

**BOARD OF DIRECTORS OF CITY TRUSTS
ACTING FOR THE CITY OF PHILADELPHIA
2024 ANNUAL REPORT**

**BOARD OF DIRECTORS OF CITY TRUSTS
ACTING FOR THE CITY OF PHILADELPHIA
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THE ESTATE OF STEPHEN GIRARD, DECEASED

Basic Financial Statements

June 30, 2024 and 2023

(With Independent Auditors' Report Thereon)

THE ESTATE OF STEPHEN GIRARD, DECEASED

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Independent Auditors' Report

The Members of the Board

The Estate of Stephen Girard, Deceased:

Opinion

We have audited the financial statements of the Estate of Stephen Girard, Deceased (the Estate), as of and for the years ended June 30, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Estate's basic financial statements for the years then ended as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Estate, as of June 30, 2024 and 2023, and the changes in fiduciary net position for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Estate's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 Estate'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 Estate'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.

Required Supplementary Information

U.S. generally accepted accounting principles require that the management's discussion and analysis and the required supplementary information in schedules 1 through 4 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

The KPMG LLP logo, featuring the letters KPMG in a bold, blue, sans-serif font, with each letter enclosed in a small square box, followed by the letters LLP in a smaller, black, sans-serif font.

Philadelphia, Pennsylvania
January 10, 2025

THE ESTATE OF STEPHEN GIRARD, DECEASED

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

The following discussion and analysis of the Estate of Stephen Girard, Deceased (the Estate) provides an overview of the financial activities of the Estate for the years ended June 30, 2024 and 2023, with comparative information presented as of and for the year ended June 30, 2022.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the notes to the basic financial statements that are provided in addition to this Management's Discussion and Analysis. All amounts, unless otherwise indicated, are expressed in thousands of dollars.

Upon his death in 1831, Stephen Girard bequeathed cash and real estate to the City of Philadelphia for the primary purpose of establishing a boarding school for orphans (Girard College). Girard College, in continuous operation since 1848, is now a full scholarship boarding school for grades 1 through 12 situated on a 43-acre campus in Philadelphia for academically capable students from qualified families of limited financial resources, which is overseen by the Board of Directors of City Trusts (the Board). The Estate comprises personal property and real estate, principally acquired properties and improvements thereto in Philadelphia and throughout the Commonwealth of Pennsylvania (the Commonwealth) and anthracite coal lands in Schuylkill, Columbia, and Northumberland counties in the Commonwealth in the general vicinity of Girardville, Pennsylvania. The primary operations of the Estate include the funding and operation of Girard College. The funding is derived primarily from the Estate's investment portfolio, real estate assets, and anthracite coal assets.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction into the Estate's basic financial statements. The Estate is considered a fiduciary fund in accordance with governmental accounting standards. Fiduciary funds are used to account for resources held for the benefit of parties outside a government. The Estate's basic financial statements comprise the statements of fiduciary net position, statements of changes in fiduciary net position, and notes to the financial statements.

Statements of Fiduciary Net Position

These statements are used to account for resources held in a trustee or agency capacity for others and are not available for the support of any government programs. These statements present the total assets held and deferred outflows of resources related to pension activities, less any liabilities and deferred inflows of resources related to lease income and pension activities to report the net position held in trust for the Estate. Investments and the interest rate swap are shown at fair value and all other assets and liabilities are determined on an accrual basis.

Statements of Changes in Fiduciary Net Position

These statements present the results of activities during the year. Activities include additions of contributions to Girard College, lease income and other real estate activity, investment income, net appreciation of investments, and deductions, including expenses for Girard College, real estate activity expenses, and administrative expenses to determine the change in net position for each year.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

Financial Highlights

The Estate's fiduciary net position increased approximately \$27.3 million (6%) in 2024 compared to an increase of approximately \$22.7 million (5%) in fiscal year 2023. The increase was primarily due to favorable market conditions. Net investment income for the year ended June 30, 2024 was approximately \$51.0 million compared to approximately \$46.8 million for the prior fiscal year.

In fiscal year 2023 the Estate's fiduciary net position increased approximately \$22.7 million (5%) compared to a decrease of approximately \$18.0 million (4%) in fiscal year 2022. The change year over year is primarily due to changes in investment performance as a result of market conditions. Net investment income (loss) for the year ended June 30, 2023 was approximately \$46.8 million compared to approximately (\$360) thousand for the prior fiscal year.

Condensed Financial Information

The following schedule is a summary of the June 30, 2024 and 2023 statements of fiduciary net position with comparative information as of June 30, 2022.

Fiduciary Net Position

	2024	2023	2022
Assets:			
Cash and cash equivalents	\$ 2,506	2,803	2,772
Other assets	7,583	7,440	6,847
Investments	517,062	501,260	492,767
Lease receivable	91,899	97,421	105,037
Net pension asset	26,965	20,198	29,606
Capital assets, net	133,658	129,504	129,204
 Total assets	 779,673	 758,626	 766,233
Deferred outflows of resources	1,542	6,696	1,017
 Total assets and deferred outflows of resources	 781,215	 765,322	 767,250
Liabilities:			
Accounts payable and accrued expenses	4,286	3,944	4,997
Line of credit	11,497	11,497	11,497
Interest rate swap	8,423	10,329	14,784
Other liabilities	2,869	2,690	2,370
Long-term debt	108,210	110,769	113,213
 Total liabilities	 135,285	 139,229	 146,861
Deferred inflows of resources	155,396	162,843	179,824
 Net position restricted	 \$ 490,534	 463,250	 440,565

The Estate's investments are primarily invested in the Collective Legal Investment Fund (CLIF) and various real estate investments.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

The CLIF is a pooled investment fund created for the collective investments managed by the Board. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, real estate, and alternative investments held in private equity investments. The real estate investments represent limited partnership interests in real estate assets. The Estate has no authority to operate or govern the assets of these investments, it is not the guarantor of any debt obligations, and does not have an ongoing financial responsibility. The Estate is entitled to preferred cumulative dividends and/or operational cash flow from net operating income.

The Estate's investments are reported at fair value and for the year ended June 30, 2024 increased by approximately \$15.8 million primarily due to favorable market conditions during the year. During the year ended June 30, 2024 the Estate earned approximately \$15.2 million in investment income and approximately \$33.4 million in net appreciation in fair value of investments.

In fiscal year 2023 the Estate's investments increased by approximately \$8.5 million primarily due to favorable market conditions during the year. During the year ended June 30, 2023 the Estate earned approximately \$17.4 million in investment income and approximately \$24.1 million in net appreciation in fair value of investments.

For the years ended June 30, 2024 and 2023 lease receivable decreased by approximately \$5.5 million and \$7.6 million, respectively, as a result of receiving one year of lease payments.

The net pension asset is measured as of December 31, 2023 and December 31, 2022 and rolled forward to June 30, 2024 and 2023 respectively. The various stock market indices performance had a direct impact on the Plans' investments, which increased by approximately \$7.7 million and decreased by approximately \$9.6 million, respectively.

The fair value of the interest rate swap liability decreased by approximately \$1.9 million and \$4.5 million, respectively, due to the changes in interest rates and market conditions.

In fiscal year 2024 deferred outflows decreased by approximately \$5.2 million primarily due to the change in the difference between projected and actual earnings on pension plan investments. In fiscal year 2023 deferred outflows increased by approximately \$5.7 million compared to fiscal year 2022 primarily due to the change in the difference between projected and actual earning on pension plan investments.

In fiscal year 2024 deferred inflows of resources decreased by approximately \$7.4 million due to recognition of \$7.3 million of lease income and a decrease of \$167 thousand for the change in the difference between projected and actual earnings on pension plan investments.

In fiscal year 2023 deferred inflows of resources decreased by approximately \$17.0 million due to recognition of \$10.7 million of lease income and a decrease of \$6.3 million for the change in the difference between projected and actual earnings on pension plan investments.

The following schedule is a summary of the statements of changes in fiduciary net position for the years ended June 30, 2024 and 2023 with comparative information for the year ended June 30, 2022.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

Changes in Fiduciary Net Position

	2024	2023	2022
Additions:			
Contributions to Girard College	\$ 1,244	1,074	1,797
Lease income	24,269	23,806	23,169
Net investment income (loss)	50,975	46,782	(360)
Other	4,646	3,679	2,657
Total additions	<u>81,134</u>	<u>75,341</u>	<u>27,263</u>
Deductions:			
Girard College	26,617	25,867	19,717
Real estate	19,601	18,897	18,439
Administrative and other	1,222	1,489	1,086
Interest	6,410	6,403	6,035
Total deductions	<u>53,850</u>	<u>52,656</u>	<u>45,277</u>
Change in net fiduciary position	\$ <u>27,284</u>	<u>22,685</u>	<u>(18,014)</u>

The Estate leases its properties to various tenants with various expiration dates through fiscal year 2036 and with monthly lease income ranging from \$125 per month to \$350 thousand per month. None of the leases allow a lessee to terminate the lease or abate payments. Lease income has remained relatively flat year over year.

For the years ended June 30, 2024 and 2023 net investment income totaled approximately \$51.0 million compared to approximately \$46.8 million, respectively. The change of approximately \$4.2 million was primarily due to positive investment performance and market conditions for the Estate's investments for the year ended June 30, 2024.

For the years ended June 30, 2023 and 2022 net investment income (loss) totaled approximately \$46.8 million and (\$360) thousand, respectively. The change of approximately \$47.1 million was primarily due to a reversal of unrealized losses on the Estate's investments for the year ended June 30, 2023.

For the year ended June 30, 2024 the expenses for Girard College remained relatively flat at approximately \$26.6 million compared approximately \$25.9 million for the year ended June 30, 2023.

For the year ended June 30, 2023 the expenses for Girard College increased approximately 31% or \$6.2 million, due to increases in salaries and personnel related costs.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Management's Discussion and Analysis (Unaudited)

June 30, 2023 and 2022

For the year ended June 30, 2024 real estate expenses increased approximately \$704 thousand primarily due to increases in contract service expense of approximately \$200 thousand, insurance expense of \$160 thousand, and utility expenses of approximately \$120 thousand.

For the year ended June 30, 2023 real estate expenses increased approximately \$460 thousand primarily due to an increase in depreciation expense of approximately \$176 thousand and an increase in contract service expenses of approximately \$220 thousand.

For the year ended June 30, 2024 interest expense remained flat at approximately \$6.4 million compared to fiscal year 2023.

In fiscal year 2023 interest expense increased by approximately \$370 thousand compared to fiscal year 2022 due to increases in interest rates related to the Estate's line of credit.

Debt

The Estate had no new debt obligations during the years ended June 30, 2024 and 2023. Subsequent to the year ended June 30, 2024, the Estate redeemed its option to payoff the outstanding debt related to its 2014 Bonds and consequently terminated the related interest rate swap agreement, as well as its line of credit. Please refer to note 12 of the financial statements for further information.

Contacting the Estate

This financial report is designed to provide families, supporters, investors, and creditors with a general overview of the Estate's finances and to demonstrate the Estate's accountability. Additional information is also available on the Estate's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
Estate of Stephen Girard, Deceased
c/o Board of City Trusts
1101 Market Street
Suite 2600
Philadelphia, PA 19107
215-568-0440

THE ESTATE OF STEPHEN GIRARD, DECEASED

Statements of Fiduciary Net Position

June 30, 2024 and 2023

(In thousands)

	2024	2023
Assets:		
Cash and cash equivalents	\$ 2,506	2,803
Other receivables, net	3,635	3,205
Prepaid and other assets	3,948	4,235
Investments	517,062	501,260
Lease receivable	91,899	97,421
Net pension asset	26,965	20,198
Nondepreciable capital assets	27,304	35,466
Depreciable capital assets, net	106,354	94,038
 Total assets	 779,673	 758,626
Deferred outflows of resources:		
Pension activities	1,542	6,696
 Total assets and deferred outflows	 781,215	 765,322
Liabilities:		
Current portion of long-term debt	2,676	2,559
Accounts payable	1,858	1,338
Accrued expenses	2,428	2,606
Line of credit	11,497	11,497
Interest rate swap liability	8,423	10,329
Other liabilities	2,869	2,690
Long-term debt, net of current portion	105,534	108,210
 Total liabilities	 135,285	 139,229
Deferred inflows of resources:		
Pension activities	—	167
Lease income	155,396	162,676
 Total liabilities and deferred inflows	 290,681	 302,072
Net position restricted for Girard College	\$ 490,534	463,250

See accompanying notes to basic financial statements.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Statements of Changes in Fiduciary Net Position

Years ended June 30, 2024 and 2023

(In thousands)

	2024	2023
Additions:		
Contributions to Girard College	\$ 1,244	1,074
Reimbursements under government grants	1,624	1,171
Lease income	24,269	23,806
Other	3,022	2,508
Net investment income:		
Investment income	15,240	17,427
Interest on lease income	2,043	2,134
Change in fair value of interest rate swap	1,905	4,455
Net appreciation in fair value of investments	<u>33,377</u>	<u>24,121</u>
Total investment income	52,565	48,137
Investment expenses	<u>(1,590)</u>	<u>(1,355)</u>
Net investment income	<u>50,975</u>	<u>46,782</u>
Total additions	<u>81,134</u>	<u>75,341</u>
Deductions:		
Girard College expenses	26,617	25,867
Real estate and other expenses	19,601	18,897
Administrative expenses	1,222	1,489
Interest expense	<u>6,410</u>	<u>6,403</u>
Total deductions	<u>53,850</u>	<u>52,656</u>
Net increase in net position	27,284	22,685
Net position restricted:		
Beginning of year	<u>463,250</u>	<u>440,565</u>
End of year	<u>\$ 490,534</u>	<u>463,250</u>

See accompanying notes to basic financial statements.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Notes to Basic Financial Statements

June 30, 2024 and 2023

(1) Summary of Significant Accounting Policies

(a) Description of the Entity

Upon his death in 1831, Stephen Girard bequeathed cash and real estate to the City of Philadelphia for the primary purpose of establishing a boarding school for orphans (Girard College). Girard College, in continuous operation since 1848, is now a full scholarship boarding school for grades 1 through 12 situated on a 43-acre campus in Philadelphia for academically capable students from qualified families of limited financial resources, which is overseen by the Board of Directors of City Trusts (the Board). The Estate of Stephen Girard, deceased (Estate or Girard Estate) comprises personal property and real estate, principally acquired properties and improvements thereto in Philadelphia and throughout the Commonwealth of Pennsylvania (the Commonwealth) and anthracite coal lands in Schuylkill, Columbia, and Northumberland counties in the Commonwealth in the general vicinity of Girardville, Pennsylvania to support the funding and operation of Girard College. The funding is derived primarily from the Estate's investment portfolio, real estate assets, and anthracite coal assets.

(b) Basis of Accounting

The accompanying financial statements were prepared in accordance with U.S. generally accepted accounting principles (GAAP) as promulgated by the Governmental Accounting Standards Board (GASB), which utilizes the accrual basis of accounting where the measurement focus is on the flow of economic resources. The Estate is classified as a Private-Purpose Trust Fund under the fiduciary fund designation of GASB.

(c) Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results may differ from those estimates and assumptions.

(d) Deposits

Cash and cash equivalents are defined as deposits with financial institutions, money market accounts and money market mutual funds and highly liquid investments, which are readily convertible into cash and have a maturity date when purchased of three months or less.

The Estate's deposits are insured by the Federal Deposit Insurance Corporation (FDIC) (subject to the FDIC limit or \$250,000). However, the Estate's cash balances can exceed FDIC insured limits. As of June 30, 2024 and 2023, cash in the bank amounted to approximately \$3.1 million and \$4.6 million, of which, approximately \$2.8 million and \$4.3 million, respectively, was uninsured.

(e) Receivables

Receivables include investment income and other receivables, net of an allowance for bad debts, which is estimated based upon the Estate's assessment of factors related to the collectibility of such receivables. Actual losses may vary from current estimates. These estimates are reviewed periodically and if changes to such estimates are deemed necessary, they are recorded in the period in which they become reasonably estimable.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Notes to Basic Financial Statements

June 30, 2024 and 2023

(f) Valuation of Investments

(i) Collective Legal Investment Fund (CLIF)

The Estate's investments are primarily invested in the CLIF, which is a pooled investment fund created for the collective investments managed by the Board. The Estate has no restrictions on withdrawals from the CLIF. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, and alternative investments held in private equity investments. The Estate's investment in the CLIF is measured using net asset value (NAV) per share as a practical expedient to fair value. The CLIF issues separately available audited financial statements, which are available at www.citytrusts.com.

(ii) Real Estate Investments

The Estate is a limited partner in several investments that own diversified real estate assets. The Estate has no authority to operate or govern the assets of these limited partnerships, it is not the guarantor of any debt obligations, and does not have an ongoing financial responsibility. The Estate is entitled to preferred cumulative dividends and/or operational cash flow from net operating income. Real estate investments are reported at fair value and considered Level 3 investments in the fair value hierarchy table.

(iii) Money Market Funds

The Estate also invests in money market funds, which are valued at \$1 per share and are considered Level 1 investments in the fair value hierarchy table.

(g) Interest Rate Swap

The Estate records its interest rate swap at fair value and is considered a Level 3 investment in the hierarchy table. The interest swap is ineffective and, accordingly, is classified as an investment derivative. The change in fair value is recognized as a component of investment income (loss) in the statements of changes in fiduciary net position.

(h) Capital Assets

Capital assets comprise land, equipment, real estate improved and acquired, Girard College real property and facilities, and construction in progress. The Estate capitalizes assets that exceed \$5,000 and have a useful life greater than one year.

Expenditures for capital assets are recorded at cost. Improvements to buildings and Girard College capital assets are stated at cost less accumulated depreciation calculated on a straight-line basis over the estimated useful lives, ranging primarily from 5 to 35 years. Alterations for tenants are stated at cost less accumulated depreciation calculated on a straight-line basis over the terms of the respective leases. Equipment is stated at cost less accumulated depreciation calculated on a straight-line basis over the estimated useful lives, ranging primarily from 5 to 20 years.

(i) Fair Value

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Notes to Basic Financial Statements

June 30, 2024 and 2023

There are three levels of inputs that may be used to measure fair value:

Level 1: Quoted or published prices in active markets for identical assets or liabilities. Level 1 assets and liabilities include debt and equity securities and money market funds that are traded in an active exchange market and U.S. Treasury securities.

Level 2: Observable inputs other than Level 1 prices, such as quoted or published prices for similar assets and liabilities; quoted or published prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted market prices that are traded less frequently than exchange-traded instruments, as well as interest-rate swaps. This category generally includes certain U.S. government and agency mortgage-backed debt securities and corporate debt securities.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

The Estate's investments held in the CLIF, are valued at NAV.

(j) Contributions and Grant Reimbursements

Contributions are typically made for the general purpose of Girard College, while reimbursements are typically related to federal programs. Contributions and grant reimbursements are recognized when all applicable eligibility requirements are met. Funds received before the eligibility requirements are met are reported as unearned revenue.

(k) Leases

The Estate is a lessor for various noncancelable leases of its buildings. A lease receivable and deferred inflows of resources are initially recognized at the commencement of the lease and discounted back to present value using the Estate's incremental borrowing rate. Subsequently, the lease receivable is reduced by the principal portion of the lease payments received. The deferred inflows of resources is subsequently amortized on a straight line basis and recognized as lease income over the lease term.

(i) Variable Lease Payments

Variable lease payments that are based on a Consumer Price Index and tenant's pay a pro-rata amount of common area maintenance costs are excluded from the measurement of the lease receivable. These amounts are recognized in the period in which the amounts are earned.

(ii) Short-Term Leases

For lease arrangements with a term less than 12 months at commencement, the Estate recognizes lease income based on the provisions of the lease.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Notes to Basic Financial Statements

June 30, 2024 and 2023

(iii) Advanced Lease Payments

Lease payments received in advance of the commencement of the lease are reported as deferred inflows of resources and recognized as lease income on a straight-line basis over the term of the lease.

(iv) Key Estimates and Judgments

Key estimates and judgments include how the Estate determines the discount rate it uses to calculate the present value of the expected lease receivable, term, and payments.

- The Estate uses its estimated incremental borrowing rate as the discount rate, which is based on the rate of interest it would need to pay if it obtained debt to borrow an amount equal to the lease payments under similar terms at the commencement or remeasurement date.
- The lease term includes the noncancelable period of the lease plus any options that extend the term of the lease by either the Estate or tenant for which the option is reasonably certain to be exercised. Periods in which both the Estate and the tenant have a unilateral option to terminate are excluded from the lease.
- Payments are evaluated by the Estate to determine if they should be included in the measurement of the lease including those payments that require a determination of whether they are reasonably certain of being made.

(v) Remeasurement of Lease

The Estate monitors changes in circumstances that may require remeasurement of a lease. When certain changes occur that are expected to significantly affect the amount of the lease receivable, the receivable is remeasured and a corresponding adjustment is made to the deferred inflows of resources.

(I) Deferred Outflows/Inflows of Resources

Deferred outflows of resources are defined as a consumption of net assets by the government that is applicable to a future reporting period. Deferred inflows of resources are defined as an acquisition of net assets by the government that is applicable to a future reporting period. Deferred outflows of resources increase net position, similar to assets, and deferred inflows of resources decrease net position, similar to liabilities.

(m) Pensions

For purposes of measuring the net pension asset, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense (benefit) have been determined on the same basis as they are reported by the Board of Directors of City Trusts Contributory and Non-Contributory Retirement plans (the Plans). See note 8 for further information.

THE ESTATE OF STEPHEN GIRARD, DECEASED

Notes to Basic Financial Statements

June 30, 2024 and 2023

(2) Investments

Investments consists of the following as of June 30, 2024 and 2023 (in thousands):

	2024	2023
Investment in CLIF *	\$ 403,990	372,917
Real estate investments	112,837	128,125
Money market funds	235	218
Total investments	\$ 517,062	501,260

* Amounts include \$8,423,000 and \$10,329,000 at June 30, 2024 and 2023, respectively, that are segregated within the CLIF to comply with provisions under the Collateral Pledge and Security Agreement for the 2014 swap master agreement in which the Estate is required to pledge as collateral certain marketable securities with an adjusted (as defined) market value equal to the monthly net fair value loss of the Estate's rate swap. In addition, the counterparty has a priority secured position, in the event of default, against the Estate's marketable securities.

Net investment income (loss) consists of the following for the years ended June 30, 2024 and 2023 (in thousands):

	2024	2023
Investment income	\$ 15,240	17,427
Investment expenses	(1,590)	(1,355)
	13,650	16,072
Change in fair value of interest rate swap	1,905	4,455
Net appreciation in fair value of investments	33,377	24,121
	48,932	44,648
Interest on lease income	2,043	2,134
Net investment income	\$ 50,975	46,782

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(3) Capital Assets, Net

Capital assets and related accumulated depreciation activity for the years ended June 30, 2024 and 2023 is as follows (in thousands):

	2024			
	Beginning	Increases	Decreases	Ending
Nondepreciable capital assets:				
Land	\$ 26,502	—	—	26,502
Construction in progress	8,964	686	(8,848)	802
	35,466	686	(8,848)	27,304
Depreciable capital assets:				
Buildings and improvements	199,022	20,139	—	219,161
Tenant alterations	27,723	1,832	—	29,555
Equipment	4,491	892	—	5,383
	231,236	22,863	—	254,099
Accumulated depreciation:				
Buildings and improvements	125,621	8,008	—	133,629
Tenant alterations	8,304	2,135	—	10,439
Equipment	3,273	404	—	3,677
	137,198	10,547	—	147,745
Depreciable capital assets, net	94,038	12,316	—	106,354
Total capital assets, net	\$ 129,504	13,002	(8,848)	133,658

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	2023			
	Beginning	Increases	Decreases	Ending
Nondepreciable capital assets:				
Land	\$ 26,563	—	(61)	26,502
Construction in progress	2,575	7,841	(1,452)	8,964
	<u>29,138</u>	<u>7,841</u>	<u>(1,513)</u>	<u>35,466</u>
Depreciable capital assets:				
Buildings and improvements	196,654	2,368	—	199,022
Tenant alterations	26,521	1,202	—	27,723
Equipment	4,330	161	—	4,491
	<u>227,505</u>	<u>3,731</u>	<u>—</u>	<u>231,236</u>
Accumulated depreciation:				
Buildings and improvements	118,237	7,384	—	125,621
Tenant alterations	6,270	2,034	—	8,304
Equipment	2,932	341	—	3,273
	<u>127,439</u>	<u>9,759</u>	<u>—</u>	<u>137,198</u>
Depreciable capital assets, net	<u>100,066</u>	<u>(6,028)</u>	<u>—</u>	<u>94,038</u>
Total capital assets, net	<u>\$ 129,204</u>	<u>1,813</u>	<u>(1,513)</u>	<u>129,504</u>

Depreciation expense for the years ended June 30, 2024 and 2023 was approximately \$10,547,000 and \$9,759,000, respectively.

(4) Line of Credit

The Estate entered into a secured revolving line of credit agreement with a bank, which provides that the Estate may borrow up to \$25,000,000. Amounts outstanding under this line bear interest at the daily Bloomberg Short-Term Bank Yield Index (BSBY) plus 0.50% (5.89% and 5.69% at June 30, 2024 and 2023, respectively). The agreement also allows the Estate to draw unsecured advances at its option under the line, which bear interest at the daily BSBY rate plus 0.50%. During 2024 and 2023, the Estate made no advances on the line.

At June 30, 2024 and 2023, the Estate had outstanding borrowings of \$11,497,000 under this line of which all were unsecured. Subsequent to the year ended June 30, 2024, the Estate repaid the line in full and terminated the agreement with the bank. See note 12 for further information.

(5) Long-Term Debt

(a) Mortgage Payable

In December 2018, an insurance company issued a \$55,000,000, 4.51% fixed rate, 16-year term, 25-year amortization note relating to the fee and leasehold interest in the office building located at 1101 Market Street in Philadelphia, Pennsylvania. Interest-only payments began in February 2019 for a

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period of 36 months with principal and interest payments due monthly for the remaining 13 years up to and including January 2035.

(b) Series 2014 Tax-Exempt Revenue Refunding Bonds

On December 1, 2014, The Philadelphia Authority for Industrial Development issued \$59,200,000 of Tax-Exempt Revenue Bonds (Girard Estate Project) Series 2014 Tax-Exempt Revenue Refunding Bonds (2014 Bonds) with a bank being the sole holder. All revenues of the Estate secure the 2014 Bonds.

As of June 30, 2024 and 2023, the interest rate on the bonds was 4.69% and 4.49%, respectively. In January 2023, the interest rate was amended to change from London Interbank Offered Rate (LIBOR) to Secured Financing Overnight Rate (SOFR).

Subsequent to the year ended June 30, 2024, the Estate redeemed its option to pay the 2014 Bonds which were fully defeased in the amount of \$59,200,000. See note 12 for further information.

A summary of long-term debt activity for the years ended June 30, 2024 and 2023 is as follows (in thousands):

	June 30, 2023	Additions	Reductions	June 30, 2024	Amounts due within 1 year
Mortgage payable 2014 Bonds	\$ 51,569 59,200	— —	(2,559) —	49,010 59,200	2,676 —
Total	<u>\$ 110,769</u>	<u>—</u>	<u>(2,559)</u>	<u>108,210</u>	<u>2,676</u>

	June 30, 2022	Additions	Reductions	June 30, 2023	Amounts due within 1 year
Mortgage payable 2014 Bonds	\$ 54,013 59,200	— —	(2,444) —	51,569 59,200	2,559 —
Total	<u>\$ 113,213</u>	<u>—</u>	<u>(2,444)</u>	<u>110,769</u>	<u>2,559</u>

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Future principal and interest maturities of the long-term debt outstanding are as follows (in thousands):

	<u>Principal</u>	<u>Interest</u>	<u>Total</u>
Year ending June 30:			
2025	\$ 2,676	5,606	8,282
2026	2,800	5,483	8,283
2027	2,928	5,354	8,282
2028	3,063	5,219	8,282
2029	3,204	5,078	8,282
2030–2034	77,400	15,057	92,457
2035–2036	<u>16,139</u>	<u>393</u>	<u>16,532</u>
	\$ 108,210	42,190	150,400

(c) *Debt Covenants*

The bond and mortgage agreements require the Estate to maintain a ratio of market value cash and investments to funded debt equal to or greater than 1.50, and the Estate was in compliance.

(6) Interest Rate Swap

In connection with the issuance of the 2014 Bonds, in order to address its interest rate risk, the Estate entered into an interest rate swap contract by converting the variable interest rate for the 2014 Bonds to a synthetic fixed rate plus the applicable credit spread. The terms of the swap contract have a notional amount of \$59,200,000, the Estate pays an interest rate of 4.9035% plus 69% of the 30-day LIBOR and receives 69% of the 30-day LIBOR. The swap contract matures on June 1, 2032. In December 2022, the interest rate on the swap contract was amended to change from LIBOR to SOFR.

The fair value of the interest rate swap amounted to a liability of \$8,423,000 and \$10,329,000 at June 30, 2024 and 2023, respectively, and is classified as level 3 in the fair value hierarchy. Changes in the fair value are reported as increase or decrease in the statements of changes of fiduciary net position. For the years ended June 30, 2024 and 2023, the change in the fair value of the interest rate swap was a gain of \$1,905,000 and \$4,455,000, respectively.

Subsequent to the year ended June 30, 2024 and in conjunction with the defeasance of the 2014 Bonds, the Estate terminated the swap contract and it was paid in full. See note 12 for further information.

(a) Counterparty Risk

Interest rate swaps are also subject to counterparty risk, which is the risk of loss of an amount expected to be delivered under an agreement in the event of the default or bankruptcy of the counterparty. Counterparty risk with swaps is limited by execution under the standardized International Swap and Derivatives Association Agreements. These contracts allow for the mutual exchange of collateral should an overall unsecured market value exceed a certain threshold.

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(b) Credit Risk

As of June 30, 2024 and 2023, the Estate was not exposed to credit risk on its interest rate swap contract since the swap had a negative fair value. However, should interest rates change and the fair value of the swap become positive, the Estate would be exposed to credit risk in the amount of the swap's fair value.

(c) Interest rate risk

The Estate will be exposed to interest rate risk only if the counterparty to the swap defaults or if the swap is terminated.

(7) Leases

The Estate leases its properties to various tenants with various expiration dates through fiscal year 2036 and with monthly lease income ranging from \$125 per month to \$350,000 per month. None of the leases allow a lessee to terminate the lease or abate payments.

In June 2007, the Estate entered into a long-term ground lease with a lessee, in the form of two leases, for the land and existing buildings located in the City of Philadelphia, between Market and Chestnut Streets and between 11th and 12th Streets and received an up-front payment of \$90,000,000. In addition, the Estate will receive basic net rent, for each lease, of \$1 per year.

The leases are triple net leases with all income, expenses, taxes, and liabilities transferring to the lessee for a term of 75 years. At the lessee's option, the lease term can be extended for an additional term of 75 years for the then current market rate to be determined by binding arbitration in either the 50th, 60th, or 74th year of the lease. Title to the property remains with the Estate. The \$90,000,000 was paid prior to lease commencement and reported as deferred inflows of resources in the statements of fiduciary net position. The unamortized balance at June 30, 2024 and 2023 were \$69,537,000 and \$70,737,000, respectively. The lessee has been granted the right to perform property improvements up to and including the demolishing of current structures and the development of new properties. Title to new properties and improvements passes to the Estate at the end of the lease term. The leases do not contain purchase options.

For the years ended June 30, 2024 and 2023, the components of lease income recognized on the statements of changes in fiduciary net position is as follows (in thousands):

	2024	2023
Amortization of deferred inflows of resources	\$ 11,707	10,079
Short-term lease income	4,914	5,131
Variable lease income	7,648	8,596
	24,269	23,806
Interest on leases	2,043	2,134
Total lease income	\$ 26,312	25,940

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As of June 30, 2024 and 2023, the lease receivable and deferred inflows of resources related to the aforementioned leases amounted to approximately \$91.9 million and \$155.4 million and \$97.4 million and \$162.7 million, respectively.

A summary of principal and interest from the future payments that are included in the measurement of the lease receivable for the next five years and in subsequent five-year increments thereafter is as follows (in thousands):

	Principal	Interest	Total
Year ending June 30:			
2025	\$ 10,238	1,994	12,232
2026	9,225	1,782	11,007
2027	8,866	1,569	10,435
2028	9,207	1,348	10,555
2029	9,325	1,125	10,450
2030–2034	37,748	2,688	40,436
2035–2037	7,290	103	7,393
	\$ 91,899	10,609	102,508

(8) Defined Benefit Pension Plans

(a) Description of the Plans

The Estate contributes to the following single-employer defined benefit pension plans:

1. Board of Directors of City Trusts Contributory Retirement Plan (Contributory Plan) – covers certain union employees, hired prior to December 20, 2019, who have completed one year of service regardless of age and whose union contract does not provide benefits under either a union pension plan or the Estate's noncontributory plans.
2. Board of Directors of City Trusts Non-Contributory Retirement Plan (Non-Contributory Plan) – covers certain employees of the Board of Directors of City Trusts and Girard Estate and Girard College non-union employees, hired prior to September 1, 2010, and certain union employees, hired prior to September 16, 2019, who have completed one year of service regardless of age and certain union employees under union contracts that provide for participation.

Both the Contributory and Non-Contributory Plans (the Plans) report on a calendar year-end (December 31) and issue separately available audited financial statements. Additional information for each plan is available at www.citytrusts.com.

Participants in the Plans who have attained age 65 are entitled to receive retirement benefits payable during their lifetime on the first day of each month following their retirement or termination of employment. Early retirement and survivor benefits are also available to participants.

For the year ended June 30, 2024, the Estate's net pension asset for each plan was measured as of December 31, 2023 (the measurement date), and the total pension liability used to calculate the net

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pension asset for each plan were determined by actuarial valuations as of January 1, 2023 rolled forward to June 30, 2024. For the year ended June 30, 2023, the Estate's net pension asset for each plan was measured as of December 31, 2022, and the total pension liability used to calculate the net pension asset for each plan were determined by actuarial valuations as of January 1, 2022 rolled forward to June 30, 2023.

(b) Benefits

The following is a summary of the benefits specific to each plan:

Contributory Plan

Benefits are based on cumulative employee contributions required by each plan determined on career salary levels. Benefits payable upon early retirement are computed in the same manner as normal retirement benefits; however, early retirement benefits are discounted by an early retirement factor.

(1) Normal Retirement Benefit:

- (i) Service Benefit: Approximately 1.1% of the first \$3,600 plus 2.75% of the excess over \$3,600 of the annual rate of earnings on each January 1 according to salary class.
- (ii) Minimum Benefit: \$2,400 annually.

(2) Early Retirement Benefit: Retirement benefit accrued to early retirement date, as in (1) above, and reduced 4% for each year that retirement precedes age 65.

(3) Postponed (Late) Retirement Benefit: For active members, the retirement benefit accrued to Postponed Retirement Date. For inactive members, the retirement benefit as in (1) above, accrued to Normal Retirement Date is increased 1/3 of 1% for each month that benefit commencement exceeds Normal Retirement Date.

(4) Deferred Vested Benefit: Retirement benefit accrued to date of termination as in (1) above. Benefits commence at normal retirement date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above. If member delays commencement beyond normal retirement date, the benefit shall be increased as described in (3) above.

Non-Contributory Plan

Benefits are based on salary and years of service. Early retirement benefits are calculated by discounting the normal retirement benefit by an early termination factor.

(1) Normal Retirement Benefit, with an effective date of May 1, 1975, includes:

- (i) Accrued Benefit: The annual accrued benefit credited in the prior Contributory Plan as of the effective date of this plan, if any, plus
- (ii) Past Service Benefit: 1% of annual pay on the effective date multiplied by years of service to the effective date, provided the members had not attained age 65 on the effective date, plus

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(iii) Future Service Benefit: 1.5% (2% for non-union employees) of final 5-year average pay multiplied by years of service from date of participation to retirement.

Monthly retirement income shall not exceed 50% of final monthly base pay.

- (2) Early Retirement Benefit: Income accrued to early retirement date as in (1) above, reduced 1/3 of 1% for each month by which the benefit commencement date preceded Normal Retirement Date.
- (3) Deferred Vested Income: Income accrued to date of termination as in (1) above. Benefits commence at Normal Retirement Date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above.

(c) Plan Members Covered by Benefit Terms

The following members were covered by the respective benefit terms of each plan for 2024 and 2023:

	2024	2023
Contributory Plan:		
Inactive members or beneficiaries currently receiving benefits	32	32
Inactive members entitled to, but not yet receiving, benefits	16	16
Active members	7	8
Total	<hr/> 55	<hr/> 56

	2024	2023
Non-Contributory Plan:		
Inactive members or beneficiaries currently receiving benefits	152	154
Inactive members entitled to, but not yet receiving, benefits	119	123
Active members	49	53
Total	<hr/> 320	<hr/> 330

(d) Expected Rate of Return

The long-term expected rate of return on the Plans' investments were determined using a building block method in which the best estimate ranges of expected real rates of return (i.e., expected returns, net of investment expenses, and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected real rates of return by the target asset allocation percentage and by adding expected inflation. For the years ended

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June 30, 2024 and 2023, the target asset allocation and best estimates of real rates of return for each major asset class are summarized in the following table:

	2024	
	Target asset allocation	Long-term expected real rate of return
Domestic equity	50 %	6.5 %
International equity	10	6.5
Fixed income	30	3.5
Real estate/alternative	10	5.5
Total	100 %	
	2023	
	Target asset allocation	Long-term expected real rate of return
Domestic equity	50 %	6.5 %
International equity	10	6.5
Fixed income	30	3.5
Real estate/alternative	10	6.0
Total	100 %	

(e) Actuarial Assumptions

For the years ended June 30, 2024 and 2023, the total pension liability was determined by actuarial valuations for the Plans using the following actuarial assumptions applied to the period included in the measurement:

Projected salary increases	3% compounded annually
Investment rate of return	7.5% per annum, compounded annually, net of investment expenses
Inflation adjustment	3% compounded annually
Mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale

(f) Discount Rate

For the years ended June 30, 2024 and 2023, the discount rate used to measure the total pension liability was 7.5%. The projection of cash flows used to determine the discount rate assumes that employee contributions will be made at the rates applicable to each member and that employer contributions will be made at rates as determined by the actuary. Based on those assumptions, the

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Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active members. Therefore, the long-term expected rate of return on the Plan's investments was applied to all periods of projected benefit payments to determine the total pension liability.

(g) Sensitivity of Net Pension Asset to Change in the Discount Rate

The following presents the net pension asset for each plan as of June 30, 2024 and 2023, calculated using the discount rate of 7.5% for each year, as well as what the net pension asset would be if it were calculated using a discount rate that is 1 percent lower or 1 percent higher than the current rate:

	\$	2024		
		1% Decrease (6.5%)	Discount rate (7.5%)	1% Increase (8.5%)
Contributory Plan – net pension asset	\$	(3,509,030)	(4,161,268)	(4,701,702)
Non-Contributory Plan – net pension asset		(19,694,958)	(22,804,022)	(25,414,356)
	\$	2023		
		1% Decrease (6.5%)	Discount rate (7.5%)	1% Increase (8.5%)
Contributory Plan – net pension asset	\$	(2,436,127)	(3,099,841)	(3,644,207)
Non-Contributory Plan – net pension asset		(13,518,695)	(17,097,804)	(20,262,394)

Pension expense (benefit) for the years ended June 30, 2024 and 2023 amounted to approximately (\$191,000), (\$82,500) and (\$1,600,000), (\$787,000) for the Contributory and Non-Contributory Plans, respectively.

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(h) Deferred Outflows/Inflows of Resources

Contributory Plan

At June 30, 2024 and 2023, the Estate reported deferred outflows and inflows of resources related to the Contributory Plan from the following sources:

	2024	
	Deferred outflows of resources	Deferred inflows of resources
Difference between expected and actual experience	\$ 28,097	—
Changes in assumptions	—	—
Net difference between projected and actual earnings on pension plan investments	<u>187,715</u>	—
Subtotal before post-measurement date contributions	215,812	—
Contributions subsequent to the measurement date	<u>105,382</u>	—
Total	<u>\$ 321,194</u>	—
	2023	
	Deferred outflows of resources	Deferred inflows of resources
Difference between expected and actual experience	\$ 10,186	6,527
Changes in assumptions	7,754	—
Net difference between projected and actual earnings on pension plan investments	<u>859,501</u>	—
Subtotal before post-measurement date contributions	877,441	6,527
Contributions subsequent to the measurement date	<u>210,764</u>	—
Total	<u>\$ 1,088,205</u>	6,527

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(12) Subsequent Events

On September 20, 2024 the Estate fully defeased its Series 2014 Tax-Exempt Revenue Refunding Bonds (2014 Bonds) with the bank in the amount of \$59,331,072 which included principal of \$59.2 million and interest of approximately \$131,000. In conjunction with the defeasance of the 2014 Bonds, the Estate also terminated its interest rate swap contract with the bank which was paid in full at a final termination value of \$10,301,000.

Additionally, on September 20, 2024, the Estate terminated its revolving line of credit agreement with the bank which was paid in full in the amount of \$11,536,473 which included principal of approximately \$11.5 million and interest of approximately \$39,000.

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Non-Contributory Plan

At June 30, 2024 and 2023, the Estate reported deferred outflows and inflows of resources related to the Non-Contributory Plan from the following sources:

	2024	
	Deferred outflows of resources	Deferred inflows of resources
Difference between expected and actual experience	\$ 144,074	—
Changes in assumptions	—	—
Net difference between projected and actual earnings on pension plan investments	<u>1,076,626</u>	—
Total	\$ <u>1,220,700</u>	—

	2023	
	Deferred outflows of resources	Deferred inflows of resources
Difference between expected and actual experience	\$ 11,467	160,262
Changes in assumptions	14,986	—
Net difference between projected and actual earnings on pension plan investments	<u>5,011,023</u>	—
Subtotal before post-measurement date contributions	5,037,476	160,262
Contributions subsequent to the measurement date	<u>570,000</u>	—
Total	\$ <u>5,607,476</u>	160,262

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Deferred outflows of resources related to contributions subsequent to the measurement date will be recognized as an increase to the net pension asset for the year ended June 30, 2024, but are not included in the table below. Deferred outflows of resources and deferred inflows of resources will be recognized in pension expense (benefit) as follows:

	Contributory plan	Non-Contributory plan
Year ended June 30:		
2025	\$ 52,122	266,183
2026	94,927	546,046
2027	229,955	1,361,354
2028	<u>(161,192)</u>	<u>(952,883)</u>
	<u><u>\$ 215,812</u></u>	<u><u>1,220,700</u></u>

(i) Changes in Net Pension Asset

Changes in the net pension asset for the years ended June 30, 2024 and 2023 are as follows:

Contributory Plan

	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2023	\$ 4,742,986	7,842,827	(3,099,841)
Changes for the year:			
Service cost	66,645	—	66,645
Interest	346,490	—	346,490
Differences between expected and actual experience	98,340	—	98,340
Contributions – employer	—	210,764	(210,764)
Contributions – member	—	28,119	(28,119)
Net investment income	—	1,391,761	(1,391,761)
Benefit payments, including refunds of member contributions	(386,527)	(386,527)	—
Plan administrative expense	<u>—</u>	<u>(57,742)</u>	<u>57,742</u>
Net changes	<u>124,948</u>	<u>1,186,375</u>	<u>(1,061,427)</u>
Balances as of June 30, 2024	<u><u>\$ 4,867,934</u></u>	<u><u>9,029,202</u></u>	<u><u>(4,161,268)</u></u>

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June 30, 2024 and 2023

	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2022	\$ 4,694,018	9,107,118	(4,413,100)
Changes for the year:			
Service cost	56,800	—	56,800
Interest	344,290	—	344,290
Differences between expected and actual experience	24,737	—	24,737
Contributions – employer	—	421,527	(421,527)
Contributions – member	—	22,296	(22,296)
Net investment income	—	(1,253,490)	1,253,490
Benefit payments, including refunds of member contributions	(376,859)	(376,859)	—
Plan administrative expense	—	(77,765)	77,765
Net changes	48,968	(1,264,291)	1,313,259
Balances as of June 30, 2023	<u>\$ 4,742,986</u>	<u>7,842,827</u>	<u>(3,099,841)</u>

Non-Contributory Plan

	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2023	\$ 27,956,833	45,054,637	(17,097,804)
Changes for the year:			
Service cost	126,081	—	126,081
Interest	2,033,321	—	2,033,321
Differences between expected and actual experience	624,320	—	624,320
Contributions – employer	—	570,000	(570,000)
Net investment income	—	7,993,970	(7,993,970)
Benefit payments, including refunds of member contributions	(1,979,724)	(1,979,724)	—
Plan administrative expense	—	(74,030)	74,030
Net changes	803,998	6,510,216	(5,706,218)
Balances as of June 30, 2024	<u>\$ 28,760,831</u>	<u>51,564,853</u>	<u>(22,804,022)</u>

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June 30, 2024 and 2023

	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2022	\$ 28,221,862	53,414,721	(25,192,859)
Changes for the year:			
Service cost	112,607	—	112,607
Interest	2,018,499	—	2,018,499
Differences between expected and actual experience	(480,787)	—	(480,787)
Contributions – employer	—	1,140,000	(1,140,000)
Net investment income	—	(7,483,680)	7,483,680
Benefit payments, including refunds of member contributions	(1,915,348)	(1,915,348)	—
Plan administrative expense	—	(101,056)	101,056
Net changes	<u>(265,029)</u>	<u>(8,360,084)</u>	<u>8,095,055</u>
Balances as of June 30, 2023	<u>\$ 27,956,833</u>	<u>45,054,637</u>	<u>(17,097,804)</u>

(9) Defined-Contribution Plan

Girard Estate and Girard College nonunion employees hired after August 31, 2010 participate in the Girard Estate/Girard College Retirement Plan, a 403(b) defined-contribution retirement plan. Employees may choose to defer a portion of their compensation in accordance with Internal Revenue Services' regulations. Employee contributions are immediately fully vested and are not subject to forfeiture for any reason.

Eligible participants receive a discretionary annual employer contribution, which is determined each year. The employer contributions for fiscal year 2024 and 2023 were set at 3% of eligible compensation and in the aggregate were approximately \$57,000 and \$50,000, respectively.

(10) Commitments and Contingencies

The Estate is party to various claims and legal proceedings that arise in the normal course of business. Management, after consultation with legal counsel, does not believe that the resolution of these matters will have a material adverse effect on the Estate's financial condition or results of operations.

Commitments related to construction-in-progress projects were approximately \$800,000 at June 30, 2024.

(11) Related-Party Transactions

The Estate has a written conflict of interest policy that requires, among other things, that no member of the Board can participate in any decision in which he or she (or an immediate family member) has a material financial interest. When such relationships exist, measures are taken to mitigate any actual or perceived conflict, including requiring that such transactions be conducted at arm's length, for good and sufficient consideration, based on terms that are fair and reasonable and for the benefit of the Estate, and are in accordance with applicable conflict of interest laws.

THE ESTATE OF STEPHEN GIRARD, DECEASED
CONTRIBUTORY RETIREMENT PLAN

Schedule of Changes in the Employer's Net Pension Asset and Related Ratios (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability:										
Service cost	\$ 66,645	56,800	69,764	89,282	86,038	83,001	71,894	67,782	59,390	54,903
Interest	346,490	344,290	341,443	349,689	356,009	356,110	347,575	338,252	323,854	304,616
Differences between expected and actual experience	98,340	24,737	(71,805)	(122,177)	(49,736)	72,023	84,417	25,517	225,972	—
Changes of assumptions	—	—	85,290	(17,390)	(16,901)	(18,990)	(14,589)	230,890	—	68,390
Benefit payments, including refunds of member contributions	(386,527)	(376,859)	(392,897)	(391,849)	(382,870)	(370,987)	(375,873)	(344,077)	(319,551)	(378,309)
Net change in total pension liability	124,948	48,968	31,795	(92,445)	(7,460)	121,157	113,424	318,364	289,665	49,600
Total pension liability – beginning	4,742,986	4,694,018	4,662,223	4,754,668	4,762,128	4,640,971	4,527,547	4,209,183	3,919,518	3,869,918
Total pension liability – ending	4,867,934	4,742,986	4,694,018	4,662,223	4,754,668	4,762,128	4,640,971	4,527,547	4,209,183	3,919,518
Plan fiduciary net position										
Contributions – employer	210,764	421,527	421,527	263,855	232,320	256,356	385,160	237,720	354,051	412,068
Contributions – member	28,119	22,296	24,857	30,768	36,390	40,026	35,117	36,306	37,527	45,497
Net investment income	1,391,761	(1,253,490)	1,263,337	898,459	1,253,875	(348,873)	831,003	344,926	(29,651)	310,254
Benefit payments, including refunds of member contributions	(386,527)	(376,859)	(392,897)	(391,849)	(382,870)	(370,987)	(375,873)	(344,077)	(319,551)	(378,309)
Administrative expense	(57,742)	(77,765)	(51,133)	(51,720)	(69,887)	(47,874)	(46,363)	(48,851)	(45,867)	(48,553)
Net change in plan fiduciary net position	1,186,375	(1,264,291)	1,265,691	749,513	1,069,828	(471,352)	829,044	226,024	(3,491)	340,957
Plan fiduciary net position – beginning	7,842,827	9,107,118	7,841,427	7,091,914	6,022,086	6,493,438	5,664,394	5,438,370	5,441,861	5,100,904
Plan fiduciary net position – ending	9,029,202	7,842,827	9,107,118	7,841,427	7,091,914	6,022,086	6,493,438	5,664,394	5,438,370	5,441,861
Net pension asset	\$ (4,161,268)	(3,099,841)	(4,413,100)	(3,179,204)	(2,337,246)	(1,259,958)	(1,852,467)	(1,136,847)	(1,229,187)	(1,522,343)
Plan fiduciary net position as a percentage of the total pension liability	185.48%	165.36%	194.02%	168.19%	149.16%	126.46%	139.92%	125.11%	129.20%	138.84%
Covered employee payroll	\$ 553,650	527,808	643,969	815,357	908,334	946,203	897,132	993,694	1,241,350	1,319,441
Net pension asset as a percentage of covered employee payroll	(751.61)%	(587.30)%	(685.30)%	(389.92)%	(257.31)%	(133.16)%	(206.49)%	(114.41)%	(99.02)%	-115.38%

See accompanying independent auditors' report.

**THE ESTATE OF STEPHEN GIRARD, DECEASED
CONTRIBUTORY RETIREMENT PLAN**

Schedule of Employer Contributions (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ —	142,971	142,971	263,855	232,320	256,356	385,160	237,720	354,051	412,068
Contributions in relation to the actuarially determined contribution	\$ 210,764	421,527	421,527	263,855	232,320	256,356	385,160	237,720	354,051	412,068
Contribution deficiency (excess)	\$ (210,764)	(278,556)	(278,556)	—	—	—	—	—	—	—
Covered employee payroll	\$ 553,650	527,808	643,969	815,357	908,334	946,203	897,132	993,694	1,241,350	1,319,441
Contributions as a percentage of covered employee payroll	38.07%	79.86%	65.46%	32.36%	25.58%	27.09%	42.93%	23.92%	28.52%	31.23%

See accompanying independent auditors' report.

**THE ESTATE OF STEPHEN GIRARD, DECEASED
CONTRIBUTORY RETIREMENT PLAN**

Notes to Required Supplementary Information (Unaudited)

June 30, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Valuation date	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015	January 1, 2014
Actuarial cost method	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal
Amortization method	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis
Remaining amortization period	15 years	15 years	15 years	15 years	15 years	15 years	15 years	15 years	15 years	15 years
Actuarial assumptions:										
Investment rate of return (discount rate)	7.50 %	7.50 %	7.50 %	7.75 %	7.75 %	7.75 %	7.75 %	7.75 %	8.00 %	8.00 %
Projected salary increases	3.00	3.00	3.00	3.00	3.00	3.00	3.00	3.00	3.00	3.00
Postretirement mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2020 MP generational scale	RP-2014 with 2018 MP generational scale	RP-2014 with 2017 MP generational scale	RP-2014 with 2016 MP generational scale	RP-2014 with 2015 MP generational scale	RP-2000	RP-2000
Cost-of-living adjustments	3.00 %	3.00 %	3.00 %	3.00 %	2.75 %	2.50 %	2.50 %	2.50 %	2.50 %	2.50 %
Discount rate – actuarially accrued liability	7.50	2.79	2.79	2.72	3.49	4.14	3.79	3.48	4.20	4.20

See accompanying independent auditors' report.

**THE ESTATE OF STEPHEN GIRARD, DECEASED
NON-CONTRIBUTORY RETIREMENT PLAN**

Schedule of Changes in the Employer's Net Pension Asset and Related Ratios (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability										
Service cost	\$ 126,081	112,607	167,962	163,327	169,689	185,901	219,495	225,789	239,019	245,000
Interest	2,033,321	2,018,499	2,022,900	2,019,863	1,986,825	1,963,436	1,989,149	1,961,454	1,864,464	1,795,610
Differences between expected and actual experience	624,320	(480,787)	87,917	(1,494)	(51,111)	(822,615)	(293,763)	27,297	78,633	—
Changes of assumptions	—	—	114,890	376,911	(94,901)	(98,567)	(91,205)	1,225,000	—	367,911
Benefit payments, including refunds of member contributions	(1,979,724)	(1,915,348)	(1,744,323)	(1,741,520)	(1,703,893)	(1,667,431)	(1,506,874)	(1,372,869)	(1,306,149)	(1,201,062)
Net change in total pension liability	803,998	(265,029)	649,346	817,087	306,609	(439,276)	316,802	2,066,671	875,967	1,207,459
Total pension liability – beginning	27,956,833	28,221,862	27,572,516	26,755,429	26,448,820	26,888,096	26,571,294	24,504,623	23,628,656	22,421,197
Total pension liability – ending	28,760,831	27,956,833	28,221,862	27,572,516	26,755,429	26,448,820	26,888,096	26,571,294	24,504,623	23,628,656
Plan fiduciary net position										
Contributions – employer	570,000	1,140,000	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488	1,927,488
Net investment income	7,993,970	(7,483,680)	7,542,470	5,351,887	7,499,404	(2,111,704)	4,588,022	2,017,683	(167,071)	1,722,310
Benefit payments, including refunds of member contributions	(1,979,724)	(1,915,348)	(1,744,323)	(1,741,520)	(1,703,893)	(1,667,431)	(1,506,874)	(1,372,869)	(1,306,149)	(1,201,062)
Administrative expense	(74,030)	(101,056)	(63,746)	(64,410)	(60,911)	(59,318)	(57,347)	(54,683)	(55,841)	(60,212)
Net change in plan fiduciary net position	6,510,216	(8,360,084)	6,874,401	4,335,957	6,254,600	(2,362,837)	4,951,289	2,517,619	398,427	2,388,524
Plan fiduciary net position – beginning	45,054,637	53,414,721	46,540,320	42,204,363	35,949,763	38,312,600	33,361,311	30,843,692	30,445,265	28,056,741
Plan fiduciary net position – ending	51,564,853	45,054,637	53,414,721	46,540,320	42,204,363	35,949,763	38,312,600	33,361,311	30,843,692	30,445,265
Net pension asset	\$ (22,804,022)	(17,097,804)	(25,192,859)	(18,967,804)	(15,448,934)	(9,500,943)	(11,424,504)	(6,790,017)	(6,339,069)	(6,816,609)
Plan fiduciary net position as a percentage of the total pension liability	179.29%	161.16%	189.27%	168.79%	157.74%	135.92%	142.49%	125.55%	125.87%	128.85%
Covered employee payroll	\$ 2,817,949	2,824,541	3,586,030	3,667,840	3,799,354	4,565,227	4,865,493	4,607,230	4,940,396	5,719,484
Net pension asset as a percentage of covered employee payroll	(809.24)%	(605.33)%	(702.53)%	(517.14)%	(406.62)%	(208.12)%	(234.81)%	(147.38)%	(128.31)%	(119.18)%

See accompanying independent auditors' report.

**THE ESTATE OF STEPHEN GIRARD, DECEASED
NON-CONTRIBUTORY RETIREMENT PLAN**

Schedule of Employer Contributions (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ —	185,692	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488	1,927,488
Contributions in relation to the actuarially determined contribution	\$ 570,000	1,140,000	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488	1,927,488
Contribution deficiency (excess)	\$ (570,000)	(954,308)	—	—	—	—	—	—	—	—
Covered employee payroll	\$ 2,817,949	2,824,541	3,586,030	3,667,840	3,799,354	4,565,227	4,865,493	4,607,230	4,940,396	5,719,484
Contributions as a percentage of covered employee payroll	20.23%	40.36%	31.79%	21.54%	13.69%	32.32%	39.62%	41.84%	39.01%	33.70%

See accompanying independent auditors' report.

**THE ESTATE OF STEPHEN GIRARD, DECEASED
NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Required Supplementary Information (Unaudited)

June 30, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Valuation date	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015	January 1, 2014
Actuarial cost method	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis	Entry Age Normal 15 years with level payments on an open amortization basis
Amortization method										
Remaining amortization period	15 years									
Actuarial assumptions:										
Investment rate of return	7.50 % 3.00	7.50 % 3.00	7.50 % 3.00	7.75 % 3.00	8.00 % 3.00	8.00 % 3.00				
Projected salary increases										
Postretirement mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2020 MP generational scale	RP-2014 with 2018 MP generational scale	RP-2014 with 2017 MP generational scale	RP-2014 with 2016 MP generational scale	RP-2014 with 2015 MP generational scale	RP-2000	RP-2000
Cost-of-living adjustments	3.00 % 7.50	3.00 % 2.79	3.00 % 2.73	3.00 % 2.64	2.75 % 3.46	2.50 % 4.14	2.50 % 3.77	2.50 % 3.51	2.50 % 4.27	2.50 % 4.16
Discount rate – actuarially accrued liability										

See accompanying independent auditors' report.



WILLS EYE HOSPITAL
Basic Financial Statements
June 30, 2024 and 2023
(With Independent Auditor's Report Thereon)

WILLS EYE HOSPITAL

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Philadelphia, PA 19103-7501

Independent Auditors' Report

The Board of Directors of City Trusts:

Opinion

We have audited the financial statements of Wills Eye Hospital (the Hospital), as of and for the years ended June 30, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Hospital's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of the Hospital, as of June 30, 2024 and 2023, and the changes in financial position and, where applicable, cash flows thereof for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

We conducted our audit 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 Hospital and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Hospital's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 Hospital'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 Hospital'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.

Required Supplementary Information

U.S. generally accepted accounting principles require that the management's discussion and analysis, schedule of changes in the employer's net pension liability (asset) and related ratios, and schedule of employer contributions be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Hospital's basic financial statements. The schedule of blended component units – ambulatory centers is presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with GAAS. In our opinion, the information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

The KPMG LLP logo is the same as the KPMG logo, but with "LLP" added in a smaller, blue, sans-serif font to the right of "KPMG".

Philadelphia, Pennsylvania
June 27, 2025

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

The following discussion and analysis of the Wills Eye Hospital ("Hospital") provides an overview of the financial activities of the Hospital for the years ended June 30, 2024, 2023 and 2022.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the Notes to the Financial Statements that are provided in addition to this Management's Discussion and Analysis. All amounts, unless otherwise indicated, are expressed in thousands of dollars.

The Hospital was established in 1832 through a bequest of James Wills, a Quaker merchant, to the City of Philadelphia, and is administered by the Board of Directors of City Trusts (the Board). The Hospital, located in Philadelphia, is a trust that owns and operates various facilities that provide medical services to area residents. Certain of these services are provided through affiliated organizations controlled by the Hospital.

Overview of the Financial Statements

This discussion and analysis are intended to serve as an introduction into the Hospital's basic financial statements. The Hospital is considered a proprietary fund in accordance with governmental accounting standards. Proprietary funds report on business-type activities and the financial statements are prepared using the economic resources measurement focus and accrual basis of accounting. The Hospital's basic financial statements comprise the statements of net position, statements of revenues, expenses and changes in net position, statements of cash flows and notes to the financial statements.

Despite being legally separate from the Hospital, the following component units are considered blended component units and reported as if they were part of the Hospital because the governing body of the component units are essentially the same as the Hospital:

Wills Eye Foundation, Inc., ("the Foundation") a domestic nonprofit corporation, owned 100% by the Hospital, established to solicit, collect, and administer charitable donations made in order to further the institutional objectives of the Trust under the Will of James Wills, as determined from time to time by the Board.

AASOP, Inc., ("AASOP") a wholly owned subsidiary of the Hospital, established to own and operate physician practices.

Wills Eye Surgical Network, L.L.C., ("the Management Company") established to provide certain management services to the Ambulatory Surgery Centers (the Centers). The Management Company is 99% owned by one of the Hospital's controlled corporations and 1% by the Hospital.

Wills Eye Community Surgical Services Corp. (Services Corp), Wills Community Services of Plymouth Meeting, Inc. and Wills Community Surgical Services of Cottman – Buxmont, Inc., (Services of Cottman-Buxmont) wholly-owned subsidiaries of the Hospital, established to be the majority owners of the Centers.

Wills Eye Ophthalmology Clinic, Inc., ("WEOC") a wholly-owned subsidiary of the Hospital, established to provide outpatient clinical services, which also owns and operates optical shops at the Hospital and other locations.

Abbot, Inc., ("Abbott") a wholly-owned subsidiary of the Hospital, established to own and operate real estate for leasing purposes in which operations ceased in the Spring of 2023.

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

The Hospital also has a majority ownership in several Centers which are deemed to be blended component units since the Hospital is deemed to be financially accountable and the governing body of the component units are essentially the same as the Hospital. The Centers were established to provide high-quality, cost-effective, outpatient surgical services at five locations more accessible to the Hospital's patients. The Hospital has developed its network of the Centers to provide outpatient surgical services in the Delaware Valley area. The Centers provide both single-specialty (ophthalmology) and multispecialty services. The following Centers have been included as part of the Hospital's financial statements:

Cherry Hill Ambulatory Surgical Center, LLC (Cherry Hill),
Cottman Ambulatory Surgical Center, LLC (Cottman),
Warminster Ambulatory Surgical Center, LLC (Warminster),
Plymouth Meeting Ambulatory Surgical Center, LLC (Plymouth Meeting), and
Stadium Campus Ambulatory Surgical Center, LLC (Stadium)

The Hospital and its blended component units are collectively referred to as the Organization.

Statements of Net Position

This statement provides information about the nature and amount of the Hospital's investments in resources (assets), obligations to the Organization's creditors (liabilities) as well as the deferred outflows and inflows of resources, with the difference between these amounts reported as the Organization's net position.

Statements of Revenues, Expenses and Changes in Net Position

This statement reports how the Organization's net position changed during the year presented by accounting for all revenues and expenses and measuring the financial results of operations. The information may be used to determine how the Organization has funded its costs.

Statements of Cash Flows

This statement provides information regarding the Organization's cash receipts and payments as well as net changes in cash resulting from operating, noncapital and related financing, capital and related financing and investing activities.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

Financial Highlights

The Organization's net position decreased \$3,635 (4%) during the year ended June 30, 2024 compared to decreases of \$4,002 (4%) for the year ended June 30, 2023. The change year over year is primarily due to changes in investment performance as a result of market conditions offset by increases in the Organization's operating loss. For the year ended June 30, 2024, operating revenues increased \$2,079 (2%) and operating expenses increased \$4,406 (4%). Nonoperating revenues increased \$3,330 due to an increase in net investment income of \$2,456, a reduction of other expenses of \$1,523, offset by decreases in contributions of \$533 and an increase in interest expense of \$307.

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

Condensed Financial Information

The following schedule is a summary of the Organization's June 30, 2024 Statement of Net Position with comparative information as of June 30, 2023 and 2022.

Summary of Net Position

	2024	2023	2022
Assets and deferred outflows of resources:			
Current assets:			
Cash and cash equivalents	\$ 2,026	2,599	2,457
Patient accounts receivable	12,564	11,271	8,487
Lease receivable, current	589	558	528
Investments	28,484	32,379	38,394
Other current assets	<u>6,806</u>	<u>6,657</u>	<u>4,988</u>
	<u>50,469</u>	<u>53,464</u>	<u>54,854</u>
Noncurrent assets:			
Investments	60,801	60,146	60,562
Lease receivable, net of current portion	1,966	2,554	3,112
Net pension asset	6,282	679	8,227
Capital assets, net	38,146	41,644	38,984
Other assets	<u>516</u>	<u>487</u>	<u>480</u>
	<u>107,711</u>	<u>105,510</u>	<u>111,365</u>
Total assets	158,180	158,974	166,219
Deferred outflows of resources	<u>3,310</u>	<u>7,789</u>	<u>4,828</u>
Total assets and deferred outflows of resources	<u>\$ 161,490</u>	<u>166,763</u>	<u>171,047</u>
Liabilities, deferred inflows of resources and net position:			
Current liabilities:			
Accounts payable and accrued liabilities	\$ 27,639	24,083	23,859
Current portion of long-term debt	19,352	20,143	1,066
Lines of credit	4,213	4,492	985
Current portion of lease liabilities	1,895	2,294	2,290
Other current liabilities	<u>939</u>	<u>972</u>	<u>2,538</u>
	<u>54,038</u>	<u>51,984</u>	<u>30,738</u>

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

Summary of Net Position (Continued)

	2024	2023	2022
Noncurrent liabilities:			
Long-term debt, net of current portion	5,935	7,048	19,841
Lease liabilities, net of current portion	7,692	9,178	8,243
Interest rate swap liabilities	2,306	2,817	4,078
Other noncurrent liabilities	186	198	3,346
Total noncurrent liabilities	16,119	19,241	35,508
Total liabilities	70,157	71,225	66,246
Deferred inflows of resources	2,277	2,847	8,108
Net position:			
Net investment in capital assets	4,139	5,230	5,287
Restricted	69,192	69,973	68,906
Unrestricted	15,725	17,488	22,500
Total net position	89,056	92,691	96,693
Total liabilities, deferred inflows of resources and net position	\$ 161,490	166,763	171,047

As of June 30, 2024, cash decreased from the prior year due to use of cash in operating activities of \$12,091 and in capital and related financing activities of \$3,934, which was offset by cash provided from noncapital financing activities of \$100 and by investing activities of \$15,352. As of June 30, 2023, cash increased slightly from the prior year due to use of cash in operating activities of \$13,246 and in capital and related financing activities of \$4,294, which was offset by cash provided from noncapital financing activities of \$3,872 and by investing activities of \$13,810.

The increase in patient accounts receivable as of June 30, 2024 is due to an increase of \$1,203 for the Hospital, an increase of \$479 in the ASCs, offset by a decrease of \$389 for WEOC. The increase in patient accounts receivable as of June 30, 2023 is due to an increase of \$1,000 for the Hospital, an increase of \$1,938 at WEOC, offset by a decrease in the ASCs of \$154.

The Organization's investments primarily are concentrated in the Collective Legal Investment Fund (CLIF), which represented 92% and 93% of its total investment portfolio as of June 30, 2024 and 2023. The balance of the Organization's investments are held in cash and cash equivalents. The Organization also holds a minority interest in an ambulatory surgical center, which is reported using the equity method of accounting.

The CLIF is a pooled investment fund created for the collective investments managed by the Board. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, and alternative investments held in private equity investments. The Organization has no authority to operate or govern the assets of these investments, it is not the guarantor of any debt obligations and does not have an ongoing financial responsibility. The Organization is entitled to preferred cumulative dividends and/or

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

operations cash flow from net operating income. The CLIF is reported at net asset value (NAV) which is a practical expedient to fair value.

The Organization's total investments, including its investment in the surgery center, decreased by \$3,240 and \$6,431 as of June 30, 2024 and 2023, respectively. The decrease at June 30, 2024 was driven by \$14,285 of investment sales, \$1,622 of proceeds from interest and dividends, and \$870 of distributions received from its investment in its surgery center, offset by purchases of and unrealized gains on its investments of \$1,425 and \$11,241, respectively. The decrease at June 30, 2023 was driven by \$11,925 of investment sales, \$1,422 of proceeds from interest and dividends, and \$964 of distributions received from its investment in its surgery center, offset by purchases of and unrealized gains on its investments of \$350 and \$6,708, respectively.

Capital assets include leased assets and decreased by \$3,498 as of June 30, 2024 due to depreciation and amortization of \$5,888 and loss from disposition of \$9 offset by capital additions of \$1,993 and new leases of \$406. Capital assets include leased assets and increased by \$2,660 as of June 30, 2023 due to capital additions of \$5,631 and new leases of \$3,137, offset by depreciation and amortization of \$6,101 and loss from disposition of \$7.

The net pension asset increased by \$5,603 as of June 30, 2024 and decreased by \$7,548 as of June 30, 2023, primarily driven by investment gains and losses, respectively.

Other assets include the charitable gift annuity and the balance has remained relatively consistent as of June 30, 2024 and 2023.

Deferred outflows of resources include amounts related to the Organization's defined benefit pension plan and interest rate swaps. The Organization's deferred outflows of resources for the interest rate swaps increased as of June 30, 2024 and 2023 due to the addition of a new swap in 2023 and the change in fair value of both swaps. Changes in the investment performance of assets held by the defined benefit plan resulted in a deferred outflow of resources as of June 30, 2024 and 2023.

The Organization needed to utilize its lines of credit for working capital needs during the year ended June 30, 2023 which accounts for the increase as of June 30, 2023. The Organization paid down \$279 of the Center's line of credit during the year ended June 30, 2024.

As of June 30, 2024, the Organization's debt decreased by \$1,904 due to \$2,536 principal repayments under the terms of the existing agreements, offset by \$632 of proceeds from new financing. As of June 30, 2023, the Organization's debt increased by \$6,284 due to new debt of \$7,602 in which \$6,200 relates to the refinance of other liability (see commentary below) and offset by annual principal payments of \$1,318.

The fair value of the interest rate swap liabilities decreased by \$511 and \$1,261 as of June 30, 2024 and 2023, respectively, due to the addition of a new swap in 2023 and changes in interest rates and market conditions. The change in the fair value of the interest swap liability has the opposite impact to the deferred outflows of resources.

Total lease liabilities decreased by \$1,885 as of June 30, 2024 and increased by \$939 as of June 30, 2023, due to new leases and remeasurements of existing leases less payments of the lease liabilities.

The Organization's other current and noncurrent liabilities decreased by \$45 as of June 30, 2024, through the normal course of operations. The Organization's other current and noncurrent liabilities decreased by \$4,714 as

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

of June 30, 2023, which was primarily driven by the refinancing of \$3,752 with long-term debt and the \$1,038 payment made to effect such refinancing, offset by a reduction of \$74 through the normal course of operations.

Deferred inflows of resources for leases decreased by \$570 and \$569 as of June 30, 2024 and 2023, respectively, due to the amortization of lease income.

The following schedule is a summary of the Organization's Statement of Revenues, Expenses and Changes in Net Position for the year ended June 30, 2024 with comparative information for the years ended June 30, 2023 and 2022.

Condensed Statement of Revenues, Expenses and Changes in Net Position

	<u>2024</u>	<u>2023</u>	<u>2022</u>
Operating revenue:			
Patient service revenue	\$ 96,239	95,572	90,740
Grant revenue	1,927	553	1,339
Other revenue	<u>5,732</u>	<u>5,694</u>	<u>6,151</u>
Total operating revenue	<u>103,898</u>	<u>101,819</u>	<u>98,230</u>
Operating expenses:			
Salaries and benefits	58,540	56,574	52,117
Other expenses	57,277	54,624	51,818
Depreciation and amortization	<u>5,888</u>	<u>6,101</u>	<u>6,266</u>
Total operating expenses	<u>121,705</u>	<u>117,299</u>	<u>110,201</u>
Operating loss	(17,807)	(15,480)	(11,971)
Nonoperating revenues (expenses)	13,793	10,463	(8,324)
Contributions to permanent endowment fund	<u>379</u>	<u>1,015</u>	<u>245</u>
Decrease in net position	<u>\$ (3,635)</u>	<u>(4,002)</u>	<u>(20,050)</u>

For the year ended June 30, 2024, patient service revenue increased by \$667 (1%) due to increases in Hospital revenue of \$674 (2%) and an increase WEOC of \$823, offset by decreases in the Centers of \$545 and AASOP of \$285. For the year ended June 30, 2023, patient service revenue increased by \$4,832 (5%) due to increases in Hospital revenue of \$2,334 (6%), WEOC of \$1,662 (7%), and the Centers of \$953 (4%), offset by a decrease in AASOP of \$117.

Grant revenue increased by \$1,374 for the year ended June 30, 2024 due to new grants received by the Hospital and decreased by \$786 for the year ended June 30, 2023 due to a reduction in government grants.

Other revenue was flat for the year ended June 30, 2024 and decreased by \$457 during the year ended June 30, 2023 driven by a reduction in rental income.

Salaries and benefits increased by \$1,966 (4%) during the year ended June 30, 2024 due to an increase of \$3,113 in compensation expense (6%), and an increase of \$379 (4%) in benefits offset by decreases in

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Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

pension expense of \$1,526. Salaries and benefits increased by \$4,457 (9%) during the year ended June 30, 2023 due to an increase of \$1,883 in pension expense for the defined benefit plan, salary increases of \$1,173 (5%) at WEOC, salary increases of \$1,039 (7%), and health insurance increases of \$568 (30%), offset by decreases in other salaries and benefits of \$206.

Other operating expenses increased by \$2,653 (5%) for the year ended June 30, 2024 due to an increase in insurance of \$363 (11%), professional fees of \$421 (7%) and other expenses of \$1,869 (4%). Other expenses increased by \$2,806 (5%) for the year ended June 30, 2023 due to an increase in insurance of \$545 (20%), professional fees of \$1,276 (28%) and other expenses of \$985 (2%).

For the year ended June 30, 2024, nonoperating revenues and expenses primarily consist of net investment income (loss), contributions from private donors, equity in net earnings of equity method investments and interest expense. Overall nonoperating (expenses) revenues, net increased by \$3,330 due to an increase in net investment income of \$2,456, decrease in other expenses of \$1,523, offset by a decrease in contributions of \$533 and an increase in interest expense of \$307.

For the year ended June 30, 2023, nonoperating expenses and revenues primarily consist of net investment income (loss), contributions from private donors, interest expense, and other expenses. Overall nonoperating (expenses) revenues increased by \$18,787 due to an increase in net investment income of \$20,262 and increase in contributions of \$411, offset by increases in interest expense of \$501, a \$1,038 payment made to effect the refinancing of the other long-term liability (see comments above) and \$347 in other costs.

Contributions to the permanent endowment fluctuate from year to year and decreased by \$636 for the year ended June 30, 2024 and increased by \$770 for the year ended June 30, 2023.

Non-GAAP Financial Measures

The following discussion includes references to Adjusted Operating Loss and Adjusted Net Cash Used in Operating Activities which are non-GAAP financial measures (collectively, Non-GAAP Financial Measures). A Non-GAAP Financial Measure is a numerical measure of an entity's historical or future financial performance, financial position and cash flows that excludes amounts, or is subject to adjustments that have the effect of excluding amounts, that are included in the most direct comparable financial measure calculated and presented in accordance with GAAP in the statements of net position, statements of revenues, expenses and changes in net position, or statements of cash flows of the entity; or includes amounts, or is subject to adjustments that have the effect of including amounts, that are excluded from the most directly comparable financial measure so calculated and presented. In this regard, GAAP refers to generally accepted accounting principles in the United States of America. We have provided reconciliations of the Non-GAAP Financial Measures to the most directly comparable GAAP financial statements.

We believe the presentation of Non-GAAP Financial Measures provides useful information to stakeholders regarding our results of operations because these financial measures are useful for trending, analyzing, and benchmarking our performance. By including or excluding certain revenues and expenses and other items that may not be indicative of our core operating results, these Non-GAAP Financial Measures:

- Allow stakeholders to evaluate our performance from management's perspective, resulting in greater transparency with respect to supplemental information used by us in our financial and operational decision making;

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

- Facilitate comparisons with prior periods and reflect the principal basis on which management monitors financial performance;
- Facilitate comparisons with the performance of others in the healthcare industry; and
- Provide better transparency as to the measures used by management and others who follow our industry to estimate the value of our Organization.

We primarily use two Non-GAAP Financial Measures (Adjusted Operating Loss and Adjusted Net Cash Used in Operating Activities) as performance measures and believe that the GAAP financial measure most directly comparable to these two Non-GAAP Financial Measures is Operating Loss and Net Cash Used in Operating Activities. We use Non-GAAP Financial Measures to assess the performance of our operations. Non-GAAP Financial Measures are useful in this regard because they include contributions received by the Organization which other healthcare organizations include in their operating revenues and do not include such operating costs required to secure the contributions or pension expense, which is primarily determined by actuarial calculations, and may vary from period-to-period as compared to the actual cash contributions to the plan. By excluding such factors when measuring financial performance, we are better able to evaluate the operating performance of the business and compare our results with other similar healthcare organizations.

We adjust Operating Loss when evaluating our performance because we believe that the consideration of certain additional items described below provides useful supplemental information to stakeholders regarding our ongoing performance, in the case of Adjusted Operating Loss. We believe the presentation of Adjusted Operating Loss, when combined with GAAP Operating Loss is beneficial to a stakeholder's complete understanding of our operating performance.

We adjust Operating Loss for the following items:

- Contributions.
- Expenses incurred from restricted contributions.
- Pension expense (income).

The Organization understands that not all fees for services support the operations of the Hospital, and therefore, soliciting of contributions from individuals and other organizations is a necessary part of the Hospital's operations. Additionally, the Foundation's purpose is to solicit contributions on behalf of the Hospital and the Foundation is a component unit of the Hospital. Pursuant to government accounting standards, contributions are not reported as operating revenues, and therefore, are reflected as nonoperating revenue in the Organization's statements of revenues, expenses and changes in net position. Some contributions are received from donors that designate specific purposes for which funds should be utilized, with related expenses being classified by the Organization as operating expenses, despite the accounting principles requiring classification of the income as nonoperating revenues.

In accordance with government accounting standards, pension expense (income) is based upon an actuarial valuation, which is performed at a measurement date that does not coincide with the Organization's fiscal year-end. As such, there could be activity impacting pension expense (income), subsequent to the measurement date, which is excluded from the pension expense (income) reported in the Organization's statements of revenues, expenses and changes in net position. Furthermore, pension expense is primarily calculated by the difference between actual and projected assumptions used in the actuarial calculation versus the cash outlay to the pension plan by the Organization.

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

The following table provides a reconciliation of the GAAP operating loss to Non-GAAP Adjusted Operating Loss for the years ended June 30:

	2024	2023
Operating loss	\$ (17,807)	(15,480)
Add: Current year unrestricted contributions	1,800	1,511
Add: Restricted contributions used to fund current expenses	2,821	2,732
Add (Subtract): Pension expense (income)	(1,385)	110
Subtract: Interest expense	<u>(2,646)</u>	<u>(2,339)</u>
Adjusted operating loss	<u>\$ (17,217)</u>	<u>(13,466)</u>

We adjust Net Cash Used in Operating Activities when evaluating our performance because we believe that the consideration of certain additional items described below provides useful supplemental information to stakeholders regarding our ongoing performance, in the case of Adjusted Net Cash Used in Operating Activities. We believe that the presentation of Adjusted Net Cash Used in Operating Activities, when combined with GAAP Net Cash Used in Operating Activities is beneficial to a stakeholder's complete understanding of our operating performance.

We adjust Net Cash Used in Operating Activities for the following items:

- Proceeds from contributions.
- Expenses incurred from restricted contributions.

WILLS EYE HOSPITAL

Management's Discussion and Analysis (Unaudited)

June 30, 2024 and 2023

In addition to the presentation of the Organization's operating loss, government accounting standards also has impacted the presentation of the statements of cash flows, specifically cash flows from operations.

Disbursements for restricted funds are reported as part of operations, and therefore deemed a use of operating cash. However, the proceeds for those restricted expenses are not reported as cash from operations.

Accordingly, there is a mismatch of cash flows from operations. The following table provides a reconciliation of Net Cash Used in Operating Activities to Non-GAAP Adjusted Net Cash Used in Operating Activities for the years ended June 30:

	2024	2023
Net cash used in operating activities	\$ (12,091)	(13,246)
Add: Current year unrestricted contributions	1,800	1,511
Add: Restricted contributions used to fund current expenses	2,821	2,732
Adjusted net cash used in operating activities	<u><u>\$ (7,470)</u></u>	<u><u>(9,003)</u></u>

Contacting the Hospital

This financial report is designed to provide customers and creditors with a general overview of the Organization's finances and to demonstrate the Organization's accountability for the resources at its disposal. Additional information is also available on the Organization's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
Wills Eye Hospital
c/o Board of City Trusts
1101 Market Street
Suite 2600
Philadelphia, PA 19107
215-568-0440

WILLS EYE HOSPITAL

Statements of Net Position

June 30, 2024 and 2023
(In thousands)

Assets and Deferred Outflows of Resources	2024	2023
Current assets:		
Cash and cash equivalents	\$ 2,026	2,599
Patient accounts receivable	12,564	11,271
Other receivables	1,789	2,109
Lease receivable, current	589	558
Inventory	2,428	2,106
Investments	28,484	32,379
Other current assets	2,589	2,442
Total current assets	50,469	53,464
Noncurrent assets:		
Investments	57,416	56,948
Investment in surgery center	3,385	3,198
Lease receivable, net of current portion	1,966	2,554
Net pension asset	6,282	679
Capital assets, net	38,146	41,644
Other assets	516	487
Total noncurrent assets	107,711	105,510
Total assets	<u>158,180</u>	<u>158,974</u>
Deferred outflows of resources:		
Pension	1,004	4,972
Interest rate swaps	2,306	2,817
Total deferred outflows of resources	3,310	7,789
Total assets and deferred outflows of resources	<u>\$ 161,490</u>	<u>166,763</u>
Liabilities, Deferred Inflows of Resources and Net Position		
Current liabilities:		
Accounts payable	\$ 18,579	15,743
Accrued liabilities	9,060	8,340
Line of credit	4,213	4,492
Current portion of long-term debt	19,352	20,143
Current portion of lease liabilities	1,895	2,294
Other current liabilities	939	972
Total current liabilities	54,038	51,984
Noncurrent liabilities:		
Long-term debt, net of current portion	5,935	7,048
Lease liabilities, net of current portion	7,692	9,178
Interest rate swap liability	2,306	2,817
Other noncurrent liabilities	186	198
Total noncurrent liabilities	16,119	19,241
Total liabilities	<u>70,157</u>	<u>71,225</u>
Deferred inflows of resources:		
Lease	2,277	2,847
Net position:		
Net investment in capital assets	4,139	5,230
Restricted:		
Expendable:		
Collateral for debt	22,044	22,764
Other	17,011	17,468
Nonexpendable	30,137	29,741
Unrestricted	15,725	17,488
Total net position	89,056	92,691
Total liabilities, deferred inflows of resources and net position	<u>\$ 161,490</u>	<u>166,763</u>

See accompanying notes to basic financial statements.

WILLS EYE HOSPITAL

Statements of Revenues, Expenses and Changes in Net Position

Years ended June 30, 2024 and 2023
(In thousands)

	<u>2024</u>	<u>2023</u>
Operating revenues:		
Patient service revenue	\$ 96,239	95,572
Grant revenue	1,927	553
Other revenue	5,732	5,694
Total operating revenues	<u>103,898</u>	<u>101,819</u>
Operating expenses:		
Salaries and benefits	58,540	56,574
Supplies and other expenses	47,474	45,605
Insurance	3,588	3,225
Professional fees	6,215	5,794
Depreciation and amortization	5,888	6,101
Total operating expenses	<u>121,705</u>	<u>117,299</u>
Operating loss	<u>(17,807)</u>	<u>(15,480)</u>
Nonoperating revenues (expenses):		
Investment income, net	11,896	9,440
Equity in net earnings of investee	1,013	822
Contributions	3,530	4,063
Interest expense	(2,646)	(2,339)
Other expense	—	(1,523)
Total nonoperating revenues	<u>13,793</u>	<u>10,463</u>
Loss before contributions	<u>(4,014)</u>	<u>(5,017)</u>
Contributions to permanent endowment	<u>379</u>	<u>1,015</u>
Decrease in net position	<u>(3,635)</u>	<u>(4,002)</u>
Net position – beginning of year	<u>92,691</u>	<u>96,693</u>
Net position – end of year	<u>\$ 89,056</u>	<u>92,691</u>

See accompanying notes to basic financial statements.

WILLS EYE HOSPITAL

Statements of Cash Flows

Years ended June 30, 2024 and 2023
(In thousands)

	2024	2023
Cash flows from operating activities:		
Cash receipts from customers	\$ 94,945	92,788
Other operating cash receipts	8,420	6,214
Cash payments to employees for services	(58,820)	(57,720)
Cash payments to vendors for goods and services	<u>(56,636)</u>	<u>(54,528)</u>
Net cash used in operating activities	<u>(12,091)</u>	<u>(13,246)</u>
Cash flows from noncapital financing activities:		
Proceeds from lines of credit	—	4,837
Repayments of lines of credit	(279)	(1,330)
Contributions to permanent endowment	<u>379</u>	<u>365</u>
Net cash provided by noncapital financing activities	<u>100</u>	<u>3,872</u>
Cash flows from capital and related financing activities:		
Additions to capital assets	(1,993)	(5,631)
Repayments of lease liabilities	(2,291)	(2,198)
Proceeds from lease receivable	647	634
Proceeds from contributions	3,855	3,795
Repayments of long-term debt	(2,536)	(1,318)
Proceeds from long-term debt	632	7,602
Repayment of other long-term liability	—	(1,038)
Payment for buy-out of long-term liability	—	(3,752)
Payment of debt issue costs	—	(61)
Interest paid	<u>(2,248)</u>	<u>(2,327)</u>
Net cash used in capital and related financing activities	<u>(3,934)</u>	<u>(4,294)</u>
Cash flows from investing activities:		
Proceeds from sales of investments	14,285	11,925
Purchases of investments	(1,425)	(350)
Proceeds from interest and dividends	1,622	1,422
Distributions to minority net position holders	—	(151)
Distributions from investment in surgery center	<u>870</u>	<u>964</u>
Net cash provided by investing activities	<u>15,352</u>	<u>13,810</u>
Net increase (decrease) in cash and cash equivalents	<u>(573)</u>	<u>142</u>
Cash and cash equivalents – beginning	<u>2,599</u>	<u>2,457</u>
Cash and cash equivalents – ending	<u>\$ 2,026</u>	<u>2,599</u>
Reconciliation of operating loss to net cash used in operating activities:		
Operating loss	\$ (17,807)	(15,480)
Adjustments for noncash charges to operations		
Depreciation and amortization	5,888	6,101
Loss on disposition of assets	9	7
Changes in assets and liabilities:		
Patient accounts receivable	(1,293)	(2,784)
Other assets	(268)	(1,782)
Accounts payable, accrued and other liabilities	3,585	2,627
Deferred outflows/inflows of resources, net	<u>(2,205)</u>	<u>(1,935)</u>
Net cash used in operating activities	<u>\$ (12,091)</u>	<u>(13,246)</u>
Noncash investing and financing activities:		
Change in fair value of surgery center	\$ 1,057	822
Change in fair value of investments	10,184	6,708
Lease assets exchanged for lease liabilities	479	3,137
Terminated lease liabilities and lease assets	(72)	—

See accompanying notes to basic financial statements.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

(1) Reporting Entity

Wills Eye Hospital (the Hospital), established in 1832 through a bequest of James Wills, a Quaker merchant, to the City of Philadelphia, is administered by the Board of Directors of City Trusts (the Board). The Hospital, located in Philadelphia, is a trust that owns and operates various facilities, through various component units, which provide medical services to area residents.

Blended Component Units

Component units that provide service exclusively to the Hospital whose governing bodies are substantially the same as that of the Hospital, whose total debt outstanding are expected to be repaid with resources of the Hospital, or who are organized as not-for-profits and the Hospital is the sole corporate member (business-type activities), are reported as if they were part of the Hospital, or blended into the Hospital's financial statements. They include the following:

- Wills Eye Foundation, Inc. (the Foundation), a domestic nonprofit corporation, established to solicit, collect, and administer charitable donations made in order to further the institutional objectives of the Trust under the Will of James Wills, as determined from time to time by the Board. The Hospital is the sole member of the Foundation.
 - AASOP, Inc. (AASOP), a wholly owned subsidiary of the Hospital, established to own and operate physician practices.
 - Wills Eye Surgical Network, L.L.C. (the Management Company), established to provide certain management services to the Ambulatory Surgery Centers (the Centers, see below). The Management Company is 99% owned by one of the Hospital's controlled corporations and 1% by the Hospital.
 - Wills Eye Community Surgical Services Corp. (Services Corp.), Wills Community Services of Plymouth Meeting, Inc. (Services of Plymouth Meeting) and Wills Community Surgical Services of Cottman – Buxmont, Inc. (Services of Cottman – Buxmont), wholly-owned subsidiaries of the Hospital, established to be the majority owners of the Centers.
 - Wills Eye Ophthalmology Clinic Inc. (WEOC), a wholly owned subsidiary of the Hospital, established to provide outpatient clinical services, which also owns and operates optical shops at the Hospital and other locations.
- Abbot, Inc. (Abbot), a wholly-owned subsidiary of the Hospital, established to own and operate real estate for leasing purposes.

Ambulatory Surgery Centers

The Centers were established to provide high-quality, cost-effective, outpatient surgical services at five locations more accessible to the Hospital's patients. The Hospital has developed its network of Centers to provide outpatient surgical services in the Delaware Valley area. The Centers provide both single-specialty (ophthalmology) and multispecialty services.

The Centers include Cherry Hill Ambulatory Surgical Center, LLC (Cherry Hill), Cottman Ambulatory Surgical Center, LLC (Cottman), Warminster Ambulatory Surgical Center, LLC (Warminster), Plymouth Meeting Ambulatory Surgical Center, LLC (Plymouth Meeting), and Stadium Campus Ambulatory Surgical Center, LLC (Stadium). The Centers represent partnerships, between the Hospital and practicing

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physicians, of which the Hospital owns a majority of the respective outstanding shares. Additionally, the Hospital appoints the governing body of the Centers and management of the Centers is performed by employees of Services Corp. Therefore, the Centers meet the definition of a blended component unit.

The Hospital and its blended component units are collectively referred to as the Organization.

(2) Summary of Significant Accounting Policies

(a) Measurement Focus, Basis of Accounting and Financial Statement Presentation

The accompanying financial statements were prepared in accordance with U.S. generally accepted accounting principles (GAAP) as promulgated by the Governmental Accounting Standards Board (GASB). The Organization's activities are reported using the economic resources measurement focus and accrual basis of accounting. Revenues are recorded when earned and expenses are recorded at the time liabilities are incurred, regardless of when the related cash flows take place.

The Organization is reported as a special-purpose government engaged in business-type activities. Business-type activities are used to account for operations that are (a) financed and operated in a manner similar to private business enterprises where the intent of the governing body is that the cost (expenses, including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges; or (b) where the governing body has decided that periodic determination of revenues earned, expenses incurred, and/or net income is appropriate for capital maintenance, public policy, management control, accountability, or other purposes.

All significant transactions between the Hospital and its blended component units have been eliminated.

(b) Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(c) Operating and Non-Operating Revenues and Expenses

Operating revenues and expenses generally result from providing services in connection with the Organization's principal ongoing operations. Operating revenues primarily include patient service revenue, and other government grants and funding, whereas nonoperating revenues include contributions and investment income. Operating expenses include the cost of services provided, administrative expenses, and depreciation on capital assets whereas nonoperating expense includes interest on debt and other gains (losses).

(d) Cash and Cash Equivalents

Cash consists of on-hand petty cash and amounts in the Organization's operating bank accounts. The Organization considers all certificates of deposit and commercial paper with an original maturity of

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three months or less from the date of purchase to be cash equivalents, excluding amounts whose use is limited by board designation or other arrangements under trust or debt agreements. The Organization's deposits are insured by the Federal Deposit Insurance Corporation ("FDIC") (subject to the FDIC limit or \$250,000). Periodically during the years, cash and cash equivalents may have exceeded the FDIC limitation. As of June 30, 2024 and 2023, cash in the bank amounted to \$5,756 and \$3,551, respectively of which, \$3,694 and \$1,450, respectively, was uninsured.

(e) Patient Accounts Receivable

The Organization's accounts receivable are primarily comprised of amounts due from Medicare, Medicaid, managed care companies, self-pay patients and other third-party payors. The Organization evaluates the valuation of accounts receivable, based on analysis of historical collection trends, as well as its understanding of the nature and collectability of patient accounts, based on their age and other factors.

(f) Inventory

Inventory is stated at the lower of cost or market. Cost is determined by using the first-in, first-out method of accounting.

(g) Capital Assets

Capital assets consists of buildings, improvements and equipment and are recorded at cost. The Organization capitalizes assets that exceed \$5 and have a useful life greater than one year. Depreciation is provided over the following useful lives on a straight-line basis:

Buildings and improvements	5 – 40 years
Equipment	3 – 20 years

(h) Investments and Restricted Assets

Collective Legal Investment Fund (CLIF)

The CLIF is a pooled investment fund created for the collective investments managed by the Board. The Organization has no restrictions on withdrawals from the CLIF. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments and alternative investments held in private equity investments. The Hospital has no authority to operate or govern the assets of these investments, it is not the guarantor of any debt obligations and does not have an ongoing financial responsibility. The Organization's investment in the CLIF is measured using net asset value (NAV) per share as a practical expedient to fair value. The CLIF issues stand-alone audited financial statements, which are available at www.citytrusts.com.

Money Market Accounts

The Organization holds money market accounts. As of June 30, 2024 and 2023, the Organization recorded \$6,563 and \$5,868, respectively, of money market accounts, of which, \$6,485 and \$5,537, respectively, exceeded the FDIC coverage and was uninsured.

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(i) Investment in Surgery Center

The Organization holds a 38% interest in an ambulatory surgical center for which the Organization does not have an ongoing financial interest nor is it the guarantor of any debt obligations. The Organization accounts for this investment under the equity method.

(j) Interest Rate Swaps

The Organization records its interest rate swaps at fair value. The interest rate swaps are deemed to be effective hedging instruments, and the changes in fair value are recognized as deferred inflows/outflow of resources in the statements of net position. The fair value of the interest rate swaps are based on discounted cash flow models, with Level 2 inputs, including the value of the relevant market index, upon which the swaps are based. As such, the interest rate swaps are classified as Level 2 investments in the fair value hierarchy.

(k) Fair Value

Fair value is the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date.

Level 1: Quoted prices in active markets for identical assets or liabilities; Level 1 assets and liabilities include debt and equity securities that are traded in an active exchange market, as well as U.S. Treasury securities.

Level 2: Observable inputs other than Level 1 prices such as quoted prices for similar assets and liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets and liabilities include debt securities with quoted market prices that are traded less frequently than exchange-traded instruments.

Level 3: Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

At June 30, 2024 and 2023, the Organization's investments held in the CLIF are valued at NAV.

(l) Deferred Outflows or Inflows of Resources

Deferred outflows of resources are defined as a consumption of net assets by the government that is applicable to a future reporting period. Deferred inflows of resources are defined as an acquisition of net assets by the government that is applicable to a future reporting period. Deferred outflows of resources increase net position, similar to assets, and deferred inflows of resources decrease net position, similar to liabilities.

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(m) Net Position

Net position represents the difference between the Organization's assets and deferred outflows of resources and liabilities and deferred inflows of resources.

Net investment in capital assets represents capital assets, reduced by accumulated depreciation and by any outstanding debt related to the acquisition, construction or improvement of those assets, including lease liabilities.

Restricted net position represents net position with restrictions imposed by external creditors, grantors, contributions, laws or regulations, or by law through constitutional provisions or enabling legislation. Nonexpendable includes permanent endowment which represents funds used to report resources that are legally restricted to the extent that only earnings may be used for purposes that support the Organization's programs (See Note 11 for more information on the Organization's permanent endowment) and also includes the Organization's minority interest in the Centers \$(443) and \$(23) as of June 30, 2024 and 2023, respectively).

Unrestricted net position consists of net assets that do not meet the definition of "restricted" or "net investments in capital assets." When both restricted and unrestricted resources are available for specified expenditures, restricted resources are considered spent before unrestricted resources.

(n) Revenue

Patient service revenue

The Organization's patient service revenue is reported at the amount that reflects the consideration to which the Organization expects to be entitled in exchange for providing patient care in the period earned. These amounts are due from patients, third-party payers, and others and include an estimate of variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations.

The majority of the Organization's services are rendered to patients with third party coverage. Reimbursement under these programs for all payers is based on a combination of prospectively determined rates, discounted charges, and historical costs. Amounts received under Medicare and Medicaid programs are subject to review and final determination by program intermediaries or their agents and the contracts the Organization has with commercial payers also provide for retroactive audit and review of claims. Agreements with third-party payers typically provide for payments at amounts less than established charges.

Generally, patients who are covered by third-party payers are responsible for related deductibles and coinsurance, which vary in amount. The Organization also provides services to uninsured patients, and offers those uninsured patients a discount, either by policy or law, from standard charges. The Organization estimates the transaction price for patients with deductibles and coinsurance and from those who are uninsured based on historical experience and current market conditions. The initial estimate of the transaction price is recorded during the period in which the related services are rendered.

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Consistent with the Organization's mission, care is provided to patients regardless of their ability to pay. Patients who meet the Organization's criteria for charity care are provided care without charge or at amounts less than established rates. The Organization maintains records to identify the level of charity care it provides. The amount of costs foregone for services, supplies, and wages furnished under its charity care policy totaled \$1,538 and \$1,065, during the years ended June 30, 2024 and 2023, respectively. Charity care is reported as a reduction to patient service revenue.

Grant revenue

Grant revenue is recognized when all applicable eligibility requirements are met. Funds received before the eligibility requirements are met are reported as unearned revenue.

(o) Pension

For purposes of measuring the net pension asset, deferred outflows of resources and deferred inflows of resources related to pension, and pension expense, information about the net position of the Board of Directors of City Trusts Wills Eye Health System Non-Contributory Retirement Plan (the Plan) and additions to/deductions from the Plan's fiduciary net position have been determined on the same basis as they are reported by the Plan.

For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value. See Note 9 for further information.

(p) Leases

The Organization is a lessee or a lessor in various noncancelable leases of property for all of its clinical and office space, most of which are subject to triple-net leases. The Organization's real estate leases generally have initial terms of 5 to 15 years, and typically include one or more options to renew, with renewal terms that generally extend the lease term for an additional five years or more. Exercise of the renewal options is generally subject to the satisfaction of certain conditions, which vary by contract, and follow payment terms that are consistent with those in place during the initial term. The lease term is the non-cancelable period of the lease, inclusive of the option periods that the Organization is reasonably certain to exercise. The payment structure of the Organization's leases generally contains annual escalation clauses that are fixed in nature or variable based upon the consumer price index.

At lease commencement, lease liabilities and receivables are measured as the present value of the future lease payments expected to be made during the lease term using the Organization's incremental borrowing rate for collateralized borrowings. For all leases in which the Organization is the lessee, the lease asset is initially measured as the initial measurement of the lease liability plus initial direct costs ancillary to placing the asset into service. For all leases in which the Organization is the lessor, the deferred inflow is initially measured as the initial measurement of the lease receivable plus any payments received at or before commencement less lease incentives paid at or before commencement.

Subsequent to lease commencement date, the lease liability or receivable is reduced by the principal portion of lease payments remitted or received, respectively. The lease asset (lessee) is amortized on

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a straight-line basis over the shorter of the lease term or useful life of the underlying asset, while the deferred inflow of resources (lessor) is amortized on a straight-line basis over the lease term.

The Organization monitors changes in circumstances that may require remeasurement of a lease. When certain changes occur that are expected to significantly affect the amount of the lease liability or lease receivable, it is remeasured and a corresponding adjustment is made to the lease asset or deferred inflow of resources, respectively.

Variable Lease Payments

Variable lease payments that are based on an index or a rate (such as the Consumer Price Index or a market interest rate) are included in the initial measurement of the lease liability or lease receivable using the index or rate as of the commencement date of the lease term.

Short-term Leases

For lease arrangements with a term of a maximum of twelve months or less at commencement, the Organization recognizes lease expense or income based on the provisions of the lease.

(q) Adoption of New Accounting Pronouncement

GASB Statement No. 96 (GASB 96), *Subscription-Based Information Technology Arrangements*, provides a more uniform accounting for subscription-based contracts to use vendor-provided information technology. GASB 96 is effective for fiscal years beginning after June 15, 2022, with early adoption permitted. The Organization adopted this standard on July 1, 2023 and there was no material impact to the Organization's financial statements.

(3) Significant Risks and Uncertainties

Revenue Sources

The Organization receives revenues from Medicare, Medicaid, managed care, self-pay patients and other third-party payors. The sources and amounts of the Organization's revenues are determined by a number of factors, including the mix of payors and varying contract reimbursement rates. Changes in the mix of payors can significantly affect the Organization's financial position.

The following table depicts the Organization's net patient services revenue, by source, for the years ended June 30, 2024 and 2023:

	2024	2023
Medicare	53 %	44 %
Medicaid	12	12
Managed care	26	27
Other third-party payors	7	15
Self-pay	2	2
	<u>100 %</u>	<u>100 %</u>

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During the years ended June 30, 2024 and 2023, the Organization recorded revenue of \$7,846 and \$7,932, respectively, related to the supplemental payments made by the Commonwealth of Pennsylvania to qualifying hospitals.

The revenues represented additional funding received for providing medical and surgical ocular services to Medicaid beneficiaries, as the Organization met the qualifications required by the program.

Concentration of Credit Risk

The Organization also experiences credit risk related to the concentration of its accounts receivable. However, management does not believe there are any other significant concentrations of credit risk as of June 30, 2024 and 2023. The mix of net receivables from patients and third-party payors at June 30, 2024 and 2023 was as follows:

	2024	2023
Medicare	37 %	35 %
Medicaid	7	6
Managed care	44	41
Other third-party payors	8	13
Self-pay	4	5
	100 %	100 %

(4) Investments

The following summarizes the Organization's investments as of June 30, 2024 and 2023:

		2024	2023
Investment in CLIF		\$ 79,337	83,459
Money market accounts		6,563	5,868
		<hr/> 85,900	<hr/> 89,327
Less: noncurrent investments (see below)		<hr/> 57,416	<hr/> 56,948
Current investments		\$ 28,484	32,379

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Current investments include the following:

	2024	2023
Undesignated	\$ 15,209	16,832
Donor designated	10,385	10,480
Board designated	<u>2,890</u>	<u>5,067</u>
Total current investments	\$ 28,484	32,379

Noncurrent investments include the following:

	2024	2023
Endowments (See Note 11)	\$ 35,372	34,184
Investments held as collateral for debt agreements	<u>22,044</u>	<u>22,764</u>
Total noncurrent investments	\$ 57,416	56,948

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(5) Capital Assets, Net

Capital assets and related accumulated depreciation activity for the years ended June 30, 2024 and 2023 is as follows:

	2024			
	<u>Beginning</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending</u>
Nondepreciable capital assets:				
Land	\$ 2,976	—	—	2,976
Construction in progress	3,164	930	(3,860)	234
	<u>6,140</u>	<u>930</u>	<u>(3,860)</u>	<u>3,210</u>
Depreciable capital assets:				
Buildings and improvements	56,064	2,834	(9)	58,889
Equipment	38,629	2,089	(35)	40,683
	<u>94,693</u>	<u>4,923</u>	<u>(44)</u>	<u>99,572</u>
Leased assets:				
Building	14,701	—	—	14,701
Equipment	1,060	406	—	1,466
	<u>15,761</u>	<u>406</u>	<u>—</u>	<u>16,167</u>
Total depreciable capital assets	<u>110,454</u>	<u>5,329</u>	<u>(44)</u>	<u>115,739</u>
Accumulated depreciation:				
Buildings and improvements	(40,205)	(1,764)	—	(41,969)
Equipment	(29,768)	(1,661)	35	(31,394)
Leased buildings	(4,469)	(2,200)	—	(6,669)
Leased equipment	(508)	(263)	—	(771)
Total accumulated depreciation	<u>(74,950)</u>	<u>(5,888)</u>	<u>35</u>	<u>(80,803)</u>
Depreciable capital assets, net	<u>35,504</u>	<u>(559)</u>	<u>(9)</u>	<u>34,936</u>
Total capital assets, net	<u>\$ 41,644</u>	<u>371</u>	<u>(3,869)</u>	<u>38,146</u>

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(In thousands)

	2023			
	Beginning	Increases	Decreases	Ending
Nondepreciable capital assets:				
Land	\$ 2,976	—	—	2,976
Construction in progress	725	2,439	—	3,164
	<u>3,701</u>	<u>2,439</u>	<u>—</u>	<u>6,140</u>
Depreciable capital assets:				
Buildings and improvements	54,407	1,664	(7)	56,064
Equipment	37,299	1,528	(198)	38,629
	<u>91,706</u>	<u>3,192</u>	<u>(205)</u>	<u>94,693</u>
Leased assets:				
Building	11,770	2,931	—	14,701
Equipment	854	206	—	1,060
	<u>12,624</u>	<u>3,137</u>	<u>—</u>	<u>15,761</u>
Total depreciable capital assets	<u>104,330</u>	<u>6,329</u>	<u>(205)</u>	<u>110,454</u>
Accumulated depreciation:				
Buildings and improvements	(38,485)	(1,727)	7	(40,205)
Equipment	(28,079)	(1,880)	191	(29,768)
Leased buildings	(2,242)	(2,227)	—	(4,469)
Leased equipment	(241)	(267)	—	(508)
	<u>(69,047)</u>	<u>(6,101)</u>	<u>198</u>	<u>(74,950)</u>
Depreciable capital assets, net	<u>35,283</u>	<u>228</u>	<u>(7)</u>	<u>35,504</u>
Total capital assets, net	<u>\$ 38,984</u>	<u>2,667</u>	<u>(7)</u>	<u>41,644</u>

Depreciation expense on depreciable capital assets was \$3,425 and \$3,607 for the years ended June 30, 2024 and 2023, respectively. Amortization expense on the leased assets was \$2,463 and \$2,494 for the years ended June 30, 2024 and 2023, respectively.

(6) Debt

(a) *Lines of Credit*

The Organization had a revolving line of credit agreement with a bank, which provided that the Hospital may borrow up to \$5,000. Amounts outstanding under this line bore interest at the Daily 1-month Secured Financing Overnight Rate (SOFR), plus an applicable margin ranging from 2.0% to 2.5%. (7.07% at June 30, 2024). The Hospital was required to pledge as collateral certain marketable securities with an adjusted (as defined) market value at least equal to the monthly outstanding balance. Such collateral was held in the CLIF and presented as restricted collateral for debt in the statements of net position. At June 30, 2024 and 2023, the Hospital had outstanding borrowings of \$3,955 under this line.

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The Organization has a revolving line of credit agreement with a bank, which provides that one of the Centers may borrow up to \$750, until the line expired on August 15, 2024. Amounts outstanding under this line bear interest at the Daily Bloomberg Short-Term Bank Yield Index (BSBY) Rate plus an applicable margin of 1.35% (7.07% at June 30, 2024). At June 30, 2024 and 2023, the Center had outstanding borrowings of \$258 and \$537, respectively, under this line.

(b) Series 2012 Bonds

On March 1, 2012, the Hospitals and Higher Education Facilities Authority of Philadelphia (the Authority) issued Variable Rate Revenue Bonds, Series 2012, in the aggregate principal amount of \$15,000 (Series 2012 Bonds), with a final maturity date of November 1, 2030. The Series 2012 Bonds were concurrently purchased by a bank. The variable rate of the Series 2012 Bonds is a market rate based on SOFR plus 83 basis points (4.92% at June 30, 2024). The Series 2012 Bonds are collateralized by securities held in the CLIF and presented as restricted collateral for debt in the statements of net position. There are no principal payments required to be made under the Series 2012 Bonds until 2030.

(c) Committed Loan

In January 2014, the Organization converted an existing line of credit to a term loan requiring monthly principal and interest payments at a variable annual interest rate of SOFR plus 1.7% (7.15% as of June 30, 2024), which was scheduled to mature on August 31, 2024 and was fully repaid on August 28, 2024. As of June 30, 2024 and 2023, the balance of the loan amounted to \$2,801 and \$3,100, respectively. The loan is collateralized by certain real estate and presented as net investment in capital assets in the statements of net position.

(d) Commercial Bank Loans

The Organization has a term loan with a bank requiring monthly payments of principal and interest at a fixed annual interest rate of 2.27%, expiring April 2028. The loan is collateralized by securities held in the CLIF and presented as restricted collateral for debt in the statements of net position. As of June 30, 2024 and 2023, the balance of the loan amounted to \$705 and \$879, respectively. On September 20, 2024, the Organization fully repaid the loan.

The Organization has a term loan with a bank requiring monthly payments of principal and interest at an annual fixed interest rate of 3.95%, maturing July 2025. As of June 30, 2024 and 2023, the balance of the loan amounted to \$118 and \$223, respectively.

(e) Mortgage

On September 28, 2022, the organization entered into a \$5,200 loan, which matures on September 28, 2032, bears interest at an annual amount of one-month term SOFR plus 1.8% (5.33% at June 30, 2024) and requires monthly repayments of principal in amounts that amortize the loan over a 15-year period. The mortgage is collateralized by capital assets and presented as net investment in capital assets in the statements of net position. As of June 30, 2024 and 2023, the balance of the loan amounted to \$4,806 and \$5,046, respectively.

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(In thousands)

(f) Bridge Loan

On March 13, 2023, the Organization received a \$1,000 bridge loan in anticipation of receiving a \$1,000 Pennsylvania Redevelopment Capital Assistance Program grant, which the loan originally was set to expire March 13, 2024, but was extended to June 11, 2024, and bore interest at the one-month term SOFR rate plus 1.8%. As of June 30, 2023, the balance of the loan amounted to \$1,000 which was repaid during the year ended June 30, 2024.

(g) Finance Agreements

The Organization has several finance agreements for equipment with balances ranging from \$0 to \$375, interest rates ranging from 2.1% to 11.7%, and maturity dates ranging from July 2024 to June 2030. As of June 30, 2024 and 2023, the balance of the finance agreements amounted to \$1,857 and \$1,705, respectively.

(h) Summary of Changes in Debt Obligations

A summary of debt activity for the years ended June 30, 2024 and 2023 follows:

Description	2024			Amounts due within 1 year	
	June 30, 2023	Additions	Reductions	June 30, 2024	June 30, 2024
Lines of credit	\$ 4,492	—	(279)	4,213	4,213
Series 2012 bonds	\$ 15,000	—	—	15,000	15,000
Committed loan	3,100	—	(299)	2,801	2,801
Commercial bank loan	879	—	(174)	705	705
Commercial bank loan	223	—	(105)	118	105
Mortgage	5,046	—	(240)	4,806	253
Bridge loan	1,000	—	(1,000)	—	—
Other debt	238	—	(238)	—	—
Finance agreements	1,705	632	(480)	1,857	488
Total	\$ 27,191	632	(2,536)	25,287	19,352

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Description	2023			Amounts due within 1 year	
	June 30, 2022	Additions	Reductions	June 30, 2023	June 30, 2023
Lines of credit	\$ 985	4,837	(1,330)	4,492	4,492
Series 2012 bonds	\$ 15,000	—	—	15,000	15,000
Committed loan	3,426	—	(326)	3,100	3,100
Commercial bank loan	1,049	—	(170)	879	174
Commercial bank loan	315	—	(92)	223	105
Mortgage	—	5,200	(154)	5,046	241
Bridge loan	—	1,000	—	1,000	1,000
Other debt	367	—	(129)	238	94
Finance agreements	750	1,402	(447)	1,705	429
Total	\$ 20,907	7,602	(1,318)	27,191	20,143

(i) Future Principal and Interest Payments

Future principal and interest maturities of the long-term debt outstanding are as follows:

Year ending June 30:	Principal	Interest	Total
2025	\$ 19,352	1,105	20,457
2026	711	324	1,035
2027	704	278	982
2028	649	232	881
2029	444	197	641
2030 – 2032	<u>3,427</u>	<u>485</u>	<u>3,912</u>
Total	\$ 25,287	2,621	27,908

Future interest requirements for the Organization's variable-rate debt were determined using the interest rate in effect at June 30, 2024.

(j) Debt Covenants

The Organization's debt agreements contain financial, affirmative, and negative covenants, and events of default that are customary for debt securities of this type. The Organization was in compliance with all of its loan covenants as of June 30, 2024, except the requirement to deliver the June 30, 2024 audited financial statements within 150 days of year-end. The Organization obtained waivers for this covenant violation.

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(In thousands)

(7) Interest Rate Swaps

On March 1, 2012, the Hospital entered into an interest rate swap agreement to hedge against the risk of changes in interest rates associated with its variable rate Series 2012 Bonds. The terms of the swap contract have a notional value of \$15,000 and the Hospital pays a fixed rate of 5.81% and will receive a rate of 75% of the 30-day SOFR. The swap was set to expire in November 2030.

On September 20, 2022, the Hospital entered into an interest rate swap agreement to hedge against the risk of changes in interest rates associated with its variable rate mortgage. The terms of the swap contract have an initial notional value of \$5,200 (\$4,806 as June 30, 2024), and the Hospital pays a fixed rate of 5.33% and will receive a rate of the one month SOFR CME Term plus 1.8%. The swap is to expire in September 2032.

The fair value of the interest rate swaps was \$2,306 and \$2,817 at June 30, 2024 and 2023, respectively. Changes in the fair value are reported as deferred outflows or inflows of resources in the statements of net position.

Under the interest rate swap agreements, the Hospital incurred net interest expense of \$434 and \$434 for the years ended June 30, 2024 and 2023, respectively.

(a) Counterparty Risk

Interest rate swaps are also subject to counterparty risk which is the risk of loss of an amount expected to be delivered under an agreement in the event of the default or bankruptcy of the counterparty. Counterparty risk with swaps is limited by execution under the standardized International Swap and Derivatives Association Agreements. These contracts allow for the mutual exchange of collateral should an overall unsecured market value exceed a certain threshold.

(b) Credit Risk

As of June 30, 2024 and 2023, the Hospital was not exposed to credit risk on its interest rate swap contracts since the swaps had a negative fair value. However, should interest rates change and the fair value of the swaps become positive, the Hospital would be exposed to credit risk in the amount of the swaps' fair value.

(c) Interest Rate Risk

The Hospital will be exposed to interest rate risk only if the counterparty to the swaps default or if the swaps are terminated.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

(8) Leases

Lessee:

A summary of changes in lease liabilities during the years ended June 30, 2024 and 2023 is as follows:

	2024				
	Beginning	Additions	Remeasure- ments	Deductions	Ending
Lease liabilities:					
Buildings	\$ 10,907	—	—	2,040	8,867
Equipment	565	406	—	251	720
Total lease liabilities	\$ 11,472	406	—	2,291	9,587
 2023					
	Beginning	Additions	Remeasure- ments	Deductions	Ending
Lease liabilities:					
Buildings	\$ 9,913	275	2,656	1,937	10,907
Equipment	620	206	—	261	565
Total lease liabilities	\$ 10,533	481	2,656	2,198	11,472

During the years ended June 30, 2024 and 2023, the Organization did not incur any expenses related to its leasing activities related to residual value guarantees, lease termination penalties or losses due to impairment.

The components of lease cost for the years ended June 30, 2024 and 2023 recognized as supplies and other expenses in the statements of revenues, expenses and changes in net position are as follows:

	2024	2023
Amortization of right-to-use asset	\$ 2,463	2,494
Interest on lease liabilities	516	539
Short-term lease expense	97	133
Variable lease expense	396	307
Total lease cost	\$ 3,472	3,473

Lease assets obtained in exchange for lease liabilities amounted to \$406 and \$3,137, for the years ended June 30, 2024 and 2023, respectively.

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Weighted average lease term and discount rate as of June 30, 2023 and 2022 were as follows:

	2024	2023
Weighted average remaining lease term	7.80 yrs	7.97 yrs
Weighted average discount rate	5.17 %	4.75 %

A summary of principal and interest for future payments that are included in the measurement of the lease liability for the next five years and in subsequent five-year increments thereafter is as follows:

	Total payment	Interest	Principal
2025	\$ 2,338	446	1,892
2026	1,641	373	1,268
2027	1,646	302	1,344
2028	1,296	228	1,068
2029	1,030	167	863
2030 – 2034	2,426	463	1,963
2035 – 2037	1,263	74	1,189
Total	\$ 11,640	2,053	9,587

Lessor:

The components of lease income for the years ended June 30, 2024 and 2023 recognized as other revenue in the statements of revenues, expenses and changes in net position are as follows:

	2024	2023
Amortization of deferred inflows of resources	\$ 569	569
Short-term lease income	600	538
Variable lease income	143	118
Total lease income	\$ 1,312	1,225

(9) Retirement Plans

(a) Non-Contributory Plan

The Hospital participates in a defined-benefit retirement plan (the Plan), administered by the Board, which covers nonunion Hospital employees hired prior to September 10, 2010.

The Plan reports on a calendar year-end (December 31) and issues stand-alone audited financial statements. Additional information is available at www.citytrusts.com.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Plan participants who have attained age 65 are entitled to receive retirement benefits payable during their lifetime on the first day of each month following their retirement or termination of employment. Early retirement and survivor benefits are also available to participants.

For the years ended June 30, 2024 and 2023, the Organization's net pension asset and the total pension liability used to calculate the net pension asset was determined by actuarial valuations as of January 1, 2023 and 2022, respectively, and rolled forward to the fiscal year end.

Funding Policy

The Board contributes amounts as are necessary to provide the Plan with sufficient assets to meet the benefits to be paid to plan members, based upon amounts recommended by the Plan's actuary. Such amounts are determined in accordance with the projected unit credit actuarial cost method.

Benefits

Benefits are based on salary and years of service. Early retirement benefits are calculated by discounting the normal retirement benefit by an early retirement factor.

(1) Normal Retirement Benefit includes:

- (i) Accrued Benefit: The annual accrued benefit credited in the prior Contributory Plan as of the effective date of this Plan, if any, plus
- (ii) Past Service Benefit: 1% of annual pay on the effective date multiplied by years of service to the effective date, provided the members had not attained age 65 on the effective date, plus
- (iii) Future Service Benefit: 1.5% of final 5-year average pay multiplied by years of service from date of participation to retirement.

For non-union employees, 2.0% of final 5-year average pay multiplied by years of service from date of participation to retirement.

Monthly retirement income shall not exceed 50% of final monthly base pay and shall not be less than \$200 per month (as a single life annuity).

(2) Early Retirement Benefit: Income accrued to early retirement date as in (1) above, reduced 1/3 of 1% for each month by which the benefit commencement date preceded Normal Retirement Date.

(3) Deferred Vested Income: Income accrued to date of termination as in (1) above. Benefits commence at Normal Retirement Date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Plan Members Covered by Benefit Terms

The following members were covered by the respective benefit terms:

	2024	2023
Inactive members or beneficiaries currently receiving benefits	271	269
Inactive members entitled to, but not yet receiving benefits	133	141
Active members	12	15
Total	416	425

Expected Rate of Return on Investments

The long-term rate of return for the Plan's investments were determined using a building block method in which the best estimate ranges or expected real rates of return (i.e. expected returns, net of investment expenses, and inflation) are developed for each major asset class. These ranges are combined to produce the long-term rate of return by weighting the expected real rates of return by the target asset allocation percentage and by adding expected inflation.

For the years ended June 30, 2024 and 2023, the target asset allocation and best estimates of real rates of return for each major asset class are summarized in the following table:

Asset class	Target asset allocation	2024	
		Long-term expected real rate of return	Long-term expected real rate of return
Domestic equity	50 %	6.5 %	6.5 %
International equity	10	6.5	6.5
Fixed income	30	3.5	3.5
Real estate/alternative	10	5.5	5.5
Total	100 %		

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Asset class	2023	
	Target asset allocation	Long-term expected real rate of return
Domestic equity	50 %	6.5 %
International equity	10	6.6
Fixed income	30	3.5
Real estate/alternative	10	5.5
Total	<u>100 %</u>	

Actuarial Assumptions

The total pension liability for the Plan was determined by an actuarial valuation as of January 1, 2023 and 2022, respectively, rolled forward to June 30, 2024 and 2023, respectively, using the following actuarial assumptions applied to the period included in the measurement:

Projected salary increases	3.0% compounded annually
Investment rate of return	7.5% per annum, compounded annually, net of investment expenses
Inflation adjustment	3.0% compounded annually
Mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale

The actuarial assumptions used in the January 1, 2023 and 2022 valuations were based on the results of an actuarial experience study for the period January 1, 2011 to December 31, 2020.

Discount Rate

The discount rate used to measure the total pension liability was 7.5%. The projection of cash flows used to determine the discount rate assumes that employee contributions will be made at the rates applicable to each member and that employer contributions will be made at rates as determined by the actuary. Based on those assumptions, the Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active members. Therefore, the long-term expected rate of return on the Plan's investments was applied to all periods of projected benefit payments to determine the total pension liability.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Sensitivity of Net Pension Asset to Change in the Discount Rate

The following presents the net pension asset for the Plan as of June 30, 2024 and 2023, calculated using the discount rate of 7.5%, as well as what the net pension asset would be if it were calculated using a discount rate that is 1 percent lower or 1 percent higher than the current rate:

	2024		
	1% Decrease (6.5%)	Discount rate (7.5%)	1% Increase (8.5%)
Net pension (asset) liability	\$ (3,429)	(6,282)	(8,777)
	2023		
	1% Decrease (6.5%)	Discount rate (7.5%)	1% Increase (8.5%)
Net pension (asset) liability	\$ 3,112	(679)	(4,122)

Net pension (income) expense totaled (\$635) and \$134 for the years ended June 30, 2024 and 2023, respectively.

Changes in Net Pension Asset

Changes in the net pension asset for the years ended June 30, 2024 and 2023 are as follows:

	2024		
	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2023	\$ 37,535	38,214	(679)
Changes for the year:			
Service cost	64	—	64
Interest	2,722	—	2,722
Differences between expected and actual experience	(807)	—	(807)
Contributions – employer	—	1,000	(1,000)
Net investment income	—	6,666	(6,666)
Benefit payments, including refunds of member contributions	(2,656)	(2,656)	—
Plan administrative expense	—	(84)	84
Net changes	(677)	4,926	(5,603)
Balances as of June 30, 2024	<u>\$ 36,858</u>	<u>43,140</u>	<u>(6,282)</u>

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

	2023		
	Total pension liability (a)	Plan fiduciary net position (b)	Net pension liability/(asset) (a)-(b)
Balances as of June 30, 2022	\$ 37,676	45,903	(8,227)
Changes for the year:			
Service cost	52	—	52
Interest	2,714	—	2,714
Differences between expected and actual experience	(219)	—	(219)
Contributions – employer	—	1,500	(1,500)
Net investment income	—	(6,397)	6,397
Benefit payments, including refunds of member contributions	(2,688)	(2,688)	—
Plan administrative expense	—	(104)	104
Net changes	(141)	(7,689)	7,548
Balances as of June 30, 2023	<u>\$ 37,535</u>	<u>38,214</u>	<u>(679)</u>

Deferred Outflows/Inflows of Resources

At June 30, 2024 and 2023, the Hospital reported deferred outflows and inflows of resources related to the Plan from the following sources:

	2024	
	Deferred outflows of resources	Deferred inflows of resources
Net difference between projected and actual earnings on pension plan investments	\$ 1,004	—
Total	\$ 1,004	—

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

	2023	
	Deferred outflows of resources	Deferred inflows of resources
Net difference between projected and actual earnings on pension plan investments	\$ 4,222	—
Contributions subsequent to the measurement date	750	—
Total	\$ 4,972	—

Net deferred outflows (inflows) of resources will be recognized in pension expense as follows for the fiscal year ended June 30:

2025	\$ 117
2026	485
2027	1,190
2028	(788)
	<hr/>
Total	\$ 1,004

(b) Defined Contribution Plans

The Centers offer their employees the right to participate in a 401(k) plan after completing one year of service and after having reached the age of 21. Employees may choose to defer 1% to 15% of their compensation that would have been received in the plan year. Employee contributions are fully vested at all times and are not subject to forfeiture for any reason. Participants who have completed one year of service and are actively employed on the last day of the plan year are eligible to receive a discretionary employer matching contribution.

The Organization has established a 403(b) plan with the same criteria as above which became effective as of July 1, 2002 for all new hires. For the years ended June 30, 2024 and 2023 the employer match for all eligible employees is 2.25% of an employee's compensation with a maximum compensation of \$270. The Organization contributed \$78 and \$111 to the 401(k) plan, and \$638 and \$566 to the 403(b) plan, during the years ended June 30, 2024 and 2023, respectively.

(10) Other Long-Term Liability

In June 2001, the Hospital transferred its leasehold interest in certain property and equipment to a third party through the form of a 35-year lease agreement. In July 2002, the Hospital entered into a sublease for the leasehold interest, which included a 25-year initial term and two optional 5-year term extensions, as well as an option to purchase the assets at any time during the sublease term. Given the substance of the transaction was such that control of the assets was retained by the Hospital, the transaction was deemed to represent a financing, rather than a sale of the property and equipment. As such, the assets and accumulated depreciation remained on the Hospital's balance sheet and continue to be depreciated over

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

their remaining useful lives; and the proceeds received from the transaction were recorded as an other long-term liability. The other long-term liability bore an imputed interest rate of 7.1% and was payable over the term of the sublease.

During the year ended June 30, 2023, the Hospital obtained a mortgage on the property and used a portion of the proceeds to repay the remaining liability outstanding as of the date of the transaction. The Organization incurred a fee of \$1,000 to complete this refinancing, which is recorded as other expense on the Hospital's statement of revenues, expenses and changes in net position during the year ended June 30, 2023. There was no other long-term liability outstanding, on the Hospital's statements of net position, as of June 30, 2024 or 2023.

(11) Endowments

The Organization's endowment consists of approximately 30 individual funds established for a variety of purposes by donors. Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions.

(a) Interpretation of Relevant Law

Pennsylvania law permits the Board to make an election to annually appropriate for expenditure a selected percentage between 2% and 10% of the fair value of the assets related to permanent endowment funds averaged over a period of three or more preceding years, provided the Board has determined that such percentage is consistent with the long-term preservation of the real value of such assets.

(b) Spending Policy and How the Investment Objectives Relate to Spending Policy

The Organization has a policy of appropriating for distribution each year up to 5% of its endowment funds based on the average market value over the prior 20 quarters preceding each December 31. In establishing this policy, the Organization considered the long-term expected return on its funds. This is consistent with the Organization's objective to maintain the purchasing power of the endowment assets held in perpetuity or for a specified term as well as to provide additional real growth through new gifts and investment return. The spending rate for the year ended June 30, 2024 was 5% for endowment funds.

(c) Return Objectives and Risk Parameters

The Organization has adopted investment and spending policies for endowment assets that attempt to provide a predictable stream of funding to programs supported by its endowment while seeking to maintain the purchasing power of the endowment assets. Endowment assets include those assets that the Organization must hold in perpetuity or for a specified period. The Organization expects its endowment funds, over time, to provide an average rate of return of 8% annually. Actual returns in any given year may vary from that amount.

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

(12) Blended Component Units

The following presents condensed combining information of the blended component units:

Condensed Combining Statements of Net Position:

	2024						
	Hospital	Foundation	WEOC	Centers	Other	Eliminations	Total
Assets and Deferred Outflows of Resources							
Current assets:							
Due from affiliates	\$ 8,912	815	—	—	87	(9,814)	—
Other current assets	34,889	5,345	4,269	4,349	2,026	(1,251)	49,627
Total current assets	43,801	6,160	4,269	4,349	2,113	(11,065)	49,627
Noncurrent assets:							
Capital assets	24,635	11	5,682	4,904	4,108	(1,194)	38,146
Other noncurrent assets	67,866	6,249	—	—	3,463	(8,013)	69,565
Total noncurrent assets	92,501	6,260	5,682	4,904	7,571	(9,207)	107,711
Total assets	136,302	12,420	9,951	9,253	9,684	(20,272)	157,338
Deferred outflows of resources	3,310	—	—	—	—	—	3,310
Total Assets and Deferred Outflows of Resources	<u>\$ 139,612</u>	<u>12,420</u>	<u>9,951</u>	<u>9,253</u>	<u>9,684</u>	<u>(20,272)</u>	<u>160,648</u>
Liabilities, Deferred Inflows of Resources, and Net Position							
Current liabilities:							
Due to affiliates	\$ —	1,729	5,970	648	1,436	(9,783)	—
Other current liabilities	38,927	298	8,211	5,825	241	(305)	53,197
Total current liabilities	38,927	2,027	14,181	6,473	1,677	(10,088)	53,197
Total noncurrent liabilities	9,352	4	4,988	2,746	—	(972)	16,118
Total liabilities	48,279	2,031	19,169	9,219	1,677	(11,060)	69,315
Deferred inflows of resources	2,277	—	—	—	1,194	(1,194)	2,277
Net position	89,056	10,389	(9,218)	34	6,813	(8,018)	89,056
Total Liabilities, Deferred Inflows of Resources, and Net Position	<u>\$ 139,612</u>	<u>12,420</u>	<u>9,951</u>	<u>9,253</u>	<u>9,684</u>	<u>(20,272)</u>	<u>160,648</u>

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

	2023						
	Hospital	Foundation	WEBC	Centers	Other	Eliminations	Total
Assets and Deferred Outflows of Resources							
Current assets:							
Due from affiliates	\$ 8,314	—	803	—	61	(9,178)	—
Other current assets	<u>37,093</u>	<u>6,492</u>	<u>5,189</u>	<u>4,229</u>	<u>730</u>	<u>(269)</u>	<u>53,464</u>
Total current assets	45,407	6,492	5,992	4,229	791	(9,447)	53,464
Noncurrent assets:							
Capital assets	25,657	4	6,421	6,546	4,491	(1,475)	41,644
other noncurrent assets	<u>65,930</u>	<u>4,286</u>	<u>—</u>	<u>—</u>	<u>4,529</u>	<u>(10,879)</u>	<u>63,866</u>
Total noncurrent assets	91,587	4,290	6,421	6,546	9,020	(12,354)	105,510
Total assets	<u>136,994</u>	<u>10,782</u>	<u>12,413</u>	<u>10,775</u>	<u>9,811</u>	<u>(21,801)</u>	<u>158,974</u>
Deferred outflows of resources	7,789	—	—	—	—	—	7,789
Total Assets and Deferred Outflows of Resources	\$ 144,783	10,782	12,413	10,775	9,811	(21,801)	166,763

	2023						
	Hospital	Foundation	WEBC	Centers	Other	Eliminations	Total
Liabilities, Deferred Inflows of Resources, and Net Position							
Current liabilities:							
Due to affiliates	\$ —	945	7,126	74	1,033	(9,178)	—
Other current liabilities	<u>38,424</u>	<u>267</u>	<u>7,794</u>	<u>5,425</u>	<u>343</u>	<u>(269)</u>	<u>51,984</u>
Total current liabilities	38,424	1,212	14,920	5,499	1,376	(9,447)	51,984
Total noncurrent liabilities	<u>10,821</u>	<u>—</u>	<u>5,504</u>	<u>3,871</u>	<u>298</u>	<u>(1,253)</u>	<u>19,241</u>
Total liabilities	49,245	1,212	20,424	9,370	1,674	(10,700)	71,225
Deferred inflows of resources	2,847	—	—	—	1,475	(1,475)	2,847
Net position	<u>92,691</u>	<u>9,570</u>	<u>(8,011)</u>	<u>1,405</u>	<u>6,662</u>	<u>(9,626)</u>	<u>92,691</u>
Total Liabilities, Deferred Inflows of Resources, and Net Position	\$ 144,783	10,782	12,413	10,775	9,811	(21,801)	166,763

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Condensed Combining Statements of Revenues, Expenses and Changes in Net Position:

	2024						
	Hospital	Foundation	WEOC	Centers	Other	Eliminations	Total
Operating revenues:							
Patient service revenue	\$ 41,878	—	27,122	27,239	—	—	96,239
Other	4,770	65	2,921	2	1,205	(1,304)	7,659
Total operating revenues	46,648	65	30,043	27,241	1,205	(1,304)	103,898
Operating expenses:							
Depreciation and amortization	3,087	5	1,173	1,801	103	(281)	5,888
Other operating expenses	48,759	1,967	38,775	26,462	877	(1,023)	115,817
Total operating expenses	51,846	1,972	39,948	28,263	980	(1,304)	121,705
Operating (loss) income	(5,198)	(1,907)	(9,905)	(1,022)	225	—	(17,807)
Nonoperating revenues (expenses):							
Contributions to permanent endowment fund	1,196	2,714	8,729	(349)	(105)	1,608	13,793
	367	12	—	—	—	—	379
Decrease in net position	(3,635)	819	(1,176)	(1,371)	120	1,608	(3,635)
Net position - beginning	92,691	9,570	(8,042)	1,405	6,693	(9,626)	92,691
Net position - ending	<u>\$ 89,056</u>	<u>10,389</u>	<u>(9,218)</u>	<u>34</u>	<u>6,813</u>	<u>(8,018)</u>	<u>89,056</u>

	2023						
	Hospital	Foundation	WEOC	Centers	Other	Eliminations	Total
Operating revenues:							
Patient service revenue	\$ 41,202	—	26,299	27,786	285	—	95,572
Other	3,455	147	2,847	39	1,362	(1,603)	6,247
Total operating revenues	44,657	147	29,146	27,825	1,647	(1,603)	101,819
Operating expenses:							
Depreciation and amortization	3,206	5	1,144	1,848	179	(281)	6,101
Other operating expenses	47,606	1,647	35,308	26,287	1,611	(1,261)	111,198
Total operating expenses	50,812	1,652	36,452	28,135	1,790	(1,542)	117,299
Operating (loss) income	(6,155)	(1,505)	(7,306)	(310)	(143)	(61)	(15,480)
Nonoperating revenues (expenses):							
Contributions to permanent endowment fund	1,153	3,373	6,223	(650)	(160)	524	10,463
	1,000	15	—	—	—	—	1,015
Decrease in net position	(4,002)	1,883	(1,083)	(960)	(303)	463	(4,002)
Net position - beginning	96,693	7,687	(6,959)	2,365	6,996	(10,089)	96,693
Net position - ending	<u>\$ 92,691</u>	<u>9,570</u>	<u>(8,042)</u>	<u>1,405</u>	<u>6,693</u>	<u>(9,626)</u>	<u>92,691</u>

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Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Condensed Combining Statements of Cash Flows:

	2024						
	Hospital	Foundation	WEOC	Centers	Other	Eliminations	Total
Net cash provided by (Used in) operating activities	\$ (4,063)	(1,875)	(7,187)	1,176	(140)	(2)	(12,091)
Net cash provided by (Used in) noncapital financing activities	(586)	336	(353)	297	403	3	100
Net cash provided by (Used in) capital and related financing activities	(3,430)	2,491	(1,285)	(1,899)	189	—	(3,934)
Net cash provided by (Used in) investing activities	7,695	(952)	9,000	(100)	(290)	(1)	15,352
Net increase (decrease) in cash and cash equivalents	(384)	—	175	(526)	162	—	(573)
Cash and cash equivalents beginning of year	1,139	—	161	1,190	109	—	2,599
Cash and cash equivalents end of year	\$ 755	—	336	664	271	—	2,026
	2023						
	Hospital	Foundation	WEOC	Centers	Other	Eliminations	Total
Net cash provided by (Used in) operating activities	\$ (5,361)	(1,541)	(8,104)	2,240	(146)	(334)	(13,246)
Net cash provided by (Used in) noncapital financing activities	(180)	561	2,690	517	294	(10)	3,872
Net cash provided by (Used in) capital and related financing activities	(3,428)	2,400	(1,163)	(2,232)	(158)	287	(4,294)
Net cash provided by (Used in) investing activities	9,051	(1,429)	6,500	(400)	31	57	13,810
Net increase (decrease) in cash and cash equivalents	82	(9)	(77)	125	21	—	142
Cash and cash equivalents beginning of year	1,057	9	238	1,065	88	—	2,457
Cash and cash equivalents end of year	\$ 1,139	—	161	1,190	109	—	2,599

(13) Commitments and Contingencies

General

The healthcare industry is subject to numerous laws and regulations of federal, state, and local governments. These laws and regulations include, but are not necessarily limited to, matters such as licensure, accreditation, government healthcare program participation requirements, reimbursement for patient services, and Medicare and Medicaid fraud and abuse. Government activity has continued with respect to investigations and allegations concerning possible violations of fraud and abuse statutes and regulations by healthcare providers. Violations of these laws and regulations could result in expulsion from government healthcare programs together with the imposition of significant fines and penalties, as well as significant repayments for patient services previously billed.

WILLS EYE HOSPITAL

Notes to Financial Statements

June 30, 2024 and 2023

(In thousands)

Malpractice Insurance

The Organization carries medical malpractice insurance from various commercial insurers, as well as excess coverage for claims that exceed the primary limits. The Organization's accrual for estimated medical malpractice claims was \$365 and \$408 at June 30, 2024 and 2023, respectively. This includes estimates of the ultimate costs for both reported claims and claims incurred, but not reported, and is included in other liabilities on the statements of net position.

(14) Subsequent Events

Between August and September 2024, the Organization liquidated \$27,174 of its investments, of which \$22,402 was restricted and held as collateral for debt agreements. These funds were used to repay and terminate its \$15,000 Series 2012 bonds, \$2,801 committed loan, \$661 commercial bank loan and \$4,213 for both lines of credit, see Note 6. The funds were also used to pay \$69 of accrued interest, across all instruments, and \$2,786 in fees to terminate the interest rate swap agreement, associated with the Series 2012 bonds, see Note 7, with the remaining \$1,643 used in operations. As a result of these transactions, the Organization recorded investment income of \$16,993, associated with the sale of investments, and a loss on debt termination of \$2,786, associated with the interest rate swap termination, in its financial statements for the fiscal year ended June 30, 2025.

On September 13, 2024, the Organization ceased its operations in the Cottman Center and terminated its lease for the property, effective February 17, 2025. The Organization recorded a \$100 loss on the related lease termination in its fiscal year ended June 30, 2025.

The Organization has evaluated subsequent events through June 27, 2025, which is the date that the accompanying financial statements were available to be issued. Other than the transactions previously disclosed in Note 6, no subsequent events have occurred that would require recognition or disclosure in these financial statements.

BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN

Schedule of Changes in the Employer's Net Pension Liability (Asset) and Related Ratios (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability:										
Service cost	\$ 63,816	51,874	51,874	77,549	131,139	129,707	146,763	151,489	157,934	167,278
Interest	2,722,048	2,714,148	2,713,580	2,775,905	2,749,757	2,749,422	2,771,758	2,692,747	2,626,675	2,593,140
Differences between expected and actual experience	(806,785)	(219,455)	(291,457)	189,950	(112,972)	(480,889)	826,767	(59,937)	88,779	—
Changes of assumptions	—	—	157,822	522,419	(132,000)	(139,000)	(130,000)	1,676,000	—	512,400
Benefit payments, including refunds of member contributions	(2,656,280)	(2,688,397)	(2,703,821)	(2,686,540)	(2,673,431)	(2,590,646)	(2,549,687)	(2,485,082)	(2,478,685)	(2,364,835)
Net change in total pension liability	(677,201)	(141,830)	(72,002)	879,283	(37,507)	(331,406)	1,065,601	1,975,217	394,703	907,983
Total pension liability – beginning	<u>37,534,283</u>	<u>37,676,113</u>	<u>37,748,115</u>	<u>36,868,832</u>	<u>36,906,339</u>	<u>37,237,745</u>	<u>36,172,144</u>	<u>34,196,927</u>	<u>33,802,224</u>	<u>32,894,241</u>
Total pension liability – ending	<u>36,857,082</u>	<u>37,534,283</u>	<u>37,676,113</u>	<u>37,748,115</u>	<u>36,868,832</u>	<u>36,906,339</u>	<u>37,237,745</u>	<u>36,172,144</u>	<u>34,196,927</u>	<u>33,802,224</u>
Plan fiduciary net position:										
Contributions – employer	1,000,000	1,500,000	1,500,000	1,500,000	1,501,400	1,325,000	1,200,000	1,200,000	1,200,000	1,020,000
Net investment income	6,665,688	(6,397,394)	6,524,205	4,679,321	6,613,092	(1,867,167)	4,333,178	1,954,950	(135,553)	1,921,812
Benefit payments, including refunds of member contributions	(2,656,280)	(2,688,397)	(2,703,821)	(2,686,540)	(2,673,431)	(2,590,646)	(2,549,687)	(2,485,082)	(2,478,685)	(2,364,835)
Administrative expense	(83,519)	(103,769)	(74,814)	(74,926)	(71,305)	(66,786)	(62,989)	(69,933)	(54,508)	(59,844)
Net change in plan fiduciary net position	4,925,889	(7,689,560)	5,245,570	3,417,855	5,369,756	(3,199,599)	2,920,502	599,935	(1,468,746)	517,133
Plan fiduciary net position – beginning	<u>38,142,966</u>	<u>45,902,732</u>	<u>40,657,162</u>	<u>37,239,307</u>	<u>31,869,551</u>	<u>35,069,150</u>	<u>32,148,648</u>	<u>31,548,713</u>	<u>33,017,459</u>	<u>32,500,326</u>
Plan fiduciary net position – ending	<u>43,068,855</u>	<u>38,213,172</u>	<u>45,902,732</u>	<u>40,657,162</u>	<u>37,239,307</u>	<u>31,869,551</u>	<u>35,069,150</u>	<u>32,148,648</u>	<u>31,548,713</u>	<u>33,017,459</u>
Net pension liability (asset)	<u>\$ (6,211,773)</u>	<u>(678,889)</u>	<u>(8,226,619)</u>	<u>(2,909,047)</u>	<u>(370,475)</u>	<u>5,036,788</u>	<u>2,168,595</u>	<u>4,023,496</u>	<u>2,648,214</u>	<u>784,765</u>
Plan fiduciary net position as a percentage of the total pension liability	116.85 %	101.81 %	121.84 %	107.71 %	101.00 %	86.35 %	94.18 %	88.88 %	92.26 %	97.68 %
Covered employee payroll	\$ 2,270,815	2,363,559	2,242,447	2,236,885	2,208,357	2,235,608	2,484,534	2,718,440	2,635,641	2,714,612
Net pension liability (asset) as a percentage of covered employee payroll	(273.55)%	(28.72)%	(366.86)%	(130.05)%	(16.78)%	225.30 %	87.28 %	148.01 %	100.48 %	28.91 %

See accompanying independent auditors' report.

BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN

Schedule of Employer Contributions (Unaudited)

June 30, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ 79,913	1,147,000	1,500,000	1,500,000	1,501,400	1,325,000	1,200,000	1,200,000	1,200,000	1,020,000
Contributions in relation to the actuarially determined contribution	<u>1,000,000</u>	<u>1,500,000</u>	<u>1,500,000</u>	<u>1,500,000</u>	<u>1,501,400</u>	<u>1,325,000</u>	<u>1,200,000</u>	<u>1,200,000</u>	<u>1,200,000</u>	<u>1,020,000</u>
Contribution deficiency (excess)	<u><u>\$ (920,087)</u></u>	<u><u>(353,000)</u></u>	<u><u>—</u></u>							
Covered employee payroll	\$ 2,270,815	2,363,559	2,242,447	2,236,885	2,208,357	2,235,608	2,484,534	2,718,440	2,635,641	2,714,612
Contributions as a percentage of covered employee payroll	44.04 %	63.46 %	66.89 %	67.06 %	67.99 %	59.27 %	48.30 %	44.14 %	45.53 %	37.57 %

See accompanying independent auditors' report.

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Required Supplementary Information (Unaudited)

June 30, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

	2024	2023	2022	2021	2020	2019	2018	2017	2016
Valuation date	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015
Actuarial cost method	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal
Amortization method	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis
Remaining amortization period	15 years	15 years	15 years	15 years	15 years	15 years	15 years	15 years	15 years
Actuarial assumptions:									
Investment rate of return	7.50 %	7.50 %	7.50 %	7.50 %	7.75 %	7.75 %	7.75 %	7.75 %	8.00 %
Projected salary increases	3.00	3.00	3.00	3.00	3.00	3.00	3.00	3.00	3.00
Postretirement mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2020 MP generational scale	RP-2014 with 2018 MP generational scale	RP-2014 with 2017 MP generational scale	RP-2014 with 2016 MP generational scale	RP-2014 with 2015 MP generational scale	RP-2000
Cost-of-living adjustments	3.00 %	3.00 %	3.00 %	3.00 %	2.75 %	2.50 %	2.50 %	2.50 %	2.50 %
Discount rate – actuarially accrued liability	2.79	2.79	2.56	2.45	3.34	4.08	3.65	3.35	4.11

See accompanying independent auditors' report.

WILLS EYE HEALTH SYSTEM
SCHEDULE OF BLENDED COMPONENT UNITS – AMBULATORY SURGERY CENTERS
SCHEDULE OF NET POSITION

June 30, 2024

(In thousands)

	Warminster	Cherry Hill	Plymouth Meeting	Cottman	Stadium	Total
Current assets:						
Cash and cash equivalents	\$ 105	242	101	6	209	663
Patient accounts receivable	392	735	226	283	463	2,099
Inventory	233	497	160	117	282	1,289
Other current assets	25	66	39	54	114	298
Total current assets	755	1,540	526	460	1,068	4,349
Noncurrent assets:						
Capital assets, net	717	2,298	1,467	347	75	4,904
Total assets	1,472	3,838	1,993	807	1,143	9,253
Current liabilities:						
Accounts payable	746	1,566	255	948	445	3,960
Accrued liabilities	103	127	58	62	108	458
Line of credit	—	258	—	—	—	258
Current portion of long-term debt	105	59	—	33	—	197
Current portion of lease liabilities	178	290	197	182	105	952
Due to affiliates	30	160	34	414	10	648
Total current liabilities	1,162	2,460	544	1,639	668	6,473
Noncurrent liabilities:						
Long-term debt, net of current portion	13	60	—	15	—	88
Lease liabilities, net of current portion	440	990	1,223	5	—	2,658
Total liabilities	1,615	3,510	1,767	1,659	668	9,219
Net position:						
Net investment in capital assets	99	899	47	112	(30)	1,127
Unrestricted	(242)	(571)	179	(964)	505	(1,093)
Total net position	(143)	328	226	(852)	475	34
Total liabilities and net position	\$ 1,472	3,838	1,993	807	1,143	9,253

See accompanying independent auditors' report.

WILLS EYE HEALTH SYSTEM
SCHEDULE OF BLENDED COMPONENT UNITS – AMBULATORY SURGERY CENTERS
SCHEDULE OF REVENUES, EXPENSES AND CHANGES IN NET POSITION

Year ended June 30, 2024
 (In thousands)

	Warminster	Cherry Hill	Plymouth Meeting	Cottman	Stadium	Total
Operating revenues:						
Patient service revenue	\$ 4,135	10,519	4,778	2,796	5,011	27,239
Other revenue	—	—	—	—	2	2
Total operating revenues	<u>4,135</u>	<u>10,519</u>	<u>4,778</u>	<u>2,796</u>	<u>5,013</u>	<u>27,241</u>
Operating expenses:						
Salaries and benefits	1,163	2,844	1,492	952	1,723	8,174
Supplies and other expenses	2,826	6,876	2,882	1,861	2,663	17,108
Insurance	129	281	131	88	141	770
Professional fees	78	81	92	82	77	410
Depreciation and amortization	230	467	259	460	385	1,801
Total operating expenses	<u>4,426</u>	<u>10,549</u>	<u>4,856</u>	<u>3,443</u>	<u>4,989</u>	<u>28,263</u>
Operating income (loss)	<u>(291)</u>	<u>(30)</u>	<u>(78)</u>	<u>(647)</u>	<u>24</u>	<u>(1,022)</u>
Nonoperating revenue (expense):						
Other expense	(50)	—	—	—	(50)	(100)
Interest expense	(28)	(89)	(116)	(11)	(5)	(249)
Total nonoperating expense	<u>(78)</u>	<u>(89)</u>	<u>(116)</u>	<u>(11)</u>	<u>(55)</u>	<u>(349)</u>
Increase (decrease) in net position	<u>(369)</u>	<u>(119)</u>	<u>(194)</u>	<u>(658)</u>	<u>(31)</u>	<u>(1,371)</u>
Net position – beginning of year	<u>226</u>	<u>447</u>	<u>420</u>	<u>(194)</u>	<u>506</u>	<u>1,405</u>
Net position – end of year	<u>\$ (143)</u>	<u>328</u>	<u>226</u>	<u>(852)</u>	<u>475</u>	<u>34</u>

See accompanying independent auditors' report.



COLLECTIVE LEGAL INVESTMENT FUND
Basic Financial Statements
December 31, 2024 and 2023
(With Independent Auditors' Report Thereon)

COLLECTIVE LEGAL INVESTMENT FUND

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KPMG LLP
Suite 4000
1735 Market Street
Philadelphia, PA 19103-7501

Independent Auditors' Report

The Members of the Board
The Board of Directors of City Trusts:

Opinion

We have audited the financial statements of the Collective Legal Investment Fund of the Board of Directors of City Trusts (CLIF) as of and for the years ended December 31, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the CLIF's basic financial statements for the years then ended as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the fiduciary net position of the CLIF as of December 31, 2024 and 2023, and the changes in its fiduciary net position for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the CLIF's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 CLIF'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 CLIF'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.

Required Supplementary Information

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

KPMG LLP

Philadelphia, Pennsylvania
September 30, 2025

COLLECTIVE LEGAL INVESTMENT FUND

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following discussion and analysis of the Collective Legal Investment Fund ("CLIF") provides an overview of the financial activities of the CLIF for the years ended December 31, 2024 and 2023.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the financial statements themselves, and the Notes to the Financial Statements that are provided in addition to this Management's Discussion and Analysis.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction into the CLIF's basic financial statements. The CLIF is considered a fiduciary fund (Investment Trust) in accordance with Governmental Accounting Standards Board Statement No. 34. Fiduciary funds are used to account for resources held for the benefit of parties outside a government. The CLIF's basic financial statements comprise the statements of fiduciary position, statements of changes in fiduciary net position, and notes to the financial statements.

Statements of Fiduciary Net Position

These statements are used to account for resources held in a trustee or agency capacity for others and are not available for the support of any government programs. These statements present the total assets held less any liabilities to report the net position held in trust for the CLIF. Investments and are shown at fair value and all other assets and liabilities are determined on an accrual basis.

Statements of Changes in Fiduciary Net Position

These statements present the total additions to the CLIF in the form of investment income, securities lending income and deposits to investment fund, less any deductions for expenses or withdrawals from investment fund to arrive at a change in fiduciary net position for the years then ended.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

Financial Highlights

For the year ended December 31, 2024, the CLIF's fiduciary net position decreased by \$49.2 million (8%) compared to an increase of \$58.9 million (10%) in 2023. The decrease was primarily due to significant withdrawals during the year by participating investor trusts, the Estate of Stephen Girard, Deceased (Girard Estate) and Wills Eye Health System (Wills Eye) related to the payoff of debt obligations for each of these trusts.

For the year ended December 31, 2023, the CLIF's fiduciary net position increased by \$58.9 million (10%) compared to a decrease of \$158.3 million (21%) in 2022. The increase was primarily due to favorable market conditions.

COLLECTIVE LEGAL INVESTMENT FUND

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

Financial Information

The following table is a summary of the Statements of Fiduciary Net Position, as of December 31, 2024 and 2023, respectively with comparative information as of December 31, 2022:

	2024	2023	2022
Assets:			
Cash	\$ 946,474	2,271,978	2,010,482
Investment income receivable	1,418,517	1,736,475	1,945,477
Other receivables	40,063	1,444,635	77,572
Collateral received for securities on loan	41,600,746	84,624,759	125,659,422
Investments	<u>589,377,351</u>	<u>637,008,237</u>	<u>579,320,865</u>
Total assets	<u>633,383,151</u>	<u>727,086,084</u>	<u>709,013,818</u>
Liabilities:			
Accrued expenses	706,831	886,196	711,989
Due to participating trusts	946,530	2,272,025	2,266,934
Payable for securities on loan	<u>41,600,746</u>	<u>84,624,759</u>	<u>125,659,422</u>
Total liabilities	<u>43,254,107</u>	<u>87,782,980</u>	<u>128,638,345</u>
Net position held in trust	<u>\$ 590,129,044</u>	<u>639,303,104</u>	<u>580,375,473</u>

During the year ended December 31, 2024, there were significant withdrawals from the CLIF by both Girard Estate and Wills Eye related to the payoff of debt obligations in September which had a direct impact on the CLIF's investments which decreased by approximately \$47.6 million (7%). This decrease was due to withdrawals from participating investor trusts of approximately \$143.8 million which were offset by unrealized investment appreciation of approximately \$4.9 million, realized gains of approximately \$70.4 million for investment sales, deposits received from participating investor trusts of approximately \$13.6 million and net investment income of approximately \$7.3 million.

During the year ended December 31, 2023, the various stock market indices all experienced increases which had a direct impact on the CLIF's investments, which increased by approximately \$57.7 million (10%). This increase was due to unrealized investment appreciation of approximately \$80.5 million, realized gains of approximately \$11.8 million for investment sales and net investment income of approximately \$10.4 million. This was offset by withdrawals from the fund of approximately \$44.8 million.

Receivables relate to timing differences on trade and settlement dates for investment securities at year-end. Accrued expenses related to investment manager fees vary based on market performance.

As of December 31, 2024 and December 31, 2023, collateral for securities on loan decreased by approximately \$43.0 million and approximately \$41.0 million, respectively, due to a reduction in the securities on loan each year. Securities on loan fluctuate year to year based upon market conditions and market demand. There is a corresponding offset to the payable for securities on loan as well.

COLLECTIVE LEGAL INVESTMENT FUND

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following table is a summary of the Statements of Changes in Fiduciary Net Position for the years ended December 31, 2024 and 2023, respectively, with comparative information for the year ended December 31, 2022:

	2024	2023	2022
Additions:			
Investment income (loss):			
Investment income, net of investment			
management fees	\$ 7,298,080	10,358,468	10,275,010
Net appreciation (depreciation) of investments	<u>73,736,100</u>	<u>92,254,827</u>	<u>(116,599,678)</u>
Total investment income (loss)	81,034,180	102,613,295	(106,324,668)
Deposits to investment fund	<u>13,568,669</u>	<u>1,108,494</u>	<u>31,057,259</u>
Total additions	94,602,849	103,721,789	(75,267,409)
Deductions:			
Withdrawals from investment fund	<u>(143,776,909)</u>	<u>(44,794,158)</u>	<u>(83,054,574)</u>
Total deductions	<u>(143,776,909)</u>	<u>(44,794,158)</u>	<u>(83,054,574)</u>
Net (decrease) increase	<u>\$ (49,174,060)</u>	<u>58,927,631</u>	<u>(158,321,983)</u>

During the year ended December 31, 2024, net investment income decreased by approximately \$3.1 million. The net appreciation of investments decreased by approximately \$18.5 million. These decreases were primarily due to withdrawals by participating investor trusts of approximately \$143.7 million from the fund during the year.

During the year ended December 31, 2023, net investment income remained relatively flat at approximately \$10.4 million compared to December 31, 2022. Fair value of investments increased by approximately \$208.9 million due to favorable market conditions.

During the year ended December 31, 2024, there were deposits in the CLIF of approximately \$13.6 million compared to deposits of approximately \$1.1 million during 2023. The increase in deposits during 2024 were primarily from the reinvestment of proceeds received from a Girard Estate real estate investment transaction.

During the year ended December 31, 2023 there were minimal deposits in the CLIF of approximately \$1.1 million compared to deposits of approximately \$31.1 million during 2022 from the Girard Estate due to proceeds from sales of real estate investments which were then invested in the CLIF.

Withdrawals from the investment fund fluctuate from year to year based upon the needs of each investor trust. In 2024, there was an increase of withdrawals from the investment fund of approximately \$99.0 million over 2023. This increase is related to both Girard Estate and Wills Eye having significant withdrawals during September of 2024 to pay off debt obligations.

COLLECTIVE LEGAL INVESTMENT FUND

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

During the year ended December 31, 2023 there was a decrease of approximately \$38.3 million in withdrawals compared to 2022 due to withdrawals of approximately \$55.8 million by Girard Estate during 2022 for the purchase of new real estate investments.

The following is a summary of the investments at fair value as of December 31, 2024 and 2023, with comparative information as of December 31, 2022:

	2024	2023	2022
Short-term investments	\$ 48,142,027	45,606,534	52,586,177
Equity securities:			
Domestic	348,928,688	349,198,251	285,929,564
International	<u>23,527,077</u>	<u>38,413,609</u>	<u>34,990,852</u>
Total equity securities	<u>372,455,765</u>	<u>387,611,860</u>	<u>320,920,416</u>
Fixed income:			
U.S. Government and agencies	23,372,069	57,447,438	51,464,578
Corporate and other	43,747,958	46,282,965	52,290,946
Asset-backed securities	1,801,146	4,661,439	4,383,193
Mortgage-backed securities	2,491,077	1,633,635	2,532,703
Mutual funds	<u>—</u>	<u>8,215,261</u>	<u>51,907,443</u>
Total fixed income	<u>71,412,250</u>	<u>118,240,738</u>	<u>162,578,863</u>
Private equity funds	67,985,887	48,826,514	43,235,409
Real estate investments	<u>29,381,422</u>	<u>36,722,591</u>	<u>—</u>
Total	<u>\$ 589,377,351</u>	<u>637,008,237</u>	<u>579,320,865</u>

Contact Information

This financial report is designed to provide our families, supporters, investors and creditors with a general overview of the CLIF's finances and to demonstrate the CLIF's accountability. Additional information is also available on the CLIF's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
Collective Legal Investment Fund
c/o Board of City Trusts
1101 Market Street
Suite 2600
Philadelphia, PA 19107
215-568-0440

COLLECTIVE LEGAL INVESTMENT FUND

Statements of Fiduciary Net Position

December 31, 2024 and 2023

	2024	2023
Assets:		
Cash	\$ 946,474	2,271,978
Investment income receivable	1,418,517	1,736,475
Other receivables	40,063	1,444,635
Collateral received for securities on loan	41,600,746	84,624,759
Investments	<u>589,377,351</u>	<u>637,008,237</u>
Total assets	<u>633,383,151</u>	<u>727,086,084</u>
Liabilities:		
Accrued expenses	706,831	886,196
Due to participating trusts	946,530	2,272,025
Payable for securities on loan	<u>41,600,746</u>	<u>84,624,759</u>
Total liabilities	<u>43,254,107</u>	<u>87,782,980</u>
Net position held in trust	<u>\$ 590,129,044</u>	<u>639,303,104</u>

See accompanying notes to financial statements.

COLLECTIVE LEGAL INVESTMENT FUND

Statements of Changes in Fiduciary Net Position

Years ended December 31, 2024 and 2023

	2024	2023
Additions:		
Investment income:		
Interest	\$ 7,031,556	8,785,215
Dividends	5,013,383	6,488,463
Real estate and other income	1,325,008	1,682,644
Net appreciation of investments	<u>73,736,100</u>	<u>92,254,827</u>
Subtotal investment income	87,106,047	109,211,149
Investment management fees	<u>(6,071,867)</u>	<u>(6,597,854)</u>
Total investment income	81,034,180	102,613,295
Deposits to investment fund	<u>13,568,669</u>	<u>1,108,494</u>
Total additions	94,602,849	103,721,789
Deductions:		
Withdrawals from investment fund	<u>(143,776,909)</u>	<u>(44,794,158)</u>
Total deductions	<u>(143,776,909)</u>	<u>(44,794,158)</u>
Net (decrease) increase	(49,174,060)	58,927,631
Net position held in trust:		
Beginning of year	<u>639,303,104</u>	<u>580,375,473</u>
End of year	<u>\$ 590,129,044</u>	<u>639,303,104</u>

See accompanying notes to financial statements.

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

(1) Summary of Significant Accounting Policies

(a) Description of the Entity

The Collective Legal Investment Fund (the CLIF) was created by the Board of Directors of City Trusts (the Board) to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of the Estate of Stephen Girard, Deceased (Girard Estate), Wills Eye Institute, the three retirement plans of the Board, and 117 smaller trusts collectively referred to as the "Sundry Trusts." The financial statements of the CLIF are not intended to represent all assets, liabilities, and activities of the investor trusts, only their collective investments in securities through the CLIF and related income, expenses, gains, and losses.

(b) Basis of Accounting

The basic financial statements of the CLIF have been prepared in conformity with U.S. generally accepted accounting principles (GAAP) as prescribed by the Governmental Accounting Standards Board (GASB).

The CLIF is classified as an Investment Trust Fund. The basic fiduciary fund financial statements include a Statement of Fiduciary Net Position and a Statement of Changes in Fiduciary Net Position.

The CLIF uses the accrual basis of accounting where the measurement focus is on the flow of economic resources. Revenues are recognized in the period in which they are earned, and expenses are recognized in the period incurred.

(c) Cash

Cash consists of cash on hand and deposits.

All the CLIF's' deposits are insured by the Federal Deposit Insurance Corporation ("FDIC") (subject to the FDIC limit or \$250,000 per plan per member) and/or collateralized by securities held by a financial institution separate from the CLIF's depository financial institution. However, the CLIF's cash balances can exceed FDIC insured limits. As of December 31, 2024 and 2023, cash in the bank amounted to approximately \$1.3 and \$4.2 million, respectively, of which, approximately \$1.0 and \$4.0 million, respectively, was uninsured.

(d) Investments

Investments, including short-term, equity and fixed income securities as well as real estate investments are reported at fair value, as described in note 2. Purchases and sales of securities are reflected on the trade date. Dividend income is recorded on the ex-dividend date. Interest income is recorded as earned on the accrual basis.

Private equity funds are reported at fair value as estimated and reported by general partners and investment managers, based upon the underlying net asset value (NAV) of the fund or partnership as a practical expedient of fair value. Adjustments are required when the CLIF expects to sell the investment at a value other than NAV.

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

(e) Deposits to Investment Fund

From time to time, the CLIF will receive deposits from the Girard Estate, Wills Eye Institute, or from the Sundry Trusts.

(f) Withdrawals from Investment Fund

Units of the CLIF are generally purchased and sold based on the available cash and cash requirements of each of the participating investor trusts. Earnings from the CLIF are allocated to each participating investor trust on a monthly basis. Gains and losses from the sales of such units are determined on the last-in, first-out (LIFO) method. Withdrawals from the CLIF are used by the investor trusts for the purposes established by the creator of the trust. Expenditures by the investor trusts in fulfillment of trust purposes are not included in the financial statements of the CLIF.

(g) Income Taxes

Income earned by the CLIF is not subject to federal income tax.

(h) 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 disclosures of contingent assets and liabilities. Actual results could differ from those estimates.

(2) Fair Value Measurements

The CLIF categorizes its fair value measurements within the fair value hierarchy established by GAAP. Three levels of inputs may be used to measure fair value as follows:

- *Level 1:* Quoted or published prices in active markets for identical assets or liabilities. Level 1 assets include U.S. Treasury debt and equity securities, including exchange traded funds, international equity and fixed income mutual funds, that are traded in an active exchange market, as well as U.S. Treasury securities.
- *Level 2:* Observable inputs other than Level 1 prices such as quoted or published prices for similar assets and liabilities, quoted or published prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Level 2 assets include debt securities with quoted market prices that are traded less frequently than exchange-traded instruments. This category generally includes certain U.S. municipal and foreign government and agency asset and mortgage-backed debt securities and corporate debt securities.
- *Level 3:* Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities. Level 3 assets include real estate investments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

The inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, for disclosure purposes, the level in the fair value hierarchy within which the fair value measurement falls in its entirety is determined based on the lowest level input that is significant to the fair value measurement in its entirety. The types of investments held by the CLIF are described as follows:

(a) Short-term Investments

Short-term investments consist of cash equivalents and highly liquid investments, which are readily convertible to known amounts of cash and which have original maturities of three months or less when purchased.

(b) Equity Securities

Equity securities, exchange-traded funds and international equity mutual funds traded on a national securities exchange (or reported on the NASDAQ national market) are stated at the last reported sales price on the day of valuation. To the extent these securities are actively traded, or have a readily determinable fair value, they are categorized in Level 1 of the fair value hierarchy.

(c) Debt Securities

U.S. government and other debt securities are valued at the closing price reported in the active market in which the security is traded, if available, and categorized in Level 1 of the fair value hierarchy. If such information is not available, debt is valued based on yields currently available on comparable securities for issuers with similar credit ratings and characterized in Level 2 of the fair value hierarchy.

Listed asset-backed securities are valued based on quoted or published market prices from the active market in which the instrument is principally traded and are categorized in Level 1 of the fair value hierarchy.

If such quoted or published prices are not available, the fair value of the security is estimated based on models considering the estimated cash flows and expected yield. Such investments are categorized as Level 2 based on the extent inputs are observable and timely.

(d) Real Estate Investments

The CLIF is a limited partner in investments that own diversified real estate assets. The CLIF has no authority to operate or govern the assets of these limited partnerships, it is not the guarantor of any debt obligations, and does not have an ongoing financial responsibility. The CLIF is entitled to preferred cumulative dividends and/or operational cash flow from net operating income. Real estate investments are reported at fair value and considered Level 3 investments in the fair value hierarchy table.

(e) Private Equity Funds

NAVs provided by limited partnership investees are based on audit financial statements, estimates, appraisals, assumptions, and methods that are reviewed by CLIF management. The CLIF estimates the fair value of its limited partnership investments using the NAV per share as reported by the investee as a practical expedient. Private equity funds, which are measured at NAV per share as a practical expedient to fair value, have not been categorized in the fair value hierarchy table below. The amounts presented in the table for these investments are intended to permit reconciliation of the fair value hierarchy table to the investment amounts presented in the financial statements.

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

As of December 31, 2024 and 2023, private equity investments consisted of the following:

Investment type	2024		Redemption frequency
	NAV	Unfunded commitments	
Energy	\$ 13,037,027	2,738,646	Not applicable
Small company buyouts	24,743,410	7,559,329	Not applicable
Distressed securities	10,230,156	22,987,604	Not applicable
Secondary markets	13,679,943	12,780,834	Not applicable
Private debt	<u>6,295,351</u>	<u>2,506,772</u>	Not applicable
	<u><u>\$ 67,985,887</u></u>	<u><u>48,573,185</u></u>	

Investment type	2023		Redemption frequency
	NAV	Unfunded commitments	
Energy	\$ 14,769,412	2,992,621	Not applicable
Small company buyouts	10,606,625	2,040,300	Not applicable
Distressed securities	7,417,028	24,764,989	Not applicable
Secondary markets	9,872,295	14,327,721	Not applicable
Private debt	<u>6,161,154</u>	<u>2,593,019</u>	Not applicable
	<u><u>\$ 48,826,514</u></u>	<u><u>46,718,650</u></u>	

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

The following table presents the investments in securities measured at fair value on a recurring basis as of December 31, 2024 (in thousands):

	\$	Fair value measurements at December 31, 2024 using		
		Total	Level 1	Level 2
Short-term investments	\$ 48,142	48,142	—	—
Equity securities:				
U.S. common stocks:				
Industrials	40,044	40,044	—	—
Consumer discretionary	32,655	32,655	—	—
Consumer staples	10,662	10,662	—	—
Energy	16,447	16,447	—	—
Financial	43,754	43,754	—	—
Materials	8,976	8,976	—	—
Information technology	86,560	86,560	—	—
Real Estate	7,505	7,505	—	—
Utilities	6,392	6,392	—	—
Healthcare	34,673	34,673	—	—
Telecommunications and other	<u>27,429</u>	<u>27,429</u>	—	—
Total U.S. common stocks	315,097	315,097	—	—
Exchange-traded funds	33,832	33,832	—	—
International equity mutual funds	<u>23,527</u>	<u>23,527</u>	—	—
Total equity securities	<u>372,456</u>	<u>372,456</u>	—	—
Fixed income:				
U.S. Treasury bonds and notes	23,372	23,372	—	—
Other:				
Municipal bonds	7,215	—	7,215	—
U.S. corporate and other bonds	36,533	—	36,533	—
Asset-backed securities	1,801	—	1,801	—
Mortgage-backed securities	<u>2,491</u>	—	<u>2,491</u>	—
Total fixed income	<u>71,412</u>	<u>23,372</u>	<u>48,040</u>	—
Real estate investments	<u>29,381</u>	—	—	<u>29,381</u>
Subtotal	<u>521,391</u>	<u>443,970</u>	<u>48,040</u>	<u>29,381</u>
Private equity funds (NAV)	<u>67,986</u>			
Total	<u><u>\$ 589,377</u></u>			

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

The following table presents the investments in securities measured at fair value on a recurring basis as of December 31, 2023 (in thousands):

	\$	Fair value measurements at December 31, 2023 using		
		Total	Level 1	Level 2
Short-term investments	\$ 45,607	45,607	—	—
Equity securities:				
U.S. common stocks:				
Industrials	44,213	44,213	—	—
Consumer discretionary	31,155	31,155	—	—
Consumer staples	14,477	14,477	—	—
Energy	17,843	17,843	—	—
Financial	41,359	41,359	—	—
Materials	10,049	10,049	—	—
Information technology	63,417	63,417	—	—
Real Estate	8,282	8,282	—	—
Utilities	6,420	6,420	—	—
Healthcare	39,167	39,167	—	—
Telecommunications and other	24,049	24,049	—	—
	Total U.S. common stocks	300,431	300,431	—
Exchange-traded funds	48,767	48,767	—	—
International equity mutual funds	38,414	38,414	—	—
	Total equity securities	387,612	387,612	—
Fixed income:				
U.S. Treasury bonds and notes	47,133	47,133	—	—
Other:				
Municipal bonds	10,314	—	10,314	—
Debt securities issued by foreign governments	54	—	54	—
U.S. corporate and other bonds	46,229		46,229	—
Asset-backed securities	4,661	—	4,661	—
Mortgage-backed securities	1,634	—	1,634	—
Mutual funds	8,215	8,215	—	—
	Total fixed income	118,240	55,348	62,892
Real estate investments	36,723	—	—	36,723
Subtotal	588,182	488,567	62,892	36,723
Private equity funds (NAV)	48,826			
	Total	\$ 637,008		

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

(3) Investment Risks

The CLIF employs an independent investment consultant as an investment advisor. The CLIF utilizes several investment managers to manage the debt and equity portfolios. The managers are regularly reviewed, with regard to both their investment performance and their adherence to investment guidelines. The CLIF does not possess an investment risk policy, nor does it actively manage assets to specified risk targets. Rather, investment risk management is an inherent function of the asset allocation process. Assets are diversified over a broad range of asset classes and encompass multiple investment strategies aimed at limiting concentration risk. The following describes the CLIF's various investment risks:

(a) Credit Risk

The risk that an issuer or other counterparty to an investment will not fulfill its obligations. The credit risk of a debt instrument is measured by nationally recognized statistical rating agencies such as Moody's Investors Services (Moody's), Standard and Poor's (S&P), and Fitch Ratings (Fitch). The following table discloses the aggregate fair value of fixed income investment holdings exposed to credit risk, excluding fixed income mutual funds as they are not rated, by the least favorable credit rating as of December 31, 2024 and 2023 by debt category (in thousands):

	2024						
	Aaa	Aa	A	Baa	Ba-B3	Unrated	Total
Municipal bonds	\$ 899	4,865	1,136	—	—	315	7,215
U.S. corporate and other bonds	185	1,485	7,728	5,561	20,099	1,475	36,533
Asset-backed securities	1,505	—	96	—	—	200	1,801
Mortgage-backed securities	1,766	193	—	—	—	532	2,491
Total	\$ 4,355	6,543	8,960	5,561	20,099	2,522	48,040
Percent of portfolio	0.7%	1.1%	1.5%	0.9%	3.4%	0.4%	8.2%

	2023						
	Aaa	Aa	A	Baa	Ba-B3	Unrated	Total
Municipal bonds	\$ 1,255	7,218	1,841	—	—	—	10,314
Debt securities issued by foreign governments	54	—	—	—	—	—	54
U.S. corporate and other bonds	477	2,651	15,026	6,327	21,108	640	46,229
Asset-backed securities	3,373	540	100	22	—	626	4,661
Mortgage-backed securities	1,413	221	—	—	—	—	1,634
Total	\$ 6,572	10,630	16,967	6,349	21,108	1,266	62,892
Percent of portfolio	1.0%	1.7%	2.7%	1.0%	3.3%	0.2%	9.9%

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

(b) Custodial Credit Risk

The risk that in the event of a failure of the counterparty or depository financial institution, the CLIF will not be able to recover the value of its investment or collateral securities that are in the possession of an outside party. Investment securities are exposed to custodial credit risk if the securities are not registered in the name of the CLIF and are held by either the counterparty or the counterparty's trust department or agent but not in the name of the CLIF.

Consistent with the CLIF's investment policy, the investments are held by the CLIF's custodian and registered in the name of the CLIF.

(c) Interest Rate Risk

The risk that the value of debt securities will be affected by fluctuations in market interest rates. Although there is no formal interest rate risk management policy, the duration of the portfolio, relative to the duration of the portfolio's benchmark, is monitored by the CLIF. The lengths of investment maturities (in years) of the investments, as shown by the percent of the rated portfolio at December 31, 2024 and 2023 follow (in thousands):

Investment type	Fair value	2024			
		Investment maturities (in years)			
		Less than 1 Year	1 – 5 years	6 – 10 years	More than 10 years
U.S. Treasury bonds and notes	\$ 23,372	—	5,037	4,472	13,863
Municipal bonds	7,215	30	—	2,197	4,988
Debt securities issued by foreign governments	—	—	—	—	—
U.S. corporate and other bonds	36,533	629	21,262	11,033	3,609
Asset backed securities	1,801	—	1,801	—	—
Mortgage-backed securities	2,491	—	—	—	2,491
Total	\$ 71,412	659	28,100	17,702	24,951
Percent of portfolio		12.1%	0.1%	4.8%	3.0%
					4.2%

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

Investment type	2023				
	Investment maturities (in years)				
	Fair value	Less than 1 Year	1 – 5 years	6 – 10 years	More than 10 years
U.S. Treasury bonds and notes	\$ 47,133	2,519	15,340	8,707	20,567
Municipal bonds	10,314	—	584	2,569	7,161
Debt securities issued by foreign governments	54	—	54	—	—
U.S. corporate and other bonds	46,229	652	23,642	16,925	5,010
Asset backed securities	4,661	—	3,136	200	1,325
Mortgage-backed securities	1,634	—	—	—	1,634
Mutual funds	8,215	8,215	—	—	—
Total	\$ <u>118,240</u>	<u>11,386</u>	<u>42,756</u>	<u>28,401</u>	<u>35,697</u>
Percent of portfolio	18.6 %	1.8 %	6.7 %	4.5 %	5.6 %

(d) Foreign Currency Risk

The risk that changes in the exchange rates will adversely impact the fair value of an investment. Currency risk is present in underlying portfolios that invest in foreign bonds. In general, currency exposure is viewed as a benefit for its diversification reasons and not as an inherent risk within the portfolio. Foreign currency exposures of the investments as of December 31, 2024 and 2023 follow (in thousands):

Trade currency	2024	2023
Philippines PHP	\$ —	54

(e) Concentration Risk

No investment in any individual company may represent more than 5% of the CLIF's total fiduciary net position or 5% of the company's total outstanding shares. Exclusions apply for obligations of the United States, or those for which the faith of the United States is pledged to provide payment of the interest and principal.

(4) Securities on Loan

The CLIF participates in a securities lending program as a means to generate incremental income. Through this program, the CLIF may lend its securities to qualified borrowers, through its lending agent, that meet certain guidelines established by the Board. All borrowings are initially secured by collateral in an amount equal to at least 102% of the fair value of the securities loaned and are marked to market daily. Each business day, the amount of collateral is adjusted based on the prior day's closing fair value.

COLLECTIVE LEGAL INVESTMENT FUND

Notes to Financial Statements

December 31, 2024 and 2023

The collateral is primarily invested in cash and cash equivalents. Income from lending activity is determined by the amount of interest earned on the invested collateral, a portion of which is allocated to the lending agent. The CLIF is also entitled to receive interest and dividends from securities on loan.

As of December 31, 2024 and 2023, the CLIF credit risk exposure to borrowers was limited because the amounts owed to the borrowers exceeded the amounts the borrowers owed back to the CLIF. The contracts with the CLIF's Securities Lending Agent (the "Agent") require the Agent to indemnify the CLIF. In the situation when a borrower goes into default, the Agent will liquidate the collateral to purchase replacement securities. Any shortfall before the replacement securities cost and the collateral value is covered by the Agent.

Cash received as collateral on securities lending transactions and investments made with that cash are reported as assets. Securities received as collateral are also reported as assets if the entity has the ability to pledge or sell them without a borrower default. Accordingly, the CLIF recorded the investments purchased with the cash collateral as collateral from securities lending with a corresponding liability for securities lending. As of December 31, 2024 and 2023, the CLIF had loaned out certain securities, returnable on demand, with a fair value of approximately \$40.7 million and \$82.8 million respectively to several financial institutions that have deposited collateral with respect to such securities with a fair value of approximately \$41.6 million and \$84.6 million, respectively. As of December 31, 2024 and 2023 this collateral was held in cash and cash equivalents. All income for securities on loan is included with investment income in the statements of changes in fiduciary net position.



**BOARD OF DIRECTORS OF CITY TRUSTS
COLLECTIVE LEGAL INVESTMENT FUND**

Sundry Trusts Supplementary Information

December 31, 2024

(With Independent Auditors' Report Thereon)

**BOARD OF DIRECTORS OF CITY TRUSTS
COLLECTIVE LEGAL INVESTMENT FUND**

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COLLECTIVE LEGAL INVESTMENT FUND**

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KPMG LLP
Suite 4000
1735 Market Street
Philadelphia, PA 19103-7501

Independent Auditors' Report on Supplementary Information

The Members of the Board
The Board of Directors of City Trusts:

We have audited the financial statements of the Collective Legal Investment Fund of the Board of Directors of City Trusts (CLIF) as of and for the year ended December 31, 2024, and the related notes to the financial statements, which collectively comprise the CLIF's basic financial statements for the year then ended, and have issued our report thereon dated September 30, 2025, which contained an unmodified opinion on those basic financial statements. Our audit was performed for the purpose of forming an opinion on the basic financial statements as a whole. The supplementary schedules of statements of fiduciary net position and changes in fiduciary net position (Sundry Trusts) are presented for the purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the basic financial statements as a whole.

KPMG LLP

Philadelphia, Pennsylvania
September 30, 2025

DAVID J. ABRAMS FUND
 Created 1967
 By Bequest for the Use of Girard College
 Statement of Changes in Fiduciary Net Position
 Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 2,094,376
Additions:	
Investment income (loss):	
Income from invested funds	35,714
Net realized gain on sale of units	75,913
Unrealized appreciation in fair value of units	<u>165,928</u>
Total investment income (loss)	<u>277,555</u>
Total additions	<u>277,555</u>
Deductions:	
Administrative expenses	1,720
Withdrawals on behalf of Girard College	<u>99,800</u>
Total deductions	<u>101,520</u>
Change in net position	<u>176,035</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 2,270,411</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 56
Investment income receivable	3,106
13,807 units of Collective Legal Investment Fund	2,268,228
Accrued expenses	<u>(979)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 2,270,411</u></u>

See accompanying independent auditors' report.

RICHARD C. ANDERSON FUND

Created 1980

To be held in trust and the net income distributed annually to the athlete graduating from Girard College with the best academic record in their senior year.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 18,795
Additions:	
Investment income (loss):	
Income from invested funds	320
Net realized gain on sale of units	589
Unrealized appreciation in fair value of units	<u>1,607</u>
Total investment income (loss)	<u>2,516</u>
Total additions	<u>2,516</u>
Deductions:	
Administrative expenses	15
Awards	<u>900</u>
Total deductions	<u>915</u>
Change in net position	<u>1,601</u>
Net Position Held in Trust, December 31, 2024	\$ <u>20,396</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 169
Investment income receivable	28
123 units of Collective Legal Investment Fund	20,207
Accrued expenses	<u>(8)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>20,396</u>

See accompanying independent auditors' report.

ANN ARMITT FUND

Created 1797

"To the Overseers of the poor or the Managers of the Bettering House"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 7,148
Additions:	
Investment income (loss):	
Income from invested funds	122
Net realized gain on sale of units	22
Unrealized appreciation in fair value of units	818
Total investment income (loss)	962
Total additions	962
Deductions:	
Administrative expenses	6
Fuel office expenses	16
Cost of fuel distributed to those in need	300
Total deductions	322
Change in net position	640
Net Position Held in Trust, December 31, 2024	\$ 7,788

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 59
Investment income receivable	11
47 units of Collective Legal Investment Fund	7,721
Accrued expenses	(3)
Net Position Held in Trust, December 31, 2024	\$ 7,788

See accompanying independent auditors' report.

SAMUEL H. ASHBRIDGE FUND

Created 1948

"The net income when, and as often as, same is sufficient in amount shall be used for the support and maintenance, without charge, cost or expense to them, in appropriate homes, public or private, in the City of Philadelphia or its immediate suburbs, of indigent and worthy widows and single women, irrespective of race, creed or religion, of not less than fifty years of age, whose circumstances and necessities compel them to seek shelter and maintenance."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 309,625
Additions:	
Investment income (loss):	
Income from invested funds	5,415
Unrealized appreciation in fair value of units	<u>36,872</u>
Total investment income (loss)	<u>42,287</u>
Total additions	<u>42,287</u>
Deductions:	
Administrative expenses	259
Support and maintenance of indigent widows and single women	<u>4,380</u>
Total deductions	<u>4,639</u>
Change in net position	<u>37,648</u>
Net Position Held in Trust, December 31, 2024	\$ <u>347,273</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 632
Investment income receivable	481
2,108 units of Collective Legal Investment Fund	346,304
Accrued expenses	<u>(144)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>347,273</u>

See accompanying independent auditors' report.

HELEN CHEYNEY BAILEY SCHOLARSHIP FUND

Created 1966

"To provide scholarships for graduates of Philadelphia High School for Girls"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 100,973
Additions:	
Investment income (loss):	
Income from invested funds	1,764
Unrealized appreciation in fair value of units	11,975
Total investment income (loss)	13,739
Total additions	13,739
Deductions:	
Administrative expenses	81
Total deductions	81
Change in net position	13,658
Net Position Held in Trust, December 31, 2024	\$ 114,631

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 180
Investment income receivable	156
696 units of Collective Legal Investment Fund	114,340
Accrued expenses	(45)
Net Position Held in Trust, December 31, 2024	\$ 114,631

See accompanying independent auditors' report.

DANIEL BAUGH MEDAL FUND

Created 1915

By Decree of Court, dated August 24, 1942, the net income is paid to the Firemen's Pension Fund of the City of Philadelphia for the benefit of its members.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 7,897
Additions:	
Investment income (loss):	
Income from invested funds	135
Net realized gain on sale of units	151
Unrealized appreciation in fair value of units	<u>770</u>
Total investment income (loss)	<u>1,056</u>
Total additions	<u>1,056</u>
Deductions:	
Administrative expenses	<u>7</u>
Total deductions	<u>7</u>
Change in net position	<u>1,049</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 8,946</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 67
Investment income receivable	12
54 units of Collective Legal Investment Fund	8,871
Accrued expenses	<u>(4)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 8,946</u></u>

See accompanying independent auditors' report.

PAUL BECK FUEL FUND

Created 1844

Income "to purchase fuel for the use and benefit of the Outdoor poor, residing within the Corporate Limits of said City"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 76,306
Additions:	
Investment income (loss):	
Income from invested funds	1,306
Net realized gain on sale of units	370
Unrealized appreciation in fair value of units	<u>8,539</u>
Total investment income (loss)	<u>10,215</u>
Total additions	<u>10,215</u>
Deductions:	
Administrative expenses	62
Fuel office expenses	171
Cost of fuel distributed to those in need	<u>3,400</u>
Total deductions	<u>3,633</u>
Change in net position	<u>6,582</u>
Net Position Held in Trust, December 31, 2024	\$ <u>82,888</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 173
Investment income receivable	116
503 units of Collective Legal Investment Fund	82,633
Accrued expenses	<u>(34)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>82,888</u>

See accompanying independent auditors' report.

PAUL BECK SOUP FUND

Created 1844

Income to be paid "to such Soup Societies established in the (old) City of Philadelphia to aid such Societies in their humane endeavors to supply the poor with soup"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 19,671
Additions:	
Investment income (loss):	
Income from invested funds	343
Real estate income	100
Unrealized appreciation in fair value of units	<u>2,322</u>
Total investment income (loss)	<u>2,765</u>
Total additions	<u>2,765</u>
Deductions:	
Administrative expenses	<u>17</u>
Total deductions	<u>17</u>
Change in net position	<u>2,748</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 22,419</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 55
Investment income receivable	31
136 units of Collective Legal Investment Fund	22,342
Accrued expenses	<u>(9)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 22,419</u>

See accompanying independent auditors' report.

RUDOLPH BLANKENBURG PENSION FUND

Created 1909

"To divide the interest derived there from annually in three equal parts and pay one-third each to the Police Pension Fund, Firemen's Pension Fund and Teachers' Annuity Fund." By Court adjudication, the Simon Gratz Teachers' Fund was substituted for the Teachers' Annuity Fund, which Fund went out of existence in 1960.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 98,528
Additions:	
Investment income (loss):	
Income from invested funds	1,777
Net realized gain on sale of units	2,629
Unrealized appreciation in fair value of units	9,566
Total investment income (loss)	<u>13,972</u>
Total additions	<u>13,972</u>
Deductions:	
Administrative expenses	84
Total deductions	<u>84</u>
Change in net position	<u>13,888</u>
Net Position Held in Trust, December 31, 2024	\$ <u>112,416</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 102
Investment income receivable	155
683 units of Collective Legal Investment Fund	112,204
Accrued expenses	(45)
Net Position Held in Trust, December 31, 2024	\$ <u>112,416</u>

See accompanying independent auditors' report.

ELIAS BOUDINOT FUND

Created 1821

Income "for supplying the poor inhabitants of the City...at a price during winter Season not in any case exceeding the moderate average price of Wood during the preceding summer...with fuel"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 2,435,440
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Additions:

Investment income (loss):	
Income from invested funds	42,672
Net realized gain on sale of units	60,337
Unrealized appreciation in fair value of units	<u>232,019</u>
Total investment income (loss)	<u>335,028</u>
Total additions	<u>335,028</u>

Deductions:

Administrative expenses	2,032
Fuel office expenses	5,614
Cost of fuel distributed to those in need	<u>79,747</u>
Total deductions	<u>87,393</u>
Change in net position	<u>247,635</u>

Net Position Held in Trust, December 31, 2024	\$ 2,683,075
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Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 34,510
Investment income receivable	3,790
16,123 units of Collective Legal Investment Fund	2,648,703
Accrued expenses	<u>(3,928)</u>
Net Position Held in Trust, December 31, 2024	\$ 2,683,075

See accompanying independent auditors' report.

HARRY BROCKLEHURST FUND

Created 1926

“To be applied for the use and benefit of former students of Girard College”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 294,670
Additions:	
Investment income (loss):	
Income from invested funds	5,155
Unrealized appreciation in fair value of units	<u>35,108</u>
Total investment income (loss)	<u>40,263</u>
Total additions	<u>40,263</u>
Deductions:	
Administrative expenses	246
Scholarship awards	<u>4,950</u>
Total deductions	<u>5,196</u>
Change in net position	<u>35,067</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 329,737</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 31
Investment income receivable	458
2,005 units of Collective Legal Investment Fund	329,383
Accrued expenses	<u>(135)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 329,737</u>

See accompanying independent auditors' report.

MAJOR CHARLES BROWN SCHOLARSHIP FUND

Created 1976

Income to aid and assist the further development and education of graduates of Girard College

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 544,865
Additions:	
Investment income (loss):	
Income from invested funds	9,598
Other income	4,050
Unrealized appreciation in fair value of units	<u>65,324</u>
Total investment income (loss)	<u>78,972</u>
Total additions	<u>78,972</u>
Deductions:	
Administrative expenses	457
Scholarship awards	<u>7,950</u>
Total deductions	<u>8,407</u>
Change in net position	<u>70,565</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 615,430</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 89
Investment income receivable	852
3,742 units of Collective Legal Investment Fund	614,740
Accrued expenses	<u>(251)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 615,430</u>

See accompanying independent auditors' report.

JOSEPH W. CALHOUN FUND

Created 1979

To be "used in helping the poor"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 42,448
Additions:	
Investment income (loss):	
Income from invested funds	722
Net realized gain on sale of units	28
Unrealized appreciation in fair value of units	4,887
Total investment income (loss)	5,637
Total additions	5,637
Deductions:	
Administrative expenses	34
Fuel office expenses	94
Cost of fuel distributed to those in need	1,900
Total deductions	2,028
Change in net position	3,609
Net Position Held in Trust, December 31, 2024	\$ 46,057

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 177
Investment income receivable	64
279 units of Collective Legal Investment Fund	45,834
Accrued expenses	(18)
Net Position Held in Trust, December 31, 2024	\$ 46,057

See accompanying independent auditors' report.

WILLIAM CARTER FUND

Created 1739

Income "to and for ye use and service of ye alms houses belonging to ye said City (Philadelphia), and for ye relief of ye poor people in the same forever"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 12,695
Additions:	
Investment income (loss):	
Income from invested funds	218
Net realized gain on sale of units	178
Unrealized appreciation in fair value of units	<u>1,314</u>
Total investment income (loss)	<u>1,710</u>
Total additions	<u>1,710</u>
Deductions:	
Administrative expenses	10
Fuel office expenses	28
Cost of fuel distributed to those in need	<u>600</u>
Total deductions	<u>638</u>
Change in net position	<u>1,072</u>
Net Position Held in Trust, December 31, 2024	\$ <u>13,767</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 118
Investment income receivable	19
83 units of Collective Legal Investment Fund	13,635
Accrued expenses	<u>(5)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>13,767</u>

See accompanying independent auditors' report.

MARGARET E. CAVANAUGH FUND

Created 1926

For the purchase of delicacies for the patients in the Philadelphia Nursing Home (successor to Philadelphia General Hospital) suffering from cancer and for no other purpose

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 17,599
Additions:	
Investment income (loss):	
Income from invested funds	307
Unrealized appreciation in fair value of units	2,080
Total investment income (loss)	2,387
Total additions	2,387
Deductions:	
Administrative expenses	14
Total deductions	14
Change in net position	2,373
Net Position Held in Trust, December 31, 2024	\$ 19,972

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 74
Investment income receivable	27
121 units of Collective Legal Investment Fund	19,878
Accrued expenses	(7)
Net Position Held in Trust, December 31, 2024	\$ 19,972

See accompanying independent auditors' report.

PAT AND RITA CERMELE FUND

Created 2003

Established in memory of the parents of Dominic M. Cermele, Girard College Class of 1959, to fund an annual Girard College Employee Distinguished Service Award. The first award was presented in 1999. The Fund was formally transferred to the Board of Directors of City Trusts in 2004.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 54,705
Additions:	
Investment income (loss):	
Income from invested funds	940
Net realized gain on sale of units	1,199
Unrealized appreciation in fair value of units	<u>5,264</u>
Total investment income (loss)	<u>7,403</u>
Total additions	<u>7,403</u>
Deductions:	
Administrative expenses	45
Girard College Distinguished Service Award	<u>2,600</u>
Total deductions	<u>2,645</u>
Change in net position	<u>4,758</u>
Net Position Held in Trust, December 31, 2024	\$ <u>59,463</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 101
Investment income receivable	82
361 units of Collective Legal Investment Fund	59,305
Accrued expenses	<u>(25)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>59,463</u>

See accompanying independent auditors' report.

ANDREW R. CHAMBERS FUND

Created 1871

Income to be paid "to the various 'Soup Societies' of the City of Philadelphia every year so long as the said Societies shall continue their charities to the poor"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 15,809
Additions:	
Investment income (loss):	
Income from invested funds	275
Unrealized appreciation in fair value of units	1,866
Total investment income (loss)	2,141
Total additions	2,141
Deductions:	
Administrative expenses	13
Total deductions	13
Change in net position	2,128
Net Position Held in Trust, December 31, 2024	\$ 17,937

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 49
Investment income receivable	24
110 units of Collective Legal Investment Fund	18,071
Accrued expenses	(207)
Net Position Held in Trust, December 31, 2024	\$ 17,937

See accompanying independent auditors' report.

CITY FUEL FUND

Created 1793–1809

Consists of the following five funds consolidated:

The Freemason's Fund	1793
Mr. Rickett's Donation	1793–1796
The Mayor's Court Fund	1796–1809
Elizabeth Karpatick Legacy	1801
John Bleakley Legacy	1802

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 56,331
Additions:	
Investment income (loss):	
Income from invested funds	968
Net realized gain on sale of units	371
Unrealized appreciation in fair value of units	<u>6,240</u>
Total investment income (loss)	<u>7,579</u>
Total additions	<u>7,579</u>
Deductions:	
Administrative expenses	46
Fuel office expenses	126
Cost of fuel distributed to those in need	<u>2,500</u>
Total deductions	<u>2,672</u>
Change in net position	<u>4,907</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 61,238</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 64
Investment income receivable	86
372 units of Collective Legal Investment Fund	61,113
Accrued expenses	<u>(25)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 61,238</u></u>

See accompanying independent auditors' report.

JAMES CLAYPOOLE FUND

Created 1769

"For the Benefit and relief of the poor of the said City of Philadelphia."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 9,365
Additions:	
Investment income (loss):	
Income from invested funds	161
Net realized gain on sale of units	307
Unrealized appreciation in fair value of units	800
Total investment income (loss)	1,268
Total additions	1,268
Deductions:	
Administrative expenses	8
Fuel office expenses	21
Cost of fuel distributed to those in need	400
Total deductions	429
Change in net position	839
Net Position Held in Trust, December 31, 2024	\$ 10,204

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 173
Investment income receivable	14
61 units of Collective Legal Investment Fund	10,021
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ 10,204

See accompanying independent auditors' report.

E. NEWBOLD COOPER MEMORIAL FUND

Created 1960

Established by the Elementary School Club of Girard College to provide an annual award to be presented to the student of the highest grade of the elementary school adjudged as having an outstanding record for the year based on scholarship, deportment, citizenship and extracurricular activities.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 14,346
Additions:	
Investment income (loss):	
Income from invested funds	244
Net realized gain on sale of units	554
Unrealized appreciation in fair value of units	<u>1,128</u>
Total investment income (loss)	<u>1,926</u>
Total additions	<u>1,926</u>
Deductions:	
Administrative expenses	12
Awards	<u>700</u>
Total deductions	<u>712</u>
Change in net position	<u>1,214</u>
Net Position Held in Trust, December 31, 2024	\$ <u>15,560</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 103
Investment income receivable	21
94 units of Collective Legal Investment Fund	15,442
Accrued expenses	<u>(6)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>15,560</u>

See accompanying independent auditors' report.

SOPHIE E. F. COPE FUND

Created 1974

To help provide scholarship funds to send graduates of Philadelphia High Schools to College

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 163,925
Additions:	
Investment income (loss):	
Income from invested funds	2,776
Unrealized appreciation in fair value of units	18,698
Total investment income (loss)	21,474
Total additions	21,474
Deductions:	
Administrative expenses	133
Total deductions	133
Change in net position	21,341
Net Position Held in Trust, December 31, 2024	\$ 185,266

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 127
Investment income receivable	246
1,135 units of Collective Legal Investment Fund	186,459
Accrued expenses	(1,566)
Net Position Held in Trust, December 31, 2024	\$ 185,266

See accompanying independent auditors' report.

CHARLES HENRY AND CHARLOTTE WILKINSON DADING SCHOLARSHIP FUND

Created 1983

Income to be expended in assisting worthy graduates of Girard College by payment of their living expenses in further pursuit of advanced courses of learning at universities or colleges.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 474,697
Additions:	
Investment income (loss):	
Income from invested funds	8,384
Net realized gain on sale of units	1,492
Unrealized appreciation in fair value of units	<u>55,663</u>
Total investment income (loss)	<u>65,539</u>
Total additions	<u>65,539</u>
Deductions:	
Administrative expenses	404
Scholarship awards	<u>10,550</u>
Total deductions	<u>10,954</u>
Change in net position	<u>54,585</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 529,282</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 96
Investment income receivable	745
3,246 units of Collective Legal Investment Fund	533,256
Accrued expenses	<u>(4,815)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 529,282</u>

See accompanying independent auditors' report.

HORACE DEAL FUND

Created 1951

Income to be distributed equally between the two awards:

George O. Frey Memorial Award:

To a member of Girard College Band who most typifies the spirit of Girard College, is proficient in their instrument, shows the greatest progress in music during the year, and is respected by the other students in the College. Prize to be awarded upon the recommendation of the President of Girard College and the Instructor of the Band.

James M. Hamilton Award:

To a member of the Junior High School who has made a consistently worthwhile contribution to the well-being of the Girard College community (this is in lieu of an award to a Battalion member, the Battalion having been discontinued).

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 10,659
Additions:	
Investment income (loss):	
Income from invested funds	383
Net realized gain on sale of units	172
Unrealized appreciation in fair value of units	1,086
Total investment income (loss)	1,641
Total additions	1,641
Deductions:	
Administrative expenses	9
Awards	500
Total deductions	509
Change in net position	1,132
Net Position Held in Trust, December 31, 2024	\$ 11,791

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 280
Investment income receivable	16
70 units of Collective Legal Investment Fund	11,500
Accrued expenses	(5)
Net Position Held in Trust, December 31, 2024	\$ 11,791

See accompanying independent auditors' report.

DELAWARE AVENUE FUND

Created 1831

Fund for the improvement of the Delaware front of the City, removal of wooden buildings, etc., created under the will of Stephen Girard.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 11,888,123
Additions:	
Investment income (loss):	
Income from invested funds	207,349
Net realized gain on sale of units	16,261
Unrealized appreciation in fair value of units	<u>1,397,952</u>
Total investment income (loss)	<u>1,621,562</u>
Total additions	<u>1,621,562</u>
Deductions:	
Administrative expenses	8,278
Withdrawal for:	
Historic Philadelphia, Inc.	125,000
The Independence Historical Trust	<u>125,000</u>
Total deductions	<u>258,278</u>
Change in net position	<u>1,363,284</u>
Net Position Held in Trust, December 31, 2024	\$ <u>13,251,407</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 54
Investment income receivable	18,340
80,585 units of Collective Legal Investment Fund	13,238,584
Accrued expenses	<u>(5,571)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>13,251,407</u>

See accompanying independent auditors' report.

RUTH DENE AWARD FUND

Created 1931

"Income from \$500 to be presented annually at the mid-year Commencement of the Philadelphia High School for Girls, to a student of the graduating class who, in the judgment of the Principal and the Award Committee, shall have shown marked growth in character during her high school years." By Court adjudication, award is to be made at the June Commencement, the midyear Commencement being discontinued in the public schools.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 4,090
Additions:	
Investment income (loss):	
Income from invested funds	168
Net realized loss on sale of units	150
Unrealized appreciation in fair value of units	<u>317</u>
Total investment income (loss)	<u>635</u>
Total additions	<u>635</u>
Deductions:	
Administrative expenses	3
Prize	<u>200</u>
Total deductions	<u>203</u>
Change in net position	<u>432</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 4,522</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 83
Investment income receivable	5
27 units of Collective Legal Investment Fund	4,436
Accrued expenses	<u>(2)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 4,522</u></u>

See accompanying independent auditors' report.

DIRECTORS AND OFFICERS FIDUCIARY LIABILITY FUND

Created 1977

Created by the Board of Directors of City Trusts to self-insure, for fiduciary liability risks, the directors and officers of the Board of Directors of City Trusts

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 8,371,160
Additions:	
Investment income (loss):	
Income from invested funds	144,226
Net realized gain on sale of units	460,855
Unrealized appreciation in fair value of units	<u>534,807</u>
Total investment income (loss)	<u>1,139,888</u>
Total additions	<u>1,139,888</u>
Deductions:	
Administrative expenses	6,952
Insurance premiums	<u>256,513</u>
Total deductions	<u>263,465</u>
Change in net position	<u>876,423</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 9,247,583</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 42
Investment income receivable	416,402
53,780 units of Collective Legal Investment Fund	8,835,032
Accrued expenses	<u>(3,893)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 9,247,583</u>

See accompanying independent auditors' report.

HANNAH MATILDA DODD FUND

Created 1872

Income "to procure gold and silver medals to be presented to the most distinguished graduates of the Girls High School, with their name and year of graduating engraved thereon."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 22,230
Additions:	
Investment income (loss):	
Income from invested funds	386
Net realized gain on sale of units	1,100
Unrealized appreciation in fair value of units	<u>1,557</u>
Total investment income (loss)	<u>3,043</u>
Total additions	<u>3,043</u>
Deductions:	
Administrative expenses	<u>1,699</u>
Total deductions	<u>1,699</u>
Change in net position	<u>1,344</u>
Net Position Held in Trust, December 31, 2024	\$ <u>23,574</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 57
Investment income receivable	34
143 units of Collective Legal Investment Fund	23,492
Accrued expenses	<u>(9)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>23,574</u>

See accompanying independent auditors' report.

**MICHAEL F. DOYLE FUND
(PENN TREATY PARK)**

Created 1961

"To reconstruct and re-establish Penn Treaty Park"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 38,406
Additions:	
Investment income (loss):	
Income from invested funds	670
Unrealized appreciation in fair value of units	<u>4,546</u>
Total investment income (loss)	<u>5,216</u>
Total additions	<u>5,216</u>
Deductions:	
Administrative expenses	<u>33</u>
Total deductions	<u>33</u>
Change in net position	<u>5,183</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 43,589</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 178
Investment income receivable	59
264 units of Collective Legal Investment Fund	43,370
Accrued expenses	<u>(18)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 43,589</u>

See accompanying independent auditors' report.

JAMES DUTTON FUND

Created 1813

Income to be expended "in the purchase of Food, Clothing and Firewood Fuel"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 50,647
Additions:	
Investment income (loss):	
Income from invested funds	863
Net realized gain on sale of units	61
Unrealized appreciation in fair value of units	5,822
Total investment income (loss)	6,746
Total additions	6,746
Deductions:	
Administrative expenses	41
Fuel office expenses	113
Cost of fuel distributed to those in need	2,300
Total deductions	2,454
Change in net position	4,292
Net Position Held in Trust, December 31, 2024	\$ 54,939

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 179
Investment income receivable	77
333 units of Collective Legal Investment Fund	54,706
Accrued expenses	(23)
Net Position Held in Trust, December 31, 2024	\$ 54,939

See accompanying independent auditors' report.

EARLY EIGHTIES PRIZE FUND

Created 1925

"The income of this fund is to be used for prizes for pupils of Girard College."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 95,085
Additions:	
Investment income (loss):	
Income from invested funds	4,431
Net realized gain on sale of units	94
Unrealized appreciation in fair value of units	<u>11,195</u>
Total investment income (loss)	<u>15,720</u>
Total additions	<u>15,720</u>
Deductions:	
Administrative expenses	78
Prizes	<u>4,500</u>
Total deductions	<u>4,578</u>
Change in net position	<u>11,142</u>
Net Position Held in Trust, December 31, 2024	\$ <u>106,227</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 164
Investment income receivable	147
482 units of Collective Legal Investment Fund	105,961
Accrued expenses	<u>(45)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>106,227</u>

See accompanying independent auditors' report.

FRAN EGAN CIVIC AWARD FUND

Created 2006

Fran Egan was a long-time friend and supporter of Project H.O.M.E. who passed in 2005. This Award, given in conjunction with Fran's family, honors her memory and legacy, which was one of a deep commitment to improving our community. This Award is intended for adults or teens who intend to use their education to improve civic life in Philadelphia. The award will include a financial grant.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 71,941
Additions:	
Investment income (loss):	
Income from invested funds	1,257
Net realized gain on sale of units	566
Unrealized appreciation in fair value of units	<u>8,016</u>
Total investment income (loss)	<u>9,839</u>
Total additions	<u>9,839</u>
Deductions:	
Administrative expenses	<u>61</u>
Total deductions	<u>61</u>
Change in net position	<u>9,778</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 81,719</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 2,457
Investment income receivable	112
482 units of Collective Legal Investment Fund	79,183
Accrued expenses	<u>(33)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 81,719</u></u>

See accompanying independent auditors' report.

GEORGE EMLEN FUND

Created 1776

Income "to be laid out and distributed in wood . . . during the three Winter Months . . . to Objects included either in the City or two Suburbs of Phila . . . and if . . . a sufficient Number of such Objects Cannot Sometimes be found . . . to Buying some warm cheap Clothing to be given to such Objects as are discharged for said Bettering House and Hospital . . . "

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 64,053
Additions:	
Investment income (loss):	
Income from invested funds	1,100
Net realized gain on sale of units	527
Unrealized appreciation in fair value of units	6,983
Total investment income (loss)	8,610
Total additions	8,610
Deductions:	
Administrative expenses	52
Fuel office expenses	144
Cost of fuel distributed to those in need	2,900
Total deductions	3,096
Change in net position	5,514
Net Position Held in Trust, December 31, 2024	\$ 69,567

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 170
Investment income receivable	98
422 units of Collective Legal Investment Fund	69,327
Accrued expenses	(28)
Net Position Held in Trust, December 31, 2024	\$ 69,567

See accompanying independent auditors' report.

JOSEPH C. FERGUSON PRIZE FUND

Created 1922

“To provide cash prizes for the boy and girl in the highest class of the JOSEPH C. FERGUSON SCHOOL at 7th and Norris Streets, Phila., passing the best examinations or whose work in the last term of attendance at the school shall be most satisfactory, the certificate of the Supervising Principal to be the authority for the award of the prizes.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 8,374
Additions:	
Investment income (loss):	
Income from invested funds	144
Unrealized appreciation in fair value of units	979
Total investment income (loss)	1,123
Total additions	1,123
Deductions:	
Administrative expenses	7
Total deductions	7
Change in net position	1,116
Net Position Held in Trust, December 31, 2024	\$ 9,490

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 117
Investment income receivable	13
57 units of Collective Legal Investment Fund	9,364
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ 9,490

See accompanying independent auditors' report.

GEORGE W. FETTER SCHOLARSHIP FUND

Created 1943

To collect the income therefrom and expend it in the purchase of Scholarships in the higher institutions of learning for such poor, young students of the City of Philadelphia as may in the judgment of the Board of City Trusts be most worthy of the benefit.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 449,508
Additions:	
Investment income (loss):	
Income from invested funds	7,890
Unrealized appreciation in fair value of units	<u>53,630</u>
Total investment income (loss)	<u>61,520</u>
Total additions	<u>61,520</u>
Deductions:	
Administrative expenses	368
Scholarship awards	<u>1,500</u>
Total deductions	<u>1,868</u>
Change in net position	<u>59,652</u>
Net Position Held in Trust, December 31, 2024	\$ <u>509,160</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 43
Investment income receivable	701
3,096 units of Collective Legal Investment Fund	508,614
Accrued expenses	<u>(198)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>509,160</u>

See accompanying independent auditors' report.

RUFUS M. FETTER SCHOLARSHIP FUND

Created 1998

“A Scholarship in memory of Rufus M. Fetter to be disbursed at the discretion of the Girard College Trustees.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 172,522
Additions:	
Investment income (loss):	
Income from invested funds	3,088
Unrealized appreciation in fair value of units	<u>21,030</u>
Total investment income (loss)	<u>24,118</u>
Total additions	<u>24,118</u>
Deductions:	
Administrative expenses	148
Scholarship awards	<u>2,050</u>
Total deductions	<u>2,198</u>
Change in net position	<u>21,920</u>
Net Position Held in Trust, December 31, 2024	\$ <u>194,442</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 108
Investment income receivable	274
1,200 units of Collective Legal Investment Fund	197,137
Accrued expenses	<u>(3,077)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>194,442</u>

See accompanying independent auditors' report.

DANIEL FINK PRIZE FUND

Created 1953

The income therefrom to be distributed and awarded annually as cash prizes "To Sixth and Twelfth grade students for the best performance-based project/presentation, which demonstrates the integration of technology into the curriculum."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 13,767
Additions:	
Investment income (loss):	
Income from invested funds	235
Net realized gain on sale of units	104
Unrealized appreciation in fair value of units	<u>1,510</u>
Total investment income (loss)	<u>1,849</u>
Total additions	<u>1,849</u>
Deductions:	
Administrative expenses	11
Prizes	<u>600</u>
Total deductions	<u>611</u>
Change in net position	<u>1,238</u>
Net Position Held in Trust, December 31, 2024	\$ <u>15,005</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 41
Investment income receivable	20
91 units of Collective Legal Investment Fund	14,950
Accrued expenses	<u>(6)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>15,005</u>

See accompanying independent auditors' report.

DANIEL FINK SCHOLARSHIP FUND

Created 1953

"The income therefrom to be capitalized so as to form part of the principal until the amount of principal of this trust shall reach the sum of \$10,000 and thereafter the income shall be used annually to provide scholarship assistance to graduates of Girard College, as recommended by the President of Girard College, provided that first preference shall be given to worthy graduates who show superior performance in technical and related courses of study while pupils at Girard College."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 82,553
Additions:	
Investment income (loss):	
Income from invested funds	1,468
Unrealized appreciation in fair value of units	<u>9,999</u>
Total investment income (loss)	<u>11,467</u>
Total additions	<u>11,467</u>
Deductions:	
Administrative expenses	71
Scholarship awards	<u>1,700</u>
Total deductions	<u>1,771</u>
Change in net position	<u>9,696</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 92,249</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 17
Investment income receivable	130
570 units of Collective Legal Investment Fund	93,640
Accrued expenses	<u>(1,538)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 92,249</u></u>

See accompanying independent auditors' report.

FIRE INSURANCE FUND

Created 1892

Created from the Girard Estate Residuary fund income to carry a selected portion of the fire risks of the Girard Estate

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 5,689,118
Additions:	
Investment income (loss):	
Income from invested funds	100,073
Unrealized appreciation in fair value of units	<u>678,623</u>
Total investment income (loss)	<u>778,696</u>
Total additions	<u>778,696</u>
Deductions:	
Administrative expenses	<u>4,573</u>
Total deductions	<u>4,573</u>
Change in net position	<u>774,123</u>
Net Position Held in Trust, December 31, 2024	\$ <u>6,463,241</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 83
Investment income receivable	8,944
39,302 units of Collective Legal Investment Fund	6,456,572
Accounts payable and accrued expenses	<u>(2,358)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>6,463,241</u>

See accompanying independent auditors' report.

PHILIP R. FREAS FUND

Created 1910

Awarded by Decree of the Orphans' Court of Philadelphia County, dated November 22, 1940, to the City of Philadelphia, acting by the Board of Directors of City Trusts, ". . . the income of which shall be annually applied to the purchase of fuel for the benefit of the poor . . . "

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 35,345
Additions:	
Investment income (loss):	
Income from invested funds	608
Net realized gain on sale of units	339
Unrealized appreciation in fair value of units	<u>3,812</u>
Total investment income (loss)	<u>4,759</u>
Total additions	<u>4,759</u>
Deductions:	
Administrative expenses	29
Fuel office expenses	80
Cost of fuel distributed to those in need	<u>1,600</u>
Total deductions	<u>1,709</u>
Change in net position	<u>3,050</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 38,395</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 80
Investment income receivable	54
233 units of Collective Legal Investment Fund	38,277
Accrued expenses	<u>(16)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 38,395</u>

See accompanying independent auditors' report.

INEZ FULTON SCHOLARSHIP FUND

Created 1945

To purchase a scholarship for a graduate of Girard College attending "any school" with a preference given first to "Thomas Jefferson University."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,113,484
Additions:	
Investment income (loss):	
Income from invested funds	21,718
Net realized gain on sale of units	1,849
Unrealized appreciation in fair value of units	<u>130,814</u>
Total investment income (loss)	<u>154,381</u>
Total additions	<u>154,381</u>
Deductions:	
Administrative expenses	936
Scholarship awards	<u>25,600</u>
Total deductions	<u>26,536</u>
Change in net position	<u>127,845</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,241,329</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 122
Investment income receivable	1,729
7,548 units of Collective Legal Investment Fund	1,239,993
Accrued expenses	<u>(515)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,241,329</u>

See accompanying independent auditors' report.

GIARDELLO STATUE FUND

Created 2011

For the perpetual maintenance of a pedestal with the sculpture of Joey Giardello which the Veteran Boxers Association has been authorized by Ordinance adopted by the Philadelphia City Council to construct, own, and maintain on the traffic median created by the intersection of Passyunk Avenue, Mifflin Street, and Thirteenth Street.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 24,235
Additions:	
Investment income (loss):	
Income from invested funds	422
Unrealized appreciation in fair value of units	2,866
Total investment income (loss)	3,288
Total additions	3,288
Deductions:	
Administrative expenses	19
Total deductions	19
Change in net position	3,269
Net Position Held in Trust, December 31, 2024	\$ 27,504

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 41
Investment income receivable	38
167 units of Collective Legal Investment Fund	27,435
Accrued expenses	(10)
Net Position Held in Trust, December 31, 2024	\$ 27,504

See accompanying independent auditors' report.

EDWARD GIDEON MEMORIAL PRIZE FUND

Created 1933

"Income to be used annually as a prize to that member of the graduating class of the Philadelphia Normal School who has done the most distinguished work in the field of social science."

In view of the Philadelphia Normal School having been abolished, the donors of the fund have requested that the income be used in the purchase of books, related to teaching, to be added to "The Edward Gideon Memorial Book Shelf" in the library for Teachers.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 11,466
Additions:	
Investment income (loss):	
Income from invested funds	190
Unrealized appreciation in fair value of units	1,283
Total investment income (loss)	1,473
Total additions	1,473
Deductions:	
Administrative expenses	9
Total deductions	9
Change in net position	1,464
Net Position Held in Trust, December 31, 2024	\$ 12,930

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 104
Investment income receivable	17
78 units of Collective Legal Investment Fund	12,814
Accrued expenses	(5)
Net Position Held in Trust, December 31, 2024	\$ 12,930

See accompanying independent auditors' report.

STEPHEN GIRARD FUEL FUND

Created 1831

"Income to purchase fuel between the months of March and August in every year forever, and in the month of January in every year forever, distribute the same amongst poor housekeepers and roomkeepers, of good character, residing in the (old) city of Philadelphia."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 71,022
Additions:	
Investment income (loss):	
Income from invested funds	1,208
Net realized gain on sale of units	28
Unrealized appreciation in fair value of units	<u>8,202</u>
Total investment income (loss)	<u>9,438</u>
Total additions	<u>9,438</u>
Deductions:	
Administrative expenses	57
Fuel office expenses	158
Cost of fuel distributed to those in need	<u>3,200</u>
Total deductions	<u>3,415</u>
Change in net position	<u>6,023</u>
Net Position Held in Trust, December 31, 2024	\$ <u>77,045</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 86
Investment income receivable	107
468 units of Collective Legal Investment Fund	76,884
Accrued expenses	<u>(32)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>77,045</u>

See accompanying independent auditors' report.

STEPHEN GIRARD SCHOOL FUND

Created 1831

“For the use of the schools upon the Lancaster System in the first section of the first school district of Pennsylvania.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 100,180
Additions:	
Investment income (loss):	
Income from invested funds	1,676
Unrealized appreciation in fair value of units	<u>11,286</u>
Total investment income (loss)	<u>12,962</u>
Total additions	<u>12,962</u>
Deductions:	
Administrative expenses	<u>80</u>
Total deductions	<u>80</u>
Change in net position	<u>12,882</u>
Net Position Held in Trust, December 31, 2024	\$ <u>113,062</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 95
Investment income receivable	149
687 units of Collective Legal Investment Fund	112,861
Accrued expenses	<u>(43)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>113,062</u>

See accompanying independent auditors' report.

SHERWOOD GITHENS FUND

Created 1948

For "prizes to be awarded annually or semi-annually, in amounts determined by the President of Girard College, to the two members of the graduating class or classes, who have, in his opinion, performed outstanding work in public speaking."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 7,465
Additions:	
Investment income (loss):	
Income from invested funds	126
Net realized gain on sale of units	172
Unrealized appreciation in fair value of units	696
Total investment income (loss)	994
Total additions	994
Deductions:	
Administrative expenses	6
Prizes	300
Total deductions	306
Change in net position	688
Net Position Held in Trust, December 31, 2024	\$ 8,153

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 96
Investment income receivable	11
49 units of Collective Legal Investment Fund	8,050
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ 8,153

See accompanying independent auditors' report.

JULIANA H. GOOD FUND

Created 1876

“Toward the maintenance of a House of Correction in said City (Philadelphia)”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 23,571
Additions:	
Investment income (loss):	
Income from invested funds	423
Net realized gain on sale of units	775
Unrealized appreciation in fair value of units	<u>2,132</u>
Total investment income (loss)	<u>3,330</u>
Total additions	<u>3,330</u>
Deductions:	
Administrative expenses	<u>20</u>
Total deductions	<u>20</u>
Change in net position	<u>3,310</u>
Net Position Held in Trust, December 31, 2024	\$ <u>26,881</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 77
Investment income receivable	37
163 units of Collective Legal Investment Fund	26,778
Accrued expenses	<u>(11)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>26,881</u>

See accompanying independent auditors' report.

JOSEPH C. AND CLARE F. GOODMAN SCHOLARSHIP FUND

Created 1970

Bequeathed to Girard College for the establishment of a scholarship fund

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 33,650
Additions:	
Investment income (loss):	
Income from invested funds	574
Unrealized appreciation in fair value of units	3,897
Total investment income (loss)	4,471
Total additions	4,471
Deductions:	
Administrative expenses	27
Scholarship awards	750
Total deductions	777
Change in net position	3,694
Net Position Held in Trust, December 31, 2024	\$ 37,344

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 16
Investment income receivable	51
227 units of Collective Legal Investment Fund	37,292
Accrued expenses	(15)
Net Position Held in Trust, December 31, 2024	\$ 37,344

See accompanying independent auditors' report.

FRED GOWING MEMORIAL SCHOLARSHIP FUND

Created 1930

To provide Scholarships for graduates of Philadelphia High School for Girls.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 45,891
Additions:	
Investment income (loss):	
Income from invested funds	789
Net realized gain on sale of units	1,495
Unrealized appreciation in fair value of units	3,919
Total investment income (loss)	6,203
Total additions	6,203
Deductions:	
Administrative expenses	38
Scholarship awards	2,200
Total deductions	2,238
Change in net position	3,965
Net Position Held in Trust, December 31, 2024	\$ 49,856

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 31
Investment income receivable	69
303 units of Collective Legal Investment Fund	49,777
Accrued expenses	(21)
Net Position Held in Trust, December 31, 2024	\$ 49,856

See accompanying independent auditors' report.

SIMON GRATZ PRIZE FUND

Created 1922

The income arising therefrom to be divided equally among the Philadelphia Normal School, the High School for Girls, the Central High School, the West Philadelphia High School for Girls, and the Northeast High School, for the award at each commencement of each of said schools, of a prize (in money) to that member of the graduating class of each school, who, in the judgment of the faculty of the school, has attained the highest degree of proficiency in the knowledge and correct use, oral and written, of the English language.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 44,685
Additions:	
Investment income (loss):	
Income from invested funds	788
Unrealized appreciation in fair value of units	5,349
Total investment income (loss)	6,137
Total additions	6,137
Deductions:	
Administrative expenses	5
Total deductions	5
Change in net position	6,132
Net Position Held in Trust, December 31, 2024	\$ 50,817

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 74
Investment income receivable	70
311 units of Collective Legal Investment Fund	51,091
Accrued expenses	(418)
Net Position Held in Trust, December 31, 2024	\$ 50,817

See accompanying independent auditors' report.

SIMON GRATZ TEACHERS FUND

Created 1926

“For the purpose of affording pecuniary relief in special cases of teachers and clerical assistants employed or who have been employed in the Public Schools of Philadelphia who are in need of such assistance and and cannot obtain it elsewhere.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 2,760,465
Additions:	
Investment income (loss):	
Income from invested funds	48,675
Unrealized appreciation in fair value of units	<u>328,096</u>
Total investment income (loss)	<u>376,771</u>
Total additions	<u>376,771</u>
Deductions:	
Administrative expenses	2,224
Relief of teachers and clerical assistants	<u>18,135</u>
Total deductions	<u>20,359</u>
Change in net position	<u>356,412</u>
Net Position Held in Trust, December 31, 2024	\$ <u>3,116,877</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 141
Investment income receivable	4,287
18,953 units of Collective Legal Investment Fund	3,113,618
Accrued expenses	<u>(1,169)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>3,116,877</u>

See accompanying independent auditors' report.

CHARLES R. GRISSINGER

Created 2017

For the purpose of providing scholarship aid to graduate students of Girard College desiring to enter the professions of Dentistry, Medicine and the Ministry with a special emphasis on Oral Surgery, Moxo-Facial Surgery and Exodontia. If there are no graduate students in such fields who qualify, the fund may be used to assist post-graduate students in any other fields of scholastic endeavor.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 118,872
Additions:	
Investment income (loss):	
Income from invested funds	2,114
Unrealized appreciation in fair value of units	<u>14,354</u>
Total investment income (loss)	<u>16,468</u>
Total additions	<u>16,468</u>
Deductions:	
Administrative expenses	<u>97</u>
Total deductions	<u>97</u>
Change in net position	<u>16,371</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 135,243</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 96
Investment income receivable	188
834 units of Collective Legal Investment Fund	137,010
Accrued expenses	<u>(2,051)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 135,243</u>

See accompanying independent auditors' report.

THOMAS GROVER FUND

Created 1849

"Income to be distributed for fuel and food to needy persons residing in South Philadelphia with a preference given to poor persons in the district of Southwark."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,890,000
Additions:	
Investment income (loss):	
Income from invested funds	32,091
Unrealized appreciation in fair value of units	<u>218,576</u>
Total investment income (loss)	<u>250,667</u>
Total additions	<u>250,667</u>
Deductions:	
Administrative expenses	1,519
Fuel office expenses	4,197
Cost of fuel distributed to those in need	<u>81,211</u>
Total deductions	<u>86,927</u>
Change in net position	<u>163,740</u>
Net Position Held in Trust, December 31, 2024	\$ <u>2,053,740</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 2,842
Investment income receivable	2,850
12,471 units of Collective Legal Investment Fund	2,048,748
Accrued expenses	<u>(700)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>2,053,740</u>

See accompanying independent auditors' report.

GEORGE L. AND EMILY McMICHAEL HARRISON MEMORIAL FUND

Created 1935

To extend and conduct the work of the Radiological Department of the Philadelphia Nursing Home
(successor to Philadelphia General Hospital).

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 384,537
Additions:	
Investment income (loss):	
Income from invested funds	6,726
Unrealized appreciation in fair value of units	<u>45,660</u>
Total investment income (loss)	<u>52,386</u>
Total additions	<u>52,386</u>
Deductions:	
Administrative expenses	<u>309</u>
Total deductions	<u>309</u>
Change in net position	<u>52,077</u>
Net Position Held in Trust, December 31, 2024	\$ <u>436,614</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 23
Investment income receivable	597
2,655 units of Collective Legal Investment Fund	436,166
Accrued expenses	<u>(172)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>436,614</u>

See accompanying independent auditors' report.

CHEESMAN HERRICK SCHOLARSHIP FUND

Created 1980

Income to be used for the maintenance of a scholarship in any American college or university for such ambitious and diligent graduates of Girard College as the High School faculty shall recommend and deem worthy to receive the benefits of the same.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 57,267
Additions:	
Investment income (loss):	
Income from invested funds	999
Net realized gain on sale of units	155
Unrealized appreciation in fair value of units	<u>6,655</u>
Total investment income (loss)	<u>7,809</u>
Total additions	<u>7,809</u>
Deductions:	
Administrative expenses	48
Scholarship awards	<u>1,350</u>
Total deductions	<u>1,398</u>
Change in net position	<u>6,411</u>
Net Position Held in Trust, December 31, 2024	\$ <u>63,678</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 38
Investment income receivable	89
387 units of Collective Legal Investment Fund	63,577
Accrued expenses	<u>(26)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>63,678</u>

See accompanying independent auditors' report.

JOSEPH HEUPEL FUND

Created 1983

By bequest for the use of Girard College.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 642,871
Additions:	
Investment income (loss):	
Income from invested funds	10,962
Net realized gain on sale of units	22,383
Unrealized appreciation in fair value of units	<u>51,847</u>
Total investment income (loss)	<u>85,192</u>
Total additions	<u>85,192</u>
Deductions:	
Administrative expenses	528
Withdrawal for Girard College	<u>30,600</u>
Total deductions	<u>31,128</u>
Change in net position	<u>54,064</u>
Net Position Held in Trust, December 31, 2024	\$ 696,935

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 59
Investment income receivable	953
4,238 units of Collective Legal Investment Fund	696,223
Accrued expenses	<u>(300)</u>
Net Position Held in Trust, December 31, 2024	\$ 696,935

See accompanying independent auditors' report.

JENNIE E. HOLLOWAY FUND

Created 1950

The income therefrom to be used by the Board for the purchase and distribution of coal to the deserving poor of the City of Philadelphia.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 125,419
Additions:	
Investment income (loss):	
Income from invested funds	2,140
Net realized gain on sale of units	241
Unrealized appreciation in fair value of units	<u>14,351</u>
Total investment income (loss)	<u>16,732</u>
Total additions	<u>16,732</u>
Deductions:	
Administrative expenses	101
Fuel office expenses	280
Cost of fuel distributed to those in need	<u>5,600</u>
Total deductions	<u>5,981</u>
Change in net position	<u>10,751</u>
Net Position Held in Trust, December 31, 2024	\$ <u>136,170</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 175
Investment income receivable	190
827 units of Collective Legal Investment Fund	135,860
Accrued expenses	<u>(55)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>136,170</u>

See accompanying independent auditors' report.

VIRGINIA H. HOLLOWBUSH FUND

Created 1965

For purchase of books for the Free Library of Philadelphia and its several branches.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 207,010
Additions:	
Investment income (loss):	
Income from invested funds	3,738
Net realized gain on sale of units	5,450
Unrealized appreciation in fair value of units	<u>20,211</u>
Total investment income (loss)	<u>29,399</u>
Total additions	<u>29,399</u>
Deductions:	
Administrative expenses	<u>176</u>
Total deductions	<u>176</u>
Change in net position	<u>29,223</u>
Net Position Held in Trust, December 31, 2024	\$ <u>236,233</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 95
Investment income receivable	327
1,436 units of Collective Legal Investment Fund	235,908
Accrued expenses	<u>(97)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>236,233</u>

See accompanying independent auditors' report.

HAROLD HOLMAN MEMORIAL FUND

Created 1972

Prize to be awarded to the junior high school student who shows outstanding achievement and interest in the field of science.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$	1,859
Additions:		
Investment income (loss):		
Income from invested funds		31
Unrealized appreciation in fair value of units		210
Total investment income (loss)		241
Total additions		241
Deductions:		
Administrative expenses		1
Total deductions		1
Change in net position		240
Net Position Held in Trust, December 31, 2024	\$	2,099

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$	125
Investment income receivable		3
12 units of Collective Legal Investment Fund		1,971
Net Position Held in Trust, December 31, 2024	\$	2,099

See accompanying independent auditors' report.

JOHN HOUSTON FUND

Created 2015

By bequest for the use of Girard College

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,552,049
Additions:	
Investment income (loss):	
Income from invested funds	26,464
Net realized gain on sale of units	27,706
Unrealized appreciation in fair value of units	<u>151,492</u>
Total investment income (loss)	<u>205,662</u>
Total additions	<u>205,662</u>
Deductions:	
Administrative expenses	1,274
Withdrawal for Girard College	<u>74,000</u>
Total deductions	<u>75,274</u>
Change in net position	<u>130,388</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,682,437</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 102
Investment income receivable	2,302
10,231 units of Collective Legal Investment Fund	1,680,759
Accrued expenses	<u>(726)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,682,437</u>

See accompanying independent auditors' report.

DAVID JACOBS SCHOLARSHIP FUND

Created 1990

To provide scholarships for outstanding high school students in the serious study of music in the secondary schools of the City of Philadelphia.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 207,655
Additions:	
Investment income (loss):	
Income from invested funds	3,631
Unrealized appreciation in fair value of units	<u>24,649</u>
Total investment income (loss)	<u>28,280</u>
Total additions	<u>28,280</u>
Deductions:	
Administrative expenses	<u>169</u>
Total deductions	<u>169</u>
Change in net position	<u>28,111</u>
Net Position Held in Trust, December 31, 2024	\$ <u>235,766</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 120
Investment income receivable	322
1,433 units of Collective Legal Investment Fund	235,415
Accrued expenses	<u>(91)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>235,766</u>

See accompanying independent auditors' report.

BUSHROD W. JAMES CEMETERY FUND

Created 1904

For the maintenance of the structures upon the burial lot of Bushrod W. James in Monument Cemetery, Philadelphia. By Decree of the Orphans' Court of Philadelphia County, dated January 9, 1956, the trustee was authorized and empowered to remove the remains of Bushrod Washington James, deceased, together with present memorials from Monument Cemetery to West Laurel Hill Cemetery.

By adjudication of the Orphans' Court, dated November 26, 1971, income not needed for above is to be divided equally between James Eye and Ear Institute and the Bushrod Library.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 31,347
Additions:	
Investment income (loss):	
Income from invested funds	564
Net realized gain on sale of units	922
Unrealized appreciation in fair value of units	2,946
Total investment income (loss)	4,432
Total additions	4,432
Deductions:	
Administrative expenses	27
Total deductions	27
Change in net position	4,405
Net Position Held in Trust, December 31, 2024	\$ 35,752

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 68
Investment income receivable	49
217 units of Collective Legal Investment Fund	35,649
Accrued expenses	(14)
Net Position Held in Trust, December 31, 2024	\$ 35,752

See accompanying independent auditors' report.

ELLEN KINNIE FUND

Created 1922

Awarded under decree of the Orphans' Court of Philadelphia County, dated November 19, 1940, to the City of Philadelphia, acting by the Board of Directors of City Trusts, "for the relief and employment of the poor. . ."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 5,760
Additions:	
Investment income (loss):	
Income from invested funds	97
Net realized gain on sale of units	157
Unrealized appreciation in fair value of units	514
Total investment income (loss)	768
Total additions	768
Deductions:	
Administrative expenses	5
Fuel office expenses	13
Cost of fuel distributed to those in need	300
Total deductions	318
Change in net position	450
Net Position Held in Trust, December 31, 2024	\$ 6,210

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 126
Investment income receivable	9
37 units of Collective Legal Investment Fund	6,078
Accrued expenses	(3)
Net Position Held in Trust, December 31, 2024	\$ 6,210

See accompanying independent auditors' report.

GEORGE KOEHL – GIRARD COLLEGE FUND

Created 1955

“For the general uses and purposes of Girard College and/or the students thereof as in their absolute discretion they (Directors of City Trusts) may from time to time determine.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 58,484
Additions:	
Investment income (loss):	
Income from invested funds	997
Net realized gain on sale of units	2,035
Unrealized appreciation in fair value of units	<u>4,713</u>
Total investment income (loss)	<u>7,745</u>
Total additions	<u>7,745</u>
Deductions:	
Administrative expenses	48
Withdrawal for Girard College	<u>2,800</u>
Total deductions	<u>2,848</u>
Change in net position	<u>4,897</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 63,381</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 74
Investment income receivable	87
385 units of Collective Legal Investment Fund	63,248
Accrued expenses	<u>(28)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 63,381</u>

See accompanying independent auditors' report.

GEORGE KOEHL – SPENDING MONEY FUND

Created 1955

“The net income arising therefrom and as for spending money (i.e., money set apart for extra personal expenses, pocket money) to and among deserving undergraduates at Girard College, Philadelphia, who possess little or no spending money of their own, at such times and in such amount as my said Trustee or an appropriate Committee thereof may determine.”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 24,560
Additions:	
Investment income (loss):	
Income from invested funds	416
Net realized gain on sale of units	1,003
Unrealized appreciation in fair value of units	<u>1,812</u>
Total investment income (loss)	<u>3,231</u>
Total additions	<u>3,231</u>
Deductions:	
Administrative expenses	20
Withdrawal for Girard College students	<u>1,200</u>
Total deductions	<u>1,220</u>
Change in net position	<u>2,011</u>
Net Position Held in Trust, December 31, 2024	\$ <u>26,571</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 97
Investment income receivable	36
161 units of Collective Legal Investment Fund	26,449
Accrued expenses	<u>(11)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>26,571</u>

See accompanying independent auditors' report.

HENRY J. AND WILLEMINA B. KUHN FUND

Created 1965

For the purpose of providing medical and dental care, attention, and maintenance, as well as medical and surgical appliances, to children attending the Public Schools of the City of Philadelphia, who by reason of their financial condition or the financial condition of their parents, would be unable to obtain such attention.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 2,283,837
Additions:	
Investment income (loss):	
Income from invested funds	43,259
Unrealized appreciation in fair value of units	<u>293,682</u>
Total investment income (loss)	<u>336,941</u>
Total additions	<u>336,941</u>
Deductions:	
Administrative expenses	<u>1,986</u>
Total deductions	<u>1,986</u>
Change in net position	<u>334,955</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 2,618,792</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 104
Investment income receivable	3,842
17,070 units of Collective Legal Investment Fund	2,804,277
Accrued expenses	<u>(189,431)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 2,618,792</u></u>

See accompanying independent auditors' report.

EDWIN G. LARE MEMORIAL FUND

Created 1965

The income is to be used to buy a picture of any other thing that will beautify or be useful for the public school at Green and New Market Streets, Philadelphia, Pennsylvania.

By adjudication of the Orphans' Court, dated March 12, 1969, the Jefferson School at Fourth and George Streets (now named High School for International Affairs) was named as the beneficiary of this fund.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 8,873
Additions:	
Investment income (loss):	
Income from invested funds	147
Unrealized appreciation in fair value of units	989
Total investment income (loss)	1,136
Total additions	1,136
Deductions:	
Administrative expenses	7
Total deductions	7
Change in net position	1,129
Net Position Held in Trust, December 31, 2024	\$ 10,002

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 136
Investment income receivable	13
60 units of Collective Legal Investment Fund	9,857
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ 10,002

See accompanying independent auditors' report.

SYLVAN LEFCOE SCHOLARSHIP FUND

Created 1976

"For such graduates of Girard College as are desirous of securing and, who, in the opinion of the Board, are worthy of a higher education."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 640,461
Additions:	
Investment income (loss):	
Income from invested funds	11,358
Net realized gain on sale of units	2,316
Unrealized appreciation in fair value of units	<u>75,119</u>
Total investment income (loss)	<u>88,793</u>
Total additions	<u>88,793</u>
Deductions:	
Administrative expenses	547
Scholarship awards	<u>15,350</u>
Total deductions	<u>15,897</u>
Change in net position	<u>72,896</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 713,357</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 169
Investment income receivable	1,009
4,396 units of Collective Legal Investment Fund	722,179
Accrued expenses	<u>(10,000)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 713,357</u>

See accompanying independent auditors' report.

JAMES E. LENNON FUND

Created 1922

"The income arising therefrom to be used in the purchase of textbooks or other scholastic equipment for such graduates of Girard College as are pursuing their studies in other institutions of learning and who may be deemed by the Board of Directors of City Trusts as worthy of such assistance"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 12,785
Additions:	
Investment income (loss):	
Income from invested funds	222
Unrealized appreciation in fair value of units	<u>1,509</u>
Total investment income (loss)	<u>1,731</u>
Total additions	<u>1,731</u>
Deductions:	
Administrative expenses	11
Scholarship awards	<u>250</u>
Total deductions	<u>261</u>
Change in net position	<u>1,470</u>
Net Position Held in Trust, December 31, 2024	\$ <u>14,255</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 112
Investment income receivable	20
86 units of Collective Legal Investment Fund	14,128
Accrued expenses	<u>(5)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>14,255</u>

See accompanying independent auditors' report.

S. GEORGE AND EMMY A. LEVI FUND

Created 1986

"In Trust. Nevertheless, the income therefrom to be used to defray the expenses of sending poor children to Camp William Penn (formerly called Camp Happy) and for their maintenance while at said Camp, under the supervision of the Department of Welfare of the said city. . ."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 26,458
Additions:	
Investment income (loss):	
Income from invested funds	461
Unrealized appreciation in fair value of units	3,129
Total investment income (loss)	3,590
Total additions	3,590
Deductions:	
Administrative expenses	21
Total deductions	21
Change in net position	3,569
Net Position Held in Trust, December 31, 2024	\$ 30,027

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 98
Investment income receivable	41
182 units of Collective Legal Investment Fund	29,899
Accrued expenses	(11)
Net Position Held in Trust, December 31, 2024	\$ 30,027

See accompanying independent auditors' report.

JOHN E. MAYNES FUND

Created 1919

"Income shall be applied to furnishing fuel in winter to needy families."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,874,977
Additions:	
Investment income (loss):	
Income from invested funds	32,042
Net realized gain on sale of units	4,489
Unrealized appreciation in fair value of units	<u>214,022</u>
Total investment income (loss)	<u>250,553</u>
Total additions	<u>250,553</u>
Deductions:	
Administrative expenses	1,519
Fuel office expenses	4,197
Cost of fuel distributed to those in need	<u>72,777</u>
Total deductions	<u>78,493</u>
Change in net position	<u>172,060</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 2,047,037</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 13,602
Investment income receivable	2,846
12,380 units of Collective Legal Investment Fund	2,033,799
Accrued expenses	<u>(3,210)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 2,047,037</u>

See accompanying independent auditors' report.

MARY ALICE McLAUGHLIN FUND

Created 1954

“A special award is made annually to the nurse with the best record for cancer care nursing in the Philadelphia Nursing Home (successor to Philadelphia General Hospital).”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 13,780
Additions:	
Investment income (loss):	
Income from invested funds	240
Unrealized appreciation in fair value of units	1,628
Total investment income (loss)	1,868
Total additions	1,868
Deductions:	
Administrative expenses	11
Total deductions	11
Change in net position	1,857
Net Position Held in Trust, December 31, 2024	\$ 15,637

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 179
Investment income receivable	21
94 units of Collective Legal Investment Fund	15,442
Accrued expenses	(5)
Net Position Held in Trust, December 31, 2024	\$ 15,637

See accompanying independent auditors' report.

BERNARD McMAHON FUND

Created 1816

“For the use of the poor”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 10,355
Additions:	
Investment income (loss):	
Income from invested funds	179
Net realized gain on sale of units	179
Unrealized appreciation in fair value of units	<u>1,050</u>
Total investment income (loss)	<u>1,408</u>
Total additions	<u>1,408</u>
Deductions:	
Administrative expenses	8
Fuel office expenses	23
Cost of fuel distributed to those in need	<u>500</u>
Total deductions	<u>531</u>
Change in net position	<u>877</u>
Net Position Held in Trust, December 31, 2024	\$ <u>11,232</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 50
Investment income receivable	16
68 units of Collective Legal Investment Fund	11,171
Accrued expenses	<u>(5)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>11,232</u>

See accompanying independent auditors' report.

ALEXANDER G. MERCER "HALL FUND"

Created 1884

(By Decree of Supreme Court of Rhode Island)

"To purchase suitable lots of ground in said City of Philadelphia contiguous to each other or located in various parts of said City as shall seem most expedient, and to erect thereon substantial and comfortable buildings, and to let the same to the worthy laboring poor of said City, at rentals, sufficient to pay taxes, water rates, insurance premiums, repairs, and expenses of managing them: but if...inexpedient... Then suitable lands with the buildings already erected thereon may be purchased and adopted to the purpose aforesaid"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 7,545,766
Additions:	
Investment income (loss):	
Income from invested funds	122,600
Real estate income	32,560
Net realized gain on sale of units	356,020
Unrealized appreciation in fair value of units	<u>488,444</u>
Total investment income (loss)	<u>999,624</u>
Total additions	<u>999,624</u>
Deductions:	
Administrative expenses	5,629
Real estate expenses	<u>98,445</u>
Total deductions	<u>104,074</u>
Change in net position	<u>895,550</u>
Net Position Held in Trust, December 31, 2024	\$ <u>8,441,316</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 500,515
Investment income receivable	14,598
44,981 units of Collective Legal Investment Fund	7,389,524
Joint venture investment	109,386
Real estate, at cost	430,000
Accrued expenses	<u>(2,707)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>8,441,316</u>

See accompanying independent auditors' report.

GEORGE L. MEYER FUND

Created 1934

To give one deserving student of the Girard College one year's education in some university or college.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 52,783
Additions:	
Investment income (loss):	
Income from invested funds	927
Unrealized appreciation in fair value of units	6,312
Total investment income (loss)	7,239
Total additions	7,239
Deductions:	
Administrative expenses	45
Scholarship awards	750
Total deductions	795
Change in net position	6,444
Net Position Held in Trust, December 31, 2024	\$ 59,227

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 163
Investment income receivable	82
361 units of Collective Legal Investment Fund	59,305
Accrued expenses	(323)
Net Position Held in Trust, December 31, 2024	\$ 59,227

See accompanying independent auditors' report.

GERTRUDE J. MIETERER FUND

Created 1954

“ . . . any cash balance remaining unpaid . . . give to Charity of the City of Philadelphia”

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,749
Additions:	
Investment income (loss):	
Income from invested funds	27
Net realized gain on sale of units	150
Unrealized appreciation in fair value of units	37
Total investment income (loss)	214
Total additions	214
Deductions:	
Administrative expenses	1
Fuel office expenses	4
Cost of fuel distributed to those in need	100
Total deductions	105
Change in net position	109
Net Position Held in Trust, December 31, 2024	\$ 1,858

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 49
Investment income receivable	2
11 units of Collective Legal Investment Fund	1,807
Net Position Held in Trust, December 31, ____	\$ 1,858

See accompanying independent auditors' report.

BOWMAN H. AND LILLIAN M. MOORE SCHOLARSHIP FUND

Created 1974

The income therefrom to be used for the assistance of a graduate of said (Girard) College who desires to continue studies in any accredited school, college, or university.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 555,657
Additions:	
Investment income (loss):	
Income from invested funds	9,662
Net realized gain on sale of units	158
Unrealized appreciation in fair value of units	<u>65,664</u>
Total investment income (loss)	<u>75,484</u>
Total additions	<u>75,484</u>
Deductions:	
Administrative expenses	469
Scholarship awards	<u>13,721</u>
Total deductions	<u>14,190</u>
Change in net position	<u>61,294</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 616,951</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 132
Investment income receivable	858
3,751 units of Collective Legal Investment Fund	616,218
Accrued expenses	<u>(257)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 616,951</u>

See accompanying independent auditors' report.

BENJAMIN W. AND ISAAC W. MORRIS FUND

Created 1806

"To the only proper use and Behoof of the Guardians of the Poor of the City of Philadelphia . . ."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 8,629
Additions:	
Investment income (loss):	
Income from invested funds	148
Net realized loss on sale of units	814
Unrealized appreciation in fair value of units	220
Total investment income (loss)	<u>1,182</u>
Total additions	<u>1,182</u>
Deductions:	
Administrative expenses	7
Fuel office expenses	19
Cost of fuel distributed to those in need	400
Total deductions	<u>426</u>
Change in net position	<u>756</u>
Net Position Held in Trust, December 31, 2024	\$ <u>9,385</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 833
Investment income receivable	13
52 units of Collective Legal Investment Fund	8,543
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ <u>9,385</u>

See accompanying independent auditors' report.

SIMON MUHR SCHOLARSHIP FUND

Created 1896

"For the promotion of the welfare of children attending the Public Schools of the City of Philadelphia"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,324,341
Additions:	
Investment income (loss):	
Income from invested funds	23,356
Unrealized appreciation in fair value of units	158,928
Total investment income (loss)	182,284
Total additions	182,284
Deductions:	
Administrative expenses	1,085
Scholarship awards	6,000
Total deductions	7,085
Change in net position	175,199
Net Position Held in Trust, December 31, 2024	\$ 1,499,540

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 135
Investment Income receivable	2,075
9,118 units of Collective Legal Investment Fund	1,497,914
Accrued expenses	(584)
Net Position Held in Trust, December 31, 2024	\$ 1,499,540

See accompanying independent auditors' report.

JOHN NEISON FUND

Created 1944

The income to aid and assist graduates of the Girard College in obtaining a higher education after leaving Girard College and also to help students who are educated in Girard when in need.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,309,871
Additions:	
Investment income (loss):	
Income from invested funds	27,865
Net realized gain on sale of units	312
Unrealized appreciation in fair value of units	<u>156,137</u>
Total investment income (loss)	<u>184,314</u>
Total additions	<u>184,314</u>
Deductions:	
Administrative expenses	1,105
Scholarship awards	<u>29,500</u>
Total deductions	<u>30,605</u>
Change in net position	<u>153,709</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,463,580</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 1,171
Investment Income receivable	2,040
8,916 units of Collective Legal Investment Fund	1,464,729
Accrued expenses	<u>(4,360)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,463,580</u>

See accompanying independent auditors' report.

WILLIAM W. AND BETTY OMIN MEMORIAL FUND

Created 1960

" 'A William W. and Betty Omin Memorial Award' shall be made once a year at each of the Philadelphia Public High Schools . . . for the best essay on the subject of 'Brotherhood' . . . the amount of the award shall be a maximum of One Thousand Dollars (\$1,000) and shall be awarded each year at the time of the Commencement. If there is sufficient money leftover . . . or the 'Brotherhood Awards' become unfeasible, then the earnings shall be used for a scholarship or scholarships . . . to Drexel University based on the highest marks received by a senior student of any Philadelphia public high school . . . and the scholarship or scholarships shall be in Engineering with a preference given to Electrical Engineering."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 687,056
Additions:	
Investment income (loss):	
Income from invested funds	12,020
Unrealized appreciation in fair value of units	<u>81,608</u>
Total investment income (loss)	<u>93,628</u>
Total additions	<u>93,628</u>
Deductions:	
Administrative expenses	<u>554</u>
Total deductions	<u>554</u>
Change in net position	<u>93,074</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 780,130</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 180
Investment income receivable	1,067
4,743 units of Collective Legal Investment Fund	779,185
Accrued expenses	<u>(302)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 780,130</u></u>

See accompanying independent auditors' report.

EDWARD POWELL FUND

Created 1943

"The income from this principal sum shall be allowed to accumulate for the term of four years and at the expiration of said period shall be awarded, distributed, and disposed of as follows: . . . unto any citizen of the City of Philadelphia, irrespective of sex, race, creed or color, who shall have in the judgment of a majority of said Committee by his or her individual efforts and personal application to the Manufacturing and Commercial interest of the City of Philadelphia in the previous four years, succeeded in producing the best results for the benefit and prosperity of the City of Philadelphia in that line . . . a suitable medal or decoration to be given to the person receiving the award."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 2,369,626
Additions:	
Investment income (loss):	
Income from invested funds	41,680
Unrealized appreciation in fair value of units	<u>282,641</u>
Total investment income (loss)	<u>324,321</u>
Total additions	<u>324,321</u>
Deductions:	
Administrative expenses	<u>1,904</u>
Total deductions	<u>1,904</u>
Change in net position	<u>322,417</u>
Net Position Held in Trust, December 31, 2024	\$ <u>2,692,043</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 20
Investment income receivable	3,725
16,370 units of Collective Legal Investment Fund	2,689,280
Accrued expenses	<u>(982)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>2,692,043</u>

See accompanying independent auditors' report.

MURTHA P. QUINN FUND

Created 1941

"To be applied, one-half part thereof for the purchase of eyeglasses for the poor, preference being given to the children and old people, and one-half part thereof for coal for the poor"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 96,536
Additions:	
Investment income (loss):	
Income from invested funds	1,675
Net realized gain on sale of units	2,782
Unrealized appreciation in fair value of units	<u>8,727</u>
Total investment income (loss)	<u>13,184</u>
Total additions	<u>13,184</u>
Deductions:	
Administrative expenses	80
Fuel office expenses	220
Cost of fuel distributed to those in need	<u>3,450</u>
Total deductions	<u>3,750</u>
Change in net position	<u>9,434</u>
Net Position Held in Trust, December 31, 2024	\$ <u>105,970</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 1,056
Investment income receivable	147
638 units of Collective Legal Investment Fund	104,811
Accrued expenses	<u>(44)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>105,970</u>

See accompanying independent auditors' report.

THOMAS B. K. RINGE PRIZE FUND

Created 1957

The income of the Fund is to be employed in the award of a prize to that member of each graduating class of Girard College deemed by the President of the College outstanding in scholarship and all-around achievement.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 10,774
Additions:	
Investment income (loss):	
Income from invested funds	183
Net realized gain on sale of units	471
Unrealized appreciation in fair value of units	<u>792</u>
Total investment income (loss)	<u>1,446</u>
Total additions	<u>1,446</u>
Deductions:	
Administrative expenses	9
Prizes	<u>500</u>
Total deductions	<u>509</u>
Change in net position	<u>937</u>
Net Position Held in Trust, December 31, 2024	\$ <u>11,711</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 37
Investment income receivable	15
71 units of Collective Legal Investment Fund	11,664
Accrued expenses	<u>(5)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>11,711</u>

See accompanying independent auditors' report.

RITTENHOUSE SCHOOL FUND

Created 1839

Income to be applied "to advance the education of the children of the vicinity of the Old Rittenhouse Academy (Roxborough)." By decree of the court, January 11, 1958, the income is used for the Anna Lane Lingelbach School.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 46,110
Additions:	
Investment income (loss):	
Income from invested funds	773
Unrealized appreciation in fair value of units	<u>5,203</u>
Total investment income (loss)	<u>5,976</u>
Total additions	<u>5,976</u>
Deductions:	
Administrative expenses	<u>37</u>
Total deductions	<u>37</u>
Change in net position	<u>5,939</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 52,049</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 87
Investment income receivable	69
316 units of Collective Legal Investment Fund	51,913
Accrued expenses	<u>(20)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 52,049</u></u>

See accompanying independent auditors' report.

ROBERTS SCHOOL FUND

Created 1763

"For a Public School for the Instruction of the Children and other Inhabitants of the said (Bristol) Township and the Northern Liberty and Oxford Township, or any Meeting the said Township shall have Occasion as the said Trustees shall think fit provided it doesn't interfere or interrupt the said school."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 9,438
Additions:	
Investment income (loss):	
Income from invested funds	157
Unrealized appreciation in fair value of units	<u>1,058</u>
Total investment income (loss)	<u>1,215</u>
Total additions	<u>1,215</u>
Deductions:	
Administrative expenses	<u>7</u>
Total deductions	<u>7</u>
Change in net position	<u>1,208</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 10,646</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 122
Investment income receivable	14
64 units of Collective Legal Investment Fund	10,514
Accrued expenses	<u>(4)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 10,646</u>

See accompanying independent auditors' report.

ELMER RODENBOUGH FUND

Created 1947

"Use and apply the net income for the needs, service or benefit of any and all graduates, past, present, and future, of Girard College, Philadelphia . . . Including, but not restricted to, the helping of any graduate at anytime within three years of graduation of Girard College, to enter or continue studies in any school, college, university, or other institution of learning"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 359,856
Additions:	
Investment income (loss):	
Income from invested funds	6,330
Net realized gain on sale of units	623
Unrealized appreciation in fair value of units	<u>42,510</u>
Total investment income (loss)	<u>49,463</u>
Total additions	<u>49,463</u>
Deductions:	
Administrative expenses	304
Scholarship awards	<u>7,350</u>
Total deductions	<u>7,654</u>
Change in net position	<u>41,809</u>
Net Position Held in Trust, December 31, 2024	\$ <u>401,665</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 124
Investment income receivable	562
41,809 units of Collective Legal Investment Fund	403,146
Accrued expenses	<u>(2,167)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>401,665</u>

See accompanying independent auditors' report.

GEORGE ROSS MEMORIAL FUND

Created 1988

Contributed by Mr. and Mrs. Henry R. Wimmersberger to establish a fund in memory of Mrs. Wimmersberger's father, Mr. George Ross, who attended Girard College from 1889 to 1894. The income from this fund is to be used for scholarships for graduates of Girard College.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 91,397
Additions:	
Investment income (loss):	
Income from invested funds	3,102
Unrealized appreciation in fair value of units	<u>10,881</u>
Total investment income (loss)	<u>13,983</u>
Total additions	<u>13,983</u>
Deductions:	
Administrative expenses	77
Scholarship awards	<u>1,850</u>
Total deductions	<u>1,927</u>
Change in net position	<u>12,056</u>
Net Position Held in Trust, December 31, 2024	\$ <u>103,453</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 106
Investment income receivable	142
630 units of Collective Legal Investment Fund	103,497
Accrued expenses	<u>(292)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>103,453</u>

See accompanying independent auditors' report.

ANTONIO SAULINO FUND

Created 1957

"To pay and distribute the income now on hand or thereafter accruing to poverty-stricken musicians who were members of the Philadelphia Musical Association for three years immediately prior to its dissolution"

By Decree of the Orphans' Court, dated March 14, 1972, distribution may be made among needy members of the Philadelphia Musical Society.

By Decree of the Orphans' Court, dated March 23, 1978, accumulated income may be distributed to students at schools of music or vocal arts in Philadelphia.

By Decree of the Orphans' Court, dated December 8, 2003, the limit for individual grants to needy former members of the Philadelphia Musical Association or Philadelphia Musical Society is increased to \$3,000 per individual per year. The limit for grants to needy current members of those organizations is increased to \$1,000 per individual per year. The limit for grants to needy students enrolled in music or vocal arts schools in Philadelphia is increased to \$1,000 per individual per year. The period of all grants is not to exceed two consecutive years unless approved by the court upon good cause shown.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 154,407
Additions:	
Investment income (loss):	
Income from invested funds	2,714
Net realized gain on sale of units	43
Unrealized appreciation in fair value of units	<u>18,432</u>
Total investment income (loss)	<u>21,189</u>
Total additions	<u>21,189</u>
Deductions:	
Administrative expenses	126
Payments to needy musicians and students	<u>2,000</u>
Total deductions	<u>2,126</u>
Change in net position	<u>19,063</u>
Net Position Held in Trust, December 31, 2024	\$ <u>173,470</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 61
Investment income receivable	241
1,060 units of Collective Legal Investment Fund	174,138
Accrued expenses	<u>(970)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>173,470</u>

See accompanying independent auditors' report.

THE SCHOLARSHIP FUND OF GIRARD COLLEGE

Created 1977

Consists of deposits from:

The Estate of Walter F. McCann	1,977
Edward R. Eagleson	1982–1989
The Estate of Russell P. Morgan	1,982
Friends of Ed Fritz	1,984

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 136,396
Additions:	
Investment income (loss):	
Income from invested funds	2,384
Net realized gain on sale of units	612
Unrealized appreciation in fair value of units	<u>15,647</u>
Total investment income (loss)	<u>18,643</u>
Total additions	<u>18,643</u>
Deductions:	
Administrative expenses	114
Scholarship awards	<u>3,200</u>
Total deductions	<u>3,314</u>
Change in net position	<u>15,329</u>
Net Position Held in Trust, December 31, 2024	\$ <u>151,725</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 108
Investment income receivable	212
922 units of Collective Legal Investment Fund	151,467
Accrued expenses	<u>(62)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>151,725</u>

See accompanying independent auditors' report.

CHRISTIAN SCHRACK FUND

Created 1917

"I give and devise all the rents, interest, and income of my Estate to the Corporation of the City of Philadelphia, to be distributed by them according to the best of their judgment into the hands of the Missionary Societies of the said city for the relief of the Poor; but if there be no such society or societies at that time, then the said Corporation may distribute or designate the proper means for distributing the same for the relief of the poor of the said city. But no part thereof shall be appropriated towards the Almshouse of the said City or any of its inmates."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 594,517
Additions:	
Investment income (loss):	
Income from invested funds	13,677
Unrealized appreciation in fair value of units	69,539
Total investment income (loss)	83,216
Total additions	83,216
Deductions:	
Administrative expenses	500
Total deductions	500
Change in net position	82,716
Net Position Held in Trust, December 31, 2024	\$ 677,233

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 82
Investment income receivable	913
4,118 units of Collective Legal Investment Fund	676,509
Accrued expenses	(271)
Net Position Held in Trust, December 31, 2024	\$ 677,233

See accompanying independent auditors' report.

JOHN SCOTT MEDAL FUND

Created 1816

Income "to be laid out in premiums to be distributed among ingenious men and women who make useful inventions and/or discoveries in science, medicine or engineering, such premiums to be \$10,000 for any one premium, in any one year, with any additional premium to be awarded in the discretion of the Board but such additional premium to be made in accordance with the Board's Spending Rule as authorized under 20 Pa. C.S.A. § 8813, and . . . given a copper medal with this inscription 'To the most deserving.'"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,088,844
Additions:	
Investment income (loss):	
Income from invested funds	19,053
Unrealized appreciation in fair value of units	<u>164,032</u>
Total investment income (loss)	<u>183,085</u>
Total additions	<u>183,085</u>
Deductions:	
Administrative expenses	929
Awards	30,000
Expenses in connection with awards	<u>11,659</u>
Total deductions	<u>42,588</u>
Change in net position	<u>140,497</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,229,341</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 183
Investment income receivable	1,692
7,477 units of Collective Legal Investment Fund	1,228,329
Accrued expenses	<u>(863)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,229,341</u>

See accompanying independent auditors' report.

WILLIAM SCOTT FUND

Created 1947

By adjudication of the Orphans' Court of Montgomery County, Pennsylvania, dated July 26, 1947, approval was given to an Agreement of Settlement, whereby the City of Philadelphia, acting by the Board of Directors of City Trusts, administering Girard College, was awarded one-half of the principal of this Trust for the use of Girard College.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 794,179
Additions:	
Investment income (loss):	
Income from invested funds	13,360
Net realized gain on sale of units	21,795
Unrealized appreciation in fair value of units	<u>35,166</u>
Total investment income (loss)	<u>70,321</u>
Total additions	<u>70,321</u>
Deductions:	
Administrative expenses	644
Withdrawal for Girard College	<u>37,900</u>
Total deductions	<u>38,544</u>
Change in net position	<u>31,777</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 825,956</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 123
Investment income receivable	1,142
5,020 units of Collective Legal Investment Fund	<u>824,691</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 825,956</u>

See accompanying independent auditors' report.

SAMUEL SCOTTEN FUND

Created 1810

"To deliver to the poor of the said City (Philadelphia) and of Southwark twelve dollars' worth of bread annually." By court adjudication, all of the income available may be used to purchase bread.

By court adjudication, dated June 16, 1970, income is distributed to charitable organizations engaged in the distribution of food among the poor of Philadelphia.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$	4,185
Additions:		
Investment income (loss):		
Income from invested funds		172
Unrealized appreciation in fair value of units		487
Total investment income (loss)		659
Total additions		659
Deductions:		
Administrative expenses		3
Total deductions		3
Change in net position		656
Net Position Held in Trust, December 31, 2024	\$	4,841

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$	72
Investment income receivable		6
29 units of Collective Legal Investment Fund		4,764
Accrued expenses		(1)
Net Position Held in Trust, December 31, 2024	\$	4,841

See accompanying independent auditors' report.

HENRY SEYBERT FUND

Created 1883

Income "for the distribution of Fuel and Bread amongst the deserving poor, during the Winter months"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 81,331
Additions:	
Investment income (loss):	
Income from invested funds	1,385
Net realized gain on sale of units	56
Unrealized appreciation in fair value of units	<u>9,389</u>
Total investment income (loss)	<u>10,830</u>
Total additions	<u>10,830</u>
Deductions:	
Administrative expenses	66
Fuel office expenses	181
Cost of fuel distributed to those in need	<u>3,600</u>
Total deductions	<u>3,847</u>
Change in net position	<u>6,983</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 88,314</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 172
Investment income receivable	123
536 units of Collective Legal Investment Fund	88,055
Accrued expenses	<u>(36)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 88,314</u></u>

See accompanying independent auditors' report.

FREDERICK A. SHEAFF FUEL FUND

Created 1874

Income "to purchase fuel between the months of March and September in every year forever and in the month of February in every year forever to distribute the same among poor housekeepers and roomkeepers of good character residing in the City of Philadelphia"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 22,278
Additions:	
Investment income (loss):	
Income from invested funds	384
Net realized gain on sale of units	185
Unrealized appreciation in fair value of units	<u>2,437</u>
Total investment income (loss)	<u>3,006</u>
Total additions	<u>3,006</u>
Deductions:	
Administrative expenses	18
Fuel office expenses	<u>1,000</u>
Total deductions	<u>1,018</u>
Change in net position	<u>1,988</u>
Net Position Held in Trust, December 31, 2024	\$ <u>24,266</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 93
Investment income receivable	34
147 units of Collective Legal Investment Fund	24,149
Accrued expenses	<u>(10)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>24,266</u>

See accompanying independent auditors' report.

MARY SHIELDS FUEL FUND

Created 1880

To apply the interest thereof to the purchase of coal and to distribute the same in the fall and winter months to indigent widows and widowers, single women and men, without respect to color.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 33,509
Additions:	
Investment income (loss):	
Income from invested funds	579
Net realized gain on sale of units	442
Unrealized appreciation in fair value of units	<u>3,520</u>
Total investment income (loss)	<u>4,541</u>
Total additions	<u>4,541</u>
Deductions:	
Administrative expenses	27
Fuel office expenses	126
Cost of fuel distributed to those in need	<u>1,500</u>
Total deductions	<u>1,653</u>
Change in net position	<u>2,888</u>
Net Position Held in Trust, December 31, 2024	\$ <u>36,397</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 54
Investment income receivable	51
221 units of Collective Legal Investment Fund	36,306
Accrued expenses	<u>(14)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>36,397</u>

See accompanying independent auditors' report.

MARY SHIELDS HOSPITAL FUND

Created 1880

To relieve and make more comfortable the sick at the Philadelphia Nursing Home (successor to Philadelphia General Hospital).

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 989,860
Additions:	
Investment income (loss):	
Income from invested funds	17,320
Unrealized appreciation in fair value of units	<u>117,587</u>
Total investment income (loss)	<u>134,907</u>
Total additions	<u>134,907</u>
Deductions:	
Administrative expenses	<u>795</u>
Total deductions	<u>795</u>
Change in net position	<u>134,112</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,123,972</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 180
Investment income receivable	1,538
6,834 units of Collective Legal Investment Fund	1,122,696
Accrued expenses	<u>(442)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,123,972</u>

See accompanying independent auditors' report.

JOSEPH SIMCOCK PRIZE FUND

Created 1941

The interest derived therefrom shall be given annually in two cash prizes to be known as The Joseph G. Simcock Prize to the two high school students of Girard College, who compose and submit or deliver orally the best essays on the recent developments in technology and industry.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 6,436
Additions:	
Investment income (loss):	
Income from invested funds	411
Unrealized appreciation in fair value of units	750
Total investment income (loss)	1,161
Total additions	1,161
Deductions:	
Administrative expenses	5
Prizes	300
Total deductions	305
Change in net position	856
Net Position Held in Trust, December 31, 2024	\$ 7,292

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 56
Investment income receivable	10
44 units of Collective Legal Investment Fund	7,228
Accrued expenses	(2)
Net Position Held in Trust, December 31, 2024	\$ 7,292

See accompanying independent auditors' report.

JACOB J. SNYDER FUND

Created 1874

Income to be "expended yearly by the Directors of City Trusts as they may deem best in aid of the poor people of this City (Philadelphia)"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 88,280
Additions:	
Investment income (loss):	
Income from invested funds	1,494
Unrealized appreciation in fair value of units	<u>10,167</u>
Total investment income (loss)	<u>11,661</u>
Total additions	<u>11,661</u>
Deductions:	
Administrative expenses	71
Fuel office expenses	195
Cost of fuel distributed to those in need	<u>3,900</u>
Total deductions	<u>4,166</u>
Change in net position	<u>7,495</u>
Net Position Held in Trust, December 31, 2024	\$ <u>95,775</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 69
Investment income receivable	133
582 units of Collective Legal Investment Fund	95,612
Accrued expenses	<u>(39)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>95,775</u>

See accompanying independent auditors' report.

SPRING GARDEN FUND

Created 1847

Income to be "applied to the purchase of food and fuel, and no other purpose and . . . distributed during the winter months of each and every year among such of the poor. . ."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 29,451
Additions:	
Investment income (loss):	
Income from invested funds	502
Net realized gain on sale of units	28
Unrealized appreciation in fair value of units	<u>3,396</u>
Total investment income (loss)	<u>3,926</u>
Total additions	<u>3,926</u>
Deductions:	
Administrative expenses	24
Fuel office expenses	65
Cost of fuel distributed to those in need	<u>1,299</u>
Total deductions	<u>1,388</u>
Change in net position	<u>2,538</u>
Net Position Held in Trust, December 31, 2024	\$ <u>31,989</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 86
Investment income receivable	45
194 units of Collective Legal Investment Fund	31,871
Accrued expenses	<u>(13)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>31,989</u>

See accompanying independent auditors' report.

RAYMOND R. START MEMORIAL FUND

Created 2014

For the purpose of providing scholarship aid to Girard College graduates pursuing a law degree.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 155,070
Additions:	
Investment income (loss):	
Income from invested funds	3,013
Net realized loss on sale of units	92
Unrealized appreciation in fair value of units	<u>20,447</u>
Total investment income (loss)	<u>23,552</u>
Total additions	<u>23,552</u>
Deductions:	
Administrative expenses	145
Scholarship awards	<u>3,900</u>
Total deductions	<u>4,045</u>
Change in net position	<u>19,507</u>
Net Position Held in Trust, December 31, 2024	\$ <u>174,577</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 38
Investment income receivable	268
1,166 units of Collective Legal Investment Fund	191,552
Accrued expenses	<u>(17,281)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>174,577</u>

See accompanying independent auditors' report.

WILLIAM D. AND MARIE STEUBER FUND

Created 1957

"To distribute the net income therefrom annually at Christmas time to the poor in the City of Philadelphia according to the judgment and discretion of the said Board of City Trusts"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 94,294
Additions:	
Investment income (loss):	
Income from invested funds	1,631
Net realized gain on sale of units	2,103
Unrealized appreciation in fair value of units	<u>9,072</u>
Total investment income (loss)	<u>12,806</u>
Total additions	<u>12,806</u>
Deductions:	
Administrative expenses	<u>80</u>
Total deductions	<u>80</u>
Change in net position	<u>12,726</u>
Net Position Held in Trust, December 31, 2024	\$ <u>107,020</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 224
Investment income receivable	3,343
630 units of Collective Legal Investment Fund	103,497
Accrued expenses	<u>(44)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>107,020</u>

See accompanying independent auditors' report.

WILLIAM D. AND MARY STEUBER FUND

Created 1947

"To distribute the net income therefrom annually at Christmas time to the poor in the City of Philadelphia according to the judgment and discretion of the said Board of City Trusts"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 72,416
Additions:	
Investment income (loss):	
Income from invested funds	4,467
Unrealized appreciation in fair value of units	8,460
Total investment income (loss)	12,927
Total additions	12,927
Deductions:	
Administrative expenses	62
Total deductions	62
Change in net position	12,865
Net Position Held in Trust, December 31, 2024	\$ 85,281

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 19
Investment income receivable	79
538 units of Collective Legal Investment Fund	88,383
Accrued expenses	(3,200)
Net Position Held in Trust, December 31, 2024	\$ 85,281

See accompanying independent auditors' report.

FREDERICK DEYLE STITELER PRIZE FUND

Created 1971

"To provide a prize to be awarded to a group or individual or individuals participating in the annual Mummers Parade held in Philadelphia usually on New Year's Day, in accordance with such rules, regulations, and standards as shall be established by the official judging group for the Mummers Parade"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 29,788
Additions:	
Investment income (loss):	
Income from invested funds	1,166
Net realized gain on sale of units	469
Unrealized appreciation in fair value of units	<u>3,056</u>
Total investment income (loss)	<u>4,691</u>
Total additions	<u>4,691</u>
Deductions:	
Administrative expenses	25
Prizes	<u>1,395</u>
Total deductions	<u>1,420</u>
Change in net position	<u>3,271</u>
Net Position Held in Trust, December 31, 2024	\$ <u>33,059</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 171
Investment income receivable	45
200 units of Collective Legal Investment Fund	32,856
Accrued expenses	<u>(13)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>33,059</u>

See accompanying independent auditors' report.

C. HENDERSON SUPPLEE FUND

Created 1934

"To apply not more than Twenty Dollars per week to the maintenance of convalescent persons for not more than one month in any one year. Any income in any year that is not so used shall be distributed to such visiting nurse societies of Philadelphia as the Board of City Trusts shall determine, to be used by them in their work."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 1,485,817
Additions:	
Investment income (loss):	
Income from invested funds	25,998
Unrealized appreciation in fair value of units	<u>176,499</u>
Total investment income (loss)	<u>202,497</u>
Total additions	<u>202,497</u>
Deductions:	
Administrative expenses	<u>1,218</u>
Total deductions	<u>1,218</u>
Change in net position	<u>201,279</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,687,096</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 88
Investment income receivable	2,309
10,259 units of Collective Legal Investment Fund	1,685,359
Accrued expenses	<u>(660)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>1,687,096</u>

See accompanying independent auditors' report.

FRANCIS H. THOLE FUND

Created 1952

"To pay the net income of said sum or principal from time to time to the Board of Education of the City of Philadelphia to be used and applied by the said Board of Education of Philadelphia for distribution in prizes of not less than Twenty-Five Dollars each among such scholars of the Public Schools of the City of Philadelphia, under the management and control of the said Board of Education or their lawful successors, who shall in proportion to the number of cash prizes provided by said net income be entitled thereto in the opinion of the Board of Education or its duly appointed agents, for the best written essay or essays by such scholars on the Constitution of the United States of America"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 119,924
Additions:	
Investment income (loss):	
Income from invested funds	2,127
Unrealized appreciation in fair value of units	<u>14,441</u>
Total investment income (loss)	<u>14,441</u>
Total additions	<u>16,568</u>
Deductions:	
Administrative expenses	<u>97</u>
Total deductions	<u>97</u>
Change in net position	<u>16,471</u>
Net Position Held in Trust, December 31, 2024	\$ <u>136,395</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 125
Investment income receivable	189
839 units of Collective Legal Investment Fund	137,832
Accrued expenses	<u>(1,751)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>136,395</u>

See accompanying independent auditors' report.

ARCHIBALD THOMSON FUND

Created 1799

Income to purchase bread "for the Support of the poor of the City of Philadelphia"

By Court adjudication, dated June 16, 1970, income is distributed to charitable organizations engaged in the distribution of food among the poor of Philadelphia.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 62,805
Additions:	
Investment income (loss):	
Income from invested funds	1,132
Net realized gain on sale of units	1,811
Unrealized appreciation in fair value of units	5,965
Total investment income (loss)	8,908
Total additions	8,908
Deductions:	
Administrative expenses	53
Total deductions	53
Change in net position	8,855
Net Position Held in Trust, December 31, 2024	\$ 71,660

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 128
Investment income receivable	99
435 units of Collective Legal Investment Fund	71,462
Accrued expenses	(29)
Net Position Held in Trust, December 31, 2024	\$ 71,660

See accompanying independent auditors' report.

LAWRENCE TODD SCHOLARSHIP FUND

Created 1921

"Income therefrom to be used for scholarships for such graduates of Girard College as are desirous of securing, and who in the opinion of the Board are worthy of a higher education"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 587,022
Additions:	
Investment income (loss):	
Income from invested funds	10,269
Net realized gain on sale of units	2,182
Unrealized appreciation in fair value of units	<u>67,828</u>
Total investment income (loss)	<u>80,279</u>
Total additions	<u>80,279</u>
Deductions:	
Administrative expenses	493
Scholarship awards	<u>13,200</u>
Total deductions	<u>13,693</u>
Change in net position	<u>66,586</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 653,608</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 116
Investment income receivable	912
3,974 units of Collective Legal Investment Fund	652,853
Accrued expenses	<u>(273)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 653,608</u>

See accompanying independent auditors' report.

SELDON TWITCHELL FUND

Created 1925

"To apply the net income for the care and maintenance of Independence Hall in said city (Philadelphia)"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 81,663
Additions:	
Investment income (loss):	
Income from invested funds	1,426
Unrealized appreciation in fair value of units	9,685
Total investment income (loss)	11,111
Total additions	11,111
Deductions:	
Administrative expenses	66
Total deductions	66
Change in net position	11,045
Net Position Held in Trust, December 31, 2024	\$ 92,708

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 127
Investment income receivable	127
563 units of Collective Legal Investment Fund	92,490
Accrued expenses	(36)
Net Position Held in Trust, December 31, 2024	\$ 92,708

See accompanying independent auditors' report.

GEORGE A. VARE MEDALS FUND

Created 1910

Income "to be applied in the procuring and awarding of gold medals, one to be awarded to the student attaining the highest standing of each semi-annual graduation from the Southern Manual Training High School of the City of Philadelphia." By court adjudication, award is to be made at the June graduation, the mid-year graduations having been discontinued in the public schools.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 10,153
Additions:	
Investment income (loss):	
Income from invested funds	176
Unrealized appreciation in fair value of units	1,189
Total investment income (loss)	1,365
Total additions	1,365
Deductions:	
Administrative expenses	8
Total deductions	8
Change in net position	1,357
Net Position Held in Trust, December 31, 2024	\$ 11,510

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 163
Investment income receivable	16
69 units of Collective Legal Investment Fund	11,335
Accrued expenses	(4)
Net Position Held in Trust, December 31, 2024	\$ 11,510

See accompanying independent auditors' report.

LOUIS WAGNER PRIZE FUND

Created 1914

"I give and bequeath unto the City of Philadelphia, Board of Directors of City Trusts, the sum of \$2,094 in trust that the same shall be kept invested by the said Board and the interest or income derived therefrom be used each year in the purchase of a gold watch, the same to be suitably engraved and known as the 'Wagner Prize,' which shall be presented to the person graduating with the highest honors in the graduating class during each year at Girard College."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 22,427
Additions:	
Investment income (loss):	
Income from invested funds	391
Unrealized appreciation in fair value of units	<u>2,659</u>
Total investment income (loss)	<u>3,050</u>
Total additions	<u>3,050</u>
Deductions:	
Administrative expenses	<u>18</u>
Total deductions	<u>18</u>
Change in net position	<u>3,032</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 25,459</u></u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 135
Investment income receivable	35
154 units of Collective Legal Investment Fund	25,299
Accrued expenses	<u>(10)</u>
Net Position Held in Trust, December 31, 2024	<u><u>\$ 25,459</u></u>

See accompanying independent auditors' report.

ELIZABETH F. WARDER FUND

Created 1953

By adjudication, dated April 2, 1953, the Orphans' Court of Philadelphia County awarded one-third of the estate to the Board of Directors of City Trusts with the following direction:

"... to expend the Fund, principal, and income to and among such former members of the Fire Department as were disabled in the line of duty and are now receiving pension. The Board of City Trusts shall accept from year to year the designation of the eligible individuals by the commissioner of Fire. The amount to be distributed until the Fund is exhausted shall be at the rate of 10% of the pension payable to each recipient annually. Final payment shall be made pro rata among those eligible to receive the funds in the year when the same shall be exhausted."

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 82,318
Additions:	
Investment income (loss):	
Income from invested funds	3,090
Unrealized appreciation in fair value of units	9,735
Total investment income (loss)	<u>12,825</u>
Total additions	<u>12,825</u>
Deductions:	
Administrative expenses	<u>67</u>
Total deductions	<u>67</u>
Change in net position	<u>12,758</u>
Net Position Held in Trust, December 31, 2024	\$ <u>95,076</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 30
Investment income receivable	128
578 units of Collective Legal Investment Fund	94,954
Accrued expenses	(36)
Net Position Held in Trust, December 31, 2024	\$ <u>95,076</u>

See accompanying independent auditors' report.

ESTHER WATERS FUND

Created 1833

Income to be used to "give, distribute, and deliver such Firewood or other Fuel to and amongst such of the poor of the City of Philadelphia as shall be found upon careful inquiry to be most deserving of such aid"

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 89,797
Additions:	
Investment income (loss):	
Income from invested funds	1,524
Unrealized appreciation in fair value of units	<u>10,385</u>
Total investment income (loss)	<u>11,909</u>
Total additions	<u>11,909</u>
Deductions:	
Administrative expenses	73
Fuel office expenses	200
Cost of fuel distributed to those in need	<u>4,000</u>
Total deductions	<u>4,273</u>
Change in net position	<u>7,636</u>
Net Position Held in Trust, December 31, 2024	\$ <u>97,433</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 83
Investment income receivable	135
592 units of Collective Legal Investment Fund	97,254
Accrued expenses	<u>(39)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>97,433</u>

See accompanying independent auditors' report.

OBADIAH WHEELOCK FUND

Created 1887

Income "to be awarded . . . to a Meritorious Scholar of the Girls Normal School of the City of Philadelphia"

In view of the Normal School having been abolished and upon recommendation of the Board of Public Education, the income is to be paid to the Pedagogical Library of the Board of Public Education for the purchase of books in memory of Obadiah Wheelock.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 6,477
Additions:	
Investment income (loss):	
Income from invested funds	106
Unrealized appreciation in fair value of units	708
Total investment income (loss)	814
Total additions	814
Deductions:	
Administrative expenses	5
Total deductions	5
Change in net position	809
Net Position Held in Trust, December 31, 2024	\$ 7,286

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 51
Investment income receivable	9
44 units of Collective Legal Investment Fund	7,228
Accrued expenses	(2)
Net Position Held in Trust, December 31, 2024	\$ 7,286

See accompanying independent auditors' report.

J. WILLIAM WHITE FUND

Created 1925

Income may be used to purchase artificial limbs, braces, orthopedic shoes, and any and all like devices for former patients of Philadelphia Nursing Home (successor to Philadelphia General Hospital) so that they become self-reliant and avoid being readmitted to Philadelphia Nursing Home or other like institutions.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 160,442
Additions:	
Investment income (loss):	
Income from invested funds	2,807
Unrealized appreciation in fair value of units	<u>19,058</u>
Total investment income (loss)	<u>21,865</u>
Total additions	<u>21,865</u>
Deductions:	
Administrative expenses	<u>129</u>
Total deductions	<u>129</u>
Change in net position	<u>21,736</u>
Net Position Held in Trust, December 31, 2024	\$ <u>182,178</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 141
Investment income receivable	249
1,107 units of Collective Legal Investment Fund	181,859
Accrued expenses	<u>(71)</u>
Net Position Held in Trust, December 31, 2024	\$ <u>182,178</u>

See accompanying independent auditors' report.

JAMES WINDRIM SCHOLARSHIP FUND

Created 1921

The income is to be used to assist graduates of Girard College who desire to continue studies in school, college, or university who are considered deserving of such opportunity by the Board.

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 51,951
Additions:	
Investment income (loss):	
Income from invested funds	909
Unrealized appreciation in fair value of units	<u>6,189</u>
Total investment income (loss)	<u>7,098</u>
Total additions	<u>7,098</u>
Deductions:	
Administrative expenses	44
Scholarship awards	<u>1,200</u>
Total deductions	<u>1,244</u>
Change in net position	<u>5,854</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 57,805</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 92
Investment income receivable	81
354 units of Collective Legal Investment Fund	58,155
Accrued expenses	<u>(523)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 57,805</u>

See accompanying independent auditors' report.

JOSEPH WRIGHT FUND

Created 1947

By Decree of the Court of Common Pleas of Philadelphia county, dated June 26, 1946, Wright's Industrial and Beneficial Institute of Frankford was dissolved, and the assets of the corporation were awarded to the City of Philadelphia, acting by the Board of Directors of City Trusts, in trust, one-third of the income therefrom to be paid over to the Trustees of the Free Library of Philadelphia for the exclusive benefit of the Frankford Branch, and the balance of said income to be used for the poor as near as may be in keeping with the purposes specified in the Will of Joseph Wright, deceased (those living within a circuit of one mile from the corner of Main and Sellers Streets, in Frankford).

Statement of Changes in Fiduciary Net Position

Year ended December 31, 2024

Net Position Held in Trust, January 1, 2024	\$ 140,193
Additions:	
Investment income (loss):	
Income from invested funds	2,434
Net realized gain on sale of units	812
Unrealized appreciation in fair value of units	<u>15,787</u>
Total investment income (loss)	<u>19,033</u>
Total additions	<u>19,033</u>
Deductions:	
Administrative expenses	115
Fuel office expenses	318
Cost of fuel distributed to those in need	<u>4,267</u>
Total deductions	<u>4,700</u>
Change in net position	<u>14,333</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 154,526</u>

Statement of Fiduciary Net Position

December 31, 2024

Cash and cash equivalents	\$ 113
Investment income receivable	216
939 units of Collective Legal Investment Fund	154,260
Accrued expenses	<u>(63)</u>
Net Position Held in Trust, December 31, 2024	<u>\$ 154,526</u>

See accompanying independent auditors' report.



**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

(A Component Unit of the Estate of Stephen Girard, Deceased)

Basic Financial Statements with Required Supplementary Information

December 31, 2024 and 2023

(With Independent Auditors' Report Thereon)

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

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KPMG LLP
Suite 4000
1735 Market Street
Philadelphia, PA 19103-7501

Independent Auditors' Report

The Members of the Board
The Board of Directors of City Trusts:

Opinion

We have audited the financial statements of the Board of Directors of City Trusts Girard Contributory Retirement Plan (the Plan), a component unit of the Estate of Stephen Girard, Deceased, as of and for the years ended December 31, 2024 and 2023, and the related notes to the financial statements, which comprise the Plan's basic financial statements for the years then ended as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Plan as of December 31, 2024 and 2023, and the changes in the fiduciary net position for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 Plan'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 Plan'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.

Required Supplementary Information

U.S. generally accepted accounting principles require that the management's discussion and analysis and the required supplementary information in schedules 1 through 3 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

KPMG LLP

Philadelphia, Pennsylvania
October 20, 2025

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following discussion and analysis of the Board of Directors of City Trusts Contributory Retirement Plan, a component unit of the Estate of Stephen Girard, Deceased, ("Plan") provides an overview of the financial activities of the Plan for the years ended December 31, 2024 and 2023.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the Notes to the Financial Statements that is provided in addition to this Management's Discussion and Analysis.

The Plan is a single-employer defined benefit plan for certain employees of the Estate of Stephen Girard, Deceased of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the "Board"). The Plan covers certain union employees, hired prior to December 20, 2019, who have completed one year of service regardless of age and whose union contract does not provide benefits under either a union pension plan or the Board's noncontributory plans.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction into the Plan's financial statements. The Plan is considered a fiduciary fund in accordance with the Governmental Accounting Standards Board (GASB) Codification. Fiduciary funds are used to account for resources held for the benefit of parties outside a government. The Plan's financial statements comprise the statements of fiduciary net position, statements of changes in fiduciary net position, notes to the financial statements, and required supplementary information.

Statements of Fiduciary Net Position

These statements for the years ended December 31, 2024 and 2023, are used to account for resources held in a trustee or agency capacity for others and are not available for the support of any government programs. These statements present the total assets held less any liabilities to report the net position restricted for pensions for the Plan. Investments are shown at fair value and all other assets and liabilities are determined on an accrual basis.

Statements of Changes in Fiduciary Net Position

These statements present the results of activities during the years ended December 31, 2024 and 2023. Activities include additions of employer and employee contributions, investment income, net appreciation/depreciation of investments, and deductions including benefit payments and administrative expenses to determine the change in net position restricted for pensions for the year.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

Required Supplementary Information

This information is not audited and includes management's discussion and analysis (this section), a schedule of changes in the employer's net pension asset and related ratios, a schedule of employer contributions, a schedule of investment returns, and the notes to required supplementary information.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

Financial Highlights

The Plan's net position restricted for pensions increased approximately \$799,000 (9%) in 2024 compared to an increase of approximately \$1.2 million (15%) in 2023. The increase in net position in 2024 and the increase in net position in 2023 are a result of favorable market conditions on the Plan's investments.

The Plan's net position restricted for pensions increased approximately \$1.2 million (15%) in 2023 compared to a decrease of approximately \$1.3 million (14%) in 2022. The increase in net position in 2023 and the decrease in net position in 2022 are a result of favorable and unfavorable market conditions, respectively, on the Plan's investments.

Condensed Financial Information

The following schedule is a summary of the December 31, 2024 and 2023 Statements of Fiduciary Net Position with comparative information as of December 31, 2022:

Fiduciary Net Position

	2024	2023	2022
Investments	\$ 9,711,802	8,914,978	7,498,184
Net other assets and liabilities	116,022	114,224	344,643
Net position restricted for pensions	\$ 9,827,824	9,029,202	7,842,827

During the years ended December 31, 2024 and December 31, 2023, the various stock market indices experienced increases, which had a direct impact on the Plan's investments and increased by approximately \$797,000 (9%) and \$1.4 million (19%) respectively.

The following schedule is a summary of the Statements of Changes in Fiduciary Net Position for the years ended December 31, 2024 and 2023 with comparative information for the year ended December 31, 2022:

Changes in Fiduciary Net Position

	2024	2023	2022
Additions:			
Contributions	\$ 22,295	238,883	443,823
Net investment income (loss)	1,202,886	1,391,761	(1,253,490)
Total additions	1,225,181	1,630,644	(809,667)
Deductions:			
Benefit payments, including return of employee contributions	369,815	386,527	376,859
Administrative expenses	56,744	57,742	77,765
Total deductions	426,559	444,269	454,624
Increase (decrease) in net position restricted for pensions	\$ 798,622	1,186,375	(1,264,291)

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

Net investment income (loss) decreased approximately \$189,000 in 2024 compared to 2023. Contributions during 2024 decreased approximately \$217,000 (91%) compared to 2023 due to the reduction of the Plan's actuarially required employer contribution for 2024.

Due to favorable market conditions, net investment income (loss) increased approximately \$2.6 million in 2023 compared to 2022. Contributions during 2023 decreased approximately \$205,000 (46%) compared to 2022 due to the reduction of the Plan's actuarially required employer contribution for 2023.

In 2024 benefit payments decreased approximately \$17,000 (4%) due to a reduction of two plan members receiving benefits compared to 2023. The decrease in 2024 benefit payments is net of the impact of a newly effective Plan amendment providing a cost of living adjustment ranging from 2-5% for certain retirees thereby increasing member benefit payments. In 2023 benefit payments increased approximately \$9,700 (3%) due to one new plan member receiving benefits compared to 2022. Administrative expenses decreased in 2024 by approximately \$1,000 (2%) and decreased in 2023 by approximately \$20,000 (26%) due to audit and consultant fees related to the change in presentation and preparation of the financial statements that occurred in 2022.

Plan Investments

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF) which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of this Plan, the Estate of Stephen Girard, Deceased, Wills Eye Hospital, two other retirement plans of the Board, and the 117 smaller trusts. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. All of the Plan's investments are held in the CLIF. As of December 31, 2024, 2023 and 2022, the Plan owned 59,117 units (approximately 1.6% of total CLIF units), 60,754 units (approximately 1.4% of total CLIF units), and 59,412 units (approximately 1.0% of total CLIF units) respectively.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following is a summary of the CLIF's investments at fair value as of December 31, 2024, 2023 and 2022:

	2024	2023	2022
Short-term investments	\$ 48,142,027	45,606,534	52,586,177
Equity securities:			
Domestic	348,928,688	349,198,251	285,929,564
International	<u>23,527,077</u>	<u>38,413,609</u>	<u>34,990,852</u>
Total equity securities	<u>372,455,765</u>	<u>387,611,860</u>	<u>320,920,416</u>
Fixed income:			
U.S. Government and agencies	23,372,069	57,447,438	51,464,578
Corporate and other	43,747,958	46,282,965	52,290,946
Asset-backed securities	1,801,146	4,661,439	4,383,193
Mortgage-backed securities	2,491,077	1,633,635	2,532,703
Mutual funds	<u>—</u>	<u>8,215,261</u>	<u>51,907,443</u>
Total fixed income	<u>71,412,250</u>	<u>118,240,738</u>	<u>162,578,863</u>
Real estate investments	29,381,422	36,722,591	—
Private equity funds	<u>67,985,887</u>	<u>48,826,514</u>	<u>43,235,409</u>
Total	<u>\$ 589,377,351</u>	<u>637,008,237</u>	<u>579,320,865</u>

Contact Information

This financial report is designed to provide families, supporters, investors and creditors with a general overview of the Plan's finances and to demonstrate the Plan's accountability. Additional information is also available on the Plan's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
 Board of Directors of City Trusts
 Contributory Retirement Plan
 c/o Board of City Trusts
 1101 Market Street
 Suite 2600
 Philadelphia, PA 19107
 215-568-0440

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Statements of Fiduciary Net Position

December 31, 2024 and 2023

	2024	2023
Assets:		
Cash	\$ 112,757	99,069
Investment income receivable	26,165	44,754
Investment in Collective Legal Investment Fund	<u>9,711,802</u>	<u>8,914,978</u>
Total assets	<u>9,850,724</u>	<u>9,058,801</u>
Liabilities:		
Accrued expenses	<u>22,900</u>	<u>29,599</u>
Total liabilities	<u>22,900</u>	<u>29,599</u>
Net position restricted for pensions	<u>\$ 9,827,824</u>	<u>9,029,202</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Statements of Changes in Fiduciary Net Position

Years ended December 31, 2024 and 2023

	2024	2023
Additions:		
Contributions:		
Employee contributions	\$ 22,295	28,119
Employer contributions	—	210,764
Total contributions	<u>22,295</u>	<u>238,883</u>
Net investment income:		
Investment income	209,244	224,204
Net appreciation of investments	1,056,510	1,263,854
Total investment income	<u>1,265,754</u>	<u>1,488,058</u>
Investment expenses		
Net investment income	<u>(62,868)</u>	<u>(96,297)</u>
Total additions	<u>1,225,181</u>	<u>1,630,644</u>
Deductions:		
Benefit payments, including refunds of member contributions	369,815	386,527
Administrative expenses	56,744	57,742
Total deductions	<u>426,559</u>	<u>444,269</u>
Net increase in net position restricted for pensions	798,622	1,186,375
Net position restricted for pensions, beginning of year	<u>9,029,202</u>	<u>7,842,827</u>
Net position restricted for pensions, end of year	<u>\$ 9,827,824</u>	<u>9,029,202</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(1) Description of Plan

(a) General

The Board of Directors of City Trusts Contributory Retirement Plan (the Plan) is a single-employer defined benefit plan for certain employees of the Estate of Stephen Girard, Deceased of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the Board). The Plan covers certain union employees, hired prior to December 20, 2019, who have completed one year of service regardless of age and whose union contract does not provide benefits under either a union pension plan or the Board's noncontributory plan. All administrative expenses are paid out of plan assets. Participants should refer to the plan document for more complete information.

(b) Board of Directors

The Board of Directors are appointed by the Judges of Courts of Common Pleas of Philadelphia and consists of fourteen members of which twelve have voting rights.

(c) Contributions

Members are required to contribute to the Plan at approximately 1.7% of the first \$3,600 plus 4.25% of the excess over \$3,600 of the annual rate of earnings on each January 1 according to salary class, contributed pro rata throughout the calendar year, while employed. In addition, the Board contributes amounts as are necessary to provide the Plan with sufficient assets to meet the benefits to be paid to plan members, based upon amounts recommended by the Plan's actuary. Such amounts are determined in accordance with the projected unit credit actuarial cost method. Members contribute amounts based on salary terms, as defined in the plan agreement.

(d) Benefits

Plan participants who have attained age 65 are entitled to receive retirement benefits payable during their lifetime on the first day of each month following their retirement or termination of employment. Early retirement and survivor benefits are also available to participants.

Benefits are based on cumulative employee contributions required by the Plan determined on career salary levels. Benefits payable upon early retirement are computed in the same manner as normal retirement benefits; however, early retirement benefits are discounted by an early retirement factor.

(1) Normal Retirement Benefit:

- (i) Service Benefit: Approximately 1.1% of the first \$3,600 plus 2.75% of the excess over \$3,600 of the annual rate of earnings on each January 1 according to salary class.
- (ii) Minimum Benefit: \$2,400 annually.

(2) Early Retirement Benefit: Retirement benefit accrued to early retirement date, as in (1) above, and reduced 4% for each year that retirement precedes age 65.

**BOARD OF DIRECTORS OF CITY TRUSTS
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Notes to Financial Statements

December 31, 2024 and 2023

- (3) Postponed (Late) Retirement Benefit: For active members, the Retirement Benefit accrued to Postponed Retirement Date. For inactive members, the retirement benefit as in (1) above, accrued to Normal Retirement Date is increased 1/3 of 1% for each month that benefit commencement exceeds Normal Retirement Date.
- (4) Deferred Vested Benefit: Retirement benefit accrued to date of termination as in (1) above. Benefits commence at normal retirement date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above. If member delays commencement beyond normal retirement date, the benefit shall be increased as described in (3) above.
- (5) The Plan was amended effective December 31, 2023 to provide a cost of living increase to certain retirees. Members who retired in 2019 or earlier will receive a 5.0% increase in their monthly pension payment from the Plan. Members who retired in 2020 will receive a 4.0% increase. Members who retired in 2021 will receive a 3.0% increase in their monthly pension payment from the Plan and those participants who retired in 2022 will receive a 2.0% increase.

(e) Vesting

A participant becomes 100% vested in his or her accrued benefits upon completion of five years of credited service.

Upon termination of employment, vested participants are entitled to plan benefits computed in the same manner as normal retirement benefits.

(f) Plan Termination

The Board has the right to terminate the Plan. Upon plan termination, all funds shall be used to pay participants their retirement income accrued, to the extent funded, as of the date of termination of the Plan. Information regarding vesting benefits provisions and the priority order of the participants' claims upon plan termination may be found in the plan document.

(g) Plan Membership

As of December 31, 2024 and 2023, the number of benefit recipients and members in the Plan consisted of the following:

	2024	2023
Inactive Plan members or beneficiaries currently receiving benefits	30	32
Inactive Plan members entitled to but not yet receiving benefits	15	16
Active Plan members	7	7
Total	52	55

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(2) Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements were prepared in accordance with U.S. generally accepted accounting principles as promulgated by the Governmental Accounting Standards Board (GASB). The Plan is presented as a fiduciary fund utilizing the accrual basis of accounting where the measurement focus is on the flow of economic resources. Employee and employer contributions are recognized as additions in the period in which they are due and administrative expenses are recognized in the period they are incurred. Investment income is recognized when earned and benefit payments and refunds are recognized when due and payable.

(b) Use of Estimates

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

(c) Deposits

All of the Plan's deposits are insured by the Federal Deposit Insurance Corporation ("FDIC") (subject to the FDIC limit or \$250,000 per plan per member). However, the Plan's cash balances can exceed FDIC insured limits. As of December 31, 2024 and 2023, cash in the bank amounted to \$112,757 and \$99,069, respectively, of which all was insured.

(d) Valuation of Investment in Collective Legal Investment Fund

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF), which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of the Plan. The CLIF is an external investment pool, as defined by the GASB, and is not registered with the Securities and Exchange Commission, but is subject to oversight by the Board. The CLIF issues separately available audited financial statements.

Investment in CLIF is measured using net asset value (NAV) per share as a practical expedient to fair value.

(e) Accrued Expenses

Accrued expenses are comprised of amounts primarily representing accruals for professional fees.

(3) Investments

The Board acts as the investment advisor to the Plan. The Plan's investment policy addresses governing provisions and guidelines for the investment process and is approved by the Board. The Plan's investment policy is to invest in the CLIF, which is a balanced portfolio, primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. The Plan has no restrictions on withdrawals from the CLIF.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(4) Net Pension Asset

The components of the net pension asset of the employer at December 31, 2024 and 2023 were as follows:

	2024	2023
Total pension liability	\$ 5,018,035	4,867,934
Plan fiduciary net position	<u>9,827,824</u>	<u>9,029,202</u>
Net pension asset	<u><u>\$ (4,809,789)</u></u>	<u><u>(4,161,268)</u></u>
Plan fiduciary net position as a percentage of the total pension liability	195.85%	185.48 %

(a) Actuarial Assumptions

The total pension liability for 2024 and 2023 was determined by an actuarial valuation as of December 31, 2024 and 2023, respectively, using the following actuarial assumptions, applied to all periods included in the measurement:

Projected salary increases	3.0% compounded annually
Investment rate of return	7.5% per annum, compounded annually, net of investment expenses
Inflation adjustment	3.0% compounded annually
Mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale

The actuarial assumptions used in the December 31, 2024 and January 1, 2024 valuations were based on the results of an actuarial experience study for the period January 1, 2011 through December 31, 2020.

(b) Expected Rate of Return on Investments

The long-term expected rate of return on the Plan's investment in the CLIF was determined using a building block method in which the best estimate ranges of expected real rates of return (i.e., expected returns, net of investment expenses and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected real rates of return by the target asset allocation percentage and by adding expected inflation.

**BOARD OF DIRECTORS OF CITY TRUSTS
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Notes to Financial Statements

December 31, 2024 and 2023

The target asset allocation and best estimates of real rates of return for each major asset class of the CLIF are summarized in the following table as of December 31:

Asset class	2024 and 2023 Target asset allocation	2024 and 2023	2024 and 2023	2023
		Range of Long-term expected real rate of return	Range of Long-term expected real rate of return	Range of Long-term expected real rate of return
Domestic equity	50 %	5.5% to 6.5%	5.5% to 6.5%	5.5% to 6.5%
International equity	10	5.5 to 6.5	5.5 to 6.5	5.6 to 6.6
Fixed income	30	3.0 to 4.5	3.0 to 4.5	2.0 to 3.5
Real estate/alternative	10	4.5 to 5.5	4.5 to 5.5	4.5 to 5.5
Total	100 %			

For the years ended December 31, 2024 and 2023, the Plan's money weighted-rate of return, net of investment expenses, was 13.63% and 17.91%, respectively.

(c) Discount Rate

The discount rate used to measure the total pension liability was 7.5% in 2024 and 2023. The projection of cash flows used to determine the discount rate assumes that employee contributions will be made at the rates applicable to each member and that employer contributions will be made at rates as determined by the actuary. Based on those assumptions, the Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active members. Therefore, the long-term expected rate of return on the Plan's investments was applied to all periods of projected benefit payments to determine the total pension liability.

(d) Sensitivity of Net Pension Asset to Changes in the Discount Rate

The following presents the net pension asset of the employer calculated using the discount rate of 7.5%, as well as what the employer's net pension asset would be if it were calculated using a discount rate that is 1-percentage-point lower or 1-percentage-point higher than the current rate:

	2024		
	1% Decrease	Discount rate	1% Increase
	6.5 %	7.5 %	8.5 %
Net pension asset	\$ (4,006,901)	(4,809,789)	(5,391,879)
2023			
	1% Decrease	Discount rate	1% Increase
	6.5 %	7.5 %	8.5 %
	\$ (3,509,030)	(4,161,268)	(4,701,702)

BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN

Schedule of Changes in the Employer's Net Pension Asset and Related Ratios (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability:										
Service cost	\$ 58,216	66,645	56,800	69,764	89,282	86,038	83,001	71,894	67,782	59,390
Interest	355,844	346,490	344,290	341,443	349,689	356,009	356,110	347,575	338,252	323,854
Changes of benefit terms	162,447	—	—	—	—	—	—	—	—	—
Differences between expected and actual experience	(56,591)	98,340	24,737	(71,805)	(122,177)	(49,736)	72,023	84,417	25,517	225,972
Changes of assumptions	—	—	—	85,290	(17,390)	(16,901)	(18,990)	(14,589)	230,890	—
Benefit payments, including refunds of member contributions	(369,815)	(386,527)	(376,859)	(392,897)	(391,849)	(382,870)	(370,987)	(375,873)	(344,077)	(319,551)
Net change in total pension liability	150,101	124,948	48,968	31,795	(92,445)	(7,460)	121,157	113,424	318,364	289,665
Total pension liability – beginning	<u>4,867,934</u>	<u>4,742,986</u>	<u>4,694,018</u>	<u>4,662,223</u>	<u>4,754,668</u>	<u>4,762,128</u>	<u>4,640,971</u>	<u>4,527,547</u>	<u>4,209,183</u>	<u>3,919,518</u>
Total pension liability – ending	<u>5,018,035</u>	<u>4,867,934</u>	<u>4,742,986</u>	<u>4,694,018</u>	<u>4,662,223</u>	<u>4,754,668</u>	<u>4,762,128</u>	<u>4,640,971</u>	<u>4,527,547</u>	<u>4,209,183</u>
Plan fiduciary net position:										
Contributions – employer	—	210,764	421,527	421,527	263,855	232,320	256,356	385,160	237,720	354,051
Contributions – member	22,295	28,119	22,296	24,857	30,768	36,390	40,026	35,117	36,306	37,527
Net investment income (loss)	1,202,886	1,391,761	(1,253,490)	1,263,337	898,459	1,253,875	(348,873)	831,003	344,926	(29,651)
Benefit payments, including refunds of member contributions	(369,815)	(386,527)	(376,859)	(392,897)	(391,849)	(382,870)	(370,987)	(375,873)	(344,077)	(319,551)
Administrative expense	(56,744)	(57,742)	(77,765)	(51,133)	(51,720)	(69,887)	(47,874)	(46,363)	(48,851)	(45,867)
Net change in plan fiduciary net position	798,622	1,186,375	(1,264,291)	1,265,691	749,513	1,069,828	(471,352)	829,044	226,024	(3,491)
Plan fiduciary net position – beginning	<u>9,029,202</u>	<u>7,842,827</u>	<u>9,107,118</u>	<u>7,841,427</u>	<u>7,091,914</u>	<u>6,022,086</u>	<u>6,493,438</u>	<u>5,664,394</u>	<u>5,438,370</u>	<u>5,441,861</u>
Plan fiduciary net position – ending	<u>9,827,824</u>	<u>9,029,202</u>	<u>7,842,827</u>	<u>9,107,118</u>	<u>7,841,427</u>	<u>7,091,914</u>	<u>6,022,086</u>	<u>6,493,438</u>	<u>5,664,394</u>	<u>5,438,370</u>
Net pension asset	<u>\$ (4,809,789)</u>	<u>(4,161,268)</u>	<u>(3,099,841)</u>	<u>(4,413,100)</u>	<u>(3,179,204)</u>	<u>(2,337,246)</u>	<u>(1,259,958)</u>	<u>(1,852,467)</u>	<u>(1,136,847)</u>	<u>(1,229,187)</u>
Plan fiduciary net position as a percentage of the total pension liability	195.85 %	185.48 %	165.36 %	194.02 %	168.19 %	149.16 %	126.46 %	139.92 %	125.11 %	129.20 %
Covered employee payroll	\$ 512,286	553,650	527,808	643,969	815,357	908,334	946,203	897,132	993,694	1,241,350
Net pension asset as a percentage of covered employee payroll	(938.89)%	(751.61)%	(587.30)%	(685.30)%	(389.92)%	(257.31)%	(133.16)%	(206.49)%	(114.41)%	(99.02)%

See accompanying independent auditors' report.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Schedule of Employer Contributions (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ —	—	142,971	142,971	263,855	232,320	256,356	385,160	237,720	354,051
Contributions in relation to the actuarially determined contribution	\$ —	210,764	421,527	421,527	263,855	232,320	256,356	385,160	237,720	354,051
Contribution deficiency (excess)	\$ —	(210,764)	(278,556)	(278,556)	—	—	—	—	—	—
Covered employee payroll	\$ 512,286	553,650	527,808	643,969	815,357	908,334	946,203	897,132	993,694	1,241,350
Contributions as a percentage of covered employee payroll	— %	38.07 %	79.86 %	65.46 %	32.36 %	25.58 %	27.09 %	42.93 %	23.92 %	28.52 %

Notes to Required Supplementary Information (Unaudited)

December 31, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

Valuation date	January 1, 2024	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015
Actuarial cost method	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization	Entry Age Normal 15 years with level payments on an open amortization
Amortization method	basis	basis	basis	basis	basis	basis	basis	basis	basis	basis
Remaining amortization period	15 years	15 years	15 years	15 years	15 years	15 years				
Actuarial assumptions:										
Investment rate of return	7.50 %	7.50 %	7.50 %	7.50 %	7.75 %	7.75 %	7.75 %	7.75 %	7.75 %	8.00 %
Projected salary increases	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %
Postretirement mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2020 MP generational scale	PRI-2012 Amount Weighted Mortality Table with 2020 MP generational scale	RP-2014 with 2018 MP generational scale	RP-2014 with 2017 MP generational scale	RP-2014 with 2016 MP generational scale	RP-2014 with 2015 MP generational scale	RP-2000
Inflation adjustment	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	2.75 %	2.50 %	2.50 %	2.50 %	2.50 %
Discount rate – actuarially accrued liability	7.50 %	7.50 %	7.50 %	2.79 %	2.79 %	2.72 %	3.49 %	4.14 %	3.79 %	3.48 %

See accompanying independent auditors' report.

**BOARD OF DIRECTORS OF CITY TRUSTS
CONTRIBUTORY RETIREMENT PLAN**

Schedule of Investment Returns (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Annual money weighted rate of return, net of investment expenses	\$ <u>13.63 %</u>	<u>17.91 %</u>	<u>(13.97)%</u>	<u>16.11 %</u>	<u>12.80 %</u>	<u>21.14 %</u>	<u>(5.42)%</u>	<u>14.67 %</u>	<u>6.41 %</u>	<u>(0.54)%</u>

See accompanying independent auditors' report.



**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**
(A Component Unit of the Estate of Stephen Girard, Deceased)

Basic Financial Statements with Required Supplementary Information
December 31, 2024 and 2023
(With Independent Auditors' Report Thereon)

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

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KPMG LLP
Suite 4000
1735 Market Street
Philadelphia, PA 19103-7501

Independent Auditors' Report

The Members of the Board
The Board of Directors of City Trusts:

Opinion

We have audited the financial statements of the Board of Directors of City Trusts Girard Non-Contributory Retirement Plan (the Plan), a component unit of the Estate of Stephen Girard, Deceased, as of and for the years ended December 31, 2024 and 2023, and the related notes to the financial statements, which comprise the Plan's basic financial statements for the years then ended as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Plan as of December 31, 2024 and 2023, and the changes in the fiduciary net position for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 Plan'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 Plan'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.

Required Supplementary Information

U.S. generally accepted accounting principles require that the management's discussion and analysis and the required supplementary information in schedules 1 through 3 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

KPMG LLP

Philadelphia, Pennsylvania
October 20, 2025

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following discussion and analysis of the Board of Directors of City Trusts Girard Non-Contributory Retirement Plan, a component unit of the Estate of Stephen Girard, Deceased, ("Plan") provides an overview of the financial activities of the Plan for the years ended December 31, 2024 and 2023.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the Notes to the Financial Statements that is provided in addition to this Management's Discussion and Analysis.

The Plan is a single-employer defined benefit plan for certain employees of the Estate of Stephen Girard, Deceased of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the "Board"). The Plan covers Girard Estate and Girard College non-union employees, hired prior to September 1, 2010, and certain union employees, hired prior to September 16, 2019, who have completed one year of service regardless of age and certain union employees under union contracts that provide for participation.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction into the Plan's financial statements. The Plan is considered a fiduciary fund in accordance with the Governmental Accounting Standards Board (GASB) Codification. Fiduciary funds are used to account for resources held for the benefit of parties outside a government. The Plan's financial statements comprise the statements of fiduciary net position, statements of changes in fiduciary net position, notes to the financial statements, and required supplementary information.

Statements of Fiduciary Net Position

These statements for the years ended December 31, 2024 and 2023, are used to account for resources held in a trustee or agency capacity for others and are not available for the support of any government programs. These statements present the total assets held less any liabilities to report the net position restricted for pensions for the Plan. Investments are shown at fair value and all other assets and liabilities are determined on an accrual basis.

Statements of Changes in Fiduciary Net Position

These statements present the results of activities during the years ended December 31, 2024 and 2023. Activities include additions of employer contributions, investment income, net appreciation/depreciation of investments, and deductions including benefit payments and administrative expenses to determine the change in net position restricted for pensions for the year.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

Required Supplementary Information

This information is not audited and includes management's discussion and analysis (this section), a schedule of changes in the employer's net pension asset and related ratios, a schedule of employer contributions, a schedule of investment returns, and the notes to required supplementary information.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

Financial Highlights

The Plan's net position restricted for pensions increased approximately \$4.8 million (9%) in 2024 compared to an increase of approximately \$6.5 million (14%) in 2023. The increase in net position in 2024 and 2023 are a result of favorable market conditions on the Plan's investments.

The Plan's net position restricted for pensions increased approximately \$6.5 million (14%) in 2023 compared to a decrease of approximately \$8.4 million (16%) in 2022. The increase in net position in 2023 and the decrease in net position in 2022 are a result of favorable and unfavorable market conditions, respectively, on the Plan's investments.

Condensed Financial Information

The following schedule is a summary of the December 31, 2024 and 2023 Statements of Fiduciary Net Position with comparative information as of December 31, 2022:

Fiduciary Net Position

	2024	2023	2022
Investments	\$ 55,563,780	50,916,059	44,766,221
Net other assets and liabilities	759,589	648,794	288,416
Net position restricted for pensions	<u>\$ 56,323,369</u>	<u>51,564,853</u>	<u>45,054,637</u>

During the years ended December 31, 2024 and December 31, 2023, the various stock market indices experienced increases, which had a direct impact on the Plan's investments and increased by approximately \$4.6 million (9%) and \$6.1 million (14%), respectively.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following schedule is a summary of the Statements of Changes in Fiduciary Net Position for the years ended December 31, 2024 and 2023 with comparative information for the year ended December 31, 2022:

Changes in Fiduciary Net Position

	2024	2023	2022
Additions:			
Contributions	\$ —	570,000	1,140,000
Net investment income (loss)	<u>6,894,178</u>	<u>7,993,970</u>	<u>(7,483,680)</u>
Total additions	<u>6,894,178</u>	<u>8,563,970</u>	<u>(6,343,680)</u>
Deductions:			
Benefit payments, including return of employee contributions	2,059,215	1,979,724	1,915,348
Administrative expenses	<u>76,447</u>	<u>74,030</u>	<u>101,056</u>
Total deductions	<u>2,135,662</u>	<u>2,053,754</u>	<u>2,016,404</u>
Increase (decrease) in net position restricted for pensions	<u>\$ 4,758,516</u>	<u>6,510,216</u>	<u>(8,360,084)</u>

Net investment income (loss) decreased approximately \$1.1 million in 2024 compared to 2023. Contributions during 2024 decreased by \$570,000 (100%) compared to 2023 due to the reduction of the Plan's actuarially required employer contribution for 2024.

Due to favorable market conditions, net investment income (loss) increased approximately \$15.5 million in 2023 compared to 2022. Contributions during 2023 decreased approximately \$570,000 (50%) compared to 2022 due to the reduction of the Plan's actuarially required employer contribution for 2023.

In 2024 benefit payments increased approximately \$79,000 (4%) due to a newly effective Plan amendment providing a cost of living adjustment ranging from 2-5% for certain retirees that increased member benefit payments. In 2023 benefit payments increased approximately \$64,400 (3%) due from a full year of benefit payments made to new plan members receiving benefits during 2022. Administrative expenses increased in 2024 by approximately \$2,400 (3%) and decreased in 2023 by approximately \$27,000 (27%) due to audit and consultant fees related to the change in presentation and preparation of the financial statements which occurred in 2022.

Plan Investments

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF) which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of this Plan, the Estate of Stephen Girard, Deceased, Wills Eye Hospital, two other retirement plans of the Board, and the 117 smaller trusts. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. All of the Plan's investments are held in the CLIF. As of December 31, 2024, 2023 and 2022, the Plan owned 338,224 units (approximately 9.4% of total CLIF units), 346,984 units

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

(approximately 8.0% of total CLIF units), and 354,706 units (approximately 7.7% of total CLIF units), respectively.

The following is a summary of the CLIF's investments at fair value as of December 31, 2024, 2023 and 2022:

	2024	2023	2022
Short-term investments	\$ 48,142,027	45,606,534	52,586,177
Equity securities:			
Domestic	348,928,688	349,198,251	285,929,564
International	23,527,077	38,413,609	34,990,852
Total equity securities	<u>372,455,765</u>	<u>387,611,860</u>	<u>320,920,416</u>
Fixed income:			
U.S. Government and agencies	23,372,069	57,447,438	51,464,578
Corporate and other	43,747,958	46,282,965	52,290,946
Asset-backed securities	1,801,146	4,661,439	4,383,193
Mortgage-backed securities	2,491,077	1,633,635	2,532,703
Mutual funds	—	8,215,261	51,907,443
Total fixed income	<u>71,412,250</u>	<u>118,240,738</u>	<u>162,578,863</u>
Real estate investments	29,381,422	36,722,591	—
Private equity funds	<u>67,985,887</u>	<u>48,826,514</u>	<u>43,235,409</u>
Total	<u>\$ 589,377,351</u>	<u>637,008,237</u>	<u>579,320,865</u>

Contact Information

This financial report is designed to provide families, supporters, investors and creditors with a general overview of the Plan's finances and to demonstrate the Plan's accountability. Additional information is also available on the Plan's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
 Board of Directors of City Trusts
 Girard Non-Contributory Retirement Plan
 c/o Board of City Trusts
 1101 Market Street
 Suite 2600
 Philadelphia, PA 19107
 215-568-0440

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Statements of Fiduciary Net Position

December 31, 2024 and 2023

	2024	2023
Assets:		
Cash	\$ 642,937	423,701
Investment income receivable	139,619	263,391
Investment in Collective Legal Investment Fund	<u>55,563,780</u>	<u>50,916,059</u>
Total assets	<u>56,346,336</u>	<u>51,603,151</u>
Liabilities:		
Accrued expenses	<u>22,967</u>	<u>38,298</u>
Total liabilities	<u>22,967</u>	<u>38,298</u>
Net position restricted for pensions	<u>\$ 56,323,369</u>	<u>51,564,853</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Statements of Changes in Fiduciary Net Position

Years ended December 31, 2024 and 2023

	2024	2023
Additions:		
Employer contributions	\$ —	570,000
Net investment income:		
Investment income	1,217,949	1,364,214
Net appreciation of investments	<u>6,038,456</u>	<u>7,202,853</u>
Total investment income	7,256,405	8,567,067
Investment expenses	<u>(362,227)</u>	<u>(573,097)</u>
Net investment income	<u>6,894,178</u>	<u>7,993,970</u>
Total additions	<u>6,894,178</u>	<u>8,563,970</u>
Deductions:		
Benefit payments, including refunds of member contributions	2,059,215	1,979,724
Administrative expenses	<u>76,447</u>	<u>74,030</u>
Total deductions	<u>2,135,662</u>	<u>2,053,754</u>
Net increase in net position restricted for pensions	4,758,516	6,510,216
Net position restricted for pensions, beginning of year	<u>51,564,853</u>	<u>45,054,637</u>
Net position restricted for pensions, end of year	<u>\$ 56,323,369</u>	<u>51,564,853</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(1) Description of Plan

(a) General

The Board of Directors of City Trusts Girard Non-Contributory Retirement Plan (the Plan) is a single employer defined benefit plan for certain employees of the Estate of Stephen Girard, Deceased of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the Board). The Plan covers Girard Estate and Girard College non-union employees, hired prior to September 1, 2010, and certain union employees, hired prior to September 16, 2019, who have completed one year of service regardless of age and certain union employees under union contracts that provide for participation. Other union employees are eligible for coverage under a contributory plan. All administrative expenses are paid out of plan assets. Participants should refer to the plan document for more complete information.

(b) Board of Directors

The Board of Directors are appointed by the Judges of Courts of Common Pleas of Philadelphia and consists of fourteen members of which twelve have voting rights.

(c) Funding Policy

The Board contributes amounts as necessary to provide the Plan with sufficient assets to meet the benefits to be paid to plan members, based upon amounts recommended by the Plan's actuary. Such amounts are determined in accordance with the projected unit credit actuarial cost method.

(d) Benefits

Plan participants who have attained age 65 are entitled to receive retirement benefits payable during their lifetime on the first day of each month following their retirement or termination of employment. Early retirement and survivor benefits are also available to participants.

Benefits are based on salary and years of service. Early retirement benefits are calculated by discounting the normal retirement benefit by an early retirement factor.

(1) Normal Retirement Benefit, with an effective date of May 1, 1975; except for union employees where the effective date shall be the effective date of the union contract in which the plan participant is first included (effective date), includes:

- (i) Accrued Benefit: The annual accrued benefit credited in the prior Contributory Plan as of the effective date of this Plan, if any, plus
- (ii) Past Service Benefit: 1.0% of annual pay on the effective date multiplied by years of service to the effective date, provided the members had not attained age 65 on the effective date, plus
- (iii) Future Service Benefit: 1.5% (2.0% for non-union employees) of final 5-year average pay multiplied by years of service from date of participation to retirement.

Monthly retirement income shall not exceed 50% of final monthly base pay.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

- (2) Early Retirement Benefit: Income accrued to early retirement date as in (1) above, reduced 1/3 of 1% for each month by which the benefit commencement date preceded Normal Retirement Date.
- (3) Deferred Vested Income: Income accrued to date of termination as in (1) above. Benefits commence at Normal Retirement Date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above.
- (4) The Plan was amended effective December 31, 2023 to provide a cost of living increase to certain retirees. Members who retired in 2019 or earlier will receive a 5.0% increase in their monthly pension payment from the Plan. Members who retired in 2020 will receive a 4.0% increase. Members who retired in 2021 will receive a 3.0% increase in their monthly pension payment from the Plan and those participants who retired in 2022 will receive a 2.0% increase.

(e) Vesting

A participant becomes 100% vested in his or her accrued benefits upon completion of five years of credited service.

Upon termination of employment, the amount of benefit that a vested participant is entitled to under the Plan will be computed based on years of membership service and average monthly salary at the time of termination.

(f) Plan Termination

The Board has the right to terminate the Plan. Upon plan termination, all funds shall be used to pay participants their retirement income accrued, to the extent funded, as of the date of termination of the Plan. Information regarding vesting benefits provisions and the priority order of the participants' claims upon plan termination may be found in the plan document.

(g) Plan Membership

As of December 31, 2024 and 2023, the number of benefit recipients and members in the Plan consisted of the following:

	2024	2023
Inactive Plan members or beneficiaries currently receiving benefits	151	152
Inactive Plan members entitled to but not yet receiving benefits	117	119
Active Plan members	44	49
Total	312	320

(2) Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements were prepared in accordance with U.S. generally accepted accounting principles as promulgated by the Governmental Accounting Standards Board (GASB).

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

The Plan is presented as a fiduciary fund utilizing the accrual basis of accounting where the measurement focus is on the flow of economic resources. Employer contributions are recognized as additions in the period in which they are due and administrative expenses are recognized in the period they are incurred. Investment income is recognized when earned and benefit payments and refunds are recognized when due and payable.

(b) Use of Estimates

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

(c) Deposits

All of the Plan's deposits are insured by the Federal Deposit Insurance Corporation ("FDIC") (subject to the FDIC limit or \$250,000 per plan per member). As of December 31, 2024, cash in the bank amounted to \$642,937 of which \$392,937 was uninsured. As of December 31, 2023, cash in the bank amounted to \$423,701 of which \$173,701 was uninsured.

(d) Valuation of Investment in Collective Legal Investment Fund.

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF), which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of the Plan. The CLIF is an external investment pool, as defined by the GASB, and is not registered with the Securities and Exchange Commission but is subject to oversight by the Board. The CLIF issues separately available audited financial statements.

Investment in CLIF is measured using net asset value (NAV) per share as a practical expedient to fair value.

(e) Accrued Expenses

Accrued expenses are comprised of amounts primarily representing accruals for professional fees.

(3) Investments

The Board acts as the investment advisor to the Plan. The Plan's investment policy addresses governing provisions and guidelines for the investment process and is approved by the Board. The Plan's investment policy is to invest in the CLIF, which is a balanced portfolio, primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. The Plan has no restrictions on withdrawals from the CLIF.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(4) Net Pension Asset

The components of the net pension asset of the employer at December 31, 2024 and 2023 were as follows:

	2024	2023
Total pension liability	\$ 29,166,184	28,760,831
Plan fiduciary net position	<u>56,323,369</u>	<u>51,564,853</u>
Net pension asset	<u><u>\$ (27,157,185)</u></u>	<u><u>(22,804,022)</u></u>
Plan fiduciary net position as a percentage of the total pension liability	193.11 %	179.29 %

(a) Actuarial Assumptions

The total pension liability for 2024 and 2023 was determined by an actuarial valuation as of December 31, 2024 and 2023, respectively, using the following actuarial assumptions, applied to all periods included in the measurement:

Projected salary increases	3.0% compounded annually
Investment rate of return	7.5% per annum, compounded annually, net of investment expenses
Inflation adjustment	3.0% compounded annually
Mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale

The actuarial assumptions used in the December 31, 2024 and January 1, 2024 valuations were based on the results of an actuarial experience study for the period January 1, 2011–December 31, 2020.

(b) Expected Rate of Return on Investments

The long-term expected rate of return on the Plan's investment in the CLIF was determined using a building block method in which the best estimate ranges of expected real rates of return (i.e., expected returns, net of investment expenses and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected real rates of return by the target asset allocation percentage and by adding expected inflation.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

The target asset allocation and best estimates of real rates of return for each major asset class of the CLIF are summarized in the following table as of December 31:

Asset class	2024 and 2023 Target asset allocation	2024 and 2023 Range of long-term expected real rate of return	2023 Range of long-term expected real rate of return
Domestic equity	50 %	5.5% to 6.5%	5.5% to 6.5%
International equity	10	5.5 to 6.5	5.6 to 6.6
Fixed income	30	3.0 to 4.5	2.0 to 3.5
Real estate / alternative	10	4.5 to 5.5	4.5 to 5.5
Total	<u>100 %</u>		

For the years ended December 31, 2024 and 2023, the Plan's money weighted-rate of return, net of investment expenses, was 13.65% and 18.28% respectively.

(c) Discount Rate

The discount rate used to measure the total pension liability was 7.5% in 2024 and 2023. The projection of cash flows used to determine the discount rate assumes that employer contributions will be made at rates as determined by the actuary. Based on those assumptions, the Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active members. Therefore, the long-term expected rate of return on the Plan's investments was applied to all periods of projected benefit payments to determine the total pension liability.

(d) Sensitivity of Net Pension Asset to Changes in the Discount Rate

The following presents the net pension asset of the employer calculated using the discount rate of 7.5%, as well as what the employer's net pension asset would be if it were calculated using a discount rate that is 1-percentage-point lower or 1-percentage-point higher than the current rate:

	2024		
	1% Decrease 6.5%	Discount rate 7.5%	1% Increase 8.5%
Net pension asset	\$ (24,415,562)	(27,157,185)	(29,898,804)
2023			
	1% Decrease 6.5%	Discount rate 7.5%	1% Increase 8.5%
Net pension asset	\$ (19,694,958)	(22,804,022)	(25,414,356)

BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN

Schedule of Changes in the Employer's Net Pension Asset and Related Ratios (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability										
Service cost	\$ 126,041	126,081	112,607	167,962	163,327	169,689	185,901	219,495	225,789	239,019
Interest	2,090,691	2,033,321	2,018,499	2,022,900	2,019,863	1,986,825	1,963,436	1,989,149	1,961,454	1,864,464
Change of benefit terms	755,474	—	—	—	—	—	—	—	—	—
Differences between expected and actual experience	(507,638)	624,320	(480,787)	87,917	(1,494)	(51,111)	(822,615)	(293,763)	27,297	78,633
Changes of assumptions	—	—	—	114,890	376,911	(94,901)	(98,567)	(91,205)	1,225,000	—
Benefit payments, including refunds of member contributions	(2,059,215)	(1,979,724)	(1,915,348)	(1,744,323)	(1,741,520)	(1,703,893)	(1,667,431)	(1,506,874)	(1,372,869)	(1,306,149)
Net change in total pension liability	405,353	803,998	(265,029)	649,346	817,087	306,609	(439,276)	316,802	2,066,671	875,967
Total pension liability – beginning	28,760,831	27,956,833	28,221,862	27,572,516	26,755,429	26,448,820	26,888,096	26,571,294	24,504,623	23,628,656
Total pension liability – ending	29,166,184	28,760,831	27,956,833	28,221,862	27,572,516	26,755,429	26,448,820	26,888,096	26,571,294	24,504,623
Plan fiduciary net position										
Contributions – employer	—	570,000	1,140,000	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488
Net investment income (loss)	6,894,178	7,993,970	(7,483,680)	7,542,470	5,351,887	7,499,404	(2,111,704)	4,588,022	2,017,683	(167,071)
Benefit payments, including refunds of member contributions	(2,059,215)	(1,979,724)	(1,915,348)	(1,744,323)	(1,741,520)	(1,703,893)	(1,667,431)	(1,506,874)	(1,372,869)	(1,306,149)
Administrative expense	(76,447)	(74,030)	(101,056)	(63,746)	(64,410)	(60,911)	(59,318)	(57,347)	(54,683)	(55,841)
Net change in plan fiduciary net position	4,758,516	6,510,216	(8,360,084)	6,874,401	4,335,957	6,254,600	(2,362,837)	4,951,289	2,517,619	398,427
Plan fiduciary net position – beginning	51,564,853	45,054,637	53,414,721	46,540,320	42,204,363	35,949,763	38,312,600	33,361,311	30,843,692	30,445,265
Plan fiduciary net position – ending	56,323,369	51,564,853	45,054,637	53,414,721	46,540,320	42,204,363	35,949,763	38,312,600	33,361,311	30,843,692
Net pension asset	\$ (27,157,185)	(22,804,022)	(17,097,804)	(25,192,859)	(18,967,804)	(15,448,934)	(9,500,943)	(11,424,504)	(6,790,017)	(6,339,069)
Plan fiduciary net position as a percentage of the total pension liability	193.11 %	179.29 %	161.16 %	189.27 %	168.79 %	157.74 %	135.92 %	142.49 %	125.55 %	125.87 %
Covered employee payroll	\$ 2,457,702	2,817,949	2,824,541	3,586,030	3,667,840	3,799,354	4,565,227	4,865,493	4,607,230	4,940,396
Net pension asset as a percentage of covered employee payroll	(1,104.98)%	(809.24)%	(605.33)%	(702.53)%	(517.14)%	(406.62)%	(208.12)%	(234.81)%	(147.38)%	(128.31)%

See accompanying independent auditors' report.

BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN

Schedule of Employer Contributions (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ —	—	185,692	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488
Contributions in relation to the actuarially determined contribution	\$ —	570,000	1,140,000	1,140,000	790,000	520,000	1,475,616	1,927,488	1,927,488	1,927,488
Contribution deficiency (excess)	\$ —	(570,000)	(954,308)	—	—	—	—	—	—	—
Covered employee payroll	\$ 2,457,702	2,817,949	2,824,541	3,586,030	3,799,354	3,799,354	4,565,227	4,865,493	4,607,230	4,940,396
Contributions as a percentage of covered employee payroll	— %	20.23 %	40.36 %	31.79 %	20.79 %	13.69 %	32.32 %	39.62 %	41.84 %	39.01 %

Notes to Required Supplementary Information (Unaudited)

December 31, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

Valuation date	January 1, 2024	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015
Actuarial cost method	Entry Age Normal									
Amortization method	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis
Remaining amortization period	15 years									
Actuarial assumptions:										
Investment rate of return	7.50 %	7.50 %	7.50 %	7.50 %	7.50 %	7.75 %	7.75 %	7.75 %	7.75 %	8.00 %
Projected salary increases	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %
Postretirement mortality										RP-2000
PRI-2012 Amount	Weighted Mortality Table with 2021 MP generational scale	Weighted Mortality Table with 2021 MP generational scale	Weighted Mortality Table with 2021 MP generational scale	Weighted Mortality Table with 2021 MP generational scale	Weighted Mortality Table with 2020 MP generational scale	RP-2014 with 2018 MP generational scale	RP-2014 with 2017 MP generational scale	RP-2014 with 2016 MP generational scale	RP-2014 with 2015 MP generational scale	
Inflation adjustment	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	2.75 %	2.50 %	2.50 %	2.50 %	2.50 %
Discount rate – actuarially accrued liability	7.50 %	7.50 %	2.79 %	2.73 %	2.64 %	3.46 %	4.14 %	3.77 %	3.51 %	4.27 %

See accompanying independent auditors' report.

**BOARD OF DIRECTORS OF CITY TRUSTS
GIRARD NON-CONTRIBUTORY RETIREMENT PLAN**

Schedule of Investment Returns (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Annual money weighted rate of return, net of investment expenses	13.65 %	18.28 %	(14.34)%	16.32 %	12.84 %	21.23 %	(5.53)%	13.68 %	6.49 %	(0.54)%

See accompanying independent auditors' report.



**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN
(A Component Unit of Wills Eye Hospital)**

Basic Financial Statements with Required Supplementary Information

December 31, 2024 and 2023

(With Independent Auditors' Report Thereon)

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

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KPMG LLP
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Independent Auditors' Report

The Members of the Board
The Board of Directors of City Trusts:

Opinion

We have audited the financial statements of the Board of Directors of City Trusts Wills Eye Health System Non-Contributory Retirement Plan (the Plan), a component unit of the Wills Eye Hospital, as of and for the years ended December 31, 2024 and 2023, and the related notes to the financial statements, which comprise the Plan's basic financial statements for the years then ended as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the fiduciary net position of the Plan as of December 31, 2024 and 2023, and the changes in the fiduciary net position for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Plan's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

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 Plan'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 Plan'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.

Required Supplementary Information

U.S. generally accepted accounting principles require that the management's discussion and analysis and the required supplementary information in schedules 1 through 3 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with GAAS, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audits of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

KPMG LLP

Philadelphia, Pennsylvania
October 20, 2025

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following discussion and analysis of the Board of Directors of City Trusts Wills Eye Health System Non-Contributory Retirement Plan, a component unit of Wills Eye Hospital, ("Plan") provides an overview of the financial activities of the Plan for the years ended December 31, 2024 and 2023.

The information contained within this Management's Discussion and Analysis is only a component of the entire financial statement report. Readers should take time to read and evaluate all sections of the report, including the Notes to the Financial Statements that is provided in addition to this Management's Discussion and Analysis.

The Plan is a single-employer defined benefit plan for certain employees of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the "Board"). The Plan covers Wills Eye Health System nonunion employees, hired prior to September 10, 2010, who have completed one year of service regardless of age and certain union employees under union contracts that provide for participation.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction into the Plan's financial statements. The Plan is considered a fiduciary fund in accordance with the Governmental Accounting Standards Board (GASB) Codification. Fiduciary funds are used to account for resources held for the benefit of parties outside a government. The Plan's financial statements comprise the statements of fiduciary net position, statements of changes in fiduciary net position, notes to the financial statements, and required supplementary information.

Statements of Fiduciary Net Position

These statements for the years ended December 31, 2024 and 2023, are used to account for resources held in a trustee or agency capacity for others and are not available for the support of any government programs. These statements present the total assets held less any liabilities to report the net position restricted for pensions for the Plan. Investments are shown at fair value and all other assets and liabilities are determined on an accrual basis.

Statements of Changes in Fiduciary Net Position

These statements present the results of activities during the years ended December 31, 2024 and 2023. Activities include additions of employer contributions, investment income, net appreciation/depreciation of investments, and deductions including benefit payments and administrative expenses to determine the change in net position restricted for pensions for the year.

Notes to the Financial Statements

The notes to the financial statements are an integral part of the financial statements providing additional detail that is essential to a full understanding of the financial statements.

Required Supplementary Information

This information is not audited and includes management's discussion and analysis (this section), a schedule of changes in the employer's net pension asset and related ratios, a schedule of employer contributions, a schedule of investment returns, and the notes to required supplementary information.

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

Financial Highlights

The Plan's net position restricted for pensions increased approximately \$3.1 million (7%) in 2024 compared to an increase of approximately \$4.9 million (13%) in 2023. The increase in net position in 2024 and 2023 is a result of favorable market conditions on the Plan's investments.

In 2023, the Plan's net position restricted for pensions increased \$4.9 million (13%) compared to a decrease of approximately \$7.7 million (17%) in 2022. The increase in net position in 2023 and the decrease in net position in 2022 are a result of favorable and unfavorable market conditions, respectively, on the Plan's investments.

Condensed Financial Information

The following schedule is a summary of the December 31, 2024 and 2023 Statements of Fiduciary Net Position with comparative information as of December 31, 2022:

Fiduciary Net Position

	2024	2023	2022
Investments	\$ 45,590,937	42,425,745	37,515,149
Net other assets and liabilities	621,458	713,316	698,023
Net position restricted for pensions	<u>\$ 46,212,395</u>	<u>43,139,061</u>	<u>38,213,172</u>

During the years ended December 31, 2024 and December 31, 2023, the various stock market indices experienced growth, which resulted in increases to the Plan's investments of approximately \$3.2 million (7%) in 2024 and approximately \$4.9 million (13%) in 2023.

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

The following schedule is a summary of the Statements of Changes in Fiduciary Net Position for the years ended December 31, 2024 and 2023 with comparative information for the year ended December 31, 2022:

Changes in Fiduciary Net Position

	2024	2023	2022
Additions:			
Contributions	\$ 200,000	1,000,000	1,500,000
Net investment income (loss)	<u>5,666,565</u>	<u>6,665,688</u>	<u>(6,397,394)</u>
Total additions	<u>5,866,565</u>	<u>7,665,688</u>	<u>(4,897,394)</u>
Deductions:			
Benefit payments, including return of employee contributions	\$ 2,704,116	2,656,280	2,688,397
Administrative expenses	<u>89,115</u>	<u>83,519</u>	<u>103,769</u>
Total deductions	<u>2,793,231</u>	<u>2,739,799</u>	<u>2,792,166</u>
Increase (decrease) in net position restricted for pensions	<u>\$ 3,073,334</u>	<u>4,925,889</u>	<u>(7,689,560)</u>

Net investment income (loss) decreased approximately \$1 million in 2024 compared to 2023. Contributions during 2024 decreased \$800,000 compared to 2023 due to the reduction of the Plan's actuarially required employer contribution for 2024.

Due to favorable market conditions in 2023 net investment income (loss) increased approximately \$13.1 million compared to 2022 while employer contributions remained flat.

In 2024 benefit payments increased approximately \$48,000 (2%) primarily due to a newly effective Plan amendment providing a cost of living adjustment ranging from 2-5% for certain retirees that increased member benefit payments. In 2023 benefit payments remained relatively flat with a slight decrease compared to 2022.

In 2024 administrative expenses increased by approximately \$5,600 (7%) and decreased in 2023 by approximately \$20,300 (20%) due to audit and consultant fees related to the change in presentation and preparation of the financial statements which occurred in 2022.

Plan Investments

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF) which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of this Plan, the Estate of Stephen Girard, Deceased, Wills Eye Hospital, two other retirement plans of the Board, and the 117 smaller trusts. The CLIF is a balanced portfolio primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. All of the Plan's investments are held in the CLIF. As of December 31, 2024, 2023 and 2022, the Plan owned 277,518 units (approximately 7.7% of total CLIF units), 289,124 units

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Management's Discussion and Analysis (Unaudited)

December 31, 2024 and 2023

(approximately 6.6% of total CLIF units), and 297,252 units (approximately 6.5% of total CLIF units), respectively.

The following is a summary of the CLIF's investments at fair value as of December 31, 2024, 2023 and 2022:

	2024	2023	2022
Short-term investments	\$ 48,142,027	45,606,534	52,586,177
Equity securities:			
Domestic	348,928,688	349,198,251	285,929,564
International	<u>23,527,077</u>	<u>38,413,609</u>	<u>34,990,852</u>
Total equity securities	<u>372,455,765</u>	<u>387,611,860</u>	<u>320,920,416</u>
Fixed income:			
U.S. Government and agencies	23,372,069	57,447,438	51,464,578
Corporate and other	43,747,958	46,282,965	52,290,946
Asset-backed securities	1,801,146	4,661,439	4,383,193
Mortgage-backed securities	2,491,077	1,633,635	2,532,703
Mutual funds	<u>—</u>	<u>8,215,261</u>	<u>51,907,443</u>
Total fixed income	<u>71,412,250</u>	<u>118,240,738</u>	<u>162,578,863</u>
Real estate investments	29,381,422	36,722,591	—
Private equity funds	<u>67,985,887</u>	<u>48,826,514</u>	<u>43,235,409</u>
Total	<u>\$ 589,377,351</u>	<u>637,008,237</u>	<u>579,320,865</u>

Contact Information

This financial report is designed to provide families, supporters, investors and creditors with a general overview of the Plan's finances and to demonstrate the Plan's accountability. Additional information is also available on the Plan's website at www.citytrusts.com. If you have any questions about this report or would like additional information, please contact:

Finance Department
 Board of Directors of City Trusts
 Wills Eye Health System
 Non-Contributory Retirement Plan
 c/o Board of City Trusts
 1101 Market Street
 Suite 2600
 Philadelphia, PA 19107
 215-568-0440

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Statements of Fiduciary Net Position

December 31, 2024 and 2023

	2024	2023
Assets:		
Cash	\$ 530,720	534,804
Investment income receivable	114,017	217,789
Investment in Collective Legal Investment Fund	<u>45,590,937</u>	<u>42,425,745</u>
Total assets	<u>46,235,674</u>	<u>43,178,338</u>
Liabilities:		
Accrued expenses	<u>23,279</u>	<u>39,277</u>
Total liabilities	<u>23,279</u>	<u>39,277</u>
Net position restricted for pensions	<u>\$ 46,212,395</u>	<u>43,139,061</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
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NON-CONTRIBUTORY RETIREMENT PLAN**

Statements of Changes in Fiduciary Net Position

Years ended December 31, 2024 and 2023

	2024	2023
Additions:		
Employer contributions	\$ 200,000	1,000,000
Net investment income:		
Investment income	998,657	1,134,094
Net appreciation of investments	<u>4,965,241</u>	<u>6,010,578</u>
Total investment income	5,963,898	7,144,672
Investment expenses	<u>(297,333)</u>	<u>(478,984)</u>
Net investment income	<u>5,666,565</u>	<u>6,665,688</u>
Total additions	<u>5,866,565</u>	<u>7,665,688</u>
Deductions:		
Benefit payments, including refunds of member contributions	2,704,116	2,656,280
Administrative expenses	<u>89,115</u>	<u>83,519</u>
Total deductions	<u>2,793,231</u>	<u>2,739,799</u>
Net increase in net position restricted for pensions	3,073,334	4,925,889
Net position restricted for pensions, beginning of year	<u>43,139,061</u>	<u>38,213,172</u>
Net position restricted for pensions, end of year	<u>\$ 46,212,395</u>	<u>43,139,061</u>

See accompanying notes to financial statements.

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(1) Description of Plan

(a) General

The Board of Directors of City Trusts Wills Eye Health System Non-Contributory Retirement Plan (the Plan) is a single employer defined benefit plan for certain employees of the Board of Directors of City Trusts acting for the City of Philadelphia, Trustee (the Board). The Plan covers Wills Eye Health System nonunion employees, hired prior to September 10, 2010, who have completed one year of service regardless of age and certain union employees under union contracts that provide for participation. All administrative expenses are paid out of plan assets. Participants should refer to the plan document for more complete information.

(b) Board of Directors

The Board of Directors are appointed by the Judges of Courts of Common Pleas of Philadelphia and consists of fourteen members of which twelve have voting rights.

(c) Funding Policy

The Board contributes amounts as necessary to provide the Plan with sufficient assets to meet the benefits to be paid to plan members, based upon amounts recommended by the Plan's actuary. Such amounts are determined in accordance with the projected unit credit actuarial cost method.

(d) Benefits

Plan participants who have attained age 65 are entitled to receive retirement benefits payable during their lifetime on the first day of each month following their retirement or termination of employment. Early retirement and survivor benefits are also available to participants.

Benefits are based on salary and years of service. Early retirement benefits are calculated by discounting the normal retirement benefit by an early retirement factor.

- (1) Normal Retirement Benefit, with an effective date of May 1, 1975; except for union employees where the effective date shall be the effective date of the union contract in which the plan participant is first included (effective date), includes:
 - (i) Accrued Benefit: The annual accrued benefit credited in the prior Contributory Plan as of the effective date of this Plan, if any, plus
 - (ii) Past Service Benefit: 1.0% of annual pay on the effective date multiplied by years of service to the effective date, provided the members had not attained age 65 on the effective date, plus
 - (iii) Future Service Benefit: 1.5% of final 5-year average pay multiplied by years of service from date of participation to retirement.

For non-union employees, 2.0% of final 5-year average pay multiplied by years of service from date of participation to retirement.

**BOARD OF DIRECTORS OF CITY TRUSTS
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Notes to Financial Statements

December 31, 2024 and 2023

Monthly retirement income shall not exceed 50% of final monthly base pay and shall not be less than \$200 per month (as a single life annuity).

- (2) Early Retirement Benefit: Income accrued to early retirement date as in (1) above, reduced 1/3 of 1.0% for each month by which the benefit commencement date preceded Normal Retirement Date.
- (3) Deferred Vested Income: Income accrued to date of termination as in (1) above. Benefits commence at Normal Retirement Date or, if member has 15 or more years of service, as early as age 50 with benefits reduced as described in (2) above.
- (4) The Plan was amended effective December 31, 2023 to provide a cost of living increase to certain retirees. Members who retired in 2019 or earlier will receive a 5.0% increase in their monthly pension payment from the Plan. Members who retired in 2020 will receive a 4.0% increase. Members who retired in 2021 will receive a 3.0% increase in their monthly pension payment from the Plan and those participants who retired in 2022 will receive a 2.0% increase.

(e) Vesting

A participant becomes 100% vested in his or her accrued benefits upon completion of five years of credited service.

Upon termination of employment, the amount of benefit that a vested participant is entitled to under the Plan will be computed based on years of membership service and average monthly salary at the time of termination.

(f) Plan Termination

The Board has the right to terminate the Plan. Upon plan termination, all funds shall be used to pay participants their retirement income accrued, to the extent funded, as of the date of termination of the Plan. Information regarding vesting benefits provisions and the priority order of the participants' claims upon plan termination may be found in the plan document.

(g) Plan Membership

As of December 31, 2024 and 2023, the number of benefit recipients and members in the Plan consisted of the following:

	2024	2023
Inactive Plan members or beneficiaries currently receiving benefits	264	271
Inactive Plan members entitled to but not yet receiving benefits	126	133
Active Plan members	12	12
Total	402	416

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(2) Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements were prepared in accordance with U.S. generally accepted accounting principles as promulgated by the Governmental Accounting Standards Board (GASB).

The Plan is presented as a fiduciary fund utilizing the accrual basis of accounting where the measurement focus is on the flow of economic resources. Employer contributions are recognized as additions in the period in which they are due and administrative expenses are recognized in the period they are incurred. Investment income is recognized when earned and benefit payments and refunds are recognized when due and payable.

(b) Use of Estimates

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

(c) Deposits

All of the Plan's deposits are insured by the Federal Deposit Insurance Corporation ("FDIC") (subject to the FDIC limit or \$250,000 per plan per member). However, the Plan's cash balances can exceed FDIC insured limits. As of December 31, 2024 and 2023, cash in the bank amounted to \$530,720 and \$534,804, respectively, of which \$280,720 and \$284,804, respectively, was uninsured.

(d) Valuation of Investment in Collective Legal Investment Fund

The Plan's investment policy is to invest in the Collective Legal Investment Fund (CLIF), which was created by the Board to pool for investment management purposes the collective assets of the trusts it manages, including certain assets of the Plan. The CLIF is an external investment pool, as defined by the GASB, and is not registered with the Securities and Exchange Commission, but is subject to oversight by the Board. The CLIF issues separately available audited financial statements.

Investment in CLIF is measured using net asset value (NAV) per share as a practical expedient to fair value.

(e) Accrued Expenses

Accrued expenses are comprised of amounts primarily representing accruals for professional fees.

(3) Investments

The Board acts as the investment advisor to the Plan. The Plan's investment policy addresses governing provisions and guidelines for the investment process and is approved by the Board. The Plan's investment policy is to invest in the CLIF, which is a balanced portfolio, primarily comprising equity securities, fixed income funds, short-term investments, real estate investments, and alternative investments held in private equity investments. The Plan has no restrictions on withdrawals from the CLIF.

**BOARD OF DIRECTORS OF CITY TRUSTS
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NON-CONTRIBUTORY RETIREMENT PLAN**

Notes to Financial Statements

December 31, 2024 and 2023

(4) Net Pension Asset

The components of the net pension asset of the employer at December 31, 2024 and 2023 were as follows:

	2024	2023
Total pension liability	\$ 36,290,200	36,857,082
Plan fiduciary net position	<u>46,212,395</u>	<u>43,139,061</u>
Net pension asset	<u>\$ (9,922,195)</u>	<u>(6,281,979)</u>
Plan fiduciary net position as a percentage of the total pension liability	127.34 %	117.04 %

(a) Actuarial Assumptions

The total pension liability for 2024 and 2023 was determined by an actuarial valuation as of December 31, 2024 and 2023, respectively, respectively, using the following actuarial assumptions, applied to all periods included in the measurement:

Projected salary increases	3.0% compounded annually
Investment rate of return	7.5% per annum, compounded annually, net of investment expenses
Inflation adjustment	3.0% compounded annually
Mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale

The actuarial assumptions used in the December 31, 2024 and January 1, 2024 valuations were based on the results of an actuarial experience study for the period January 1, 2011 through December 31, 2020.

(b) Expected Rate of Return on Investments

The long-term expected rate of return on the Plan's investment in the CLIF was determined using a building block method in which the best estimate ranges of expected real rates of return (i.e., expected returns, net of investment expenses and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected real rates of return by the target asset allocation percentage and by adding expected inflation.

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Notes to Financial Statements

December 31, 2024 and 2023

The target asset allocation and best estimates of real rates of return for each major asset class of the CLIF are summarized in the following table as of December 31:

Asset class	2024 and 2023 Target asset allocation	2024 and 2023	2023
		Range of Long-term expected real rate of return	Range of Long-term expected real rate of return
Domestic equity	50 %	5.5% to 6.5%	5.5% to 6.5%
International equity	10	5.5 to 6.5	5.6 to 6.6
Fixed income	30	3.0 to 4.5	2.0 to 3.5
Real estate / alternative	10	4.5 to 5.5	4.5 to 5.5
Total	<u>100 %</u>		

For the years ended December 31, 2024 and 2023, the Plan's money weighted-rate of return, net of investment expenses, was 13.54% and 18.07%, respectively.

(c) Discount Rate

The discount rate used to measure the total pension liability was 7.5% in 2024 and 2023. The projection of cash flows used to determine the discount rate assumes that employer contributions will be made at rates as determined by the actuary. Based on those assumptions, the Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and non-active members. Therefore, the long-term expected rate of return on the Plan's investments was applied to all periods of projected benefit payments to determine the total pension liability.

(d) Sensitivity of Net Pension Asset to Changes in the Discount Rate

The following presents the net pension asset of the employer calculated using the discount rate of 7.5%, as well as what the employer's net pension asset would be if it were calculated using a discount rate that is 1-percentage-point lower or 1-percentage-point higher than the current rate:

	2024		
	1% Decrease 6.5%	Discount rate 7.5%	1% Increase 8.5%
	Net pension asset		
Net pension asset	\$ (7,273,008)	(9,922,195)	(12,571,378)
2023			
	1% Decrease 6.5%	Discount rate 7.5%	1% Increase 8.5%
Net pension asset	\$ (3,429,419)	(6,281,979)	(8,777,205)

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Schedule of Changes in the Employer's Net Pension Liability (Asset) and Related Ratios (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Total pension liability:										
Service cost	\$ 10,336	63,816	51,874	51,874	77,549	131,139	129,707	146,763	151,489	157,934
Interest	2,665,485	2,722,048	2,714,148	2,713,580	2,775,905	2,749,757	2,749,422	2,771,758	2,692,747	2,626,675
Changes of benefit terms	976,684	—	—	—	—	—	—	—	—	—
Differences between expected and actual experience	(1,515,271)	(806,785)	(219,455)	(291,457)	189,950	(112,972)	(480,889)	826,767	(59,937)	88,779
Changes of assumptions	—	—	—	157,822	522,419	(132,000)	(139,000)	(130,000)	1,676,000	—
Benefit payments, including refunds of member contributions	<u>(2,704,116)</u>	<u>(2,656,280)</u>	<u>(2,688,397)</u>	<u>(2,703,821)</u>	<u>(2,686,540)</u>	<u>(2,673,431)</u>	<u>(2,590,646)</u>	<u>(2,549,687)</u>	<u>(2,485,082)</u>	<u>(2,478,685)</u>
Net change in total pension liability	(566,882)	(677,201)	(141,830)	(72,002)	879,283	(37,507)	(331,406)	1,065,601	1,975,217	394,703
Total pension liability – beginning	<u>36,857,082</u>	<u>37,534,283</u>	<u>37,676,113</u>	<u>37,748,115</u>	<u>36,868,832</u>	<u>36,906,339</u>	<u>37,237,745</u>	<u>36,172,144</u>	<u>34,196,927</u>	<u>33,802,224</u>
Total pension liability – ending	<u>36,290,200</u>	<u>36,857,082</u>	<u>37,534,283</u>	<u>37,676,113</u>	<u>37,748,115</u>	<u>36,868,832</u>	<u>36,906,339</u>	<u>37,237,745</u>	<u>36,172,144</u>	<u>34,196,927</u>
Plan fiduciary net position:										
Contributions – employer	200,000	1,000,000	1,500,000	1,500,000	1,500,000	1,501,400	1,325,000	1,200,000	1,200,000	1,200,000
Net investment income (loss)	5,666,565	6,665,688	(6,397,394)	6,524,205	4,679,321	6,613,092	(1,867,167)	4,333,178	1,954,950	(135,553)
Benefit payments, including refunds of member contributions	(2,704,116)	(2,656,280)	(2,688,397)	(2,703,821)	(2,686,540)	(2,673,431)	(2,590,646)	(2,549,687)	(2,485,082)	(2,478,685)
Administrative expense	(89,115)	(83,519)	(103,769)	(74,814)	(74,926)	(71,305)	(66,786)	(62,989)	(69,933)	(54,508)
Net change in plan fiduciary net position	3,073,334	4,925,889	(7,689,560)	5,245,570	3,417,855	5,369,756	(3,199,599)	2,920,502	599,935	(1,468,746)
Plan fiduciary net position – beginning	<u>43,139,061</u>	<u>38,213,172</u>	<u>45,902,732</u>	<u>40,657,162</u>	<u>37,239,307</u>	<u>31,869,551</u>	<u>35,069,150</u>	<u>32,148,648</u>	<u>31,548,713</u>	<u>33,017,459</u>
Plan fiduciary net position – ending	<u>46,212,395</u>	<u>43,139,061</u>	<u>38,213,172</u>	<u>45,902,732</u>	<u>40,657,162</u>	<u>37,239,307</u>	<u>31,869,551</u>	<u>35,069,150</u>	<u>32,148,648</u>	<u>31,548,713</u>
Net pension liability (asset)	<u>\$ (9,922,195)</u>	<u>(6,281,979)</u>	<u>(678,889)</u>	<u>(8,226,619)</u>	<u>(2,909,047)</u>	<u>(370,475)</u>	<u>5,036,788</u>	<u>2,168,595</u>	<u>4,023,496</u>	<u>2,648,214</u>
Plan fiduciary net position as a percentage of the total pension liability	127.34 %	117.04 %	101.81 %	121.84 %	107.71 %	101.00 %	86.35 %	94.18 %	88.88 %	92.26 %
Covered employee payroll	<u>\$ 2,440,000</u>	<u>2,270,815</u>	<u>2,363,559</u>	<u>2,242,447</u>	<u>2,236,885</u>	<u>2,208,357</u>	<u>2,235,608</u>	<u>2,484,534</u>	<u>2,718,440</u>	<u>2,635,641</u>
Net pension liability (asset) as a percentage of covered employee payroll	(406.65)%	(276.64)%	(28.72)%	(366.86)%	(130.05)%	(16.78)%	225.30 %	87.28 %	148.01 %	100.48 %

See accompanying independent auditors' report.

BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN

Schedule of Employer Contributions (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Actuarially determined contribution	\$ —	79,913	1,147,000	1,500,000	1,500,000	1,501,400	1,325,000	1,200,000	1,200,000	1,200,000
Contributions in relation to the actuarially determined contribution	\$ 200,000	1,000,000	1,500,000	1,500,000	1,500,000	1,501,400	1,325,000	1,200,000	1,200,000	1,200,000
Contribution deficiency (excess)	\$ (200,000)	(920,087)	(353,000)	—	—	—	—	—	—	—
Covered employee payroll	\$ 2,440,000	2,270,815	2,363,559	2,242,447	2,236,885	2,208,357	2,235,608	2,484,534	2,718,440	2,635,641
Contributions as a percentage of covered employee payroll	8.20 %	44.04 %	63.46 %	66.89 %	67.06 %	67.99 %	59.27 %	48.30 %	44.14 %	45.53 %

Notes to Required Supplementary Information (Unaudited)

December 31, 2024

(1) Significant methods and assumptions used in calculating the actuarially determined contributions

The methods and assumptions used in calculating the actuarially determined contributions are as follows:

Valuation date	January 1, 2024	January 1, 2023	January 1, 2022	January 1, 2021	January 1, 2020	January 1, 2019	January 1, 2018	January 1, 2017	January 1, 2016	January 1, 2015
Actuarial cost method	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal	Entry Age Normal				
Amortization method	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis	15 years with level payments on an open amortization basis
Remaining amortization period	15 years	15 years	15 years	15 years	15 years	15 years				
Actuarial assumptions:										
Investment rate of return	7.50 %	7.50 %	7.50 %	7.50 %	7.50 %	7.75 %	7.75 %	7.75 %	7.75 %	8.00 %
Projected salary increases	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %
Postretirement mortality	PRI-2012 Amount Weighted Mortality Table with 2021 MP generational scale	RP-2014 Weighted Mortality Table with 2018 MP generational scale	RP-2014 Weighted Mortality Table with 2017 MP generational scale	RP-2014 Weighted Mortality Table with 2016 MP generational scale	RP-2014 Weighted Mortality Table with 2015 MP generational scale	RP-2000				
Inflation adjustment	3.00 %	3.00 %	3.00 %	3.00 %	3.00 %	2.75 %	2.50 %	2.50 %	2.50 %	2.50 %
Discount rate – actuarially accrued liability	7.50 %	7.50 %	2.79 %	2.56 %	2.45 %	3.34 %	4.08 %	3.65 %	3.35 %	4.11 %

See accompanying independent auditors' report.

**BOARD OF DIRECTORS OF CITY TRUSTS
WILLS EYE HEALTH SYSTEM
NON-CONTRIBUTORY RETIREMENT PLAN**

Schedule of Investment Returns (Unaudited)

December 31, 2024

	2024	2023	2022	2021	2020	2019	2018	2017	2016	2015
Annual money weighted rate of return, net of investment expenses	13.54 %	18.07 %	(14.34)%	15.64 %	12.78 %	21.16 %	(5.43)%	13.78 %	6.33 %	(0.42)%

See accompanying independent auditors' report.