Financial Statements and Report of Independent Certified Public Accountants

The Philadelphia Theological Seminary of St. Charles Borromeo

June 30, 2016 and 2015

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Report of Independent Certified Public Accountants

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Report on the financial statements

We have audited the accompanying financial statements of The Philadelphia Theological Seminary of St. Charles Borromeo, which comprise the statements of financial position as of June 30, 2016 and 2015, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these 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.

Auditor's responsibility

Our responsibility is to express an opinion on these 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 the auditor's 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, the auditor considers internal control relevant to the entity'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 entity'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 financial position of The Philadelphia Theological Seminary of St. Charles Borromeo as of June 30, 2016 and 2015, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

November 14, 2016

Grant Thornton LLP

STATEMENTS OF FINANCIAL POSITION

June 30,

	2016	2015
Assets		
Cash and cash equivalents	\$ 5,147,280	\$ 3,533,486
Accounts receivable, students	90,574	2,550
Accounts receivable, other	-	292,388
Accounts receivable, Archdiocese of Philadelphia, net	46,158	273,722
Prepaid expenses	97,929	80,742
Investments	16,458,781	17,089,698
Restricted cash - letter of credit	240,682	240,200
Restricted cash - Priest alumni fund	85,389	75,389
Restricted cash - Seminarian tuition assistance	156,109	128,048
Property and equipment, net	8,884,274	9,558,744
Beneficial interest in perpetual trusts	1,526,122	1,652,344
Beneficial interest in charitable trusts	120,262	123,979
Beneficial interest in Foundation	332,565	333,826
Total assets	\$ 33,186,125	\$ 33,385,116
Liabilities		
Accounts payable and accrued expenses	\$ 802,080	\$ 778,504
Deferred revenue	98,833	99,272
Capital leases payable	102,643	25,858
Charitable gift annuities payable	122,212	317,736
Deferred interest	101,000	99,057
Note payable	2,013,321	2,202,093
Conditional asset retirement obligation	8,635,198	8,303,075
Total liabilities	11,875,287	11,825,595
Net assets		
Unrestricted	3,350,408	3,258,860
Temporarily restricted	2,009,736	1,797,760
Permanently restricted	15,950,694	16,502,901
Total net assets	21,310,838	21,559,521
Total liabilities and net assets	\$ 33,186,125	\$ 33,385,116

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

STATEMENT OF ACTIVITIES

Year ended June 30, 2016

	Unrestricted	Temporarily restricted	Permanently restricted	Total
Revenues				
Tuition and fees	\$ 3,213,220	\$ -	\$ -	\$ 3,213,220
Less: student aid	326,135			326,135
Net tuition and fees	2,887,085	-	-	2,887,085
Contributions	4,678,006	85,575	57,359	4,820,940
Contributed services	733,260	-	-	733,260
Investment income	11,568	26,264	254,096	291,928
Other income	808,682	-	-	808,682
Sale of artwork and rare books	806,267	-	-	806,267
Auxiliary enterprises				
Cafeteria	1,088,100	-	-	1,088,100
Dormitory	564,724	-	-	564,724
Net depreciation in fair value of investments	(2,922)	(15,191)	(283,107)	(301,220)
Realized losses	(8,252)	(2,479)	(36,556)	(47,287)
Change in charitable gift annuities	195,524	-	-	195,524
Net assets released from restrictions	426,192	117,807	(543,999)	
Total revenues, gains (losses) and other support	12,188,234	211,976	(552,207)	11,848,003
Expenses				
Program services				
Instruction	1,349,334	-	-	1,349,334
Academic support	1,839,661	-	-	1,839,661
Student services	596,901	-	-	596,901
Management and general		-	-	
Operations and maintenance	3,796,866	-	-	3,796,866
Institutional support	3,839,934	-	-	3,839,934
Auxiliary enterprises	673,990			673,990
Total expenses	12,096,686			12,096,686
Change in net assets	91,548	211,976	(552,207)	(248,683)
Net assets				
Beginning of year	3,258,860	1,797,760	16,502,901	21,559,521
End of year	\$ 3,350,408	\$ 2,009,736	\$ 15,950,694	\$ 21,310,838

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

STATEMENT OF ACTIVITIES

Year ended June 30, 2015

	Unrestricted	Temporarily restricted	Permanently restricted	Total
Revenues, gains (losses) and other support				
Tuition and fees	\$ 2,752,785	\$ -	\$ -	\$ 2,752,785
Less: student aid	336,112		<u>-</u>	336,112
Net tuition and fees	2,416,673	-	-	2,416,673
Contributions	5,020,920	222,435	130,478	5,373,833
Contributed services	532,422	-	-	532,422
Investment income	14,218	31,406	297,479	343,103
Other income	636,375	-	-	636,375
Sale of artwork	1,862,000	-	-	1,862,000
Auxiliary enterprises				
Cafeteria	936,260	-	-	936,260
Dormitory	503,385	_	_	503,385
Capital contributions - related party - Heritage of Faith	1,641,045	_	-	1,641,045
Net depreciation in fair value of investments	(137,493)	(225,295)	(2,764,298)	(3,127,086)
Realized gains	144,051	245,981	2,766,080	3,156,112
Change in charitable gift annuities	99,237	-	-	99,237
Net assets released from restrictions	729,908	(167,103)	(562,805)	
Total revenues, gains (losses) and other support	14,399,001	107,424	(133,066)	14,373,359
Expenses				
Program services				
Instruction	1,440,858	-	-	1,440,858
Academic support	1,720,468	-	-	1,720,468
Student services	486,295	-	-	486,295
Management and general	,			,
Operations and maintenance	3,763,734	-	-	3,763,734
Institutional support	3,274,984	-	-	3,274,984
Auxiliary enterprises	631,261			631,261
Total expenses	11,317,600			11,317,600
Change in net assets	3,081,401	107,424	(133,066)	3,055,759
Net assets				
Beginning of year	177,459	1,690,336	16,635,967	18,503,762
End of year	\$ 3,258,860	\$ 1,797,760	<u>\$ 16,502,901</u>	\$ 21,559,521

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

STATEMENTS OF CASH FLOWS

Year ended June 30,

	2016	2015
Cash flows from operating activities		
Change in net assets	\$ (248,683)	\$ 3,055,759
Adjustments to reconcile change in net assets to net cash		
provided by operating activities		
Depreciation	1,600,401	1,579,385
Net depreciation in fair value of investments	301,220	3,127,086
Net depreciation in beneficial interest in trusts	131,200	39,152
Realized losses (gains) on investments	47,287	(3,156,112)
Gain on sale of artwork	(806,267)	(1,862,000)
Changes in operating assets and liabilities		
Restricted cash	(38,543)	(54,760)
Accounts receivable, students	(88,024)	5,089
Accounts receivable, other	292,388	(253,208)
Prepaid expenses	(17,187)	(15,198)
Related party receivables/payables	227,564	(28,679)
Annuities payable	(195,524)	(92,126)
Accounts payable and accrued expenses	23,576	(166,163)
Deferred interest	1,943	4,175
Deferred revenues	(439)	4,107
Net cash provided by operating activities	1,230,912	2,186,507
Cash flows from investing activities		
Purchase of land, building and equipment	(493,328)	(2,050,793)
Purchases and sales of investments, net	282,410	479,661
Sale of artwork and rare books	806,267	1,862,000
Cash paid to Foundation for beneficial interests		(333,826)
Net cash provided by (used in) investing activities	595,349	(42,958)
Cash flows from financing activities		
Payments on notes payable	(188,772)	(251,668)
Capital lease payments	(23,695)	(49,349)
Net cash used in financing activities	(212,467)	(301,017)
Net increase in cash and cash equivalents	1,613,794	1,842,532
Cash and cash equivalents		
Beginning of year	3,533,486	1,690,954
End of year	\$ 5,147,280	\$ 3,533,486

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

NOTES TO FINANCIAL STATEMENTS

June 30, 2016 and 2015

NOTE A - OPERATIONS OF THE SEMINARY

The Philadelphia Theological Seminary of St. Charles Borromeo (the "Seminary"), which is incorporated in the Commonwealth of Pennsylvania, operates for the benefit of the Roman Catholic community in general and the Roman Catholic Archdiocese of Philadelphia in particular. The Seminary's principal function is the academic and spiritual preparation of future priests. To fulfill this objective, the Seminary operates a four-year liberal arts college and a four-year school of theology.

Other educational programs which have been developed for summer and evening students are provided by the Graduate School of Theology Division.

NOTE B - SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Presentation

The financial statements of the Seminary have been prepared on the accrual basis of accounting.

Resources are reported for accounting purposes in separate classes of net assets based on the existence or absence of donor-imposed restrictions. In the accompanying financial statements, net assets that have similar characteristics have been combined into similar categories as follows:

- Unrestricted Net assets that are not subject to donor-imposed stipulations. Unrestricted net assets may be
 designated for specific purposes by action of the Board of Trustees or may otherwise be limited by
 contractual agreements with outside parties.
- Temporarily restricted Net assets whose use by the Seminary is subject to donor-imposed stipulations that
 can be fulfilled by actions of the Seminary pursuant to those stipulations or that expire by the passage of
 time.
- Permanently restricted Net assets subject to donor-imposed stipulations that they be maintained permanently by the Seminary. Generally, the donors of these assets permit the Seminary to use all or part of the investment return on these assets. Such assets primarily include the Seminary's permanent endowment funds.

Expenses are generally reported as decreases in unrestricted net assets. Expirations of donor-imposed stipulations that simultaneously increase one class of net assets and decrease another are reported as reclassifications between the applicable classes of net assets.

Contributions and investment return with donor-imposed restrictions that are met in the same year as received are recorded as unrestricted revenues. Other contributions and investment return are classified as temporarily restricted if the purpose of the contribution has yet to be specified by the donor.

Contributions restricted for the acquisition of land, buildings and equipment are reported as temporarily restricted revenues. These contributions are reclassified to unrestricted net assets upon acquisition of the assets.

June 30, 2016 and 2015

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - Continued

2. Cash and Cash Equivalents

The Seminary considers all unrestricted highly liquid investments with an original maturity of three months or less, and that are not held as components of its respective investment portfolio, to be cash equivalents. At June 30, 2016 and 2015, cash equivalents consisted principally of money market funds. The carrying amount approximates fair value.

3. Allowance for Doubtful Accounts

The allowance for doubtful accounts for student and other receivables are provided based upon management's judgment, including such factors as prior collection history and the type of receivable. The Seminary writes off receivables when they become uncollectible, and payments subsequently received on such receivables are credited to the allowance for doubtful accounts. At June 30, 2016 and 2015, management believes an allowance for doubtful accounts is not needed.

4. Deferred Revenue

Deferred revenue relates to tuition, deposits and other payments for the upcoming summer semester received prior to fiscal year end.

5. <u>Investments</u>

On April 30, 2015, Trustee Accounts previously held in the Non-Pension Assets Portfolio (the "NPAP") were liquidated and re-invested with two publicly traded SEI Catholic Values public mutual funds. The Catholic Values Equity Fund and the Catholic Values Fixed Income Fund ("Catholic Values Funds") provide Catholic institutions with high-quality products that align with their core values, without sacrificing diversification or return potential. Specifically, the funds align with the investment directives set forth by the United States Conference of Catholic Bishops ("USCCB"). The Archdiocese of Philadelphia appointed SEI Private Trust Company to act as custodian (the "Custodian") of the Trustee Accounts. The investment in the Trustee Accounts and other investments are reported at fair value.

Realized gains and losses are reported to the participant monthly. Gains and losses created at the participant level due to sales are recorded in the specific participant accounts. Unrealized gains and losses are included in the statements of activities as net depreciation in fair value of investments.

Fair value for investments held outside of the SEI Investment Portfolio is determined as more fully described in the fair value measurements footnote (see Note E). Management is responsible for the fair value measurement of investments reported in the financial statements and believes the reported values are reasonable. Realized gains and losses on securities sold are determined using the specific identification method. For securities owned at the end of the year, the difference between the original cost and fair value represents unrealized gain (loss) on investments.

June 30, 2016 and 2015

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - Continued

6. Beneficial Interest in Perpetual Trusts

The Seminary is the sole beneficiary of a perpetual charitable trust established by John Creahan and is a beneficiary of a share in the perpetual charitable trusts established by Jeremiah J. Harrigan, Anthony P. Falcone, Joseph L. Anderjko and the Moroney Family Trust. The supporting charitable trusts require the income to be used by the Seminary to assist in the educational cost of Seminary students. The Seminary's beneficial interest in the supporting charitable trusts is recorded at the fair value of the assets underlying the trusts of \$1,526,122 and \$1,652,344 at June 30, 2016 and 2015, respectively. Various financial institutions serve as trustees for the charitable trusts.

The underlying investments of the beneficial interest in the supporting charitable trusts consist of mutual funds and fixed income and equity securities.

7. Beneficial Interest in Charitable Trusts

The Seminary is a beneficiary of a share in the charitable trusts established by Francis J. McElory and Margaret Chinnici. The charitable trusts are available to be used for unrestricted operations upon certain time restrictive purposes. The Seminary's beneficial interests in the charitable trusts are recorded at the fair value of the assets underlying the trusts of \$120,262 and \$123,979 at June 30, 2016 and 2015, respectively.

The underlying investments of the beneficial interest in the charitable trusts consist of mutual funds and fixed income and equity securities.

8. Beneficial Interest in Foundation

The Seminary contributed certain funds to an outside foundation and named itself as the sole beneficiary of The Cardinal Foley Chair Endowment Fund ("Endowment Fund") and The Cardinal Foley Chair Program Fund ("Program Fund") held by an outside Foundation. The Endowment Fund requires the income to be used by the Seminary for the exclusive purposes of maintaining The John Cardinal Foley Chair for Homiletics and Social Communications. The Program Fund requires the income to be used by the Seminary for the exclusive purposes of maintaining The John Cardinal Foley Chair for Homiletics and Social Communications and renovations. The renovation funds shall be distributed as required to design and furnish all necessary equipment for the new Homiletics room but may not exceed \$100,000. The Seminary's beneficial interest in the Foundation is recorded at the fair market value of the assets underlying the Endowment Fund of \$82,546 and Program Fund of \$250,019. The Endowment Fund and the Program Fund are recorded as temporarily restricted net assets in accordance with the restrictions of the original donors.

The underlying investments of the beneficial interest in Foundation consist of mutual funds and fixed income and equity securities.

June 30, 2016 and 2015

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - Continued

9. Buildings and Equipment

Buildings and equipment acquisitions are recorded at cost. Depreciation is recognized over the estimated useful life of the asset, which ranges from 3 to 40 years, depending on the asset's classification. Depreciation expense is computed using the straight-line method. Equipment under capital lease obligations is amortized on the straight-line method over the shorter period of the lease term or the estimated useful life of the equipment. Such amortization is included in the depreciation total in the financial statements.

10. Charitable Gift Annuities Payable

The Seminary enters into gift annuities, whereby the Seminary receives assets which are recorded at fair value when received. The assets of \$95,822 and \$231,434 are included in the NPAP at June 30, 2016 and 2015, respectively. Periodic annuity payments are made to the donor until the donor's death. Upon receipt of the assets, a liability is recorded at the present value of the estimated future payments to be distributed over the donor's and/or other beneficiaries' expected life, based on the GAM-2000 Mortality Tables and discount rates set when the annuity agreement is established, and range between 3.08% and 6.17%. The liability at June 30, 2016 and 2015 is \$122,212 and \$317,736, respectively.

11. Conditional Asset Retirement Obligation

The Seminary has recognized the cost associated with the eventual remediation and abatement of asbestos and other regulated substances located within the construction of the Seminary's real estate and campus or physical plant. The cost of the abatement was estimated by a third-party firm that conducted a survey for asbestos identification and prepared contractor estimates for the cost of potential remediation consistent with management's future remediation plans. As of June 30, 2016 and 2015, the conditional asset retirement liability is \$8,635,198 and \$8,303,075, respectively. Included in the balance at June 30, 2016 and 2015 is \$332,123 and \$319,349, respectively, for the accretion of interest. There were no new liabilities related to conditional asset retirement obligations recognized during the years ended June 30, 2016 and 2015.

The Seminary considers a conditional asset retirement an obligation that includes a legal obligation associated with the retirement of a tangible long-lived asset in which the timing and/or method of settling the obligation is conditional on a future event that may or may not be within the control of the Seminary. Recognition of a liability is required for the fair value of a conditional asset retirement obligation if the fair value of the liability can be reasonably estimated, even if conditional on a future event. The Seminary records the fair value of a liability for a legal obligation associated with an asset retirement in the period in which the obligation is incurred. When the liability is initially recorded, the cost of the asset retirement obligation is capitalized.

12. Tuition and Fees

The Seminary maintains a policy of offering qualified applicants admission without regard to financial circumstances. This policy provides for financial aid to those admitted in the form of federal grants and loans during the academic year. Tuition and fees have been reduced by these financial aid programs.

June 30, 2016 and 2015

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - Continued

13. Contributions

Contributions, including unconditional promises to give, are recognized as revenues in the period received. Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met. Contributions of assets other than cash are recorded at their estimated fair value. An allowance for uncollectible contributions receivable is provided based upon management's judgment, including such factors as prior collection history, type of contribution, and nature of the fund-raising activity. There were no contributions receivable at June 30, 2016 or 2015.

14. Contributed Services

The salaries of priests and members of religious groups assigned to the Seminary are nominal in relation to the services rendered. The difference between the fair value of these services, as determined from the Fact Book on Theological Education (2009), published by the Association of Theological Schools, and the actual compensation paid and other benefits provided by the Seminary, is recorded as contributed services and the related functional expenses in the statements of activities.

15. Estimates by Management

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reported period. The most significant management estimates and assumptions relate to the determination of valuation of investments without a readily determinable market value; useful lives of fixed assets; conditional asset retirement obligations; actuarial estimates for the charitable gift annuities payable; and the reported fair values of certain of the Seminary's assets and liabilities. Actual results could differ from those estimates.

16. Concentrations of Credit Risk

The Seminary's financial instruments that are exposed to concentrations of credit risk consist primarily of cash and cash equivalents and investments. These funds are held in various high-quality financial institutions managed by Seminary personnel and outside advisors. The Seminary maintains its cash and cash equivalents in financial institutions that typically significantly exceed federally insured limits. The Seminary believes that the concentrations of credit risk are reasonable for its cash and cash equivalents and investments.

June 30, 2016 and 2015

NOTE B - SIGNIFICANT ACCOUNTING POLICIES - Continued

17. Auxiliary Enterprises

Auxiliary enterprises consist of activities distinct from the primary purpose of education. These activities include food services and housing with revenues and expenditures determined as follows:

Tuition, Dormitory and Cafeteria Revenues - Monies received from students have been apportioned to tuition, room and board based upon the Seminary's quoted fees in the student catalogue.

Dormitory Expenditures - The Seminary estimates that approximately 20% of direct physical plant operations expenditures were directly related to the dormitories.

Cafeteria Expenditures - Represents all food service related expenditures and 5.7% of physical plant operations expenditures.

18. <u>Tax-Exempt Status</u>

Under provisions of Internal Revenue Code Section 501(c)(3) and the applicable income tax regulations of Pennsylvania, the Seminary is exempt from taxes on income other than unrelated business income.

The Seminary recognizes or derecognizes a tax position based on a "more likely than not" threshold. This applies to positions taken or expected to be taken in a tax return. The Seminary does not believe its financial statements include any material uncertain tax positions.

As of June 30, 2016, the Seminary's tax years ended June 30, 2013 through June 30, 2015 for federal tax jurisdiction remain open to examination.

19. Reclassifications

Certain reclassifications have been made to prior year balances in order to conform to the current year presentation. These reclassifications had no impact on total assets, total liabilities, and net assets or change in net assets as previously reported.

NOTE C - INVESTMENTS

The investment in the Trustee Accounts and other investments are reported at fair value and consists of the following:

Catholic Values Equity Fund (or "fund") - Invests in common stocks and is managed by SEI.

Catholic Values Fixed Income Fund (or "fund") - Invests in mutual funds, corporate obligations, United States Treasury obligations and municipal obligations and is managed by SEI.

Liquidity Sub-Account (or "fund") - Investments are liquid in nature and invests in short duration U.S. government bonds.

June 30, 2016 and 2015

NOTE C - INVESTMENTS - Continued

Account holders have the option of six asset classifications in which to invest. The options include a short-duration U.S. government bond fund, a 100% fixed income bond fund and four equity funds with varying fixed income to equity mixes of 30/70, 50/50, 60/40 or 70/30. The Investment Committee of the Archdiocese of Philadelphia ("Investment Committee") has primary responsibility for determining fixed income to equity mix. The asset mix of the mutual funds is SEI's responsibility.

The investments of the Seminary at June 30, 2016 are summarized and classified as follows:

Investments
SEI Investment Portfolio

\$ 16,458,781

Prior to April 30, 2015, the investment in the Trustee Accounts consist of investments in the NPAP. For administrative and other needs, the Archdiocese of Philadelphia formed the NPAP to pool together certain investments in order to more efficiently manage the investments of various entities and related organizations within the Archdiocese of Philadelphia. The investments in the NPAP are held by a custodian and are managed based on sub-accounts as follows.

Equity Sub-Account (or "fund") - Invests in common stocks and is managed by multiple investment managers.

Fixed Income Sub-Account (or "fund") - Invests in mutual funds, corporate obligations, United States treasury obligations and municipal obligations and is managed by multiple investment managers.

Liquidity Sub-Account (or "fund") - Investments are liquid in nature and are used to buy and sell units of the equity and fixed income funds.

Each of the funds is unitized on a periodic basis to allow for the investment, at unit value, by entities in the NPAP. The Seminary's investment in the NPAP is stated at unit value.

The Investment Committee has primary responsibility for determining the allocation of amounts to be invested among the funds. Management is responsible for ensuring that investment allocations among the funds are maintained as determined by the Investment Committee.

The investments of the Seminary at June 30, 2015 are summarized and classified as follows:

Investments SEI Investment Portfolio

\$ 17,089,698

June 30, 2016 and 2015

NOTE C - INVESTMENTS - Continued

At June 30, 2016, the Seminary held the following categories of investments:

	2016
Cash and cash equivalents Catholic Values Equity Fund	\$ 167,220 8,488,713
Catholic Values Fixed Income Fund	<u>7,802,848</u>
Total ownership	\$ <u>16,458,781</u>
At June 30, 2015, the Seminary held the following categories of investments:	
	2015
Cash and cash equivalents	\$ 176,891
Catholic Values Equity Fund Catholic Values Fixed Income Fund	8,451,365 <u>8,461,442</u>
Total ownership	\$ <u>17,089,698</u>

NOTE D - FUNDS HELD BY THIRD PARTIES

The Seminary is the beneficiary of the income of individual trusts held in perpetuity by third parties. At June 30, 2016 and 2015, the allocable fair value of these trusts was \$1,526,122 and \$1,652,344, respectively, and is recorded as beneficial interest in perpetual trusts in the accompanying statements of financial position.

The Seminary is a beneficiary of a share in charitable trusts. At June 30, 2016 and 2015, the allocable fair value of this trust was \$120,262 and \$123,979, respectively, and is recorded as beneficial interest in charitable trusts in the accompanying statements of financial position.

The Seminary is the sole beneficiary of the income of The Cardinal Foley Chair Endowment Fund and The Cardinal Foley Chair Program Fund held by an outside Foundation. The funds were transferred from the Seminary to an outside Foundation during the fiscal year ended June 30, 2015. As of June 30, 2016, the allocated fair value of these funds was \$332,565 and was recorded as beneficial interest in Foundation in the accompanying statement of financial position. As of June 30, 2015, the allocated fair value of these funds was \$333,826 and is recorded as beneficial interest in Foundation in the accompanying statement of financial position.

June 30, 2016 and 2015

NOTE E - FAIR VALUE MEASUREMENTS

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820, Fair Value Measurements, establishes a single authoritative definition of fair value, sets a framework for measuring fair value, and requires additional disclosures about fair value measurements. The framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described as follows:

- Level 1 Quoted prices in active markets for identical assets or liabilities.
- Level 2 Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the same term of the assets or liabilities.
- Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

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.

Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

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

The fair value of certain alternative investments is estimated using the net asset value ("NAV") per share. These investments are classified as either Level 2, if the Seminary's investment can be redeemed at the reporting date or within the near term, or Level 3, if its investment is not redeemable at the NAV per share at or near the statement of financial position date.

June 30, 2016 and 2015

NOTE E - FAIR VALUE MEASUREMENTS - Continued

The following table presents the fair values of the investments held by the Seminary by level within the fair value hierarchy, as of June 30, 2016:

	Ç	Quoted prices in active markets (Level 1)		Significant other observable inputs (Level 2)		Significant nobservable inputs (Level 3)	_	Total fair value
Assets								
Investments in SEI funds	\$	16,458,781	\$	-	\$	-	\$	16,458,781
Beneficial interest in perpetual trusts		-		-		1,526,122		1,526,122
Beneficial interest in charitable trusts		-		-		120,262		120,262
Beneficial interest in Foundation	-		_		_	332,565	_	332,565
Total assets at June 30, 2016	\$_	16,458,781	\$		\$	1,978,949	\$_	18,437,730

The table below sets forth a summary of changes in the fair value of the Seminary's Level 3 assets for the year ended June 30, 2016:

		Beneficial interest in perpetual trusts	i	Beneficial Interest in charitable trusts	i	Beneficial interest in Coundation
Balance at June 30, 2015	\$	1,652,344	\$	123,979	\$	333,826
Change in fair value of assets Distributions from perpetual trust	_	(114,204) (12,018)		(3,703)	_	5,154 (6,415)
Balance at June 30, 2016	\$	1,526,122	\$	120,262	\$	332,565

During 2016, no investments were transferred from Level 3 to Level 2.

June 30, 2016 and 2015

NOTE E - FAIR VALUE MEASUREMENTS - Continued

The following table presents the fair values of the investments held by the Seminary by level within the fair value hierarchy, as of June 30, 2015:

	Quoted prices in active markets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Assets				
Investments in SEI funds	\$ 17,089,698	\$ -	\$ -	\$ 17,089,698
Beneficial interest in perpetual trusts	-	-	1,652,344	1,652,344
Beneficial interest in charitable trusts	-	-	123,979	123,979
Beneficial interest in Foundation			333,826	333,826
Total assets at June 30, 2015	\$ <u>17,089,698</u>	\$	\$ <u>2,110,149</u>	\$ <u>19,199,847</u>

The table below sets forth a summary of changes in the fair value of the Seminary's Level 3 assets for the year ended June 30, 2015:

		Beneficial interest in perpetual trusts	i	Beneficial interest in charitable trusts	i	Beneficial nterest in oundation
Balance at June 30, 2014	\$	1,706,908	\$	108,567	\$	-
Contributions		-		12,457		332,824
Change in fair value of assets		(40,174)		2,955		1,002
Distributions from perpetual trust	_	(14,390)	_			
Balance at June 30, 2015	\$ <u></u>	1,652,344	\$	123,979	\$	333,826

During 2015, no investments were transferred from Level 3 to Level 2.

June 30, 2016 and 2015

NOTE F - STUDENT REVENUES

Net revenues received from students consist of the following for the years ended June 30, 2016 and 2015:

	2016		2015
College and Theologate Graduate School of Theology	\$ 2,642,7 244,3		2,167,252 249,421
Net tuition and fees	\$ <u>2,887,0</u>	<u>85</u> \$	2,416,673

Total student revenues for financial reporting purposes have been classified as follows at June 30, 2016 and 2015:

		2016	_	2015
Net tuition and fees	\$	2,887,085	\$	2,416,673
Dormitory		564,724		503,385
Cafeteria	_	1,088,100	_	936,260
	\$	4,539,909	\$_	3,856,318

NOTE G - PROPERTY AND EQUIPMENT

The following summarizes property and equipment at June 30, 2016 and 2015:

	2016	2015
Land and land improvements	\$ 23,521	\$ 23,521
Buildings and building improvements	48,705,659	47,308,204
Equipment	7,976,636	7,833,650
Construction in progress	1,540,294	2,525,100
	58,246,110	57,690,475
Accumulated depreciation	(49,361,836)	(48,131,732)
	\$ <u>8,884,274</u>	\$ <u>9,558,743</u>

Depreciation expense of \$1,600,401 and \$1,579,385 has been recorded in the statements of cash flows for the years ended June 30, 2016 and 2015, respectively.

The Seminary has outstanding commitments on construction contracts of \$-0- and \$97,200 as of June 30, 2016 and 2015, respectively.

June 30, 2016 and 2015

NOTE H - NOTE PAYABLE, ARCHDIOCESE OF PHILADELPHIA DEPOSIT AND LOAN PROGRAM TRUST

Effective October 6, 2005, the Seminary entered into a loan agreement with the Archdiocese of Philadelphia Deposit and Loan Program Trust to borrow \$3,000,000 for the purpose of financing the re-construction of the Ryan Memorial Library. The note payable resulting from this agreement carries a fixed interest rate of 4.5% per annum. At June 30, 2016 and 2015, the outstanding balance was \$2,013,321 and \$2,202,093, respectively. In March 2009, the loan agreement with the Archdiocese of Philadelphia Deposit and Loan Program Trust was amended. The amended loan agreement changed the term of the loan to 15 years with quarterly payments of \$20,000 for the first five years, with a variable interest rate ranging from 4% to 8%. At year six, the quarterly payments increase to \$62,917. The Seminary's long-term debt obligations for each of the next five years and beyond are as follows:

2017	\$ 25	51,668
2018	25	1,668
2019	25	51,668
2020	25	51,668
2021	25	51,668
Beyond 2021	75	54 <u>,981</u>
Total	\$ <u>2,01</u>	3,321

NOTE I - CAPITAL LEASES

The following is a schedule by years of minimum future rentals on noncancelable capital leases as of June 30, 2016:

2017 2018 2019 2020	\$ 36,426 31,100 31,100 14,665
Total minimum payments required Less: amount representing interest	113,291 10,648
Present value of minimum lease payments	\$ <u>102,643</u>

June 30, 2016 and 2015

NOTE J - TEMPORARILY AND PERMANENTLY RESTRICTED NET ASSETS

Temporarily restricted assets are available for the following purposes at June 30, 2016 and 2015:

	_	2016		2015
Student scholarships and student grants Other related temporarily restricted projects Beneficial interest in charitable trusts Beneficial interest in Foundation	\$	1,341,226 215,683 120,262 332,565	\$ _	1,064,029 275,926 123,979 333,826
	\$_	2,009,736	\$_	1,797,760
Permanently restricted net assets at June 30, 2016 and 2015 are restricted for:				
Endowment funds to be held in perpetuity, primarily to		2016	_	2015
support student scholarships	\$	14,424,572	\$	14,850,557
Beneficial interests in third-party trusts	-	1,526,122	_	1,652,344
	\$ <u></u>	15,950,694	\$_	16,502,901

NOTE K - FUNCTIONAL EXPENSES

The following table summarizes program and supporting expenses for the years ended June 30, 2016 and 2015:

	2010	6 2015
Program expenses Supporting expenses	\$ 3,78 	5,896 \$ 3,647,621 0,790
	\$ <u>12,09</u>	<u>6,686</u> \$ <u>11,317,600</u>

Program expenses consist of instruction, academic support, and student services. Supporting expenses consist of supporting compensation, operations and maintenance, fixed charges and miscellaneous costs.

June 30, 2016 and 2015

NOTE L - RELATED PARTIES

The Seminary has agreements with several entities of the Archdiocese of Philadelphia for use of the Seminary's facilities. These arrangements are with Philadelphia Historical Records and Archives Center, Vocations Office and Permanent Diaconate. The Seminary recorded revenue of \$120,175 and \$120,377 in fiscal years 2016 and 2015, respectively, for monies received.

The Seminary remits payments for all insurance, except lay medical insurance, to the Archdiocese of Philadelphia, Office for Financial Services, which purchases insurance coverage for all Archdiocesan entities. Total expenses were \$663,959 and \$523,150 in fiscal years 2016 and 2015, respectively.

The Seminary reimburses the Office for Financial Services for salaries and expenses incurred on behalf of the Seminary employees.

The Archdiocese of Philadelphia will reimburse diocesan priests who remain in good standing, incardinated in the Archdiocese of Philadelphia, under the Archdiocese of Philadelphia's Priest Student Loan Policy, for the full cost of student loans they may have taken for their education while attending the Seminary. Shortly after ordination, each newly ordained priest will receive from the Office of Clergy a petition by which he can request repayment by the Archdiocese of Philadelphia of student loans he may have taken for his education while attending the Seminary. The reimbursement amount is funded by the Estate of Catherine M. Kerner, deceased.

Under the Archdiocese of Philadelphia's Priest Student Loan Policy, priests are reimbursed for payments made toward student debt that was incurred for their studies at the Seminary. The reimbursements are contingent upon loan payments being made by the priest and are limited annually to a maximum repayment amount predetermined by the Archdiocese of Philadelphia. The Archdiocese of Philadelphia assumes no liability related to the outstanding balances on these loans until payment is made by the priests. Upon payment, the Archdiocese of Philadelphia assumes the liability. The reimbursement cost is split evenly between the Archdiocese of Philadelphia and the Seminary. During the years ended June 30, 2016 and 2015, the combined reimbursement totaled \$116,890 and \$103,048, respectively. As of June 30, 2016 and 2015, the potential Priest Student Loan balance outstanding totaled \$613,738 and \$589,148, respectively. The Seminary's accounts payable and accrued expenses include one-half of the Priest Student Loan balance at June 30, 2016 and 2015. The reimbursement amount was funded by the Estate of Catherine M. Kerner, deceased.

NOTE M - PENSION PLANS

1. Lay Employees' Retirement Plan - Frozen Effective June 30, 2014

Through June 30, 2014, the eligible lay employees of the Seminary were covered under the Archdiocese of Philadelphia Lay Employees' Retirement Plan (the "Plan"), which is a defined benefit pension plan covering substantially all lay employees of the Archdiocese of Philadelphia, based on age and service requirements. The Plan is administered by the Trustees of the Plan. The Seminary made annual contributions to the Plan at a rate of 4.0% of the salaries of eligible employees for each of the years ended June 30, 2016 and 2015. The amount expensed by the Seminary for contributions to the Plan was \$75,945 and \$58,725 for fiscal years ended June 30, 2016 and 2015, respectively. Separate accounts for vested benefits and pension fund assets are not maintained for each institution.

June 30, 2016 and 2015

NOTE M - PENSION PLANS - Continued

2. Archdiocese of Philadelphia 403(b) Retirement Plan

Effective July 1, 2014, the Archdiocese of Philadelphia established a 403(b) defined contribution plan. Under the 403(b) plan, and subject to statutory limits, all employees at least 18 years of age are immediately eligible to make voluntary deferred salary contributions into the 403(b) plan.

Employer contributions, which cover employees meeting the eligibility requirements below, are discretionary. The following are the eligibility requirements for the employer contributions:

Grandfathered Employees - Any employee who was accruing benefits as an active participant in the Plan as of its freeze date of June 30, 2014 is a grandfathered employee and will be eligible to receive employer contributions beginning with the first payroll on or after September 1, 2014.

Non-Grandfathered Employees - Non-grandfathered employees are eligible to receive the employer contribution beginning with the first payroll coinciding with or immediately following the completion of 1,000 hours of service during the 18-month period beginning July 1, 2014 through December 31, 2015. The employee must also have attained at least 18 years of age to be eligible. For a non-grandfathered employee hired prior to July 1, 2014 who does not meet the eligibility requirements for an employer contribution in the time frame described above, the period for determining whether or not one meets the 1,000 hour service requirement will shift to the calendar year beginning January 1, 2016.

Vesting - Vesting in employer contributions to a 403(b) plan account will be immediate for any grandfathered employee who has completed 12 months of service as of June 30, 2014. Vesting in employer contributions for all other employees will take place after the completion of 12 months of service.

In fiscal year 2015, the Archdiocese of Philadelphia employer contribution rate was 4.5% of base salary for eligible employees. The contributions by the Seminary into the 403(b) plan totaled \$84,075 and \$58,725 for the years ended June 30, 2016 and 2015, respectively.

3. Archdiocese of Philadelphia Priests' Pension Plan

In addition, the priests of the Seminary are covered under the Archdiocese of Philadelphia Priests' Pension Plan (the "Priest Plan"), which is a defined benefit pension plan that covers substantially all priests, once age requirements are met, of the Archdiocese of Philadelphia, its institutions and parishes. The contributions of the Seminary were \$175,500 and \$145,000 for the years ended June 30, 2016 and 2015, respectively. Separate accounts for vested benefits and pension fund assets are not maintained for each institution.

June 30, 2016 and 2015

NOTE N - NET ASSETS RELEASED FROM DONOR RESTRICTIONS

Net assets were released from donor restrictions by incurring expenses, satisfying the restricted purposes or by occurrence of other events specified by donor for the years ended June 30, 2016 and 2015.

		2016	 2015
Purpose restrictions accomplished			
Catholic Life 2000	\$	259,022	\$ 264,887
Scholarship Fund		223,907	229,881
J. Cardinal Krol Chair		48,214	45,650
Estates and Trusts		69,637	91,706
Other reclassifications to temporarily restricted net assets		(345,110)	-
Expenses related to other projects	_	170,522	 97 , 784
	\$	426,192	\$ 729,908

NOTE O - ENDOWMENTS

The Seminary's permanently restricted net assets consist of approximately 12 individual donor-restricted endowments. The Seminary's endowments consist of donor-restricted endowment funds established for a variety of purposes. Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

1. <u>Interpretation of Relevant Law</u>

In accordance with Commonwealth of Pennsylvania Act 141, the Seminary classifies as permanently restricted net assets (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. The remaining portion of the donor-restricted endowment fund is classified in permanently restricted net assets. Pennsylvania law permits the Seminary to release a percentage, which is elected annually, of the market value of its endowment funds into unrestricted income. The spending rate percentage, between 2% and 7%, is applied to the three-year average of the market value of the endowment funds' assets.

2. Return Objectives and Risk Parameters

The Seminary has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while 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 funds. Under this policy, the endowment assets are invested in a manner that is intended to produce results that exceed the price and yield results of plus 3% over the consumer price index while assuming a moderate level of investment risk. The Seminary expects its endowment funds, over time, to provide an average rate of return of approximately 5% annually. Actual returns in any given year may vary from that amount.

June 30, 2016 and 2015

NOTE O - ENDOWMENTS - Continued

3. Spending Policy

In accordance with state law, net realized and unrealized gains on permanently restricted investments are included as permanently restricted net assets, even absent donor restrictions on the use of gains. Commonwealth of Pennsylvania law permits the Seminary to adopt a spending policy for endowment earnings, subject to certain limitations. The Seminary follows the total return concept of endowment investment and spending. Under this concept, a prudent amount of appreciation earned on the investments may be spent in the event that the interest and dividends earned are insufficient to meet that period's spending rate. The Seminary's spending policy for the years ended June 30, 2016 and 2015 allowed for a 5% draw of the three-year average market value of the permanently restricted endowments, estates and trusts.

4. Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the original gift amount maintained as permanently restricted net assets. The Seminary did not have any deficiencies of this nature as of June 30, 2016 or 2015.

The Seminary had the following endowment activities during the years ended June 30, 2016 and 2015, delineated by net asset class. All endowment activities were donor-restricted:

<u>2016</u>	Unrestri	cted	Tempora Restrict	-		Permanently Restricted		Total
Endowment net assets at June 30, 2015 Investment return	\$	-	\$	-	\$	14,850,557	\$	14,850,557
Net investment income		-		-		224,409		224,409
Net depreciation (realized and unrealized)					_	(175,772)	_	(175,772)
Total investment return		-		-		48,637		48,637
Other Appropriation of endowment assets		-		-		57,359		57,359
for expenditure					_	(531,981)	_	(531,981)
Endowment net assets at June 30, 2016	\$		\$		\$_	14,424,572	\$_	14,424,572

June 30, 2016 and 2015

NOTE O - ENDOWMENTS - Continued

<u>2015</u>	<u>U</u> t	nrestricted		emporarily Restricted	_] 	Permanently Restricted		Total
Endowment net assets at June 30, 2014 Investment return	\$	-	\$	-	\$	14,929,059	\$	14,929,059
Net investment income		-		-		262,386		262,386
Net appreciation (realized and unrealized)			_		_	77,049	-	77,049
Total investment return		-		-		339,435		339,435
Other Appropriation of endowment assets		-		-		130,478		130,478
for expenditure	_		_		-	(548,415)	_	(548,415)
Endowment net assets at June 30, 2015	\$		\$		\$_	14,850,557	\$_	14,850,557

NOTE P - OTHER INCOME

Other income recognized by the Seminary is comprised of the following for the years ended June 30, 2016 and 2015:

		2016		2015
Fees for service	\$	14,320	\$	2,572
Third-party trust income		78,295		74,030
Institutional Assistance Grant		4,208		3,378
Federal grant income		49,969		25,333
Miscellaneous income		933,591		2,024,373
Rental of facilities		187,670		210,757
Permanent Diaconate income		175,800		157,932
Vocations Office income	_	171 , 096	_	
	\$	1,614,949	\$	2,498,375

June 30, 2016 and 2015

NOTE Q - COMMITMENTS AND CONTINGENCIES

The Seminary is involved in numerous other legal proceedings arising out of and incidental to its operations. In management's opinion, the ultimate liability which may arise from these other legal proceedings would not have a material adverse effect on the financial statements of the Seminary. In addition, the Seminary believes that if liability were established, the Archdiocese of Philadelphia would have adequate insurance coverage to meet the resulting obligations.

NOTE R - SUBSEQUENT EVENTS

FASB ASC 855, Subsequent Events, establishes the principles and requirements for evaluating and reporting subsequent events, including the period subject to evaluation for subsequent events, the circumstances requiring recognition of subsequent events in the financial statements, and the required disclosures. The Seminary has evaluated subsequent events through November 14, 2016, the date which the financial statements were available for distribution.