



Mayo Clinic

Unaudited Condensed Consolidated Financial Reports
September 30, 2019



Mayo Clinic

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Unaudited Financial Reports

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Condensed Consolidated Statements of Financial Position
(In Millions)

	September 30, 2019 Unaudited	December 31, 2018
Assets		
Current assets:		
Cash and cash equivalents	\$ 36	\$ 29
Accounts receivable for medical services	1,990	1,828
Securities lending collateral	1	5
Other receivables	422	378
Other current assets	195	187
Total current assets	<u>2,644</u>	<u>2,427</u>
Investments	10,559	9,384
Investments under securities lending agreement	35	70
Other long-term assets	909	695
Property, plant and equipment, net	4,796	4,729
Total assets	<u>\$ 18,943</u>	<u>\$ 17,305</u>
Liabilities and Net Assets		
Current liabilities:		
Accounts payable	\$ 445	\$ 464
Accrued payroll	699	646
Accrued employee benefits	147	146
Deferred revenue	53	63
Long-term variable-rate debt	620	620
Securities lending payable	1	5
Other current liabilities	399	337
Total current liabilities	<u>2,364</u>	<u>2,281</u>
Long-term debt, net of current portion	2,738	2,800
Accrued pension and postretirement benefits, net of current portion	1,541	1,749
Other long-term liabilities	1,578	1,323
Total liabilities	<u>8,221</u>	<u>8,153</u>
Net assets:		
Without donor restrictions	7,181	5,937
With donor restrictions	3,541	3,215
Total net assets	<u>10,722</u>	<u>9,152</u>
Total liabilities and net assets	<u>\$ 18,943</u>	<u>\$ 17,305</u>

See notes to condensed consolidated financial statements.



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

	Nine Months Ended September 30, 2019			Nine Months Ended September 30, 2018		
	Without Donor	With Donor	Total	Without Donor	With Donor	Total
	Restrictions	Restrictions		Restrictions	Restrictions	
Revenue, gains and other support:						
Medical service revenue	\$ 8,609	\$ —	\$ 8,609	\$ 7,904	\$ —	\$ 7,904
Grants and contracts	429	—	429	366	—	366
Investment return allocated to current activities	250	19	269	260	57	317
Contributions available for current activities	47	117	164	26	135	161
Other	734	—	734	695	—	695
Net assets released from restrictions	136	(136)	—	133	(133)	—
Total revenue, gains and other support	10,205	—	10,205	9,384	59	9,443
Expenses:						
Salaries and benefits	5,706	—	5,706	5,484	—	5,484
Supplies and services	2,949	—	2,949	2,725	—	2,725
Depreciation and amortization	431	—	431	416	—	416
Facilities	205	—	205	193	—	193
Finance and investment	101	—	101	91	—	91
Total expenses	9,392	—	9,392	8,909	—	8,909
Income from current activities	813	—	813	475	59	534
Noncurrent and other items:						
Contributions not available for current activities, net	(17)	148	131	(13)	136	123
Unallocated investment return (loss), net	311	178	489	(52)	61	9
Income tax expense	(26)	—	(26)	(24)	—	(24)
Benefit credit	101	—	101	67	—	67
Other	(1)	—	(1)	(1)	—	(1)
Total noncurrent and other items	368	326	694	(23)	197	174
Increase in net assets before other changes in net assets	1,181	326	1,507	452	256	708
Pension and other postretirement benefit adjustments	63	—	63	107	—	107
Release of third party from affiliation	—	—	—	(37)	—	(37)
Increase in net assets	1,244	326	1,570	522	256	778
Net assets at beginning of period	5,937	3,215	9,152	5,018	3,005	8,023
Net assets at end of period	\$ 7,181	\$ 3,541	\$ 10,722	\$ 5,540	\$ 3,261	\$ 8,801

See notes to condensed consolidated financial statements.



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

	Nine Months Ended September 30, 2019	Nine Months Ended September 30, 2018
Cash flows from operating activities:		
Cash from medical services	\$ 7,903	\$ 7,273
Cash from external lab services	544	506
Cash from grants and contracts	398	357
Cash from benefactors	49	81
Cash from other activities	453	626
Cash for salaries and benefits	(5,615)	(5,518)
Cash for supplies, services, and facilities	(2,978)	(2,861)
Interest and dividends received	124	106
Interest paid	(64)	(56)
Income taxes paid	(26)	(23)
Net cash provided by operating activities	788	491
Cash flows from investing activities:		
Purchase of property, plant and equipment	(531)	(551)
Purchases of investments	(2,564)	(1,618)
Sales and maturities from investments	2,162	1,570
Release of third-party from affiliation	—	(37)
Net cash used in investing activities	(933)	(636)
Cash flows from financing activities:		
Restricted gifts, bequests and other	215	144
Payment of long-term debt	(63)	(4)
Net cash provided by financing activities	152	140
Net increase (decrease) in cash and cash equivalents	7	(5)
Cash and cash equivalents at beginning of period	29	66
Cash and cash equivalents at end of period	\$ 36	\$ 61

See notes to condensed consolidated financial statements.



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

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 nine months ended September 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. Upon adoption, the Clinic recorded right-of-use assets and obligations for current operating leases in the amount of \$152 in the condensed consolidated statements of financial position.



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

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 \$101 and \$67 increase in salaries and benefits expense offset by an increase in benefit credit on the condensed consolidated statements of activities for the nine months ended September 30, 2019 and September 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. 2018-13, *Fair Value Measurement (Topic 820)*. This ASU improves the effectiveness of the notes to financial statements through changes in the disclosure requirements for fair value measurement. The ASU is effective January 1, 2020 and will be applied using a retrospective approach.

In August 2018, the FASB issued ASU No. 2018-14, *Compensation - Retirement Benefits - Defined Benefit Plans (Topic 715)*. This ASU modifies the disclosure requirements for employers that sponsor defined benefit pension or other postretirement plans. The ASU is effective January 1, 2021 and will be applied using a retrospective approach.

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's on its condensed consolidated financial statements.



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 3. Liquidity and Availability

Financial assets available for general expenditure within one year of the balance sheet date, comprise the following at September 30, 2019:

	2019
Cash and cash equivalents	\$ 36
Accounts receivable	1,990
Promises to give	175
Grants receivable	108
Other receivables	139
Investments	6,546
Total financial assets available within one year	<u>\$ 8,994</u>

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.



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

Note 4. Medical Service Revenue (Continued)

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.

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 nine months ended September 30, 2019 and 2018, revenue recognized due to changes in its estimates of transaction price concessions for performance obligations satisfied in prior years was not material. 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 nine months ended September 30, 2019 and 2018 and was \$9 and \$12, respectively.

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.



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 4. Medical Service Revenue (Continued)

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 qualify as charity care are not reported as revenue.

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 nine months ended September 30, 2019 and 2018 are as follows:

	September 30, 2019			
	Midwest	Southeast	Southwest	Total
Hospital	\$ 3,284	\$ 570	\$ 746	\$ 4,600
Clinic	2,430	485	498	3,413
Senior Care & Nursing Home	13	—	—	13
Other	38	—	—	38
Total patient care service revenue	5,765	1,055	1,244	8,064
External lab	545	—	—	545
Total medical service revenue	<u>\$ 6,310</u>	<u>\$ 1,055</u>	<u>\$ 1,244</u>	<u>\$ 8,609</u>

Timing of revenue and recognition:

At time services are rendered	\$ 3,013	\$ 485	\$ 498	\$ 3,996
Services transferred over time	3,297	570	746	4,613
Total	<u>\$ 6,310</u>	<u>\$ 1,055</u>	<u>\$ 1,244</u>	<u>\$ 8,609</u>

	September 30, 2018			
	Midwest	Southeast	Southwest	Total
Hospital	\$ 2,990	\$ 494	\$ 664	\$ 4,148
Clinic	2,285	455	451	3,191
Senior Care & Nursing Home	14	—	—	14
Other	35	—	—	35
Total patient care service revenue	5,324	949	1,115	7,388
External lab	516	—	—	516
Total medical service revenue	<u>\$ 5,840</u>	<u>\$ 949</u>	<u>\$ 1,115</u>	<u>\$ 7,904</u>

Timing of revenue and recognition:

At time services are rendered	\$ 2,836	\$ 455	\$ 451	\$ 3,742
Services transferred over time	3,004	494	664	4,162
Total	<u>\$ 5,840</u>	<u>\$ 949</u>	<u>\$ 1,115</u>	<u>\$ 7,904</u>

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.



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

Note 4. Medical Service Revenue (Continued)

The Clinic's practice is to record certain radiology, pathology and other hospital related services in the Midwest region as clinic revenue which amounted to \$828 and \$719 for the nine months ended September 30, 2019 and 2018, respectively. Examples of revenue at time services are rendered include 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 nine months ended September 30, is as follows:

	2019	2018
Medicare	\$ 2,077	\$ 1,888
Medicaid	291	239
Contract	5,110	4,632
Other, including self-pay	1,131	1,145
Total	<u>\$ 8,609</u>	<u>\$ 7,904</u>

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 nine months ended September 30, 2019 and 2018, the realized and unrealized loss from derivative contracts was \$9 and \$21, respectively.



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

Note 5. Investments (Continued)

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 nine months ended September 30, 2019 and 2018.



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 6. Fair Value Measurements (Continued)

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

	September 30, 2019				Total Fair Value
	Level 1	Level 2	Level 3	NAV	
Assets:					
Securities lending collateral	\$ 1	\$ —	\$ —	\$ —	\$ 1
Investments:					
Cash and equivalents	1,480	—	—	—	1,480
Fixed-income securities:					
U.S. government	—	274	—	—	274
U.S. government agencies	—	388	—	—	388
U.S. corporate	—	412	—	—	412
Foreign	—	46	—	—	46
Common and preferred stocks:					
U.S.	610	—	—	—	610
Foreign	416	—	—	—	416
Funds:					
Fixed-income	489	—	—	—	489
Equities	584	454	—	—	1,038
Other investments	—	—	—	—	—
Less securities under lending agreement					
	(35)	—	—	—	(35)
Investments at NAV	—	—	—	5,441	5,441
Total investments	3,544	1,574	—	5,441	10,559
Investments under securities lending agreement					
	35	—	—	—	35
Other long-term assets:					
Trust receivables	67	27	60	—	154
Technology-based ventures	—	—	48	—	48
Total other long-term assets	67	27	108	—	202
Total assets at fair value	\$ 3,647	\$ 1,601	\$ 108	\$ 5,441	\$ 10,797
Liabilities:					
Securities lending payable	\$ 1	\$ —	\$ —	\$ —	1
Total liabilities at fair value	\$ 1	\$ —	\$ —	\$ —	\$ 1



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 6. Fair Value Measurements (Continued)

	December 31, 2018				Total Fair Value
	Level 1	Level 2	Level 3	NAV	
Assets:					
Securities lending collateral	\$ 5	\$ —	\$ —	\$ —	\$ 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	<u>3,169</u>	<u>1,433</u>	<u>—</u>	<u>4,782</u>	<u>9,384</u>
Investments under securities lending agreement	<u>70</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>70</u>
Other long-term assets:					
Trust receivables	60	28	57	—	145
Technology-based ventures	—	—	32	—	32
Total other long-term assets	<u>60</u>	<u>28</u>	<u>89</u>	<u>—</u>	<u>177</u>
Total assets at fair value	<u>\$ 3,304</u>	<u>\$ 1,461</u>	<u>\$ 89</u>	<u>\$ 4,782</u>	<u>\$ 9,636</u>
Liabilities:					
Securities lending payable	\$ 5	\$ —	\$ —	\$ —	\$ 5
Total liabilities at fair value	<u>\$ 5</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 5</u>



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

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 \$428 and \$79 more than its carrying value at September 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 September 30, 2019, alternative investments recorded at NAV consisted of the following:

	Fair Value	Unfunded Commitment	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Absolute return/hedge funds (a)	\$ 2,599	\$ —	Monthly to annually	30–90 days
Private partnerships (b)	2,842	1,153		
Total alternative investments	<u>\$ 5,441</u>	<u>\$ 1,153</u>		

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

	Fair Value	Unfunded Commitment	Redemption Frequency (If Currently Eligible)	Redemption Notice Period
Absolute return/hedge funds (a)	\$ 2,217	\$ —	Monthly to annually	30–90 days
Private partnerships (b)	2,565	1,159		
Total alternative investments	<u>\$ 4,782</u>	<u>\$ 1,159</u>		



Notes to Unaudited Condensed Consolidated Financial Statements

September 30, 2019 (in Millions)

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 September 30, 2019 and December 31, 2018, the aggregate market value of securities on loan under securities lending agreements totaled \$35 and \$70, respectively, and the total value of the collateral supporting the securities is \$36 and \$74, respectively, which represents 103 percent and 106 percent of the value of the securities on loan at September 30, 2019 and December 31, 2018, respectively. The cash portion of the collateral supporting the securities as of September 30, 2019 and December 31, 2018, is \$1 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.



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

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:

	September 30, 2019	December 31, 2018
Subject to expenditure for specified purpose:		
Research	\$ 372	\$ 324
Education	58	55
Buildings and equipment	115	81
Charity care	22	38
Clinical	38	37
Other	20	8
Total expenditure for specified purpose	<u>625</u>	<u>543</u>
Subject to passage of time:		
Pledges and trusts	<u>335</u>	<u>300</u>
Endowments:		
Perpetual in nature:		
Research	966	895
Education	269	256
Charity care	13	13
Clinical	115	90
Other	34	28
Pledges and trusts	<u>338</u>	<u>329</u>
Total perpetual in nature	1,735	1,611
Subject to endowment spending policy:		
Research	448	395
Education	279	259
Charity care	24	20
Clinical	65	59
Other	30	28
Total subject to endowment spending policy	<u>846</u>	<u>761</u>
Total endowments	<u>2,581</u>	<u>2,372</u>
Total net assets with donor restrictions	<u>\$ 3,541</u>	<u>\$ 3,215</u>



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

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 nine months ended September 30,:

	2019	2018
Research	\$ 95	\$ 90
Education	23	22
Buildings and equipment	5	2
Other	13	19
Total net assets released from donor restrictions	<u>\$ 136</u>	<u>\$ 133</u>

Note 9. Board-Designated Funds

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

	September 30, 2019	December 31, 2018
Research	\$ 1,142	\$ 1,073
Education	212	160
Buildings and equipment	3	3
Charity care	10	9
Clinical	120	114
Other	847	894
Total designation for specified purpose	<u>\$ 2,334</u>	<u>\$ 2,253</u>

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.



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 10. Functional Expenses (Continued)

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

	2019							
	Patient care	Lab and technology ventures	Research	Graduate and other education	General and administrative	Development expenses	Other activities	Total expenses
Salaries and benefits	\$ 4,728	\$ 127	\$ 416	\$ 212	\$ 44	\$ 4	\$ 175	\$ 5,706
Supplies and services	1,971	631	176	49	76	12	34	2,949
Depreciation and amortization	359	6	43	8	12	1	2	431
Facilities	164	3	12	7	17	—	2	205
Finance & investment	95	1	12	1	1	—	(9)	101
Total	\$ 7,317	\$ 768	\$ 659	\$ 277	\$ 150	\$ 17	\$ 204	\$ 9,392

	2018							
	Patient care	Lab and technology ventures	Research	Graduate and other education	General and administrative	Development expenses	Other activities	Total expenses
Salaries and benefits	\$ 4,402	\$ 130	\$ 390	\$ 197	\$ 178	\$ 5	\$ 182	\$ 5,484
Supplies and services	1,749	638	154	46	106	11	21	2,725
Depreciation and amortization	332	7	41	7	26	1	2	416
Facilities	135	4	10	7	36	—	1	193
Finance & investment	92	1	12	1	2	—	(17)	91
Total	\$ 6,710	\$ 780	\$ 607	\$ 258	\$ 348	\$ 17	\$ 189	\$ 8,909

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 nine months ended September 30, are as follows for the defined-benefit pension funds:

	Qualified	
	2019	2018
Service cost	\$ 335	\$ 382
Interest cost	281	264
Expected return on plan assets	(477)	(468)
Amortization of unrecognized:		
Prior service benefit	(37)	(38)
Net actuarial loss	106	156
Net periodic benefit cost	\$ 208	\$ 296



Notes to Unaudited Condensed Consolidated Financial Statements
September 30, 2019 (in Millions)

Note 11. Employee Benefit Programs (Continued)

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

	Postretirement Benefits	
	2019	2018
Service cost	\$ 6	\$ 9
Interest cost	32	30
Amortization of unrecognized:		
Prior service benefit	(14)	(26)
Net actuarial loss	8	15
Net periodic cost	<u>\$ 32</u>	<u>\$ 28</u>

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 September 30, 2019, approximated \$1,768, 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 September 30, 2019 through November 7, 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.

Management's Discussion and Analysis





Management's Discussion and Analysis

September 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, Minnesota; Phoenix, Arizona; and Jacksonville, Florida. The Mayo Clinic Health System has over 70 locations in Minnesota, Wisconsin, and Iowa.

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 1,284 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.

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.

Management's Discussion and Analysis

September 30, 2019 (in Millions)

Announcements and Awards

- U.S. News & World Report - 30th annual "Best Hospitals" Issue



Mayo Clinic was named the No. 1 hospital in the nation for the fourth straight year, according to U.S. News & World Report. Mayo Clinic ranked No. 1 in the states of Arizona and Minnesota, and No. 3 in Florida. Among specialties, Mayo Clinic in Rochester is ranked No. 1 in five specialties:

- Diabetes and Endocrinology
- ENT (ears, nose, throat)
- Gastroenterology and GI surgery
- Nephrology
- Urology

In addition, Mayo Clinic in Rochester was ranked No. 2 in six other specialties:

- Cardiology and heart surgery
- Geriatrics
- Gynecology
- Neurology and Neurosurgery
- Orthopedics
- Pulmonology and lung surgery

This year, U.S. News revamped its methodology for the hospital rankings to incorporate "new measures of patient-centered care." The result: Mayo received 5 out of 5 stars in overall patient satisfaction.

- New integrated oncology facility planned for Florida campus

Mayo Clinic is continuing its investment in services to help more patients by adding a new integrated oncology facility with proton beam therapy to Mayo Clinic's Florida campus. This location will provide space to accommodate equipment and staffing needs for the continued growth of cancer care in Florida.



Management's Discussion and Analysis

September 30, 2019 (in Millions)

- Mayo Clinic selects Google as strategic partner for cloud computing, health care innovation
 As part of Mayo Clinic's path to 2030 to cure, connect and transform health care, Mayo Clinic has entered a multi-year strategic partnership with Google that will accelerate innovation and help redefine health care delivery. The partnership will bring together Google's industry-leading data security and computer engineering talent, and Mayo Clinic's world class research, education and clinical expertise to solve difficult and complex health care challenges. To advance the way the organization cares for people, Mayo Clinic will develop better technological capabilities to improve diagnoses, discover new cures, and make treatment accessible to patient in places beyond hospital walls or a doctor's office - all while enhancing data security.
- Mayo Clinic Healthcare in partnership with Oxford University Clinic opened in London
 Mayo Clinic, the University of Oxford, and Oxford University Hospitals Trust opened the "Mayo Clinic Healthcare in partnership with Oxford University Clinic" in London in September 2019. The Clinic provides the latest in screening and diagnostic services to patients and is supported by a network of medical experts at Mayo Clinic and Oxford University. A key component of Mayo Clinic's international strategy for care outside the U.S. is establishing an optimal physical presence, with facilities such as Oxford, in select countries and regions, with the potential for growth.



- Mayo Clinic, Boston Scientific launch effort to accelerate new medical technology
 Mayo Clinic and Boston Scientific Corp. have launched a new venture to accelerate the development of medical technology and new minimally invasive treatments for many health conditions that impeded quality and longevity of life. The venture, known as "Motion Medical", will have its research facilities in One Discovery Square, the bioscience center in the Discovery Square research district in Rochester, Minnesota. Both organizations have committed millions of dollars over three years to develop and bring new solutions to address unmet medical needs
- Mayo Clinic Care Network
 The Mayo Clinic Care Network is a group of carefully vetted, independent health care systems that have special access to Mayo Clinic's knowledge and expertise. The care network helps reach Mayo Clinic's strategic goals by extending Mayo Clinic's reach by building regional and international relationships to improve patient care. The Mayo Clinic Care Network has members in the U.S., Asia, Mexico and the Middle East. Members added during 2019 third quarter were:

 1. Blount Memorial Hospital in Tennessee
 2. Saudi German Hospital in Cairo



Management's Discussion and Analysis

September 30, 2019 (in Millions)

Strong Financial Performance

Third quarter net medical service revenue (NMSR) represented 85% of total revenue and grew slightly faster (9.2%) than total revenue, producing net operating income of \$272 million, a 7.9% operating margin, and net income of \$375 million, a 10.9% net margin. Financial performance during the quarter ended September 30, 2019 was strong, continuing the trajectory of recent periods. Total operating revenue of \$3,427 million grew by \$220 million over the same quarter a year ago, in addition, year-to-date revenue of \$10,205 million grew by \$755 million over the same nine month period a year ago. All indicators represent significant improvements from the same period in the prior year:

	Q3 2019	Q3 2018	% Change	YTD 2019	YTD 2018	% Change
Net medical service revenue	\$ 2,927	\$ 2,680	9.2%	\$ 8,609	\$ 7,904	8.9%
Total operating revenue	\$ 3,427	\$ 3,207	6.9%	\$ 10,205	\$ 9,443	8.1%
Net operating income	\$ 272	\$ 178	52.8%	\$ 813	\$ 534	52.2%
Net income	\$ 375	\$ 363	3.3%	\$ 1,507	\$ 708	112.9%

Year-to-date revenue from the practice was \$9.2 billion, up 8.1% from the prior year with positive growth at all sites including the health system. Year over year growth was 8.5% for Rochester, 10.9% for Florida, and 11.4% for Arizona and was primarily driven by inpatient hospital and surgical patient volumes.

Operating Expenses

Operating expenses were well-managed with year-over-year growth of 5.3%. Labor expense of \$6.1 billion represented an increase of 4.6% over the prior year and comprised 65.4% of operating expenses. On a consolidated basis, supplies and services were \$65 million favorable to plan due to lower than anticipated clinical practice projects, lower than planned pharmaceutical therapies and outpatient volumes.

Admissions & Payer Mix

On a consolidated basis, hospital admissions increased 1.9% over prior year and surgical patients increased 3.1%. Government payer mix has increased over prior year with government and non-government revenue representing 54.8% and 40.2%, respectively of total medical services provided. Government payer mix trends have varied by site with Rochester, Florida, and Arizona increasing and Mayo Clinic Health System stable through the first nine months of this year.

	Q3 2019	%	Q3 2018	%	YTD 2019	%	YTD 2018	%
Medicare	\$ 702	24.0%	\$ 612	22.8%	\$ 2,077	24.1%	\$ 1,888	23.9%
Medicaid	102	3.5%	80	3.0%	291	3.4%	239	3.0%
Contract	1,750	59.8%	1,588	59.2%	5,110	59.4%	4,632	58.6%
Other, incl Self Pay	373	12.7%	401	15.0%	1,131	13.1%	1,145	14.5%
Total	\$ 2,927	100.0%	\$ 2,681	100.0%	\$ 8,609	100.0%	\$ 7,904	100.0%

Investment Results

The Mayo Clinic Long Term Investment Fund (LTF) generated a 1.6% return for the third quarter and 8.9% year-to-date. On a three-year and ten-year basis, the LTF's returns continue to meet investment objectives and exceed benchmark performance, with annualized returns of 9.3% and 9.0% respectively.



Management's Discussion and Analysis

September 30, 2019 (in Millions)

Cash and investments of \$10.6 billion at September 30, 2019 represent an increase of \$1.1 billion from year-end. Improvement in cash and investments during the year the result of both strong cash flow from operations, continued growth in donor gifts, and investment gains.

Cash and Investment Growth

	12/31/2016	12/31/2017	12/31/2018	09/30/2019
Working Capital	\$ 394	\$ 545	\$ 429	\$ 561
Short-Term Fund	654	662	973	1,008
Long-Term Fund	5,937	6,931	7,215	8,196
Seg. Reserves & Other	832	730	866	865
Total	<u>\$ 7,817</u>	<u>\$ 8,868</u>	<u>\$ 9,483</u>	<u>\$ 10,630</u>

Key Balance Sheet Ratios

Balance sheet ratios are noted below and are favorable from prior year suggesting stability in credit rating:

	9/30/2019	12/31/2018	9/30/2018
Days Revenue Outstanding	61.2	61.0	64.3
Days Cash on Hand*	262	240	237
Cash to Debt*	253%	220%	242%
Debt to Capitalization	32%	37%	35%

*Includes temporarily restricted cash and investment in the calculation