82,277)
Medicare Part D subsidy payment	-		
Fair value of plan assets at end of year	=	5,553,421	4,869,529
Net benefit asset recognized in the statement of			
financial position, included in other assets	\$_	4,938,930	4,279,419

Weighted average assumptions used at June 30, 2025 and 2024 to determine benefit obligations and to determine net period benefit costs are as follows:

	2025	2024
To determine benefit obligations:		
Discount rate	5.00%	5.20%
Rate of compensation increase	N/A	N/A
To determine net periodic benefit cost:		
Discount rate	5.20%	4.85%
Expected long-term return on plan assets	7.00	7.00
Rate of compensation increase	N/A	N/A
Average future years of service	1.74	2.19

Notes to Financial Statements June 30, 2025 and 2024

The PRHC Plan assets and weighted average asset allocations at June 30, by asset category are as follows:

	_	2025	2024
Equity securities	\$	4,062,501	3,491,091
Fixed income securities		1,247,043	1,150,606
Cash equivalents		243,877	227,832
	\$	5,553,421	4,869,529

As of June 30, 2025 and 2024 the Laboratory's PRHC Plan assets were accounted for at fair value. All PRHC Plan assets were Level 1 assets.

The Executive Committee of the Board of Trustees has selected a balanced strategy of 45% equity securities, 45% fixed income securities and 10% cash equivalents as a target asset allocation for the PRHC Plan investments.

For purposes of measuring the benefit obligation, a 6.5% annual rate of increase in the per capita cost of covered health benefits was assumed for 2025. The rate was assumed to decrease gradually to 4.0% in 2075 and remain at that level thereafter.

		2025	2024
Components of net periodic benefit cost: Operating – service cost	\$	464	1,444
Nonoperating: Interest cost Expected return on assets Recognized net actuarial gain Adjustment for Medicare Part D Subsidy	_	35,814 (337,672) (152,681)	33,404 (300,677) (219,583) 147,844
Total nonoperating		(454,539)	(339,012)
Net periodic benefit cost	\$	(454,075)	(337,568)
Impact of 1% increase in healthcare cost trend: On interest cost plus service cost during past year On accumulated post-retirement benefit obligation	\$	<u> </u>	2,164 41,940
Impact of 1% decrease in healthcare cost trend: On interest cost plus service cost during past year On accumulated post-retirement benefit obligation	\$	— (23,482)	(1,937) (37,590)

Notes to Financial Statements
June 30, 2025 and 2024

The Laboratory expects to contribute \$35,500 to the PRHC Plan during the fiscal year ending June 30, 2026.

The expected future benefit payments for the next ten years are as follows:

\$ 71,000
71,000
73,000
66,000
57,000
231,000
\$

At June 30, 2025 and 2024, the items not yet recognized as a component of net periodic post-retirement benefit cost including the effect of the adjustment for Medicare Part D subsidy are as follows:

	 2025	2024
Net actuarial gain	\$ (516,470)	(409,939)
Total unamortized items	\$ (516,470)	(409,939)

The estimated net loss/(gain) for the Plan over the next fiscal year is \$(363,712).

### (11) Restricted Net Assets

The Laboratory classifies gifts that have donor-imposed restrictions regarding time or purpose as net assets with donor restrictions. The Laboratory classifies each gifted pledge as time restricted until the gift is collected; when collected, a gift is either reclassified to its purpose restriction or released from restriction.

Promises to give subject to donor–imposed stipulations that the corpus be maintained permanently are recognized as increases to net endowed assets with donor restriction.

Notes to Financial Statements June 30, 2025 and 2024

### (a) Net Assets with Donor Restrictions

Net assets with donor restrictions consisted of the following as of June 30:

	_	2025	2024
Endowment:			
Resident research program	\$	31,323,848	29,857,933
Visiting research program		8,424,926	7,249,939
Research support		6,874,894	6,538,407
Education program		26,913,871	25,446,259
General support		19,555,250	18,721,059
Capital and infrastructure maintenance		1,636,315	1,580,023
Operating		9,911,187	11,549,755
Charitable gift annuities and remainder trusts		3,596,991	3,600,810
Contributions receivables, net		2,806,577	2,151,181
Nonoperating (plant)		319,746	426,806
	\$	111,363,605	107,122,172

### (b) Net Assets Released from Restrictions

Net assets released from donor restrictions by incurring expenses satisfying the restricted purposes or by occurrence of events specified by the donors are as follows:

	_	2025	2024
Appropriation of endowment assets	\$	5,137,664	4,751,331
Operating	_	4,712,003	4,431,135
		9,849,667	9,182,466
Nonoperating (plant)	_	107,060	35,192
	\$ _	9,956,727	9,217,658

Notes to Financial Statements June 30, 2025 and 2024

# (12) Functional Classification of Expenses

Expenses by functional and natural classification for the year ended June 30, 2025.

	Resident		Whitman	Conference, housing	Research			
	research	Education	research	and dining	services	Facilities	Administration	Total
Compensation costs	\$ 14,775,808	2,087,523	24,706	938,589	1,684,475	3,541,833	6,857,830	29,910,764
Professional services	91,212	579,570	107,500	_	_	6,370	359,324	1,143,976
Purchased services	575,137	453,555	18,152	233,962	43,733	787,226	1,306,891	3,418,656
Maintenance services	274,154	16,241	_	95,790	137,992	275,948	232,444	1,032,569
Supplies	1,192,358	815,238	19,626	118,496	220,669	184,533	413,805	2,964,725
Travel	275,028	530,967	7,035	_	5,973	4,915	37,906	861,824
Hospitality services	_	_	_	2,248,072	_	_	_	2,248,072
Grant subcontract services	3,115,475	12,205	_	_	_	_	_	3,127,680
Utilities and insurances	1,320	_	_	1,260	120	2,453,111	1,827,664	4,283,475
Interest expense, net	_	_	_	_	_	_	763,332	763,332
Depreciation	_	_	_	_	_	_	4,843,974	4,843,974
Internal direct charges	203,667	3,851,780	912,826	(4,802,877)	(103,133)	(90,870)	28,607	
Total	20,504,159	8,347,079	1,089,845	(1,166,708)	1,989,829	7,163,066	16,671,777	54,599,047
Overhead expense allocations	12,925,092	6,431,198	1,236,678	4,286,391	(1,989,829)	(7,163,066)	(15,726,464)	
Total expenses	\$ 33,429,251	14,778,277	2,326,523	3,119,683			945,313	54,599,047

Expenses by functional and natural classification for the year ended June 30, 2024.

	Resident research	Education	Whitman research	Conference, housing and dining	Research services	Facilities	Administration	Total
Compensation costs	\$ 14,901,689	2,189,078	_	942,591	1,880,333	3,751,941	6.079.606	29,745,238
Professional services	123,308	607,745	_	_	_	48,937	548,751	1,328,741
Purchased services	435,077	549,020	17,338	236,631	42,252	692,211	1,250,929	3,223,458
Maintenance services	89,490	28,792	· —	82,746	214,454	399,818	189,453	1,004,753
Supplies	1,320,462	976,678	15,753	156,540	284,421	157,760	372,911	3,284,525
Travel	339,909	602,227	_	_	5,963	1,392	57,330	1,006,821
Hospitality services	_	_	_	2,396,286	_	_	_	2,396,286
Grant subcontract services	2,648,935	_	_	_	_	_	_	2,648,935
Utilities and insurances	2,342	_	_	1,542	850	2,142,913	1,970,086	4,117,733
Interest expense, net	_	_	_	_	_	_	838,993	838,993
Depreciation	_	_	_	_	_	_	4,403,325	4,403,325
Internal direct charges	397,354	3,622,817	861,610	(4,971,740)	75,026	(61,548)	76,481	
Total	20,258,566	8,576,357	894,701	(1,155,404)	2,503,299	7,133,424	15,787,865	53,998,808
Overhead expense allocations	13,237,453	6,142,649	1,102,074	4,063,511	(2,503,299)	(7,133,424)	(14,908,964)	
Total expenses	\$ 33,496,019	14,719,006	1,996,775	2,908,107			878,901	53,998,808

Notes to Financial Statements June 30, 2025 and 2024

### (13) Related Parties

In addition to affiliate activity previously disclosed, the Laboratory had the following other related party activity.

Current and former trustees of the Laboratory have outstanding pledged contributions of \$824,467 and \$1,707,467 as of June 30, 2025 and 2024. These amounts are included in contributions receivable in the statement of financial position.

A Trustee has greater than thirty-five percent controlling interest in and serves as Chief Executive Officer of Promega Corporation. During fiscal years 2025 and 2024, Promega Corporation contributed \$75,000 and \$348,533, respectively, to the Laboratory, which includes in-kind supplies and equipment valued at \$73,533 in 2024. The Laboratory on occasion directly purchases supplies from Promega Corporation, with its 2025 and 2024 purchases aggregating to \$1,768 and \$3,280, respectively.

### (14) Subsequent Events

Subsequent to year-end, the Laboratory received a pledge of \$25,000,000 payable over five years which is unrestricted and designated to support operations. On October 22, 2025 the Board of Trustees approved the termination of the Post-Retirement Health Care Plan. The effective date of the termination has not yet been determined. In connection with the preparation of these financial statements, the Laboratory has evaluated events and transactions through November 26, 2025, which is the date these financial statements were issued.