

# **UC Santa Barbara Foundation**

## **Report on Financial Statements**

**June 30, 2019 and 2018**

# **UC Santa Barbara Foundation**

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## **Report of Independent Auditors**

To the Board of Trustees of the  
UC Santa Barbara Foundation:

We have audited the accompanying financial statements of the UC Santa Barbara Foundation ("Foundation"), a component unit of the University of California, which comprise the statements of net position as of June 30, 2019 and 2018, and the related statements of revenues, expenses, and changes in net position and of cash flows for the years then ended.

### ***Management's Responsibility for the Financial Statements***

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

### ***Auditors' Responsibility***

Our responsibility is to express an opinion on the financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the Foundation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Opinion***

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the UC Santa Barbara Foundation as of June 30, 2019 and 2018, and the respective changes in net position and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.



***Other Matter***

The accompanying management's discussion and analysis on pages 3 through 9 is required by accounting principles generally accepted in the United States of America to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

*PricewaterhouseCoopers LLP*

September 16, 2019

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**Management's Discussion and Analysis**  
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The following discussion and analysis presents an overview of the financial performance of the UC Santa Barbara Foundation (the "Foundation"), a component unit of the University of California, as of and for the years ended June 30, 2019 ("FYE 2019"), June 30, 2018 ("FYE 2018") and June 30, 2017 ("FYE 2017"). It should be read in conjunction with, and is qualified in its entirety by, the related financial statements and footnotes. The financial statements, footnotes and this discussion and analysis are prepared by management and are the responsibility of management.

**Overview**

This annual report consists of a series of financial statements prepared in accordance with the statements of the Governmental Accounting Standards Board ("GASB"). These statements focus on the financial condition of the Foundation, its changes in net position and its cash flows, taken as a whole.

One of the most important questions asked about Foundation finances is whether the Foundation is better off or worse off as a result of the year's activities. Perhaps as important is assessing the long-term financial performance of the Foundation. The key to understanding these questions are the Statements of Net Position, Statements of Revenues, Expenses and Changes in Net Position and the Statements of Cash Flows. The Foundation's net position (the difference between assets and the sum of liabilities and deferred inflows of resources) is one indicator of the Foundation's financial health. Over time, increases or decreases in net position is one indicator of the improvement or erosion of the Foundation's financial health when considered with other nonfinancial information.

The Statement of Net Position includes all assets, liabilities and deferred inflows of resources. The Statement of Revenues, Expenses and Changes in Net Position presents revenues earned and expenses incurred during the year. Activities are reported as either operating or non-operating, with gifts received for the benefit of, and disbursements to, The Regents of the University of California Santa Barbara reported as operating revenues and expenses, respectively, and investment results reported as non-operating revenues or expenses. These statements are prepared using the accrual basis of accounting.

Another way to assess the financial health of the Foundation is to look at the Statement of Cash Flows. Its primary purpose is to provide relevant information about the cash receipts and cash payments of an entity during a period. The Statement of Cash Flows helps users assess an entity's ability to generate net cash flows, its ability to meet its obligations as they come due and its needs for external financing.

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**Condensed Summary of Net Position**

|                                      | <b>June 30,<br/>2019</b> | <b>June 30,<br/>2018</b> | <b>June 30,<br/>2017</b> |
|--------------------------------------|--------------------------|--------------------------|--------------------------|
| <b>Assets</b>                        |                          |                          |                          |
| Current assets                       | \$ 21,648,307            | \$ 20,966,377            | \$ 21,733,743            |
| Noncurrent assets                    | <u>280,712,417</u>       | <u>244,620,569</u>       | <u>198,626,286</u>       |
| Total assets                         | <u>\$ 302,360,724</u>    | <u>\$ 265,586,946</u>    | <u>\$ 220,360,029</u>    |
| <b>Liabilities</b>                   |                          |                          |                          |
| Current liabilities                  | \$ 1,555,559             | \$ 1,595,612             | \$ 344,012               |
| Noncurrent liabilities               | <u>16,767,833</u>        | <u>16,075,368</u>        | <u>3,561,728</u>         |
| Total liabilities                    | <u>\$ 18,323,392</u>     | <u>\$ 17,670,980</u>     | <u>\$ 3,905,740</u>      |
| <b>Deferred Inflows of Resources</b> |                          |                          |                          |
| Trusts                               | <u>\$ 10,835,187</u>     | <u>\$ 12,165,753</u>     | <u>\$ 1,241,103</u>      |
| <b>Net Position</b>                  |                          |                          |                          |
| Unrestricted                         | 1,304,523                | 1,322,251                | 1,349,946                |
| Restricted                           |                          |                          |                          |
| Expendable                           | 116,671,395              | 100,509,044              | 88,131,754               |
| Nonexpendable (endowment)            | <u>155,226,227</u>       | <u>133,918,918</u>       | <u>125,731,486</u>       |
| Total net position                   | <u>\$ 273,202,145</u>    | <u>\$ 235,750,213</u>    | <u>\$ 215,213,186</u>    |

**Assets**

**FYE 2019**

Total current assets increased slightly from \$21.0 million to \$21.6 million as of June 30, 2019 primarily due to a \$3.3 million increase in contributions awaiting distribution to campus, which was offset by a \$2.7 million decrease in current pledges.

Noncurrent assets increased \$36.1 million from \$244.6 to \$280.7 million because of \$19.3 million in endowment contributions and \$17.8 million in capital appreciation of the Foundation's investments. This year, the Foundation received large singular gifts of \$8.1 million, \$2.7 million, \$1.1 million and \$1 million. These increases were partially offset by the closure of one of our Charitable Remainder Unitrusts (CRUTs), principal payments to our Charitable Remainder Annuity Trust ("CRAT"), and a decrease in non-current pledges, each about \$350,000.

**Assets**

**FYE 2018**

Total current assets decreased slightly from \$21.7 million to \$21 million as of June 30, 2018 due primarily to cash receipts and investment timing. The prior year, FYE 2017, showed more short-term

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investments because of late year gifts that had not yet been transferred to long term investments. This was nearly offset by an increase in current pledges.

FYE 2018 noncurrent assets increased \$46 million from \$198.6 million to \$244.6 million because of \$7.6 million in new gifts and \$17 million in capital appreciation of the Foundation's investments in addition to a new \$24.9 million CRAT. These increases were partially offset by a \$3.5 million decrease in non-current pledges.

This year reporting requirements according to GASB Statement No. 81, *Irrevocable Split-Interest Agreements* ("GASB81"), regarding irrevocable split-interest agreements administered by a third party are included in the financial statements for the first time. The effect on noncurrent assets this year is an increase of \$75,957.

**Liabilities**

**FYE 2019**

This year, current liabilities were unchanged at \$1.6 million. The largest portion of our current liabilities is comprised of annual payouts of trusts held at the Foundation, with the largest trust incurring a constant annual current liability of \$1.3 million throughout its lifetime.

The \$0.7 million increase in noncurrent liabilities is mainly the result of a \$1 million adjustment in the accounting treatment of the largest Charitable Remainder Trust ("CRT"), a singular CRAT, affecting noncurrent liabilities and deferred inflows of resources. This adjustment was offset by the closure of a smaller CRT resulting in a decrease of \$0.3 million in noncurrent liabilities.

**Liabilities**

**FYE 2018**

Current liabilities increased by \$1.3 million as a result of the current liability created by the new CRAT mentioned above. Current liabilities can also be affected by the timing of checks remitted to vendors, but there were no unusual transactions this year.

The \$12.5 million increase in noncurrent liabilities from the prior year reflects the \$12.9 million in liability created by the CRAT mentioned above, which is slightly off-set by a \$0.4 million decrease in CRUT liability.

**Deferred Inflows of Resources**

**FYE 2019**

Deferred inflows of resources are defined as an acquisition of net assets by the government that is applicable to a future reporting period. The \$1.3 million decrease in noncurrent liabilities is a result of the adjustment in the accounting treatment of our singular CRAT, with the adjustment being made in liabilities and deferred inflows of resources.

**Deferred Inflows of Resources**

**FYE 2018**

GASB81 covers the recognition and measurement of irrevocable split-interest agreements for situations in which a government is a beneficiary of the agreement. In line with the Statement, deferred gifts are now recorded under "Deferred Inflows of Resources." Deferred inflows of resources are defined as an acquisition of net assets by the government that is applicable to a future reporting period. The total amount booked as deferred inflows related to these gifts include \$10.7 million for the new CRAT, \$1.4

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million for existing CRUTs (previously recorded under net position), and \$76k in newly recorded irrevocable, outside split-interest agreements.

**Net Position**

**FYE 2019**

Total net position increased \$37.5 million from \$235.7 million at June 30, 2018 to \$273.2 million at June 30, 2019. Solid returns in financial markets and new gifts less distributions contributed a combined \$37.1 million to this increase, while accounting adjustments offset by small changes in assets and liabilities added a total of \$0.4 million. Nonexpendable Assets (Endowments) increased by \$21.3 million to \$155.2 million in FY 2019 mostly due to net inflows to endowments.

**Net Position**

**FYE 2018**

Total net position increased \$20.6 million from \$215.2 million at June 30, 2017 to \$235.8 million at June 30, 2018 resulting from new giving (\$7.6 million) and strong financial markets with the Foundation's Long Term Investment Pool ("LTIP") generating a 9% total return net of all costs for FYE 2018. As a result of GASB81, trusts have been removed from net position and reclassified to deferred inflows of resources.

**Condensed Summary of Revenues, Expenses and Changes in Net Position**

|                                      | <b>June 30,<br/>2019</b> | <b>June 30,<br/>2018</b> | <b>June 30,<br/>2017</b> |
|--------------------------------------|--------------------------|--------------------------|--------------------------|
| Operating revenues                   | \$ 18,379,689            | \$ 16,700,918            | \$ 17,664,254            |
| Operating expenses                   | <u>20,347,814</u>        | <u>21,046,332</u>        | <u>22,673,535</u>        |
| Operating loss                       | (1,968,125)              | (4,345,414)              | (5,009,281)              |
| Non-operating net revenues           | 18,253,037               | 17,290,692               | 22,539,513               |
| Permanent Endowment<br>Contributions | <u>21,167,020</u>        | <u>7,591,749</u>         | <u>13,252,379</u>        |
| Increase in net position             | 37,451,932               | 20,537,027               | 30,782,611               |
| Net position, beginning of year      | <u>235,750,213</u>       | <u>215,213,186</u>       | <u>184,430,575</u>       |
| Net position, end of year            | <u>\$ 273,202,145</u>    | <u>\$ 235,750,213</u>    | <u>\$ 215,213,186</u>    |

**Revenue and Support**

**FYE 2019**

Operating revenues increased from \$16.7 million for FYE 2018 to \$18.4 million in FYE 2019 primarily due to an \$1.8 million increase in current use gifts over the prior year.

Operating expenses decreased by \$0.7 million from \$21 million for FYE 2018 to \$20.3 million. These expenses include all fund transfers from the Foundation to the campus. This year the Foundation released to campus \$1.3 million less than the prior year for specific capital projects, research and service

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programs. This was offset by an increase of \$0.6 million to campus in support of the Campaign for UC Santa Barbara. Scholarship and award program payouts were unchanged.

The Foundation's Endowment Payout Policy, adopted in conformance with the Uniform Prudent Management of Institutional Funds Act (UPMIFA), provides prudent capital preservation for both endowment and designated funds. It is also intended to assure a stable flow of payouts in the face of volatile market conditions. The Foundation uses a sixty-month average share value to achieve a more stable payout flow. The Foundation adjusted the payout policy percentage down to 4.0% for FYE 2019 from 4.25% for FYE 2018. As a result, the potential payout amount decreased in dollar terms despite a \$1.11 increase in the sixty-month average share value. The Foundation continues to use an "opt-in" payout policy, wherein no distributions are made unless requested by the Fund Administrator. This year, the opt-in policy reduced actual distributions to campus to almost \$1.2 million below the maximum payouts that could have been made in FYE 2019, as Fund Administrators continued to expend balances on campus and left funds invested in the portfolio.

Non-operating net revenues increased \$1 million from \$17.3 in FYE 2018 to \$18.3 million in FYE 2019 despite a lower return of 8.09% on investments compared to the 9.01% return in FYE 2018 but the higher asset base of the Foundation's investments still lead to an increase in dollar terms.

**Revenue and Support**

**FYE 2018**

Operating revenues decreased from \$17.7 million for FYE 2017 to \$16.7 million for FYE 2018. While general fund raising was slightly higher than in the prior fiscal year, the decrease is caused by the prior year one-time realization of a \$1.05 million retained life estate.

Operating expenses decreased by \$1.7 million from \$22.7 million for FYE 2017 to \$21 million for FYE 2018. This activity included all fund transfers from the Foundation to the campus. This year, the Foundation released to campus \$2.7 million less than the prior year for specific capital projects, research and service programs. This was offset by an increase of \$0.5 million to campus in support of the Campaign for UC Santa Barbara and another \$0.5 million increase toward scholarship and award programs.

The Foundation's Endowment Payout Policy, adopted in conformance with the Uniform Prudent Management of Institutional Funds Act (UPMIFA), provides prudent capital preservation for both endowment and designated funds. It is also intended to assure a stable flow of payouts in the face of volatile market conditions. The Foundation uses a sixty-month average share value to achieve a more stable payout flow. This year the Foundation adjusted the payout policy percentage down to 4.25% for FYE 2018 from 4.5% in FYE 2017. The potential payout amount per fund amount decreased despite a \$0.54 increase in the sixty-month average share value. The Foundation continues to use an "opt-in" payout policy, wherein no distributions are made unless requested by the Fund Administrator. The concept here is to encourage Fund Administrators to expend funds already released to campus before taking additional payouts. This year, the opt-in policy reduced actual distributions to campus to about \$900k below the maximum payouts that could have been made in FYE 2018, as Fund Administrators continued to expend balances on campus and left funds invested in the portfolio.

Non-operating net revenues decreased \$5.2 million from \$22.5 million for FYE 2017 to \$17.3 million as a result of the 9.01% return on investments, with the outstanding return of 14.48% in 2017 leading to a negative comparison this year. This statement has been restated to reflect the removal of trusts from the change in net position as mandated by GASB81.

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Funds placed into permanent endowments declined again this year from the prior fiscal year as total fundraising for endowments decreased.

**Factors Impacting Future Periods**

The Foundation's Chief Financial Officer retired at the end of June 2019. It is expected that a successor will be named later this year.

Management expects continuing stable pledge payment deferral rates and pledge default rates in the immediate future in light of stable economic growth currently. The Foundation Board and the management team are careful not to make programmatic commitments based on outstanding pledge balances, so market fluctuations are not material to the Foundation's financial condition.

Management expects that a continuing growth in employment in the Development Office on the UC Santa Barbara campus will result in increased overall fundraising performance and thus, in higher revenues at the Foundation. Management further believes that the ongoing trend of lower revenue from unrestricted gift income will offset the increase from better fundraising performance.

The Foundation continues with a model that has somewhat lesser endowment management responsibilities as a result of the move back to the UC Regents' General Endowment Pool. However, it is a modest reduction in the investment management workload. The workload and control requirements related to on-line giving have remained high as the contributions derived from on-line giving have begun to stabilize. The Board has continued to assess the FYE June 30, 2019 Endowment Investment Management Cost Recovery fee of 0.50% in FYE June 30, 2020. The Foundation will continue using the 4% payout policy factor from FYE June 30, 2019 in FYE June 30, 2020. This is consistent with the prudent long-term fiscal strategy taken by management to assure the viability of endowments over time. Management will continue to assess on an annual basis whether further adjustments to the UPMIFA endowment distribution policy rate are warranted.

The Foundation's 6% gift administrative fee effective in FYE June 30, 2013 has been extended for FYE June 30, 2020, and it is expected this will remain in place for the long-term. The Foundation's gift fee was introduced in conjunction with a parallel action by the campus on all gifts made to the UC Regents.

The investment portfolio is now invested primarily in the Regents' General Endowment Pool ("GEP"). The Foundation still holds residual investments made during the time when the assets were managed by another outside money manager. These investments represent less than 2% of the Foundation's overall investments. The Office of the University of California's Chief Investment Officer, the same office that manages the GEP, manages these investments while State Street Bank & Trust provides Master Custodial services. Management expects to hold these residual investments until they mature or can be sold at a price commensurate with prudent asset management.

Master Custodial Services and Investment Performance verification will both continue to be provided by State Street Bank & Trust under a contract administered by the UC Regents. The Investment Policy Guidelines of the Foundation will be revised at the Fall 2019 Board Meeting in line with a required annual review as set forth in the currently approved Investment Policy Guidelines. This review will likely not result in significant changes since it takes asset allocation changes made in the General Endowment Pool's Investment Policy Statement into consideration that haven't changed since March 15, 2018.

In addressing the impacts of the technical changes inherent in the implementation of UPMIFA, management shifted the payout practice of the Foundation to an "opt-in" model in FYE June 30, 2010 and

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will continue with this model in FYE June 30, 2020. This model encourages Fund Administrators on campus to use unexpended balances prior to drawing out additional funds. The strategy has proved to be highly effective as evidenced by the continued reduction in payout draws during FYE June 30, 2019, as well as in the projected reduction in payout draws for FYE June 30, 2020.

The Foundation has reaffirmed its commitment to hold all charitable remainder unitrust assets at State Street Bank & Trust's Charitable Asset Management Group. There are no anticipated changes for FYE June 30, 2020.

Management is not aware of any other factors that could have a significant impact on future periods.

**UC Santa Barbara Foundation**  
**Statements of Net Position**  
**June 30, 2019 and 2018**

| Assets   | 2019                         | 2018                         |
|--|------------------------------|------------------------------|
| Current assets   |                              |                              |
| Cash and cash equivalents                                | \$ 868,270                   | \$ 605,079                   |
| Short-term investments                                   | 15,450,444                   | 12,339,777                   |
| Pledges receivable - current portion, net                | 5,318,417                    | 8,002,534                    |
| Accounts receivable                                      | 11,176                       | 18,962                       |
| Other current assets                                     | -                            | 25                           |
| Total current assets                                     | <u>21,648,307</u>            | <u>20,966,377</u>            |
| Noncurrent assets  |                              |                              |
| Pledges receivable, net                                  | 6,670,351                    | 7,020,385                    |
| Assets held in charitable remainder annuity trust        | 24,547,044                   | 24,876,698                   |
| Investments held in charitable remainder unitrusts       | 4,489,586                    | 4,839,137                    |
| Beneficial interest in non-trustee split interest trusts | 75,703                       | 75,957                       |
| Long-term investments                                    | 244,929,729                  | 207,808,388                  |
| Contributed assets held for sale                         | 4                            | 4                            |
| Total noncurrent assets                                  | <u>280,712,417</u>           | <u>244,620,569</u>           |
| Total assets   | <u><u>\$ 302,360,724</u></u> | <u><u>\$ 265,586,946</u></u> |
| Liabilities  |                              |                              |
| Current liabilities                                      |                              |                              |
| Accounts payable   | \$ 46,247                    | \$ 44,941                    |
| Charitable remainder annuity trust liability             | 1,270,491                    | 1,270,491                    |
| Charitable trust unitrust liability                      | 238,821                      | 280,180                      |
| Total current liabilities                                | <u>1,555,559</u>             | <u>1,595,612</u>             |
| Noncurrent liabilities                                   |                              |                              |
| Charitable remainder annuity trust liability             | 13,916,726                   | 12,909,724                   |
| Charitable remainder unitrust liability                  | 2,851,107                    | 3,165,644                    |
| Total noncurrent liabilities                             | <u>16,767,833</u>            | <u>16,075,368</u>            |
| Total liabilities  | <u><u>\$ 18,323,392</u></u>  | <u><u>\$ 17,670,980</u></u>  |
| Deferred Inflows of Resources                            |                              |                              |
| Deferred charitable remainder annuity trust              | \$ 9,359,827                 | \$ 10,696,483                |
| Deferred charitable remainder unitrusts                  | 1,399,657                    | 1,393,313                    |
| Deferred split-interest trust held by non-trustee        | <u>75,703</u>                | <u>75,957</u>                |
| Total deferred inflows of resources                      | <u><u>\$ 10,835,187</u></u>  | <u><u>\$ 12,165,753</u></u>  |
| Net position   |                              |                              |
| Unrestricted   | \$ 1,304,523                 | \$ 1,322,251                 |
| Restricted:  |                              |                              |
| Expendable   |                              |                              |
| Endowment  | 39,904,509                   | 31,367,177                   |
| Funds functioning as endowments                          | 56,419,748                   | 48,720,068                   |
| Gifts  | 20,347,138                   | 20,421,799                   |
| Nonexpendable  |                              |                              |
| Endowment  | <u>155,226,227</u>           | <u>133,918,918</u>           |
| Total net position                                       | <u><u>\$ 273,202,145</u></u> | <u><u>\$ 235,750,213</u></u> |

The accompanying notes are an integral part of these financial statements.

**UC Santa Barbara Foundation**  
**Statements of Revenues, Expenses and Changes in Net Position**  
**Years Ended June 30, 2019 and 2018**

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|   | <b>2019</b>           | <b>2018</b>           |
|---|-----------------------|-----------------------|
| <b>Operating revenues</b>                                       |                       |                       |
| Contributions   | \$ 18,253,313         | \$ 16,436,339         |
| Other revenue   | <u>126,376</u>        | <u>264,579</u>        |
| Total operating revenues  | <u>18,379,689</u>     | <u>16,700,918</u>     |
| <b>Operating expenses</b>                                       |                       |                       |
| General operations  | 4,123,924             | 3,466,949             |
| University programs and other designated disbursements          | <u>13,304,154</u>     | <u>14,598,074</u>     |
| Scholarships and awards   | <u>2,919,736</u>      | <u>2,981,309</u>      |
| Total operating expenses  | <u>20,347,814</u>     | <u>21,046,332</u>     |
| Operating loss  | <u>(1,968,125)</u>    | <u>(4,345,414)</u>    |
| <b>Non-operating revenues (expenses), net</b>                   |                       |                       |
| Realized/unrealized gains on investments, net                   | 16,925,262            | 15,927,894            |
| Interest and dividends, net                                     | <u>1,327,775</u>      | <u>1,362,798</u>      |
| Total non-operating revenues (expenses), net                    | <u>18,253,037</u>     | <u>17,290,692</u>     |
| Change in net position before permanent endowment contributions | <u>16,284,912</u>     | <u>12,945,278</u>     |
| <b>Other changes in net position</b>                            |                       |                       |
| Permanent endowment contributions                               | <u>21,167,020</u>     | <u>7,591,749</u>      |
| Change in net position  | 37,451,932            | 20,537,027            |
| <b>Net position</b>   |                       |                       |
| Beginning of year   | <u>235,750,213</u>    | <u>215,213,186</u>    |
| End of year   | <u>\$ 273,202,145</u> | <u>\$ 235,750,213</u> |

The accompanying notes are an integral part of these financial statements.

**UC Santa Barbara Foundation**  
**Statements of Cash Flows**  
**Years Ended June 30, 2019 and 2018**

|  | <b>2019</b>           | <b>2018</b>           |
|--|-----------------------|-----------------------|
| <b>Cash flows from operating activities</b>                                      |                       |                       |
| Receipts from contributions  | \$ 16,161,399         | \$ 14,326,439         |
| Payments to campus   | (16,223,890)          | (17,579,383)          |
| Payments to beneficiaries  | (1,523,067)           | (276,212)             |
| Payments for administrative expenses   | (4,123,924)           | (3,466,949)           |
| Other receipts, net  | <u>1,651,075</u>      | <u>592,183</u>        |
| Net cash used in operating activities  | <u>(4,058,407)</u>    | <u>(6,403,922)</u>    |
| <b>Cash flows from noncapital financing activities</b>                           |                       |                       |
| Private gifts for endowment purposes   | <u>8,570,750</u>      | <u>6,011,495</u>      |
| Net cash provided by non-capital financing activities                            | <u>8,570,750</u>      | <u>6,011,495</u>      |
| <b>Cash flows from investing activities</b>                                      |                       |                       |
| Proceeds from sale of investments  | 28,229,098            | 18,090,418            |
| Purchases of investments   | (33,806,025)          | (20,767,962)          |
| Interest and dividends on investments  | <u>1,327,775</u>      | <u>1,365,051</u>      |
| Net cash used in investing activities  | <u>(4,249,152)</u>    | <u>(1,312,493)</u>    |
| Net increase (decrease) in cash and cash equivalents                             | 263,191               | (1,704,920)           |
| Cash and cash equivalents – beginning of year                                    | <u>605,079</u>        | <u>2,309,999</u>      |
| Cash and cash equivalents – end of year  | <u>\$ 868,270</u>     | <u>\$ 605,079</u>     |
| <b>Reconciliation of operating loss to net cash used in operating activities</b> |                       |                       |
| Operating loss   | \$ (1,968,125)        | \$ (4,345,414)        |
| Adjustments to reconcile operating loss to net cash used in operating activities |                       |                       |
| Noncash gifts  | (5,133,550)           | (3,695,679)           |
| Changes in assets and liabilities  |                       |                       |
| Decrease (Increase) in other current assets                                      | 25                    | (25)                  |
| Decrease in accounts receivable  | 7,786                 | 68,087                |
| Decrease in pledges receivable   | 3,034,151             | 1,585,780             |
| Increase (Decrease) in accounts payable  | <u>1,306</u>          | <u>(16,671)</u>       |
| Net cash used in operating activities  | <u>\$ (4,058,407)</u> | <u>\$ (6,403,922)</u> |
| <b>Supplemental Disclosure of Noncash Gifts</b>                                  |                       |                       |
| Contributions of marketable securities   |                       |                       |
| Operating  | \$ 5,126,065          | \$ 3,693,426          |
| Endowment  | 12,603,755            | 1,580,255             |
| Charitable Remainder Annuity Trust   | -                     | 25,305,640            |

The accompanying notes are an integral part of these financial statements.

# **UC Santa Barbara Foundation**

## **Notes to Financial Statements**

**June 30, 2019 and 2018**

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### **1. Organization**

The UC Santa Barbara Foundation (“UCSBF” or “the Foundation”) is a not-for-profit organization formed in 1973 dedicated to providing to the University of California, Santa Barbara (“UCSB”) the financial benefits generated from its fund-raising efforts and investment earnings.

The Foundation is subject to the policies and procedures of the Regents of the University of California (“the Regents”). The Regents have established administrative guidelines for the Foundation with regard to the Foundation’s ability to conduct operations through its Policy on Campus Foundations. The Regents’ policy limits the ability of the Foundation to make certain expenditures and provides a general framework for its operations.

The Foundation is governed by a Board of Trustees, the membership of which includes the Chancellor of UCSB. The Foundation was established solely to support the mission of UCSB. Upon dissolution, liquidation or winding up of the Foundation, the assets remaining after payment, or provision for payment, of all debts and liabilities of the Foundation shall be distributed to the Regents for the benefit of UCSB, provided the Regents have maintained tax-exempt status under the Internal Revenue Code and relevant California laws. The Foundation is considered a governmental not-for-profit organization, subject to reporting under the Governmental Accounting Standards Board (GASB).

The Foundation is a component unit of the University of California (“UC”). Accordingly, its financial statements are included in the financial statements of UC as a discretely presented component unit, combined with the other UC campus foundations.

Funds raised through the Foundation on behalf of the Regents are made directly to the Regents and are not included in the accompanying financial statements. The Foundation provides financial support for various UCSB-related programs, including faculty research and teaching activities, student scholarships, equipment purchases and capital improvements. The Foundation transfers monies to UCSB, which assumes responsibility for actual disbursement.

### **2. Summary of Significant Accounting Policies**

A summary of the significant accounting policies applied in the preparation of the accompanying financial statements is presented below:

#### **(a) Basis of Accounting**

The accompanying financial statements have been prepared using U.S. generally accepted accounting principles, including all effective applicable statements of the GASB. The statements are prepared using the economic resources measurement focus and the accrual basis of accounting.

#### **(b) Cash Equivalents**

The Foundation considers all highly liquid investments with original maturities of three months or less to be cash equivalents.

#### **(c) Contributions and Pledges**

Pledges receivable and the corresponding revenue are recorded by the Foundation when they are verifiable, measurable, probable of collection, and all other applicable eligibility requirements have been met. Pledges receivable scheduled for collection within the next fiscal year are recorded as current assets. Long-term pledges are reflected in the financial statements at net

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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present value. Management has established an allowance for uncollectible contributions based on historical write-offs.

Contributions receivable represent unconditional promises to give by donors. Contributions receivable, other than endowment pledges, are recognized as contribution revenue in the period pledged as long as they are verifiable, measureable, probable of collection, and they meet the eligibility requirements specified by GASB33, *Accounting and Reporting for Nonexchange Transactions*. Endowment pledges are recognized as additions to the endowment at the time payment is received. Contributions which are expected to be collected during the next fiscal year are recorded at estimated net realizable value.

New pledges due beyond one year have been discounted at an annual rate of 2.4%, reflecting the fair value rate. Prior year pledges due beyond one year were discounted at annual rates varying between 1.2% and 1.6%.

### **(d) Investments**

The Foundation invests all of its investments in the Regents' managed investment pools with the exception of some residual alternative assets that are illiquid.

Investments consisted principally of investments in the Regents' Short Term Investment Pool ("STIP") and the UC Santa Barbara Foundation LTIP. The primary investment vehicle for the Foundation's LTIP is the General Endowment Pool ("GEP") managed by the Chief Investment Office in the UC Office of the President ("UCOP").

Short-term investments consist primarily of STIP. Short-term investments are reported at fair value. All endowment and trust investments are classified as non-current regardless of maturity due to restrictions limiting the Foundation's ability to use these investments.

Endowment funds are invested in accordance with the *Endowment Investment Spending Policies and Guidelines*, adopted by the Board of Trustees ("the Board"), and the Uniform Prudent Management of Institutional Funds Act (UPMIFA). Investment decisions are based on a long-term investment strategy, with an objective of maximizing the endowment portfolio's long-term total return (yield plus appreciation). The Investment Committee adopted the Regents' General Endowment Pool (GEP) investment policy statement and approved the revised UC Santa Barbara Investment Policy Guidelines on October 26, 2018.

Investments are measured and recorded at fair value. Securities are generally valued at the last sale price on the last business day of the fiscal year, as quoted on a recognized exchange or utilizing an industry standard pricing service, when available. Securities for which no sale was reported as of the close of the last business day of the fiscal year are valued at the quoted bid price of a dealer who regularly trades in the security being valued. Investments in non-exchange traded debt and equity investments are valued using inputs provided by independent pricing services or by broker/dealers who actively trade in these markets. Certain securities may be valued on a basis of a price provided by a single source.

Investments in registered investment companies are valued based upon the reported Net Asset Value (NAV) of those companies. The Foundation exercises due diligence in assessing the external managers' use of, and adherence to, fair value principles.

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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Investments also include private equities, absolute return funds, real estate, real assets and certain asset-backed securities. Private equities include venture capital partnerships and buyout funds. Fair values for interests in private equity, absolute return partnerships and real estate partnerships are based on valuations provided by the general partners of the respective partnerships. The valuations are primarily based on the NAV of the underlying investments and NAV is considered as a practical expedient for fair value. The NAV is reported by the external investment managers, including general partners, in accordance with their policies as described in their respective financial statements and offering memoranda. The most recent NAV is adjusted for capital calls, distributions and significant known valuation changes, if any, of its related portfolio through June 30, 2019 and June 30, 2018, respectively. The valuation of assets referenced above is consistent with the implementation standards of GASB Statement No. 72, *Fair Value Measurement and Application*.

The fair value of interests in certain direct investments in real estate are estimated based upon independent appraisals. Because the private equity, real estate and absolute return partnerships, along with direct investments in real estate, are not readily marketable and are generally less liquid, their estimated value is subject to uncertainty and, therefore, may differ significantly from the value that would be used had a ready market for such investments existed.

Estimates of the fair value of interests in externally held irrevocable trusts where the Foundation is the beneficiary of either the income or the remainder are based upon the present value of the expected future income or, if available, the Foundation's proportional interest in the fair value of the trust assets.

Investments denominated in foreign currencies are translated into U.S. dollar equivalents using year-end spot foreign currency exchange rates. Realized and unrealized gains and losses resulting from foreign currency changes are included in the Foundation's Statement of Revenues, Expenses and Changes in Net Position.

Gifts of securities are recorded based on fair value at the date of donation and are liquidated as soon as possible. Dividend income is recorded on the ex-dividend date and interest income is accrued as earned.

It is the goal of the Foundation that the total return from endowment investments should be adequate to meet the following objectives:

- Preserve investment capital and its purchasing power.
- Generate sufficient resources to meet spending needs (payout).
- Attain reasonable capital appreciation through prudent acceptance of risk to enhance the future purchasing power of the investment capital.

### **(e) Other Assets**

Other assets represent other receivables, prepaid expenses, and stock proceeds in transit.

### **(f) Beneficial interest in non-trustee split interest trusts**

The Foundation has been named the irrevocable beneficiary for several charitable remainder trusts for which the Foundation is not the trustee. Upon maturity of each trust, the beneficial remainder of the trust corpus will be transferred to the Foundation. The Foundation treats these irrevocable split-interest trusts according to GASB81.

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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### **(g) Investments Held in Charitable Remainder Unitrusts and Annuity Trusts**

The Foundation has been designated as the trustee for several charitable remainder trusts (the Trusts) and irrevocable unitrusts. The Trust agreements require that the Foundation make annual payments to the Trust beneficiaries, for which a liability is established. Upon the death of the beneficiaries or termination of the Trusts, as defined, the remaining assets of the Trusts will become available to the Foundation, as stipulated in the Trust agreements. Charitable Unitrusts are invested through an agreement with State Street Charitable Asset Management.

The Trusts are established by donors to provide income, generally for life, to designated beneficiaries. Each year, beneficiaries receive payments as specified in the trust agreement, a fixed payment (annuity trusts) or a percentage of the Trusts' fair value (standard unitrust). In FYE 2018, a \$25.3 million Charitable Remainder Annuity Trust (CRAT) was set up with the Foundation serving as trustee. The CRAT was funded with a transfer of marketable securities with a fair value of \$25.4 million. These funds and the subsequent interest earnings were then used by the CRAT to issue a single asset in the form of a note with the UC Regents, and to pay for the beneficiary distributions made prior to the note. For the year ended June 30, 2019, the CRAT distributed \$1.27 million to the beneficiaries. The debt service payments on this note cover the quarterly payments to the beneficiary and all administrative expenses of the CRAT for the twenty year duration of the CRAT. Should the donors both die prior to the twenty-year duration expiring, the unpaid balance to the donors shall be forgiven.

### **(h) Trust Liabilities**

Trust liabilities include the obligations related to irrevocable annuity and unitrust gifts made to the Foundation in which a designated beneficiary retains an interest in the gift as specified in the trust agreement. The Foundation is the trustee for these trusts. For these funds, a liability for the beneficiary payments is established representing the present value of estimated future beneficiary payments over the expected life of the life beneficiaries or term as designated in the trust agreement. The liability is calculated using standard gift annuity tables and applicable IRS guidelines. The difference between the fair value of the trust assets and the liability for beneficiary payments is recorded as deferred inflows of resources at date of gift.

### **(i) Deferred Inflows of Resources**

Deferred inflows of resources represent an acquisition of net position that apply to a future period. The Foundation classifies changes in irrevocable split-interest agreements as deferred inflows of resources. These amounts will be recognized as revenue at the termination of the split-interest agreements.

### **(j) Other Deferred Gifts**

Other than charitable remainder trusts, a deferred gift is recorded when a donor makes an immediate transfer of the remainder interest of an asset to the Foundation but the Foundation is not able to use the asset for the purposes set forth by the donor until subsequent periods. Upon the death of the donor, or as described in the agreement, the remainder interest of the asset will become contributions to the Foundation as stipulated in the agreement.

The Foundation has been notified of certain deferred gifts (intentions to give, interests in charitable annuity pools) from which it will receive assets. These deferred gifts, which are revocable, are not reflected in the accompanying financial statements.

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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### **(k) Classification of Current and Noncurrent Assets and Liabilities**

The Foundation considers assets to be current that can reasonably be expected, as part of normal business operations, to be converted to cash and be available for liquidation within 12 months of the statements of net position date. The Foundation considers liabilities to be current that reasonably can be expected, as part of normal business operations, to be liquidated within 12 months of the statements of net position date. All other assets and liabilities are considered to be noncurrent.

### **(l) Net Position**

Net position includes the following:

**Net investments in capital assets** – Net investments in capital assets are used to account for equipment, net of accumulated depreciation. Currently, the Foundation's capital assets are fully depreciated.

**Unrestricted** – Unrestricted net positions are net positions of the Foundation that are not subject to donor-imposed restrictions.

**Restricted, expendable** – Net positions of restricted, expendable funds relate to contributions designated by the donor for use by particular entities or programs or for specific purposes or functions of the UCSB. They also include funds functioning as endowments, which can be expended. Investment income and appreciation of endowment investments are classified as restricted expendable net position unless otherwise specified by the donor.

**Restricted, nonexpendable (endowment or otherwise permanently restricted)** – Restricted, nonexpendable net positions are used to account for net position that are subject to restrictions of gift instruments requiring, in perpetuity, that the principal be invested, and permitting only a certain amount of the annual return generated by the investment to be distributed (spending). The spending component of restricted net position, nonexpendable is classified as restricted net position, expendable as all investment return associated with these gifts is purpose-restricted.

When both restricted and unrestricted resources are available for use, generally it is the Foundation's policy to use restricted resources first and unrestricted resources only when they are needed.

### **(m) Classification of Revenues and Expenses**

Operating revenues and expenses are distinguished from non-operating items and generally result from providing services in connection with ongoing operations and stewardship of current funds.

The principal operating revenues are derived from gifts and other fundraising activities. Operating expenses include distributions to UCSB and administrative expenses.

Disbursements to UCSB also include distributions made to UCSB departments, academic or research units, or programs. These include expendable gift proceeds and payout of endowment investment income.

# **UC Santa Barbara Foundation**

## **Notes to Financial Statements**

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Other disbursements to UCSB include gift fees. Administrative expenses include management, administrative, and other operating expenses such as audit and accounting fees, cost of board of trustee meetings, and other similar expenses.

Non-operating revenues and expenses include investment income, interest and dividends, change in the fair value of investments, which consists of net realized gain (loss) on the sale of investments, and change in unrealized appreciation (depreciation) in the fair value of investments.

Current period gifts for permanent endowment purposes are classified as other changes in net position in the Statement of Revenues, Expenses and Changes in Net Position.

**(n) Income Tax Status**

The Foundation is an organization exempt from taxation under Section 501(c) (3) of the Internal Revenue Code and Section 23701d of the California Revenue and Taxation Code and is generally not subject to federal or state income taxes. However, the Foundation is subject to income taxes on any net income that is derived from a trade or business, regularly carried on, and not in furtherance of the purpose for which it is granted exemption. No income tax provision has been recorded as the net income, if any, from any unrelated trade or business, in the opinion of management, is not material to the basic financial statements taken as a whole.

**(o) Use of Estimates**

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make certain estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses and changes in net position during the reporting period. Actual results could differ from those estimates.

# UC Santa Barbara Foundation

## Notes to Financial Statements

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### 3. Cash and Investment Management

In accordance with GASB Statement No. 40, *Deposit and Investment Risk Disclosures*, ("GASB 40") the Foundation's investments are reported by investment type at fair value in the composition of investments below. GASB40 also requires the disclosure of various types of investment risks based on the type of investment, as well as stated policies adopted by the Foundation to manage those risks.

Cash and investments consist of the following as of June 30, 2019 and 2018:

|   | <b>2019</b>           | <b>2018</b>           |
|---|-----------------------|-----------------------|
| <b>Cash</b>   |                       |                       |
| Commercial banks  | \$ 868,270            | \$ 605,079            |
| Total cash  | <u>868,270</u>        | <u>605,079</u>        |
| <br><b>Investments</b>  |                       |                       |
| Equity securities   |                       |                       |
| Foreign   | \$ 147,733            | \$ 262,742            |
| Domestic  | 242,866               | 302,046               |
| Commingled funds  |                       |                       |
| Balanced funds  | 242,759,428           | 205,882,890           |
| Money market funds  | 15,587,344            | 12,339,777            |
| Charitable remainder unitrusts  | 4,489,586             | 4,839,137             |
| Other investments   | <u>1,642,802</u>      | <u>1,360,710</u>      |
| Total investments   | <u>264,869,759</u>    | <u>224,987,302</u>    |
| Total cash and investments  | <u>\$ 265,738,029</u> | <u>\$ 225,592,381</u> |
| Current assets – cash   | \$ 868,270            | \$ 605,079            |
| Current assets – short-term investments   | 15,450,444            | 12,339,777            |
| Noncurrent assets – investments (including assets of investments held in unitrusts) | <u>249,419,315</u>    | <u>212,647,525</u>    |
| Total cash and investments  | <u>\$ 265,738,029</u> | <u>\$ 225,592,381</u> |

The Foundation deposits and maintains cash in a commercial bank to meet its operating needs and transfers the excess funds as often as necessary to its primary investment account at UCOP.

The majority of the Foundation's investments are with the UC GEP and the UC STIP with the exception of some residual alternative investments which are either illiquid or where the sale of the asset in the secondary markets are not been beneficial to the Foundation.

The Foundation utilizes the following passively managed investment funds in a structure overseen and held in custody accounts at State Street Global Advisors and administered by State Street Charitable Asset Management: U.S. equity funds, Non-U.S. equity, U.S. bonds, and Real Estate Investment Trusts.

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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At the request of the trust beneficiaries, the Foundation may utilize a pre-approved set of other actively managed investment Funds. This alternative structure is also managed by State Street Global Advisors and administered by State Street Charitable Asset Management. This portfolio serves as a supplement to the passively managed core products referenced above in order to provide greater portfolio diversity. Only one trust is currently being administered in this fashion.

### 4. Endowment Payout

In 2009, the Foundation adopted the provisions contained in the Uniform Prudent Management of Institutional Funds Act (UPMIFA) in management of its endowment and similar funds. UPMIFA eliminates the concept of 'historic dollar value' and states that "the institution may appropriate for expenditure or accumulate so much of an endowment fund as the institution determines to be prudent for the uses, benefits, purposes, and duration for which the endowment fund is established." Under this approach, during fiscal years 2019 and 2018 the Foundation approved an endowment payout rate of 4.0% and 4.25% respectively of the 60-month rolling average fair values of the endowment as of December 31, 2017 and 2016, respectively. To the extent that net income earned (interest and dividends reduced by investment management fees) is less than the approved endowment payout, net gains are appropriated in order to meet the approved payout rate. Payouts are distributed to UCSB departments and units in September and March of the fiscal year.

For the years ended June 30, 2019 and 2018, the approved endowment payout comprised the following:

|                           | <b>2019</b>                | <b>2018</b>                |
|---------------------------|----------------------------|----------------------------|
| Investment income, net    | \$ 891,990                 | \$ 1,121,320               |
| Net gains                 | <u>5,088,535</u>           | <u>5,063,841</u>           |
| Approved endowment payout | <u><u>\$ 5,980,525</u></u> | <u><u>\$ 6,185,161</u></u> |

### 5. Change in the Fair Value of Investments

The change in the fair value of investment represents the difference between the fair value of the investments at the beginning of the fiscal year and the end of the fiscal year, taking into consideration investment purchases, sales, subscriptions, and redemptions. The calculation of realized gains and losses on the sale of investments is independent of the calculation of the net change in the fair value of investments. Realized gains and losses on investments that had been held more than one fiscal year and sold in the current year are included as a change in the fair value of investments reported in the current year and include transactions arising from sale of contributed assets and liquidation of investment accounts during the year.

The components of the change in fair value of investments are as follows for the fiscal years ended June 30, 2019 and 2018:

|   | <b>2019</b>                 | <b>2018</b>                 |
|---|-----------------------------|-----------------------------|
| Unrealized appreciation on investments, net | \$ 16,941,650               | \$ 15,924,064               |
| Realized (loss) gain on investments, net    | <u>(16,388)</u>             | <u>3,829</u>                |
| Realized/unrealized gain on investments     | <u><u>\$ 16,925,262</u></u> | <u><u>\$ 15,927,893</u></u> |

# UC Santa Barbara Foundation

## Notes to Financial Statements

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### 6. Investment Risk Factors

There are many factors that can affect the value of investments. Some, such as custodial risk, interest rate risk, concentration of credit risk, and foreign currency risk, may affect both equity and fixed income securities. Equity securities respond to such factors as economic conditions, individual company earnings performance, and market liquidity, while fixed income securities are particularly sensitive to credit risks and changes in interest rates.

#### (a) Credit Risk

Fixed income securities are subject to credit risk, which is the risk that a bond issuer will fail to pay interest or principal in a timely manner, or that negative perceptions of the issuer's ability to make these payments will cause security prices to decline. The circumstances may arise due to a variety of factors such as financial weakness, bankruptcy, litigation and/or adverse political developments. A bond's credit quality is an assessment of the issuer's ability to pay interest on the bond, and ultimately, to pay the principal. Credit quality is evaluated by one of the independent bond rating agencies such as Moody's Investors Service or Standard & Poor's.

The lower the rating is, the greater the chance that the bond issuer will default or fail to meet its payment obligations. Generally, the lower a bond's credit rating the higher its yield should be to compensate for the additional risk.

Certain fixed income securities, including obligations of the U.S. government or those explicitly guaranteed by the U.S. government, are not considered to carry credit risk. The Foundation's investment in STIP is considered to be an investment in an external fixed income investment pool that is "unrated." Note that this investment falls within the Foundation's *Investment Policy Guidelines*.

The credit risk profile for fixed income and comingled money market securities at June 30, 2019 and 2018 is as follows:

|   | 2019                        | 2018                        | Credit Rating |
|---|-----------------------------|-----------------------------|---------------|
| US government guaranteed                  | \$ -                        | \$ 83,763                   | AAA           |
| Other US dollar denominated               | -                           | 305                         | not rated     |
| Money market funds                        | <u>15,587,344</u>           | <u>12,339,777</u>           | not rated     |
| <b>Total funds subject to credit risk</b> | <b><u>\$ 15,587,344</u></b> | <b><u>\$ 12,423,845</u></b> |               |

#### (b) Custodial and Counterparty Credit Risk

Custodial credit risk is the risk that in the event of the failure of the custodian, the Foundation's investments may not be returned.

Substantially, all of the Foundation's investments are registered in the custodian's nominee name for the benefit of the Foundation. The majority of trust assets are held in the street name of the custodian for the benefit of Foundation. Other types of investments represent ownership interests not subject to custodial credit risk.

In the course of investing the portfolio, the Foundation may be exposed to counterparty risk, which is the risk that either party may fail to meet their obligations in a contractual arrangement. Counter party risks are considered at the time of investment, and are not believed to materially impact the financial position of the Foundation.

# UC Santa Barbara Foundation

## Notes to Financial Statements

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Although the Foundation does not have a specific policy addressing custodial risk, substantially all of the Foundation's endowment investment assets (98%) are invested with the various investment pools overseen by the UC Chief Investment Officer which complies with the risk guidelines for GEP and STIP as approved by the Regents. These pools are considered to be investments in external pools and are not exposed to custodial credit risk because their existence is not evidenced by securities that exist in physical or book entry form. Similarly, the investment accounts held at State Street Global Advisors are also externally managed pools and the assets are held in custody or trust and would not be available to State Street Global Advisor's creditors because they are excluded from the assets of the custodian and as such the custodial risk is remote.

The Foundation minimizes cash balances by sweeping available balances into investment accounts on a regular basis. The majority of the cash balance not invested is maintained in STIP.

### **(c) Concentration of Credit Risk**

Concentration of credit risk is the risk of loss associated with a lack of diversification, such as having substantial investments in a few individual issuers, thereby exposing the organization to greater risks resulting from adverse economic, political, regulatory, geographic, or credit developments affecting any one investment. Though the Foundation's investment guidelines do not address concentration of credit risk, the Foundation is cognizant of this risk and is diversified in its asset allocation.

### **(d) Interest Rate Risk**

Interest rate risk is the risk that the value of securities will decline with rising interest rates. In particular, market prices of fixed income securities with a longer time to maturity, measured by effective duration, tend to be more sensitive to changes in interest rates and, therefore, more volatile than those with shorter durations.

In an environment in which interest rates decline, the fixed income portfolio is subject to reinvestment risk as well. As higher yielding securities mature, reinvestment may yield a lower return.

The Foundation's short-term investments are primarily held in STIP. There is no restriction on the weighted average maturity of the portfolio as it is managed relative to the maturity structure of the liabilities, that is, the liquidity demands of the Foundation. The nature and maturity of individual securities in the STIP allow for the use of weighted average maturity as an effective risk management tool. The Foundation periodically reviews the investment policy to address interest rate risk in its fixed income portfolio.

The effective duration (in years) of the Foundation's fixed income securities at June 30, 2019 and 2018 is as follows:

|                                    | <b>2019</b><br><b>Fair Value</b> | <b>Effective<br/>Duration</b> | <b>2018</b><br><b>Fair Value</b> | <b>Effective<br/>Duration</b> |
|------------------------------------|----------------------------------|-------------------------------|----------------------------------|-------------------------------|
| Non-U.S. bond funds                | \$ -                             | N/A                           | \$ 305                           | 0.00 years                    |
| Money market funds                 | 15,587,344                       | 1.18 years                    | 12,339,777                       | 2.01 years                    |
| Externally held irrevocable trusts | 4,489,586                        | 5.63 years                    | 29,791,792                       | 5.70 years                    |

# UC Santa Barbara Foundation

## Notes to Financial Statements

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### (e) Foreign Currency Risk

Foreign currency risk is the possibility that changes in exchange rates between the U.S. dollar and foreign currencies could adversely affect a deposit or investment's fair value. The Foundation, via its investment in the STIP, has no exposure to foreign currency risk. The Foundation's LTIP asset allocation policy includes an allocation to non-U.S. securities that incurs foreign currency risk. The Foundation also has foreign currency exposure through its non-US equity investments managed by State Street Global Advisors.

The components in the foreign currency risk profile assumed in direct investments by the Foundation as of June 30, 2019 and 2018 are as follows:

|   | <b>2019</b>       | <b>2018</b>       |
|---|-------------------|-------------------|
| <b>Equity Securities</b>                |                   |                   |
| Canadian Dollar                         | <u>\$ 147,733</u> | <u>\$ 262,742</u> |
| Total exposure to foreign currency risk | <u>\$ 147,733</u> | <u>\$ 262,742</u> |

### (f) Alternative Investment Risks

Alternative investments are defined as marketable alternatives (hedge funds, including absolute return and long/short equity strategies), limited partnerships, private equity, venture capital, and private real estate funds. Alternative investments include ownership interests in a wide variety of vehicles including partnerships and corporations that may be domiciled in the United States or offshore. Generally, there is little or no regulation of these investment vehicles by the Securities and Exchange Commission or the applicable state agencies. The underlying investments may be leveraged to enhance the total investment return and may include financial assets such as marketable securities, nonmarketable securities, derivatives, and other synthetic and structured instruments as well as tangible and intangible assets. Generally, these alternative investments do not have a ready market and ownership interests in these investment vehicles may not be traded without the approval of the general partner or fund manager. These investments are subject to the risks generally associated with equities and fixed income instruments with additional risks due to leverage and the lack of a ready market for acquisition or disposition of ownership interests.

### (g) Fair Value

Fair value is defined in the accounting standards as the price that would be received when selling an asset or paying to transfer a liability in an orderly transaction between market participants at the measurement date. Assets and liabilities reported at fair value are organized into a hierarchy based on the levels of inputs observable in the marketplace that are used to measure fair value. Inputs are used in applying the various valuation techniques and take into account the assumptions that market participants use to make valuation decisions. Inputs may include price information, credit data, liquidity statistics, and other factors specific to the financial instrument. Observable inputs reflect market data obtained from independent sources. In contrast, unobservable inputs reflect the entity's assumptions about how market participants would value the financial instrument.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The following describes the hierarchy of inputs used to measure fair value and the primary valuation methodologies used for financial instruments measured at fair value on a recurring basis:

# **UC Santa Barbara Foundation**

## **Notes to Financial Statements**

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Level 1 – Prices based on unadjusted quoted prices in active markets that are accessible for identical assets or liabilities are classified as Level 1. Level 1 investments include equity securities, mutual funds and other publicly traded securities.

Level 2 – Quoted prices in the markets that are not considered to be active, dealer quotations, or alternative pricing sources for similar assets or liabilities for which all significant inputs are observable, either directly or indirectly are classified as Level 2. Level 2 investments include fixed- or variable-income securities, commingled funds, certain derivatives and other assets that are valued using market information.

Level 3 – Investments and other assets classified as Level 3 have significant unobservable inputs, as they trade infrequently or not at all. The inputs into the determination of fair value of these investments and other assets are based upon the best information in the circumstance and may require significant management judgment. Level 3 financial instruments include private equity investments, real estate, charitable remainder annuity trust, and split interest agreements.

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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**Net Asset Value (NAV)** – Investments measured at NAV, which is considered a practical expedient for fair value, are excluded from the fair value hierarchy. Investments in non-governmental entities that do not have a readily determinable fair value may be valued at NAV. Investments measured at NAV include hedge funds, private equity investments, and commingled funds.

**Not Leveled** – Cash and cash equivalents are not measured at fair value and, thus, are not subject to the fair value disclosure requirements.

The following tables summarize the investments and other assets reported at fair value within the fair value hierarchy as of June 30, 2019:

|                                |                   | Quoted<br>Prices in<br>Active<br>Markets | Other<br>Observable<br>Inputs | Unobservable<br>Inputs | Net Asset<br>Value |
|--------------------------------|-------------------|--|-------------------------------|------------------------|--------------------|
| <i>(In thousands)</i>          | Total             | (Level 1)                                | (Level 2)                     | (Level 3)              | (NAV)              |
| Equity securities              | \$ 527            | \$ 527                                   | \$ -                          | \$ -                   | \$ -               |
| Commingled funds               | 258,210           | -  | -                             | -                      | 258,210            |
| Charitable Remainder Unitrusts | 4,490             | 4,490                                    | -                             | -                      | -                  |
| Other investments              | 1,643             | -  | -                             | -                      | 1,643              |
| <b>Total investments</b>       | <b>\$ 264,870</b> | <b>\$ 5,017</b>                          | <b>\$ -</b>                   | <b>\$ -</b>            | <b>\$ 259,853</b>  |

  

|   |           | Quoted<br>Prices in<br>Active<br>Markets | Other<br>Observable<br>Inputs | Unobservable<br>Inputs | Net Asset<br>Value |
|---|-----------|--|-------------------------------|------------------------|--------------------|
| <i>(In thousands)</i>                   | Total     | (Level 1)                                | (Level 2)                     | (Level 3)              | (NAV)              |
| Assets held in Charitable Annuity Trust | \$ 24,547 | \$ 0                                     | \$ -                          | \$ 24,547              | \$ 0               |

The following tables summarize the investments and other assets reported at fair value within the fair value hierarchy as of June 30, 2018:

|                                |                   | Quoted<br>Prices in<br>Active<br>Markets | Other<br>Observable<br>Inputs | Unobservable<br>Inputs | Net Asset<br>Value |
|--------------------------------|-------------------|--|-------------------------------|------------------------|--------------------|
| <i>(In thousands)</i>          | Total             | (Level 1)                                | (Level 2)                     | (Level 3)              | (NAV)              |
| Equity securities              | \$ 565            | \$ 565                                   | \$ -                          | \$ -                   | \$ -               |
| Commingled funds               | 218,223           | -  | -                             | -                      | 218,223            |
| Charitable Remainder Unitrusts | 4,839             | 4,839                                    | -                             | -                      | -                  |
| Other investments              | 1,360             | -  | -                             | -                      | 1,360              |
| <b>Total investments</b>       | <b>\$ 224,987</b> | <b>\$ 5,404</b>                          | <b>\$ -</b>                   | <b>\$ -</b>            | <b>\$ 219,583</b>  |

  

|   |           | Quoted<br>Prices in<br>Active<br>Markets | Other<br>Observable<br>Inputs | Unobservable<br>Inputs | Net Asset<br>Value |
|---|-----------|--|-------------------------------|------------------------|--------------------|
| <i>(In thousands)</i>                   | Total     | (Level 1)                                | (Level 2)                     | (Level 3)              | (NAV)              |
| Assets held in Charitable Annuity Trust | \$ 24,878 | \$ 0                                     | \$ -                          | \$ 24,878              | \$ 0               |

# UC Santa Barbara Foundation

## Notes to Financial Statements

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The Foundation uses the NAV as a practical expedient (a) to determine the fair value of all the underlying investments which do not have a readily determinable fair value and (b) to prepare their financial statements consistent with the measurement principles of an investment company or entities that have the attributes of an investment company. The following table lists investments by major category for the year ending June 30, 2019 and 2018, respectively:

| FYE 2019 (IN THOUSANDS)       | FAIR VALUE DETERMINED USING NAV | UNFUNDED COMMITMENTS | REDEMPTION TERMS AND RESTRICTIONS |
|-------------------------------|---------------------------------|----------------------|-----------------------------------|
| <b>COMMINGLED FUNDS</b>       |                                 |                      |                                   |
| UC GEP                        | \$ 238,188                      | \$ -                 | 30 day notice                     |
| UC STIP                       | 15,450                          | -                    | Daily liquidity                   |
| GOLDMAN SACHS                 | 4,572                           | 1,827                | Not applicable                    |
| <b>TOTAL COMMINGLED FUNDS</b> | <b>\$ 258,210</b>               | <b>\$ 1,827</b>      |                                   |

|                                |                 |               |                |
|--------------------------------|-----------------|---------------|----------------|
| <b>OTHER INVESTMENTS</b>       |                 |               |                |
| FARALLON                       | \$ 192          | \$ -          | Not applicable |
| LEXINGTON                      | 1,451           | 441           | Not applicable |
| <b>TOTAL OTHER INVESTMENTS</b> | <b>\$ 1,643</b> | <b>\$ 441</b> |                |

| FYE 2018 (IN THOUSANDS)       | FAIR VALUE DETERMINED USING NAV | UNFUNDED COMMITMENTS | REDEMPTION TERMS AND RESTRICTIONS |
|-------------------------------|---------------------------------|----------------------|-----------------------------------|
| <b>COMMINGLED FUNDS</b>       |                                 |                      |                                   |
| UC GEP                        | \$ 200,533                      | \$ -                 | 30 day notice                     |
| UC STIP                       | 12,340                          | -                    | Daily liquidity                   |
| GOLDMAN SACHS                 | 5,350                           | 2,409                | Not applicable                    |
| <b>TOTAL COMMINGLED FUNDS</b> | <b>\$ 218,223</b>               | <b>\$ 2,409</b>      |                                   |

|                                |                 |                 |                |
|--------------------------------|-----------------|-----------------|----------------|
| <b>OTHER INVESTMENTS</b>       |                 |                 |                |
| FARALLON                       | \$ 243          | \$ -            | Not applicable |
| LEXINGTON                      | 1,117           | 1,012           | Not applicable |
| <b>TOTAL OTHER INVESTMENTS</b> | <b>\$ 1,360</b> | <b>\$ 1,012</b> |                |

# UC Santa Barbara Foundation

## Notes to Financial Statements

June 30, 2019 and 2018

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### 7. Pledges Receivable

Included in pledges receivable at June 30, 2019 and 2018 are the following unconditional promises to give:

|  | <b>2019</b>          | <b>2018</b>          |
|--|----------------------|----------------------|
| <b>Amount due in</b>                       |                      |                      |
| Less than one year                         | \$ 6,408,073         | \$ 9,151,556         |
| One to five years                          | 8,251,804            | 8,084,262            |
| Due after five years                       | <u>250,000</u>       | <u>250,000</u>       |
| Subtotal                                   | <u>14,909,877</u>    | <u>17,485,818</u>    |
| Unamortized discount                       | (511,632)            | (325,382)            |
| <b>Allowance for uncollectible amounts</b> |                      |                      |
| Current                                    | (1,089,656)          | (1,149,022)          |
| Noncurrent                                 | <u>(1,319,821)</u>   | <u>(988,495)</u>     |
| Total allowance                            | <u>(2,409,477)</u>   | <u>(2,137,517)</u>   |
| Net pledges receivable                     | <u>\$ 11,988,768</u> | <u>\$ 15,022,919</u> |
| Current pledges receivable                 | \$ 5,318,417         | \$ 8,002,534         |
| Noncurrent pledges receivable              | <u>6,670,351</u>     | <u>7,020,385</u>     |
| Net pledges receivable                     | <u>\$ 11,988,768</u> | <u>\$ 15,022,919</u> |

New pledges due beyond one year have been discounted at an annual rate of 2.4%, reflecting the fair value rate. Prior year pledges due beyond one year were discounted at annual rates varying between 1.2% and 1.6%.

### 8. Related Parties Administrative Cost Recovery and Fees

The Foundation supports UCSB and has the following organizational relationship with UCSB:

#### (a) Administrative Costs

The Foundation has a Board of Trustees, and designated officers; however, the Foundation does not have any employees. All of the Foundation's functions and activities are conducted by employees of UCSB. UCSB employees serving Foundation functions are covered by the Regents' pension plan and post-retirement health care plan. In addition, UCSB provides facility use and maintenance, data processing, all required insurance and other services to the Foundation.

The costs attributable to these services are derived based upon the direct support activities provided to the Foundation as determined by the Chief Financial Officer and totaled \$1,489,312 for FYE 2019 and \$1,422,701 for FYE 2018. These costs are covered in large part by the endowment investment management fee transfer referenced below that covers the Foundation Investment Management and Accounting staff costs. The net portion being funded by the campus is \$477,461 for FYE 2019 and \$474,268 for FYE 2018 when including all transfer of funds that supports Foundation operations. The remaining increment is funded through the general campus budget process.

# **UC Santa Barbara Foundation**

## **Notes to Financial Statements**

**June 30, 2019 and 2018**

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### **(b) Gift and Endowed Cost Recovery Fees**

An annual Endowment Investment Management fee is assessed on all endowment funds and funds functioning as endowments managed by the Foundation. In FYE 2019 this rate decreased to 50 basis points from the 55 basis points in FYE 2018. Endowment Investment Management fees charged by the Foundation totaled \$1,011,851 and \$948,434, for FYE 2019 and FYE 2018, respectively. This charge is paid out of dividend and interest earnings in LTIP. In both FYE 2019 and FYE 2018, this money was transferred to UCSB to cover the Foundation's investment management and accounting costs. The relevant transactions are reflected in the statement of revenues, expenses and changes in net position.

In FYE 2019, \$1,861,488 in administrative fees were transferred to campus. In FYE 2018, \$1,243,101 in administrative fees were transferred to campus.

### **(c) Interest on Short-Term Investments**

To offset a portion of the Campus' indirect costs related to the processing, accounting and expenditures of gift funds, the investment earnings on assets held in the STIP are set aside by the Foundation in a current use fund. These monies are then transferred to campus to cover a portion of the salary and benefit costs of UC employees that expend funds gifted through the Foundation to the campus. For FYE 2019 and FYE 2018, \$387,732 and \$197,941 were transferred to campus, respectively.

## **9. Subsequent Events**

The Foundation has evaluated subsequent events from the net position date through September 16, 2019, the date which the financial statements were available to be issued, and determined there are no items to disclose.