

CONSOLIDATED FINANCIAL STATEMENTS

JUNE 30, 2023 and 2022

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INDEPENDENT AUDITORS' REPORT

The Board of Directors
The Breast Cancer Research Foundation, Inc.

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of The Breast Cancer Research Foundation, Inc. (the "Foundation"), which comprise the consolidated statements of financial position as of June 30, 2023 and 2022, and the related consolidated statements of activities, functional expenses, and cash flows for each of the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Breast Cancer Research Foundation, Inc. as of June 30, 2023 and 2022, and the changes in its net assets, and its cash flows for each of the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

The Foundation's 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.

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to
 fraud or error, and design and perform audit procedures responsive to those risks. Such procedures
 include examining, on a test basis, evidence regarding the amounts and disclosures in the financial
 statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant
 accounting estimates made by management, as well as evaluate the overall presentation of the
 financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that
 raise substantial doubt about the Foundation's ability to continue as a going concern for a reasonable
 period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

EISNERAMPER LLP New York, New York

Eisner Amper LLP

March 8, 2024



Consolidated Statements of Financial Position

	June 30,			
	2023	2022		
ASSETS				
Cash and cash equivalents	\$ 35,276,658	\$ 29,181,726		
Pledges receivable, net	31,187,409	22,361,318		
Other receivables	412,381	237,220		
Investments	82,664,081	78,080,199		
Prepaid expenses	105,402	62,641		
Right-of-use asset	3,369,331	-		
Property and equipment, net	556,728	24,949		
Security deposits	100,541	100,671		
	\$ 153,672,531	\$ 130,048,724		
LIABILITIES				
Accounts payable and accrued expenses	\$ 1,454,323	\$ 6,581,568		
Paycheck Protection Program loans payable	103,621	1,272,100		
Grants payable	61,592,237	57,894,993		
Lease liability	3,678,039			
	66,828,220	65,748,661		
Commitments (Note J)				
NET ASSETS				
Without donor restrictions:				
Undesignated – available for operations	44,996,295	30,818,530		
With donor restrictions:				
Purpose restrictions	16,582,661	18,053,058		
Time restricted for future periods	18,079,850	8,242,970		
Perpetual in nature	7,185,505	7,185,505		
Total net assets with donor restrictions	41,848,016	33,481,533		
Total net assets	86,844,311	64,300,063		
	\$ 153,672,531	\$ 130,048,724		

Consolidated Statements of Activities

Y	ar	Fnc	hal	June	30

	2023			2022			
	Without Donor	With Donor		Without Donor With Donor			
	Restrictions	Restrictions	Total	Restrictions	Restrictions	Total	
Operating activities:							
Public support and revenue:							
Contributions of financial assets	\$ 49,278,594	\$ 22,812,703	\$ 72,091,297	\$ 40,503,522	\$ 27,818,198	\$ 68,321,720	
Contributions of nonfinancial assets	1,294,579	-	1,294,579	1,009,837	-	1,009,837	
Special events (net of direct benefits to donors of \$3,219,335							
and \$1,442,152 in fiscal-years 2023 and 2022, respectively)	17,847,575		17,847,575	12,701,164		12,701,164	
Total public support and revenue	68,420,748	22,812,703	91,233,451	54,214,523	27,818,198	82,032,721	
Expenses:							
Program services	65,914,845	-	65,914,845	58,126,227	-	58,126,227	
Management and general	4,558,589	-	4,558,589	3,946,203	-	3,946,203	
Fund-raising	8,425,737		8,425,737	8,659,568		8,659,568	
Total expenses	78,899,171		78,899,171	70,731,998		70,731,998	
(Deficiency) excess of operating activities over expenses							
before net assets released from restrictions	(10,478,423)	22,812,703	12,334,280	(16,517,475)	27,818,198	11,300,723	
Net assets released from restrictions	15,304,034	(15,304,034)		12,361,345	(12,361,345)		
Excess (deficiency) of operating activities support and revenue							
over expenses	4,825,611	7,508,669	12,334,280	(4,156,130)	15,456,853	11,300,723	
Non-operating activities:							
Net investment income (losses)	4,903,653	857,814	5,761,467	(5,725,017)	(767,396)	(6,492,413)	
Grant refunds	3,185,292	-	3,185,292	1,762,345	-	1,762,345	
Foreign currency losses	(7,215)	-	(7,215)	(45,256)	-	(45,256)	
Rental income	-	-	-	99,218	-	99,218	
Loss on disposal of property and equipment	-	-	-	(58,258)	-	(58,258)	
Loss on abandonment of lease	-	-	-	(404,719)	-	(404,719)	
Gain on Paycheck Protection Program loan forgiveness	1,168,479	-	1,168,479	1,272,100	-	1,272,100	
Other income	101,945		101,945	142,271		142,271	
Change in net assets	14,177,765	8,366,483	22,544,248	(7,113,446)	14,689,457	7,576,011	
Net assets, beginning of year	30,818,530	33,481,533	64,300,063	37,931,976	18,792,076	56,724,052	
Net assets, end of year	\$ 44,996,295	\$ 41,848,016	\$ 86,844,311	\$ 30,818,530	\$ 33,481,533	\$ 64,300,063	

Consolidated Statement of Functional Expenses Year Ended June 30, 2023

(with summarized financial information for the year ended June 30, 2022)

		Sı	upporting Service			
	Program Services:	Management		Total Supporting	To	otal
	Research	and General	Fund-raising	Services	2023	2022
Grants awarded	\$ 56,131,531	\$ -	\$ -	\$ -	\$ 56,131,531	\$ 48,661,147
Founder's Fund grants awarded	4,156,624	-	-	-	4,156,624	4,059,441
Special events:						
Venue, food and beverages	-	-	1,113,958	1,113,958	1,113,958	249,786
Audio visual	-	-	696,845	696,845	696,845	688,010
Entertainment	-	-	348,592	348,592	348,592	204,891
Other direct event costs	-	-	1,059,940	1,059,940	1,059,940	299,465
Printing, postage and office expenses	-	-	412,257	412,257	412,257	340,119
Event management and production	-	-	313,890	313,890	313,890	221,494
Other	-	-	485,807	485,807	485,807	433,408
Salaries and employee benefits	3,470,599	2,056,778	4,304,745	6,361,523	9,832,122	10,277,829
Contracted services	71,375	52,877	388,831	441,708	513,083	469,169
Conferences and meetings	213,802	-	-	-	213,802	41,287
Professional fees	1,106,866	1,558,944	1,661,133	3,220,077	4,326,943	3,451,655
Occupancy	240,569	242,963	246,553	489,516	730,085	1,575,068
Telephone	2,953	67,452	15	67,467	70,420	71,842
Supplies	3,195	38,031	12,030	50,061	53,256	38,692
Printing, postage and office expenses	489,677	490,060	572,133	1,062,193	1,551,870	1,218,415
Increase in allowance for uncollectible accounts	-	-	-	-	-	17,000
Licenses		23,555		23,555	23,555	12,074
Total expenses before depreciation and amortization	65,887,191	4,530,660	11,616,729	16,147,389	82,034,580	72,330,792
Depreciation and amortization	27,654	27,929	28,343	56,272	83,926	248,077
Total expenses	65,914,845	4,558,589	11,645,072	16,203,661	82,118,506	72,578,869
Less: loss on abandonment of lease	-	-	-	-	-	(404,719)
Less: direct benefits to donors	-		(3,219,335)	(3,219,335)	(3,219,335)	(1,442,152)
Total expenses per consolidated statements of activities	\$ 65,914,845	\$ 4,558,589	\$8,425,737	\$ 12,984,326	\$ 78,899,171	\$ 70,731,998

Consolidated Statement of Functional Expenses Year Ended June 30, 2022

			,	supporting servic	63	
	Se	ogram rvices: search	Management and General	Fund-raising	Total Supporting Services	Total
Grants awarded	\$ 4	8,661,147	\$ -	\$ -	\$ -	\$ 48,661,147
Founder's Fund grants awarded		4,059,441	-	-	-	4,059,441
Special events:						
Venue, food and beverages		-	-	249,786	249,786	249,786
Audio visual		-	-	688,010	688,010	688,010
Entertainment		-	-	204,891	204,891	204,891
Other direct event costs		-	-	299,465	299,465	299,465
Printing, postage and office expenses		-	-	340,119	340,119	340,119
Event management and production		-	-	221,494	221,494	221,494
Other		-	-	433,408	433,408	433,408
Salaries and employee benefits	;	3,546,762	1,776,410	4,954,657	6,731,067	10,277,829
Contracted services		27,200	48,763	393,206	441,969	469,169
Conferences and meetings		41,287	-	-	-	41,287
Professional fees		921,911	1,124,933	1,404,811	2,529,744	3,451,655
Occupancy		376,499	772,385	426,184	1,198,569	1,575,068
Telephone		2,489	69,186	167	69,353	71,842
Supplies		2,693	23,988	12,011	35,999	38,692
Printing, postage and office expenses		406,992	428,249	383,174	811,423	1,218,415
Increase in allowance for uncollectible accounts		-	17,000	-	17,000	17,000
Licenses		-	12,074		12,074	12,074
Total expenses before depreciation and amortization	5	8,046,421	4,272,988	10,011,383	14,284,371	72,330,792
Depreciation and amortization		79,806	77,934	90,337	168,271	 248,077
Total expenses	5	8,126,227	4,350,922	10,101,720	14,452,642	72,578,869
Less: loss on abandonment of lease		-	(404,719)	-	(404,719)	(404,719)
Less: direct benefits to donors		-	-	(1,442,152)	(1,442,152)	(1,442,152)
Total expenses per consolidated statements of activities	\$ 5	8,126,227	\$ 3,946,203	\$ 8,659,568	\$ 12,605,771	\$ 70,731,998

Supporting Services

Consolidated Statements of Cash Flows

Year Ended June 30,

	2023	2022		
Cash flows from operating activities:				
Change in net assets	\$ 22,544,248	\$ 7,576,011		
Adjustments to reconcile change in net assets to net cash	·,··-,-·-	, , , , , , ,		
provided by operating activities:				
Depreciation and amortization	83,926	248,077		
Loss on disposal of property and equipment	-	58,258		
Unrealized (gains) losses on investments	(2,282,964)	8,446,114		
Realized losses (gains) on investments	46,118	(336,320)		
Increase in allowance for uncollectible accounts	-	17,000		
Gain on Paycheck Protection Program loan forgiveness	(1,168,479)	(1,272,100)		
Contributions - perpetual in nature	(510,505)	-		
Noncash lease amortization	667,670	-		
Changes in:				
Pledges receivable, net	(8,826,091)	(12,063,154)		
Other receivables	(175,161)	24,617		
Prepaid expenses	(42,761)	662,686		
Security deposits	130	157,174		
Accounts payable and accrued expenses	(5,127,245)	6,137,777		
Grants payable	3,697,244	(1,071,578)		
Lease liability	(358,962)			
Net cash provided by operating activities	8,547,168	8,584,562		
Cash flows from investing activities:				
Proceeds from sales of investments	1,007,478	1,724,000		
Purchases of investments	(3,354,514)	(3,299,939)		
Purchases of property and equipment	(615,705)			
Net cash used in investing activities	(2,962,741)	(1,575,939)		
Cash flows from financing activities:				
Contributions - perpetual in nature	510,505			
Net increase in cash and cash equivalents	6,094,932	7,008,623		
Cash and cash equivalents, beginning of year	29,181,726	22,173,103		
Cash and cash equivalents, end of year	\$ 35,276,658	\$ 29,181,726		
Supplemental disclosure of cash flow information:				
Non-cash lease liability arising from obtaining right-of-use asset	\$ 4,037,001	\$ -		
Donated non-financial assets	\$ 1,294,579	\$ 1,009,837		

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES

[1] The Foundation:

The Breast Cancer Research Foundation, Inc. ("BCRF") is a New York not-for-profit organization, incorporated in 1993. The mission of BCRF is to prevent and cure breast cancer by advancing the world's most promising research. The Breast Cancer Research Foundation in Canada ("BCRF Canada") is an officially registered tax-exempt charity in Canada. As this entity meets the criteria for consolidation, its financial statements are consolidated with those of BCRF (together, the "Foundation"). Gains and losses from foreign currency translations are included in the statements of activities. All significant inter-organization balances and transactions have been eliminated in consolidation.

The Foundation makes donations to fund breast cancer research at many internationally recognized, taxexempt hospitals, medical centers, universities, and research organizations. Grant awards are based on proposals made by physicians, researchers, and other knowledgeable individuals, as recommended by the Foundation's Scientific Advisory Board, and approved by, the Board of Directors.

BCRF qualifies as a charitable organization as defined by Section 501(c)(3) of the Internal Revenue Code (the "Code") and, accordingly, is exempt from federal income taxes under Section 501(a) of the Code and from state and local income taxes under comparable laws. Since BCRF is publicly supported, contributions to the Foundation qualify for the maximum charitable-contribution deduction under the Code.

[2] Basis of accounting:

The consolidated financial statements have been prepared using the accrual basis of accounting and conform to accounting principles generally accepted in the United States of America ("U.S. GAAP"), as applicable to not-for-profit organizations.

[3] Use of estimates:

The preparation of consolidated financial statements in conformity with U.S. GAAP requires the Foundation's management to make estimates and assumptions that affect the reported amounts of assets, liabilities, public support and revenue and expenses and the disclosure of contingent assets and liabilities. Actual results may differ from those estimates.

[4] Cash and cash equivalents:

The Foundation considers all highly liquid investments, with maturities of three months or less when purchased, to be cash equivalents for financial statement reporting purposes. Cash and cash equivalents held as part of the Foundation's investment portfolio are reflected as investments in the consolidated statements of financial position.

[5] Investments:

The Foundation's investments in fixed income securities and mutual funds are reported at their fair values in the consolidated statements of financial position at each fiscal year-end based on quoted market prices.

The Foundation's investments, in general, are subject to various risks, such as interest-rate, market, and credit risks. Due to the level of risk associated with certain investment vehicles, it is at least reasonably possible that changes in the values of those securities could occur in the near term, and that such changes could materially affect the amounts reported in the consolidated financial statements.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[5] Investments: (continued)

Investment transactions are recorded on a trade-date basis. Realized gains and losses on investments sold, and unrealized appreciation and depreciation on investments held, are reported in the consolidated statements of activities as increases or decreases in net assets without donor restrictions unless their use is restricted through donor stipulation. Realized gains and losses on investments are determined by comparison of the cost at the time of acquisition to the proceeds at the time of disposition. Unrealized gains and losses on investments are determined by comparing the investment's cost to the fair value at the end of each fiscal year. The earnings from dividends and interest are recognized when earned.

Investment expenses include the services of investment managers and custodians. The balances of investment management fees disclosed in Note C are those specific fees charged by the Foundation's various investment managers in each fiscal year; however, they do not include those fees that are embedded in various other investment transactions.

Donated securities are recorded at their estimated fair values on the dates of donation. The Foundation's policy is to sell donated securities immediately, and, accordingly, for purposes of the consolidated statements of cash flows, donated securities and the proceeds generated from their sale are included as operating activities.

[6] Property and equipment:

Property and equipment are stated at their original costs at the dates of acquisition, or, if contributed, at their fair values at the dates of donation, net of accumulated depreciation and amortization. The Foundation capitalizes leasehold improvements and furniture and equipment with a cost of \$5,000 or more and a useful life greater than one year, whereas minor costs of repairs and maintenance are expensed as incurred. Depreciation of furniture and equipment is provided over the estimated useful life of five years, using the straight-line method. Leasehold improvements are amortized over the remaining lease term or the estimated life of the improvements, whichever is shorter.

Management evaluates the recoverability of the investment in long-lived assets on an ongoing basis when triggering events indicate that the fair value of the long-lived assets may be less than the carrying value, and recognizes impairment in the year of determination. There were no triggering events during fiscal-years 2023 and 2022, requiring management to test for impairment that would require adjustment to property and equipment.

[7] Paycheck Protection Program loans payable:

On March 27, 2020, Congress enacted the Coronavirus Aid, Relief, and Economic Security ("CARES") Act. The Paycheck Protection Program ("PPP") established by the CARES Act, implemented by the U.S. Small Business Administration ("SBA"), provided businesses, including certain not-for-profit organizations, with funds to pay payroll and other costs during the coronavirus ("COVID-19") outbreak.

There are two acceptable methods for accounting for the PPP funds received under the CARES Act. Entities can elect to treat the funds as a loan or as a conditional contribution. The Foundation has elected to record the PPP funds as a loan under the Financial Accounting Standards Board's (the "FASB") Accounting Standards Codification ("ASC") 470, *Debt*. (See Note K).

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[8] Grants payable:

The Foundation records awards of unconditional research grants and Founder's Fund grants as expenses and liabilities after the approval by the Board of Directors, based upon the guidance and input of the Foundation's Scientific Advisory Board. Research grants are generally paid within one year. The Foundation receives refunds from the underlying grantee institutions when a project is terminated before completion or when the underlying investigator moves to another institution. When the project is terminated, those funds are treated as income by the Foundation and are added to the funds available for future research grants. When an investigator changes institutions and the work previously funded will continue, the Foundation redistributes the unused funds to the investigator's new institution.

[9] Leases:

The Foundation determines if an arrangement is a lease at inception. For the Foundation's operating leases, a right-of-use ("ROU") asset represents the Foundation's right to use an underlying asset for the lease term and an operating lease liability represents an obligation to make lease payments arising from the lease. The ROU asset and lease liability are recognized at the lease commencement date based on the present value of lease payments over the lease term. Since the Foundation's lease agreements do not provide an implicit interest rate, the Foundation uses a risk-free rate based on the information available at the commencement date in determining the present value of the lease payments. Operating lease expense is recognized on a straight-line basis over the lease term, subject to any changes in the lease or expectations regarding the terms. Variable lease costs, such as operating costs, are expensed as incurred. There were no variable lease costs in either fiscal year.

[10] Net assets:

The net assets of the Foundation and changes therein are classified and reported as follows:

(i) Net assets without donor restrictions:

The Foundation's net assets without donor restrictions represent those resources that are available for current operations as there are no restrictions by donors as to their use.

(ii) Net assets with donor restrictions:

Net assets with donor restrictions represent those resources that are subject to donor-imposed restrictions, such as specific purposes and/or a specific period of time. Also included within net assets with donor restrictions are donor restrictions that are perpetual in nature and subject to the New York Prudent Management of Institutional Funds Act ("NYPMIFA"). These donors have stipulated that those resources be maintained in perpetuity, with the resultant income and net capital appreciation arising from the underlying assets be used in the satisfaction of the wishes of those donors. When a donor restriction expires, that is, when a stipulated time restriction ends, a purpose restriction is accomplished, or funds are appropriated through an action of the Board of Directors, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statements of activities as "net assets released from restrictions."

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[11] Revenue recognition:

(i) Contributions, gifts and pledges:

Contributions to the Foundation are recognized as revenue upon the receipt of cash, unconditional pledges or other assets. Contributions are recorded as "with donor restrictions" if they are received with donor stipulations or time considerations as to their use. Conditional contributions are recorded when the conditions have been met. Contributions of assets other than cash are recorded at their estimated fair values at the dates of donation. Contributions to be received after one year are discounted at an appropriate interest rate, commensurate with the risk involved. The Foundation periodically assesses the collectability of its outstanding pledges and provides allowances for anticipated losses, if any, when necessary.

(ii) Special events:

A portion of the gross proceeds paid by attendees at special events held as fundraising activities represents contribution revenue, whereas the other portion serves as the payment of the direct costs of the benefits received by the attendee at the event. Special event income is reported net of the direct benefits to donors. Special event revenues, other than the contribution portion, applicable to a future year are recognized as revenue in the year the special event takes place.

(iii) Donated goods and services (contribution of nonfinancial assets):

From time-to-time, the Foundation receives various forms of gifts-in-kind, which are contributions of nonfinancial assets, including donated merchandise and scientific and legal services. These types of contributions are reported at their estimated fair value on the date of receipt and reported as expenses when utilized. Donated goods are valued based upon estimates of fair value that would be received for selling the goods in their principal marketplace considering their condition and utility for use at the time the goods are contributed by the donor. It is the Foundation's policy that contributions of nonfinancial assets are only utilized within operations to support the Foundation's mission and not monetized.

For recognition of donated services, such services must: (i) create of enhance non-financial assets; (ii) typically need to be acquired, if not provided by donation; (iii) require a specialized skill; and (iv) be provided by individuals possessing these skills.

(iv) Rental income:

Revenue received from the sublease of the Foundation's office space is recognized ratably over the length of the term specified in the agreement. Revenue related to rental income received in advance is deferred until the following year. The rental income agreement terminated during fiscal year 2022.

[12] Measure of operations:

The Foundation includes in its definition of operations, all public support and revenue and expenses that are an integral part of its programs and supporting activities. Net investment gains (losses), refunds of grants awarded in prior years, foreign currency losses, rental income, losses on disposals and lease abandonment, gain on PPP loan forgiveness, and other income are recognized as part of the Foundation's non-operating activities.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[13] Functional allocation of expenses:

The costs of providing the Foundation's various programs and supporting services have been summarized on a functional basis in the consolidated statements of activities. The consolidated statements of functional expenses present expenses by functional and natural classification. Accordingly, direct costs have been functionalized within the program and supporting services, based on the nature of the expense. Indirect costs, including salaries and employee benefits, occupancy costs and depreciation have been allocated on the basis of time spent among employees.

[14] Income tax uncertainties:

The Foundation is subject to the provisions of the FASB's ASC Topic 740, *Income Taxes*, relating to accounting and reporting for uncertainty in income taxes. Because of the Foundation's general tax-exempt status, management believes ASC Topic 740 has not had, and is not expected to have, a material impact on the Foundation's consolidated financial statements.

[15] Adoption of new accounting pronouncement:

In February 2016, the FASB issued Accounting Standards Update ("ASU") 2016-02, *Leases*, to improve financial reporting of leasing transactions by requiring organizations that lease assets to recognize assets and liabilities for the rights and obligations created by leases that extend more than twelve months on the consolidated statements of financial position. This accounting update also requires additional disclosures surrounding the amount, timing, and uncertainty of cash flows arising from leases. The Foundation elected to adopt ASU 2016-02 as of July 1, 2022 on a prospective basis.

The Foundation has elected the package of practical expedients permitted in ASC Topic 842. Accordingly, the Foundation accounted for its existing operating lease as an operating lease under the new guidance, without reassessing (a) whether the contracts contain a lease under ASC Topic 842, (b) whether classification of the operating leases would be different in accordance with ASC Topic 842, or (c) whether the unamortized initial direct costs before transition adjustments would have met the definition of initial direct costs in ASC Topic 842 at lease commencement.

The new lease standard also provides practical expedients for an entity's ongoing accounting. The Foundation elected the short-term lease recognition exemption, under which the Foundation will not recognize right-of-use assets or lease liabilities on new or existing short-term leases. Short-term leases are defined as those with a term of 12 months or less. The Foundation also elected the practical expedient to not separate lease and non-lease components for certain classes of assets.

As a result of the adoption of the new lease accounting guidance, the Foundation recognized on July 1, 2022 (a) a lease liability of \$4,037,001 which represented the present value of the remaining lease payments of \$4,074,950 discounted using the Foundation's incremental borrowing rate of 2.92%, and (b) a right-of-use asset of \$4,037,001. This standard did not have a material impact on the Foundation's consolidated statements of financial position or cash flows from operations and had no impact on the Foundation's consolidated statements of activities and changes in net assets. The most significant impact was the recognition of a ROU asset and lease obligation for an operating lease for the fiscal year ended June 30, 2023.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE A - THE FOUNDATION AND ITS SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

[16] Subsequent events:

The Foundation has evaluated subsequent events through March 8, 2024, the date on which the consolidated financial statements were available to be issued.

NOTE B - PLEDGES AND OTHER RECEIVABLES

[1] Pledges receivable:

At each fiscal-year-end, pledges receivable are estimated to be received as follows:

	June 30,			
	2023	2022		
Less than one year	\$ 15,973,248	\$ 14,341,127		
One to five years	16,700,000	8,315,000		
Six to ten years	500,000	850,000		
	33,173,248	23,506,127		
Reduction of pledges due in excess of one year				
to present value, using discount rates ranging				
from 0.31% - 4.625%	(1,883,036)	(1,002,742)		
Less: allowance for doubtful collections	(102,803)	(142,067)		
	\$ 31,187,409	\$ 22,361,318		

The Foundation wrote off uncollectible pledges receivable of approximately \$39,000 and \$75,000 against its allowance in fiscal-years 2023 and 2022, respectively.

[2] Other receivables:

Other receivables consist of accrued interest and other amounts due to the Foundation. All amounts are fully collectible within one year, and accordingly, no allowance for doubtful accounts or present value discount has been established.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE C - INVESTMENTS

At each fiscal year-end, investments consisted of the following:

June 30,

		Jui	' ,				
	2023						
	Fair				Fair		
	Value		Cost		Value		Cost
Cash and cash equivalents	\$ 546,347	\$	546,347	\$	250,420	\$	250,420
Corporate bonds	9,984,220		10,756,800		9,771,978		10,760,063
U.S. government and agency							
obligations	3,368,904		3,567,962		3,663,324		3,879,839
Mutual funds:							
Equity	28,090,642		20,623,956		23,826,171		19,173,797
Fixed-income	 40,673,968		43,595,645		40,568,306		42,725,673
	\$ 82,664,081	\$	79,090,710	\$	78,080,199	\$	76,789,792

At June 30, 2023, concentrations of the Foundation's investments in excess of 10% of the fair value of its portfolio included approximately 63% invested in two fixed-income mutual funds for the fiscal-year 2023. At June 30, 2022, concentrations of the Foundation's investments in excess of 10% of the fair value of its portfolio included approximately 52% invested in two fixed-income mutual funds for the fiscal-year 2022.

During each fiscal year, investment returns consisted of the following:

Year	Ended
Jun	e 30,

	2023	2022
Interest and dividends	\$ 3,630,358	\$ 1,733,068
Realized (losses) gains	(46,118)	336,320
Unrealized gains (losses)	2,282,964	(8,446,114)
Investment advisory fees	 (105,737)	(115,687)
	\$ 5,761,467	\$ (6,492,413)

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE C - INVESTMENTS (CONTINUED)

The FASB's ASC Topic 820, Fair Value Measurements, establishes a three-level valuation hierarchy of fair-value designations. These valuation techniques are based on observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect market assumptions. These two types of inputs create the following fair-value hierarchy:

- Level 1: Valuations are based on observable inputs that reflect quoted market prices in active markets for identical investments at the reporting date.
- Level 2: Valuations are based on: (i) quoted prices for similar investments in active markets; or (ii) quoted prices for those investments, or similar investments, in markets that are not active; or (iii) pricing inputs other than quoted prices that are directly or indirectly observable at the reporting date.
- Level 3: Valuations are based on pricing inputs that are unobservable and include situations where: (i) there is little, if any, market activity for the investments; or (ii) the investments cannot be independently valued.

The availability of market data is monitored to assess the appropriate classification of financial instruments within the fair-value hierarchy. Changes in economic conditions or valuation techniques may require the transfer of financial instruments from one fair-value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The following tables summarize the fair values of the Foundation's investments at each fiscal year-end in accordance with the ASC Topic 820 valuation levels:

June 30, 2023

 Level 1		Level 2	Total		
\$ 546,347	\$	-	\$	546,347	
		9,984,220		9,984,220	
3,368,904		-		3,368,904	
28,090,642		-		28,090,642	
 40,673,968		-		40,673,968	
\$ 72,679,861	\$	9,984,220	\$	82,664,081	
	Ju	ne 30, 2022			
Level 1		Level 2		Total	
\$ 250,420	\$	-	\$	250,420	
-		9,771,978		9,771,978	
3,187,625		475,699		3,663,324	
23,826,171		-		23,826,171	
 40,568,306				40,568,306	
\$	\$ 546,347 3,368,904 28,090,642 40,673,968 \$ 72,679,861 Level 1 \$ 250,420 3,187,625 23,826,171	\$ 546,347 \$ 3,368,904 28,090,642 40,673,968 \$ 72,679,861 \$ Level 1 \$ 250,420 \$ 3,187,625 23,826,171	\$ 546,347 \$ - 9,984,220 3,368,904 - 28,090,642 - 40,673,968 - \$ 72,679,861 \$ 9,984,220 Level 1 Level 2 \$ 250,420	\$ 546,347 \$ - \$ 9,984,220 3,368,904	

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE D - PROPERTY AND EQUIPMENT

At each fiscal-year-end, property and equipment consisted of the following:

	June 30,				
	2023		2022		
Leasehold improvements	\$ 527,049	\$	365,351		
Furniture and equipment	565,822		111,815		
	1,092,871		477,166		
Less: accumulated depreciation and amortization	(536,143	<u> </u>	(452,217)		
	\$ 556,728	\$	24,949		

NOTE E - NET ASSETS WITH DONOR RESTRICTIONS

At each fiscal year-end, net assets with donor restrictions consisted of the following:

	June 30,				
	2023	2022			
Purpose restrictions:					
Research grants	\$ 11,516,998	\$ 10,661,370			
Clinical trials	4,133,124	6,957,688			
	15,650,122	17,619,058			
Subject to appropriation:					
Accumulated endowment					
earnings reserved for appropriation	932,539	434,000			
Total purpose restrictions	16,582,661	18,053,058			
Time-restricted for future periods	18,079,850	8,242,970			
Perpetual in nature	7,185,505	7,185,505			
	\$ 41,848,016	\$ 33,481,533			

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE E - NET ASSETS WITH DONOR RESTRICTIONS: (CONTINUED)

During each fiscal-year, net assets released from restrictions, as the result of satisfying donor restrictions, were as follows:

	June 30,				
		2023		2022	
Purpose restrictions satisfied as follows:					
Grants:					
Research	\$	6,710,433	\$	5,306,067	
Clinical trials		2,824,564		4,634,341	
		9,534,997		9,940,408	
Time-restrictions satisfied		5,769,037		2,420,937	
	\$	15,304,034	\$	12,361,345	

NOTE F - CONDITIONAL COMMITMENTS RECEIVED

In December 2017, the Foundation received a conditional grant of \$10,000,000 to establish a research fund. As of June 30, 2022, the Foundation has recognized \$9,000,000 in revenue from this grant; \$2,000,000 in each of the fiscal-years 2021 and 2019, respectively, and \$5,000,000 in fiscal-year 2018, through satisfaction of the requisite conditions.

In addition, in December 2019, the Foundation received a conditional grant of \$5,000,000 to establish another research fund for similar purposes. The Foundation has recognized \$3,722,722 in revenue from this grant; \$1,546,644, \$426,078, \$1,250,000, and \$500,000 in fiscal-years 2023, 2022, 2021 and 2020, respectively, through satisfaction of the requisite conditions.

No provisions for future amounts that may be received under these agreements have been included in the consolidated financial statements due to the conditional nature of the grants.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE G - DONATED GOODS AND SERVICES

The tables below disclose the in-kind donations received in each fiscal year, as well as the valuation techniques and inputs, the existence of donor restrictions, and the utilization in accordance with ASU 2020-07:

Year Ended June 30, 2023

	Revenue Recognized	Utilization in Programs/Activities	Donor Restrictions	Valuation Techniques and inputs
Donated fund- raising merchandise	\$ 144,579	Provided to attendees at special events as tokens	None	Reflected at market prices in the various principal markets where they are consumed.
Donated legal services	\$ 685,000	General and administrative	None	Contributed legal services are considered to reflect fair market rates for services performed.
Donated scientific consulting services	\$ 465,000	Program-related grant making	None	Contributed services from the Foundation's Scientific Advisory Committee are considered to reflect fair market rates for services performed.

Year Ended June 30, 2022

	Revenue Recognized	Utilization in Programs/Activities	Donor Restrictions	Valuation Techniques and inputs
Donated fund- raising merchandise	\$ 159,057	Provided to attendees at special events as tokens	None	Reflected at market prices in the various principal markets where they are consumed.
Donated legal services	\$ 570,780	General and administrative	None	Contributed legal services are considered to reflect fair market rates for services performed.
Donated scientific consulting services	\$ 280,000	Program-related grant making	None	Contributed services from the Foundation's Scientific Advisory Committee are considered to reflect fair market rates for services performed.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE G - DONATED GOODS AND SERVICES: (CONTINUED)

Other donated goods and services:

(i) Media placement:

The Foundation receives in-kind contributions in the form of donated placements of public-service announcements ("PSAs") in various forms of media. Such PSAs, with a total estimated value of approximately \$312,000 and \$1,909,000 for fiscal-years 2023 and 2022, respectively, do not meet the criteria for revenue recognition as the Foundation is not actively involved in determining and managing the message and lacks control over others' access to the benefit. Accordingly, the values of the PSAs have not been reported in the consolidated financial statements.

(ii) Other:

A substantial number of Board members and volunteers have donated significant amounts of their time and support through fund-raising and participation in global events, in furtherance of the Foundation's mission. Additionally, the Foundation is the benefactor of the net proceeds of a significant number of fund-raising events organized by outside, independent volunteers in the name of the Foundation. The value of this donated volunteer time is not reflected in the consolidated financial statements, as it does not meet the criteria for recognition under generally accepted accounting principles.

NOTE H - THE ENDOWMENT

[1] The endowment:

The Foundation's endowment consists of four donor-restricted funds, with the income earned thereon to be used for their respective research initiatives. As required by generally accepted accounting principles, net assets associated with the endowment fund are classified and reported based on the existence or absence of donor-imposed restrictions.

[2] Interpretation of relevant law:

NYPMIFA is applicable to all of the Foundation's institutional funds, including its donor-restricted endowment funds. The Board of Directors adheres to NYPMIFA's requirements.

[3] Endowment net-asset composition by type of fund, at each fiscal year-end:

	June 30, 2023					
	Amounts Subject to Appropriation nds \$ 932,539		to Held in tion Perpetuity		Total	
Donor-restricted endowment funds					\$	8,118,044
			Jui	ne 30, 2022		
_		mounts	,	Amounts Held in		
	Subject to Appropriation			Perpetuity		Total
Donor-restricted endowment funds	\$	434,000	\$	7,185,505	\$	7,619,505

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE H - THE ENDOWMENT (CONTINUED)

[3] Endowment net-asset composition by type of fund, at each fiscal year-end: (continued)

, , , , , , , , , , , , , , , , , , ,	June 30, 2023							
	With Donor Restrictions							
	S	Amounts Subject to propriation	Amounts Held in Perpetuity		Total			
Endowment net assets and the earnings thereon, beginning of year (including net pledges receivable								
of \$510,505)	\$	434,000	\$	7,185,505	\$	7,619,505		
Investment income, net		274,101		-		274,101		
Net appreciation (realized and								
and unrealized)		583,713		-		583,713		
Appropriation of endowment assets for expenditure		(359,275)		_		(359,275)		
Endowment net assets and the		(222)				(,,		
earnings thereon	\$	932,539	\$	7,185,505	\$	8,118,044		
			Jur	ne 30, 2022				
		Wi	th Do	nor Restrictio	ns			
	S	Amounts Subject to propriation		Amounts Held in Perpetuity		Total		
Endowment net assets and the								
earnings thereon, beginning of year Contributions	\$	1,535,146 -	\$	6,675,000 510,505	\$	8,210,146 510,505		

Endowment net assets and the earnings thereon (including net pledges receivable of \$510,505,

end of year) \$ 434,000 \\$ 7,185,505 \\$ 7,619,505

175,833

(943,229)

(333,750)

[4] Return objectives and risk parameters:

Investment income, net

and unrealized)

for expenditure

Net depreciation (realized and

Appropriation of endowment assets

The Foundation's endowment assets are invested in a manner intended to produce a positive return on invested assets, while assuming a moderate level of investment risk. Actual returns in any given year may vary, depending on investment strategies and economic conditions.

175,833

(943,229)

(333,750)

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE H - THE ENDOWMENT (CONTINUED)

[5] Strategies employed for achieving objectives:

To satisfy its long-term rate-of-return objectives, the Foundation's Board of Directors relies on a total-return strategy in which investment returns are achieved through both capital appreciation (realized and unrealized) and current yield (interest and dividends).

[6] Spending policy:

The Foundation's Board of Directors has a policy for appropriating for each year an amount that shall not exceed an amount earned on the endowment. Over the long term, management expects the assets underlying its endowment to grow at a reasonable rate, consistent with the Board's objective to maintain the purchasing power of the endowment assets, as well as to provide additional real growth through new gifts and investment returns. During both fiscal-years 2023 and 2022, the spend rate was 5%, to ensure compliance with the spending requirements of the underlying gift agreements.

[7] Funds with deficiencies:

Due to unfavorable market fluctuations, from time-to-time, the fair value of assets associated with individual donor-restricted endowment funds may decline below the historical dollar value of the donor's original restricted contribution, or the amount required to be maintained under state law, referred to as underwater endowment. Under the terms of NYPMIFA, the Foundation has no responsibility to restore such decreases in value. At June 30, 2023 and 2022, there were no deficiencies of this nature.

NOTE I - RELATED-PARTY TRANSACTIONS

[1] Fund-raising:

One of the Co-chairs of the Foundation's Board of Directors is also the Executive Chairman of the Estee Lauder Companies, Inc. (the "Corporation") that donated a portion of its sales revenue to the Foundation and held various fund-raising events for the benefit of the Foundation. For fiscal-years 2023 and 2022, the Foundation recognized contribution revenue from the Corporation of approximately \$21,699,000 and \$6,243,000, respectively. During fiscal-years 2023 and 2022, certain directors of this Corporation also made personal contributions to the Foundation totaling approximately \$1,581,000 and \$1,315,000, respectively. Additionally, during fiscal-years 2023 and 2022, the Corporation donated items to be given away during the Foundation's fund-raising events valued at approximately \$44,000 and \$64,000, respectively.

[2] Operating expenses:

Through December 31, 2021, the Foundation had also reimbursed the Corporation for certain operating expenses paid on its behalf each fiscal year. These reimbursements to the Corporation were for payroll and related benefits for the staff who exclusively conducted the Foundation's activities, as well as reimbursement for other administrative services provided at cost. Effective January 1, 2022, the Foundation began to manage its own payroll process and contracted the services of a Professional Employer Organization ("PEO") to facilitate its employees' payroll and benefits. For fiscal year 2022, the Foundation had reimbursed the Corporation approximately \$4,750,000 for such costs.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE I - RELATED-PARTY TRANSACTIONS (CONTINUED)

[3] Employee benefit plans:

Through December 31, 2021, the employees of the Foundation participated in the corporation's defined-contribution retirement plan, formed under 401(k) of the Code, as well as The Retirement Growth Account Plan formed under Section 401(a) of the Code, both of which covered all employees who met the eligibility requirements. The Retirement Growth Plan was a non-contributory plan whereby eligible employees accrued a percentage of their compensation, based on their years of service in the plan. Effective January 1, 2022, the employees of the Foundation participate in a defined contribution retirement plan, formed under 401(k) of the Code as provided by the PEO. The Foundation's contributions to these plans for fiscal-years 2023 and 2022 were approximately \$636,000 and \$455,000, respectively. See also Note I[2].

NOTE J - COMMITMENTS

[1] Lease obligations:

As of June 30, 2021, the Foundation was obligated under two non-cancelable operating leases agreement for office space. During fiscal year 2022, the Foundation surrendered office space under one lease agreement which was originally due to expire in December 2022. A portion of this space was sub-leased to a non-related party, the agreement of which, ended with the surrender of the lease. The cost of the lease buyout as a result of the surrender was \$404,719. Revenue related to this sub-lease agreement, and the costs associated with surrendering this space, are included in accompanying consolidated statements of activities.

The Foundation's remaining lease agreement, which was originally set to expire in June 2022, was amended effective July 1, 2022 to extend the lease through June 2028. In conjunction with this amendment, the Foundation received a rent holiday of six months and a tenant improvement allowance of \$370,450.

As of June 30, 2023, the estimated future minimum annual lease payments under the lease described above are as follows:

V- - - F-- - -

Year Ending	
June 30,	Amount
2024	\$ 740,900
2025	740,900
2026	740,900
2027	740,900
2028	740,900
	3,704,500
Less: amount representing	
interest	(26,461)
Amount reported on the consolidated statements of	
financial position	\$ 3,678,039

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE J - COMMITMENTS (CONTINUED)

[1] Lease obligations: (continued)

The table below presents additional information related to the Foundation's leases for the year ended June 30, 2023:

Weighted average remaining lease term:

Operating lease 5 years

Weighted average discount rate:

Operating lease 2.92%

The Foundation also leases storage space on a month-to-month basis.

[2] Employment agreement:

Pursuant to an agreement with the Foundation's former President and Chief Executive Officer who retired during fiscal year 2023, the Foundation has provided post-employment compensation and other benefits. Substantially, all costs associated with this agreement are included in accounts payable and accrued expenses for fiscal years 2023 and 2022, respectively. The Foundation has entered into an employment agreement with its new President and Chief Executive Officer who was hired during fiscal year 2023.

[3] Future fund-raising events:

The Foundation is obligated under various rental agreements for fund-raising events to be held subsequent to fiscal year-end, the deposits for which have been reported as prepaid expenses in the consolidated statements of financial position.

[4] Other contracts:

In the normal course of business, the Foundation enters into various contracts and agreements for professional and other services, which are typically renewable on a year-to-year basis.

NOTE K - PPP LOANS AND GAIN ON LOAN FORGIVENESS

The Foundation received \$1,272,100 in funds from the PPP First Draw on May 1, 2020, and applied for and received an additional \$1,272,100 under the PPP Second Draw program on May 21, 2021, for a total of \$2,544,200. These proceeds have been reported as PPP loans payable in the consolidated statements of financial position as of June 30, 2021.

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE K - PPP LOANS AND GAIN ON LOAN FORGIVENESS (CONTINUED)

The first draw PPP loan, which had a maturity date of May 1, 2022, was forgiven. The forgiveness of this loan is reflected in non-operating activities in the consolidated statement of activities for fiscal year 2022. With respect to the Second Draw, neither principal nor interest is due for a deferral period, which ends when the SBA remits the loan forgiveness to the bank.

In November 2022, the Foundation was notified that \$1,169,874 of the second loan was forgiven, and that the Foundation would remain responsible for the remaining balance of \$102,226. The notification of partial forgiveness remains subject to bank approval in accordance with SBA guidelines. The outstanding principal of the remaining loan converted to a term loan with an interest rate of 0.98% payable in equal installments of principal and interest over the remaining period until the loan maturity date. The remaining balance was repaid in August 2023.

The SBA may audit any PPP loan at its discretion for up to six years after the date the SBA forgave the loan. The SBA reserves the right to audit any PPP loan, regardless of size and these audits may occur after forgiveness has been granted. In accordance with the Cares Act, all borrowers are required to maintain the PPP loan documentation for six years after the PPP loan was forgiven or repaid in full and to provide that documentation to the SBA upon request.

NOTE L - CONCENTRATION OF CREDIT RISK

The Foundation maintains its cash and cash equivalents in accounts with balances that frequently exceed federally insured limits. Management monitors the risk associated with the concentration and does not believe that the Foundation is exposed to any significant risk of loss that might result from the failure of these financial institutions and monitors this risk on an ongoing basis.

NOTE M - LIQUIDITY AND AVAILABILITY OF RESOURCES

The following reflects the Foundation's financial assets available for general expenditure (which includes scheduled grant payments) as of the consolidated statements of financial position date, reduced by amounts not available for general use within one year because of donor-imposed restrictions:

	June 30,			
		2023		2022
Cash and cash equivalents	\$	35,276,658	\$	29,181,726
Pledge receivables, net		31,187,409		22,361,318
Other receivables		412,381		237,220
Investments		82,664,081		78,080,199
Total financial assets available within one year		149,540,529		129,860,463
Less:				
Amounts unavailable for general expenditures within one year, due to:				
Restrictions by donors with purpose restrictions		(16,582,661)		(18,053,058)
Restrictions by donors for future periods		(18,079,850)		(8,242,970)
Restrictions by donors that are perpetual in nature		(7,185,505)		(7,185,505)
Total amounts unavailable for general expenditure within one year		(41,848,016)		(33,481,533)
Total financial assets available to meet cash needs for general				
expenditures within one year	\$	107,692,513	\$	96,378,930

Notes to Consolidated Financial Statements June 30, 2023 and 2022

NOTE M - LIQUIDITY AND AVAILABILITY OF RESOURCES (CONTINUED)

Liquidity policy:

The Foundation's fiscal policies are structured to ensure that sufficient financial assets are available as its general expenditures, liabilities, and other obligations come due. The Foundation meets this objective primarily through its current policy to approve research grants for funding after the funds have been raised, as well as maintaining a minimum of one year of operating (non-grant) expenses in reserves. The Foundation maintains a significant balance of cash and cash equivalents at each fiscal-year end due to funding requirements of committed research payments that are to be paid soon after each fiscal year-end.