## **Monterey Bay Aquarium Research Institute**

Financial Statements and Report of Independent Certified Public Accountants

**December 31, 2024** 

## **Monterey Bay Aquarium Research Institute**

### Index

**December 31, 2024** 

|  | Page(s) |
|--|---------|
| Report of Independent Certified Public Accountants | 1-2     |
| Financial Statements                               |         |
| Statement of Financial Position                    | 3       |
| Statement of Activities                            | 4       |
| Statement of Cash Flows                            | 5       |
| Notes to Financial Statements                      | 6–19    |



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#### REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors Monterey Bay Aquarium Research Institute

#### Opinion

We have audited the financial statements of Monterey Bay Aquarium Research Institute (the "Institute"), which comprise the statement of financial position as of December 31, 2024, and the related statements of activities and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Institute as of December 31, 2024, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for opinion**

We conducted our audit of the financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Institute 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 accounting principles generally accepted in the United States of America, 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 Institute's ability to continue as a going concern for one year after the date the financial statements are issued.



#### Auditor's responsibilities for the audit of the financial statements

statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 US 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 US GAAS and Government Auditing Standards, 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 Institute'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 Institute'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.

New York, New York June 4, 2025

Scent Thornton LLP

### Monterey Bay Aquarium Research Institute Statement of Financial Position December 31, 2024

| (in thousands of dollars)  |    |                  |
|--|----|------------------|
| Assets   |    | 2024             |
| Cash and cash equivalents  | \$ | 40,222           |
| Receivables  |    |                  |
| The David and Lucile Packard Foundation                          |    | 56,848           |
| Federal awards and other   |    | 11,332           |
| Prepaid expenses and other assets                                |    | 2,345            |
| Deferred compensation plan investments Right of use lease assets |    | 6,730<br>2,597   |
| Property and equipment, net                                      |    | 2,597<br>156,696 |
| Total assets   | \$ | 276,770          |
|  | Ψ  | 210,110          |
| Liabilities and Net Assets Liabilities                           |    |                  |
| Accounts payable   | \$ | 13,643           |
| Accrued expenses and other liabilities                           | Ψ  | 6,002            |
| Operating lease liabilities                                      |    | 2,637            |
| Deferred compensation plan liabilities                           |    | 6,730            |
| Postretirement benefit liabilities                               |    | 13,140           |
| Total liabilities  |    | 42,152           |
| Net assets   |    |                  |
| Without donor restrictions                                       |    |                  |
| Undesignated   |    | 144,514          |
| Board designated   |    | 25,056           |
| From The David and Lucile Packard Foundation                     |    | 50.040           |
| For ongoing operations   |    | 56,848           |
|  |    | 226,418          |
| With donor restrictions  |    |                  |
| Purpose restricted   |    | 8,200            |
|  |    | 8,200            |
| Total net assets   |    | 234,618          |
| Total liabilities and net assets                                 | \$ | 276,770          |

### Monterey Bay Aquarium Research Institute Statement of Activities Year Ended December 31, 2024

| (in thousands of dollars)                              | <br>nout Donor<br>strictions | <br>th Donor<br>strictions | Total         |
|--|------------------------------|----------------------------|---------------|
| Revenue and other support                              |                              |                            |               |
| Funding from The David and Lucile Packard              |                              |                            |               |
| Foundation   | \$<br>56,848                 | \$<br>-                    | \$<br>56,848  |
| Federal awards   | 23,403                       | -                          | 23,403        |
| Nonfederal awards                                      | 1,274                        | 1,832                      | 3,106         |
| Net assets release from restrictions - non federal     | 1,082                        | (1,082)                    | -             |
| Other  | 2,970                        | <br>_                      | 2,970         |
| Total revenue and other support                        | <br>85,577                   | 750                        | 86,327        |
| Expenses   |                              |                            |               |
| Research and development                               | 58,493                       | -                          | 58,493        |
| Marine operations                                      | 5,608                        | -                          | 5,608         |
| Information and technology dissemination               | 2,086                        | -                          | 2,086         |
| Operational support                                    | 10,214                       | <br>-                      | 10,214        |
| Total expenses   | 76,401                       | -                          | 76,401        |
| Increase in net assets, before                         | 0.470                        | 750                        | 0.000         |
| nonoperating postretirement activity                   | 9,176                        | 750                        | 9,926         |
| Components of net periodic postretirement benefit cost |                              |                            |               |
| other than service cost                                | 2,627                        | -                          | 2,627         |
| Net periodic postretirement benefit (credit)           | <br>(435)                    | <br>-                      | <br>(435)     |
| Increase in net assets                                 | 11,368                       | 750                        | 12,118        |
| Net assets without donor restrictions                  |                              |                            |               |
| Beginning of year                                      | <br>215,050                  | <br>7,450                  | 222,500       |
| End of year  | \$<br>226,418                | \$<br>8,200                | \$<br>234,618 |

### Monterey Bay Aquarium Research Institute Statement of Cash Flows Year Ended December 31, 2024

(in thousands of dollars)

| Cash flows from operating activities                           |              |
|--|--------------|
| Cash received from donors                                      | \$<br>38     |
| Cash received from grants                                      | 25,417       |
| Cash received from other support                               | 608          |
| Cash received from interest                                    | 2,664        |
| Cash paid for employees  | (38, 253)    |
| Cash paid for program expenses                                 | (28,612)     |
| Cash paid for taxes  | (65)         |
| Cash paid from deferred compensation                           | <br>(236)    |
| Net cash used in operating activities                          | (38,439)     |
| Cash flows from investing activities                           |              |
| Purchase of deferred compensation plan investments             | (3,373)      |
| Proceeds from maturity of certificates of deposit              | 6,020        |
| Proceeds from sale and maturity of deferred comp investments   | 3,331        |
| Purchase of property and equipment using capital grant funding | (23,503)     |
| Purchase of property and equipment                             | <br>(22,417) |
| Net cash used in investing activities                          | <br>(39,942) |
| Cash flows from financing activities                           |              |
| Cash received from The David and Lucile Packard Foundation     | <br>54,926   |
| Net cash provided by financing activities                      | <br>54,926   |
| Net decrease in cash and cash equivalents                      | (23,455)     |
| Cash and cash equivalents                                      |              |
| Beginning of year  | 63,677       |
| End of year  | \$<br>40,222 |

(in thousands of dollars)

#### 1. Organization and Summary of Significant Accounting Policies

#### Organization

The Monterey Bay Aquarium Research Institute (the "Institute") is a not-for-profit organization founded in 1987 for the purpose of conducting scientific research in marine biology, oceanography, underwater geology, and other kinds of marine research in and around the Monterey Bay and elsewhere and to educate the scientific community and the general public in regard to such research. The Institute's primary facilities are located in Moss Landing, California.

Since 1994, The David and Lucile Packard Foundation (the "Foundation") has been the Institute's only member, with the power to elect the Board of Directors. In 2024 approximately 66% of the Institute's revenues and other support came from the Foundation. In addition, certain trustees and officers of the Foundation are also directors or officers of the Institute.

#### **Basis of Presentation**

The financial statements are presented on the accrual basis of accounting and in conformity with accounting principles generally accepted in the United States of America ("generally accepted accounting principles") and with the provisions of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 958, *Not-for-Profit Entities*, which requires the Institute to classify its net assets into two categories according to donor-imposed restrictions – net assets without donor imposed restrictions and net assets with donor-imposed restrictions.

#### **Net Assets without Donor Restrictions**

Net assets without donor restrictions represent resources which do not have donor-imposed stipulations available to support the Institute's operations. Additionally, an operating reserve has been established for use on specific projects subject to the Board of Directors' approval. Funding received from the Foundation is considered equity transactions and have been recorded as contributions on the statement of activities. In 2024 the Foundation committed to fund the Institute's subsequent year's operations in the amount of \$56,848. Additionally, the Institute has received funding between 2017 and 2022 in the amount of \$85,000 for specified capital projects. As of 2024 these funds have been spent on specified capital projects, which are pending final completion as of 2024.

#### **Net Assets with Donor Restrictions**

Net assets with donor restrictions represent contributions that are limited in use by the Institute in accordance with donor-imposed stipulations. These stipulations may expire with time or may be satisfied and removed by the actions of the Institute according to the terms of the contributions. At December 31, 2024 the Institute had \$8,200 in net assets with donor restrictions of which \$8,200 is purpose restricted for specific research. For the year ended December 31, 2024, the Institute incurred expenditures of \$1,082 that met stipulations of donations.

#### **Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include the accrual for postretirement benefit liabilities and the estimated useful life for property and equipment.

(in thousands of dollars)

#### Concentrations of Credit Risk

Financial instruments that potentially subject the Institute to credit risk consist primarily of cash and cash equivalents and receivables. Cash and cash equivalents are maintained by major financial institutions and include investments in money market funds. At times, such amounts may exceed Federal Deposit Insurance Corporation limits. The Institute believes that credit risk related to such accounts is minimal. Receivables consist primarily of funds due from the Foundation (Note 3). The Institute closely monitors receivables and has not experienced significant credit losses to date.

### **Cash and Cash Equivalents**

Cash and cash equivalents consist of cash on hand and in banks, money market funds and highly liquid investments purchased with an original maturity date of three months or less.

#### Other Assets

The Institute's other assets include deferred compensation plan investments, and certificates of deposits with original maturity dates greater than 90 days which are reported at fair value.

Certificates of deposit totaled \$474 as of December 31, 2024.

#### **Investments**

Fair value is determined in accordance with accounting principles generally accepted in the United States of America. Fair value is defined as the amount that would be exchanged for an asset or to transfer a liability between market participants in an orderly transaction at the measurement date. The Institute determines fair value based upon the fair value hierarchy established under applicable accounting guidance which requires an entity to prioritize the use of observable market-based inputs over the use of unobservable inputs when measuring fair value. Investments are categorized as Level 1 when the valuation is based upon quoted prices in active markets for identical assets or liabilities; Level 2 when the valuation is based upon inputs other than quoted prices in active markets that are either directly or indirectly observable; and Level 3 when the valuation is based upon unobservable inputs in which little or no market data exists, therefore requiring the Institute to develop assumptions to determine the best estimate of fair value. The Institute's financial securities (nonretirement investments) are categorized in the following levels of the fair value hierarchy at December 31, 2024:

|  |              | 20             | 24 |         |                     |
|--|--------------|----------------|----|---------|---------------------|
|  | Level 1      | Level 2        |    | Level 3 | Total               |
| Money market mutual funds<br>Certificates of deposit | \$<br>37,669 | \$<br>-<br>474 | \$ | -       | \$<br>37,669<br>474 |
| Commodice of deposit                                 | \$<br>37,669 | \$<br>474      | \$ | _       | \$<br>38,143        |

Investment transactions are recorded on a trade date basis. Realized gains and losses on dispositions of investments represent the difference between the original cost of the investment and the proceeds received from the sale. Money market funds are reported on the statement of financial position as cash and cash equivalents. Certificates of deposit are reported on the statement of financial position as prepaid expenses and other assets.

(in thousands of dollars)

#### **Property and Equipment**

Property and equipment are recorded at cost or at the fair market value at the date of donation and are depreciated on the straight-line basis over the estimated useful lives of the assets (3 to 30 years). Capitalized costs for self-constructed assets include direct labor and benefits for employees specifically identified with the project. Capitalized costs are subject to a threshold of \$5 to be accounted for as property and equipment. Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

#### **Revenue Recognition**

The Institute recognizes revenue from contributions, grants and contracts in accordance with Accounting Standards Update ("ASU") 2018-08, Not-For-Profit Entities (Topic 958): Clarifying the Scope and the Accounting Guidance for Contributions Received and Contributions Made. Accordingly, the Institute evaluates whether a transfer of assets is (1) an exchange transaction in which a resource provider is receiving commensurate value in return for the resources transferred or (2) a contribution. If the transfer of assets is determined to be an exchange transaction, the Institute applies guidance under ASC 606. If the transfer of assets is determined to be a contribution, the Institute evaluates whether the contribution is conditional based upon whether the agreement includes both (1) one or more barriers that must be overcome before the Institute is entitled to the assets transferred and promised and (2) a right of return of assets transferred or a right of release of a promisor's obligation to transfer assets.

The Institute reports contributions of cash and other assets as support with donor restrictions if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restriction and reported in the accompanying statement of activities as net assets released from restrictions. Contributions with donor restrictions are reported as contributions without donor restrictions when the restriction is met in the same period as the contribution is received.

Contracts deemed exchange contracts are recognized in accordance with ASC 606. The core principle of ASC 606 is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Revenue is measured based on consideration specified in a contract with a customer. The Institute recognizes revenue when it satisfies a performance obligation by transferring control over goods and services to a customer.

### **Performance Obligations**

The Institute is occasionally engaged by organizations with the intention to transfer goods or services which are outlined by a scope of work in every contract and have discrete pricing associated with the service to be provided. Each service is accounted for as a separate performance obligation. Generally, these performance obligations are satisfied over time and recognize revenue as the goods or services are provided, as this best represents the transfer of control to the customer.

### Disaggregation of Revenue

The Institute's revenue is disaggregated by customer type, contract type and service type. The majority of the Institute's exchange contract revenue is from contracts with government entities either directly or as a subcontractor and is recognized over time as the services are performed.

(in thousands of dollars)

These contracts are cost reimbursable. The Institute also earns royalty revenues from the licensing and sales of intellectual property which are recognized at a point in time. Revenue from these sources is reported on the statement of activities as other income.

The following table disaggregates revenue based on the timing of revenue recognition for the year ended December 31, 2024:

|   | 2  | 024       |
|---|----|-----------|
| Over time (procurement) Point in time (royalties) | \$ | 60<br>127 |
|   | \$ | 187       |

#### **Deferred Grant Revenue**

Deferred grant revenue represents funds which have been received for programs which have not yet been completed or taken place, and therefore have not yet been earned.

As of December 31, 2024 the Institute had deferred revenue of \$248.

#### **Income Taxes**

The Institute is a not-for-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code (the "Code") and is exempt from federal and state income taxes pursuant to Section 501(a) of the Code and Section 23701(d) of the California Tax Code. To the extent that the Institute carries out activities that are subject to unrelated business income tax, it is subject to income taxation. Income tax incurred by the Institute is reported on the statement of activities under operational support.

The Institute is a private operating foundation within the meaning of Section 509(a) of the Code that makes its required charitable expenditures by sponsoring and managing its own programs.

Pursuant to Section 4940(a) of the Code, the Institute's investment income, reduced by certain allowable expenses, is subject to excise tax at a rate of 1.39% of investment income. The Institute's status as an operating foundation is determined annually by satisfying the income test and certain other numerical tests. Generally, a private operating foundation must make qualifying distributions of 4.25% of the average fair value of the foundation's investment assets directly for the active conduct of the activities for which it is organized and operating. The Institute has met the requirements for private operating foundation status through December 31, 2024.

(in thousands of dollars)

#### 2. Property and Equipment

Property and equipment at December 31, 2024 consist of the following:

|  | 2024          |
|--|---------------|
| Land                                       | \$<br>4,236   |
| Buildings                                  | 51,135        |
| Research vessels                           | 9,763         |
| Remotely operated vehicles                 | 26,314        |
| Ocean deployed equipment                   | 36,222        |
| General equipment, furniture, and fixtures | 38,194        |
| Capital projects in progress               | <br>120,876   |
|  | 286,740       |
| Less: Accumulated depreciation             | <br>(130,105) |
| Property and equipment, net                | \$<br>156,635 |

The Institute had two major capital projects in progress at the end of 2024, the research vessel David Packard and the construction of a research and robotics building. The amounts related to these assets held in Capital project in progress are \$107,609 as of December 31, 2024.

Depreciation expense for the year ended December 31, 2024 was \$7,459.

### 3. Related-Party Transactions

In June of 2024, the Institute received funding commitment from the Foundation to support the subsequent year's operations. The receivable from the Foundation was \$56,848 as of December 31, 2024 and is included in net assets without donor restrictions.

(in thousands of dollars)

#### 4. Contributions receivable

Contributions receivable at December 31, 2024 consist of the following and are grouped within federal awards and other on the statement of financial position:

2024

|  | •  | 2024           |
|--|----|----------------|
| Contributions receivable before discount Less: Unamortized discount* | \$ | 1,430<br>(169) |
| Net contributions receivable   | \$ | 1,261          |

Contributions receivable are estimated to be collected as follows as of December 31, 2024:

| Amounts due in     | •  |       |
|--------------------|----|-------|
| Less than one year | \$ | 1,407 |
| One to two years   |    | 23    |
|                    | \$ | 1,430 |

<sup>\*</sup>Discount rates used to present value contributions for the year ended December 31, 2024 was 6.77%.

The Institute had conditional contributions of \$45,654 as of December 31, 2024. These are comprised of federal awards that the Institute has obtained but not yet met the conditions to recognize as revenue. As the conditions are met revenue will be recorded as federal awards on the statement of activities.

#### 5. Commitments and Contingencies

#### Leases

The Institute leases certain land facilities and equipment under operating and financing leases. The terms of these leases expire in 2031 through 2039, with certain options to renew which are expected to be exercised. Under the accounting standard for leases, a lease conveys the right to control the use of an identified asset for a period of time in exchange for consideration. On the statement of financial position "Right of use lease assets" represent the Institute's right to use an underlying asset for the lease term and the "Operating lease liabilities" represent the Institute's obligation to make lease payments arising from the lease based the on present value of lease payments over the lease term.

### **December 31, 2024**

(in thousands of dollars)

Components of lease expense for the year ended December 31, 2024 are as follows:

| Year ended December 31, 2024   |             |
|--------------------------------|-------------|
| Lease Cost                     |             |
| Operating lease cost           | \$<br>230   |
| Short term lease cost          | 61          |
| Total Lease Cost               | \$<br>291   |
|                                |             |
| Year Ending December 31, 2024  |             |
| Operating lease                | <br>2,658   |
| Total lease right-of-use asset | 2,658       |
| Operating lease                | <br>2,834   |
| Total lease liability          | \$<br>2,834 |

The following table displays the weight-average term and discount rate for operating leases as of December 31, 2024:

| Weighted-average term (years)  | 14    |
|--------------------------------|-------|
| Weighted-average discount rate | 1.93% |

The undiscounted cash flows for future years as of December 31, 2024 are as follows:

| Undiscounted cash flows due within: | Op | erating |
|-------------------------------------|----|---------|
| 2025                                | \$ | 251     |
| 2026                                |    | 258     |
| 2027                                |    | 265     |
| 2028                                |    | 273     |
| 2029                                |    | 280     |
| 2029 and thereafter                 |    | 1,860   |
| Total undiscounted cash flows       |    | 3,187   |
| Less present value                  |    | 353     |
| Total lease liability               | \$ | 2,834   |

Rent expense was \$291 for the year ended December 31, 2024.

#### Other commitments and contingencies

During 2022 the Institute entered into a contract to construct a research and robotics building. The contract amount as of December 31, 2024 is \$42,555 with installments of \$1,761 remaining to be paid in 2025, as construction of the building is completed.

(in thousands of dollars)

During 2021 the Institute entered into a contract with Construcciones Navales P. Feire S.A. to construct a new research vessel. The contract value is \$43,974 which the Institute has made payments of \$41,974 as of December 31, 2024. During 2024 the Institute took ownership of the research vessel and will make the remaining \$2,000 payment when defects on the research vessel are remedied. The vessel was not placed in service until 2025 due to repairs required to make the vessel operational which were completed in January of 2025.

In October 2024 the Institute renegotiated its contract with Construcciones Navales P. Feire S.A. to make the final \$2,000 payment at the equivalent value in Euros as of October 30, 2024. As a result of this renegotiation the Institute entered into an agreement with Wells Fargo Bank to purchase \$1,841 Euros at a price of \$2,027 USD to hedge against any currency fluctuations between the contract renegotiation date and the payment date of January 31, 2025. As of December 31, 2024 the fair market value of the hedge contract with Wells Fargo was \$1,900 as the Euro declined from 1.08 on the contract execution date of October 30,2024 to 1.03 as of December 31, 2024. The foreign currency hedge is classified as Level 2 under the fair value hierarchy.

During 2024 the Institute entered into an installment payment agreement with CSI Leasing, Inc. to license the use of a Rubrik system over 5 years at a cost over 5 years of \$1,860. The license will be effective January 1, 2025 with annual payments of \$372 starting on January 1, 2025, and payable annually until January 1, 2029.

As of December 31, 2024 the Institute has \$500 on deposit as collateral to guarantee that the Institute will comply with the provisions of a land lease entered into with the State of California, California State Lands Commission to obtain right-of-way use needed for the operation of one of the Institute's projects, the MARS Project. This amount is included in prepaid expenses and other assets in the statement of financial position.

The Institute derives a portion of its revenues from various federally funded programs that are subject to review and audit by governmental oversight agencies. Institute management believes that the Institute is in material compliance with the standards set forth by the federal governmental agencies and that the outcome of reviews and audits conducted by such agencies will not have a significant effect on the financial position of the Institute.

During 2023 the Institute had a structural evaluation completed on a commercial pier that it wholly owns. As a result of the evaluation it was determined that the pier was no longer fit for use and will need to be demolished. The net book value of the pier is not material. The Institute is currently not under an obligation to demolish the pier and as such, the cost to do so has not been reflected in the 2024 financial statements.

#### **Claims**

Claims are filed from time to time against the Institute in the ordinary course of business. The Institute is not aware of any such matters that would have a material adverse effect on the Institute's financial position.

(in thousands of dollars)

#### 6. Retirement Plans

The Institute sponsors a defined contribution plan under IRC 403(b). The defined contribution plan covers all employees who meet eligibility requirements. Contributions to the 403(b) plan are made by the Institute at 10% of an employee's annual salary. Under the 403(b) plan and subject to statutory limits, employees may make voluntary deferred salary contributions to the 403(b) Plan. Total expenses related to this plan were \$2,904 in 2024.

The Institute sponsors a Section 457(b) Qualified Eligible Salary Deferral Plan (the "Salary Deferral Plan") primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees to accumulate retirement assets. The Salary Deferral Plan enables participants to defer income on a pre-tax basis. There are no Institute contributions related to this plan. At December 31, 2024 the Institute held plan investments of \$6,550 that are included in deferred compensation plan investments. These assets are designated by the Institute to pay future Salary Deferral Plan liabilities of \$6,550 as of December 31, 2024. These liabilities are included in deferred compensation plan liabilities.

The Institute also sponsors a Nonqualified Deferred Compensation Restoration Plan (the "Compensation Restoration Plan") primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees to accumulate retirement assets. The Compensation Restoration Plan provides for the Institute to make contributions to a participant's account equal to the amount in excess of IRC limits which the participant would otherwise have been eligible for in accordance with the Institute's 403(b) plan. At December 31, 2024 the Institute held plan investments of \$180, that are included in deferred compensation plan investments, which are designated by the Institute to pay future Compensation Restoration Plan liabilities of \$180 December 31, 2024. These liabilities are included in deferred compensation plan liabilities.

At December 31, 2024 all the Institute's deferred compensation plan investments were classified as Level 1 as they are mutual funds with daily traded fair market values and consisted of the following:

|   | 2024        |
|---|-------------|
| Equity mutual funds                       | \$<br>4,025 |
| Equity and bond mutual funds              | 2,549       |
| U.S. Government securities mutual funds   | 156         |
| Total fair value of deferred compensation |             |
| plan investments                          | \$<br>6,730 |

The Institute has a contributory retiree health insurance program (the "Plan") which covers substantially all employees who meet the eligibility requirements. Each August 1, the Institute contributes on behalf of each retired employee to a health reimbursement account ("HRA"). The amount of the contribution is 50% of the premium in effect as of August 1, 2017 with the same family status (single or two-party coverage) as the retiree. The retiree may then spend the amount in the HRA on any medical expenses that are tax-deductible, including premiums for health insurance.

(in thousands of dollars)

The following information presents the Plan's unfunded status and the amounts recognized in the statement of financial position as of December 31, 2024 on a measurement date of December 31, 2024:

|  | 2024         |  |  |
|--|--------------|--|--|
| Benefit obligation                                       | \$<br>13,140 |  |  |
| Fair value of plan assets                                | <br>         |  |  |
| Unfunded status  | \$<br>13,140 |  |  |
| Amount recognized in the statements of                   |              |  |  |
| financial position as postretirement benefit liabilities | \$<br>13,140 |  |  |

Amounts recognized in net assets without donor restrictions at December 31, 2024 were as follows:

|                    | 2024          |  |  |
|--------------------|---------------|--|--|
| Net loss           | \$<br>(1,108) |  |  |
| Prior service cost | <br>(1,418)   |  |  |
|                    | \$<br>(2,526) |  |  |

The Plan's net periodic postretirement benefit cost for the year ended December 31, 2024 was (\$2,370).

Changes other than net periodic postretirement benefit cost recognized in the statement of activities for the year ended December 31, 2024 was as follows:

|                                     | 2024 |         |  |
|-------------------------------------|------|---------|--|
| Net actuarial (gain)                | \$   | (2,891) |  |
| Amortization of net (gain)          |      | (31)    |  |
| Amortization of prior service cost  |      | 3,357   |  |
| Net periodic postretirement benefit |      |         |  |
| cost/credit                         | \$   | 435     |  |

Total contributions paid by the Institute to the Plan for the year ended December 31, 2024 were \$368. Total benefit payments made from the Plan for the year ended December 31, 2024 were \$368.

The weighted-average discount rate used in determining the accumulated postretirement benefit liabilities was 5.44% as of December 31, 2024 and in determining the net periodic postretirement benefit cost was 4.77% for the year ended December 31, 2024.

### (in thousands of dollars)

The Plan is fully insured and is funded on a pay-as-you-go basis. The estimated minimum benefit payments by year that reflect expected future service to be paid by the Institute are as follows:

| 2025      | \$<br>757 |
|-----------|-----------|
| 2026      | 800       |
| 2027      | 851       |
| 2028      | 883       |
| 2029      | 923       |
| 2030-2034 | 4,788     |

The annual rate of increase in the per capita cost of medical benefits (i.e., health care cost trend rate) was assumed to be 8.2% in 2024 and declining by 0.4% per year until the ultimate trend rate of 5.0% is reached by 2033.

(in thousands of dollars)

### 7. Functional Expenses

|  | 2024             |          |                                   |         |             |       |                |                       |             |         |    |         |
|--|------------------|----------|-----------------------------------|---------|-------------|-------|----------------|-----------------------|-------------|---------|----|---------|
|  | Program Services |          |                                   |         |             |       |                | Supporting Activities |             |         |    |         |
|  | Research and     |          | Marine                            |         | Information |       | Program        |                       | Operational |         |    |         |
|  | Dev              | elopment | Operations Dissemination Subtotal |         | Support     |       | Total Expenses |                       |             |         |    |         |
| Salaries, Fringe, Board Fees                             | \$               | 23,932   | \$                                | 6,718   | \$          | 1,377 | \$             | 32,027                | \$          | 6,530   | \$ | 38,557  |
| Miscellaneous  |                  | 24,854   |                                   | (2,177) |             | 208   |                | 22,885                |             | 4,040   |    | 26,925  |
| Depreciation   |                  | 4,337    |                                   | 113     |             | 101   |                | 4,551                 |             | 2,908   |    | 7,459   |
| Occupancy  |                  | 4,448    |                                   | 768     |             | 249   |                | 5,465                 |             | (4,093) |    | 1,372   |
| Travel, Conferences and meetings                         |                  | 861      |                                   | 172     |             | 17    |                | 1,050                 |             | 281     |    | 1,331   |
| Legal Fees   |                  | 6        |                                   | -       |             | -     |                | 6                     |             | 320     |    | 326     |
| Printing and publications                                |                  | 55       |                                   | 14      |             | 134   |                | 203                   |             | 28      |    | 231     |
| Accounting Fees  |                  | -        |                                   | -       |             | -     |                | -                     |             | 200     |    | 200     |
| Postretirement benefit costs - interest and amortization |                  | (1,630)  | _                                 | (458)   |             | (94)  | _              | (2,182)               |             | (445)   |    | (2,627) |
| Total expenses   | \$               | 56,863   | \$                                | 5,150   | \$          | 1,992 | \$             | 64,005                | \$          | 9,769   | \$ | 73,774  |

(in thousands of dollars)

The Institute classifies program operating cost amongst its three main activities. Cost are associated with each activity either by occurring directly within that activity or by allocation from another activity. Allocations are made for facility and ship usage to better align costs with each activity's use of resources. Allocable costs from the marine division are captured in cost centers and then allocated based on days the organizational function uses those operations. Facilities costs are allocated based on square footage of the facility and the function occupying the area. Total program expenses shown on the analysis of expenses do not articulate with total expenses shown on the statement of activities. Interest expense and gain amortization associated with the contributory retiree health insurance program are reflected in the analysis of expenses with their respective program activity. The Institute incurred costs for award acquisition of \$82 during 2023 which are reflected in operational support. The Institute's expenses are classified within the following activities:

#### **Research and Development**

Develop and adapt innovative technologies for advancing our understanding of the ocean.

#### **Marine Operations**

The Division of Marine Operations serves a role in the support of the Institute's research and development by operating and maintaining the Institute's research vessels and remotely operated vehicles. The support provided by the Division of Marine Operations facilitates the work of developing, adapting and utilizing innovative technology.

#### **Information Dissemination**

Information and technology dissemination serves as a gateway for the transfer of knowledge gained, solutions devised and technologies developed to communities outside of the Institute. These communities include researchers, educators, policy makers, resource managers, industry and the general public.

#### 8. Available Resources and Liquidity

The Institute has a board designated operating reserve of \$25,056 as of December 31, 2024. This is a governing board-designated reserve with the objective of setting aside funds to be used on specifically approved projects. The Institute maintains the reserve at no less than \$6,000 which was determined by management as the minimum needed to meet capital fluctuations during a given year. The operating reserve consists of unused funds that result from support in excess of actual expenditures. Over the course of a given year, the Institute may realize surpluses or deficits relative to its proposed revenue and expenditures; these fluctuations are added to or are deducted from the operating reserve at the end of each calendar year. The operating reserve is held as money market funds. Although the Institute does not intend to spend from its board designated funds other than amounts appropriated for general expenditure as part of its annual budget approval and appropriation process, amounts from the operating reserve could be made available by the Board of Directors if necessary.

(in thousands of dollars)

The following represents the Institute's financial assets as of December 31, 2024.

|   | 2024 |         |  |
|---|------|---------|--|
| Cash and cash equivalents                             | \$   | 40,222  |  |
| David and Lucile Packard Foundation receivables       |      | 56,848  |  |
| Federal awards and other receivables                  |      | 11,332  |  |
| Total financial assets                                |      | 108,402 |  |
| Less those unavailable due to designations            |      |         |  |
| Board designations                                    |      |         |  |
| Operating reserve                                     |      | 25,056  |  |
| Funding from Valley Foundation for                    |      |         |  |
| capital projects                                      |      | 86      |  |
| Total amounts unavailable for general expenditures    |      | 25,142  |  |
| Financial assets available to meet                    |      |         |  |
| cash needs for operating expenditures within one year | \$   | 83,260  |  |

### 9. Subsequent Events

The Institute has evaluated subsequent events for the period December 31, 2024 through June 4, 2025, the date the financial statements were available to be issued.