

STUDENT LOAN GUARANTEE FOUNDATION OF ARKANSAS, INC.

Financial Statements
September 30, 2023 and 2022

(With Independent Auditor's Report Thereon)

TABLE OF CONTENTS

	Page
INDEPENDENT AUDITOR'S REPORT	1
FINANCIAL STATEMENTS	
Statements of Financial Position	4
Statements of Activities	5
Statement of Functional Expenses -2023	6
Statement of Functional Expenses -2022	7
Statements of Cash Flows	8
Notes to Financial Statements	9



INDEPENDENT AUDITOR'S REPORT

Board of Directors Student Loan Guarantee Foundation of Arkansas, Inc. North Little Rock, Arkansas

Opinion

We have audited the financial statements of Student Loan Guarantee Foundation of Arkansas, Inc. (the Foundation), which comprise the statements of financial position as of September 30, 2023 and 2022, and the related statements of activities, functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Foundation as of September 30, 2023 and 2022, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Basis for Opinion

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

Emphasis of Matter

As discussed in Note 2 to the financial statements, in October 2022, the Foundation adopted Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) No. 2016-02, Leases. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is required to evaluate whether there are any conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

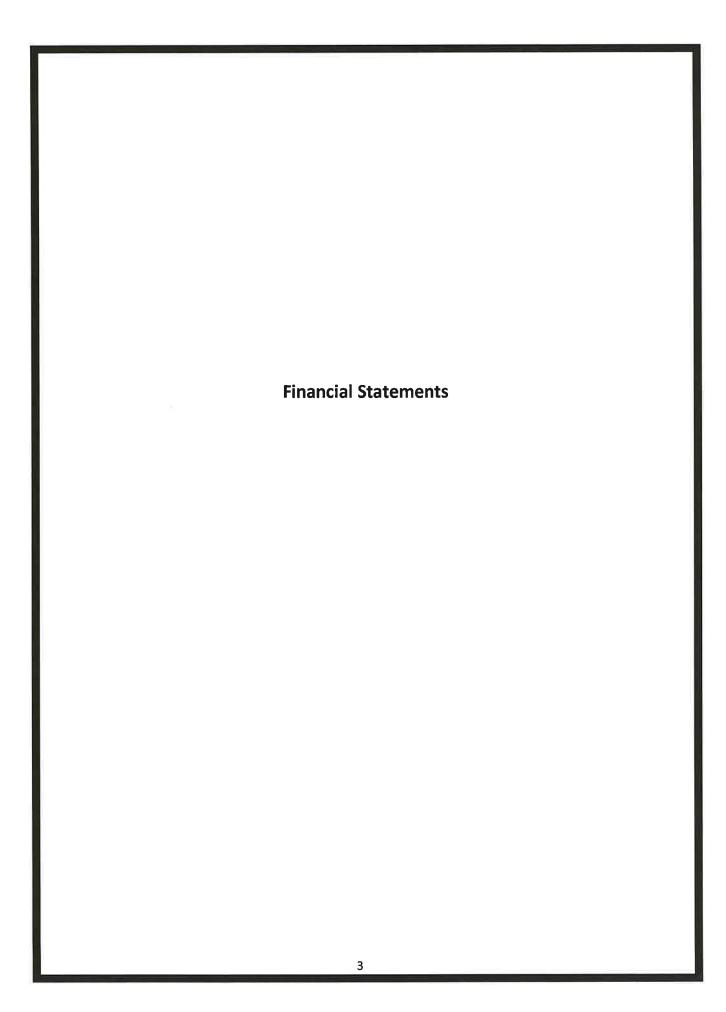
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with U.S. GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with U.S. GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for the purpose of expressing
 an opinion on the effectiveness of the Foundation's internal control. Accordingly, no such
 opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Foundation's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Little Rock, Arkansas March 14, 2024



Statements of Financial Position September 30, 2023 and 2022

	_	2023		2022
ASSETS				
Cash and cash equivalents	\$	292,519	\$	1,237,589
Investments		4,161,199		3,534,741
Other receivables		2,369		8,615
Prepaid expenses		9,761		9,685
Property and equipment, net		6,484		968
Right of use asset - operating lease, net	_	41,872		180
TOTAL ASSETS	\$	4,514,204	\$	4,791,598
LIABILITIES AND NET ASSETS				
Accounts payable	\$	699	\$	2,385
Accrued payroll and related liabilities		27,455		27,069
Operating lease liability		41,872	_	
TOTAL LIABILITIES		70,026		29,454
NET ASSETS	_	4,444,178	9	4,762,144
TOTAL LIABILITIES AND NET ASSETS	\$	4,514,204	\$	4,791,598

Statements of Activities Years Ended September 30, 2023 and 2022

	2023	2022
REVENUES AND GAINS		
Investment income (loss)	\$ 223,983	\$ (210,557)
Miscellaneous revenue	1,274	-
TOTAL REVENUES AND GAINS	225,257	(210,557)
EXPENSES		
Program services	435,773	426,561
Supporting services	107,450	104,452
TOTAL EXPENSES	543,223	531,013
DECREASE IN NET ASSETS	(317,966)	(741,570)
NET ASSETS, BEGINNING OF YEAR	4,762,144	5,503,714
NET ASSETS, END OF YEAR	\$ 4,444,178	\$ 4,762,144

Statement of Functional Expenses Year Ended September 30, 2023

	Program Services	pporting ervices	Total
Salaries and other compensation	\$ 131,425	\$ 56,325	\$ 187,750
Employee benefits and payroll tax expense	19,692	8,440	28,132
Professional fees and services	59,879	25,662	85,541
Information technology	2,188	938	3,126
Office expenses	4,356	1,778	6,134
Depreciation and amortization	1,737	744	2,481
Occupancy expense	16,842	7,218	24,060
Travel expense	1,595	663	2,258
Conferences, conventions and meetings expense	753	322	1,075
Insurance expense	12,329	5,284	17,613
Scholarships expense	184,800	(4)	184,800
Other expense	 177	76	253
	\$ 435,773	\$ 107,450	\$ 543,223

Statement of Functional Expenses Year Ended September 30, 2022

	Program Services	pporting ervices	Total
Salaries and other compensation	\$ 124,162	\$ 53,212	\$ 177,374
Employee benefits and payroll tax expense	18,969	8,130	27,099
Professional fees and services	59,534	25,515	85,049
Information technology	1,411	604	2,015
Office expenses	6,642	2,846	9,488
Depreciation and amortization	677	291	968
Occupancy expense	16,682	7,150	23,832
Travel expense	1,355	581	1,936
Conferences, conventions and meetings expense	1,858	796	2,654
Insurance expense	12,347	5,291	17,638
Scholarships expense	182,840	2	182,840
Other expense	 84	36	 120
	\$ 426,561	\$ 104,452	\$ 531,013

Statements of Cash Flows Years Ended September 30, 2023 and 2022

	2023		2022	
CASH FLOWS FROM OPERATING ACTIVITIES				
Decrease in net assets	\$	(317,966)	\$	(741,570)
Adjustments to reconcile decrease in net assets to				
net cash used by operating activities:				
Depreciation and amortization		2,481		968
Net depreciation in fair value of investments		131,096		234,160
Changes in operating assets and liabilities:				
Other receivables		6,246		(3,615)
Prepaid expenses		(76)		(6)
Accounts payable		(1,686)		277
Accrued payroll and other liabilities		386		595
Net Cash Used by Operating Activities		(179,519)	_	(509,191)
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchases of investments		(1,789,048)		(3,768,901)
Purchases of property and equipment		(7,997)		
Proceeds from maturities of certificates of deposit		300,000		**
Proceeds from sales and maturities of investments		731,494		
Net Cash Used by Investing Activities		(765,551)		(3,768,901)
NET DECREASE IN CASH AND CASH EQUIVALENTS		(945,070)		(4,278,092)
NET DECREASE IN CASH AND CASH EQUIVALENTS		(343,070)		(4,270,032)
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR		1,237,589	-	5,515,681
CASH AND CASH EQUIVALENTS, END OF YEAR	\$	292,519	\$	1,237,589

SUPPLEMENTAL DISCLOSURE OF NON-CASH TRANSACTIONS

At September 30, 2023, the Foundation recorded a right-of-use asset and a right-of-use liability totaling \$41,872.

Notes to Financial Statements September 30, 2023 and 2022

NOTE 1: NATURE OF ACTIVITIES

The Student Loan Guarantee Foundation of Arkansas, Inc. (the Foundation) was established in 1966 for the primary purpose of serving as the state designated guarantor for the Federal Family Education Loan Program (FFELP) and providing other higher education services to Arkansas students and their families, as well as the institutions that serve them.

With the passage of the Healthcare and Education Reconciliation Act of 2010 (the Act), the Foundation's authority to guarantee new loans under FFELP ended, and beginning July 1, 2010, all new student loans were issued through Direct Loan Program created under the Act, which is administered by the United States Department of Education (ED). As a result, the Foundation discontinued all services related to the issuance of loan guarantees. Effective September 30, 2014, the Foundation transitioned substantially all activities performed with respect to the then outstanding loan portfolio to Great Lakes Higher Education Guaranty Corporation (Great Lakes), with the approval of the Secretary of the Department of Education.

During the year ended September 30 2015, management of the Foundation developed and began implementation of "GuidEd Solutions," a program to provide postsecondary institutions with affordable and customized education services. The Foundation offered institutions the flexibility to utilize staff and resources to focus on student success. Services provided to colleges and universities included student debt management, pre-repayment counseling, gainful employment assistance, inbound and outbound communications to assist students, education-based surveys, a student notification system and various other administrative services. As of June 30, 2019, all GuidEd Solutions services were terminated.

During the year ended September 30, 2019, the Foundation began funding completion scholarships under the newly formed "Scholarships Leading to Graduation for Arkansans" program. Scholarships are awarded to eligible individuals through participating four year, postsecondary, non-proprietary institutions that are located in the state of Arkansas, supported by the state of Arkansas or by a nonprofit, religious or charitable organizations. To be eligible to receive a scholarship under this program, a full-time student who has faced extenuating circumstances resulting in nonattendance must be a U.S. citizen and an Arkansas resident completing their first baccalaureate degree, within 30 credit hours of degree completion and a cumulative grade point average of 2.5. At September 30, 2023 and 2022, there were twenty-one and twenty-two institutions participating in the program, respectively.

The management, affairs and general administration of the Foundation are vested in a five member Board of Directors.

Notes to Financial Statements September 30, 2023 and 2022

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Foundation reports information regarding its financial position and activities in accordance with generally accepted accounting principles, which require the distinction between net assets without donor restrictions and net assets with donor restrictions. Net assets without donor restrictions are resources available to support operations and not subject to donor restrictions. Net assets with donor restrictions are resources that are subject to donor imposed limitations on how or when such resources may be used. All of the Foundation's net assets are without donor restriction at September 30, 2023 and 2022.

Cash and Cash Equivalents

For purposes of presentation in the statements of cash flows, the Foundation considers all short-term investment funds and highly liquid investments with original maturities of three months or less at the date of purchase to be cash equivalents.

Cash and cash equivalents include balances in demand deposit accounts maintained with financial institutions and money market mutual funds held in brokerage accounts maintained with investment banking firms. In the event of a bank or investment banking firm failure, the excess of the balance over applicable insurance limits may not be recoverable. The Foundation has not experienced any such losses in regards to these accounts and does not anticipate such losses to occur. At September 30, 2023 and 2022, cash and cash equivalents balances totaled \$307,498 and \$1,243,354, of which \$0 and \$25,423 was uninsured at September 30, 2023 and 2022, respectively.

Investments

The Foundation records purchases of investment securities at cost on the transaction trade date. Thereafter, securities are reported at fair value on the statements of financial position. Changes in fair values are recorded in the period in which they occur. Realized gains and losses on sales of securities are recognized on the transaction trade dates. Dividend income is recorded on the ex-dividend date, and interest income is accrued as it is earned. Investment income or loss presented on the statements of activities includes dividends and interest, as well as realized and unrealized gains and losses, and is net of external investment expenses.

Property and Equipment

The Foundation's furniture, equipment and software are recorded at historical cost. Major improvements are capitalized, while normal maintenance and repairs are expensed in the period incurred. Depreciation or amortization (as applicable) is computed using the straight-line method over the estimated useful lives of the assets which range from three to ten years.

Property and equipment at September 30, 2023 and 2022, is presented on the statements of financial position, net of accumulated depreciation and amortization totaling \$48,395 and \$68,709, respectively.

Notes to Financial Statements September 30, 2023 and 2022

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Scholarships

Institutions participating in the Foundation's scholarship program identify and select eligible students to receive scholarships. Scholarships are recorded as expenses in the statements of activities at the same time they are paid by the Foundation.

Income Taxes

The Foundation is classified as a private foundation under Section 509(a) of the Internal Revenue Code and is generally exempt from federal income taxation under Section 501(c)(3). Accounting standards require management of the Foundation to evaluate tax positions and recognize a tax liability (or asset) if the Foundation has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. Management of the Foundation has analyzed the tax positions taken and has concluded that as of September 30, 2023 and 2022, there are no uncertain positions taken or expected to be taken that would require the recognition of a liability (or asset) or disclosure in the financial statements. The Foundation may be subject to audit by the Internal Revenue Service; however, there are currently no audits for any tax periods in progress.

Functional Expenses

The Foundation allocates its expenses on a functional basis between its program and supporting services. Expenses that can be identified with specific program or supporting services are recorded directly according to their natural expenditure classification. Other expenses that are common to several functions are allocated to program and supporting services based on estimates of time worked.

Expenses associated with certain activities and functions necessary for the support of programs provided by the Foundation are considered supporting services expenses. Supporting services include costs associated with general and administrative functions of the Foundation.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Recently Adopted Accounting Standards

In February 2016, the FASB issued ASU No. 2016-02, Leases, requiring an entity to recognize assets and liabilities for leases with terms greater than twelve months. The recognition, measurement and presentation of expenses and cash flows arising from a lease by a lessee primarily will depend on its classification as a finance or operating lease. This amends current guidance that requires only finance leases to be recognized on the lessee balance sheet. This new lease standard also requires additional disclosures on the amount, timing and uncertainty of cash flows arising from leases. The Foundation

Notes to Financial Statements September 30, 2023 and 2022

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recently Adopted Accounting Standards (Continued)

adopted FASB ASU No. 2016-02 on October 1, 2022, using the optional new transition alternative method without restating prior periods. For leases commenced before the effective date of ASU 2016-02, the Foundation elected the permitted practical expedient to not reassess the following: (a) whether any expired or existing contracts contain leases; (b) the lease classification for any expired or existing leases; and (c) initial direct costs for any existing leases. The impact of the adoption on the financial statements resulted in an increase in the Foundation's assets to record a right-of-use asset and an increase in the Foundation's liabilities to record a lease obligation of \$41,872 representing the present value of the remaining lease payments for an operating lease. The adoption did not have a material impact on the Foundation's net assets or its changes in net assets.

NOTE 3: FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The three levels of the fair value hierarchy are described as follows:

- Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Foundation has the ability to access at the measurement date.
- Level 2 Inputs to the valuation methodology include the following:
 - Quoted prices for similar assets or liabilities in active markets
 - Quoted prices for identical or similar assets or liabilities in inactive markets
 - Inputs other than quoted prices that are observable for the asset or liability
 - Inputs that are derived principally from or corroborated by observable market data by correlation or other means

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Notes to Financial Statements September 30, 2023 and 2022

NOTE 3: FAIR VALUE MEASUREMENTS (Continued)

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at September 30, 2023 and 2022:

Corporate debt obligations are valued using industry accepted pricing models, such as the present value of the expected stream of cash flows, adjusted for credit rating, credit loss assumptions and other factors.

U.S. treasury securities are valued using pricing models maximizing the use of observable inputs for similar securities.

Certificates of deposit are valued using pricing models such as the present value of the stream of expected cash flows adjusted for interest rates and other factors.

Common stock and mutual funds are valued at the closing price reported on the active market in which the individual securities are traded.

Exchange traded funds are valued based on the closing price as reported by the fund. The funds are priced continuously throughout the day but are required to publish their net asset value at market close based on the value of the underlying securities.

Preferred stock are valued using industry accepted pricing models, such as the present value of the expected stream of cash flows and dividend growth.

The following tables set forth by level, within the fair value hierarchy, the Foundation's assets at fair value. Classification within the fair value hierarchy table is based on the lowest level of any input that is significant to the fair value measurement:

		Septembe	er 30, 2023	
	Fair Value	Level 1	Level 2	Level 3
Corporate debt obligations	8:			
A	\$ 97,957	\$	\$ 97,957	\$ =
A-	363,917		363,917	
BBB+	233,526	<u>=</u>	233,526	-
BBB	283,276	-	283,276	8 5 3
BBB-	147,949	= =====================================	147,949	·
Total corporate debt obligations	1,126,625	谭	1,126,625	
U.S. treasury securities	783,322	#	783,322	-
Certificates of deposit	515,791		515,791	
Common stock	878,786	878,786	3#3	5.65
Exchange-traded funds	125,534	125,534	: = 3	
Mutual funds	96,318	96,318	1981	*
Preferred stock	634,823		634,823	v
	\$ 4,161,199	\$ 1,100,638	\$ 3,060,561	\$ -

Notes to Financial Statements September 30, 2023 and 2022

NOTE 3: FAIR VALUE MEASUREMENTS (Continued)

		Septembe	er 30, 2022	
	Fair Value	Level 1	Level 2	Level 3
Corporate debt obligations	10			18
Α-	\$ 385,625	\$	\$ 385,625	\$
BBB+	380,590	ē	380,590	
BBB	286,551	*	286,551	
BBB-	144,846		144,846	-
Total corporate debt obligations	1,197,612	ħ	1,197,612	ã.
U.S. treasury securities	1,028,837	Ħ.	1,028,837	(#X)
Certificates of deposit	243,731		243,731	
Common stock	385,211	385,211	*	141
Exchange-traded funds	28,464	28,464	*	5 2 7
Preferred stock	650,886		650,886	2 <u>720</u>
	\$ 3,534,741	\$ 413,675	\$ 3,121,066	\$ -

NOTE 4: RETIREMENT PLANS

For the benefit of its employees, the Foundation maintains the Student Loan Guarantee Foundation of Arkansas Defined Contribution Retirement Plan (the Plan). The Plan is a qualified money purchase pension plan, as authorized under Internal Revenue Code Section 401(a). The Plan covers substantially all employees who are at least twenty-one years of age and who have completed a minimum of one year of employment with the Foundation. The Foundation is required to contribute eight percent of each participant's compensation. During the years ended September 30, 2023 and 2022, the Foundation's retirement expense totaled approximately \$13,100 and \$12,600, respectively. In addition, the Foundation also sponsors a 403(b) plan to which employees may make salary deferrals.

NOTE 5: LEASE COMMITMENTS

The Foundation has an operating lease for the lease of the office space. For this lease, the Foundation records a right-of-use asset which represents the Foundation's right to use the underlying asset during the lease term and a lease liability that represents the Foundation's obligation to make payments arising from the lease. Right-of-use assets and liabilities are recognized at the commencement date based on the net present value of fixed payments over the lease term. As a practical expedient, the Foundation uses a risk-free discount rate for a period comparable with that of the lease term in determining the present value of lease payments. Operating fixed lease expense is recognized on a straight-line bases over the lease term. The Foundation's leases includes fixed rental payments. Operating expenses for the leasing activity of the Foundation for the year ending September 30, 2023, was approximately \$24,000 and is included in occupancy expense on the statements of functional expenses.

Notes to Financial Statements September 30, 2023 and 2022

NOTE 5: LEASE COMMITMENTS (Continued)

The aggregate future lease payments for operating leases as of September 30, 2023, are as follows:

2024	\$	24,428
2025		18,322

Total lease payments		42,750
Less interest expense		(878)
Present value of lease liabilities	\$	41,872

The Foundation's weighted average remaining lease term and discount rate for the Foundation's operating lease was 2 years and 2.5%, respectively, as of September 30, 2023.

NOTE 6: COMMITMENTS, CONTINGENCIES AND UNCERTAINTIES

Effective March 4, 2003, the Foundation's Board of Directors established the Student Loan Guarantee Foundation of Arkansas Catastrophic Severance Pay Plan, which was amended and restated July 24, 2012. This plan is an unfunded welfare benefit plan under the Employee Retirement Income Security Act of 1974, as amended, and is designed to provide eligible employees with severance pay in the event that his or her employment is involuntarily terminated as a result of a "catastrophic event," as defined in the plan. As of September 30, 2023 and 2022, no events meeting the definition of a catastrophic event had occurred, and there were no amounts payable under the plan.

NOTE 7: LIQUIDITY AND AVAILABILITY OF FINANCIAL ASSETS

The Foundation monitors its liquidity so that it is able to meet its operating needs and contractual commitments. The Foundation has the following financial assets that could readily be made available within one year of the statements of financial position to fund expenses without limitations:

	2023	2022
Cash and cash equivalents	\$ 292,519	\$ 1,237,589
Investments at fair value	4,161,199	3,534,741
Other receivables	2,369	8,615
Total financial assets available to meet cash needs for general		
expenditures within one year	\$ 4,456,087	\$ 4,780,945

NOTE 8: SUBSEQUENT EVENTS

Management has evaluated subsequent events through March 14, 2024 the date the financial statements were available to be issued.