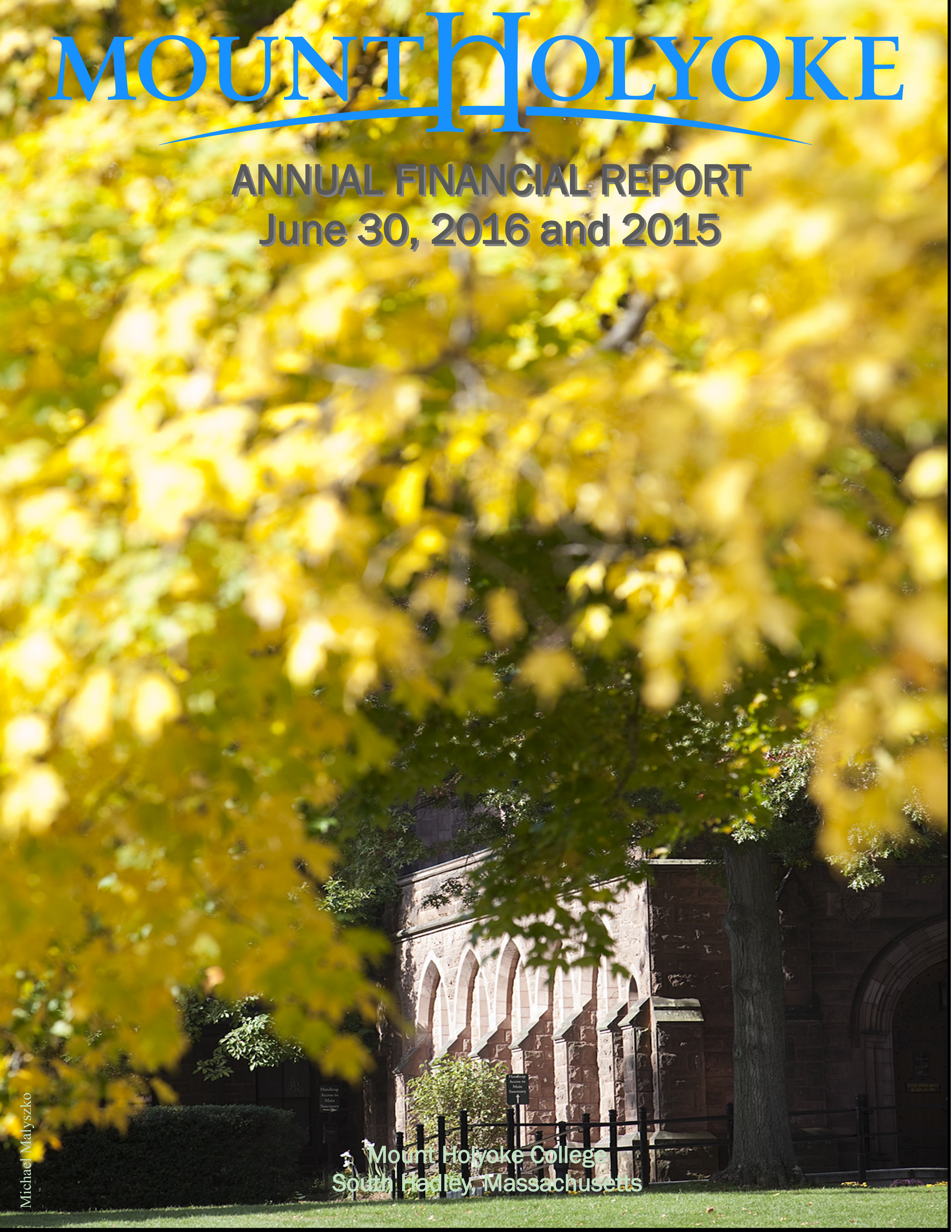
MOUNT HOLYOKE

ANNUAL FINANCIAL REPORT
June 30, 2016 and 2015



Michael Malyszko

Mount Holyoke College
South Hadley, Massachusetts

Table of Contents

KPMG LLP
One Financial Plaza
755 Main Street
Hartford, CT 06103

Independent Auditors' Report

The Board of Trustees
Mount Holyoke College:

We have audited the accompanying financial statements of Mount Holyoke College, which comprise the balance sheets as of June 30, 2016 and 2015, and the related statements of activities and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly in all material respects, the financial position of Mount Holyoke College as of June 30, 2016 and 2015, and the changes in its net assets and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

KPMG LLP

October 27, 2016

MOUNT HOLYOKE COLLEGE
Balance Sheets
June 30, 2016 and 2015
(in thousands)

	2016	2015
Assets		
Cash and cash equivalents	$ 32,158	$ 26,704
Short-term investments	531	125
Accounts and notes receivable, net	2,395	2,489
Contributions receivable, net	25,878	17,536
Student loans, net	18,237	18,535
Funds held by bond trustee	28,822	4,672
Land, buildings, equipment and collections, net	168,624	171,775
Investments	683,418	712,759
Other assets	11,797	9,051
Total assets	$ 971,860	$ 963,646
Liabilities and net assets		
Accounts payable and accrued liabilities	10,766	9,546
Deposits and deferred revenue	1,320	1,594
Split-interest obligations	20,049	20,262
Bonds payable	127,945	105,113
Other liabilities	36,282	29,696
Refundable advances — government student loan funds	4,662	4,662
Total liabilities	201,024	170,873
Net assets		
Unrestricted	119,368	126,044
Temporarily restricted	353,121	387,340
Permanently restricted	298,347	279,389
Total net assets	770,836	792,773
Total liabilities and net assets	$ 971,860	$ 963,646

The accompanying notes are an integral part of the financial statements.

MOUNT HOLYOKE COLLEGE
Statement of Activities
For the year ended June 30, 2016
(in thousands)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Operating:				
Revenues and other changes				
Tuition and fees	$ 93,755			$ 93,755
Residence and dining	25,524			25,524
Less student aid	(46,903)			(46,903)
	72,376			72,376
Contributions	9,789	$ 3,614		13,403
Grants and contracts	4,313	189		4,502
Other revenue	4,723	334		5,057
Endowment return distributed for operations	5,492	28,899	$ 73	34,464
Amounts transferred from endowment funds	100	119		219
Other auxiliary income	6,293			6,293
Net assets released from restrictions	38,887	(38,887)		
	141,973	(5,732)	73	136,314
Expenses				
Instruction and research	58,843			58,843
Academic support and libraries	20,057			20,057
Student services, residence halls and food service	37,500			37,500
Fund raising and alumnae relations	7,801			7,801
Institutional support	11,805			11,805
Other auxiliary expense	7,200			7,200
	143,206			143,206
	(1,233)	(5,732)	73	(6,892)
Nonoperating activity:				
Contributions for long-term investment	452	22,425	18,595	41,472
Total endowment investment return	(2,485)	(15,132)	(26)	(17,643)
Endowment return distributed for operations	(5,492)	(28,972)		(34,464)
Transfers to operations	(100)	(119)		(219)
Change in split interest obligations	(296)	97	113	(86)
Change in value of interest rate swaps	(1,507)			(1,507)
Change in pension benefit obligation other than net periodic cost	(3,006)			(3,006)
Other changes/transfers	6,991	(6,786)	203	408
	(5,443)	(28,487)	18,885	(15,045)
Total change in net assets	(6,676)	(34,219)	18,958	(21,937)
Net assets, beginning of year	126,044	387,340	279,389	792,773
Net assets, end of year	$ 119,368	$ 353,121	$ 298,347	$ 770,836

The accompanying notes are an integral part of the financial statements.

MOUNT HOLYOKE COLLEGE
Statement of Activities
For the year ended June 30, 2015
(in thousands)

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Operating:				
Revenues and other changes				
Tuition and fees	$ 94,148			$ 94,148
Residence and dining	25,821			25,821
Less student aid	(48,088)			(48,088)
	71,881			71,881
Contributions	9,420	$ 6,832		16,252
Grants and contracts	3,570	26		3,596
Other revenue	4,439	530		4,969
Endowment return distributed for operations	5,329	28,122	$ 72	33,523
Amounts transferred from/(to) endowment funds	117	(1,662)		(1,545)
Other auxiliary income	6,559			6,559
Net assets released from restrictions	32,628	(32,628)		
	133,943	1,220	72	135,235
Expenses				
Instruction and research	55,142			55,142
Academic support and libraries	19,055			19,055
Student services, residence halls and food service	37,111			37,111
Fund raising and alumnae relations	7,965			7,965
Institutional support	10,986			10,986
Other auxiliary expense	7,409			7,409
	137,668			137,668
	(3,725)	1,220	72	(2,433)
Nonoperating activity:				
Contributions for long-term investment	1,869	102	4,998	6,969
Total endowment investment return	2,137	13,729	14	15,880
Endowment return distributed for operations	(5,329)	(28,194)		(33,523)
Transfers (to)/from operations	(117)	1,662		1,545
Change in split interest obligations	(1,115)	(1,697)	(404)	(3,216)
Change in value of interest rate swaps	701			701
Change in pension benefit obligation other than net periodic cost	(1,646)			(1,646)
Other changes	(23)	300	(262)	15
Net assets released from restrictions	1,521	(1,521)		
	(2,002)	(15,619)	4,346	(13,275)
Total change in net assets	(5,727)	(14,399)	4,418	(15,708)
Net assets, beginning of year	131,771	401,739	274,971	808,481
Net assets, end of year	$ 126,044	$ 387,340	$ 279,389	$ 792,773

The accompanying notes are an integral part of the financial statements.

MOUNT HOLYOKE COLLEGE
Statement of Cash Flows
June 30, 2016 and 2015
(in thousands)

	2016	2015
Cash flow from operating activities		
Change in net assets	$ (21,937)	$ (15,708)
Adjustments to reconcile change in net assets to net cash used in operating activities		
Depreciation and amortization	10,850	11,094
Change in value of interest rate swaps	1,507	(701)
Contributions restricted for long-term investment	(36,462)	(9,794)
Gifts in kind	(731)	114
Realized and unrealized loss (gain) on split-interest agreements	102	(438)
Realized and unrealized loss (gain) on investments	17,265	(18,393)
Gain on disposal of plant assets	(407)	(11)
Changes in operating assets and liabilities		
Accounts and notes receivable, net	94	741
Contributions receivable, net	(8,342)	2,552
Other assets and liabilities	2,284	1,770
Accounts payable and accrued liabilities	510	88
Deposits and deferred revenue	(274)	(307)
Net cash used in operating activities	(35,541)	(28,993)
Cash flow from investing activities		
Purchase of plant and equipment	(6,656)	(4,096)
Proceeds from sale of plant assets	407	11
Change in student loans, net	298	188
Change in split-interest obligations	(213)	3,101
Purchases of investments	(69,069)	(78,683)
Sales and maturities of investments	81,043	87,030
Sales (purchases) of short-term investments	3	(3)
Net cash provided by investing activities	5,813	7,548
Cash flow from financing activities		
Proceeds from contributions for:		
Investment in endowment	22,361	9,786
Investment in planned giving		8
Plant and equipment	14,101	
Change in federal student loan funds		12
Change in funds deposited with trustee	(24,150)	(102)
Proceeds from bond issuance	26,000	
Payments on bonds payable	(3,130)	(3,005)
Net cash provided by financing activities	35,182	6,699
Net change in cash and cash equivalents	5,454	(14,746)
Cash and cash equivalents, beginning of year	26,704	41,450
Cash and cash equivalents, end of year	$ 32,158	$ 26,704
Supplemental disclosure:		
Interest paid	$ 5,605	$ 5,161
Change in plant and equipment purchases included in accounts payable	709	303
Change in short-term investments for non-cash contributions	409	(1,687)

The accompanying notes are an integral part of the financial statements.

1. Accounting Policies

a. Description of Organization

Mount Holyoke College (the "College") is an independent, residential, liberal arts college. A pioneer and leader in the world-wide education of women since its founding in 1837, the College is the oldest continuing institution of higher learning for women in the nation.

b. Basis of Financial Presentation

The financial statements have been prepared on the accrual basis of accounting. The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities 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. The College's significant estimates include the valuation of its investments and interest rate swaps, allowances for uncollectible contributions, student loans and accounts receivable, the useful lives of buildings, equipment and collections, and assumptions related to its pension benefit obligations and its liability for split-interest agreements.

c. Classification of Net Assets

Net assets and revenues, expenses, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. In the accompanying financial statements, net assets that have similar characteristics have been combined as follows:

Permanently Restricted — Net assets subject to donor-imposed stipulations that they be maintained in perpetuity by the College.

Temporarily Restricted — Net assets whose use by the College is subject to legal or donor-imposed stipulations that can be fulfilled by actions of the College or that expire by the passage of time.

Unrestricted — Net assets that are not subject to donor-imposed stipulations. Net assets may be designated for specific purposes by action of the Board of Trustees or may otherwise be limited by contractual agreements with outside parties.

d. Classification of Revenues, Expenses, Gains and Losses

Revenues are reported as increases in unrestricted net assets unless use of the related asset is limited by donor-imposed restrictions. Contributions are reported as increases in the appropriate category of net assets. Expenses are reported as decreases in unrestricted net assets. Gains and losses on investments are reported as increases or decreases in unrestricted net assets unless their use is restricted by explicit donor stipulations or by law. Unspent gains on donor-restricted endowments are included in temporarily restricted net assets until appropriated by the College's

Board of Trustees for spending. Expirations of temporary restrictions recognized on net assets (i.e., the donor stipulated purpose has been fulfilled and/or the stipulated time period has elapsed) are reported as net assets released from restrictions. Temporary restrictions on gifts to acquire long-lived assets are considered met in the period in which the assets are acquired or placed in service.

Amounts reflected as operating revenues and expenses on the Statement of Activities include activities that relate to ongoing operations of the College. Distributions from the endowment used in support of current year expenditures are reported as operating revenue. Other income, consisting of total endowment investment return net of amounts distributed for operations, gains and losses on interest rate swap agreements, adjustments for pension benefit obligations other than net periodic cost, contributions to be used for facilities and equipment or to be invested by the College to provide future revenue to the College to support its programs and activities, and other items not related to the College's ongoing operations are reported as nonoperating activities.

Contributions, including unconditional promises to give, are recognized as revenues in the period received. Contributions received with donor-imposed restrictions are reported as permanently or temporarily restricted revenues depending upon the specific restriction. Conditional promises to give are not recognized until the conditions on which they depend are substantially met. Contributions of assets other than cash are recorded at their estimated fair value at the date of the gift. Contributions to be received after one year are discounted at a risk-adjusted rate appropriate for the expected payment term. Amortization of the discount is recorded as contribution revenue in the appropriate net asset category. Allowance is made for uncollectible contributions based upon management's judgment and analysis of the creditworthiness of the donors, past collection experience and other relevant information.

e. Cash Equivalents

For purposes of the Statements of Cash Flows, the College considers investments acquired with an original maturity date of three months or less to be cash equivalents, unless they are part of short-term investments or long-term investment funds.

f. Investments

Investments are reported at fair value. The values of publicly traded fixed income and equity securities are based on quoted market prices and exchange rates. Fair values of shares in mutual funds are based on share prices reported by the funds as of the last business day of the fiscal year. The College's interest in alternative investment funds, which include investments in hedge funds and private equity funds, are generally reported at net asset value or its equivalent (NAV) provided by the fund managers. NAV is used as a practical expedient to estimate the fair value of the College's interest therein, unless it is probable that all or a portion of the investment will be sold for an amount different from NAV.

The determination of NAV by the fund managers considers variables such as the financial performance of underlying investments, including comparisons of comparable companies' earnings multiples, cash flow analyses, recent sales prices of investments, and other pertinent information. The estimates of fair values, because of the inherent uncertainty of valuations for these investments, may differ from the values that would have been used had ready markets existed.

Included in the College's investments are 100% ownership interests in Center Redevelopment Corporation (CRC) and Center Business Corporation (CBC). The corporations were formed in 1986 (CRC) and 1987 (CBC) to develop and lease retail, residential and office space at the Village Commons in South Hadley, Massachusetts.

g. Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820 defines fair value and requires certain disclosures about fair value measurements. Except for investments reported at NAV as a practical expedient to estimate fair value, the College uses a three-level hierarchy for fair value measurements based on the observable inputs to the valuation of an asset or liability at the measurement date. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the College has the ability to access at the measurement date.

Level 2: Observable prices that are based on inputs not quoted in active markets, but corroborated by market data.

Level 3: Unobservable inputs that are used when little or no market data is available.

The level in the fair value hierarchy within which a fair measurement in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

At June 30, 2016 and 2015, the carrying values of the College’s cash and cash equivalents, receivables, accounts payable and deposits approximated their fair values.

h. Land, Buildings, Equipment and Collections

All plant assets are stated at cost except gifts in kind, which are recorded at their estimated fair value on the date of the gift. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets under the following guidelines: buildings (50 years), building improvements (20 years), land improvements and infrastructure (20 years), furniture, equipment and vehicles (5 years), and library collections (10 years).

The College recognizes the fair value of its liability for legal obligations associated with asset retirements in the period in which the obligation is incurred if a reasonable estimate of the fair value of the obligation can be made. When the liability is initially recorded, the College capitalizes the cost of the asset retirement obligation by increasing the carrying amount of the related long-lived asset. The liability is accreted to its present value each period, and the capitalized cost associated with the retirement obligation is depreciated over the useful life of the related asset. Upon settlement of the obligation, any difference between the cost to settle the asset retirement obligation and the liability recorded is recognized as a gain or loss in the Statement of Activities.

i. Income Taxes

The College is a tax-exempt organization as described in Section 501(c)(3) of the Internal Revenue Code and is generally exempt from income taxes pursuant to Section 501(a) of the Code. The College assesses uncertain tax positions and determined that there were no such positions that have a material effect on the financial statements.

j. Subsequent Events

The College evaluated events subsequent to June 30, 2016 and through October 27, 2016, the date on which the financial statements were issued.

k. Reclassifications

Certain items in 2015 have been reclassified to conform to the current year presentation.

2. Accounts and Notes Receivable

Accounts receivable, including student accounts and notes receivable, are net of an allowance for doubtful accounts of $675,000 and $600,000 at June 30, 2016 and June 30, 2015, respectively.

3. Contributions Receivable

Contributions receivable at June 30, 2016 and 2015 are summarized as follows (in thousands):

Contributions to be collected:	2016	2015
Within one year	$ 6,262	$ 1,587
In one to five years	6,415	2,300
After five years	782	782
External trusts	15,790	16,391
	29,249	21,060
Less: discount to present value	(1,909)	(2,468)
	27,340	18,592
Less: allowance for uncollectible contributions	(1,462)	(1,056)
	$ 25,878	$ 17,536

Discount rates for contributions receivable range from 0.7% to 5.8%, depending upon the expected date of collection and the fiscal year in which the pledge was made.

4. Student Loans Receivable

Student loans are net of an allowance for doubtful accounts of $3,325,000 and $3,250,000 at June 30, 2016 and 2015, respectively.

5. Land, Buildings, Equipment and Collections

Land, buildings, equipment and collections consist of the following (in thousands) at June 30:

	2016	2015
Land and land improvements	$ 27,526	$ 26,937
Buildings	240,963	238,408
Vehicles, equipment and furnishings	71,791	70,486
Art and library collections	42,321	41,879
	382,601	377,710
Less accumulated depreciation	(217,801)	(207,295)
	164,800	170,415
Construction in progress	3,824	1,360
	$ 168,624	$ 171,775

The College capitalized approximately $23,000 and $8,000 of interest on various construction projects during the years ended June 30, 2016 and 2015, respectively.

Depreciation expense for the College was $10,838,707 and $11,091,531 for the years ended June 30, 2016 and 2015, respectively.

Conditional asset retirement obligations of approximately $10,649,000 and $10,245,000 are included within other liabilities on the Balance Sheets for the years ended June 30, 2016 and 2015, respectively.

6. Investments and Fair Value

The College's investment objective is to invest its assets in a prudent manner in order to achieve a long-term rate-of-return sufficient to fund a portion of its spending and to increase investment value equal to or above inflation. The College uses a diversified investment approach incorporating multiple asset classes, strategies, and managers. The College's Board of Trustees' Investment Committee oversees the College's investments and authorizes major investment decisions.

In addition to equity and fixed income investments, the College may also hold shares or units in institutional funds and alternative investment funds involving hedged and private equity strategies. Hedged strategies involve funds whose managers have the authority to invest in various asset classes at their discretion, including the ability to invest long and short. Funds with hedged strategies generally hold securities or other financial instruments for which a ready market exists, and may include stocks, bonds, put or call options, swaps, currency hedges and other instruments. Private equity funds generally employ buyout, venture capital, and debt related strategies, often requiring the estimation of fair values by the fund managers in the absence of readily determinable market values.

The College's assets and liabilities that are measured at fair value on a recurring basis at June 30, 2016 are as follows (in thousands):

	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Investments Measured at Net Asset Value or Equivalent	Total
Assets					
Investments:					
Fixed income	$ 56,133				$ 56,133
Equity securities	69,795			$ 190,419	260,214
Hedge funds:					
Equity long/short				56,813	56,813
Other strategies				135,248	135,248
Private equity:					
Buyout				56,498	56,498
Real assets			$ 6,000	52,544	58,544
Venture capital				40,277	40,277
Other strategies				16,524	16,524
Faculty mortgages		$ 3,167			3,167
Total investments	125,928	3,167	6,000	548,323	683,418
Other assets:					
Short-term investments	531				531
Funds held in trust by others			15,790		15,790
Funds held by bond trustee	28,822				28,822
Interest rate swap		4,727			4,727
Total other assets	29,353	4,727	15,790		49,870
Total assets	$ 155,281	$ 7,894	$ 21,790	$ 548,323	$ 733,288
Liabilities					
Interest rate swaps		$ (17,357)			$ (17,357)
Total liabilities		$ (17,357)			$ (17,357)

Short-term investments consist of non-endowment short-term stock and bond holdings and gifts and checks pending disposition.

Funds held in trust by others represent the College's interest in external and perpetual trusts.

Funds held by bond trustee consist of payments for the Series 2008 and 2011B debt issues that are initially made to a Trustee under the terms of the bond agreements as well as unexpended borrowings from the Series 2016A debt issue, each of which is held in a money market account.

The College's assets and liabilities that are measured at fair value on a recurring basis at June 30, 2015 are as follows (in thousands):

	Quoted Prices in Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Investments Measured at Net Asset Value or Equivalent	Total
Assets					
Investments:					
Fixed income	$ 55,440				$ 55,440
Equity securities	50,772			$ 220,997	271,769
Hedge funds:					
Equity long/short				61,498	61,498
Other strategies				139,324	139,324
Private equity:					
Buyout				58,160	58,160
Real assets			$ 6,000	60,419	66,419
Venture capital				41,351	41,351
Other strategies				15,622	15,622
Faculty mortgages		$ 3,176			3,176
Total investments	106,212	3,176	6,000	597,371	712,759
Other assets:					
Short-term investments	125				125
Funds held in trust by others			16,391		16,391
Funds held by bond trustee	4,672				4,672
Interest rate swap		2,881			2,881
Total other assets	4,797	2,881	16,391		24,069
Total assets	$ 111,009	$ 6,057	$ 22,391	$ 597,371	$ 736,828
Liabilities					
Interest rate swaps		$ (14,004)			$ (14,004)
Total liabilities		$ (14,004)			$ (14,004)

Short-term investments consist of non-endowment short-term stock and bond holdings and gifts and checks pending disposition.

Funds held in trust by others represent the College's interest in external and perpetual trusts.

Funds held by bond trustee consist of payments for the Series 2008, 2011A and 2011B debt issues that are initially made to a Trustee under the terms of the bond agreements and held in a money market account.

There were no changes in methodologies used at June 30, 2016 and 2015 and there were no transfers among levels during the year end June 30, 2016 and 2015. The 2015 fair value table above was amended to present certain investments previously disclosed as being measured using NAV as a practical expedient to estimate fair value but for which readily determinable fair value exists, in accordance with ASU 2015-10, *Technical Corrections and Improvements.* These changes resulted in a decrease in investments measured at NAV and a corresponding increase in Level 1 investments of $42,526.

Detailed liquidity of the College's investments as of June 30, 2016 is as follows:

	Daily	Weekly	Monthly	Quarterly	Semi-Annual	Annual	Illiquid	Total
Investments:								
Fixed income	$42,784	$13,349						$ 56,133
Equity securities	19,965	57,567	$111,282	$61,998			$ 9,402	260,214
Hedge funds:								
Equity long/short					$9,165	$10,656	36,992	56,813
Other strategies				19,322	12,713	37,597	65,616	135,248
Private equity:								
Buyout							56,498	56,498
Real assets							58,544	58,544
Venture capital							40,277	40,277
Other strategies							16,524	16,524
Other							3,167	3,167
Total investments	$62,749	$70,916	$111,282	$81,320	$21,878	$48,253	$287,020	$683,418

At June 30, 2016, the College's remaining outstanding commitments to private equity partnerships totaled approximately $101,550,000 based on the provisions of the individual agreements, with adjustments as to amounts and timing based on prior actions of the partnerships and expectations as to future opportunities. There can be no assurance that the timing or amounts of the capital calls will materialize as expected. The projected capital call amounts for the next five fiscal years and thereafter are summarized in the following table (in thousands):

Fiscal Year	Capital Calls
2017	$ 23,843
2018	19,482
2019	16,005
2020	13,452
2021	10,381
Thereafter	18,387
Total	$ 101,550

The private equity partnerships have terms of 4 to 15 years, with extensions of two to five years. As of June 30, 2016, the weighted average remaining life of the private equity partnerships is approximately four years. In addition, $150,692,406 of the College's other investment funds are subject to redemption lock up periods. The expirations of these lock up periods are between one and three years.

Net return on the College's investments are summarized in the table below (in thousands):

	2016	2015
Interest and dividends	$ 5,630	$ 5,253
Realized and unrealized (losses)/gains	(17,265)	18,393
Fees	(6,008)	(7,766)
Total	$ (17,643)	$ 15,880

7. Endowment Funds

The College's endowment consists of approximately 1,600 individual funds established for a variety of purposes, including both donor restricted endowment funds and funds designated by the College to function as endowments (quasi-endowment).

Endowment funds share in an investment pool on a unit market value basis. Funds are added to and withdrawn from the pool at the then current unit market value of the pooled assets. Life income funds are invested and also accounted for on a unit market value basis in two separate investment pools.

The College uses a total return approach to managing endowment investments. Funds are invested to maximize total return consistent with prudent risk without regard to the mix of current investment income and realized and unrealized gains or losses. Asset allocation parameters are established for investments and holdings are periodically rebalanced to the target allocations. The College compares the performance of its investments against several benchmarks.

The College's Board of Trustees approves the annual spending distribution per unit. Units are assigned when gifts and transfers enter/exit the investment pool, based on the then market value of a unit in the pool. The pool is valued monthly. The spending policy limits the annual distribution of return to a 5% increase over the preceding annual distribution, within a range of 4.5% to 5.5% of a twelve quarter average market value. For fiscal years 2016 and 2015, the College elected to distribute 5.3% and 5.4% of the average of the prior twelve quarter-end market values, as of December 31, 2014 and December 31, 2013, respectively.

The College is subject to the Uniform Prudent Management of Institutional Funds Act (UPMIFA) of the Commonwealth of Massachusetts. The College has prepared these financial statements on the basis that the original gifts of the donor-restricted endowment funds, absent explicit donor stipulations to the contrary, must be preserved. As a result, the College classifies as permanently restricted net assets (a) the original value of the gifts donated to the permanent endowment, (b) the original value of subsequent gifts to the permanent endowment, and (c) accumulations to the permanent endowment made in accordance with the direction of the applicable donor gift instrument at the time the accumulation is added to the fund. The remaining portion of the donor-restricted endowment fund that is not classified in permanently restricted net assets is classified as temporarily restricted net assets until those amounts are appropriated for expenditure by the College in a manner consistent with the standard of prudence prescribed by UPMIFA. In accordance with UPMIFA, the College considers the following factors in determining appropriate spending levels from donor-restricted endowment funds:

a) Duration and preservation of the endowment fund
b) Purposes of the College and the endowed fund
c) General economic conditions
d) Possible effects of inflation or deflation
e) Expected total return from income and the appreciation of investments
f) Other resources of the College
g) Investment policy of the College

As a result of market declines, the fair value of certain donor-restricted endowments may fall below original contributed value. At June 30, 2016, this dollar amount was approximately $1.9 million ($35,000 as of June 30, 2015). These unrealized losses have been recorded as reductions of unrestricted net assets. Future market gains will be used to restore this reduction in unrestricted net assets before any net appreciation above the historic cost of such funds increases temporarily restricted net assets.

Net assets associated with endowment funds are classified and reported based on the existence or absence of donor-imposed restrictions. Donor restricted amounts reported below include term endowments reported as temporarily restricted net assets; and appreciation, reported as temporarily restricted net assets.

Endowment funds consisted of the following at June 30, 2016 and 2015 (in thousands):

	2016			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted	$ (1,905)	$ 297,741	$ 276,506	$ 572,342
Board designated (quasi)	$ 82,102	13,120		95,222
Total	$ 80,197	$ 310,861	$ 276,506	$ 667,564

	2015			
	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
Donor restricted	$ (35)	$ 340,627	$ 257,164	$ 597,756
Board designated (quasi)	81,556	20,992		102,548
Total	$ 81,521	$ 361,619	$ 257,164	$ 700,304

Changes in endowment funds for the fiscal years ended June 30, 2016 and 2015 were as follows (in thousands):

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
June 30, 2015 balance	$ 81,521	$ 361,619	$ 257,164	$ 700,304
Contributions	452	10	19,125	19,587
Investment return	(2,485)	(15,132)	(26)	(17,643)
Distributions	(5,492)	(29,213)	241	(34,464)
Transfers	(100)	62	66	28
Other changes	6,301	(6,485)	(64)	(248)
June 30, 2016 balance	$ 80,197	$ 310,861	$ 276,506	$ 667,564

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total
June 30, 2014 balance	$ 84,307	$ 376,478	$ 249,345	$ 710,130
Contributions	296	102	7,274	7,672
Investment return	2,137	13,729	14	15,880
Distributions	(5,329)	(28,217)	23	(33,523)
Transfers	(117)	2,405	170	2,458
Other changes	227	(2,878)	338	(2,313)
June 30, 2015 balance	$ 81,521	$ 361,619	$ 257,164	$ 700,304

8. Net Assets

Net assets at June 30, 2016 are as follows (in thousands):

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total 2016
Endowment	$ 80,197	$ 310,861	$ 276,506	$ 667,564
Split interest agreements, excluding annuities	7	3,285	17,649	20,941
Plant funds	43,237	14,023		57,260
Loan funds	5,117		2,015	7,132
Other	(9,190)	24,952	2,177	17,939
	$ 119,368	$ 353,121	$ 298,347	$ 770,836

Net assets at June 30, 2015 are as follows (in thousands):

	Unrestricted	Temporarily Restricted	Permanently Restricted	Total 2016
Endowment	$ 81,521	$ 361,619	$ 257,164	$ 700,304
Split interest agreements, excluding annuities	19	3,431	17,577	21,027
Plant funds	46,320	440		46,760
Loan funds	4,815		1,941	6,756
Other	(6,631)	21,850	2,707	17,926
	$ 126,044	$ 387,340	$ 279,389	$ 792,773

Temporarily restricted net assets released to unrestricted net assets were as follows (in thousands):

	2016	2015
Endowment distribution	$ 28,972	$ 28,194
Program services	9,915	4,434
	$ 38,887	$ 32,628

9. Line of Credit

The College has an uncollateralized demand line of credit available through December 31, 2016, in the amount of $20,000,000 at an interest rate of prime less 25 basis points. There was no amount outstanding on the line of credit at June 30, 2016 and 2015.

10. Bonds Payable

The College's bonds payable, including unamortized discount, as of June 30, 2016 and 2015 are summarized as follows (in thousands):

Series	Fiscal Years of Maturity	Interest Rates	2016	2015
Massachusetts Development Finance Authority MDFA):				
2008	2016-2037	4.75%-5.00%	$ 33,930	$ 34,840
Unamortized premium			333	350
2011A	2016-2042	Variable	39,305	40,955
2011B	2016-2042	3.5%-5.0%	27,825	28,395
Unamortized premium			552	573
2016A	2016-2046	2.44%	26,000	
			$ 127,945	$ 105,113

During the year ended June 30, 2016, the College issued Massachusetts Development Finance Authority bonds, Series 2016A. The proceeds of these bonds will be used to provide funding for construction projects, primarily the construction of a new community center.

Amounts paid to the Trustee but not yet paid to bondholders are included in funds held by bond trustee on the Balance Sheets. Unexpended borrowings from the Series 2016A Massachusetts Development Finance Authority issue are also included in this line item as of June 30, 2016.

On March 1, 2016, U.S. Bank National Association amended their agreement with the College dated June 9, 2011 to purchase the 2011A bonds. The amended agreement expires on March 24, 2022 (mandatory tender date) and may be extended at the option of U.S. Bank National Association and the College. Under terms of the purchase agreement, in the event the mandatory tender date is not extended, the College may request U.S. Bank National Associates to agree to convert the amount of the Bonds outstanding into a term loan, for a term of 180 days beginning on the date immediately following the mandatory tender date. If the agreement is not extended by U.S. Bank National Association, the College has the ability to remarket the outstanding bond per the bond purchase agreement.

Effective in the year ended June 30, 2016, the College retrospectively adopted the provisions of the FASB Accounting Standards Update (ASU) No. 2016-01, *Financial Instruments – Overall* (ASU 2016-01). ASU 2016-01 eliminates the requirement to disclose the fair value of financial instruments measured at amortized cost for nonpublic entities.

Principal payments due on these bonds during each of the next five fiscal years ending June 30 and thereafter are as follows (in thousands):

2017	$ 2,145
2018	2,310
2019	2,490
2020	2,675
2021	2,865
Thereafter	114,575
Principal maturities	$ 127,060
Unamortized premium	885
Bonds payable, net	$ 127,945

On July 1, 2004, in connection with the 2001 Massachusetts Development Finance Authority bonds, the College entered into an interest rate swap agreement with a notional amount of $44,246,000. Under the terms of the agreement, each month from August 1, 2011 through July 1, 2031, the College will receive a variable rate of interest equal to 68% of LIBOR, and the College will pay a fixed rate of interest of 4.38%. The fair value of the swap agreement was a liability of approximately $10,451,000 and $8,862,000 at June 30, 2016 and 2015, respectively. This is included in other liabilities on the Balance Sheets.

On November 4, 2005, the College entered into a forward starting fixed payer swap agreement with a notional amount of $29,650,000. Under the terms of the agreement, every six months from January 1, 2007 through July 1, 2036, the College will pay a fixed rate of interest of 3.785%, and the College will receive a variable rate of interest equal to 68% of LIBOR. The fair value of the swap agreement was a liability of approximately $6,906,000 and $5,142,000 at June 30, 2016 and 2015, respectively. This is included in other liabilities on the Balance Sheets.

On October 22, 2009, the College entered into a fixed receiver swap agreement with a notional amount of $29,650,000. Under the terms of the agreement, every six months from January 1, 2010 through July 1, 2036, the College will pay a variable rate of interest equal to the Securities Industry and Financial Markets Association Municipal Swap Index rate, and the College will receive a fixed rate of interest of 3.145%. The fair value of the swap agreement was an asset of approximately $4,727,000 and $2,881,000 at June 30, 2016 and 2015, respectively. This is included in other assets on the Balance Sheets.

The value of the derivative interest rate swaps noted above represent the estimated cost to the College to cancel the agreement at each reporting date and is based on pricing models that consider interest rates, credit quality, and other market factors. Interest rate volatility, remaining outstanding principal and time to maturity will affect the swaps' fair value at subsequent reporting dates. If the College repays the debt on schedule, the value of the swaps will reach zero at their final maturity. The swaps are general obligations of the College and are unsecured except that the agreements require collateral posting by the College and the counterparty under certain conditions. To date, the College has not been required to post collateral with respect to these swap agreements.

11. Defined Contribution Retirement Plan

The College sponsors a defined contribution retirement plan covering all faculty and administrative employees. The College contributed approximately $5,556,000 in 2016 and $5,436,000 in 2015 to the plan.

12. Defined Benefit Pension Plan

The College maintains a defined benefit pension plan for bargaining unit employees. The plan is noncontributory.

Obligations and Funded Status

The following table sets forth changes in the College's pension benefit obligation, plan assets, and funded status at June 30 (in thousands):

	2016	2015
Change in benefit obligation:		
Benefit obligation at beginning of year	$ 17,227	$ 17,149
Service cost	480	412
Interest cost	701	667
Actuarial loss	2,101	272
Benefits paid	(629)	(1,273)
Benefit obligation at end of year	$ 19,880	$ 17,227
Change in value of plan assets:		
Fair value of plan assets at beginning of year	$ 12,348	$ 13,480
Actual return on plan assets net of expenses	(528)	(768)
Benefits paid	(629)	(1,273)
Employer contribution	1,002	909
Fair value of plan assets at end of year	$ 12,193	$ 12,348
Funded status	$ (7,687)	$ (4,879)

To determine the benefit obligations, the College used a discount rate, which is the estimated rate at which the obligation for pension benefits could effectively be settled, of 3.25% and 4.25% at June 30, 2016 and 2015, respectively, and a salary projection rate, which is the estimated rate at which salaries will increase, of 3.0% for the years ended June 30, 2016 and 2015. The excess of the benefit obligation over the fair value of plan assets is included in other liabilities on the Balance Sheets.

Components of Net Periodic Benefit Cost

To determine net periodic pension costs, the College used a discount rate, which is the estimated rate at which the obligation for pension benefits could effectively be settled, of 4.25% and 4.0% for the years ended June 30, 2016 and 2015, respectively; a salary projection rate, which is the estimated rate at which salaries will increase, of 3.0% for the years ended June 30, 2016 and 2015; and an expected long-term rate of return on plan assets, which is the estimated rate of earnings generated on the assets of the plan, of 7.5% for the years ended June 30, 2016 and 2015.

Net periodic pension cost for the years ended June 30, 2016 and 2015 includes the following components (in thousands):

	2016	2015
Service cost earned during the period	$ 480	$ 412
Interest cost on projected benefit obligation	701	667
Amortization of prior service cost	(1)	(2)
Amortization of net loss	544	394
Expected return on assets	(920)	(998)
Net periodic pension cost	$ 804	$ 473
Increase in liability included in change in net assets	$ 3,006	$ 1,646

Plan Assets

The plan’s asset allocations at June 30, 2016 and 2015 by asset category are as follows:

	Plan Assets at June 30		Target Investment %	
Asset Category	2016	2015	2016	2015
Equity securities	58.0 %	55.5 %	58 %	55 %
Debt securities	20.0	21.1	20	20
Cash	10.8	5.3	11	7
Other	11.2	18.1	11	18
Total	100.0 %	100.0 %	100 %	100 %

The plan assets are invested in a well-diversified investment portfolio which includes domestic and international equity and fixed income securities. The plan’s expected return is based on the projected long-term returns for the asset classes represented in the investment portfolio.

The following are descriptions of the valuation methodologies used to measure plan assets at fair value:

Mutual funds: Valued at net asset value (NAV) of shares held by the plan at year end.
Other: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer.

The following table sets forth by level, within the fair value hierarchy, the plan's assets at fair value as of June 30, 2016 and 2015 (in thousands):

	2016			
Asset Description	Level 1	Level 2	Level 3	Total
Mutual and other funds	$ 10,752			$ 10,752
Money market funds	1,315			1,315
Deposit administration contract			$ 126	126
Total	$ 12,067	$	$ 126	$ 12,193

	2015			
Asset Description	Level 1	Level 2	Level 3	Total
Mutual and other funds	$ 11,027			$ 11,027
Money market funds	651			651
Deposit administration contract			$ 670	670
Total	$ 11,678	$	$ 670	$ 12,348

The following tables present activity for the fiscal years ended June 30, 2016 and 2015 for investments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) (in thousands):

	2016	2015
Fair value at beginning of year	$ 670	$ 1,041
Annuity premiums	(142)	(341)
Participant distributions	(456)	(69)
Service fees	(9)	(16)
Investment return	63	55
Fair value at end of year	$ 126	$ 670

Cash Flows

The College has an estimated minimum required contribution of $940,000 to the defined benefit pension plan for the year ending June 30, 2017.

Benefit payments, which reflect expected future service, are expected to be paid as follows (in thousands):

2017	$	684
2018		357
2019		990
2020		943
2021		1,867
2022-2026	$	5,706

Mount Holyoke College

Members of the Board of Trustees
2015-2016

Executive Officers of the College

Lynn Pasquerella
President

Gail Berson
Vice President for Enrollment and Dean of Admission

Cerri Banks
Vice President for Student Affairs and Dean of the College

Shannon D. Gurek
Vice President for Finance and Administration and Treasurer

Christine Hutchins
Vice President for Marketing and Communications

Lenore Reilly
Senior Advisor to the President and Secretary of the College

Sonya Stephens
Vice President for Academic Affairs and Dean of Faculty

Julie Tyson
Interim Vice President for Advancement

Financial Officers of the College

Shannon D. Gurek
Vice President for Finance and Administration and Treasurer

Ellen C. Rutan
Comptroller