

<b>Form 5500</b>  Department of the Treasury Internal Revenue Service  Department of Labor Employee Benefits Security Administration  Pension Benefit Guaranty Corporation	<b>Annual Return/Report of Employee Benefit Plan</b>  This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).  <b>▶ Complete all entries in accordance with the instructions to the Form 5500.</b>	OMB Nos. 1210-0110 1210-0089  <h1 style="text-align: center;">2024</h1>  <b>This Form is Open to Public Inspection</b>
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**Part I Annual Report Identification Information**  
 For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

**A** This return/report is for:  a multiemployer plan  a multiple-employer plan (Filers checking this box must provide participating employer information in accordance with the form instructions.)

a single-employer plan  a DFE (specify) \_\_\_\_\_

**B** This return/report is:  the first return/report  the final return/report

an amended return/report  a short plan year return/report (less than 12 months)

**C** If the plan is a collectively-bargained plan, check here. . . . .

**D** Check box if filing under:  Form 5558  automatic extension  the DFVC program

special extension (enter description)

**E** If this is a retroactively adopted plan permitted by SECURE Act section 201, check here. . . . .

**Part II Basic Plan Information—enter all requested information**

<b>1a</b> Name of plan <u>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</u>	<b>1b</b> Three-digit plan number (PN) ▶ <u>001</u>
<b>2a</b> Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>CHESAPEAKE BAY FOUNDATION, INC.</u>  <u>6 HERNDON AVENUE</u> <u>ANNAPOLIS, MD 21403</u>	<b>1c</b> Effective date of plan <u>01/01/1989</u>  <b>2b</b> Employer Identification Number (EIN) <u>52-6065757</u>  <b>2c</b> Plan Sponsor's telephone number <u>410-268-8816</u>  <b>2d</b> Business code (see instructions) <u>813000</u>

**Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.**

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

<b>SIGN HERE</b>	Filed with authorized/valid electronic signature.	10/07/2025	OMOFEYITOLA SANNI
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
<b>SIGN HERE</b>			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
<b>SIGN HERE</b>			
	Signature of DFE	Date	Enter name of individual signing as DFE

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN	
	<b>3c</b> Administrator's telephone number	
<b>4</b> If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: <b>a</b> Sponsor's name <b>c</b> Plan Name	<b>4b</b> EIN	
	<b>4d</b> PN	
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b>	415
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ). <b>a(1)</b> Total number of active participants at the beginning of the plan year ..... <b>a(2)</b> Total number of active participants at the end of the plan year ..... <b>b</b> Retired or separated participants receiving benefits..... <b>c</b> Other retired or separated participants entitled to future benefits ..... <b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> ..... <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. .... <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> ..... <b>g(1)</b> Number of participants with account balances as of the beginning of the plan year (only defined contribution plans complete this item) ..... <b>g(2)</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) ..... <b>h</b> Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<b>6a(1)</b>	221
	<b>6a(2)</b>	234
	<b>6b</b>	0
	<b>6c</b>	196
	<b>6d</b>	430
	<b>6e</b>	1
	<b>6f</b>	431
	<b>6g(1)</b>	391
	<b>6g(2)</b>	410
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) .....	<b>7</b>	

**8a** If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:  
2F 2G 2L 2M 2R 2S 2T 3D

**b** If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

<b>9a</b> Plan funding arrangement (check all that apply)	<b>9b</b> Plan benefit arrangement (check all that apply)
(1) <input checked="" type="checkbox"/> Insurance	(1) <input checked="" type="checkbox"/> Insurance
(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts	(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts
(3) <input checked="" type="checkbox"/> Trust	(3) <input checked="" type="checkbox"/> Trust
(4) <input type="checkbox"/> General assets of the sponsor	(4) <input type="checkbox"/> General assets of the sponsor

**10** Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

<b>a Pension Schedules</b>	<b>b General Schedules</b>
(1) <input checked="" type="checkbox"/> <b>R</b> (Retirement Plan Information)	(1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information)
(2) <input type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary	(2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan)
(3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	(3) <input checked="" type="checkbox"/> <b>A</b> (Insurance Information) – Number Attached <u>1</u>
(4) <input type="checkbox"/> <b>DCG</b> (Individual Plan Information) – Number Attached _____	(4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information)
(5) <input type="checkbox"/> <b>MEP</b> (Multiple-Employer Retirement Plan Information)	(5) <input checked="" type="checkbox"/> <b>D</b> (DFE/Participating Plan Information)
	(6) <input type="checkbox"/> <b>G</b> (Financial Transaction Schedules)

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**Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)**

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**11a** If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

If "Yes" is checked, complete lines 11b and 11c.

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**11b** Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

**11c** Enter the Receipt Confirmation Code for the 2024 Form M-1 annual report. If the plan was not required to file the 2024 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code \_\_\_\_\_

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**SCHEDULE A  
(Form 5500)**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration  
Pension Benefit Guaranty Corporation

**Insurance Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

**2024**

**This Form is Open to Public Inspection**

For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

<b>A</b> Name of plan <b>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</b>		<b>B</b> Three-digit plan number (PN) ▶ <b>001</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>CHESAPEAKE BAY FOUNDATION, INC.</b>		<b>D</b> Employer Identification Number (EIN) <b>52-6065757</b>

**Part I Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

**1 Coverage Information:**

**(a)** Name of insurance carrier

**TIAA CREF**

<b>(b)</b> EIN	<b>(c)</b> NAIC code	<b>(d)</b> Contract or identification number	<b>(e)</b> Approximate number of persons covered at end of policy or contract year	<b>Policy or contract year</b>	
				<b>(f)</b> From	<b>(g)</b> To
<b>13-1624203</b>	<b>69345</b>	<b>348411</b>	<b>153</b>	<b>01/01/2024</b>	<b>12/31/2024</b>

**2 Insurance fee and commission information.** Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

<b>(a)</b> Total amount of commissions paid	<b>(b)</b> Total amount of fees paid
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**3 Persons receiving commissions and fees.** (Complete as many entries as needed to report all persons).

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

<b>(b)</b> Amount of sales and base commissions paid	<b>Fees and other commissions paid</b>		<b>(e)</b> Organization code
	<b>(c)</b> Amount	<b>(d)</b> Purpose	

**(a)** Name and address of the agent, broker, or other person to whom commissions or fees were paid

<b>(b)</b> Amount of sales and base commissions paid	<b>Fees and other commissions paid</b>		<b>(e)</b> Organization code
	<b>(c)</b> Amount	<b>(d)</b> Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

<b>Part II</b>	<b>Investment and Annuity Contract Information</b>	
	Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.	
<b>4</b>	Current value of plan's interest under this contract in the general account at year end .....	1695843
<b>5</b>	Current value of plan's interest under this contract in separate accounts at year end.....	7271069
<b>6</b>	<b>Contracts With Allocated Funds:</b>	
<b>a</b>	State the basis of premium rates ▶	
<b>b</b>	Premiums paid to carrier .....	<b>6b</b>
<b>c</b>	Premiums due but unpaid at the end of the year .....	<b>6c</b>
<b>d</b>	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. .... Specify nature of costs ▶	<b>6d</b>
<b>e</b>	Type of contract: (1) <input type="checkbox"/> individual policies      (2) <input type="checkbox"/> group deferred annuity (3) <input type="checkbox"/> other (specify) ▶	
<b>f</b>	If contract purchased, in whole or in part, to distribute benefits from a terminating plan, check here ▶ <input type="checkbox"/>	
<b>7</b>	<b>Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)</b>	
<b>a</b>	Type of contract: (1) <input type="checkbox"/> deposit administration      (2) <input type="checkbox"/> immediate participation guarantee (3) <input checked="" type="checkbox"/> guaranteed investment      (4) <input type="checkbox"/> other ▶	
<b>b</b>	Balance at the end of the previous year .....	<b>7b</b> 1619920
<b>c</b>	Additions: (1) Contributions deposited during the year .....	<b>7c(1)</b> 14479
	(2) Dividends and credits.....	<b>7c(2)</b> 0
	(3) Interest credited during the year.....	<b>7c(3)</b> 73794
	(4) Transferred from separate account .....	<b>7c(4)</b> 70942
	(5) Other (specify below)..... ▶ MARKET VALUE ADJUSTMENT	<b>7c(5)</b> 8438
	(6) Total additions .....	<b>7c(6)</b> 167653
<b>d</b>	Total of balance and additions (add lines <b>7b</b> and <b>7c(6)</b> ) .....	<b>7d</b> 1787573
<b>e</b>	Deductions:	
	(1) Disbursed from fund to pay benefits or purchase annuities during year .....	<b>7e(1)</b> 16027
	(2) Administration charge made by carrier.....	<b>7e(2)</b> 0
	(3) Transferred to separate account .....	<b>7e(3)</b> 65449
	(4) Other (specify below)..... ▶ MARKET VALUE ADJUSTMENT	<b>7e(4)</b> 10254
(5) Total deductions .....	<b>7e(5)</b> 91730	
<b>f</b>	Balance at the end of the current year (subtract line <b>7e(5)</b> from line <b>7d</b> ).....	<b>7f</b> 1695843

**Part III Welfare Benefit Contract Information**  
 If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

**8** Benefit and contract type (check all applicable boxes)

- a**  Health (other than dental or vision)
- b**  Dental
- c**  Vision
- d**  Life insurance
- e**  Temporary disability (accident and sickness)
- f**  Long-term disability
- g**  Supplemental unemployment
- h**  Prescription drug
- i**  Stop loss (large deductible)
- j**  HMO contract
- k**  PPO contract
- l**  Indemnity contract
- m**  Other (specify) ▶

**9** Experience-rated contracts:

<b>a</b>	Premiums: (1) Amount received .....	<b>9a(1)</b>		
	(2) Increase (decrease) in amount due but unpaid .....	<b>9a(2)</b>		
	(3) Increase (decrease) in unearned premium reserve .....	<b>9a(3)</b>		
	(4) Earned ((1) + (2) - (3)) .....		<b>9a(4)</b>	0
<b>b</b>	Benefit charges (1) Claims paid .....	<b>9b(1)</b>		
	(2) Increase (decrease) in claim reserves .....	<b>9b(2)</b>		
	(3) Incurred claims (add (1) and (2)) .....		<b>9b(3)</b>	0
	(4) Claims charged .....		<b>9b(4)</b>	
<b>c</b>	Remainder of premium: (1) Retention charges (on an accrual basis) --			
	(A) Commissions .....	<b>9c(1)(A)</b>		
	(B) Administrative service or other fees .....	<b>9c(1)(B)</b>		
	(C) Other specific acquisition costs .....	<b>9c(1)(C)</b>		
	(D) Other expenses .....	<b>9c(1)(D)</b>		
	(E) Taxes .....	<b>9c(1)(E)</b>		
	(F) Charges for risks or other contingencies .....	<b>9c(1)(F)</b>		
	(G) Other retention charges .....	<b>9c(1)(G)</b>		
	(H) Total retention .....		<b>9c(1)(H)</b>	0
	(2) Dividends or retroactive rate refunds. (These amounts were <input type="checkbox"/> paid in cash, or <input type="checkbox"/> credited.) .....		<b>9c(2)</b>	
<b>d</b>	Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement .....		<b>9d(1)</b>	
	(2) Claim reserves .....		<b>9d(2)</b>	
	(3) Other reserves .....		<b>9d(3)</b>	
<b>e</b>	Dividends or retroactive rate refunds due. (Do not include amount entered in line 9c(2).) .....		<b>9e</b>	

**10** Nonexperience-rated contracts:

<b>a</b>	Total premiums or subscription charges paid to carrier .....	<b>10a</b>	
<b>b</b>	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount. ....	<b>10b</b>	

Specify nature of costs.

**Part IV Provision of Information**

**11** Did the insurance company fail to provide any information necessary to complete Schedule A? .....  Yes  No

**12** If the answer to line 11 is "Yes," specify the information not provided. ▶

<b>SCHEDULE C</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Service Provider Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2024 or fiscal plan year beginning **01/01/2024** and ending **12/31/2024**

<b>A</b> Name of plan <b>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</b>	<b>B</b> Three-digit plan number (PN) ▶	<b>001</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>CHESAPEAKE BAY FOUNDATION, INC.</b>	<b>D</b> Employer Identification Number (EIN) <b>52-6065757</b>	

**Part I Service Provider Information (see instructions)**

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

**1 Information on Persons Receiving Only Eligible Indirect Compensation**

**a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).....  Yes  No

**b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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13-1624203

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

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(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
13	CONTRACT ADMINISTRATOR	48081	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CORNERSTONE ADVISORS ASSET MGMT.

75-3204798

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	INVESTMENT ADVISORY	10000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**Part I Service Provider Information (continued)**

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

**Part II Service Providers Who Fail or Refuse to Provide Information**

**4** Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

<b>(a)</b> Enter name and EIN or address of service provider (see instructions)	<b>(b)</b> Nature of Service Code(s)	<b>(c)</b> Describe the information that the service provider failed or refused to provide

**Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)**  
(complete as many entries as needed)

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>SCHEDULE D</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>	<b>DFE/Participating Plan Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

<b>A</b> Name of plan <u>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
<b>C</b> Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>CHESAPEAKE BAY FOUNDATION, INC.</u>	<b>D</b> Employer Identification Number (EIN) <u>52-6065757</u>	

<b>Part I</b>	<b>Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)</b> (Complete as many entries as needed to report all interests in DFEs)
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<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>TIAA REAL ESTATE</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>TIAA-CREF</u>		
<b>c</b> EIN-PN <u>13-1624203-004</u>	<b>d</b> Entity code <u>P</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>326828</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE:		
<b>b</b> Name of sponsor of entity listed in (a):		
<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)





<b>SCHEDULE H</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Financial Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2024</b>  <b>This Form is Open to Public Inspection</b>
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For calendar plan year 2024 or fiscal plan year beginning <b>01/01/2024</b> and ending <b>12/31/2024</b>	
<b>A</b> Name of plan <b>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</b>	<b>B</b> Three-digit plan number (PN) ▶ <b>001</b>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <b>CHESAPEAKE BAY FOUNDATION, INC.</b>	<b>D</b> Employer Identification Number (EIN) <b>52-6065757</b>

<b>Part I</b>	<b>Asset and Liability Statement</b>
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**1** Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

		(a) Beginning of Year	(b) End of Year
<b>Assets</b>			
<b>a</b> Total noninterest-bearing cash .....	<b>1a</b>		
<b>b</b> Receivables (less allowance for doubtful accounts):			
<b>(1)</b> Employer contributions .....	<b>1b(1)</b>	19632	84
<b>(2)</b> Participant contributions .....	<b>1b(2)</b>	41448	0
<b>(3)</b> Other .....	<b>1b(3)</b>		
<b>c</b> General investments:			
<b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit) .....	<b>1c(1)</b>		
<b>(2)</b> U.S. Government securities .....	<b>1c(2)</b>		
<b>(3)</b> Corporate debt instruments (other than employer securities):			
<b>(A)</b> Preferred .....	<b>1c(3)(A)</b>		
<b>(B)</b> All other .....	<b>1c(3)(B)</b>		
<b>(4)</b> Corporate stocks (other than employer securities):			
<b>(A)</b> Preferred .....	<b>1c(4)(A)</b>		
<b>(B)</b> Common .....	<b>1c(4)(B)</b>		
<b>(5)</b> Partnership/joint venture interests .....	<b>1c(5)</b>		
<b>(6)</b> Real estate (other than employer real property) .....	<b>1c(6)</b>		
<b>(7)</b> Loans (other than to participants) .....	<b>1c(7)</b>		
<b>(8)</b> Participant loans .....	<b>1c(8)</b>	90461	99571
<b>(9)</b> Value of interest in common/collective trusts .....	<b>1c(9)</b>		
<b>(10)</b> Value of interest in pooled separate accounts .....	<b>1c(10)</b>	428011	326828
<b>(11)</b> Value of interest in master trust investment accounts .....	<b>1c(11)</b>		
<b>(12)</b> Value of interest in 103-12 investment entities .....	<b>1c(12)</b>		
<b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds) .....	<b>1c(13)</b>	33206611	36716038
<b>(14)</b> Value of funds held in insurance company general account (unallocated contracts).....	<b>1c(14)</b>	1619920	1695843
<b>(15)</b> Other.....	<b>1c(15)</b>		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	1d(1)		
(2) Employer real property.....	1d(2)		
e Buildings and other property used in plan operation.....	1e		
f Total assets (add all amounts in lines 1a through 1e).....	1f	35406083	38838364
<b>Liabilities</b>			
g Benefit claims payable.....	1g		
h Operating payables.....	1h		
i Acquisition indebtedness.....	1i		
j Other liabilities.....	1j		
k Total liabilities (add all amounts in lines 1g through 1j).....	1k	0	0
<b>Net Assets</b>			
l Net assets (subtract line 1k from line 1f).....	1l	35406083	38838364

**Part II Income and Expense Statement**

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

<b>Income</b>		(a) Amount	(b) Total
<b>a Contributions:</b>			
(1) Received or receivable in cash from: (A) Employers.....	2a(1)(A)	599749	
(B) Participants.....	2a(1)(B)	1126109	
(C) Others (including rollovers).....	2a(1)(C)	346669	
(2) Noncash contributions.....	2a(2)		
(3) Total contributions. Add lines 2a(1)(A), (B), (C), and line 2a(2).....	2a(3)		2072527
<b>b Earnings on investments:</b>			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	2b(1)(A)		
(B) U.S. Government securities.....	2b(1)(B)		
(C) Corporate debt instruments.....	2b(1)(C)		
(D) Loans (other than to participants).....	2b(1)(D)		
(E) Participant loans.....	2b(1)(E)	8502	
(F) Other.....	2b(1)(F)	73794	
(G) Total interest. Add lines 2b(1)(A) through (F).....	2b(1)(G)		82296
(2) Dividends:			
(A) Preferred stock.....	2b(2)(A)		
(B) Common stock.....	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds).....	2b(2)(C)	1317416	
(D) Total dividends. Add lines 2b(2)(A), (B), and (C).....	2b(2)(D)		1317416
(3) Rents.....	2b(3)		
(4) Net gain (loss) on sale of assets:			
(A) Aggregate proceeds.....	2b(4)(A)		
(B) Aggregate carrying amount (see instructions).....	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result.....	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets:			
(A) Real estate.....	2b(5)(A)		
(B) Other.....	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B).....	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts .....	<b>2b(6)</b>		
(7) Net investment gain (loss) from pooled separate accounts .....	<b>2b(7)</b>		-17375
(8) Net investment gain (loss) from master trust investment accounts .....	<b>2b(8)</b>		
(9) Net investment gain (loss) from 103-12 investment entities .....	<b>2b(9)</b>		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds) .....	<b>2b(10)</b>		3486810
<b>c</b> Other income .....	<b>2c</b>		6462
<b>d</b> Total income. Add all <b>income</b> amounts in column (b) and enter total .....	<b>2d</b>		6948136

**Expenses**

<b>e</b> Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers .....	<b>2e(1)</b>	3455579	
(2) To insurance carriers for the provision of benefits .....	<b>2e(2)</b>		
(3) Other .....	<b>2e(3)</b>		
(4) Total benefit payments. Add lines <b>2e(1)</b> through <b>(3)</b> .....	<b>2e(4)</b>		3455579
<b>f</b> Corrective distributions (see instructions) .....	<b>2f</b>		
<b>g</b> Certain deemed distributions of participant loans (see instructions) .....	<b>2g</b>		
<b>h</b> Interest expense .....	<b>2h</b>		
<b>i</b> Administrative expenses:			
(1) Salaries and allowances .....	<b>2i(1)</b>		
(2) Contract administrator fees .....	<b>2i(2)</b>	60276	
(3) Recordkeeping fees .....	<b>2i(3)</b>		
(4) IQPA audit fees .....	<b>2i(4)</b>		
(5) Investment advisory and investment management fees .....	<b>2i(5)</b>		
(6) Bank or trust company trustee/custodial fees .....	<b>2i(6)</b>		
(7) Actuarial fees .....	<b>2i(7)</b>		
(8) Legal fees .....	<b>2i(8)</b>		
(9) Valuation/appraisal fees .....	<b>2i(9)</b>		
(10) Other trustee fees and expenses .....	<b>2i(10)</b>		
(11) Other expenses .....	<b>2i(11)</b>		
(12) Total administrative expenses. Add lines <b>2i(1)</b> through <b>(11)</b> .....	<b>2i(12)</b>		60276
<b>j</b> Total expenses. Add all <b>expense</b> amounts in column (b) and enter total .....	<b>2j</b>		3515855

**Net Income and Reconciliation**

<b>k</b> Net income (loss). Subtract line <b>2j</b> from line <b>2d</b> .....	<b>2k</b>		3432281
<b>l</b> Transfers of assets:			
(1) To this plan .....	<b>2l(1)</b>		
(2) From this plan .....	<b>2l(2)</b>		

**Part III Accountant's Opinion**

**3** Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

**a** The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1)  Unmodified (2)  Qualified (3)  Disclaimer (4)  Adverse

**b** Check the appropriate box(es) to indicate whether the IQPA performed an ERISA section 103(a)(3)(C) audit. Check both boxes (1) and (2) if the audit was performed pursuant to both 29 CFR 2520.103-8 and 29 CFR 2520.103-12(d). Check box (3) if pursuant to neither.

(1)  DOL Regulation 2520.103-8 (2)  DOL Regulation 2520.103-12(d) (3)  neither DOL Regulation 2520.103-8 nor DOL Regulation 2520.103-12(d).

**c** Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: **GELMAN, ROSENBERG & FREEDMAN**

(2) EIN: **52-1392008**

**d** The opinion of an independent qualified public accountant is **not attached** as part of Schedule H because:

(1)  This form is filed for a CCT, PSA, DCG or MTIA. (2)  It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

**Part IV Compliance Questions**

**4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l. DCGs do not complete lines 4e, 4f, 4k, 4l, and 5, and DCGs generally complete the rest of Part IV collectively for all plans in the DCG, except as otherwise provided (see instructions).

During the plan year:

	Yes	No	Amount
<b>a</b> Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)		X	
<b>b</b> Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)		X	
<b>c</b> Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
<b>d</b> Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)		X	
<b>e</b> Was this plan covered by a fidelity bond?		X	
<b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
<b>g</b> Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
<b>h</b> Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
<b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
<b>j</b> Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked and see instructions for format requirements.)		X	
<b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
<b>l</b> Has the plan failed to provide any benefit when due under the plan?		X	
<b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	X		
<b>n</b> If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	X		

**5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?  Yes  No  
If "Yes," enter the amount of any plan assets that reverted to the employer this year \_\_\_\_\_.

**5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

<b>5b(1)</b> Name of plan(s)	<b>5b(2)</b> EIN(s)	<b>5b(3)</b> PN(s)

**5c** Was the plan a defined benefit plan covered under the PBGC insurance program at any time during this plan year? (See ERISA section 4021 and instructions.) .....  Yes  No  Not determined

If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year \_\_\_\_\_.

<b>SCHEDULE R</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Retirement Plan Information</b>  This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).  <b>▶ File as an attachment to Form 5500.</b>	OMB No. 1210-0110  <b>2024</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2024 or fiscal plan year beginning 01/01/2024 and ending 12/31/2024

<b>A</b> Name of plan <u>CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>CHESAPEAKE BAY FOUNDATION, INC.</u>	<b>D</b> Employer Identification Number (EIN) <u>52-6065757</u>	

<b>Part I</b>	<b>Distributions</b>
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**All references to distributions relate only to payments of benefits during the plan year.**

**1** Total value of distributions paid in property other than in cash or the forms of property specified in the instructions..... 

1	0
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**2** Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):  
EIN(s): 23-1945930 13-3586142

**Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.**

**3** Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year..... 

3	
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<b>Part II</b>	<b>Funding Information</b> (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)
----------------	---

**4** Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? .....  Yes  No  N/A  
**If the plan is a defined benefit plan, go to line 8.**

**5** If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_  
**If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.**

<b>6 a</b> Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) .....	<b>6a</b>	
<b>b</b> Enter the amount contributed by the employer to the plan for this plan year .....	<b>6b</b>	
<b>c</b> Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	<b>6c</b>	

**If you completed line 6c, skip lines 8 and 9.**

**7** Will the minimum funding amount reported on line 6c be met by the funding deadline?.....  Yes  No  N/A

**8** If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? .....  Yes  No  N/A

<b>Part III</b>	<b>Amendments</b>
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**9** If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....  Increase  Decrease  Both  No

<b>Part IV</b>	<b>ESOPs</b> (see instructions). If this is not a plan described under section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
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**10** Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? .....  Yes  No

**11 a** Does the ESOP hold any preferred stock? .....  Yes  No

**b** If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) .....  Yes  No

**12** Does the ESOP hold any stock that is not readily tradable on an established securities market? .....  Yes  No

**Part V Additional Information for Multiemployer Defined Benefit Pension Plans**

**13** Enter the following information for each employer that (1) contributed more than 5% of total contributions to the plan during the plan year or (2) was one of the top-ten highest contributors (measured in dollars). See instructions. Complete as many entries as needed to report all applicable employers.

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**14** Enter the number of deferred vested and retired participants (inactive participants), as of the beginning of the plan year, whose contributing employer is no longer making contributions to the plan for:

<b>a</b> The current plan year. Check the box to indicate the counting method used to determine the number of inactive participants: <input type="checkbox"/> last contributing employer <input type="checkbox"/> alternative <input type="checkbox"/> reasonable approximation (see instructions for required attachment).....	<b>14a</b>	
<b>b</b> The plan year immediately preceding the current plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	<b>14b</b>	
<b>c</b> The second preceding plan year. <input type="checkbox"/> Check the box if the number reported is a change from what was previously reported (see instructions for required attachment).....	<b>14c</b>	

**15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

<b>a</b> The corresponding number for the plan year immediately preceding the current plan year .....	<b>15a</b>	
<b>b</b> The corresponding number for the second preceding plan year .....	<b>15b</b>	

**16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

<b>a</b> Enter the number of employers who withdrew during the preceding plan year .....	<b>16a</b>	
<b>b</b> If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers.....	<b>16b</b>	

**17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment .....

**Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans**

**18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment .....

**19** If the total number of participants is 1,000 or more, complete lines (a) and (b):

**a** Enter the percentage of plan assets held as:  
 Public Equity: \_\_\_\_\_% Private Equity: \_\_\_\_\_% Investment-Grade Debt and Interest Rate Hedging Assets: \_\_\_\_\_%  
 High-Yield Debt: \_\_\_\_\_% Real Assets: \_\_\_\_\_% Cash or Cash Equivalents: \_\_\_\_\_% Other: \_\_\_\_\_%

**b** Provide the average duration of the Investment-Grade Debt and Interest Rate Hedging Assets:  
 0-5 years  5-10 years  10-15 years  15 years or more

**20 PBGC missed contribution reporting requirements.** If this is a multiemployer plan or a single-employer plan that is not covered by PBGC, skip line 20.

**a** Is the amount of unpaid minimum required contributions for all years from Schedule SB (Form 5500) line 40 greater than zero?  Yes  No

**b** If line 20a is "Yes," has PBGC been notified as required by ERISA sections 4043(c)(5) and/or 303(k)(4)? Check the applicable box:  
 Yes.  
 No. Reporting was waived under 29 CFR 4043.25(c)(2) because contributions equal to or exceeding the unpaid minimum required contribution were made by the 30th day after the due date.  
 No. The 30-day period referenced in 29 CFR 4043.25(c)(2) has not yet ended, and the sponsor intends to make a contribution equal to or exceeding the unpaid minimum required contribution by the 30th day after the due date.  
 No. Other. Provide explanation: \_\_\_\_\_

**Part VII IRS Compliance Questions**

**21a** Does the plan satisfy the coverage and nondiscrimination tests of Code sections 410(b) and 401(a)(4) by combining this plan with any other plans under the permissive aggregation rules?  Yes  No

**21b** If this is a Code section 401(k) plan, check all boxes that apply to indicate how the plan is intended to satisfy the nondiscrimination requirements for employee deferrals and employer matching contributions (as applicable) under Code sections 401(k)(3) and 401(m)(2).  
 Design-based safe harbor method  
 "Prior year" ADP test  
 "Current year" ADP test  
 N/A

**22** If the plan sponsor is an adopter of a pre-approved plan that received a favorable IRS Opinion Letter, enter the date of the Opinion Letter 03 / 31 / 2017 (MM/DD/YYYY) and the Opinion Letter serial number J500513A.

**FINANCIAL STATEMENTS**

**CHESAPEAKE BAY FOUNDATION, INC.  
403(B) PLAN**

**FOR THE YEARS ENDED  
DECEMBER 31, 2024 AND 2023**

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

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**CPAs & ADVISORS**

## **INDEPENDENT AUDITOR'S REPORT**

To the Board of Trustees  
Chesapeake Bay Foundation, Inc. 403(b) Plan  
Annapolis, Maryland

### **Scope and Nature of the ERISA Section 103(a)(3)(C) Audit**

We have performed audits of the financial statements of the Chesapeake Bay Foundation, Inc. 403(b) Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a State or Federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from the qualified institutions as of December 31, 2024 and 2023, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

### **Opinion**

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section —

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by a qualified institution agrees to or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

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MEMBER OF CPAMERICA INTERNATIONAL, AN AFFILIATE OF CROWE GLOBAL  
MEMBER OF THE AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS' PRIVATE COMPANIES PRACTICE SECTION

## **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (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 Plan 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 ERISA Section 103(a)(3)(C) audit opinion.

## **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is also responsible for maintaining a current Plan instrument, including all Plan amendments; administering the Plan; and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, 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 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, including omissions, 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 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 Plan'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 Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

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.

#### **Other Matter—Supplemental Schedule Required by ERISA**

The supplemental schedule is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion —

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).



September 30, 2025

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**  
**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**  
**AS OF DECEMBER 31, 2024 AND 2023**

	<b>2024</b>	<b>2023</b>
<b>ASSETS</b>		
<b>INVESTMENTS</b>		
Registered investment companies, at fair value	\$ 36,716,038	\$ 33,206,611
Pooled separate accounts, at net asset value	326,828	428,011
Non benefit-responsive investment contracts, at fair value	1,690,518	1,611,458
Fully benefit-responsive investment contracts, at contract value	<u>5,325</u>	<u>8,462</u>
Total investments	<u>38,738,709</u>	<u>35,254,542</u>
<b>RECEIVABLES</b>		
Employee contribution receivable	-	41,448
Employer contribution receivable	84	19,632
Notes receivable from participants	<u>99,571</u>	<u>90,461</u>
Total receivables	<u>99,655</u>	<u>151,541</u>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<b><u>\$ 38,838,364</u></b>	<b><u>\$ 35,406,083</u></b>

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
<b>ADDITIONS</b>		
Investment income:		
Interest and dividend income	\$ 1,400,957	\$ 718,938
Net appreciation in fair value of registered investment companies	3,485,565	4,817,649
Net depreciation in fair value of pooled separate accounts	<u>(17,375)</u>	<u>(71,637)</u>
Total investment income	<u>4,869,147</u>	<u>5,464,950</u>
Contributions:		
Employee contributions	1,126,109	1,092,225
Employer contributions	599,749	556,285
Employee rollovers	346,669	491,186
Other receipts	<u>6,462</u>	<u>-</u>
Total contributions	<u>2,078,989</u>	<u>2,139,696</u>
Total additions	<u>6,948,136</u>	<u>7,604,646</u>
<b>DEDUCTIONS</b>		
Benefits paid to participants or their beneficiaries	3,455,579	3,957,132
Administrative expenses	<u>60,276</u>	<u>53,487</u>
Total deductions	<u>3,515,855</u>	<u>4,010,619</u>
Increase in net assets available for benefits	3,432,281	3,594,027
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>		
Beginning of year	<u>35,406,083</u>	<u>31,812,056</u>
<b>END OF YEAR</b>	<b><u>\$ 38,838,364</u></b>	<b><u>\$ 35,406,083</u></b>

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 1. DESCRIPTION OF THE PLAN

The following description of the Chesapeake Bay Foundation, Inc. 403(b) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information.

##### General -

The Plan is a defined contribution plan covering all eligible employees of The Chesapeake Bay Foundation (the Company or Employer). The Plan is effective as of January 1, 1989, restated on July 1, 2020 and most recently amended on November 1, 2024. The Plan and qualifies under the Internal Revenue Code as a 403(b) Pension Plan and is subject to the provisions of the Employee Retirement Income Security Act.

The Secure 2.0 Act of 2022 was signed into law on December 29, 2022. This legislation includes a vast array of provisional changes to retirement plans, becoming effective in 2023 and beyond. Plan management is evaluating the impact of the adoption and implementation of this legislation on the Plan.

##### Eligibility -

An employee is eligible to make elective deferrals into the Plan beginning on his or her date of hire. There is no minimum age an employee must attain to become a participant in the Plan for purposes of making elective deferrals.

An employee is eligible to participate in the employer portion of the Plan immediately once he or she has attained age 21 and completed six (6) months of service or 1,000 hours.

##### Contributions -

Employees may elect to defer an amount of pre-tax compensation up to the annual IRS deferral limit. The employer contributes a safe harbor matching contribution equal to 100% of the employee elected deferral, not to exceed 4% of compensation as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined contribution plans (rollovers). Effective July 1, 2020, the Plan was amended to include an automatic salary deferral arrangement for new participants at 4% of the participant's plan compensation.

##### Vesting -

Participants are fully vested in their elective deferral contributions, employee rollover contributions, and employer safe harbor matching contributions, plus actual earnings thereon.

##### Participant accounts -

Each participant's account is credited with the participant's contributions, the employer's contributions, and an allocation of the investment earnings and losses. Allocations of investment earnings and losses are based on account balances as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

##### Investments elections -

Contributions to the Plan are invested by the Custodians (as defined in Note 4) according to participant instructions. The Plan Administrator provides participants with current copies of the prospectus describing each investment option.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**1. DESCRIPTION OF THE PLAN (Continued)**

Payment of benefits -

Participants are entitled to receive a distribution of their vested account in the Plan upon termination of their employment; retirement; death or disability and termination of the Plan without the establishment of a successor plan.

A participant may elect to receive a lump sum amount equal to the value of his or her account, or a series of cash payments, in substantially equal installments. The Plan also includes a provision for mandatory distributions of vested balances less than \$5,000 for terminated participants.

Notes receivable from participants -

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Principal and interest is paid ratably through payroll deductions. Note terms are up to five years, except for notes to fund the purchase of a principal residence, for which the note may be repaid over a reasonable period that may exceed five years. All notes receivable from participants are secured by the balance in the participant's account. Interest rates on loans to participants ranged from 4.25% to 9.50%.

Plan termination -

Although it has not expressed any intent to do so, the employer has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, the participants would become 100% vested in their accounts.

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of accounting -

The financial statements are prepared on the accrual basis of accounting and in accordance with FASB ASC 962, *Plan Accounting Defined Contribution Pension Plans*.

Use of estimates -

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Fair value measurement -

The Plan applies the provisions of FASB ASC 820, *Fair Value Measurement*. FASB ASC 820 defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs (assumptions that market participants would use in pricing assets and liabilities, including assumptions about risk) used to measure fair value. The Plan accounts for a significant portion of its financial instruments at fair value or considers fair value in their measurement.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Valuation of investments -

Investments are stated at their fair value. Fair value is 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. See Note 8 for discussion on fair value measurement.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Certain Plan assets are invested in pooled accounts. Under the pooled investment concept, the investment advisors account for the Plan's share of the total portfolio on a unit basis at net asset value (NAV).

Contract value is the relevant measurement attributable to the fully benefit-responsive investment contract because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statements of Net Assets Available for Benefits present, for the fully benefit-responsive contracts held by the Plan, the investments at contract value.

The non benefit-responsive contracts (TIAA Traditional Annuity) are reported at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuers. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only.

Notes receivable from participants -

Notes receivable from participants are measured at their unpaid principal balance, plus accrued interest. Delinquent loans are treated as distributions based upon the terms of the Plan document. Delinquent loans are loans for which any scheduled repayment remains unpaid at the end of the period specified in the loan documents and any loans for which there is an outstanding principal balance existing after the last scheduled repayment date.

Benefit payments -

Benefits are recorded when paid.

Administrative expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and some are paid out of the Plan, which are included in these financial statements. Investment-related expenses are included as a reduction in the net appreciation of fair value of investments presented in the accompanying Statements of Changes in Net Assets Available for Benefits. Expenses that are paid by the Company are excluded from these financial statements.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 3. INCOME TAX STATUS

The Plan uses a pre-approved Plan document, which received an advisory letter from the Internal Revenue Service (IRS), dated March 31, 2017, stating that the pre-approved document satisfies the applicable provisions of the IRC. The Plan itself has not received a determination letter from the IRS; however, the Plan's management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. On November 1, 2024, the Plan adopted its most recent Plan amendment. Management of the Plan, in consultation with its legal counsel, believes that the Plan continues to meet the requirements of Section 403 of the IRC. Therefore, the Plan Administrator believes that the Plan was qualified and tax-exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax asset or liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service.

The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2024 and 2023, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

#### 4. INFORMATION CERTIFIED BY THE CUSTODIANS

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan's Administrator instructed the Plan's independent auditors not to perform, and they did not perform, such auditing procedures with respect to the information certified by a) Ascensus, LLC, as an authorized representative of Ascensus Trust Company and b) Teachers Insurance and Annuity Association of America (TIAA) and College Retirement Equities Fund (CREF), the qualified institutions collectively referred to as "The Custodians". The Custodians issued Certification Statements, certifying the information presented in the Schedule of Assets (Held at End of Year) and the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2024 and 2023.

#### 5. NON BENEFIT-RESPONSIVE AND FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACTS

The Plan has both non benefit and fully benefit-responsive investment contracts with TIAA and CREF. TIAA and CREF maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses.

The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. There are no reserves against contract value for credit risk of the contract issuer or otherwise.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 5. NON BENEFIT-RESPONSIVE AND FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACTS (Continued)

##### Contract Information

The Plan has a fixed annuity contract that is guaranteed by TIAA and CREF. TIAA and CREF provides a guarantee of principal, a guaranteed minimum rate of interest (generally 3%, but in some recent contracts, between 1% and 3%), and the potential for additional interest if declared by TIAA and CREF. Additional interest, when declared, remains in effect for the “declaration year,” which begins each March 1. Additional interest is not guaranteed for future years. When the accumulation in TIAA Traditional Annuity is converted to an annuity based on life expectancy, the present value of the stream of payments is equal to the accumulation.

As of December 31, 2024 and 2023, \$1,690,518 and \$1,611,458, respectively, of this contract is in a retirement annuity, which is not a fully benefit-responsive contract and is presented at fair value in the accompanying financial statements.

As of December 31, 2024 and 2023, the remaining \$5,325 and \$8,462, respectively, of contracts held with TIAA and CREF is in a group supplemental retirement annuity and is considered a fully benefit-responsive contract.

##### Contract Value

Contract value is the relevant measurement attributable to the fully benefit-responsive investment contract. Contract value, as reported to the Plan, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

##### Events

Certain events limit the ability of the Plan to transact at contract value with the insurance company and the financial institution issuer. Such events include the following: (i) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan); (ii) changes to the Plan’s prohibition on competing investment options or deletion of equity wash provisions; (iii) bankruptcy of the Plan Sponsor or other Plan Sponsor events (e.g., divestitures or spin-offs of a subsidiary), which cause a significant withdrawal of from the Plan; or (iv) the failure of the trust to qualify for exemption from Federal income taxes or any required prohibited transaction exemption under ERISA.

The Plan Administrator does not believe that the occurrence of any events, which would limit the Plan’s ability to transact at contract value with participants are probable of occurring.

##### Interest Crediting Rates

The average yield and crediting interest rate for the years ended December 31, 2024 and 2023, was 3.88% and 3.96%, respectively. The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

#### 6. PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by TIAA and CREF and Ascensus. TIAA and CREF and Ascensus provide recordkeeping, Plan management, and day-to-day support to the Plan; therefore, these transactions qualify as party-in-interest.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rates, market and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

#### 8. FAIR VALUE MEASUREMENT

In accordance with FASB ASC 820, *Fair Value Measurement*, the Plan has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure the financial instruments fall within different levels of hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

Investments recorded in the Statements of Net Assets Available for Benefits are categorized based on the inputs to valuation techniques as follows:

**Level 1.** These are investments where values are based on unadjusted quoted prices for identical assets in an active market the Plan has the ability to access.

**Level 2.** These are investments where values are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, or model-based valuation techniques that utilize inputs that are observable either directly or indirectly for substantially the full-term of the investments.

**Level 3.** These are investments where inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Following is a description of the valuation methodology used for investments measured at fair value. There have been no changes in the methodologies used as of December 31, 2024.

- *Registered Investment Companies (Mutual Funds)* - Valued at the daily closing price as reported by the fund. Registered investment companies held by the Plan are open-end funds that are registered with the SEC. These funds are required to publish their daily value and to transact at that price. Registered investment companies held by the Plan are deemed to be actively traded.
- *Pooled Separate Accounts* - Valued at the number of participation units held at year-end multiplied by the current participation-unit value. Investments in pooled separate accounts represent ownership of units of participation in various funds, and not ownership of specific assets. The value of a unit of participation is the total value of each fund within the separate accounts divided by the number of units outstanding.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**8. FAIR VALUE MEASUREMENT (Continued)**

- *Non Benefit-Responsive Investment Contract (TIAA Traditional Annuity)* - The non benefit-responsive portion of the Traditional Annuity is reported at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issues. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only. Benefits under the non benefit-responsive category of the Annuity have liquidity restrictions. Distributions, withdrawals, and transfers out of the non benefit category of the contract can only be made in 10 annual installments. Distributions can also be made over longer periods.
- *Fully Benefit-Responsive Investment Contract* - The fully benefit-responsive investment contract is reported at contract value. Contract value is the relevant measurement attribute for fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The contract value of the fully benefit-responsive investment contract represents contributions plus earnings, less participant withdrawals and administrative expenses. In determining the reasonableness of the methodology, a number of factors are considered, such as economic conditions, industry and market developments and overall credit ratings. Certain unobservable inputs are assessed through review of contract terms, while others are substantiated utilizing available market data.

The fair value of investments within the scope of FASB issued Accounting Standards Update (ASU) 2009-12, *Investment in Certain Entities that Calculate Net Asset Value per Share*, can be determined using NAV per share as a practical expedient when the fair value is not readily determinable, unless its probable that the investment will be sold at something other than NAV. The ASU requires disclosure of certain attributes by major category for investments within the scope of the ASU, regardless of whether the practical expedient was used. The Plan Administrator has determined that the Pooled Separate Accounts can be measured using the practical expedient.

Certain investments that are measured at net asset value and contract value have not been categorized in the fair value hierarchy; however, the net asset value and contract value amounts presented in the tables are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statements of Net Assets Available for Benefits.

The table below summarizes, by level within the fair value hierarchy, the Plan's investments as of December 31, 2024:

<b>Asset Class:</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Investments Measured at NAV</b>	<b>Investments Measured at Contract Value</b>	<b>Total</b>
Registered investment companies	\$ 36,716,038	\$ -	\$ -	\$ -	\$ -	\$ 36,716,038
Non benefit-responsive investment contracts	-	-	<u>1,690,518</u>	-	-	<u>1,690,518</u>
Total investments, at fair value	36,716,038	-	1,690,518	-	-	38,406,556
Fully benefit-responsive investment contract, at contract value	-	-	-	-	5,325	5,325
Pooled separate accounts, at net asset value	-	-	-	<u>326,828</u>	-	<u>326,828</u>
<b>TOTAL INVESTMENTS</b>	<b><u>\$ 36,716,038</u></b>	<b><u>\$ -</u></b>	<b><u>\$ 1,690,518</u></b>	<b><u>\$ 326,828</u></b>	<b><u>\$ 5,325</u></b>	<b><u>\$ 38,738,709</u></b>

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**8. FAIR VALUE MEASUREMENT (Continued)**

The table below summarizes, by level within the fair value hierarchy, the Plan's investments as of December 31, 2023:

<b>Asset Class:</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Investments Measured at NAV</b>	<b>Investments Measured at Contract Value</b>	<b>Total</b>
Registered investment companies	\$ 33,206,611	\$ -	\$ -	\$ -	\$ -	\$ 33,206,611
Non benefit-responsive investment contracts	-	-	1,611,458	-	-	1,611,458
Total investments, at fair value	33,206,611	-	1,611,458	-	-	34,818,069
Fully benefit-responsive investment contract, at contract value	-	-	-	-	8,462	8,462
Pooled separate accounts, at net asset value	-	-	-	428,011	-	428,011
<b>TOTAL INVESTMENTS</b>	<b>\$ 33,206,611</b>	<b>\$ -</b>	<b>\$ 1,611,458</b>	<b>\$ 428,011</b>	<b>\$ 8,462</b>	<b>\$ 35,254,542</b>

The following table provides a summary of changes in fair value of the Plan's Level 3 financial assets for the years ended December 31, 2024 and 2023:

	<b>Non-Benefit-Responsive Investment Contracts</b>
<b>Balance as of January 1, 2023</b>	\$ 1,607,318
Contributions	4,577
Investment income	75,521
Distributions	(161,191)
Net transfers	85,233
<b>Balance as of December 31, 2023</b>	1,611,458
Contributions	14,479
Investment income	73,917
Distributions	(16,281)
Net transfers	6,945
<b>BALANCE AS OF DECEMBER 31, 2024</b>	<b>\$ 1,690,518</b>

The following is a summary of the Plan's Level 3 financial instruments, the valuation techniques used to measure fair value of those financial instruments, and the significant unobservable inputs and the ranges of values for those inputs as of December 31, 2024 and 2023:

	<b>2024 Fair Value</b>	<b>2023 Fair Value</b>	<b>Principal Valuation Technique</b>	<b>Significant Unobservable Inputs</b>	<b>Range</b>
<b>TIAA Traditional Annuity Investment Contract</b>	<b>\$ 1,690,518</b>	<b>\$ 1,611,458</b>	<b>Discounted Cash Flow</b>	<b>Risk Adjusted Discount Rate Applied</b>	<b>3.88% - 3.96%</b>

CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023

8. FAIR VALUE MEASUREMENT (Continued)

The following is a summary of the investments valued using NAV as a practical expedient and the related unfunded commitments and redemption restrictions associated with each major category at December 31, 2024 and 2023:

	<u>2024 Net Asset Value</u>	<u>2023 Net Asset Value</u>	<u>Redemption Frequency</u>	<u>Full Redemption Notice Period</u>
TIAA Real Estate Account	\$ <u>326,828</u>	\$ <u>428,011</u>	Daily	30 Days

There were no unfunded commitments as of December 31, 2024 and 2023.

9. SUBSEQUENT EVENTS

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through September 30, 2025, the date the financial statements were issued.

**SUPPLEMENTAL INFORMATION**

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**  
**SCHEDULE H, LINE 4I, SCHEDULE OF ASSETS (HELD AT END OF YEAR)**  
**FOR THE YEAR ENDED DECEMBER 31, 2024**

EIN: 52-6065757  
Plan Number: 001

(a)	(b)	(c)	(d)	(e)
Party-in-Interest	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
	<b><u>Fully Benefit-Responsive</u></b>			
	<b><u>Investment Contract:</u></b>			
*	TIAA	TIAA Traditional Benefit Responsive 2	N/A	\$ 2,147
*	TIAA	Plan Loan Default Fund	N/A	3,178
	<b><u>Non Benefit-Responsive</u></b>			
	<b><u>Investment Contract:</u></b>			
*	TIAA	TIAA Traditional Non Benefit Responsive 2	N/A	236,247
*	TIAA	TIAA Traditional Non Benefit Responsive	N/A	1,454,271
	<b><u>Pooled Separate Accounts:</u></b>			
*	TIAA	TIAA Real Estate	N/A	326,828
	<b><u>Registered Investment Companies:</u></b>			
	American	American EuroPac Growth R6	N/A	17,219
	American	American Washington Mut Inv R6	N/A	65,493
*	CREF	CREF Core Bond R1	N/A	169,189
*	CREF	CREF Equity Index R1	N/A	515,975
*	CREF	CREF Global Equities R1	N/A	700,551
*	CREF	CREF Growth R1	N/A	1,387,685
*	CREF	CREF Inflation-Linked Bond R1	N/A	122,478
*	CREF	CREF Money Market R1	N/A	348,890
*	CREF	CREF Social Choice R1	N/A	316,238
*	CREF	CREF Stock R1	N/A	1,546,455
	FedHermes	FedHermes Total Ret Bd Instl	N/A	5,349
	Harbor	Harbor Capital Appreciatn Inst	N/A	26,898
	Impax	Impax Intl Sustain Econ Instl	N/A	5,172
	Nuveen	Nuveen Core Equity R6	N/A	58,121
	Nuveen	Nuveen Intl Resp Equity R6	N/A	24,493
	Nuveen	Nuveen Large Cap Resp Eq R6	N/A	103,796
	Nuveen	Nuveen Lifecycle 2010 R6	N/A	17,530
	Nuveen	Nuveen Lifecycle 2015 R6	N/A	37,520
	Nuveen	Nuveen Lifecycle 2020 R6	N/A	50,305
	Nuveen	Nuveen Lifecycle 2025 R6	N/A	1,528,665
	Nuveen	Nuveen Lifecycle 2030 R6	N/A	2,196,337
	Nuveen	Nuveen Lifecycle 2035 R6	N/A	3,355,881
	Nuveen	Nuveen Lifecycle 2040 R6	N/A	3,092,745
	Nuveen	Nuveen Lifecycle 2045 R6	N/A	2,623,224
	Nuveen	Nuveen Lifecycle 2050 R6	N/A	1,760,725
	Nuveen	Nuveen Lifecycle 2055 R6	N/A	1,118,926
	Nuveen	Nuveen Lifecycle 2060 R6	N/A	478,723
	Nuveen	Nuveen Lifecycle 2065 R6	N/A	91,463
	Nuveen	Nuveen Money Market R6	N/A	158,371
	Nuveen	Nuveen Quant Small Cp Eq R6	N/A	104,192
	Nuveen	Nuveen Real Est Sec Sel R6	N/A	39,161
	T Rowe Price	T Rowe Price Emerging Mkts Stk	N/A	57,409
*	TIAA	TIAA Access Nuv Core Equity T3	N/A	106,216
*	TIAA	TIAA Access Nuv Core Pl Bd T3	N/A	3,900
*	TIAA	TIAA Access Nuv Equity Idx T3	N/A	1,203
*	TIAA	TIAA Access Nuv Intl Equity T3	N/A	168,552
*	TIAA	TIAA Access Nuv LfCy Rt Inc T3	N/A	103
*	TIAA	TIAA Access Nuv LgCp Res Eq T3	N/A	67,101
*	TIAA	TIAA Access Nuv LifCyc 2020 T3	N/A	2,892
*	TIAA	TIAA Access Nuv LifCyc 2025 T3	N/A	375,948
*	TIAA	TIAA Access Nuv LifCyc 2035 T3	N/A	61,217
*	TIAA	TIAA Access Nuv LifCyc 2040 T3	N/A	200,585
*	TIAA	TIAA Access Nuv LifCyc 2045 T3	N/A	238,434
*	TIAA	TIAA Access Nuv LifCyc 2050 T3	N/A	90,585
*	TIAA	TIAA Access Nuv Lrg Cap Gr T3	N/A	79,849
*	TIAA	TIAA Access Nuv Lrg Cap Val T3	N/A	182,133

CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

SCHEDULE H, LINE 4I, SCHEDULE OF ASSETS (HELD AT END OF YEAR)  
FOR THE YEAR ENDED DECEMBER 31, 2024

EIN: 52-6065757  
Plan Number: 001

(a)	(b)	(c)	(d)	(e)
Party-in-Interest	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
	<b><u>Registered Investment Companies</u></b>			
	<b><u>(continued):</u></b>			
*	TIAA	TIAA Access Nuv Mid Cap Grw T3	N/A	\$ 22,527
*	TIAA	TIAA Access Nuv Mid Cap Val T3	N/A	55,675
*	TIAA	TIAA Access Nuv Qt Sm Cp Eq T3	N/A	62,841
*	TIAA	TIAA Access Nuv RIEstSecSel T3	N/A	49,526
*	TIAA	TIAA Access Nuv Sm Cp Bl Ix T3	N/A	67,491
	Vanguard	Vanguard 500 Idx Adm	N/A	407,366
	Vanguard	Vanguard FTSE World Idx Adm	N/A	219,672
	Vanguard	Vanguard Growth Index Adm	N/A	56,760
	Vanguard	Vanguard Infl Protect Sec Adm	N/A	15,973
	Vanguard	Vanguard Mid-Cap Idx Adm	N/A	150,134
	Vanguard	Vanguard Small-Cap Idx Adm	N/A	179,755
	Vanguard	Vanguard Ttl Bd Mkt Idx Adm	N/A	63,652
	Vanguard	Vanguard Ttl Intl Stk Idx Adm	N/A	71,924
	Vanguard	Vanguard Ttl Stk Mkt Idx Adm	N/A	146,143
	Vanguard	Vanguard Value Index Adm	N/A	138,614
	Vanguard	Vanguard PrimeCap Admiral	N/A	211,347
	Vanguard	Vanguard Long-Term Bond Index Adm	N/A	20,847
	Vanguard	Vanguard 500 Index Adm	N/A	954,686
	Vanguard	Vanguard Balanced Index Adm	N/A	138,541
	Vanguard	Vanguard Capital Opportunity	N/A	339,365
	Vanguard	Vanguard Cash Reserves Federal MM Adm	N/A	13,611
	Vanguard	Vanguard Emerging Mkts Stock Idx Adm	N/A	83,265
	Vanguard	Vanguard Energy Adm	N/A	27,966
	Vanguard	Vanguard Equity Income Adm	N/A	95,387
	Vanguard	Vanguard European Stock Index Adm	N/A	51,539
	Vanguard	Vanguard Explorer Adm	N/A	153,331
	Vanguard	Vanguard Extended Market Index Adm	N/A	300,512
	Vanguard	Vanguard Federal Money Market Inv	N/A	608,288
	Vanguard	Vanguard Global Equity Inv	N/A	161,968
	Vanguard	Vanguard Growth Index Adm	N/A	877,010
	Vanguard	Vanguard Growth and Income Adm	N/A	617,305
	Vanguard	Vanguard Health Care Adm	N/A	142,137
	Vanguard	Vanguard Inter-Term Treasury Adm	N/A	2,712
	Vanguard	Vanguard International Growth Adm	N/A	55,601
	Vanguard	Vanguard LifeStrategy Consv Growth Inv	N/A	5,956
	Vanguard	Vanguard LifeStrategy Growth Inv	N/A	132,209
	Vanguard	Vanguard Mid Cap Index Adm	N/A	338,469
	Vanguard	Vanguard Real Estate Index Adm	N/A	9,512
	Vanguard	Vanguard STAR Inv	N/A	574,803
	Vanguard	Vanguard Short-Term Invest Grade Inv	N/A	8,386
	Vanguard	Vanguard Strategic Equity Inv	N/A	314,211
	Vanguard	Vanguard Target Retirement 2030 Fund	N/A	540,045
	Vanguard	Vanguard Target Retirement 2035 Fund	N/A	800,557
	Vanguard	Vanguard Target Retirement Income Fund	N/A	274,223
	Vanguard	Vanguard Total Intl Stock Index Adm	N/A	11,321
	Vanguard	Vanguard Total Stock Market Index Adm	N/A	295,726
	Vanguard	Vanguard Treasury Money Market	N/A	723,173
	Vanguard	Vanguard U.S. Growth Adm	N/A	1,058,013
	Vanguard	Vanguard U.S. Growth Inv	N/A	49,303
	Vanguard	Vanguard Value Index Adm	N/A	178,036
	Vanguard	Vanguard Wellesley Income Adm	N/A	427,081
	Vanguard	Vanguard Wellington Admiral	N/A	165,830
	Vanguard	Vanguard Wellington Inv	N/A	25,738
	Vanguard	Vanguard Windsor II Adm	N/A	321,996
*	Calvert	Calvert equity fund -A	N/A	114,565
*	Calvert	Calvert global energy solutions Fund -A	N/A	1,765
*	Calvert	Calvert Balanced fund -A	N/A	77,752
	<b><u>Notes receivable from participants</u></b>			
*	Participants	Participant Loans with interest from 4.25% - 9.50%	-0-	99,571
				<b><u>\$ 38,838,280</u></b>

\* Denotes party-in-interest

N/A - Cost information not required for participant directed investments

**FINANCIAL STATEMENTS**

**CHESAPEAKE BAY FOUNDATION, INC.  
403(B) PLAN**

**FOR THE YEARS ENDED  
DECEMBER 31, 2024 AND 2023**

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

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**CPAs & ADVISORS**

## **INDEPENDENT AUDITOR'S REPORT**

To the Board of Trustees  
Chesapeake Bay Foundation, Inc. 403(b) Plan  
Annapolis, Maryland

### **Scope and Nature of the ERISA Section 103(a)(3)(C) Audit**

We have performed audits of the financial statements of the Chesapeake Bay Foundation, Inc. 403(b) Plan (the Plan), an employee benefit plan subject to the Employee Retirement Income Security Act of 1974 (ERISA), as permitted by ERISA Section 103(a)(3)(C) (ERISA Section 103(a)(3)(C) audit). The financial statements comprise the statements of net assets available for benefits as of December 31, 2024 and 2023, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management, having determined it is permissible in the circumstances, has elected to have the audits of the Plan's financial statements performed in accordance with ERISA Section 103(a)(3)(C) pursuant to 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. As permitted by ERISA Section 103(a)(3)(C), our audits need not extend to any statements or information related to assets held for investment of the Plan (investment information) by a bank or similar institution or insurance carrier that is regulated, supervised, and subject to periodic examination by a State or Federal agency, provided that the statements or information regarding assets so held are prepared and certified to by the bank or similar institution or insurance carrier in accordance with 29 CFR 2520.103-5 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA (qualified institution).

Management has obtained certifications from the qualified institutions as of December 31, 2024 and 2023, and for the years then ended, stating that the certified investment information, as described in Note 4 to the financial statements, is complete and accurate.

### **Opinion**

In our opinion, based on our audits and on the procedures performed as described in the Auditor's Responsibilities for the Audit of the Financial Statements section —

- The amounts and disclosures in the accompanying financial statements, other than those agreed to or derived from the certified investment information, are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.
- The information in the accompanying financial statements related to assets held by and certified to by a qualified institution agrees to or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).

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MEMBER OF CPAMERICA INTERNATIONAL, AN AFFILIATE OF CROWE GLOBAL  
MEMBER OF THE AMERICAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS' PRIVATE COMPANIES PRACTICE SECTION

## **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (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 Plan 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 ERISA Section 103(a)(3)(C) audit opinion.

## **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. Management's election of the ERISA Section 103(a)(3)(C) audit does not affect management's responsibility for the financial statements.

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

Management is also responsible for maintaining a current Plan instrument, including all Plan amendments; administering the Plan; and determining that the Plan's transactions that are presented and disclosed in the financial statements are in conformity with the Plan's provisions, including maintaining sufficient records with respect to each of the participants, to determine the benefits due or which may become due to such participants.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

Except as described in the Scope and Nature of the ERISA Section 103(a)(3)(C) Audit section of our report, 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 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, including omissions, 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 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 Plan'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 Plan's ability to continue as a going concern for a reasonable period of time.

Our audits did not extend to the certified investment information, except for obtaining and reading the certification, comparing the certified investment information with the related information presented and disclosed in the financial statements, and reading the disclosures relating to the certified investment information to assess whether they are in accordance with the presentation and disclosure requirements of accounting principles generally accepted in the United States of America.

Accordingly, the objective of an ERISA Section 103(a)(3)(C) audit is not to express an opinion about whether the financial statements as a whole are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America.

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.

#### **Other Matter—Supplemental Schedule Required by ERISA**

The supplemental schedule is presented for purposes of additional analysis and is not a required part of the financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information included in the supplemental schedule, other than that agreed to or derived from the certified investment information, has been subjected to auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with GAAS. For information included in the supplemental schedule that agreed to or is derived from the certified investment information, we compared such information to the related certified investment information.

In forming our opinion on the supplemental schedule, we evaluated whether the supplemental schedule, other than the information agreed to or derived from the certified investment information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

In our opinion —

- The form and content of the supplemental schedule, other than the information in the supplemental schedule that agreed to or is derived from the certified investment information, are presented, in all material respects, in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.
- The information in the supplemental schedule related to assets held by and certified to by a qualified institution agrees to or is derived from, in all material respects, the information prepared and certified by an institution that management determined meets the requirements of ERISA Section 103(a)(3)(C).



September 30, 2025

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**  
**STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS**  
**AS OF DECEMBER 31, 2024 AND 2023**

	<b>ASSETS</b>		
		<u>2024</u>	<u>2023</u>
<b>INVESTMENTS</b>			
Registered investment companies, at fair value	\$	36,716,038	\$ 33,206,611
Pooled separate accounts, at net asset value		326,828	428,011
Non benefit-responsive investment contracts, at fair value		1,690,518	1,611,458
Fully benefit-responsive investment contracts, at contract value		<u>5,325</u>	<u>8,462</u>
Total investments		<u>38,738,709</u>	<u>35,254,542</u>
<b>RECEIVABLES</b>			
Employee contribution receivable		-	41,448
Employer contribution receivable		84	19,632
Notes receivable from participants		<u>99,571</u>	<u>90,461</u>
Total receivables		<u>99,655</u>	<u>151,541</u>
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>	<b>\$</b>	<b><u>38,838,364</u></b>	<b>\$ <u>35,406,083</u></b>

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS  
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

	<u>2024</u>	<u>2023</u>
<b>ADDITIONS</b>		
Investment income:		
Interest and dividend income	\$ 1,400,957	\$ 718,938
Net appreciation in fair value of registered investment companies	3,485,565	4,817,649
Net depreciation in fair value of pooled separate accounts	<u>(17,375)</u>	<u>(71,637)</u>
Total investment income	<u>4,869,147</u>	<u>5,464,950</u>
Contributions:		
Employee contributions	1,126,109	1,092,225
Employer contributions	599,749	556,285
Employee rollovers	346,669	491,186
Other receipts	<u>6,462</u>	<u>-</u>
Total contributions	<u>2,078,989</u>	<u>2,139,696</u>
Total additions	<u>6,948,136</u>	<u>7,604,646</u>
<b>DEDUCTIONS</b>		
Benefits paid to participants or their beneficiaries	3,455,579	3,957,132
Administrative expenses	<u>60,276</u>	<u>53,487</u>
Total deductions	<u>3,515,855</u>	<u>4,010,619</u>
Increase in net assets available for benefits	3,432,281	3,594,027
<b>NET ASSETS AVAILABLE FOR BENEFITS</b>		
Beginning of year	<u>35,406,083</u>	<u>31,812,056</u>
<b>END OF YEAR</b>	<b><u>\$ 38,838,364</u></b>	<b><u>\$ 35,406,083</u></b>

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 1. DESCRIPTION OF THE PLAN

The following description of the Chesapeake Bay Foundation, Inc. 403(b) Plan (the Plan) is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information.

##### General -

The Plan is a defined contribution plan covering all eligible employees of The Chesapeake Bay Foundation (the Company or Employer). The Plan is effective as of January 1, 1989, restated on July 1, 2020 and most recently amended on November 1, 2024. The Plan and qualifies under the Internal Revenue Code as a 403(b) Pension Plan and is subject to the provisions of the Employee Retirement Income Security Act.

The Secure 2.0 Act of 2022 was signed into law on December 29, 2022. This legislation includes a vast array of provisional changes to retirement plans, becoming effective in 2023 and beyond. Plan management is evaluating the impact of the adoption and implementation of this legislation on the Plan.

##### Eligibility -

An employee is eligible to make elective deferrals into the Plan beginning on his or her date of hire. There is no minimum age an employee must attain to become a participant in the Plan for purposes of making elective deferrals.

An employee is eligible to participate in the employer portion of the Plan immediately once he or she has attained age 21 and completed six (6) months of service or 1,000 hours.

##### Contributions -

Employees may elect to defer an amount of pre-tax compensation up to the annual IRS deferral limit. The employer contributes a safe harbor matching contribution equal to 100% of the employee elected deferral, not to exceed 4% of compensation as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified defined contribution plans (rollovers). Effective July 1, 2020, the Plan was amended to include an automatic salary deferral arrangement for new participants at 4% of the participant's plan compensation.

##### Vesting -

Participants are fully vested in their elective deferral contributions, employee rollover contributions, and employer safe harbor matching contributions, plus actual earnings thereon.

##### Participant accounts -

Each participant's account is credited with the participant's contributions, the employer's contributions, and an allocation of the investment earnings and losses. Allocations of investment earnings and losses are based on account balances as defined in the Plan document. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

##### Investments elections -

Contributions to the Plan are invested by the Custodians (as defined in Note 4) according to participant instructions. The Plan Administrator provides participants with current copies of the prospectus describing each investment option.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**1. DESCRIPTION OF THE PLAN (Continued)**

Payment of benefits -

Participants are entitled to receive a distribution of their vested account in the Plan upon termination of their employment; retirement; death or disability and termination of the Plan without the establishment of a successor plan.

A participant may elect to receive a lump sum amount equal to the value of his or her account, or a series of cash payments, in substantially equal installments. The Plan also includes a provision for mandatory distributions of vested balances less than \$5,000 for terminated participants.

Notes receivable from participants -

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Principal and interest is paid ratably through payroll deductions. Note terms are up to five years, except for notes to fund the purchase of a principal residence, for which the note may be repaid over a reasonable period that may exceed five years. All notes receivable from participants are secured by the balance in the participant's account. Interest rates on loans to participants ranged from 4.25% to 9.50%.

Plan termination -

Although it has not expressed any intent to do so, the employer has the right under the Plan to discontinue contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, the participants would become 100% vested in their accounts.

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of accounting -

The financial statements are prepared on the accrual basis of accounting and in accordance with FASB ASC 962, *Plan Accounting Defined Contribution Pension Plans*.

Use of estimates -

The preparation of the financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Fair value measurement -

The Plan applies the provisions of FASB ASC 820, *Fair Value Measurement*. FASB ASC 820 defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the quality of inputs (assumptions that market participants would use in pricing assets and liabilities, including assumptions about risk) used to measure fair value. The Plan accounts for a significant portion of its financial instruments at fair value or considers fair value in their measurement.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

Valuation of investments -

Investments are stated at their fair value. Fair value is 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. See Note 8 for discussion on fair value measurement.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Certain Plan assets are invested in pooled accounts. Under the pooled investment concept, the investment advisors account for the Plan's share of the total portfolio on a unit basis at net asset value (NAV).

Contract value is the relevant measurement attributable to the fully benefit-responsive investment contract because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statements of Net Assets Available for Benefits present, for the fully benefit-responsive contracts held by the Plan, the investments at contract value.

The non benefit-responsive contracts (TIAA Traditional Annuity) are reported at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuers. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only.

Notes receivable from participants -

Notes receivable from participants are measured at their unpaid principal balance, plus accrued interest. Delinquent loans are treated as distributions based upon the terms of the Plan document. Delinquent loans are loans for which any scheduled repayment remains unpaid at the end of the period specified in the loan documents and any loans for which there is an outstanding principal balance existing after the last scheduled repayment date.

Benefit payments -

Benefits are recorded when paid.

Administrative expenses -

Certain expenses of maintaining the Plan are paid directly by the Company and some are paid out of the Plan, which are included in these financial statements. Investment-related expenses are included as a reduction in the net appreciation of fair value of investments presented in the accompanying Statements of Changes in Net Assets Available for Benefits. Expenses that are paid by the Company are excluded from these financial statements.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 3. INCOME TAX STATUS

The Plan uses a pre-approved Plan document, which received an advisory letter from the Internal Revenue Service (IRS), dated March 31, 2017, stating that the pre-approved document satisfies the applicable provisions of the IRC. The Plan itself has not received a determination letter from the IRS; however, the Plan's management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. On November 1, 2024, the Plan adopted its most recent Plan amendment. Management of the Plan, in consultation with its legal counsel, believes that the Plan continues to meet the requirements of Section 403 of the IRC. Therefore, the Plan Administrator believes that the Plan was qualified and tax-exempt as of the financial statement date.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax asset or liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service.

The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2024 and 2023, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

#### 4. INFORMATION CERTIFIED BY THE CUSTODIANS

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan's Administrator instructed the Plan's independent auditors not to perform, and they did not perform, such auditing procedures with respect to the information certified by a) Ascensus, LLC, as an authorized representative of Ascensus Trust Company and b) Teachers Insurance and Annuity Association of America (TIAA) and College Retirement Equities Fund (CREF), the qualified institutions collectively referred to as "The Custodians". The Custodians issued Certification Statements, certifying the information presented in the Schedule of Assets (Held at End of Year) and the Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2024 and 2023.

#### 5. NON BENEFIT-RESPONSIVE AND FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACTS

The Plan has both non benefit and fully benefit-responsive investment contracts with TIAA and CREF. TIAA and CREF maintains the contributions in a general account. The account is credited with earnings on the underlying investments and charged for participant withdrawals and administrative expenses.

The guaranteed investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Plan. There are no reserves against contract value for credit risk of the contract issuer or otherwise.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 5. NON BENEFIT-RESPONSIVE AND FULLY BENEFIT-RESPONSIVE INVESTMENT CONTRACTS (Continued)

##### Contract Information

The Plan has a fixed annuity contract that is guaranteed by TIAA and CREF. TIAA and CREF provides a guarantee of principal, a guaranteed minimum rate of interest (generally 3%, but in some recent contracts, between 1% and 3%), and the potential for additional interest if declared by TIAA and CREF. Additional interest, when declared, remains in effect for the “declaration year,” which begins each March 1. Additional interest is not guaranteed for future years. When the accumulation in TIAA Traditional Annuity is converted to an annuity based on life expectancy, the present value of the stream of payments is equal to the accumulation.

As of December 31, 2024 and 2023, \$1,690,518 and \$1,611,458, respectively, of this contract is in a retirement annuity, which is not a fully benefit-responsive contract and is presented at fair value in the accompanying financial statements.

As of December 31, 2024 and 2023, the remaining \$5,325 and \$8,462, respectively, of contracts held with TIAA and CREF is in a group supplemental retirement annuity and is considered a fully benefit-responsive contract.

##### Contract Value

Contract value is the relevant measurement attributable to the fully benefit-responsive investment contract. Contract value, as reported to the Plan, represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

##### Events

Certain events limit the ability of the Plan to transact at contract value with the insurance company and the financial institution issuer. Such events include the following: (i) amendments to the Plan documents (including complete or partial Plan termination or merger with another plan); (ii) changes to the Plan’s prohibition on competing investment options or deletion of equity wash provisions; (iii) bankruptcy of the Plan Sponsor or other Plan Sponsor events (e.g., divestitures or spin-offs of a subsidiary), which cause a significant withdrawal of from the Plan; or (iv) the failure of the trust to qualify for exemption from Federal income taxes or any required prohibited transaction exemption under ERISA.

The Plan Administrator does not believe that the occurrence of any events, which would limit the Plan’s ability to transact at contract value with participants are probable of occurring.

##### Interest Crediting Rates

The average yield and crediting interest rate for the years ended December 31, 2024 and 2023, was 3.88% and 3.96%, respectively. The guaranteed investment contract does not permit the insurance company to terminate the agreement prior to the scheduled maturity date.

#### 6. PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are managed by TIAA and CREF and Ascensus. TIAA and CREF and Ascensus provide recordkeeping, Plan management, and day-to-day support to the Plan; therefore, these transactions qualify as party-in-interest.

## CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

### NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2024 AND 2023

#### 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rates, market and credit risks. Market risks include global events which could impact the value of investment securities, such as a pandemic or international conflict. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

#### 8. FAIR VALUE MEASUREMENT

In accordance with FASB ASC 820, *Fair Value Measurement*, the Plan has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure the financial instruments fall within different levels of hierarchy, the categorization is based on the lowest level input that is significant to the fair value measurement of the instrument.

Investments recorded in the Statements of Net Assets Available for Benefits are categorized based on the inputs to valuation techniques as follows:

**Level 1.** These are investments where values are based on unadjusted quoted prices for identical assets in an active market the Plan has the ability to access.

**Level 2.** These are investments where values are based on quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, or model-based valuation techniques that utilize inputs that are observable either directly or indirectly for substantially the full-term of the investments.

**Level 3.** These are investments where inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Following is a description of the valuation methodology used for investments measured at fair value. There have been no changes in the methodologies used as of December 31, 2024.

- *Registered Investment Companies (Mutual Funds)* - Valued at the daily closing price as reported by the fund. Registered investment companies held by the Plan are open-end funds that are registered with the SEC. These funds are required to publish their daily value and to transact at that price. Registered investment companies held by the Plan are deemed to be actively traded.
- *Pooled Separate Accounts* - Valued at the number of participation units held at year-end multiplied by the current participation-unit value. Investments in pooled separate accounts represent ownership of units of participation in various funds, and not ownership of specific assets. The value of a unit of participation is the total value of each fund within the separate accounts divided by the number of units outstanding.

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**8. FAIR VALUE MEASUREMENT (Continued)**

- *Non Benefit-Responsive Investment Contract (TIAA Traditional Annuity)* - The non benefit-responsive portion of the Traditional Annuity is reported at fair value by the insurance company by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issues. Because the participants transact at contract value, fair value is determined annually for financial statement reporting purposes only. Benefits under the non benefit-responsive category of the Annuity have liquidity restrictions. Distributions, withdrawals, and transfers out of the non benefit category of the contract can only be made in 10 annual installments. Distributions can also be made over longer periods.
- *Fully Benefit-Responsive Investment Contract* - The fully benefit-responsive investment contract is reported at contract value. Contract value is the relevant measurement attribute for fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The contract value of the fully benefit-responsive investment contract represents contributions plus earnings, less participant withdrawals and administrative expenses. In determining the reasonableness of the methodology, a number of factors are considered, such as economic conditions, industry and market developments and overall credit ratings. Certain unobservable inputs are assessed through review of contract terms, while others are substantiated utilizing available market data.

The fair value of investments within the scope of FASB issued Accounting Standards Update (ASU) 2009-12, *Investment in Certain Entities that Calculate Net Asset Value per Share*, can be determined using NAV per share as a practical expedient when the fair value is not readily determinable, unless its probable that the investment will be sold at something other than NAV. The ASU requires disclosure of certain attributes by major category for investments within the scope of the ASU, regardless of whether the practical expedient was used. The Plan Administrator has determined that the Pooled Separate Accounts can be measured using the practical expedient.

Certain investments that are measured at net asset value and contract value have not been categorized in the fair value hierarchy; however, the net asset value and contract value amounts presented in the tables are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statements of Net Assets Available for Benefits.

The table below summarizes, by level within the fair value hierarchy, the Plan's investments as of December 31, 2024:

<b>Asset Class:</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Investments Measured at NAV</b>	<b>Investments Measured at Contract Value</b>	<b>Total</b>
Registered investment companies	\$ 36,716,038	\$ -	\$ -	\$ -	\$ -	\$ 36,716,038
Non benefit-responsive investment contracts	-	-	<u>1,690,518</u>	-	-	<u>1,690,518</u>
Total investments, at fair value	36,716,038	-	1,690,518	-	-	38,406,556
Fully benefit-responsive investment contract, at contract value	-	-	-	-	5,325	5,325
Pooled separate accounts, at net asset value	-	-	-	<u>326,828</u>	-	<u>326,828</u>
<b>TOTAL INVESTMENTS</b>	<b><u>\$ 36,716,038</u></b>	<b><u>\$ -</u></b>	<b><u>\$ 1,690,518</u></b>	<b><u>\$ 326,828</u></b>	<b><u>\$ 5,325</u></b>	<b><u>\$ 38,738,709</u></b>

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**

**NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023**

**8. FAIR VALUE MEASUREMENT (Continued)**

The table below summarizes, by level within the fair value hierarchy, the Plan's investments as of December 31, 2023:

<b>Asset Class:</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Investments Measured at NAV</b>	<b>Investments Measured at Contract Value</b>	<b>Total</b>
Registered investment companies	\$ 33,206,611	\$ -	\$ -	\$ -	\$ -	\$ 33,206,611
Non benefit-responsive investment contracts	-	-	1,611,458	-	-	1,611,458
Total investments, at fair value	33,206,611	-	1,611,458	-	-	34,818,069
Fully benefit-responsive investment contract, at contract value	-	-	-	-	8,462	8,462
Pooled separate accounts, at net asset value	-	-	-	428,011	-	428,011
<b>TOTAL INVESTMENTS</b>	<b>\$ 33,206,611</b>	<b>\$ -</b>	<b>\$ 1,611,458</b>	<b>\$ 428,011</b>	<b>\$ 8,462</b>	<b>\$ 35,254,542</b>

The following table provides a summary of changes in fair value of the Plan's Level 3 financial assets for the years ended December 31, 2024 and 2023:

	<b>Non-Benefit-Responsive Investment Contracts</b>
<b>Balance as of January 1, 2023</b>	\$ 1,607,318
Contributions	4,577
Investment income	75,521
Distributions	(161,191)
Net transfers	85,233
<b>Balance as of December 31, 2023</b>	1,611,458
Contributions	14,479
Investment income	73,917
Distributions	(16,281)
Net transfers	6,945
<b>BALANCE AS OF DECEMBER 31, 2024</b>	<b>\$ 1,690,518</b>

The following is a summary of the Plan's Level 3 financial instruments, the valuation techniques used to measure fair value of those financial instruments, and the significant unobservable inputs and the ranges of values for those inputs as of December 31, 2024 and 2023:

	<b>2024 Fair Value</b>	<b>2023 Fair Value</b>	<b>Principal Valuation Technique</b>	<b>Significant Unobservable Inputs</b>	<b>Range</b>
<b>TIAA Traditional Annuity Investment Contract</b>	<b>\$ 1,690,518</b>	<b>\$ 1,611,458</b>	<b>Discounted Cash Flow</b>	<b>Risk Adjusted Discount Rate Applied</b>	<b>3.88% - 3.96%</b>

CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

NOTES TO FINANCIAL STATEMENTS  
DECEMBER 31, 2024 AND 2023

8. FAIR VALUE MEASUREMENT (Continued)

The following is a summary of the investments valued using NAV as a practical expedient and the related unfunded commitments and redemption restrictions associated with each major category at December 31, 2024 and 2023:

	<u>2024 Net Asset Value</u>	<u>2023 Net Asset Value</u>	<u>Redemption Frequency</u>	<u>Full Redemption Notice Period</u>
TIAA Real Estate Account	\$ <u>326,828</u>	\$ <u>428,011</u>	Daily	30 Days

There were no unfunded commitments as of December 31, 2024 and 2023.

9. SUBSEQUENT EVENTS

In preparing these financial statements, the Plan has evaluated events and transactions for potential recognition or disclosure through September 30, 2025, the date the financial statements were issued.

**SUPPLEMENTAL INFORMATION**

**CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN**  
**SCHEDULE H, LINE 4I, SCHEDULE OF ASSETS (HELD AT END OF YEAR)**  
**FOR THE YEAR ENDED DECEMBER 31, 2024**

EIN: 52-6065757  
Plan Number: 001

(a)	(b)	(c)	(d)	(e)
Party-in-Interest	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
	<b><u>Fully Benefit-Responsive</u></b>			
	<b><u>Investment Contract:</u></b>			
*	TIAA	TIAA Traditional Benefit Responsive 2	N/A	\$ 2,147
*	TIAA	Plan Loan Default Fund	N/A	3,178
	<b><u>Non Benefit-Responsive</u></b>			
	<b><u>Investment Contract:</u></b>			
*	TIAA	TIAA Traditional Non Benefit Responsive 2	N/A	236,247
*	TIAA	TIAA Traditional Non Benefit Responsive	N/A	1,454,271
	<b><u>Pooled Separate Accounts:</u></b>			
*	TIAA	TIAA Real Estate	N/A	326,828
	<b><u>Registered Investment Companies:</u></b>			
	American	American EuroPac Growth R6	N/A	17,219
	American	American Washington Mut Inv R6	N/A	65,493
*	CREF	CREF Core Bond R1	N/A	169,189
*	CREF	CREF Equity Index R1	N/A	515,975
*	CREF	CREF Global Equities R1	N/A	700,551
*	CREF	CREF Growth R1	N/A	1,387,685
*	CREF	CREF Inflation-Linked Bond R1	N/A	122,478
*	CREF	CREF Money Market R1	N/A	348,890
*	CREF	CREF Social Choice R1	N/A	316,238
*	CREF	CREF Stock R1	N/A	1,546,455
	FedHermes	FedHermes Total Ret Bd Instl	N/A	5,349
	Harbor	Harbor Capital Appreciatn Inst	N/A	26,898
	Impax	Impax Intl Sustain Econ Instl	N/A	5,172
	Nuveen	Nuveen Core Equity R6	N/A	58,121
	Nuveen	Nuveen Intl Resp Equity R6	N/A	24,493
	Nuveen	Nuveen Large Cap Resp Eq R6	N/A	103,796
	Nuveen	Nuveen Lifecycle 2010 R6	N/A	17,530
	Nuveen	Nuveen Lifecycle 2015 R6	N/A	37,520
	Nuveen	Nuveen Lifecycle 2020 R6	N/A	50,305
	Nuveen	Nuveen Lifecycle 2025 R6	N/A	1,528,665
	Nuveen	Nuveen Lifecycle 2030 R6	N/A	2,196,337
	Nuveen	Nuveen Lifecycle 2035 R6	N/A	3,355,881
	Nuveen	Nuveen Lifecycle 2040 R6	N/A	3,092,745
	Nuveen	Nuveen Lifecycle 2045 R6	N/A	2,623,224
	Nuveen	Nuveen Lifecycle 2050 R6	N/A	1,760,725
	Nuveen	Nuveen Lifecycle 2055 R6	N/A	1,118,926
	Nuveen	Nuveen Lifecycle 2060 R6	N/A	478,723
	Nuveen	Nuveen Lifecycle 2065 R6	N/A	91,463
	Nuveen	Nuveen Money Market R6	N/A	158,371
	Nuveen	Nuveen Quant Small Cp Eq R6	N/A	104,192
	Nuveen	Nuveen Real Est Sec Sel R6	N/A	39,161
	T Rowe Price	T Rowe Price Emerging Mkts Stk	N/A	57,409
*	TIAA	TIAA Access Nuv Core Equity T3	N/A	106,216
*	TIAA	TIAA Access Nuv Core Pl Bd T3	N/A	3,900
*	TIAA	TIAA Access Nuv Equity Idx T3	N/A	1,203
*	TIAA	TIAA Access Nuv Intl Equity T3	N/A	168,552
*	TIAA	TIAA Access Nuv LfCy Rt Inc T3	N/A	103
*	TIAA	TIAA Access Nuv LgCp Res Eq T3	N/A	67,101
*	TIAA	TIAA Access Nuv LifCyc 2020 T3	N/A	2,892
*	TIAA	TIAA Access Nuv LifCyc 2025 T3	N/A	375,948
*	TIAA	TIAA Access Nuv LifCyc 2035 T3	N/A	61,217
*	TIAA	TIAA Access Nuv LifCyc 2040 T3	N/A	200,585
*	TIAA	TIAA Access Nuv LifCyc 2045 T3	N/A	238,434
*	TIAA	TIAA Access Nuv LifCyc 2050 T3	N/A	90,585
*	TIAA	TIAA Access Nuv Lrg Cap Gr T3	N/A	79,849
*	TIAA	TIAA Access Nuv Lrg Cap Val T3	N/A	182,133

CHESAPEAKE BAY FOUNDATION, INC. 403(B) PLAN

SCHEDULE H, LINE 4I, SCHEDULE OF ASSETS (HELD AT END OF YEAR)  
FOR THE YEAR ENDED DECEMBER 31, 2024

EIN: 52-6065757  
Plan Number: 001

(a)	(b)	(c)	(d)	(e)
Party-in-Interest	Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment	Cost	Current Value
	<b><u>Registered Investment Companies</u></b>			
	<b><u>(continued):</u></b>			
*	TIAA	TIAA Access Nuv Mid Cap Grw T3	N/A	\$ 22,527
*	TIAA	TIAA Access Nuv Mid Cap Val T3	N/A	55,675
*	TIAA	TIAA Access Nuv Qt Sm Cp Eq T3	N/A	62,841
*	TIAA	TIAA Access Nuv RIEstSecSel T3	N/A	49,526
*	TIAA	TIAA Access Nuv Sm Cp Bl Ix T3	N/A	67,491
	Vanguard	Vanguard 500 Idx Adm	N/A	407,366
	Vanguard	Vanguard FTSE World Idx Adm	N/A	219,672
	Vanguard	Vanguard Growth Index Adm	N/A	56,760
	Vanguard	Vanguard Infl Protect Sec Adm	N/A	15,973
	Vanguard	Vanguard Mid-Cap Idx Adm	N/A	150,134
	Vanguard	Vanguard Small-Cap Idx Adm	N/A	179,755
	Vanguard	Vanguard Ttl Bd Mkt Idx Adm	N/A	63,652
	Vanguard	Vanguard Ttl Intl Stk Idx Adm	N/A	71,924
	Vanguard	Vanguard Ttl Stk Mkt Idx Adm	N/A	146,143
	Vanguard	Vanguard Value Index Adm	N/A	138,614
	Vanguard	Vanguard PrimeCap Admiral	N/A	211,347
	Vanguard	Vanguard Long-Term Bond Index Adm	N/A	20,847
	Vanguard	Vanguard 500 Index Adm	N/A	954,686
	Vanguard	Vanguard Balanced Index Adm	N/A	138,541
	Vanguard	Vanguard Capital Opportunity	N/A	339,365
	Vanguard	Vanguard Cash Reserves Federal MM Adm	N/A	13,611
	Vanguard	Vanguard Emerginq Mkts Stock Idx Adm	N/A	83,265
	Vanguard	Vanguard Emerqy Adm	N/A	27,966
	Vanguard	Vanguard Equity Income Adm	N/A	95,387
	Vanguard	Vanguard European Stock Index Adm	N/A	51,539
	Vanguard	Vanguard Explorer Adm	N/A	153,331
	Vanguard	Vanguard Extended Market Index Adm	N/A	300,512
	Vanguard	Vanguard Federal Money Market Inv	N/A	608,288
	Vanguard	Vanguard Global Equity Inv	N/A	161,968
	Vanguard	Vanguard Growth Index Adm	N/A	877,010
	Vanguard	Vanguard Growth and Income Adm	N/A	617,305
	Vanguard	Vanguard Health Care Adm	N/A	142,137
	Vanguard	Vanguard Intern-Term Treasury Adm	N/A	2,712
	Vanguard	Vanguard International Growth Adm	N/A	55,601
	Vanguard	Vanguard LifeStrategy Consv Growth Inv	N/A	5,956
	Vanguard	Vanguard LifeStrategy Growth Inv	N/A	132,209
	Vanguard	Vanguard Mid Cap Index Adm	N/A	338,469
	Vanguard	Vanguard Real Estate Index Adm	N/A	9,512
	Vanguard	Vanguard STAR Inv	N/A	574,803
	Vanguard	Vanguard Short-Term Invest Grade Inv	N/A	8,386
	Vanguard	Vanguard Strategic Equity Inv	N/A	314,211
	Vanguard	Vanguard Target Retirement 2030 Fund	N/A	540,045
	Vanguard	Vanguard Target Retirement 2035 Fund	N/A	800,557
	Vanguard	Vanguard Target Retirement Income Fund	N/A	274,223
	Vanguard	Vanguard Total Intl Stock Index Adm	N/A	11,321
	Vanguard	Vanguard Total Stock Market Index Adm	N/A	295,726
	Vanguard	Vanguard Treasury Money Market	N/A	723,173
	Vanguard	Vanguard U.S. Growth Adm	N/A	1,058,013
	Vanguard	Vanguard U.S. Growth Inv	N/A	49,303
	Vanguard	Vanguard Value Index Adm	N/A	178,036
	Vanguard	Vanguard Wellesley Income Adm	N/A	427,081
	Vanguard	Vanguard Wellington Admiral	N/A	165,830
	Vanguard	Vanguard Wellington Inv	N/A	25,738
	Vanguard	Vanguard Windsor II Adm	N/A	321,996
*	Calvert	Calvert equity fund -A	N/A	114,565
*	Calvert	Calvert global energy solutions Fund -A	N/A	1,765
*	Calvert	Calvert Balanced fund -A	N/A	77,752
	<b><u>Notes receivable from participants</u></b>			
*	Participants	Participant Loans with interest from 4.25% - 9.50%	-0-	99,571
				<b><u>\$ 38,838,280</u></b>

\* Denotes party-in-interest

N/A - Cost information not required for participant directed investments