

## **Mayo Clinic**

Unaudited Condensed Consolidated Financial Reports June 30, 2019



## **Mayo Clinic**

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### **Condensed Consolidated Statements of Financial Position** (In Millions)

	une 30, 2019 naudited	Dec	ember 31, 2018
Assets			
Current assets:			
Cash and cash equivalents	\$ 31	\$	29
Accounts receivable for medical services	2,040		1,828
Securities lending collateral	3		5
Other receivables	402		378
Other current assets	 200		187
Total current assets	2,676		2,427
Investments	10,284		9,384
Investments under securities lending agreement	31		70
Other long-term assets	891		695
Property, plant and equipment, net	 4,790		4,729
Total assets	\$ 18,672	\$	17,305
Liabilities and Net Assets			
Current liabilities:			
Accounts payable	\$ 436	\$	464
Accrued payroll	794		646
Accrued employee benefits	147		146
Deferred revenue	55		63
Long-term variable-rate debt	620		620
Securities lending payable	3		5
Other current liabilities	 360		337
Total current liabilities	2,415		2,281
Long-term debt, net of current portion	2,740		2,800
Accrued pension and postretirement benefits, net of current portion	1,651		1,749
Other long-term liabilities	1,540		1,323
Total liabilities	8,346		8,153
Net assets:			
Without donor restrictions	6,847		5,937
With donor restrictions	 3,479		3,215
Total net assets	10,326		9,152
Total liabilities and net assets	\$ 18,672	\$	17,305

See notes to condensed consolidated financial statements.



### Condensed Consolidated Statements of Activities Unaudited (in Millions)

	Six Months Ended June 30, 2019					Six Months Ended June 30, 2018			
	Without Donor		With Donor		Witho	out Donor	With Donor		
	Rest	trictions	Restrictions	Total	Res	strictions	Restrictions	Total	
Revenue, gains and other support:									
Medical service revenue	\$	5,682	\$ - \$	5,682	\$	5,224 \$	— \$	5,224	
Grants and contracts		299	_	299		245	_	245	
Investment return allocated to current activities		168	13	181		175	39	214	
Contributions available for current activities		42	75	117		8	93	101	
Other		499	_	499		454	_	454	
Net assets released from restrictions		89	(89)			90	(90)	_	
Total revenue, gains and other support		6,779	(1)	6,778		6,196	42	6,238	
Expenses:									
Salaries and benefits		3,817	_	3,817		3,667	_	3,667	
Supplies and services		1,932	_	1,932		1,797	_	1,797	
Depreciation and amortization		286	_	286		273	_	273	
Facilities		134	_	134		128	_	128	
Finance and investment		68	_	68		60	_	60	
Total expenses		6,237	_	6,237		5,925	_	5,925	
Income (loss) from current activities		542	(1)	541		271	42	313	
Noncurrent and other items:									
Contributions not available for current activities, net		(11)	118	107		(13)	101	88	
Unallocated investment return (loss), net		291	147	438		(104)	23	(81)	
Income tax expense		(20)	_	(20)		(17)	_	(17)	
Benefit credit		67	_	67		44	_	44	
Other		(1)	_	(1)		(3)	_	(3)	
Total noncurrent and other items		326	265	591		(93)	124	31	
Increase in net assets before other changes in net assets		868	264	1,132		178	166	344	
Pension and other postretirement benefit adjustments		42	_	42		72	_	72	
Increase in net assets		910	264	1,174		250	166	416	
Net assets at beginning of year		5,937	3,215	9,152		5,018	3,005	8,023	
Net assets at end of year	\$	6,847	\$ 3,479 \$	10,326	\$	5,268 \$	3,171 \$	8,439	

See notes to consolidated financial statements.



### **Condensed Consolidated Statements of Cash Flows Unaudited (In Millions)**

	Six Months Ended June 30, 2019		E	Months nded 30, 2018
Cash flows from operating activities:				
Cash from medical services	\$	5,119	\$	4,798
Cash from external lab services		351		327
Cash from grants and contracts		272		237
Cash from benefactors		18		39
Cash from other activities		256		428
Cash for salaries and benefits		(3,581)		(3,702)
Cash for supplies, services, and facilities		(1,959)		(1,914)
Interest and dividends received		84		61
Interest paid		(58)		(52)
Income taxes paid		(20)		(15)
Net cash provided by operating activities		482		207
Cash flows from investing activities:				
Purchase of property, plant and equipment		(356)		(412)
Purchases of investments		(1,633)		(986)
Sales and maturities from investments		1,397		1,093
Net cash used in investing activities		(592)		(305)
Cash flows from financing activities:				
Restricted gifts, bequests and other		175		91
Payment of long-term debt		(63)		(2)
Net cash provided by financing activities		112		89
Net increase (decrease) in cash and cash equivalents		2		(9)
Cash and cash equivalents at beginning of period		29		66
Cash and cash equivalents at end of period	<u>\$</u>	31	\$	57

See notes to condensed consolidated financial statements.



#### Note 1. Basis of Presentation

Mayo Clinic (the Clinic) and its Arizona, Florida, Iowa, Minnesota and Wisconsin affiliates provide comprehensive medical care and education in clinical medicine and medical sciences and conduct extensive programs in medical research. The Clinic and its affiliates also provide hospital and outpatient services, and at each major location, the clinical practice is closely integrated with advanced education and research programs. The Clinic has been determined to qualify as a tax-exempt organization under Section 501(c) (3) of the Internal Revenue Code (Code) and as a public charity under Section 509(a) (2) of the Code. Included in the Clinic's condensed consolidated financial statements are all of its wholly owned or wholly controlled subsidiaries, which include both tax-exempt and taxable entities. All significant intercompany transactions have been eliminated in consolidation.

The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States (GAAP) for interim financial information. Accordingly, they do not include all of the information and footnotes required by GAAP for complete financial statements. In the opinion of management, all adjustments considered necessary for a fair presentation have been included and are of a normal and recurring nature. Operating results for the six months ended June 30, 2019, are not necessarily indicative of the results to be expected for the year ending December 31, 2019. For further information, refer to the audited consolidated financial statements and notes thereto for the year ended December 31, 2018.

The Clinic has elected to present the condensed consolidated statements of cash flows using the direct method beginning January 1, 2019 to enhance the utility of the condensed consolidated financial statements and disclosures. The statements have been restated for the prior period presented.

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. Estimates also affect the reported amounts of revenue and expenses during the reporting period. Although estimates are considered to be fairly stated at the time the estimates are made, actual results could differ from those estimates.

#### Note 2. New Accounting Standards

Effective December 31, 2018, the Clinic adopted FASB Accounting Standard Update (ASU) No. 2016-14, *Presentation of Financial Statements of Not-for-Profit Entities (Topic 958).* The ASU changed certain financial statement requirements for not-for-profit entities in an effort to make the information more meaningful to users and reduce reporting complexity. The Clinic adopted the net asset classes in the condensed consolidated statements of financial position, the condensed consolidated statements of activities and provided additional disclosures related to liquidity, expense reporting and investment return and restated prior periods presented.

Effective January 1, 2019, the Clinic adopted Financial Accounting Standards Board (FASB) Accounting Standard Update (ASU) No. 2016-02, *Leases (Topic 842)* using a modified retrospective approach and by electing practical expedients, did not reassess whether any existing or expired agreements contain leases, the lease classification for any expired or existing leases, and the initial direct costs for any expired or existing leases. This ASU required the rights and obligations arising from the lease contracts, including existing and new arrangements, to be recognized as assets and liabilities on the statements of financial position in addition to disclosures to help financial statement users better understand the amount, timing, and uncertainty of cash flows arising from leases. The Clinic recorded right-of-use assets and obligations for current operating leases in the amount of \$149 in the condensed consolidated statements of financial position.



#### Note 2. New Accounting Standards (Continued)

Effective January 1, 2019, the Clinic adopted FASB Accounting Standard Update (ASU) No. 2017-07, Compensation - Retirement Benefits (Topic 715) using a retrospective approach. This ASU required other components of net periodic benefit costs other than service cost be presented separately from presentation of service cost in the condensed consolidated statements of activities. The adoption of this ASU resulted in a \$67 and \$44 increase in salaries and benefits expense offset by an increase in benefit credit on the condensed consolidated statements of activities for the six months ended June 30, 2019 and June 30, 2018, respectively.

Effective January 1, 2019, the Clinic adopted FASB Accounting Standard Update (ASU) No. 2018-08, Not-for-Profit Entities - Clarifying the Scope and Accounting Guidance for Contributions Received and Contributions Made (Topic 958) on a modified prospective basis. The ASU provided a more robust framework to determine when a transaction should be accounted for as a contribution or as an exchange transaction and provided additional guidance about how to determine whether a contribution is conditional. The adoption of this ASU did not materially impact the condensed consolidated financial statements.

New Accounting Standard Not Yet Adopted:

In August 2018, the FASB issued ASU No. 2018-15, Intangibles - Goodwill and Other, Internal-Use Software (Subtopic 350-40), Customer's Accounting for Implementation Costs Incurred in a Cloud Computing Arrangement That Is a Service Contract. This ASU aligns the requirements for capitalizing implementation costs incurred in a hosting arrangement that is a service contract with the requirements for capitalizing implementation costs incurred to develop or obtain internal-use software. The ASU is effective January 1, 2021 and will be applied using a prospective approach.

The Clinic is currently assessing the impact of the preceding unadopted ASU on its condensed consolidated financial statements.

#### Note 3. Liquidity and Availability

Financial assets available for general expenditure within one year of the balance sheet date, comprise the following at June 30:

	 2019
Cash and cash equivalents	\$ 31
Accounts receivable	2,040
Promises to give	170
Grants receivable	106
Other receivables	126
Investments	 6,396
Total financial assets available within one year	\$ 8,869



#### Note 4. Medical Service Revenue

Medical service revenue is reported at the amount that reflects the consideration to which the Clinic expects to be entitled in exchange for providing patient care. These amounts, representing transaction price, are due from patients, third-party payors (including health insurers and government programs), and others and includes variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations. Generally, the Clinic bills the patients and third-party payors several days after the services are performed and/or the patient is discharged from the facility. Revenue is recognized as performance obligations are satisfied.

Performance obligations are determined based on the nature of the services provided by the Clinic. Revenue for performance obligations satisfied over time is recognized based on actual charges incurred in relation to total expected (or actual) charges. The Clinic believes that this method provides a faithful depiction of the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. Generally, performance obligations satisfied over time relate to patients in the Clinic's hospital(s) receiving inpatient acute care services. The Clinic measures the performance obligation from admission into the hospital to the point when it is no longer required to provide services to that patient, which is generally at the time of discharge. Revenue for performance obligations satisfied at a point in time is recognized when goods or services are provided and the Clinic does not believe it is required to provide additional goods or services to the patient.

Because all of its performance obligations relate to contracts with a duration of less than one year, the Clinic has elected to apply the optional exemption provided in FASB ASC 606-10-50-14(a) and, therefore, is not required to disclose the aggregate amount of the transaction price allocated to performance obligations that are unsatisfied or partially unsatisfied at the end of the reporting period. The unsatisfied or partially unsatisfied performance obligations referred to above are primarily related to inpatient acute care services at the end of the reporting period. The performance obligations for these contracts are generally completed when the patients are discharged, which generally occurs within days or weeks of the end of the reporting period.

The Clinic determines the transaction price based on standard charges for goods and services provided to patients, reduced by contractual adjustments provided to third-party payors, discounts provided to uninsured patients in accordance with the Clinic's policy, and/or implicit price concessions based on historical collection experience.

Agreements with third-party payors typically provide for payments at amounts less than established charges. A summary of the payment arrangements with major third-party payors follows:

- Medicare: Certain inpatient acute care services are paid at prospectively determined rates per discharge based on clinical, diagnostic and other factors. Certain services are paid based on cost-reimbursement methodologies subject to certain limits. Physician services are paid based upon established fee schedules. Outpatient services are paid using prospectively determined rates.
- Medicaid: Reimbursements for Medicaid services are generally paid at prospectively determined rates per discharge, per occasion of service, or per covered member.
- Other: Payment agreements with certain commercial insurance carriers, health maintenance organizations, and preferred provider organizations provide for payment using prospectively determined rates per discharge, discounts from established charges, and prospectively determined daily rates.



#### Note 4. Medical Service Revenue (Continued)

Laws and regulations concerning government programs, including Medicare and Medicaid, are complex and subject to varying interpretation. As a result of investigations by governmental agencies, various health care organizations have received requests for information and notices regarding alleged noncompliance with those laws and regulations, which, in some instances, have resulted in organizations entering into significant settlement agreements. Compliance with such laws and regulations may also be subject to future government review and interpretation as well as significant regulatory action, including fines, penalties, and potential exclusion from the related programs. There can be no assurance that regulatory authorities will not challenge the Clinic's compliance with these laws and regulations, and it is not possible to determine the impact (if any) such claims or penalties would have upon the Clinic. In addition, the contracts the Clinic has with commercial payors also provide for retroactive audit and review of claims.

Generally, patients who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. The Clinic also provides services to uninsured patients, and offers those uninsured patients a discount, either by policy or law, from standard charges. The Clinic 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 determined by reducing the standard charge by any contractual adjustments, discounts, and implicit price concessions. Subsequent changes to the estimate of the transaction price are generally recorded as adjustments to medical service revenue in the period of the change. For the six months ended June 30, 2019 and 2018, revenue recognized due to changes in its estimates of transaction price concessions for performance obligations satisfied in prior years was \$17 and \$4, respectively. Subsequent changes that are determined to be the result of an adverse change in the patient's ability to pay are recorded as bad debt expense. Bad debt expense for the six months ended June 30, 2019 and 2018 and was not significant.

Settlements with third-party payors for retroactive adjustments due to audits, reviews, or investigations are considered variable consideration and are included in the determination of the estimated transaction price for providing patient care. These settlements are estimated based on the terms of the payment agreement with the payor, correspondence from the payor, and the Clinic's historical settlement activity, including an assessment to ensure it is probable a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the retroactive adjustment is subsequently resolved. Estimated settlements are adjusted in future periods as adjustments become known (that is, new information becomes available), or as years are settled or are no longer subject to such audits, reviews, and investigations. Adjustments arising from a change in the transaction price were not significant in 2019 or 2018.

Patients who meet the Clinic's criteria for charity care are provided care without charge or at amounts less than established rates. Such amounts determined to gualify as charity care are not reported as revenue.



#### Note 4. Medical Service Revenue (Continued)

The composition of medical service revenue based on the regions of the country the Clinic operates in, its lines of business, and timing of revenue recognition for the six months ended June 30, 2019 and 2018 are as follows:

	June 30, 2019							
	М	lidwest	Sou	utheast	Sou	thwest		Total
Hospital	\$	2,167	\$	371	\$	497	\$	3,035
Clinic		1,589		331		330		2,250
Senior Care & Nursing Home		8		_		_		8
Other		25						25
Total patient care service revenue		3,789		702		827		5,318
External lab		364						364
Total medical service revenue	\$	4,153	\$	702	\$	827	\$	5,682
Timing of revenue and recognition:								
At time services are rendered	\$	1,978	\$	331	\$	330	\$	2,639
Services transferred over time		2,175		371		497		3,043
Total	\$	4,153	\$	702	\$	827	\$	5,682
				June 30	0, 2018			
		lidwest	Sou	June 30		thwest		Total
Hospital	M \$	lidwest 1,957	Sou			thwest 446	\$	Total 2,730
Hospital Clinic				utheast	Sou		\$	
		1,957		utheast 327	Sou	446	\$	2,730
Clinic		1,957 1,509		utheast 327	Sou	446	\$	2,730 2,121
Clinic Senior Care & Nursing Home		1,957 1,509 9		utheast 327	Sou	446	\$	2,730 2,121 9
Clinic Senior Care & Nursing Home Other		1,957 1,509 9 24		327 303 —	Sou	446 309 —	\$	2,730 2,121 9 24
Clinic Senior Care & Nursing Home Other Total patient care service revenue		1,957 1,509 9 24 3,499		327 303 —	Sou	446 309 —	\$	2,730 2,121 9 24 4,884
Clinic Senior Care & Nursing Home Other Total patient care service revenue External lab	\$	1,957 1,509 9 24 3,499	\$	327 303 — — 630	Sou \$	446 309 — — 755		2,730 2,121 9 24 4,884 340
Clinic Senior Care & Nursing Home Other Total patient care service revenue  External lab Total medical service revenue	\$	1,957 1,509 9 24 3,499	\$	327 303 — — 630	Sou \$	446 309 — — 755		2,730 2,121 9 24 4,884 340
Clinic Senior Care & Nursing Home Other Total patient care service revenue  External lab Total medical service revenue  Timing of revenue and recognition:	\$	1,957 1,509 9 24 3,499 340 3,839	\$	327 303 — — 630 — 630	\$ Sou	446 309 — 755 — 755	\$	2,730 2,121 9 24 4,884 340 5,224

Hospital revenue includes a variety of services mainly covering inpatient procedures requiring overnight stays or outpatient operations that require anesthesia or use of complex diagnostic and surgical equipment as well as emergency care for traumas and other critical conditions. Clinic revenue includes services primarily focused on the care of outpatients covering primary and specialty healthcare needs. The Clinic's practice is to record certain radiology, pathology and other hospital related services in the Midwest region as clinic revenue in the amount of \$544 and \$461 for the six months ended June 30, 2019 and 2018, respectively. Examples of revenue at time services are rendered include



### Note 4. Medical Service Revenue (Continued)

clinical services, lab and transport; and services transferred over time include hospital and senior care revenue.

The composition of medical service revenue by payor for the six months ended June 30, is as follows:

	2	2019	2018
Medicare	\$	1,376	\$ 1,276
Medicaid		189	159
Contract		3,361	3,044
Other, including self-pay		756	 745
Total	\$	5,682	\$ 5,224

The Clinic's practice is to assign a patient to the primary payor and not reflect other uninsured balances (for example, copays and deductibles) as self-pay. Therefore the payors listed above contain patient responsibility components, such as co-pays and deductibles.

#### Financing component:

The Clinic has elected the practical expedient allowed under FASB ASC 606-10-32-18 and does not adjust the promised amount of consideration from patients and third-party payors for the effects of a significant financing component due to the Clinic's expectation that the period between the time the service is provided to a patient and the time that the patient or a third-party payor pays for that service will be one year or less. However, the Clinic does, in certain instances, enter into payment agreements with patients that allow payments in excess of one year. For those cases, the financing component is not deemed to be significant to the contract.



#### Note 5. Investments

Investments in equity, debt securities, and alternative investments are recorded at fair value. Realized gains and losses are calculated based on the average cost method. Investment income or loss (including realized and unrealized gains and losses on investments, interest, and dividends) are included in the condensed consolidated statements of activities.

Alternative investments (principally limited partnership interests in absolute return, hedge, private equity, real estate and natural resources funds), represents the Clinic's ownership interest in the net asset value (NAV) of the respective partnership. The investments in alternative investments may individually expose the Clinic to securities lending, short sales, and trading in futures and forward contract options and other derivative products. The Clinic's risk is limited to the investment's carrying value.

From time to time, the Clinic invests directly in certain derivative contracts that do not qualify for hedge accounting and are recorded at fair value in investments. Changes in fair value are reported as a component of net unrealized gains or losses in the investment returns. These contracts are used in the Clinic's investment management program to minimize certain investment risks. For the six months ended June 30, 2019 and 2018, the realized and unrealized gain (loss) from derivative contracts was not significant.

It is the Clinic's intent to maintain a long-term investment portfolio to support research, education, and other activities. Accordingly, the total investment return is shown in the condensed consolidated statements of activities in two segments. The investment return allocated to current activities is determined by a formula, which involves allocating five percent of a three-year moving average of investments related to endowments, the matching of financing costs for the assets required for operations and additional expenses covered by investment returns. Management believes this return is approximately equal to the real return that the Clinic expects to earn on its investments over the long term. The unallocated investment return, included in noncurrent and other items in the condensed consolidated statements of activities, represents the difference between the total investment return and the amount allocated to current activities.



#### Note 6. Fair Value Measurements

The Clinic holds certain financial instruments that are required to be measured at fair value on a recurring basis. The valuation techniques used to measure fair value under the *Fair Value Measurements and Disclosures* topic of the FASB ASC 820 are based upon observable and unobservable inputs. The standard establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The three levels are defined as follows:

- **Level 1:** Inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets.
- **Level 2:** Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the same term of the financial instrument.
- **Level 3:** Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Clinic's policy is to recognize transfers in and transfers out as of the actual date of the event or change in circumstances that caused the transfer. There were no significant transfers or activity within Levels for the six months ended June 30, 2019 and 2018.



### Note 6. Fair Value Measurements (Continued)

The following tables present the financial instruments carried at fair value as of June 30, 2019 and December 31, 2018, by caption on the condensed consolidated statements of financial position categorized by the valuation hierarchy and NAV:

			June 30, 2019	)		
					Total	
	Level 1	Level 2	Level 3	NAV	Fair Value	
Assets:						
Securities lending collateral	\$ 3		<u> </u>	<u>\$</u>	\$ 3	
Investments:						
Cash and equivalents	1,539	_	_	_	1,539	
Fixed-income securities:					_	
U.S. government	_	228			228	
U.S. government agencies		391	_	_	391	
U.S. corporate	_	415			415	
Foreign	_	42	_	_	42	
Common and preferred stocks:					_	
U.S.	610	_	_	_	610	
Foreign	398	_	_	_	398	
Funds:					_	
Fixed-income	487	_	_	_	487	
Equities	578	470	_	_	1,048	
Other investments	_	_	_	_	_	
Less securities under lending					_	
agreement	(31)	_	_	_	(31)	
Investments at NAV	_	_	_	5,157	5,157	
Total investments	3,581	1,546		5,157	10,284	
Investments under securities						
lending agreement	31				31	
Other long-term assets:						
Trust receivables	65	30	59	_	154	
Technology-based ventures	_	_	34	_	34	
Total other long-term assets	65	30	93		188	
Total assets at fair value	\$ 3,680	\$ 1,576	\$ 93	\$ 5,157	\$ 10,506	
Liabilities:						
Securities lending payable	\$ 3	\$ —	\$ —	\$ —	3	
Total liabilities at fair value	\$ 3	\$ —	\$ —	\$ —	\$ 3	



### Note 6. Fair Value Measurements (Continued)

	December 31, 2018									
					Total					
	Level 1	Level 2	Level 3	NAV	Fair Value					
Assets:										
Securities lending collateral	\$ 5	<u>\$</u>	<u>\$</u>	<u>\$</u>	\$ 5					
Investments:										
Cash and equivalents	1,372	_	_	_	1,372					
Fixed-income securities:					_					
U.S. government	_	288	_	_	288					
U.S. government agencies	_	352	_	_	352					
U.S. corporate	_	297	_	_	297					
Foreign	_	27	_	_	27					
Common and preferred stocks:					_					
U.S.	533	_	_	_	533					
Foreign	349	_	_	_	349					
Funds:					_					
Fixed-income	454				454					
Equities	531	451			982					
Other investments	_	18			18					
Less securities under lending					_					
agreement	(70)	_	_	_	(70)					
Investments at NAV	_	_	_	4,782	4,782					
Total investments	3,169	1,433		4,782	9,384					
Investments under securities										
lending agreement	70				70					
Other long-term assets:										
Trust receivables	60	28	57	_	145					
Technology-based ventures	_	_	32	_	32					
Total other long-term assets	60	28	89		177					
Total assets at fair value	\$ 3,304	\$ 1,461	\$ 89	\$ 4,782	\$ 9,636					
Liabilities:										
Securities lending payable	\$ 5	\$ —	\$ _	\$ —	5					
Total liabilities at fair value	\$ 5	\$ _	\$	\$	\$ 5					



#### Note 6. Fair Value Measurements (Continued)

The following is a description of the Clinic's valuation methodologies for assets and liabilities measured at fair value. Fair value for Level 1 is based upon quoted market prices. Fair value for Level 2 is based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets. Inputs are obtained from various sources, including market participants, dealers and brokers. Level 3 primarily consists of trusts recorded at fair value based on the underlying value of the assets in the trust or discounted cash flow of the expected payment streams. The trusts reported as Level 3 are primarily perpetual trusts managed by third parties invested in stocks, mutual funds, and fixed-income securities that are traded in active markets with observable inputs, and since the Clinic will never receive the trust assets, these perpetual trusts are reported as Level 3.

The methods described above and those recorded at NAV may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Clinic believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

The carrying values of cash and cash equivalents, and short-term investments, accounts receivable, accounts payable and accrued expenses are reasonable estimates of their fair value due to the short-term nature of these financial instruments. The estimated fair value of long-term debt, based on quoted market prices for the same or similar issues (Level 2), was approximately \$257 and \$79 more than its carrying value at June 30, 2019 and December 31, 2018, respectively. Other long-term assets and liabilities have a carrying value that approximates fair value.

The following information pertains to those alternative investments recorded at NAV in accordance with the Fair Value Measurements and Disclosures topic of the FASB ASC 820.

At June 30, 2019, alternative investments recorded at NAV consisted of the following:

				Redemption	Redemption
	Fair U		nfunded	Frequency (If	Notice
	Value	Commitment		Currently Eligible)	Period
Absolute return/hedge funds (a)	\$ 2,503	\$	_	Monthly to annually	30–90 days
Private partnerships (b)	2,654		1,126		
Total alternative investments	\$ 5,157	\$	1,126		

At December 31, 2018, alternative investments recorded at NAV consisted of the following:

			Redemption	Redemption		
Fair	Unfunded		Unfunded		Frequency (If	Notice
 Value	Commitment		Currently Eligible)	Period		
\$ 2,217	\$	_	Monthly to annually	30–90 days		
2,565		1,159				
\$ 4,782	\$	1,159				
\$	Value \$ 2,217 2,565	Value         Con           \$ 2,217         \$ 2,565	Value         Commitment           \$ 2,217         \$ —           2,565         1,159	Fair Unfunded Frequency (If Value Commitment Currently Eligible)  \$ 2,217 \$ — Monthly to annually 2,565 1,159		



#### Note 6. Fair Value Measurements (Continued)

- (a) This category includes investments in absolute return/hedge funds, which are actively managed commingled investment vehicles that derive the majority of their returns from factors other than the directional flow of the markets in which they invest. Representative strategies include high-yield credit, distressed debt, merger arbitrage, relative value, and long-short equity strategies. The fair values of the investments in this category have been estimated using the NAV per share of the investments. Investments in this category generally carry "lockup" restrictions that do not allow investors to seek redemption in the first year after acquisition. Following the initial lockup period, liquidity is generally available monthly, quarterly or annually following a redemption request. Over 90 percent of the investments in this category have at least annual liquidity.
- (b) This category includes limited partnership interests in closed-end funds that focus on venture capital, private equity, real estate and resource-related strategies. The fair values of the investments in this category have been estimated using the NAV of the Clinic's ownership interest in partners' capital. Distributions from each fund will be received as the underlying investments of the funds are liquidated. It is estimated that the underlying assets of most funds will generally be liquidated over a seven- to ten-year period.

#### Note 7. Securities Lending

The Clinic has an arrangement with its investment custodian to lend Clinic securities to approved brokers in exchange for a fee. Among other provisions that limit the Clinic's risk, the securities lending agreement specifies that the custodian is responsible for lending securities and obtaining adequate collateral from the borrower. Collateral is limited to cash, government securities, and irrevocable letters of credit. Investments are loaned to various brokers and are returnable on demand. In exchange, the Clinic receives collateral. The cash collateral is shown as both an asset and a liability on the condensed consolidated statements of financial position.

At June 30, 2019 and December 31, 2018, the aggregate market value of securities on loan under securities lending agreements totaled \$31 and \$70, respectively, and the total value of the collateral supporting the securities is \$33 and \$74, respectively, which represents 106 percent of the value of the securities on loan at June 30, 2019 and December 31, 2018. The cash portion of the collateral supporting the securities as of June 30, 2019 and December 31, 2018, is \$3 and \$5, respectively. Noncash collateral provided to the Clinic is not recorded in the condensed consolidated statements of financial position, as the collateral may not be sold or repledged. The Clinic's claim on such collateral is limited to the market value of loaned securities. In the event of nonperformance by the other parties to the securities lending agreements, the Clinic could be exposed to a loss.



### Note 8. Net Assets with Donor Restrictions

The Clinic receives contributions in support of research, education and clinical activities. Net assets with donor restrictions were available for the following:

	June 30	0, 2019	December 31, 2018
Subject to expenditure for specified purpose:			
Research	\$	383	\$ 324
Education		63	55
Buildings and equipment		110	81
Charity care		23	38
Clinical		40	37
Other		20	8
Total expenditure for specified purpose		639	543
Subject to passage of time:			
Pledges and trusts	-	338	300
Endowments:			
Perpetual in nature:			
Research		948	895
Education		266	256
Charity care		13	13
Clinical		96	90
Other		34	28
Pledges and trusts		333	329
Total perpetual in nature		1,690	1,611
Subject to endowment spending policy:			
Research		427	395
Education		270	259
Charity care		23	20
Clinical		63	59
Other		29	28
Total subject to endowment spending policy		812	761
Total endowments	-	2,502	2,372
Total net assets with donor restrictions	\$	3,479	\$ 3,215



### Note 8. Net Assets with Donor Restrictions (Continued)

Net assets were released from donor restrictions as expenditures were made, which satisfied the following restricted purposes for the six months ended June 30:

	20	)19	2018
Research	\$	57	\$ 58
Education		17	15
Buildings and equipment		8	2
Other		7	15
Total net assets released from donor restrictions	\$	89	\$ 90

### Note 9. Board-Designated Funds

Board-designated funds are subject to expenditure for the following purpose for the periods:

	June	June 30, 2019		ber 31, 2018
Research	\$	1,120	\$	1,073
Education		208		160
Buildings and equipment		3		3
Charity care		9		9
Clinical		118		114
Other		832		894
Total designation for specified purpose	\$	2,290	\$	2,253

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### Note 10. Functional Expenses

The condensed consolidated financial statements present certain expenses that are attributed to more than one program or supporting function. Therefore, expenses require allocation on a reasonable basis that is consistently applied. Benefits and payroll taxes are allocated based on factors of either salary expense or hours worked. Overhead costs that include things such as professional services, office expenses, information technology, interest, insurance, and other similar expenses are allocated on a variety of factors including revenues, hours worked, and salary expense. Costs related to space include occupancy, depreciation and amortization, and property taxes are allocated on a square footage basis.

The expenses reported in the condensed consolidated statements of activities for the six months ended June 30, 2019 and 2018, supported the following programs and functions:

						20	)19	9					
	Р	atient care	t	Lab and echnology ventures	Research	raduate and other education		General and administrative	Development expenses		Other activities		Total expenses
Salaries and benefits	\$	3,144	\$	85	\$ 278	\$ 138	\$	30	\$ 3	9	139	\$	3,817
Supplies and services		1,295		412	113	34		45	8		25		1,932
Depreciation and amortization		238		4	29	5		8	_		2		286
Facilities		107		2	7	5		11	1		1		134
Finance & investment		64		1	8	1		_			(6)	_	68
Total	\$	4.848	\$	504	\$ 435	\$ 183	\$	94	\$ 12	9	161	\$	6 237

			20	118			
Patient care	Lab and technology ventures	Research	Graduate and other education	General and administrative	Development expenses	Other activities	Total expenses
2,944	\$ 87	\$ 262	\$ 129	\$ 131	\$ 3	\$ 111	\$ 3,667
1,139	433	101	31	70	7	16	1,797
218	4	27	5	18	1	_	273
88	3	7	4	25	_	1	128
61	1	8	1	1		(12)	60
4,450	\$ 528	\$ 405	\$ 170	\$ 245	\$ 11	\$ 116	\$ 5,925
	2,944 1,139 218 88 61	Patient care         technology ventures           2,944         \$ 87           1,139         433           218         4           88         3           61         1	Patient care         technology ventures         Research           2,944         \$ 87         \$ 262           1,139         433         101           218         4         27           88         3         7           61         1         8	Patient care         Lab and technology ventures         Research         Graduate and other education           2,944         \$ 87         \$ 262         \$ 129           1,139         433         101         31           218         4         27         5           88         3         7         4           61         1         8         1	Patient care         Lab and technology ventures         Research         Graduate and other education         General and administrative           2,944         \$ 87         \$ 262         \$ 129         \$ 131           1,139         433         101         31         70           218         4         27         5         18           88         3         7         4         25           61         1         8         1         1	Patient care         Lab and technology ventures         Research         Graduate and other education         General and administrative         Development expenses           2,944         \$ 87         \$ 262         \$ 129         \$ 131         \$ 3           1,139         433         101         31         70         7           218         4         27         5         18         1           88         3         7         4         25         —           61         1         8         1         1         —	Patient care         technology ventures         Research         other education         General and administrative         Development expenses         Other activities           2,944         \$ 87         \$ 262         \$ 129         \$ 131         \$ 3         \$ 111           1,139         433         101         31         70         7         16           218         4         27         5         18         1         —           88         3         7         4         25         —         1           61         1         8         1         1         —         (12)



#### Note 11. Employee Benefit Programs

The Clinic serves as plan sponsor for several defined-benefit pension funds and other postretirement benefits.

Components of net periodic benefit cost for the six months ended June 30, are as follows for the defined-benefit pension funds:

		Qualified						
	20	19		2018				
Service cost	\$	224	\$	254				
Interest cost		187		176				
Expected return on plan assets		(318)		(312)				
Amortization of unrecognized:								
Prior service benefit		(25)		(25)				
Net actuarial loss		71		104				
Net periodic benefit cost	\$	139	\$	197				

Components of net periodic benefit cost for the other postretirement benefits are as follows:

	Р	Postretirement Benefits							
	2019	9		2018					
Service cost	\$	4	\$	6					
Interest cost		21		20					
Amortization of unrecognized:									
Prior service benefit		(9)		(17)					
Net actuarial loss		6		10					
Net periodic cost	\$	22	\$	19					

#### Note 12. Commitments and Contingencies

The Clinic has various construction projects in progress related to patient care, research, and educational facilities. The estimated costs committed to complete the various projects at June 30, 2019, approximated \$1,204, all of which is expected to be expended over the next three to five years.

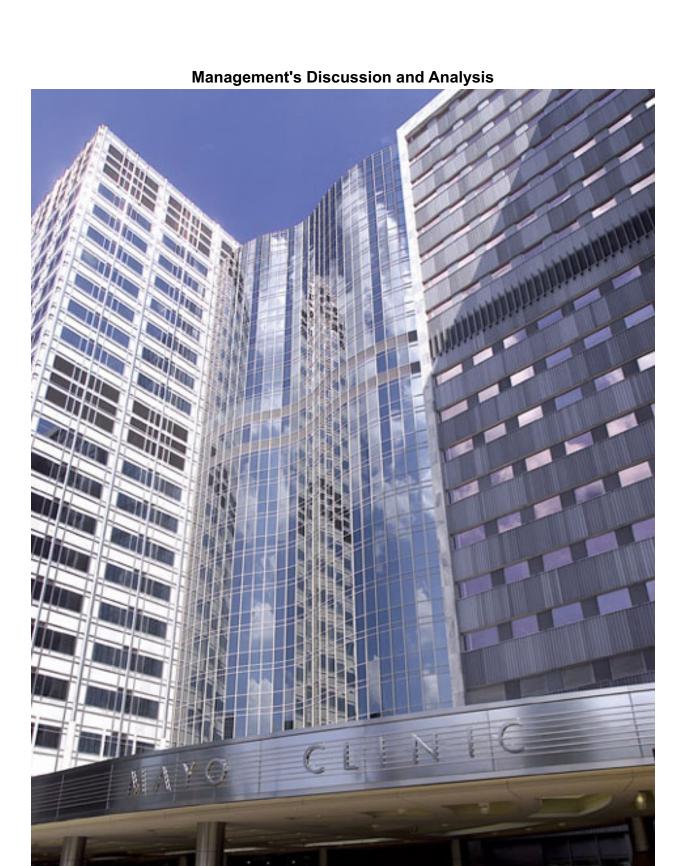
While the Clinic is self-insured for a substantial portion of its general and workers' compensation liabilities, the Clinic maintains commercial insurance coverage against catastrophic loss. Additionally, the Clinic maintains a self-insurance program for its long-term disability coverage. The provision for estimated self-insured claims includes estimates of the ultimate costs for both reported claims and claims incurred but not reported.

The Clinic is a defendant in various lawsuits arising in the ordinary course of business and records an estimated liability for probable claims. Although the outcome of these lawsuits cannot be predicted with certainty, management believes the ultimate disposition of such matters will not have a material effect on the Clinic's condensed consolidated statements of financial position or statements of activities.



### Note 13. Subsequent Events

The Clinic evaluated events and transactions occurring subsequent to June 30, 2019 through August 8, 2019, the date of issuance of the condensed consolidated financial statements. During this period, there were no subsequent events requiring recognition in the condensed consolidated financial statements. Additionally, there were no nonrecognized events requiring disclosure.





### June 30, 2019 (in Millions)

This quarterly report includes the interim unaudited condensed consolidated financial statements and analysis for Mayo Clinic and its affiliates. References to "the Clinic", "we", "our", or "us" in this document are to the Mayo Clinic and all of the affiliates consolidated with it pursuant to accounting principles generally accepted in the United States of America (GAAP).

The financial information should be read together with our interim unaudited condensed consolidated financial statements and related notes included elsewhere in this quarterly report, as well as the audited consolidated financial statements as of and for the year ended December 31, 2018. The audited consolidated financial statements are available from the Municipal Securities Rulemaking Board (the MSRB) on its Electronic Municipal Market Access (EMMA) system, found at http://emma.msrb.org.

Certain statements included in this quarterly report constitute forward-looking statements that involve risks and uncertainties. Actual results may differ significantly from the results discussed in the forward-looking statements as a result of known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements described to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. We do not plan to issue any updates or revisions to those forward-looking statements if or when the expectations, or events, conditions or circumstances on which such statements are based occur.

#### **Mayo Clinic Overview**

Mayo Clinic ("Mayo") is a charitable, nonprofit corporation headquartered in Rochester, Minnesota. Mayo provides comprehensive medical care, education in clinical medicine and the medical sciences, and extensive programs in medical research. The Mayo logo of three interlocking shields symbolizes Mayo's commitment to excellence and interdependence in the three areas of education, clinical practice and research. Mayo Clinic has major campuses in Rochester, Minn.; Scottsdale and Phoenix, Ariz.; and Jacksonville, Fla. The Mayo Clinic Health System has over 70 locations in Minnesota, Wisconsin and lowa.

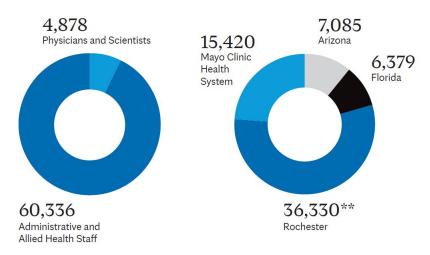
Mayo developed from the medical practice of a pioneer physician, Dr. William Worrall Mayo. Born in 1819 near Manchester, England, Dr. Mayo came to America at the age of 25. Dr. Mayo was appointed in 1863 as examining surgeon for the Union Army Enrollment Board in Rochester, Minnesota, and continued to practice there in the years that followed. When a tornado devastated Rochester in 1883, the joint efforts of Dr. Mayo and the Sisters of Saint Francis produced a working relationship that led to the construction of Saint Marys Hospital in 1889. Dr. Mayo, with his sons, William James Mayo and Charles Horace Mayo, comprised the medical staff of the new 27 bed hospital which has operated continuously to the present day and grown to meet the demand for care, currently comprising 2,059 licensed beds of which 1,274 were staffed. In 1919, the Mayo brothers founded the Mayo Properties Association, transferred to it all Mayo Clinic properties and facilities, the name Mayo Clinic, and the right to receive all future earnings. With its more recent expansion into communities surrounding Rochester and the establishment of major campuses in Jacksonville, Florida and Phoenix/Scottsdale, Arizona, Mayo Clinic is one of the world's largest private medical enterprises.

In addition to their clinical medical practice, the Doctors Mayo established a center for medical education and research. In 1915, with an initial gift of \$1,500,000, the Mayo brothers established the Mayo Graduate School of Medicine (now known as Mayo Clinic School of Graduate Medical Education), which offers graduate residency training for physicians and scientists working toward certification as specialists of medicine and surgery, as well as fellowships for those planning research and teaching careers in the medical sciences. Approximately 23,000 physicians, practicing throughout the United States and 75 foreign countries, are members of the alumni association of the Mayo School of Graduate Medical Education.



As of December 31, 2018

### Total Clinic Employees - 65,214\*



\* Does not include students, fellows and residents.
\*\* Includes Mayo Clinic Ambulance and Rochester International Airport employees.

As a not-for-profit organization, Mayo Clinic focuses all assets on its mission, patients and communities. The financial performance allows Mayo Clinic to grow in size and scope to serve more patients, invest in staff, strengthen commitments to education and research, and expand it's reach nationally and internationally.

#### **Serving Patient Needs**

33%

Of people who visit a Mayo Clinic destination medical center location in Arizona, Florida or Minnesota have complex or highly complex conditions 88%

Of people who came to Mayo Clinic for a second opinion received a new or refined diagnosis

130,000

Patients who have surgery

1,300

Solid organ transplants

138

Countries represented by patients beyond the United States





#### June 30, 2019 (in Millions)

#### **Acknowledgments and Awards**

- Mayo Clinic in Rochester Named the #1 Hospital in the Nation
   Mayo Clinic in Rochester once again was named the No. 1 hospital in the nation, according to
   U.S. News & World Report in 2019. Mayo Clinic was ranked No. 1 in the states of Arizona and
   Minnesota, and No. 3 in Florida. In addition, Mayo was ranked No. 1 in five specialties and No. 2
   in six other specialties.
- Patriot Award recognizes Mayo Clinic for supporting staff in the military
   Mayo Clinic as an institution recently was honored with a Patriot Award, for its long and unwavering support of its military staff members.
- Mayo Clinic is Spending \$223 million on Florida Cancer Center
   Mayo Clinic plans to build a \$233 million facility for cancer patients at its Florida hospital that includes "proton beam" radiation, an advanced treatment that Mayo currently provides at medical centers in Rochester and Phoenix. The 140,000-square-foot facility being planned for Jacksonville is scheduled for completion in 2023.



- Mayo Clinic received a \$5 million gift to establish Center for Women's Health
  Mayo Clinic has received a combined gift of \$5 million to create the Center for Women's Health
  in Rochester. The center aims to empower women to prioritize their care, and provide them
  with the options and solutions they need to improve their well-being based on their health
  needs, genetic traits, lifestyle and personal preferences.
- Mayo Clinic ranked among "Best Children's Hospitals" by U.S. News & World Report Mayo Clinic Children's Center ranked nationally as a top performing children's hospital in 6 of 10 specialties. Ranking in specialties demonstrated broad based excellence and the effectiveness of the team-based approach that is the hallmark of the Mayo Clinic Model of Care. This ranking reinforces our commitment to delivering quality care to children and their families, not only through cutting-edge interventions, such as the Fetal Care Center, proton beam therapy for childhood cancer, and stem cell treatment in clinical trials for children with heart disease, but also the integrated, multi-specialty team approach for children with health problems of all kinds.



#### **June 30, 2019 (in Millions)**

- Mayo Clinic selected "Employer of Excellence" for physician assistants
  Mayo Clinic has been selected as an "Employer of Excellence" by the American Academy of
  Physician Assistants Center for Healthcare Leadership and Management. The Employer of
  Excellence Award program is designed to recognize health care organizations that have
  implemented practices that create positive work environments for physician assistants while
  encouraging collaboration among care teams. Physician assistants are a vital part of the
  integrated care model at Mayo Clinic. They have been important members of Mayo Clinic's care
  team for over 40 years. There are more than 600 physician assistants practicing across Mayo
  Clinic in more than 40 practice areas spanning inpatient and outpatient services.
- \$32 million gift advances Mayo Clinic research A generous \$32 million gift will allow Mayo Clinic to expand its research mission with the construction of a four-story, 64,000-square-foot research building in Rochester, MN. The building will add to the Discovery Square sub-district in downtown Rochester. Discovery Square is the research, innovation and development hub of the \$5.6 billion Destination Medical Center initiative.

### **Operating Highlights**

Financial performance during the quarter ended June 30, 2019 was strong, continuing the trajectory of recent periods. Total revenue of \$3,432 billion grew by \$301 million over the same quarter a year ago, in addition, year-to-date revenue of \$6,778 billion grew by \$540 million over the same six month period a year ago. Second quarter medical service revenue (MSR) represented 84% of total revenue and grew slightly more (9.8%) than total revenue, producing net operating income of \$300 million, a 8.0% operating margin, and net income of \$493 million, a 16.7% net margin. All indicators represent significant improvements from the same period in the prior year:

	Q	Q2 2019 Q2 201		2 2018	% Change	YTD 2019		YTD 2018		% Change	
Medical service revenue	\$	2,892	\$	2,635	9.8%	\$	5,682	\$	5,224	8.8%	
Total operating revenue	\$	3,432	\$	3,131	9.6%	\$	6,778	\$	6,238	8.7%	
Net operating income	\$	300	\$	159	88.7%	\$	541	\$	313	72.8%	
Net income	\$	493	\$	181	172.4%	\$	1,132	\$	344	229.1%	

Second quarter revenue from practice was \$3,087 billion, up 8.4% from the prior year quarter with positive growth at Rochester, Jacksonville and Phoenix sites as well as the Mayo Clinic Health System. Q2 revenue growth compared to Q2 of 2018 was 11.8% in Rochester, 6.7% in Florida, and 11.1% in Arizona. Mayo Clinic Health System revenue grew by 5.8%.

Revenue largely tracked with volumes although historical comparisons of volume metrics continue to be challenged by the new metric definitions that accompanied the Epic implementation, that was completed in several phases in 2018. On a consolidated basis, hospital admissions increased 3.8%, and surgical patients increased 5.4% on a 2019 and 2018 second quarter basis. Year to date reports growth as well at 1.9% for hospital admissions and 2.4% for surgical patients. Payer mix was stable and in line with expectations as shown in the table below:



### June 30, 2019 (in Millions)

(MSR, \$ in millions)	Q	2 2019	%	Q	2 2018	%	ΥT	D 2019	%	ΥT	D 2018	%
Medicare	\$	691	23.9%	\$	647	24.6%	\$	1,376	24.2%	\$	1,276	24.4%
Medicaid		92	3.2%		80	3.0%	\$	189	3.3%	\$	159	3.0%
Contract		1,717	59.4%		1,546	58.7%	\$	3,361	59.2%	\$	3,044	58.3%
Other, incl Self Pay		392	13.5%		362	13.7%	\$	756	13.3%	\$	745	14.3%
Total	\$	2,892		\$	2,635		\$	5,682		\$	5,224	

Operating expenses were well-managed with year-over-year growth of 5.3%. Labor expense of \$3,817 billion represented an increase of 4.1% over the prior year period and comprised 61.2% of operating expenses, slightly above the 61.9% reported in the prior year. Supplies and services expense increased by 7.5% over the prior year period. Allied health and consulting staff grew in line with volumes, increasing 2.3% and 1.9% full time equivalents, respectively.

Financial markets stayed constant from first quarter 2019. The Mayo Clinic Long Term Investment Fund (LTF) generated a 2.5% return for the quarter and returned 6.4% for the trailing 12 month period. On a three-year and 10-year basis, the LTF's returns continue to meet investment objectives and exceed benchmark performance, with annualized returns of 10.1% and 9.7% respectively.

Investment returns for the quarter yielded non-operating income of \$128 million and another \$44 million in contributions for endowments and capital projects. Combined with smaller non-operating amounts for income taxes and other items, non-operating income totaled \$193 million compared with a \$22 million non-operating income for the second guarter of 2018.

Cash and investments of \$10.3 billion at June 30, 2019 represent an increase of \$1.5 billion from a year ago. Improvement in cash and investments during the past 12 months are the result of both strong cash flow from operations and investment gains.

Key balance sheet ratios are either unchanged or slightly improved from prior year-end as follows, suggesting stability in credit rating:

	6/30/2019	12/31/2018	6/30/2018
Days Revenue Outstanding	63.6	61.0	64.6
Days Cash on Hand*	258	240	231
Cash to Debt*	246%	220%	232%
Debt to Capitalization	28%	30%	30%
MADS Coverage Ratio	7.9x	6.3x	6.7x

<sup>\*</sup>Includes temporarily restricted cash and investment in the calculation