



BOWDOIN COLLEGE

Financial Statements

Year ended June 30, 2016

(with summarized comparative information for June 30, 2015)

(with Independent Auditors' Report Thereon)



KPMG LLP
Two Financial Center
60 South Street
Boston, MA 02111

Independent Auditors' Report

The Board of Trustees
Bowdoin College:

We have audited the accompanying financial statements of Bowdoin College (the College), which comprise the statement of financial position as of June 30, 2016, the related statements of activities and cash flows for the year 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 U.S. generally accepted accounting principles; 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 these financial statements based on our audit. We conducted our audit 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 auditors' 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 organization'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 organization'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 Bowdoin College as of June 30, 2016, and the changes in its net assets and its cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.

Report on Summarized Comparative Information

We have previously audited the College's 2015 financial statements, and we expressed an unmodified opinion on those financial statements in our report dated October 17, 2015. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2015 is consistent, in all material respects, with the audited financial statements from which it has been derived.

KPMG LLP

October 7, 2016

BOWDOIN COLLEGE

Statement of Financial Position

June 30, 2016

(with comparative information as of June 30, 2015)

(In thousands)

	Assets	2016	2015
Cash and cash equivalents		\$ 2,316	2,502
Student and other receivables		2,026	1,480
Other assets		5,410	6,192
Contributions receivable		19,188	26,264
Student loans receivable		4,037	4,190
Investments		1,528,123	1,585,606
Beneficial interest in trusts		7,685	8,104
Funds held by bond trustee		6,244	6,244
Property and equipment, net		<u>256,708</u>	<u>257,234</u>
Total assets		<u>\$ 1,831,737</u>	<u>1,897,816</u>
Liabilities and Net Assets			
Accounts payable and accrued liabilities		\$ 19,046	21,017
Split-interest obligations		16,381	16,859
Liability for postretirement benefits		18,250	16,253
Bonds and notes payable		270,225	268,196
Other long-term obligations		<u>13,343</u>	<u>11,768</u>
Total liabilities		<u>337,245</u>	<u>334,093</u>
Unrestricted		214,395	221,122
Temporarily restricted		763,981	836,538
Permanently restricted		<u>516,116</u>	<u>506,063</u>
Total net assets		<u>1,494,492</u>	<u>1,563,723</u>
Total liabilities and net assets		<u>\$ 1,831,737</u>	<u>1,897,816</u>

See accompanying notes to financial statements.

BOWDOIN COLLEGE

Statement of Activities

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

(In thousands)

	<u>Unrestricted</u>	<u>Temporarily restricted</u>	<u>Permanently restricted</u>	<u>2016 Total</u>	<u>2015 Total</u>
Operating activity:					
Revenue:					
Tuition and fees	\$ 86,740	—	—	86,740	83,614
Room and board	22,056	—	—	22,056	21,361
Gross tuition and fees	108,796	—	—	108,796	104,975
Less scholarships	(33,399)	—	—	(33,399)	(31,710)
Net student charges	75,397	—	—	75,397	73,265
Auxiliary enterprises	4,054	—	—	4,054	4,436
Contributions	8,610	—	—	8,610	14,884
Endowment return appropriated	10,361	—	—	10,361	9,369
Designated net assets appropriated	2,432	—	—	2,432	3,214
Other investment income	4,717	—	—	4,717	4,675
Government grants and contracts	3,271	—	—	3,271	2,689
Other income	2,295	—	—	2,295	2,094
Net assets released from restrictions	43,046	—	—	43,046	39,338
Total operating revenue	154,183	—	—	154,183	153,964
Expenses:					
Instruction	54,546	—	—	54,546	53,056
Research	2,726	—	—	2,726	2,758
Academic support	15,958	—	—	15,958	15,970
Student services	29,589	—	—	29,589	28,929
Institutional support	24,300	—	—	24,300	23,661
Auxiliary enterprises	30,271	—	—	30,271	29,909
Total operating expenses	157,390	—	—	157,390	154,283
Decrease in net assets from operating activity	(3,207)	—	—	(3,207)	(319)
Nonoperating activity:					
Contributions	6,283	3,737	9,603	19,623	42,455
Investment return, net of endowment return appropriated	(8,594)	(68,354)	49	(76,899)	132,380
Endowment return appropriated	—	39,611	—	39,611	35,822
Designated net assets appropriated	(2,432)	—	—	(2,432)	(3,214)
Net assets released from restrictions	6,291	(49,337)	—	(43,046)	(39,338)
Other changes	(5,016)	2,109	26	(2,881)	(6,565)
Transfers between restrictions	(52)	(323)	375	—	—
(Decrease) increase in net assets from nonoperating activity	(3,520)	(72,557)	10,053	(66,024)	161,540
Total change in net assets	(6,727)	(72,557)	10,053	(69,231)	161,221
Net assets, beginning of year	221,122	836,538	506,063	1,563,723	1,402,502
Net assets, end of year	\$ 214,395	763,981	516,116	1,494,492	1,563,723

See accompanying notes to financial statements.

BOWDOIN COLLEGE

Statement of Cash Flows

Year ended June 30, 2016

(with comparative information for the year ended June 30, 2015)

(In thousands)

	<u>2016</u>	<u>2015</u>
Cash flows from operating activities:		
Change in net assets	\$ (69,231)	161,221
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation and amortization	11,749	11,295
Loss on disposal of property and equipment	176	537
Net realized and unrealized loss (gains) on investments and trusts	26,904	(174,405)
Change in fair value of interest rate swap	2,785	689
Cash paid for settlements under interest rate swap	721	752
Change in contributions receivable	7,076	(8,922)
Contributions for endowment and other long-term purposes	(17,941)	(29,441)
Change in other assets, net	123	2,572
Change in other liabilities, net	227	5,348
Net cash used in operating activities	<u>(37,411)</u>	<u>(30,354)</u>
Cash flows from investing activities:		
Purchases of investments	(309,913)	(390,136)
Sales of investments	341,024	407,259
Cash paid for property and equipment	(11,891)	(12,845)
Repayment of U.S. Government loan advances	(1,288)	—
Change in student loans receivable, net	153	246
Net cash provided by investing activities	<u>18,085</u>	<u>4,524</u>
Cash flows from financing activities:		
Borrowings on notes payable	6,000	3,500
Repayments on notes payable	(4,080)	(6,351)
Cash paid for settlements under interest rate swap	(721)	(752)
Contributions for endowment and other long-term purposes	17,941	29,441
Net cash provided by financing activities	<u>19,140</u>	<u>25,838</u>
Net (decrease) increase in cash and cash equivalents	(186)	8
Cash and cash equivalents, beginning of year	<u>2,502</u>	<u>2,494</u>
Cash and cash equivalents, end of year	<u>\$ 2,316</u>	<u>2,502</u>

See accompanying notes to financial statements.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

(1) Summary of Significant Accounting Policies

Organization

Bowdoin College is a private co-educational nonsectarian institution located in Brunswick, Maine. Founded in 1794, the College was part of the Commonwealth of Massachusetts until Maine achieved statehood in 1820. Accredited by the New England Association of Schools and Colleges, Bowdoin is the oldest college in Maine and has educated many prominent figures including authors Nathaniel Hawthorne and Henry Wadsworth Longfellow; the 14th U.S. President Franklin Pierce; and Civil War General Joshua Lawrence Chamberlain. During fiscal year 2016, Bowdoin enrolled 1,798 full-time equivalent (FTE) students, not including 149 FTE students who studied off campus.

Basis of Presentation

The College's financial statements have been prepared in accordance with U.S. generally accepted accounting principles (GAAP) on the accrual basis of accounting.

The financial statements include certain prior-year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with GAAP. Accordingly, such information should be read in conjunction with the College's financial statements for the year ended June 30, 2015, from which the summarized information was derived.

Statement of Financial Position

Net Assets

The financial statements have been prepared to focus on the College as a whole and to present balances and transactions according to the existence or absence of donor-imposed restrictions. The College has classified its net assets as follows:

Permanently Restricted Net Assets

Contain donor-imposed stipulations that neither expire with the passage of time nor can be fulfilled or otherwise removed by actions of the College and primarily consist of the corpus of donor-restricted endowment funds.

Temporarily Restricted Net Assets

Contain donor-imposed stipulations as to the timing of their availability or use for a particular purpose. These net assets are released from restrictions when the specified time elapses or actions have been taken to meet the restrictions. As further described in note 3, the College is subject to the Maine Uniform Prudent Management of Institutional Funds Act (UPMIFA), under which donor-restricted endowment funds may be appropriated for expenditure by the Board of Trustees of the College in accordance with the standard of prudence prescribed by UPMIFA. Net assets of such funds in excess of their historic dollar value are classified as temporarily restricted net assets until appropriated by the Board and spent in accordance with the standard of prudence imposed by UPMIFA.

Unrestricted Net Assets

Contain no donor-imposed restrictions and are available for the general operations of the College. Such net assets may be designated by the College for specific purposes, including to function as endowment funds.

Cash Equivalents

For purposes of the statement of cash flows, cash equivalents, except for those held for investment, consist of money market funds and investments with original maturities of three months or less and are carried at cost, which approximates fair value.

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Fair Value Measurements

Investments, beneficial interest in trusts, funds held by trustee, and swaps are reported at fair value in the College's financial statements. Fair value represents the price that would be received upon the sale of an asset or paid upon the transfer of a liability in an orderly transaction between market participants as of the measurement date. GAAP establishes a fair value hierarchy that prioritizes inputs used to measure fair value into three levels:

- Level 1 – quoted prices (unadjusted) in active markets that are accessible at the measurement date for assets or liabilities.
- Level 2 – observable prices that are based on inputs not quoted in active markets, but corroborated by market data.
- Level 3 – unobservable inputs that are used when little or no market data is available.

The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. In determining fair value, the College utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs to the extent possible.

Most of the College's investments are held through limited partnerships and commingled funds for which fair value is estimated using net asset values (NAVs) reported by fund managers as a practical expedient. Such NAV-measured investments are not categorized in the fair value hierarchy.

Contributions Receivable

Contributions receivable, excluding outside trusts held by third parties, are recorded initially at fair value considering the time value of money and collectability, which are Level 3 inputs in the fair value hierarchy. Thereafter, they are reported at their net realizable value. The present value of estimated future cash flows has been measured at the time of the contribution using rates indicative of the market and credit risk associated with the contribution.

Split-Interest Agreements

The College is party to various split-interest agreements including charitable trusts, charitable gift annuities and pooled life income funds. Assets held in pooled life income funds and charitable gift annuities are reported as Investments at the estimated fair value of the underlying assets. Charitable trusts under which the College serves as trustee and perpetual trusts are reported as Beneficial interest in trusts at the estimated fair value of the College's share of the underlying assets. The present value of estimated future payments to beneficiaries is reported as split-interest obligations in the statement of financial position. Beneficial interests in trusts are categorized as Level 3 due to unobservable inputs used to estimate fair value.

Charitable trusts under which an outside party serves as trustee are included in Contributions receivable at the estimated fair value of the College's share of the underlying assets net of the present value of estimated future payments to beneficiaries. These trusts are categorized as Level 3 due to unobservable inputs used to estimate fair value.

Donor contributions to split-interest agreements are reported as Contributions in the nonoperating section of the statement of activities in the year the gift is made. Subsequent changes in value are included in Other changes in the statement of activities. Discount rates used to calculate the present value of estimated future payments to beneficiaries range from 3.5% to 7.0%.

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Interest Rate Swap Agreements

Interest rate swap agreements are reported at fair value based on the present value of net cash flows resulting from the exchange of fixed-rate payments for floating rate payments over the remaining life of the contract. Each floating-rate payment is calculated based on forward market rates at the valuation date for each respective payment. Because the inputs used to value the contract can generally be corroborated by market data, the College's only interest rate swap at June 30, 2016 and 2015 is categorized in Level 2 of the fair value hierarchy.

Bonds Payable

Certain items related to the issuance of debt, such as accounting, legal and underwriting fees, as well as original issue discounts, are capitalized and amortized over the lives of the respective debt issues. Bonds payable are presented net of unamortized issue costs and discounts.

Property and Equipment

Land, buildings, fixtures, and equipment are stated at cost, or estimated fair value at date of donation in the case of gifts, net of accumulated depreciation.

Depreciation expense is computed on a straight-line basis over the estimated useful lives of the assets, which are as follows:

	Estimated useful lives
Land improvements	20 – 25
Buildings and building improvements	25 – 60
Furnishings and fixtures	5 – 15
Instructional and computer equipment	3 – 15
Vehicles and machinery	5 – 15
Operational equipment	3 – 15

The costs of repairs and maintenance are charged to expense as incurred; major renovations and projects that prolong an asset's useful life are capitalized as plant assets. The College recognizes the fair value of liabilities for legal obligations associated with future asset retirements in the period in which the obligation is incurred.

College Collections

The College does not capitalize collections, primarily art objects, as they are held for public exhibition and education rather than financial gain. Proceeds from the sale of collection items are generally used to acquire other items for collection.

Statement of Activities

Significant aspects of the presentation of the statement of activities include:

- The statement of activities reflects the change in net assets for three net asset categories: unrestricted, temporarily restricted and permanently restricted.
- Revenues are reported as increases in unrestricted net assets unless use of the related assets is limited by donor-imposed restrictions, in which case they are reported as increases in temporarily or permanently restricted net assets.

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

- Expenses are reported as decreases in unrestricted net assets.
- When temporarily restricted resources (including endowment income appropriated under the spending formula) are expended for the purposes specified by the donor, the amounts are reclassified from temporarily restricted revenue to unrestricted revenue. The reclassification appears either in the operating section or nonoperating section of the statement of activities as Net assets released from restrictions, depending on whether the donor restricted the assets to be used for operating purposes (e.g., student aid) or nonoperating purposes (e.g., long-term investment).
- Transfers between restriction categories represent reallocations of net assets to reflect clarifications by donors or other changes to such funds.

Operations

The statement of activities reflects a subtotal for the change in net assets from operations. This subtotal reflects revenues the College received for operating purposes, including investment return and Board-designated net assets used for operations and all operating expenses. Nonoperating activity reflects all other activity, including but not limited to investment return net of the amount appropriated under the Board of Trustees' approved spending formula, contributions restricted for endowment and plant purposes as well as substantial unrestricted contributions the College determines will be used for long-term purposes, and changes in certain long-term obligations.

Contributions

The College reflects a receivable on the statement of financial position for unconditional promises (pledges), which are generally written agreements to contribute cash or other assets to the College. Contributions subject to donor-imposed stipulations that are met in the same reporting period are initially reported as temporarily restricted support and then reclassified to unrestricted net assets. Pledges that are receivable after the statement of financial position date are shown as increases in temporarily restricted net assets and are reclassified to unrestricted net assets when the purpose or time restrictions are met. Promises to give subject to donor-imposed stipulations that the corpus be maintained in perpetuity are recognized as increases in permanently restricted net assets. Conditional promises to give are not recognized until they become unconditional, that is, when the conditions on which they depend are substantially met.

Allocation of Indirect Expenses

The statement of activities presents expenses by functional classification. Operation and maintenance of plant is allocated to program and supporting activities based on the relative square footage of buildings used to support the functional expense category. Depreciation expense is allocated to the program or supporting activity where the corresponding asset is utilized. Interest expense is allocated to functional classifications benefiting from the use of corresponding debt proceeds.

Fund-Raising Costs

All fund-raising costs including incremental costs incurred for major capital campaigns are expensed as incurred. Total fund-raising expenses were \$6,511,000 and \$6,571,000 for the years ended June 30, 2016 and 2015, respectively.

Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of financial statements, and the reported amounts of revenues and expenses during the period. Significant estimates include the valuation of certain investments, the liability for postretirement benefits, split-interest obligations, an interest rate swap, and receivables. Actual results could differ from those estimates.

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Income Taxes

The College is a not-for-profit organization and is generally exempt from income taxes as described in Section 501(c)(3) of the Internal Revenue Code, as amended. The College assesses uncertain tax positions and has determined there were no such positions that have a material effect on the financial statements.

Reclassifications

Certain 2015 balances have been reclassified to conform with the 2016 presentation.

Other Adjustments

During 2016, based on instruction from donors, the College reclassified certain unrestricted and temporarily restricted net assets to permanently restricted net assets.

(2) Restricted Net Assets

The College's net assets, including appreciation on donor-restricted endowment funds, are available for the following purposes as of June 30 (in thousands):

	Temporarily restricted		Permanently restricted	
	2016	2015	2016	2015
Instruction	\$ 61,194	64,955	40,008	35,473
Lectureships	8,094	8,776	3,223	3,184
Library and museums	38,544	41,557	20,749	19,574
Operations	168,744	181,342	49,343	47,840
Contributions receivable and other purposes	49,987	59,051	57,822	65,112
Professorships	93,546	101,571	53,126	51,515
Student aid	313,458	345,884	268,845	260,365
Technology	30,414	33,402	23,000	23,000
	<u>\$ 763,981</u>	<u>836,538</u>	<u>516,116</u>	<u>506,063</u>

(3) Investments

Basis of Reporting

Investments include endowment, charitable gift annuities, pooled life income funds, taxable bond proceeds and unrestricted operating investments. Investments are reported at estimated fair value. If an investment is held directly by the College and an active market with quoted prices exists, the market price of an identical security is used as reported fair value. The majority of the College's investments are in shares or units of institutional commingled funds and investment partnerships invested in equity, fixed income, absolute return, private equity, or real asset strategies. Absolute return strategies involve funds whose managers have the authority to invest in various asset classes at their discretion, including the ability to invest long and short. Funds with absolute return strategies generally hold securities or other financial instruments for which a ready market exists and may include stocks, bonds, put or call options, swaps, currency hedges and other instruments, and are valued by the investment manager accordingly. Private equity funds employ buyout, venture capital, and distressed credit strategies. Real asset and natural resources funds generally hold interests in private real estate, oil and gas partnerships and mineral holdings.

The College's interests in commingled investment funds are generally reported at the net asset value (NAV) reported by the fund managers and assessed as reasonable by the College, which is used as a practical expedient to estimate the fair value of the College's interest therein, in the absence of readily determinable fair value, unless it is probable that

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

all or a portion of the investment will be sold for an amount different from NAV. As of June 30, 2016, the College had no plans or intentions to sell investments at amounts different from NAV.

Although the College's non-marketable managers adhere to fair value accounting as required by ASC 820, *Fair Value Measurements and Disclosures*, because of inherent uncertainties in valuation assumptions, the estimated fair values for alternative investments such as private equity and private real estate may differ significantly from values that would have been used had a ready market existed, and the differences could be material. Such valuations are determined by fund managers and generally consider variables such as operating results, comparable earnings multiples, projected cash flows, recent sales prices, and other pertinent information.

The following tables summarize the College's investments by strategy and, as applicable, categorization in the fair value hierarchy as of June 30, 2016 and 2015 (in thousands):

	Investments measured at NAV	Investments categorized in the fair value hierarchy			Total fair value
		Level 1	Level 2	Level 3	
2016:					
Cash and cash equivalents	\$ —	55,678	—	—	55,678
Fixed income	23,444	27,239	66	—	50,749
Equities:					
Domestic	112,532	24,538	—	—	137,070
Emerging markets	81,065	519	—	—	81,584
Global	124,556	4,914	—	—	129,470
Absolute return:					
Global macro	134,726	—	—	—	134,726
Global long/short	181,316	—	—	—	181,316
Opportunistic & other	223,814	—	—	—	223,814
Alternative investments:					
Private equity	378,053	—	—	—	378,053
Real assets	148,851	—	—	6,812	155,663
	<u>\$ 1,408,357</u>	<u>112,888</u>	<u>66</u>	<u>6,812</u>	<u>1,528,123</u>

	Investments measured at NAV	Investments categorized in the fair value hierarchy			Total fair value
		Level 1	Level 2	Level 3	
2015:					
Cash and cash equivalents	\$ —	44,778	—	—	44,778
Fixed income	15,016	29,000	217	—	44,233
Equities:					
Domestic	111,294	29,027	—	—	140,321
Emerging markets	83,171	1,096	—	—	84,267
Global	145,935	10,983	—	—	156,918
Absolute return:					
Global macro	148,686	—	—	—	148,686
Global long/short	181,801	—	—	—	181,801
Opportunistic & other	239,261	—	—	—	239,261
Alternative investments:					
Private equity	397,997	—	—	—	397,997
Real assets	145,122	—	—	2,222	147,344
	<u>\$ 1,468,283</u>	<u>114,884</u>	<u>217</u>	<u>2,222</u>	<u>1,585,606</u>

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Registered mutual funds are classified in Level 1 of the fair value hierarchy, as defined in note 1, as are securities custodied in the College's name because their fair values are based on quoted prices for identical securities. The College's fixed income investments include directly held U.S. corporate bonds, which although readily marketable are valued using matrix pricing and are classified as Level 2.

Transfers between categories occur when there is an event that changes the inputs used to measure the fair value of an asset or liability. There were no transfers between Levels 1, 2 or 3 during the years ended June 30, 2016 and 2015.

Liquidity

Investment liquidity as of June 30, 2016 and 2015 is aggregated in the tables below based on redemption or sale period (in thousands):

	Daily	Monthly	Quarterly	Semi-annually	Annual/ longer	Illiquid	Total
2016:							
Cash and cash equivalents	\$ 55,501	—	—	—	—	177	55,678
Fixed income	17,576	—	10,178	—	—	22,995	50,749
Equities	45,358	51,595	182,519	—	53,587	15,065	348,124
Absolute return	6	65,418	372,496	44,868	32,592	24,476	539,856
Alternative investments	—	—	—	—	—	533,716	533,716
	<u>\$ 118,441</u>	<u>117,013</u>	<u>565,193</u>	<u>44,868</u>	<u>86,179</u>	<u>596,429</u>	<u>1,528,123</u>
2015:							
Cash and cash equivalents	\$ 44,008	—	—	—	—	770	44,778
Fixed income	18,121	—	—	—	—	26,112	44,233
Equities	54,012	68,010	185,668	—	56,133	17,685	381,508
Absolute return	—	63,618	382,111	27,767	83,933	12,318	569,747
Alternative investments	—	—	—	—	—	545,340	545,340
	<u>\$ 116,141</u>	<u>131,628</u>	<u>567,779</u>	<u>27,767</u>	<u>140,066</u>	<u>602,225</u>	<u>1,585,606</u>

Certain marketable investment funds contain lock-up provisions. Under such provisions, share classes of the investment are available for redemption at various times in accordance with the management agreement with the fund.

Investment Return

The following summarizes investment return components for the years ended June 30 (in thousands):

	2016	2015
Investment return:		
Interest and dividends, net	\$ 4,162	7,318
Net realized and unrealized (losses) gains	<u>(26,372)</u>	<u>174,928</u>
Investment return	<u>\$ (22,210)</u>	<u>182,246</u>

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Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Investment returns are included in the statements of activities as follows for the years ended June 30 (in thousands):

	2016	2015
Investment return:		
Endowment return appropriated (operating)	\$ 10,361	9,369
Other investment income (operating)	4,717	4,675
Endowment return appropriated (nonoperating)	39,611	35,822
Investment return (nonoperating)	<u>(76,899)</u>	<u>132,380</u>
Investment return	<u>\$ (22,210)</u>	<u>182,246</u>

Commitments

Private equity and real asset investments are generally made through private limited partnerships. Under the terms of the partnership agreements, the College makes a commitment of a specific amount of capital to a partnership and is obligated to remit committed funding periodically when capital calls are exercised by the General Partner as the partnership executes on its investment strategy. Private equity and real asset funds are typically structured with investment periods of three-to-seven years. Subsequent to the expiration of the investment period, a fund is usually prohibited from calling capital for new investments. The aggregate amount of unfunded commitments associated with private limited partnerships as of June 30, 2016 was \$303,604,000. Of this amount, 9.6% of commitments were for funds whose investment period had expired. The timing and amount of future capital calls expected to be exercised in any particular future year is uncertain.

Endowment Funds

The College maintains 1,563 individual donor-restricted endowment funds and 126 Board-designated endowment funds.

Endowment net assets classified as unrestricted include funds designated by the Board as endowment (also referred to as quasi-endowment), including any accumulated return thereon. For donor-restricted endowment funds, the College follows the provisions of the Maine Uniform Prudent Management of Institutional Funds Act (UPMIFA). The College reports as permanently restricted net assets an amount equal to the value of each permanent donor-restricted endowment fund at the time it became an endowment fund, and subsequent contributions and accumulations pursuant to the applicable gift instrument. Unless otherwise explicitly stipulated by the donor, return on investments in donor-restricted endowment funds is reported as temporarily restricted net assets until appropriated for expenditure by the College. The College considers several factors in making a determination to appropriate or accumulate donor-restricted endowment funds, including the individual endowment fund's purpose, duration and preservation, the possible effect of inflation (or deflation), and expected total return.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Endowment net asset composition by type of fund as of June 30, 2016 and 2015 is as follows (in thousands):

	Unrestricted	Temporarily restricted	Permanently restricted	Total
2016:				
Donor-restricted endowment funds	\$ (97)	745,275	486,506	1,231,684
Board-designated endowment funds	<u>107,355</u>	<u>942</u>	<u>—</u>	<u>108,297</u>
Total endowment funds	<u>\$ 107,258</u>	<u>746,217</u>	<u>486,506</u>	<u>1,339,981</u>
	Unrestricted	Temporarily restricted	Permanently restricted	Total
2015:				
Donor-restricted endowment funds	\$ —	813,432	468,566	1,281,998
Board-designated endowment funds	<u>109,768</u>	<u>994</u>	<u>—</u>	<u>110,762</u>
Total endowment funds	<u>\$ 109,768</u>	<u>814,426</u>	<u>468,566</u>	<u>1,392,760</u>

Changes in endowment net assets for the years ended June 30, 2016 and 2015 are as follows (in thousands):

	Unrestricted	Temporarily restricted	Permanently restricted	Total
2016				
Endowment net assets, beginning of year	\$ 109,768	814,426	468,566	1,392,760
Investment return:				
Investment income, net of investment expenses	192	2,242	14	2,448
Net realized and unrealized depreciation	<u>(2,162)</u>	<u>(24,590)</u>	<u>—</u>	<u>(26,752)</u>
Total investment return	(1,970)	(22,348)	14	(24,304)
Appropriation of endowment assets for expenditure	(3,938)	(46,034)	—	(49,972)
New gifts, other additions and transfers between restriction categories	<u>3,398</u>	<u>173</u>	<u>17,926</u>	<u>21,497</u>
Endowment net assets, end of year	<u>\$ 107,258</u>	<u>746,217</u>	<u>486,506</u>	<u>1,339,981</u>
	Unrestricted	Temporarily restricted	Permanently restricted	Total
2015				
Endowment net assets, beginning of year	\$ 52,978	729,898	433,154	1,216,030
Investment return:				
Investment income, net of investment expenses	380	4,740	24	5,144
Net realized and unrealized appreciation	<u>12,443</u>	<u>155,150</u>	<u>—</u>	<u>167,593</u>
Total investment return	12,823	159,890	24	172,737
Appropriation of endowment assets for expenditure	(3,344)	(41,847)	—	(45,191)
New gifts, other additions and transfers between restriction categories	<u>47,311</u>	<u>(33,515)</u>	<u>35,388</u>	<u>49,184</u>
Endowment net assets, end of year	<u>\$ 109,768</u>	<u>814,426</u>	<u>468,566</u>	<u>1,392,760</u>

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Return Objectives and Risk Parameters

The College's endowment is invested with the intent of balancing the often conflicting goals of generating a steady, stable stream of support for the current operations of the College while preserving the purchasing power of the endowment to support programs and initiatives for future generations of Bowdoin students. Using the basic tenets of modern portfolio theory, the endowment is diversified across multiple asset classes with differing correlations and risk and return characteristics. The endowment is managed with a total return goal of attaining an average annualized real return in excess of 5% in order to support spending and maintain or grow the endowment's purchasing power.

The total return of the College's endowment (consisting of investment gains and losses and dividends and interest, net of expenses) was -1.4% and 14.4% for the fiscal years ending June 30, 2016 and 2015, respectively.

Strategies Employed for Achieving Investment Objectives

In order to achieve the long-term target return, the endowment is invested in asset classes and strategies with long-term return potential. Active management is pursued in areas where the College has a competitive advantage and access to top-quality investment management teams. In recognition of the potential for equities to generate strong returns, the portfolio is substantially invested in equity-oriented strategies. In order to mitigate risk, the College combines diversification across noncorrelated asset classes with a prudent spending policy.

Endowment Spending Allocation and Relationship of Spending Policy to Investment Objectives

The College employs a total return approach to endowment management. Interest and dividends are used to fund spending first, with net realized and unrealized appreciation providing incremental funds as needed. The College uses a twelve-quarter moving average to determine spending from endowment, with the yearly spending distribution determined on June 30 in the year preceding the fiscal year of spending. The smoothing function imposed by the twelve-quarter average effectively reduces the volatility of the spending distribution, allowing for a sustainable flow of funds to support the College. The College may spend in a range between 4% and 5.5%. The official spending rate, approved annually by the Board of Trustees, for each of the years ended June 30, 2016 and 2015 was 5%. The annual distribution amounted to \$49,972,000 in 2016 and \$45,191,000 in 2015. The total fiscal year 2016 distribution of \$49,972,000 was 3.73% of the endowment market value as of June 30, 2015. Annual distributions are expended in accordance with the terms or restrictions of the individual funds. The spending policy is reviewed annually by the Investment Committee in conjunction with the Financial Planning Committee in recognition of the interdependent relationship of investment policy and the financial needs of the College.

Funds with Deficiencies

From time to time, the fair value of assets associated with individual donor-restricted endowment funds may fall below the historic dollar value of permanently restricted contributions. Deficiencies of this nature are reported in unrestricted net assets and were \$97,000 at June 30, 2016. There were no deficiencies at June 30, 2015. Under UPMIFA, spending from certain endowment funds with deficiencies as of June 30, 2016 is allowed for fiscal year 2017.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

(4) Contributions Receivable

Unconditional promises to give consist of the following at June 30, 2016 and 2015 (in thousands):

	Temporarily restricted	Permanently restricted	Total
2016:			
Unconditional promises to give	\$ 3,488	14,031	17,519
Contributions receivable held in outside trusts	4,419	4,510	8,929
	<hr/>	<hr/>	<hr/>
Total unconditional promises to give	7,907	18,541	26,448
Less allowance for uncollectibles	(140)	(560)	(700)
Less unamortized discount (rates ranging from 1.3% to 5.0%)	(3,472)	(3,088)	(6,560)
	<hr/>	<hr/>	<hr/>
Contributions receivable, net	\$ 4,295	14,893	19,188
	<hr/>	<hr/>	<hr/>
Amounts due in:			
Less than one year	\$ 1,552	7,262	8,814
One to five years	1,936	6,769	8,705
More than five years	4,419	4,510	8,929
	<hr/>	<hr/>	<hr/>
Gross amount due	7,907	18,541	26,448
Less allowance for uncollectibles and unamortized discount	(3,612)	(3,648)	(7,260)
	<hr/>	<hr/>	<hr/>
Contributions receivable, net	\$ 4,295	14,893	19,188
	<hr/>	<hr/>	<hr/>
	Temporarily restricted	Permanently restricted	Total
2015:			
Unconditional promises to give	\$ 4,571	17,324	21,895
Contributions receivable held in outside trusts	9,583	4,965	14,548
	<hr/>	<hr/>	<hr/>
Total unconditional promises to give	14,154	22,289	36,443
Less allowance for uncollectibles	(140)	(560)	(700)
Less unamortized discount (rates ranging from 1.6% to 5.8%)	(5,865)	(3,614)	(9,479)
	<hr/>	<hr/>	<hr/>
Contributions receivable, net	\$ 8,149	18,115	26,264
	<hr/>	<hr/>	<hr/>
Amounts due in:			
Less than one year	\$ 1,827	5,529	7,356
One to five years	2,744	11,795	14,539
More than five years	9,583	4,965	14,548
	<hr/>	<hr/>	<hr/>
Gross amount due	14,154	22,289	36,443
Less allowance for uncollectibles and unamortized discount	(6,005)	(4,174)	(10,179)
	<hr/>	<hr/>	<hr/>
Contributions receivable, net	\$ 8,149	18,115	26,264
	<hr/>	<hr/>	<hr/>

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

(5) Property and Equipment

A summary of property and equipment at June 30, 2016 and 2015 is as follows (in thousands):

	2016	2015
Land	\$ 5,228	5,083
Land improvements	7,912	7,718
Buildings	344,208	339,699
Furniture and fixtures	5,415	5,753
Instructional and computer equipment	9,284	8,247
Machinery and vehicles	2,696	2,640
Operational equipment	26,509	25,403
Construction in progress	3,544	2,775
	<u>404,796</u>	<u>397,318</u>
Accumulated depreciation	<u>(148,088)</u>	<u>(140,084)</u>
Land, buildings and equipment, net	<u>\$ 256,708</u>	<u>257,234</u>

The construction in progress balance at June 30, 2016 relates principally to student housing renovations and improvements to the campus heating plant.

(6) Retirement Plans

Defined Contribution Plan

Retirement benefits are provided under defined contribution plans. The College's expense under these plans is based on the qualifying salaries of the participants and was \$7,216,000 and \$6,859,000 in 2016 and 2015, respectively.

Postretirement Benefit Obligation

The College administers health care and life insurance plans for retired employees and their spouses. A reconciliation of the Accumulated Postretirement Benefit Obligation (APBO) for the years ended June 30, 2016 and 2015 is as follows (in thousands):

	2016	2015
Change in benefit obligation:		
APBO, beginning of year	\$ 16,253	14,428
Service costs	877	805
Interest costs	612	583
Plan participant contributions	281	261
Medicare Part D subsidy received	6	—
Actuarial loss	1,526	957
Benefits paid	<u>(1,305)</u>	<u>(781)</u>
APBO and funded status, end of year	<u>\$ 18,250</u>	<u>16,253</u>
Change in plan assets:		
Fair value of plan assets at beginning of year	\$ —	—
Employer contributions	1,024	520
Plan participant contributions	281	261
Benefits paid	<u>(1,305)</u>	<u>(781)</u>
Fair value of plan assets at end of year	<u>\$ —</u>	<u>—</u>

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

In 2015, the College began using the RP-2014 mortality tables issued by the Society of Actuaries in October 2014 to value the APBO. The discount rate used to value the APBO was 2.98% in 2016 and 3.86% in 2015 based on prevailing interest rates. As of June 30, 2016 and 2015, the College has internally funded a portion of this obligation through the establishment of a Board-designated endowment fund, which had a balance of \$7,484,000 and \$7,907,000, respectively.

Net Periodic Postretirement Benefit Cost

The discount rate used to value the net periodic postretirement benefit cost was 3.86% in 2016 and 3.70% in 2015. The net periodic postretirement benefit cost for the years ended June 30, 2016 and 2015 is as follows (in thousands):

	2016	2015
Postretirement benefits earned during the year	\$ 877	805
Interest cost on accumulated postretirement benefit obligation	612	583
Amortization of prior service cost and actuarial loss	187	192
	<hr/>	<hr/>
Total periodic postretirement benefit cost	\$ 1,676	1,580

The prior service cost that will be recognized as net periodic benefit cost in 2017 is \$115,000.

The weighted average health care cost trend rate used in measuring the APBO and benefit cost is 7.5% in 2016, gradually declining to 5% in 2022. The effect of a 1% increase in the healthcare cost trend rate is an increase of \$1,256,000 in the APBO and an increase of \$130,000 in the service and interest cost components of the net periodic postretirement benefit. The effect of a 1% decrease in the healthcare cost trend rate is a decrease of \$1,120,000 in the APBO and a decrease of \$114,000 in the service and interest cost components of the net periodic postretirement benefit.

Estimated future benefit payments net of employee contributions and the Medicare subsidy are as follows (in thousands):

	Estimated benefit payments
Year ending June 30:	
2017	\$ 869
2018	917
2019	1,020
2020	1,079
2021	1,138
2022 – 2026	6,772

The College expects to make employer contributions of \$869,000 for the year ending June 30, 2017.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

The amount not yet recognized as net periodic postretirement benefit cost and recognized in unrestricted net assets, and the changes therein, are as follows (in thousands):

	<u>Net actuarial (gain) loss</u>	<u>Net prior service cost (credit)</u>	<u>Total</u>
Unamortized amount as of June 30, 2014	\$ 1,575	389	1,964
New activity	957	—	957
Amortization	(77)	(115)	(192)
Total amount recognized in nonoperating activity, other changes	880	(115)	765
Unamortized amount as of June 30, 2015	2,455	274	2,729
New activity	1,526	—	1,526
Amortization	(72)	(115)	(187)
Total amount recognized in nonoperating activity, other changes	1,454	(115)	1,339
Unamortized amount as of June 30, 2016	\$ 3,909	159	4,068

(7) Bonds and Other Debt Obligations

Bonds Payable

The following is a summary of bonds outstanding at June 30, 2016, net of unamortized discounts and issuance costs (in thousands):

Obligations to Maine Health and Higher Education Facilities Authority (MHHEFA)		
Series 2008, variable rate (0.42% at June 30, 2016), due 2032-2037, par value \$20,700	\$	20,513
Series 2009A, 5.00% - 5.125%, due 2035 - 2039, par value \$98,750		96,918
Series 2009B, taxable, 6.667%, due 2035 - 2039, par value \$19,750		19,619
Total MHHEFA		137,050
Series 2012, taxable, 4.693%, due 2112, par value \$128,500		127,024
Bonds payable, net	\$	264,074

The College administers a refunding escrow originating from a portion of the Series 2012 Taxable Bond proceeds for the purpose of paying debt service, including the redemption price of all or a portion of the \$98,750,000 Series 2009A Revenue Bonds at their first optional call date of July 1, 2019. The balance held in the escrow was \$96,674,000 at June 30, 2016. Certain securities held in the escrow do not meet the definition of permitted investments for the purpose of legally defeasing the Series 2009A Revenue Bonds. Therefore, both the escrow investment assets and the Series 2009A Revenue Bond debt are included in the statement of financial position.

The Series 2008 Revenue Bonds are supported by a direct-pay letter of credit which expires in March 2017. If the Bonds are unable to be remarketed, the Trustee will request purchase under the letter of credit scheduled repayment terms. Based on the existing repayment and maturity terms of the underlying letter of credit, if the maximum amount were drawn down the scheduled principal payments would be \$6,900,000 in each of the years ending June 30, 2017, 2018 and 2019.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

The Revenue Bond Agreements associated with the College's outstanding debt contain covenants regarding permitted dispositions, permitted reorganizations and continuing disclosure requirements.

In accordance with the terms of the Revenue Bond and Series 2012 Taxable Bond Agreements, the College has established certain principal, interest, and construction funds. These funds were \$6,244,000 at June 30, 2016 and 2015 and were invested in a government agency money market fund.

Total interest expense incurred for the year ended June 30, 2016 was \$12,330,000, net of amounts capitalized of \$15,000. Total interest expense incurred for the year ended June 30, 2015 was \$12,264,000, net of amounts capitalized of \$82,000.

Interest Rate Swap Agreement

The College has an interest rate swap agreement with a financial institution counterparty. The purpose of the agreement is to substantially convert the variable rate on the Series 2008 Revenue Bonds to an annual fixed rate. On the first business day of each month, the counterparty pays the College a variable rate of interest equal to 67% of the 3-month London Interbank Offered Rate (LIBOR) and the College pays the counterparty an annual fixed rate of 3.84% on the notional amount. The swap agreement expires upon maturity of the Series 2008 Revenue Bonds and the notional principal amount will reduce on the dates and in amounts similar to the amortization of the Series 2008 Revenue Bonds. As of June 30, 2016, the total notional amount of the interest rate swap was \$20,500,000.

The terms and conditions of the swap include two-way collateral posting requirements for either counterparty in a liability position. As of June 30, 2016, the College's collateral posting threshold was \$25,000,000. The threshold increases or decreases \$5,000,000 for each incremental ratings adjustment assigned by Moody's Investor Services, Inc. The College was not required to post any collateral in connection with the swap during the years ended June 30, 2016 and 2015. The College has the right to terminate the interest rate swap agreement at any time at the prevailing market rate.

The College reported the fair value of its interest rate swap agreement in the statement of financial position as a liability in Other long-term obligations of \$8,970,000 and \$6,185,000 at June 30, 2016 and 2015, respectively. The College recognized a realized loss related to swap settlements of \$721,000 and \$752,000 for the years ended June 30, 2016 and 2015, respectively. The College recognized an unrealized loss of \$2,785,000 and \$689,000 for the years ended June 30, 2016 and 2015, respectively. The activity is included in Other changes in the statement of activities.

Other Debt Obligations

The College has \$50,000,000 available under an uncollateralized, revolving line of credit with a financial institution expiring in March 2018, with interest payable monthly on outstanding advances at variable rates based upon LIBOR and/or a federal funds rate, as selected by the College on the date of the advance. The balance outstanding on the line of credit was \$6,000,000 and \$3,500,000 at June 30, 2016 and 2015, respectively.

During the year ended June 30, 2016, the College was obligated under three capital leases for the purchase of an electronic student information and admissions system, fitness equipment, and network infrastructure licensing and maintenance. The lease terms range from 36 to 60 months. Interest is computed using incremental borrowing rates that range from 2.01% to 2.56%. Two of the leases expired in 2016. The principal outstanding was \$151,000 and \$732,000 at June 30, 2016 and 2015, respectively.

BOWDOIN COLLEGE

Notes to Financial Statements

Year ended June 30, 2016

(with summarized comparative information for the year ended June 30, 2015)

Debt Maturities

The following is a schedule of principal maturities of bonds and notes payable for the next five years and thereafter as of June 30, 2016 (in thousands):

2017	\$	6,151
2018		—
2019		—
2020		—
2021		—
Thereafter		267,700
	\$	<u>273,851</u>

(8) Contingencies

The College is subject to certain legal proceedings and claims that arise in the ordinary course of conducting its activities. In the opinion of management, the College has defensible positions and any ultimate liabilities are covered by insurance or will not materially affect the financial position of the College.

(9) Related Party Transactions

Certain of the College's investments are managed by entities in which the management or ownership of the entities includes members of the College's Board of Trustees or its Committees. The total amount of investments managed by such entities amounted to \$127,948,000 and \$149,840,000 at June 30, 2016 and 2015, respectively. In all cases, the College pays fees for these investments that are at or below market.

(10) Supplemental Disclosure of Cash Flow Information

Supplemental disclosure of cash flow information is as follows (in thousands):

	2016	2015
Cash paid for interest	\$ 12,348	12,383
Noncash activities:		
Decrease in accrued liabilities from construction of buildings and purchase of equipment	(601)	(674)
Increase (decrease) in net fixed asset recognized related to asset retirement obligation	7	(24)

(11) Subsequent Events

The College considers events or transactions that occur after the statement of financial position date, but before the financial statements are issued, to provide additional evidence relative to certain estimates or to identify matters that require additional disclosure. These financial statements were issued on October 7, 2016 and subsequent events have been evaluated through that date.