



**Asbury Solomons
An Asbury Atlantic, Inc.
Continuing Care Retirement Community
11100 Asbury Circle
Solomons, MD 20688**

**Disclosure Statement
April 30, 2023**

The issuance of a Certificate of Registration does not constitute approval recommendation or endorsement of the facility by the Maryland Department of Aging, nor is it evidence of, or does it attest to, the accuracy or completeness of the information set out in this Disclosure Statement.

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1. INTRODUCTION

Asbury Solomons is delighted that you are interested in our community. We hope you find this Disclosure Statement useful and that it provides you with a more detailed understanding of Asbury Solomons. While many of the disclosures provided in this document are required by state regulations, you will find additional information. We believe it is important for you to know and understand the mission, ownership, governance, and finances of a continuing care retirement community (CCRC) before making this important decision.

Asbury Solomons shall amend this disclosure statement at any time, should, in the opinion of Asbury Solomons or the Maryland Department of Aging, an amendment be necessary to prevent the disclosure statement from containing any material misstatement of fact.

Name & Address of Owner/Provider/Facility	Name & Address of Parent
Asbury Atlantic, Inc. 5285 Westview Drive, 2 nd Floor Frederick, MD 21703 www.AsburySolomons.org	Asbury Communities, Inc. 5285 Westview Drive, 2 nd Floor Frederick, MD 21703 www.Asbury.org
Statement of Tax Exempt Status	
Asbury Solomons is a tax-exempt 501(c)(3) not-for-profit corporation in the State of Maryland. The most recent determination letter from IRS is located at Exhibit G .	

2. ABOUT ASBURY SOLOMONS

Description of Campus

Asbury Solomons was founded in 1994 in the scenic southern Maryland bay area. Approximately 450 adults age 60 plus currently enjoy Asbury Solomons' resort-style setting, social and wellness opportunities, its proximity to Washington, D.C., Baltimore and the historic state capital of Annapolis.

Situated on 58 scenic acres fronting the Patuxent River, Asbury Solomons features 228 apartments and 72 cottages for residential living. In addition, Asbury Solomons has 24 assisted living suites, home-based health and personal care services for aging in place and skilled nursing care for 48 residents.

Located just a mile from Solomons Island, the campus contains many amenities, including a large fitness center with an indoor pool and whirlpool, an extensive dock and nearby boat storage, and a newly-renovated dining room overlooking the water.

We are proud to be among a select group of continuing care retirement communities nationally accredited by the Commission on Accreditation of Rehabilitation Facilities – Continuing Care Accreditation Commission (CARF-CCAC) and EAGLE accreditation from the United Methodist Association.

Statement regarding religious and other affiliations

Asbury Solomons has a historical relationship with the United Methodist Church; however, there are no financial or contractual obligations between Asbury Solomons and the United Methodist Church. Our charitable mission continues to flow from the teachings of John Wesley, founder of the Methodist Church, who believed that a faith-based life is blessed by grace and carried outward into the world in service for others. Today, we translate those values by working toward excellence and doing all the good we can for seniors. Asbury Solomons is an affiliate of Asbury Communities, Inc., the not-for-profit parent of a system of senior living and health service providers.

For additional information about Asbury Solomons, please visit our website at www.asburysolomons.org.

Expansions and Renovations

Asbury Solomons has no current or immediate plans for expansion or renovation beyond minor capital improvements.

Resident Associations

Asbury Solomons has a very active resident association that promotes resident interests, facilitates communication, interacts with management and organizes events. To accomplish this, the association collaborates with the Executive Director and staff of Asbury Solomons. A Resident Council is elected by the Association with the authority to act on its behalf, and the Officers of the Resident Council serve as the Officers of the Association.

3. ABOUT OWNER AND PARENT CORPORATION

Asbury Solomons is owned and operated by Asbury Atlantic, Inc. which is the provider, the legal entity responsible for providing services to the residents of Asbury Solomons. In addition to Asbury Solomons, Asbury Atlantic owns and operates three other CCRCs. One other in Maryland, Asbury Methodist Village; and two in Pennsylvania, Bethany Village in Mechanicsburg and Springhill in Erie.

Asbury Communities, Inc., a not-for-profit corporation, is the sole member (parent) of Asbury Atlantic; however, Asbury Communities is not responsible for the financial or contractual obligations of Asbury Atlantic. Asbury Communities is also the sole member of the following entities:



- Albright Care Services, Inc. owns and operates Normandie Ridge (York, PA), RiverWoods (Lewisburg, PA), as well as LIFE centers located in Lancaster, Lebanon, Chester, and Lycoming/Clinton, PA.
- Asbury Inc. owns and operates Asbury Place Maryville, Asbury Place Kingsport/Baymont, and Asbury Place Kingsport/Steadman Hill.
- Forest Ridge Manor, Inc. operates a section 202 HUD senior housing apartment building (Kingsport, TN). Asbury Inc. is the Sponsor and controlling entity of Forest Ridge Manor Inc.
- Bethany Towers, a HUD Bethany Towers Development corporation that provides residential services in Mechanicsburg, Pennsylvania.
- The Asbury Foundation, Inc., which raises charitable contributions for Bethany Village and the other Asbury CCRCs;
- Asbury Communities HCBS, Inc., a wholly owned, not-for-profit entity of Asbury Communities, Inc., which provides home care in the communities in which the Asbury CCRCs are located;
- The Asbury Group, Inc., a for-profit corporation wholly owned by Asbury Communities. The Asbury Group, Inc. is the sole member of The Asbury Group Integrated Technologies, LLC, which provides IT products and services to Asbury Communities, Inc. and other third party entities, and 1569 Teels Road, LLC, owner and operator of Asbury Chandler Estate. The Asbury Group, Inc. is 50 percent owner of Edge Therapy Solutions, LLC, which provides PT, OT, and ST management services.
- Affiliated Associates, Inc., a not-for-profit payroll company.

Asbury Communities, Inc. System Committees



4. GOVERNANCE & MANAGEMENT

Management of Asbury Solomons is led by Executive Director Kelly Smith Friedman. Management is responsible for the day-to-day operations and overall functioning of Asbury Solomons. Several governing boards provide oversight of Asbury Solomons.

The Asbury Atlantic, Inc. Board of Directors is legally responsible for control of Asbury Solomons and is primarily responsible for approving budget and maintaining financial health as well as monitoring quality of care and services. The Asbury Communities, Inc. Board of Directors is focused on enhancing the strength of the entire organization, ensuring fulfillment of its mission and tax-exempt purpose, and recognizing its full potential for providing services to the aging.

All decisions regarding Asbury Solomons are made in accordance with the mission, vision, core values, and the charitable purpose of the organization. In making decisions and setting strategic direction, the management and governing boards are responsible for considering what is best for current and future residents of Asbury Solomons as well as the organization as a whole. It is important to bear in mind that resident input is sought and highly regarded and residents have a voice in many decisions; however, residents are not part of management and do not direct the operation of the campus.

Asbury Atlantic, Inc. Description of Governance

The Asbury Atlantic, Inc. Board of Directors is comprised of Directors with the responsibility of governing the corporation and its CCRCs, including Asbury Solomons. One of the Asbury Atlantic, Inc. Directors is a current resident of Asbury Solomons. A complete list of the names of the officers and directors of Asbury Atlantic, Inc. is attached as **Exhibit A**. None of the Directors have a financial interest in Asbury Atlantic, Inc. The officers, with the exception of the chair and vice chair of the Board of Directors, are compensated staff members.

Process for Selecting Members of the Board

The selection process for members of the Board is governed by the organization's bylaws, which are drafted in accordance with applicable laws and regulations. The Governance and Compliance Committee of the Asbury Communities, Inc. Board of Directors is responsible for vetting and nominating individuals to serve on the governing Boards. The Governance and Compliance Committee follows a detailed process to assess current status of each Board to determine needs such as filling openings or specific expertise. The Governance and Compliance Committee also ensures that Board criteria are met, including the requirement for a community subscriber to serve on the Asbury Atlantic Board. Final nominations from the Governance and Compliance Committee are sent to the Board for final review and election in accordance with the bylaws.

Annual and Periodic Meetings between Residents and Management

Asbury Solomons' Executive Director or her designee meets monthly with the resident council. The topic of these meetings generally includes operational updates and other issues of interest to residents. Additionally, the Asbury Solomons Executive Director conducts an annual meeting in November that is also open to all residents. Topics for this meeting include a summary of the Asbury Solomons' operations, financial update, significant changes from the previous year, and goals and objectives for the next year. Residents are given time for question and answer during these meetings. The Executive Director receives and answers questions from residents at this meeting.

Grievance Procedure

Asbury Solomons established an internal grievance procedure to address resident grievances. A resident or a group of residents collectively may submit a grievance in writing to the Executive Director, Asbury Solomons, at 11100 Asbury Circle, Solomons, Maryland, 20688. Asbury Solomons will send a written acknowledgement to the resident or group of residents within five days after receipt of the written grievance. Asbury Solomons will assign personnel to investigate the grievance. A resident or group of residents who file a written grievance are entitled to a meeting with management of Asbury Solomons within 30 days after receipt of the written grievance to present the grievance. Asbury Solomons will provide a response in writing within 45 days after receipt of the written grievance as to the investigation and resolution of the grievance. Within 30 days after Asbury Solomons provides its response to the grievance, a resident, group of residents, or Asbury Solomons may seek mediation through one of the community mediation centers in the State of Maryland or another mediation provider. If a resident, group of residents, or Asbury Solomons seeks mediation under the preceding sentence, the mediation shall be nonbinding.

Services Agreements

Asbury Solomons receives business services from Asbury Communities, Inc. pursuant to a Services Agreement. Asbury Atlantic, Inc. has a contract with Asbury Communities, Inc. for the provision of certain business services, including financial, information technology, legal, human resources, governance, clinical, and marketing services. However, associates on the Asbury Solomons campus are not employees of Asbury Communities. Rather, Asbury Communities employs staff to provide support to its affiliated entities. For example, the human relations department at Asbury Communities negotiates the benefits packages for all employees in the organization. This eliminates the need for Asbury Solomons to have all of the staff and expertise to provide the necessary non-resident direct services and spreads the cost for these services over all entities in the organization.

The organization also contracts with third party service providers, an example of which is its management services agreement with Sodexo to provide food and other services in Asbury's continuing care retirement communities. Depending on the community, this contract may include dining, housekeeping, maintenance, and laundry services. The employees in these departments are Asbury Solomons employees, but the manager of each department is a Sodexo employee. By contracting for services with Sodexo, Asbury Solomons receives a consistently high level of service for a lower cost than if each continuing care retirement community procured or provided these services on its own.

5. SERVICE & FEES

Description of Services

The following services are included in your monthly fee:

- Maintenance and repairs to resident's unit and appliances (provided by Asbury Solomons) as a result of normal wear and tear
- Ground maintenance, trash removal, snow removal
- Heat, electric, hot water, and air conditioning (except Cottage residents)
- Basic telephone service (long distance charges not included)
- Basic cable television service (premium channels and other services not included)
- Dining program
- Parking
- Use of all outdoor areas and amenities
- Use of private meeting rooms and entertainment areas
- Access to campus amenities*
- Scheduled transportation
- Move-in assistance

*Amenities include the fitness room, indoor pool, computer room, woodworking shop, craft/art facilities, gift shop, bank, beauty and barber shop, garden plots and a fishing and crabbing pier.

The following services are available for an extra charge:

- Additional dining for residents and guests
- Beauty/Barber services
- Catering services
- Home health and personal care services
- Housekeeping services
- Transportation to local medical visits
- Transportation to cultural events
- Specialized geriatric wellness programs
- Massage therapy

The cost of residence in the Asbury Solomons Health Care Center or Assisted Living facility is not included in the monthly fee for apartments or Cottages.

*Room and ancillary fees for the Health Care Center are listed at **Exhibit B**. Room and ancillary fees for Assisted Living are listed at **Exhibit C**.*

Description of Fees

There are different types of fees:

Type of Fee	Entrance Fee	Monthly Fee	Ancillary Fees
Frequency of Payment	Paid once upon entrance to community	Paid Monthly	Paid Monthly
Other Info	Includes non-refundable, refundable* and standard entrance fee options. Amount depends upon fee option and unit type/size/location.	Covers cost of unit and other services (see previous page).	Covers cost of additional products and services that are not covered in the Monthly Fee (see previous page).
* CAREFULLY READ THE CONTINUING CARE AGREEMENT FOR THE CONDITIONS THAT MUST BE SATISFIED BEFORE ASBURY SOLOMONS IS REQUIRED TO PAY THE ENTRANCE FEE REFUND.			

Asbury Solomons offers three entry fee options; (1) standard entrance fee (2); 80 percent refundable entrance fee; and (3) a nonrefundable entrance fee. The standard fee option is lower in cost than the refundable fee option. The standard entrance fee amortizes over the first 60 months of residency. After 60 months, there is no refundable portion of the standard entrance fee remaining. The 80 percent refundable entrance fee option generally returns 80 percent of the amount paid by the resident. Generally, refundable entrance fees are paid when the community receives an entrance fee from a successor resident for the vacated unit and the vacating resident no longer resides in any accommodation at Asbury Solomons. **CAREFULLY READ THE CONTINUING CARE AGREEMENT FOR THE CONDITIONS THAT MUST BE SATISFIED BEFORE ASBURY SOLOMONS IS REQUIRED TO PAY THE ENTRANCE FEE REFUND.**

In addition to the entrance fee, residents pay a monthly fee, depending upon the size and type of unit, as well as ancillary fee for products and services not included in the monthly fee.

*A complete listing of current and historical entrance fees and monthly fees by unit is located at **Exhibit E**.*

All fees paid by residents to Asbury Atlantic may be used by Asbury Atlantic for any legal purpose, including the payment of debt (principal and interest), the payment of management fees to Asbury Communities (to be used by Asbury Communities for any purpose in keeping with its mission, vision and

Fee for Service CCRC

Asbury Solomons is a *Type C*, fee for service continuing care retirement community. Residents pay the standard per diem fees if they need assisted living or nursing services, the fees do not include any free or discounted health care or assisted living services. However they do receive priority admission for those services. Residents are also eligible for benevolent care support if they exhaust their financial resources through no fault of their own.

tax exempt charitable purpose), the transfer of funds to Asbury Communities (to be used by Asbury Communities for any purpose in keeping with its mission, vision and tax exempt charitable purpose), the expansion of services on the Asbury Solomons campus or through the purchase or construction of a CCRC or other business or entity serving the organization's mission and tax exempt purpose, the creation of a new line of business serving the organization's mission and tax exempt purpose, and/or any other purpose. The portion of the Entrance Fee to be refunded after occupancy, if any, is not held in trust or escrow for the benefit of Resident after occupancy.

Benevolent Care



A significant part of the organization's charitable mission is to ensure that residents, who have outlived their resources through no fault of their own, are able to continue to reside at Asbury Solomons. This means that residents who have conserved resources will be eligible to apply for and receive benevolent care support, as long as the provision of such support does not impair the ability of the organization to operate on a sound financial basis and maintain the facilities and services for other residents at Asbury Solomons. The Asbury Foundation actively seeks donations for benevolent care, including a special endowment fund, to offset the costs of providing this support.

6. FINANCIAL INFORMATION

*The financial statements for the year ending December 31, 2022 for Asbury Atlantic, Inc., as audited by CliftonLarsonAllen LLP, are located at **Exhibit I**.*

Maryland Obligated Group

Asbury Solomons does not have any individual long term debt. Instead, all of its long term debt is part of the Maryland Obligated Group. The long-term debt obligations of the Maryland Obligated Group are secured by the assets and operations of Asbury Methodist Village and Asbury Solomons. For financial statement purpose, the long term debt for liability of principle and interest is allocated to the respective community for which the debt was incurred. Since the inception of the Maryland Obligated Group, there has never been a time that either Asbury Methodist Village or Asbury Solomons have been unable to pay their share of the debt of the Maryland Obligated Group.

Being part of the Maryland Obligated Group enables each continuing care retirement community to obtain the capital funds it requires at a lower interest rate than it could if it were to borrow the funds individually. The Maryland Obligated Group is sufficiently financially strong that its debt is rated as investment grade by Fitch, Inc.

Asbury Communities, Inc. is not a member of the Maryland Obligated Group. However, Asbury Communities, Inc. has contractual obligations to maintain specific liquidity levels and to provide financial support to the Maryland Obligated Group under certain circumstances. Asbury Communities, Inc. also has contractual obligations to maintain specific liquidity levels and to provide financial support to a separate non-Maryland Obligated Group under certain circumstances. Asbury Atlantic, Inc. has agreed, under certain circumstances, from time to time, to the extent permitted by law, to transfer funds to Asbury Communities, Inc. In 2021 and 2022, Asbury Methodist Village transferred \$2,517,750 and \$308,250, respectively, to Asbury Communities. In 2021, there were no transfers from Asbury Solomons to Asbury Communities. In 2022, Asbury Solomons transferred \$34,250 to Asbury Communities. In 2021, the non-Maryland Obligated Group transferred \$419,500 to Asbury Communities. In 2022, the non-Maryland Obligated Group transferred \$52,750 to Asbury Communities. Transfers between the entities have occurred since 2006.

Long-Term Financing

Currently, the Maryland Obligated Group is responsible for a total long term debt of \$138,407,000, which is allocated into the following five separate tax-exempt bond issuances.

Bond Series	Interest Rate	Maturity Date	Principle Outstanding (as of 12/31/2021)
2018 A MD	Fixed Rate Revenue Bonds	2023-2036	82,540,000
2018 B MD	Fixed Rate Revenue Bonds	2022-2027	11,870,000
2019 A MD	Variable Rate Revenue Bonds	2019-2023	110,000
2019 B MD	Variable Rate Revenue Bonds	2019-2027	3,887,000
2022 A MD	Fixed Rate Revenue Bonds	2023-2042	40,000,000

Operating Reserves

Asbury Solomons is required to maintain certain operating reserves pursuant to Title 10 of the Human Services Article of the Annotated Code of Maryland. In the audited financial statements for the fiscal year ending December 31, 2022, Asbury Solomons

has delineated a line item called Statutory Reserves. The total cash and marketable securities available for this reserve was \$4,055,785 as of December 31, 2022.

Renewal and Replacement of Facilities

On an annual basis, Asbury Solomons prepares an annual budget which includes capital spending for the renewal and replacement of facilities. Funds for such capital expenditure may come from the following sources: (1) net operating revenue, (2) entrance fees net of any refunds, or (3) debt financing.

Management of Investments

All investment funds are managed pursuant to Investment Guidelines established by the System Audit & Finance/Investment Committee which meets quarterly. At each quarterly meeting, fund performance for the various funds is reported upon, and as necessary, the Investment Guidelines are changed to meet the needs of the organizational investment structure. The Committee is populated by Directors with various professional backgrounds and expertise, and are supported by the Chief Financial Officer and Vice President & Controller. Further, the Committee engages third consultants as the Committee's advisors of its investment portfolio. The advisors provide reports during the Committee's meetings, make investments recommendation based on the Investment guidelines, and are available to answer questions.

**ASBURY ATLANTIC,
INC. BOARD OF
DIRECTORS
2023**

DIRECTORS	BACKGROUND/CONTACT
Jeffrey Ernico, Chair	Attorney 5285 Westview Drive, Suite 200 Frederick, MD 21703 (301)250-2100
Richard Shuman	Finance Professional 5285 Westview Drive, Suite 200 Frederick, MD 21703 (301)250-2100
Barbara Harbison	IT Professional 5285 Westview Drive, Suite 200 Frederick, MD 21703 (301)250-2100
Efonda Sproles	Human Resource/Recruitment Professional, VP 5285 Westview Drive, Suite 200 Frederick, MD 21703 (301)250-2100
Todd Andrews	Executive, Asbury Communities 5285 Westview Drive, Suite 200 Frederick, MD 21703 (301)250-2100

Exhibit B: Asbury Solomons Disclosure Statement 2023

Asbury Solomons Health Care Center For Private Pay Residents

Below are the daily rates for the Health Care Center as of the date you become a resident of Asbury Solomons:

A. Items and Services Included in the Daily Rate.

The items and services included in the daily rate, and their related charges, are listed below.

Description of Items & Services Included in the Daily Rate
1. Room & Board – Private Daily Rate: \$507.00
2. Room & Board – Semi-Private Rate: \$456.00
3. Social Services
4. Nursing care, including: <ul style="list-style-type: none">a. The administration of prescribed medications, provisions of treatments and diet;b. The provision of care to prevent skin breakdown, bedsores, and deformities;c. The provision of care to keep the resident comfortable, clean and well-groomed;d. The provision of care to protect the resident from accident, injury, and infection;e. The provision of care necessary to encourage, assist and train the resident in self-care and group activities.
5. Other: Housekeeping, laundry, linen service, recreational and social programs, local telephone service, basic cable TV service, standard assistive devices for mobility.

B. Items and Services Not Included in the Daily Rate.

The items and services available in the facility that are not included in the daily rate are listed below. You may be charged for these items and services if you (or your physician with your approval) ask for them and you receive them. If you are eligible for Medicare and/or have private insurance and you believe that Medicare and/or your private insurance may cover an item or service listed below, you should ask us to submit the bill to Medicare and/or your private insurance. (The services marked (*) may have a separate supply charge. You will be notified of those charges at the time the supplies are ordered.)

Exhibit B: Asbury Solomons Disclosure Statement 2023

**Asbury Solomons
2023 Ancillary Charge Listing**

This list of services, equipment, and supplies is not intended to be all inclusive.

Administration	
Badge Replacement	\$12.00
Caregiver Badge	\$10.00
S.A.R.A. Pendant Replacement	\$228.00
Roam Alert Replacement	\$276.00
Roam Alert Replacement Bracelet	\$4.00
Additional Amenities	
Guest Suite Charges	\$90.00
Beauty Salon	
SHAMPOO & CONDITIONERS	
Shampoo	\$12.00
Basic Conditioner	\$10.00
SETS & CUTS	
Set (or Blow-dry / Curling Iron)	\$24.00
Shampoo & Blow-dry	\$40.00
Shampoo & Set Package	\$40.00
Shampoo Blow-dry & Curling Iron	\$43.00
Shampoo, Set & Cut Package	\$60.00
Women's Cut	\$37.00
Women's Cut & Shampoo Package	\$45.00
Men's Cut	\$29.00
Men's Cut & Shampoo Package	\$30.00
Neck Trim	\$15.00
Braids	Starting at..... \$30.00
Updo	Starting at..... \$35.00
COLORS	
Single Process Color	\$55.00
Highlights - Price Level 1	\$77.00
Highlights - Price Level 2	\$87.00
Highlights - Price Level 3	\$97.00
Temporary Color Rinse	\$10.00
PERMS & RELAXERS	
Perm Cut Blow-dry & Curling Iron	\$99.00
Perm Only	\$65.00

Exhibit B: Asbury Solomons Disclosure Statement 2023

Beauty Salon Continued

SPA TREATMENTS

Manicure	\$28.00
Pedicure	\$32.00
Toenail Clipping	\$15.00

AESTHETICS

Men's Facial Grooming	\$19.00
Hair Removal Service (per service for Chin or Lip)	\$15.00
Hair Removal Service (per service for Brow)	\$15.00

*Residents receiving Medicaid benefits will be charged according to beauty and hair services policy.

Dining

Dining Points Bank	222
	Based on Items Served
Resident Buffet	Based on Items Served
Guest Buffet - Sunday	Based on Items Served
Resident Buffet - Holiday or Theme	Based on Items Served
Guest Buffet - Holiday or Theme	Based on Items Served
Child's Meal (under 12)	\$9.99
Child's meal (under 5)	Free
Meal Delivery	\$5.00

Prices Do Not include 6% MD sales tax.

Groceries, Catering and Grill items are subject to change based on market conditions.

Meals in the Riverview Dining Room are served a la carte or buffet style

Environmental / Maintenance Services

1 Hour (60 Minutes)	\$50.00
Additional 1/4 Hour after the first hour	\$12.50
Key Replacement	\$17.00
Door Lock Core Replacement	\$131.00
Dump Fee	\$53.00

Exhibit B: Asbury Solomons Disclosure Statement 2023**Housekeeping Services**

1/2 Hour - Minimum (30 Minutes)	\$27.00
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Additional 1/4 Hour after the first half hour	\$13.50
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Light carpet cleaning is subject to a 1 hour minimum charge.

Rollaway Rental will incur a **\$10.00** per day charge, with or without linens including delivery and pick-up.

Housekeeping charges are included in the Health Care Center and Assisted Living daily fees.

Miscellaneous Charges

Return Check Fee	<i>Per instance</i>	\$25.00
Return Electronic Fund Transfer	<i>Per instance</i>	\$10.00

Nursing Services

Amounts are daily charges unless indicated otherwise.

*Catheter Care	\$10.30
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Incontinence Care - Light (Less than 4 packs of product/month)	\$10.00
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Incontinence Care - Moderate/Heavy (Greater than 4 packs of product/month)	\$15.50
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*Intravenous Therapy	\$40.00
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Isolation Precaution	\$10.80
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*Nebulizer Treatment	\$9.80
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*Ostomy Care	\$11.40
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*Suctioning Care	\$18.85
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*Tube Feeding (Not Billable to Medicare)	\$10.80
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* Wound Care - Simple - Daily Dressing Change	\$10.80
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Complex - Twice Daily Dressing Change	\$16.30
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Extensive - 3 Times Daily Dressing Change	\$21.60
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Diabetic Services	\$6.50
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*Charge does **not** include supplies.

Exhibit B: Asbury Solomons Disclosure Statement 2023

Physical, Occupational, and Speech Therapy Services

Services are charged by type of treatment or evaluation, as identified by the Healthcare Common Procedure Code and are based on the Medicare Physician Fee Schedule. A detailed fee schedule is available upon request. Consult with your therapist for rates prior to treatment.

Pharmacy and Laboratory Services

Billed by provider of service.

Special Equipment Charges

Amounts are daily charges

Enteral Pump Rental	\$8.80
IV Pole Rental	\$27.50
Mobility Alarms	\$3.30
Oxygen Concentrator	\$10.60

Portable Oxygen Tank Rental	\$12.80
Specialty Beds (per day)	* varies depending on type
Specialty Mattresses (per day)	\$14.60
*Wound Vac Rental	* varies depending on type

*Charge does **not** include supplies.

All other Individual charges available upon request. Charges of special equipment reflect current costs subject to change based on supplier rate increases.

Supplies and Equipment covered by Medicare for residents in the nursing home will be billed to Medicare within covered limits. Any non-covered items will be charged to the resident.

Nursing ancillary charges will not apply to Medicaid recipients and Medicare Part A recipients or when excluded by our contract with other third-party payers.

List may not be all inclusive and special equipment / supplies will be charged upon notification.

Exhibit B: Asbury Solomons Disclosure Statement 2023**Telephone System**

Local phone system (primary line)		Included
Second phone line	Per month	\$20.00
Asbury Voice Mail Service	Per month	\$5.00
New Service	Per line	\$75.00
Resident Disconnect	Per line	\$25.00
Resident Move	Per line	\$75.00
Assign new resident phone number	Per line	\$65.00
Time and Materials services for new jack location, cabling	Per Hour	\$70.00
Connection fee for installing external telephone service		\$45.00
Resident Device Troubleshooting	1st incident	\$10.00
	Subsequent Incident	\$25.00
International Long Distance Calling	Per Month	\$10.00

Transportation

Scheduled Departure after 8:00 a.m. and / or arrival back at Solomons before 4:30 p.m., Monday - Friday		
	Hourly Rate	\$22.00
	Per mile rate	\$0.60
Transportation Escort - Hourly Rate		\$22.00
Scheduled Departure prior to 8:00 a.m. and / or arrival back at Solomons after 4:30 p.m. on Monday-Friday; or anytime on Saturday, Sunday and Holidays		
	Hourly Rate	\$33.00
	Per mile rate	\$0.60

Exhibit C: Asbury Solomons Disclosure Statement 2023

Asbury Solomons Assisted Living Fees

The Entry Fee (first person \$24,546; second person: \$12,228) is fully refundable and required when directly entering our Assisted Living component (i.e., without having first resided at Asbury Solomons in an apartment or cottage). This entry fee permits access to nursing in our Health Care Center, if ever required. At such time as it may be necessary for a resident to transfer to our Health Care Center, the daily rate for nursing services as specified in the Health Care Center admissions agreement will be charged.

Below are the daily rates for Assisted Living as of the date you become a resident of Asbury Solomons:

1. Single Unit with low (Level 1) level of care.	\$269.00 per day
3. Single Unit with moderate (Level 2) level of care.	\$307.00 per day
5. Single Unit with high (Level 3) level of care.	\$340.00 per day

If two residents reside in a unit the second resident is assessed a “Second Person” daily fee of \$134.00. These rates are subject to change in accordance with the current Residency Agreement.

Service Available at Additional Charges:

- | | |
|--|--|
| • Beauty/Barber shop | • Health care services |
| • Gift shop | • Medicines |
| • Catering service for private parties | • Medical equipment and devices |
| • Additional housekeeping services | • Physician services |
| • Long-distance phone calls | • Transportation to medical appointments (local) |

Maryland Assisted Living Program

Uniform Disclosure Statement

What is the Purpose of the Disclosure Statement?

The purpose of the Disclosure Statement is to empower consumers by describing an assisted living program's policies and services in a uniform manner. This format gives prospective residents and their families consistent categories of information from which they can compare programs and services.¹

It is important to note that the Disclosure Statement is not intended to take the place of visiting the program, talking with residents, or meeting one-on-one with staff. Nor is the statement a binding contract or substitute for the Resident Agreement. Rather, it serves as additional information for making an informed decision about the services provided in each program.

If you have any questions about any issue raised in the Disclosure Statement or in the Resident Agreement provided by an assisted living program, please seek clarification from that program's manager or administrator.

What is Assisted Living?

Assisted living is a way to provide care to people who are having difficulty living independently. Assisted living providers furnish a place to live, meals, and assistance with daily activities such as dressing, bathing, eating, and managing medications. Assisted living programs also tend to have a less institutional look than nursing homes. However, these facilities are not as highly regulated by the State as nursing homes. There are a wide variety of assisted living programs in Maryland. They range from large, corporate-managed facilities where hundreds of people live in their own apartments to small, private homes.

Assisted living programs may differ in many ways including, but not limited to: size, staff qualifications, services offered, location, fees, sponsorship, whether they are freestanding or part of a continuum of care, participation in the Medicaid Waiver, ability to age in place, and visiting hours. Therefore, consumers should try to have a general idea of what type of setting, services, and price range they may want before contacting an assisted living program, as well as having questions prepared to ask the program manager or administrator. Consumers may find the Maryland Department of Aging's publication entitled, "Assisted Living in Maryland: What You Need to Know," helpful when they are contemplating assisted living. The publication may be downloaded from the Department of Aging's Web site. (<https://aging.maryland.gov/documents/ALGuide.pdf>)

In addition, the Office of Health Care Quality (OHCQ) encourages consumers to verify the licensure status of any assisted living program that they are considering. A list of licensed assisted living programs is available online. (<https://health.maryland.gov/ohcq/Pages/Licensee-Directory.aspx>)

Where can I find the Assisted Living Licensure Standards?

The Assisted Living Licensure Standards are found in the Code of Maryland Regulations (COMAR) 10.07.14, available at public libraries, or online at <http://www.dsd.state.md.us/Publications.html>. A copy of the most recent survey report of an assisted living program may be obtained from the program's manager or administrator.

¹ Assisted Living providers are not required to provide all of the services listed in the Disclosure Statement—regulatory requirements may be found in COMAR 10.07.14.

1) Assisted Living Program Contact Information:

Facility Name Asbury Atlantic, Inc. dba Asbury Solomons		
License No. 4AL023	No. of Licensed Beds 30	Level of Care at which Facility is Licensed 3
Address (Street, City, State, Zip) 11750 Asbury Circle, Solomons, MD 20688		
Phone Number 410-394-3484	Fax Number 410-394-3558	
E-Mail Address (optional)	Operator/Management Company Asbury Communities	
Manager Nicole Daniels, BSN, RN	Contact Information 410-394-3082	
Delegating Nurse Staci Nims, RN	Contact Information 410-394-3484	
Alternate Manager Kelly Friedman, LNHA	Contact Information 410-394-3030	
Completed By Nicole Daniels, BSN, RN	Title ALM	Date Completed 8/16/2022

2) What sources of payment are accepted?

Assisted living programs differ in what types of sources they may accept for payment, e.g. private insurance, Medicaid, private pay, SSI/SSDI, etc. What sources of payment are accepted at this program?

Private Pay/Private Insurance

3) What are levels of care?

The levels of care correspond with how much assistance residents need. The level of care designation, therefore, reflects the complexity of the services required to meet the needs of a resident. The State of Maryland recognizes three levels of care, and they are as follows: Level 1 is low level of care required, Level 2 is moderate level of care required, and Level 3 is high level of care required.

A resident's level of care is determined by the Resident Assessment Tool, which collects essential information about a resident's physical, functional, and psychosocial strengths and deficits. There are two components to the assessment tool - a Health Care Practitioners Physical Assessment, to be completed or verified by a health care practitioner, and the Assisted Living Manager's Assessment, to be completed by the Assisted Living Manager or designee. A resident's score on the assessment tool determines his/her level of care (Level 1 = a total score of 0-20; Level 2 = a total score of 21-40; and Level 3 = a total score of 41 or higher).

Some assisted living programs may have elected to develop more than three levels of care. If an assisted living program has more than three levels of care, please describe the levels of care and how they correlate to the three levels of care recognized by the State. In addition, include program charges for each level of care.

<p>Explanation:</p> <p>Asbury Solomons uses the state level system.</p> <p align="right">(You may attach materials as necessary)</p>
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4) What is a Resident Agreement?

The resident agreement is a legal contract, obligating a consumer to provide payment in return for services to be provided by the assisted living program. An assisted living program will provide a consumer with a Resident Agreement to review and sign prior to move-in. Prospective residents should feel free to request a copy of a sample resident agreement at any time.

The resident agreement is required by regulation to include, at a minimum, the information provided in COMAR 10.07.14.24(D) and 10.07.14.25(A), such as: the level of care the program is licensed to provide, a list of services provided by the program, an explanation of the program's complaint or grievance procedure; admission and discharge policies and procedures; obligations of the program and the resident or the resident's representative with regards to financial matters—handling resident finances, purchase or rental of essential or desired equipment; arranging or contracting for services not covered by the resident agreement; rate structure and payment provisions; identification of persons responsible for payment; notice provisions for rate increases; billing, payment, and credit policies; and terms governing the refund of any prepaid fees or charges in the event of a resident's discharge or termination of the resident agreement.

5) What Services are Provided?

Consumers should expect assisted living programs to provide clear information regarding services and fees. Some programs may charge fees for services based on the resident's assessed level of care, while others may provide an "a la carte" menu of services. Consumers should understand what is included in the base monthly rate, what services require an additional charge, circumstances under which fees may increase, and the refund policy. Below is a chart to help consumers better compare assisted living programs. This chart is not all-inclusive and providers may offer more or fewer services than listed below.

Offered		Service	Included in Base Rate for Level of Care (yes/no)	May be Purchased Separately. If so, please indicate cost.
Yes	No			
Nursing and Clinical Care:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	24-Hour Awake Staff, Including Awake Overnight Staff	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Nursing Review Every 45 Days (Required by COMAR)	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	On-site Licensed Nursing (40) (Hours/Week)	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Physician Services	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Bladder Incontinence Care	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Bowel Incontinence Care	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Catheter Care	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Consultant pharmacist medication review (required in some cases)	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Diabetes Care	Yes- no sliding scale	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	End of Life Care	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Home Health	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Hospice Care	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Incontinence Products	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Infection Control Materials (e.g., gloves, masks, etc.)	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Nutritional Supplements	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Service Plan and Frequency _ (Required by COMAR at least every 6 months)	Yes, Q6M and prn	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Temporary use of wheelchair/walker	Yes	

Uniform Disclosure Statement

June 2019, MDH Form 4662

Offered		Service	Included in Base Rate for Level of Care (yes/no)	May be Purchased Separately. If so, please indicate cost.
Yes	No			
Personal Care:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Arrange/Coordinate Medical Appointments	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with bathing	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with dressing	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with handling money	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with incontinence	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with preparing meals	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with shopping for food or personal items	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Assistance with toileting	Yes	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Companion Services	No	Yes
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Housekeeping	Yes- 1x/wk	Yes- more than 1/wk
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Mobility/Transfer Assistance	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Personal Care Items	No	Yes
Environment:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Activities program (days per week), specify programs or attach calendar.	Yes- 7 days/wk	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Alcohol Consumption	No	Yes- w/ MD order
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Barber/Beauty Shop	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Cable TV	Yes, Basic	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Fire Sprinklers (____in all areas or ____in some areas), specify:	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Internet Access	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Linens/Towels	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Chair Glide System	No	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Dry Cleaning Services	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Elevators	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Emergency Call System	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Emergency Generator	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Fire Alarm System	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Automatic Electronic Defibrillators (AEDs)	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Handrails	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Personal Laundry	Yes- no dry clean	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Personal Phone	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Pets Allowed, specify:	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Ramps	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Security Services, specify: exterior door monitoring, onsite security	Yes	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Smoking	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Secured Areas	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Sprinkler system	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Transportation, specify	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Visitation, specify hours and include the facility's policies and procedures	Yes, open	

Uniform Disclosure Statement

June 2019, MDH Form 4662

Offered		Service	Included in Base Rate for Level of Care (yes/no)	May be Purchased Separately. If so, please indicate cost.
Yes <input type="checkbox"/>	No <input type="checkbox"/>			
Environment: (Continued)				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Volunteer Services, specify and include the facility's policies and procedures	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Wander Guard or similar system, specify:	No	See attached
Dietary:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Meals (_____ per day & snacks) (COMAR requires a minimum of 3 meals per day & additional snacks)	Yes- 3	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Special Diets, specify:	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Family or Congregate Meals	No	See attached
Pharmaceuticals/Medications:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Durable Medical Equipment, specify:	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Medication Administration	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Medication Injections	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Pharmaceuticals	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Self Administration of Medications Permitted	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Use of Outside Pharmacy Permitted	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Use of Mail Order Pharmacy Permitted	No	
Specialized Care or Services:				
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Behavior Management: Verbal Aggression	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Behavior Management: Physical Aggression	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Dementia Care	Yes	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Intravenous Therapy	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Mental Health Supports and Services, specify:	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Ostomy Care	No	See attached
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Oxygen Administration	Yes	See attached
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Special Care Units, if there are additional charges for this type of care, please specify cost difference as well as how those services differ from the services provided in the rest of the program.	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Services for persons who are blind	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Staff who can sign for the deaf	Yes	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Bilingual Services	Yes	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	Tube Feeding	No	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	Wound Care	No	See attached

Are the resident, resident's representative, or family members involved in the service planning process? ☒ Yes ☐ No

Explanation: (optional)

Per resident request

Is the service plan reviewed with the resident, resident's representative, or family members? ☒ Yes ☐ No

Explanation: (optional)

Either at time of interview or upon resident request

Who assists with or administers medications? (Check all which apply)

☒ Delegating Nurse/Registered Nurse ☒ Licensed Practical Nurse ☐ Medication Technician ☒ Other (specify): CMA

6) What are the criteria for discharge or transfer?

The following is a list of situations that may necessitate the termination of the resident agreement and the transfer or discharge of a resident from an assisted living program. Consumers are encouraged to inquire about an assisted living program's policies and procedures in the event that a resident must relocate. This list is not all-inclusive and criteria will differ depending upon the assisted living program's ability to provide certain types of care. All transfers and discharges must comply with Maryland regulatory requirements, including notice requirements, and terms of the Resident Agreement.*

Criteria/Factor which may:	Cause (temporary) transfer	Cause (permanent) discharge	Require the use of external resources
Medical condition requiring care exceeding that of which the facility determines it can safely provide	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Unacceptable physical, verbal, or sexual behavior	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Medication stabilization	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Danger to self or others	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Inability to toilet	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Non-ambulatory	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Inability to eat/tube feeding	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Must be hand fed	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Inability to walk/bedfast	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Others:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Mental health issues, specify:	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Mobility changes	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Needs skilled nursing care	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Requires sitters	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Medication injections	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Behavior management for verbal or physical aggression	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Bladder incontinence care	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Bowel incontinence care	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Intravenous (IV) therapy	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Level of care change	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Moderate or advanced dementia, specify:	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

*Under Maryland Regulations an assisted living program may not provide services to an individual who at the time of initial admission, as established by the initial assessment, requires: (1) More than intermittent nursing care; (2) Treatment of stage three or stage four skin ulcers; (3) Ventilator services; (4) Skilled monitoring, testing, and aggressive adjustment of medications and treatments where there is the presence of, or risk for, a fluctuating acute condition; (5) Monitoring of a chronic medical condition that is not controllable through readily available medications and treatments; or (6) Treatment for a disease or condition which requires more than contact isolation. Exceptions to the conditions listed above are provided for individuals who are under the care of a licensed general hospice program

Who makes the resident discharge or transfer decision?

- ☒ Assisted Living Manager
☒ Delegating Nurse
☒ Registered Nurse
☒ Other (specify) Social Worker, Interdisciplinary Team

Do families have input into the discharge or transfer decision? ☒ Yes ☐ NoIs there an avenue to appeal the discharge or transfer decision? ☒ Yes ☐ No**Explanation:(optional)**Does the assisted living program assist families in making discharge or transfer plans? ☒ Yes ☐ No**Explanation:(optional)**

7) What are the requirements for staff training?

COMAR requires that assisted living programs provide initial and annual training for the alternate manager and staff in: (a) fire and life safety, including the use of fire extinguishers; (b) infection control, including standard precautions, contact precautions, and hand hygiene; (c) basic food safety; (d) emergency disaster plans; (e) basic first aid by a certified first aid instructor; and (f) cognitive impairment and mental illness training. Staff must have training or experience in: (a) the health and psychosocial needs of the population being served; (b) the resident assessment process; (c) the use of service plans; and (d) resident rights. A sufficient number of staff must also have initial and ongoing training in CPR training from a certified instructor. Consumers are encouraged to talk to the assisted living program manager about sources of staff training and their qualifications.

COMAR requires that assisted living program managers have sufficient skills, training, and experience to serve the residents in a manner that is consistent with the philosophy of assisted living. Managers must have verifiable knowledge in: (a) the health and psychosocial needs of the population being served; (b) the resident assessment process; (c) use of service plans; (d) cuing, coaching, and monitoring residents who self-administer medications with or without assistance; (e) providing assistance with ambulation, personal hygiene, dressing, toileting, and feeding; and (f) resident rights. Managers must receive initial and annual training in: (a) fire and life safety; (b) infection control, including standard precautions; (c) emergency disaster plans; and (d) basic food safety. Managers are required to have initial certification and recertification in: (a) basic first aid by a certified first aid instructor; and (b) basic CPR by a certified CPR instructor.

COMAR requires that assisted living program managers of programs licensed for five beds or more have completed an 80-hour manager's training course. Some managers are exempt from this requirement.

Some assisted living programs may elect to require training for staff, managers, and alternate managers beyond these requirements.

Additional training provided: _____

8) What is the assisted living program's staffing pattern?

COMAR requires assisted living programs to develop a staffing plan that includes on-site staff sufficient in number and qualifications to meet the 24-hour scheduled and unscheduled needs of the residents. The delegating nurse, based on the needs of a resident, may issue a nursing order for on-site nursing.

SHIFTS (Enter the hours of each of your facility's shifts)	NUMBER OF STAFF PER SHIFT PER DAY							
	RN	LPN	CNA	Medication Tech.	Activity Workers	Non-Licensed Assistive Personnel	Other Workers	Awake Overnight
7-3	1	0	1.0	CMA-1	1	0	0	0
3-11	0	0	1.0	CMA- 1	0	0	0	0
11-7	0	0	1.0	0	0	0	0	1

If staff do not work on a per-day basis, indicate the onsite hours per month.

RN	LPN	Physician	Social Worker	Pharmacist
40	0	0	10	4

Explanation:

9) How do I file a complaint?

Under Maryland regulations, assisted living programs are required to have an internal complaint or grievance procedure. An explanation of the assisted living program's internal complaint or grievance procedure must be included in the resident agreement. Consumers should review this information and make sure that they understand how the internal complaint or grievance procedure operates. Consumers should direct any questions about the internal procedure to the assisted living program's manager or administrator.

Consumers may also report concerns or file a complaint regarding an assisted living program to the Office of Health Care Quality. Complaints may be registered over the phone or through the OHCQ Web site. Complaints may be anonymous. For more information regarding filing a complaint, please visit the Office of Health Care Quality's Web site at <https://health.maryland.gov/ohcq/Pages/Complaints.aspx> or call (410) 402-8217 or 1-877-402-8218.

**Maryland Department of Health
Office of Health Care Quality
7120 Samuel Morse Drive
Columbia, Maryland 21046
Phone: (410) 402-8015 Toll Free: 1-877-402-8218
www.health.maryland.gov/ohcq**

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Daily/Monthly Rate Schedule						
Fiscal Years 2019-2023	2019	2020	2021	2022	2022	2023
	Rate	Rate	Rate	Rate	Rate	Rate
North Wing Apartments (Monthly Rates)						
The Point	\$1,903	\$1,960	\$2,017	\$2,096	\$2,159	\$2,265
The Meridian	\$2,279	\$2,347	\$2,415	\$2,509	\$2,584	\$2,711
The Overlook*	\$2,313	\$2,382	\$2,451	\$2,547	\$2,623	\$2,752
The Spinnaker*	\$2,342	\$2,412	\$2,482	\$2,579	\$2,656	\$2,786
The Calvert*	\$2,372	\$2,443	\$2,514	\$2,612	\$2,690	\$2,822
The Lighthouse*	\$2,602	\$2,680	\$2,758	\$2,866	\$2,952	\$3,097
The Mainsail*	\$2,602	\$2,680	\$2,758	\$2,866	\$2,952	\$3,097
The Skipjack*	\$2,685	\$2,766	\$2,846	\$2,957	\$3,046	\$3,195
The Vista*	\$2,833	\$2,918	\$3,003	\$3,120	\$3,214	\$3,371
Second Person	\$550	\$550	\$566	\$588	\$606	\$636
Cottages (Monthly Rates)						
The Tidewater*	\$2,257	\$2,325	\$2,392	\$2,485	\$2,560	\$2,685
The Chesapeake*	\$2,335	\$2,405	\$2,475	\$2,572	\$2,649	\$2,779
The Patuxent*	\$2,459	\$2,533	\$2,606	\$2,708	\$2,789	\$2,926
The Islander	\$2,590	\$2,668	\$2,745	\$2,852	\$2,938	\$3,082
The Chesapeake II	\$2,335	\$2,405	\$2,475	\$2,572	\$2,649	\$2,779
The Patuxent II	\$2,459	\$2,533	\$2,606	\$2,708	\$2,789	\$2,926
The Islander II	\$2,590	\$2,668	\$2,745	\$2,852	\$2,938	\$3,082
Second Person	\$550	\$550	\$566	\$588	\$606	\$636
Assisted Living (Daily Rates)*						
Single - Level 1	\$228	\$233	\$240	\$249	\$256	\$269
Single - Level 2	\$260	\$265	\$273	\$284	\$293	\$307
Single - Level 3	\$288	\$294	\$303	\$315	\$324	\$340
Double - Level 1	n/a	n/a	n/a	n/a	n/a	n/a
Double - Level 2	n/a	n/a	n/a	n/a	n/a	n/a
Double - Level 3	n/a	n/a	n/a	n/a	n/a	n/a
Second Person	\$114	\$116	\$119	\$124	\$128	\$134
Skilled Nursing (Daily Rates)*						
Semi-Private	\$383	\$394	\$406	\$422	\$435	\$456
Private	\$425	\$438	\$451	\$469	\$483	\$507
Frequency of Fee Increase	Annual	Annual	Annual	Semi-Annual	Semi-Annual	Annual
Effective Date of Increase	1-Jan	1-Jan	1-Jan	1-Jan	1-Oct	1-Feb
*Assisted Living & Skilled Nursing daily rates are the same for internal and external residents.						

**EXHIBIT E
FEE SCHEDULES**

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Daily/Monthly Rate Schedule						
Fiscal Years 2019-2023	2019	2020	2021	2022	2022	2023
	Rate	Rate	Rate	Rate	Rate	Rate
South Wing Apartments (Monthly Rates)						
Sandpiper I*	\$2,394	\$2,466	\$2,538	\$2,637	\$2,716	\$2,849
Sandpiper II	\$2,414	\$2,486	\$2,558	\$2,658	\$2,738	\$2,872
Osprey*	\$2,593	\$2,671	\$2,748	\$2,855	\$2,941	\$3,085
Swan*	\$2,779	\$2,862	\$2,945	\$3,060	\$3,152	\$3,306
Swallow I	\$2,611	\$2,689	\$2,767	\$2,875	\$2,961	\$3,106
Egret*	\$2,662	\$2,742	\$2,822	\$2,932	\$3,020	\$3,168
Swallow II*	\$2,698	\$2,779	\$2,860	\$2,972	\$3,061	\$3,211
Heron	\$2,818	\$2,903	\$2,987	\$3,103	\$3,196	\$3,353
Snowy Egret*	\$2,789	\$2,873	\$2,956	\$3,071	\$3,163	\$3,318
Blue Heron*	\$2,957	\$3,046	\$3,134	\$3,256	\$3,354	\$3,518
Second Person	\$550	\$550	\$566	\$588	\$606	\$636
Frequency of Fee Increase	Annual	Annual	Annual	Semi-Annual	Semi-Annual	Annual
Effective Date of Increase	1-Jan	1-Jan	1-Jan	1-Jan	1-Oct	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
Standard Entrance Fees					
Fiscal Years 2019-2023					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
North Wing Apartments					
The Point	\$119,000- \$155,000	\$123,000- \$159,000	\$127,000- \$163,000	\$131,000- \$167,000	\$135,000
The Meridian	\$145,000- \$192,000	\$150,000- \$197,000	\$154,000- \$202,000	\$159,000- \$207,000	\$176,000
The Overlook*	\$175,000- \$211,000	\$180,000- \$216,000	\$185,000- \$221,000	\$191,000- \$227,000	\$197,000
The Spinnaker*	\$185,000- \$221,000	\$191,000- \$227,000	\$197,000- \$233,000	\$203,000- \$239,000	\$209,000
The Calvert*	\$215,000- \$251,000	\$221,000- \$257,000	\$228,000- \$264,000	\$235,000- \$271,000	\$242,000
The Lighthouse*	\$228,000- \$264,000	\$235,000- \$271,000	\$242,000- \$278,000	\$249,000- \$285,000	\$256,000
The Mainsail*	\$225,000- \$279,000	\$232,000- \$286,000	\$238,000- \$293,000	\$246,000- \$301,000	\$272,000
The Skipjack*	\$266,000- \$303,000	\$274,000- \$311,000	\$282,000- \$319,000	\$290,000- \$327,000	\$299,000
The Vista*	\$340,000- \$377,000	\$350,000- \$387,000	\$361,000- \$398,000	\$372,000- \$409,000	\$383,000
*Riverview premium	premium included in ranges above				\$35,000
Cottages					
The Tidewater*	\$266,000- \$325,000	\$274,000- \$334,000	\$283,000- \$343,000	\$291,000- \$352,000	\$322,000
The Chesapeake*	\$317,000- \$380,000	\$326,000- \$390,000	\$337,000- \$401,000	\$347,000- \$412,000	\$384,000
The Patuxent*	\$389,000- \$458,000	\$401,000- \$471,000	\$413,000- \$484,000	\$425,000- \$497,000	\$471,000
The Islander	\$560,000	\$577,000	\$594,000	\$612,000	\$630,000
The Chesapeake II	\$421,000	\$434,000	\$447,000	\$460,000	\$474,000
The Patuxent II	\$506,000	\$521,000	\$537,000	\$553,000	\$570,000
The Islander II	\$588,000	\$606,000	\$624,000	\$643,000	\$662,000
*Riverview premium	premium included in ranges above				\$45,000
Assisted Living					
Single	\$20,805	\$21,261	\$21,900	\$22,721	\$24,546
Double	n/a	n/a	n/a	n/a	n/a
Second Person	\$10,403	\$10,585	\$10,859	\$11,315	\$12,228
Skilled Nursing					
Semi-Private	\$20,805	\$21,261	\$21,900	\$22,721	\$24,546
Private	\$20,805	\$21,261	\$21,900	\$22,721	\$24,546
Frequency of Increases					
Effective Date of Increases	Annual 1-Jan	Annual 1-Jan	Annual 1-Jan	Annual 1-Jan	Annual 1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
Standard Entrance Fees					
Fiscal Years 2019-2023					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
South Wing Apartments					
	\$198,000-	\$204,000-	\$210,000-	\$217,000-	
Sandpiper I*	\$249,000	\$255,000	\$262,000	\$269,000	\$240,000
Sandpiper II	\$216,000	\$222,000	\$229,000	\$236,000	\$243,000
	\$238,000-	\$246,000-	\$253,000-	\$260,000-	
Osprey*	\$293,000	\$301,000	\$309,000	\$317,000	\$288,000
	\$296,000-	\$305,000-	\$314,000-	\$323,000-	
Swan*	\$333,000	\$342,000	\$351,000	\$360,000	\$333,000
Swallow I	\$280,000	\$288,000	\$297,000	\$306,000	\$315,000
	\$267,000-	\$275,000-	\$284,000-	\$292,000-	
Egret*	\$323,000	\$332,000	\$341,000	\$350,000	\$323,000
	\$282,000-	\$290,000-	\$299,000-	\$308,000-	
Swallow II*	\$318,000	\$326,000	\$335,000	\$344,000	\$317,000
Heron	\$295,000	\$304,000	\$313,000	\$322,000	\$332,000
	\$295,000-	\$304,000-	\$313,000-	\$322,000-	
Snowy Egret*	\$332,000	\$341,000	\$350,000	\$359,000	\$332,000
	\$311,000-	\$320,000-	\$330,000-	\$340,000-	
Blue Heron*	\$348,000	\$357,000	\$367,000	\$377,000	\$350,000
*Riverview premium	premium included in ranges above				\$35,000
Frequency of Increases	Annual	Annual	Annual	Annual	Annual
Effective Date of Increases	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
80% / 90% Refundable Entry Fees*					
Fiscal Years 2019-2023					
*Carefully read the Residency Care Agreement for the conditions that must be satisfied before Asbury Solomons is required to pay the entrance fee refund. (80% refundable - 2022+; 90% refundable 2019-2021)					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
North Wing Apartments					
The Point	\$202,000- \$264,000	\$209,000- \$270,000	\$216,000- \$277,000	\$223,000- \$285,000	\$230,000
The Meridian	\$247,000- \$326,000	\$255,000- \$335,000	\$262,000- \$343,000	\$270,000- \$353,000	\$299,000
The Overlook*	\$298,000- \$359,000	\$306,000- \$367,000	\$315,000- \$376,000	\$325,000- \$387,000	\$335,000
The Spinnaker*	\$315,000- \$376,000	\$325,000- \$386,000	\$335,000- \$396,000	\$345,000- \$408,000	\$355,000
The Calvert*	\$366,000- \$427,000	\$376,000- \$437,000	\$388,000- \$449,000	\$400,000- \$462,000	\$411,000
The Lighthouse*	\$388,000- \$449,000	\$400,000- \$461,000	\$411,000- \$473,000	\$423,000- \$487,000	\$435,000
The Mainsail*	\$383,000- \$474,000	\$394,000- \$486,000	\$405,000- \$498,000	\$417,000- \$513,000	\$462,000
The Skipjack*	\$452,000- \$515,000	\$466,000- \$529,000	\$479,000- \$542,000	\$493,000- \$558,000	\$508,000
The Vista*	\$578,000- \$641,000	\$595,000- \$658,000	\$614,000- \$677,000	\$632,000- \$697,000	\$651,000
*Riverview premium	premium included in ranges above				\$60,000
Cottages					
The Tidewater*	\$452,000- \$553,000	\$466,000- \$568,000	\$481,000- \$583,000	\$495,000- \$600,000	\$547,000
The Chesapeake*	\$539,000- \$646,000	\$554,000- \$663,000	\$573,000- \$682,000	\$590,000- \$702,000	\$653,000
The Patuxent*	\$661,000- \$779,000	\$682,000- \$801,000	\$702,000- \$823,000	\$723,000- \$848,000	\$801,000
The Islander	\$ 952,000	\$981,000	\$1,010,000	\$1,040,000	\$1,071,000
The Chesapeake II	\$ 716,000	\$738,000	\$760,000	\$782,000	\$806,000
The Patuxent II	\$ 860,000	\$886,000	\$913,000	\$940,000	\$969,000
The Islander II	\$1,000,000	\$1,030,000	\$1,061,000	\$1,093,000	\$1,125,000
*Riverview premium	premium included in ranges above				\$77,000
Frequency of Increases	Annual	Annual	Annual	Annual	Annual
Effective Date of Increases	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
80% / 90% Refundable Entry Fees*					
Fiscal Years 2019-2023					
*Carefully read the Residency Care Agreement for the conditions that must be satisfied before Asbury Solomons is required to pay the entrance fee refund.					
(80% refundable - 2022+; 90% refundable 2019-2021)					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
South Wing Apartments					
	\$337,000-	\$347,000-	\$357,000-	\$368,000-	
Sandpiper I*	\$423,000	\$434,000	\$445,000	\$458,000	\$408,000
Sandpiper II	\$367,000	\$377,000	\$389,000	\$401,000	\$413,000
	\$405,000-	\$418,000-	\$430,000-	\$443,000-	
Osprey*	\$498,000	\$512,000	\$525,000	\$541,000	\$490,000
	\$503,000-	\$519,000-	\$534,000-	\$549,000-	
Swan*	\$566,000	\$581,000	\$597,000	\$615,000	\$566,000
Swallow I	\$476,000	\$490,000	\$505,000	\$520,000	\$536,000
	\$454,000-	\$468,000-	\$483,000-	\$497,000-	
Egret*	\$549,000	\$564,000	\$580,000	\$597,000	\$549,000
	\$479,000-	\$493,000-	\$508,000-	\$524,000-	
Swallow II*	\$541,000	\$554,000	\$570,000	\$587,000	\$539,000
Heron	\$502,000	\$517,000	\$532,000	\$547,000	\$564,000
	\$502,000-	\$517,000-	\$532,000-	\$547,000-	
Snowy Egret*	\$564,000	\$580,000	\$595,000	\$613,000	\$564,000
	\$529,000-	\$544,000-	\$561,000-	\$578,000-	
Blue Heron*	\$592,000	\$607,000	\$624,000	\$643,000	\$595,000
*Riverview premium	premium included in ranges above				\$60,000
Frequency of Increases	Annual	Annual	Annual	Annual	Annual
Effective Date of Increases	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
100% Refundable Entrance Fees*					
Fiscal Years 2019-2023					
<i>*Carefully read the Residency Care Agreement for the conditions that must be satisfied before Asbury Solomons is required to pay the entrance fee refund.</i>					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
North Wing Apartments					
The Point	\$238,000-\$310,000	n/a	n/a	n/a	n/a
The Meridian	\$290,000-\$384,000	n/a	n/a	n/a	n/a
The Overlook*	\$350,000-\$422,000	n/a	n/a	n/a	n/a
The Spinnaker*	\$370,000-\$442,000	n/a	n/a	n/a	n/a
The Calvert*	\$430,000-\$502,000	n/a	n/a	n/a	n/a
The Lighthouse*	\$456,000-\$528,000	n/a	n/a	n/a	n/a
The Mainsail*	\$450,000-\$558,000	n/a	n/a	n/a	n/a
The Skipjack*	\$532,000-\$606,000	n/a	n/a	n/a	n/a
The Vista*	\$680,000-\$754,000	n/a	n/a	n/a	n/a
Cottages					
The Tidewater*	\$523,000-\$639,000	n/a	n/a	n/a	n/a
The Chesapeake*	\$623,000-\$747,000	n/a	n/a	n/a	n/a
The Patuxent*	\$764,000-\$900,000	n/a	n/a	n/a	n/a
The Islander	\$1,100,000	n/a	n/a	n/a	n/a
The Chesapeake II	\$827,000	n/a	n/a	n/a	n/a
The Patuxent II	\$994,000	n/a	n/a	n/a	n/a
The Islander II	\$1,155,000	n/a	n/a	n/a	n/a
Frequency of Increases	Annual	Annual	Annual	Annual	Annual
Effective Date of Increases	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons					
100% Refundable Entrance Fees*					
Fiscal Years 2019-2023					
<i>*Carefully read the Residency Care Agreement for the conditions that must be satisfied before Asbury Solomons is required to pay the entrance fee refund.</i>					
	2019	2020	2021	2022	2023
	Entrance	Entrance	Entrance	Entrance	Entrance
	Fee	Fee	Fee	Fee	Fee
South Wing Apartments					
	\$396,000-				
Sandpiper I*	\$498,000	n/a	n/a	n/a	n/a
Sandpiper II	\$432,000	n/a	n/a	n/a	n/a
	\$476,000-				
Osprey*	\$586,000	n/a	n/a	n/a	n/a
	\$592,000-				
Swan*	\$666,000	n/a	n/a	n/a	n/a
Swallow I	\$560,000	n/a	n/a	n/a	n/a
	\$534,000-				
Egret*	\$646,000	n/a	n/a	n/a	n/a
	\$564,000-				
Swallow II*	\$636,000	n/a	n/a	n/a	n/a
Heron	\$590,000	n/a	n/a	n/a	n/a
	\$590,000-				
Snowy Egret*	\$664,000	n/a	n/a	n/a	n/a
	\$622,000-				
Blue Heron*	\$696,000	n/a	n/a	n/a	n/a
Frequency of Increases	Annual	Annual	Annual	Annual	Annual
Effective Date of Increases	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Five Year Historical Rate Increases						
Fiscal Years 2019-2023						
	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase
	2019	2020	2021	2022	2022	2023
North Wing Apartments						
The Point	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Meridian	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Overlook*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Spinnaker*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Calvert*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Lighthouse*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Mainsail*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Skipjack*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Vista*	2.0%	3.0%	2.9%	3.9%	3.0%	4.9%
Cottages						
The Tidewater*	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Chesapeake*	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Patuxent*	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Islander	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Chesapeake II	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Patuxent II	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
The Islander II	4.0%	3.0%	2.9%	3.9%	3.0%	4.9%
Second Person	5.0%	0.0%	3.0%	4.0%	3.0%	5.0%
Assisted Living						
Single - Level 1	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Single - Level 2	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Single - Level 3	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Double - Level 1	n/a	n/a	n/a	n/a	n/a	n/a
Double - Level 2	n/a	n/a	n/a	n/a	n/a	n/a
Double - Level 3	n/a	n/a	n/a	n/a	n/a	n/a
Skilled Nursing						
Semi-Private	3.0%	3.0%	3.0%	3.0%	3.0%	5.0%
Private	3.0%	3.0%	3.0%	3.0%	3.0%	5.0%
Frequency of Increases						
Effective Date of Increases	Annual	Annual	Annual	Semi-Annual	Semi-Annual	Annual
	1-Jan	1-Jan	1-Jan	1-Jan	1-Oct	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Five Year Historical Rate Increases						
Fiscal Years 2019-2023						
	Percent	Percent	Percent	Percent	Percent	Percent
	Increase	Increase	Increase	Increase	Increase	Increase
	2019	2020	2021	2022	2022	2023
South Wing Apartments						
Sandpiper I*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Sandpiper II	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Osprey*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Swan*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Swallow I	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Egret*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Swallow II*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Heron	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Snowy Egret*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Blue Heron*	5.5%	3.0%	2.9%	3.9%	3.0%	4.9%
Second Person	5.0%	0.0%	3.0%	4.0%	3.0%	5.0%
Frequency of Fee Increase	Annual	Annual	Annual	Semi-Annual	Semi-Annual	Annual
Effective Date of Increase	1-Jan	1-Jan	1-Jan	1-Jan	1-Oct	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Five Year Historical Entrance Fee Increases						
Fiscal Years 2019-2023						
	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase
	2019	2020	2021	2022	2022	2023
North Wing Apartments						
The Point	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Meridian	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Overlook*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Spinnaker*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Calvert*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Lighthouse*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Mainsail*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Skipjack*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Vista*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
Cottages						
The Tidewater*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Chesapeake*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Patuxent*	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Islander	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Chesapeake II	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Patuxent II	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
The Islander II	3.0%	3.0%	3.0%	3.0%	n/a	3.0%
Assisted Living						
Single	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Double	n/a	n/a	n/a	n/a	n/a	n/a
Skilled Nursing						
Semi-Private	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Private	0.0%	2.0%	3.0%	4.0%	3.0%	5.0%
Frequency of Fee Increase	Annual	Annual	Annual	Semi-Annual	Semi-Annual	Annual
Effective Date of Increase	1-Jan	1-Jan	1-Jan	1-Jan	1-Oct	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons						
Five Year Historical Entrance Fee Increases						
Fiscal Years 2019-2023						
	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase	Percent Increase
	2018	2019	2020	2021	2022	2023
South Wing Apartments						
Sandpiper I*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Sandpiper II	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Osprey*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Swan*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Swallow I	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Egret*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Swallow II*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Heron	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Snowy Egret*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Blue Heron*	3.0%	3.0%	3.0%	3.0%	3.0%	3.0%
Frequency of Fee Increase	Annual	Annual	Annual	Annual	Annual	Annual
Effective Date of Increase	1-Jan	1-Jan	1-Jan	1-Jan	1-Jan	1-Feb

Asbury Atlantic, Inc. d/b/a Asbury Solomons
Cash Flow Projections
For the Years Ending 2023-2025

	Cash Flow Projection 2023	Cash Flow Projection 2024	Cash Flow Projection 2025
Cash flows from operating activities:			
Reconciliation of change in net assets to net cash used in operating activities:			
Change in net assets	\$ 2,236,000	\$ 3,254,000	\$ 3,414,000
Adjustments to reconcile change in net assets to net cash used in operating activities:			
Increase in provision for bad debt	36,000	37,000	38,000
Depreciation and amortization	3,629,000	3,582,000	3,677,000
Amortization of deferred financing costs	68,000	68,000	68,000
Amortization of bond premium/discount	(51,000)	(51,000)	(51,000)
Amortization of entry fees	(4,855,000)	(5,610,000)	(5,736,000)
Transfers of capital to AComm	155,000	179,000	183,000
Net increase (decrease) in cash due to changes in:			
Accounts receivable	(50,000)	(48,000)	(52,000)
Prepays, pledges receivable, other assets	(84,000)	(31,000)	(29,000)
Accounts payable and accrued expenses	6,000	3,000	4,000
Accrued bond interest payable	(180,000)	(15,000)	(15,000)
Net cash provided by (used in) operating activities	910,000	1,368,000	1,501,000
Cash flows from investing activities:			
Acquisition of property and equipment, net	(5,335,000)	(2,267,000)	(2,229,000)
Proceeds from sales (purchases) of investments, net	247,000	(167,000)	(155,000)
Net cash (used in) provided by investing activities	(5,088,000)	(2,434,000)	(2,384,000)
Cash flows from financing activities:			
Proceeds from entrance and advance fees and deposits	9,866,000	9,560,000	10,032,000
Refunds of advance fees and deposits	(4,718,000)	(4,288,000)	(4,475,000)
Payments on long-term debt	(766,000)	(677,000)	(706,000)
Transfers of capital to AComm	(155,000)	(179,000)	(183,000)
Net cash provided by (used in) financing activities	4,227,000	4,416,000	4,668,000
Net increase (decrease) in cash	49,000	3,350,000	3,785,000
Cash at beginning of year	11,000	60,000	3,410,000
Cash at end of year	\$ 60,000	\$ 3,410,000	\$ 7,195,000

Internal Revenue Service
P.O. Box 2508
Cincinnati, OH 45201

Department of the Treasury

Date: DEC 12 2006

ASBURY ATLANTIC INC
201 RUSSELL AVE
GAITHERSBURG MD 20877-2801

Person to Contact:
Vaida Singleton
ID# 31-03018
Toll Free Telephone Number:
877-829-5500
Employer Identification Number:
52-0607956

Dear Sir or Madam:

This is in response to the amendments to your organization's Articles of Incorporation filed with the state on September 27, 2006. We have updated our records to reflect the name change as indicated above.

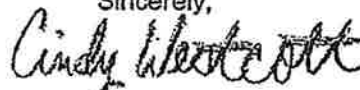
Our records indicate that a determination letter was issued in September 1996, that recognized you as exempt from Federal income tax. Our records further indicate that you are currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records also indicate you are not a private foundation within the meaning of section 509(a) of the Code because you are described in section 509(a)(2).

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,



Cindy Westcott
Manager, Exempt Organizations
Determinations

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: SEP 28 1996

ASBURY-SOLOMONS INC
C/O EDWIN C THOMAS III
201 RUSSELL AVE
GAITHERSBURG, MD 20877-2801

Employer Identification Number:
52-1862675
DLN:
17053079793039
Contact Person:
KENNETH B BIBB ID# 31264
Contact Telephone Number:
(877) 829-5500
Our Letter Dated:
September 1996
Addendum Applies:
No

Dear Applicant:

This modifies our letter of the above date in which we stated that you would be treated as an organization that is not a private foundation until the expiration of your advance ruling period.

Your exempt status under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3) is still in effect. Based on the information you submitted, we have determined that you are not a private foundation within the meaning of section 509(a) of the Code because you are an organization of the type described in section 509(a)(2).

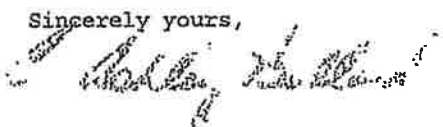
Grantors and contributors may rely on this determination unless the Internal Revenue Service publishes notice to the contrary. However, if you lose your section 509(a)(2) status, a grantor or contributor may not rely on this determination if he or she was in part responsible for, or was aware of, the act or failure to act, or the substantial or material change on the part of the organization that resulted in your loss of such status, or if he or she acquired knowledge that the Internal Revenue Service had given notice that you would no longer be classified as a section 509(a)(2) organization.

If we have indicated in the heading of this letter that an addendum applies, the addendum enclosed is an integral part of this letter.

Because this letter could help resolve any questions about your private foundation status, please keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown above.

Sincerely yours,


District Director

Letter 1050 (DO/CG)

Exhibit H

Exhibit H has been removed

ASBURY ATLANTIC, INC.
**FINANCIAL STATEMENTS AND
SUPPLEMENTARY INFORMATION**
YEARS ENDED DECEMBER 31, 2022 AND 2021



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**ASBURY ATLANTIC, INC.
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YEARS ENDED DECEMBER 31, 2022 AND 2021**

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INDEPENDENT AUDITORS' REPORT

Audit Committee
Asbury Atlantic, Inc.
Frederick, Maryland

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Asbury Atlantic, Inc., which comprise the balance sheets as of December 31, 2022 and 2021, and the related statements of operations and changes in net deficit, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Asbury Atlantic, Inc. as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Asbury Atlantic, Inc. and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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.

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 Asbury Atlantic, Inc.'s ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 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 Asbury Atlantic, Inc.'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 Asbury Atlantic, Inc.'s ability to continue as a going concern for a reasonable period of time.

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

Audit Committee
Asbury Atlantic, Inc.

Supplementary Information

Our audit were conducted for the purpose of forming an opinion on the financial statements as a whole. The information listed under "Accompanying Information" on the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements. 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 has been subjected to the 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. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

King of Prussia, Pennsylvania
April 20, 2023

ASBURY ATLANTIC, INC.
BALANCE SHEETS
DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
ASSETS		
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 5,090,313	\$ 1,606,086
Investments	36,148,530	30,194,737
Accounts Receivable	5,134,419	4,825,118
Other Receivables and Prepaid Expenses	7,771,162	7,885,550
Investments Held under Bond Indenture	<u>9,466,694</u>	<u>5,254,665</u>
Total Current Assets	63,611,118	49,766,156
Due from ACOMM, Net	76,455,376	85,237,595
Property and Equipment, Net	265,173,003	271,985,848
Right-Of-Use Assets - Operating Leases	1,710,867	1,829,643
Right-Of-Use Assets - Finance Leases	208,591	-
Investments Restricted by Donors	13,238,810	15,334,771
Deposits and Other Assets	493,530	599,222
Investments Held under Bond Indenture	39,244,384	16,215,510
Statutory Reserves	26,972,089	25,044,541
Investments Restricted by Board	4,566,113	5,205,459
Beneficial Interest in Net Assets of Foundation	33,001,348	29,876,855
Valuation of Derivative Instruments	<u>2,527,626</u>	<u>-</u>
Total Assets	<u>\$ 527,202,855</u>	<u>\$ 501,095,600</u>

See accompanying Notes to Financial Statements.

ASBURY ATLANTIC, INC.
BALANCE SHEETS (CONTINUED)
DECEMBER 31, 2022 AND 2021

LIABILITIES AND NET DEFICIT	<u>2022</u>	<u>2021</u>
CURRENT LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 3,603,800	\$ 1,923,865
Accrued Compensation and Related Items	29,596	47,494
Accrued Interest Payable	5,442,011	4,118,081
Obligations under Charitable Gift Annuities	77,052	81,831
Deposits from Prospective Residents	3,990,871	3,952,780
Entrance Fees - Refundable	7,971,187	8,485,318
Deferred Revenue	657,699	2,185,087
Current Portion of Lease Liabilities - Operating Leases	529,879	505,044
Current Portion of Lease Liabilities - Finance Leases	87,689	-
Current Portion of Long-Term Debt	<u>9,736,257</u>	<u>7,049,000</u>
Total Current Liabilities	32,126,041	28,348,500
Long-Term Lease Liabilities - Operating Leases	1,180,988	1,324,599
Long-Term Lease Liabilities - Finance Leases	89,459	-
Long-Term Debt, Less Current Portion	238,442,776	208,744,418
Contingent Refundable Entrance Fee Liability	153,326,114	163,719,489
Entrance Fees - Deferred Revenue	177,342,867	167,209,534
Obligations under Charitable Gift Annuities	145,575	193,380
Valuation of Derivative Instruments	-	301,241
Other Deferred Revenue	<u>1,500,000</u>	<u>-</u>
Total Liabilities	604,153,820	569,841,161
NET ASSETS (DEFICIT)		
Without Donor Restrictions	(117,359,189)	(106,046,258)
With Donor Restrictions	<u>40,408,224</u>	<u>37,300,697</u>
Total Net Deficit	<u>(76,950,965)</u>	<u>(68,745,561)</u>
Total Liabilities and Net Deficit	<u><u>\$ 527,202,855</u></u>	<u><u>\$ 501,095,600</u></u>

See accompanying Notes to Financial Statements.

ASBURY ATLANTIC, INC.
STATEMENTS OF OPERATIONS AND CHANGES IN NET DEFICIT
YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
REVENUES, GAINS, AND OTHER SUPPORT		
Resident Services Revenue	\$ 137,503,941	\$ 132,595,016
Other Operating Revenue	7,111,735	4,052,497
Amortization of Entrance Fees	26,658,335	25,522,551
Interest and Dividend Income, Net	2,351,531	1,726,328
Net Realized Gain (Loss) on Investments	(2,713,521)	8,257,051
Net Unrealized Loss on Equity Security Investments	(12,911,008)	(433,732)
Allocations from Asbury Foundation, Inc.	-	7,372,467
Total Revenues, Gains, and Other Support	<u>158,001,013</u>	<u>179,092,178</u>
EXPENSES		
Salaries	57,316,525	54,696,312
Employee Benefits	11,461,382	13,429,595
Contract Labor	11,197,295	8,737,508
Food Purchases	6,055,991	5,450,465
Medical Supplies and Other Resident Costs	5,919,546	7,473,147
General and Administrative	3,133,185	3,122,865
Building and Maintenance	17,001,930	16,232,762
Professional Fees and Insurance	1,818,156	1,617,325
Interest	9,613,616	9,236,668
Taxes	4,151,965	4,166,737
Provision for Bad Debts	91,600	684,056
Depreciation and Amortization	27,999,121	27,953,363
Management and Other Fees	14,777,181	13,786,457
Allocations to Asbury Foundation, Inc.	2,319,333	-
Total Expenses	<u>172,856,826</u>	<u>166,587,260</u>
INCOME (LOSS) FROM OPERATIONS PRIOR TO NET UNREALIZED GAIN ON CHANGE IN MARKET VALUE OF DERIVATIVE INSTRUMENTS, LOSS ON RETIREMENT OF DEBT, AND GAIN ON DISPOSAL OF ASSETS	(14,855,813)	12,504,918
Net Unrealized Gain on Change in Market Value of Derivative Instruments	2,828,867	59,780
Loss on Retirement of Debt	-	(936,148)
Gain on Disposal of Assets	<u>634,151</u>	<u>481,670</u>
INCOME (LOSS) FROM OPERATIONS	(11,392,795)	12,110,220

See accompanying Notes to Financial Statements.

ASBURY ATLANTIC, INC.
STATEMENTS OF OPERATIONS AND CHANGES IN NET DEFICIT (CONTINUED)
YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
NET DEFICIT WITHOUT DONOR RESTRICTIONS		
Income (Loss) from Operations	\$ (11,392,795)	\$ 12,110,220
Net Unrealized Gain (Loss) on Fixed Income Securities and Other Investments	176,053	(782,152)
Net Assets Released from Restrictions Used for Purchase of Capital Items	299,061	1,047,868
Transfers to ACOMM	<u>(395,250)</u>	<u>(2,937,250)</u>
Net (Increase) Decrease in Net Deficit Without Donor Restrictions	(11,312,931)	9,438,686
NET ASSETS WITH DONOR RESTRICTIONS		
Net Assets Released from Restriction Used for Purchase of Capital Items	(299,061)	(1,047,868)
Change in Beneficial Interest in Net Assets of Asbury Foundation, Inc.	3,423,554	6,702,239
Changes in Value of Obligations under Charitable Gift Annuities	<u>(16,966)</u>	<u>(43,959)</u>
Net Increase in Net Assets With Donor Restrictions	<u>3,107,527</u>	<u>5,610,412</u>
CHANGES IN NET DEFICIT	(8,205,404)	15,049,098
Net Deficit - Beginning of Year	<u>(68,745,561)</u>	<u>(83,794,659)</u>
NET DEFICIT - END OF YEAR	<u><u>\$ (76,950,965)</u></u>	<u><u>\$ (68,745,561)</u></u>

See accompanying Notes to Financial Statements.

ASBURY ATLANTIC, INC.
STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Changes in Net Deficit	\$ (8,205,404)	\$ 15,049,098
Adjustments to Reconcile Changes in Net Assets (Deficit) to		
Net Cash Provided by Operating Activities		
Provision for Bad Debts	91,600	684,056
Depreciation and Amortization	27,999,121	27,953,363
Amortization of Deferred Financing Costs	261,178	221,210
Amortization of Bond Premium/Discount	(820,217)	(862,554)
Amortization of ROU Asset - Finance Leases	56,314	-
Amortization of Entrance Fees	(26,658,335)	(25,522,551)
Net Proceeds from Nonrefundable Entrance and Advance Fees	38,179,953	28,928,298
Net Unrealized Losses on Investments	12,734,955	1,215,884
Gain on Disposal of Assets	(634,151)	(481,670)
Loss on Retirement of Debt	-	936,148
Net Unrealized Gains on Change in Market Value		
of Derivative Instruments	(2,828,867)	(59,780)
Changes in Beneficial Interest in Net Assets of Foundation	(3,124,493)	(5,654,370)
Changes in Value of Obligations Under Charitable Gift Annuities	16,966	43,959
Transfers to ACOMM	395,250	2,937,250
Changes in Assets and Liabilities:		
Accounts Receivable	(400,901)	(850,915)
Other Receivables and Prepaid Expenses	(120,690)	115,923
Deferred Entrance Fees	235,077	(1,082,985)
Other Assets	105,692	129,831
Deferred Revenue	(27,388)	1,595,184
Accounts Payable and Accrued Expenses	1,662,037	(704,640)
Accrued Interest Payable	1,323,930	(871,558)
Net Cash Provided by Operating Activities	<u>40,241,627</u>	<u>43,719,181</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property and Equipment, Net	(20,552,125)	(16,825,379)
Sales (Purchases) of Investments, Net	<u>(15,953,441)</u>	<u>8,055,129</u>
Net Cash Used by Investing Activities	<u>(36,505,566)</u>	<u>(8,770,250)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Entrance and Advance Refundable Fees and		
Refundable Deposits	9,287,423	17,943,190
Proceeds from Issuance of Debt	43,099,957	47,615,000
Premiums (Discounts) from Issuance of Debt	(2,029,901)	1,085,468
Refunds of Entrance and Advance Refundable Fees and		
Refundable Deposits	(21,545,122)	(20,823,797)
Payments on Debt	(7,046,289)	(9,675,667)
Redemption of Debt	-	(46,765,002)
Payments for Deferred Financing Costs	(1,079,113)	(828,085)
Payments on Finance Leases	(87,757)	-
Payments on Obligations under Charitable Gift Annuities	(69,550)	(69,997)
Change in Due to ACOMM, Net	8,782,219	(19,679,652)
Transfers to ACOMM	(395,250)	(2,937,250)
Net Cash Provided (Used) by Financing Activities	<u>28,916,617</u>	<u>(34,135,792)</u>
INCREASE IN CASH, CASH EQUIVALENTS, AND RESTRICTED CASH	32,652,678	813,139
Cash, Cash Equivalents, and Restricted Cash - Beginning of Year	<u>48,120,802</u>	<u>47,307,663</u>
CASH, CASH EQUIVALENTS, AND RESTRICTED CASH - END OF YEAR	<u>\$ 80,773,480</u>	<u>\$ 48,120,802</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash Paid for Interest	<u>\$ 8,848,725</u>	<u>\$ 9,081,339</u>
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
ROU Asset Received in Exchange for Finance Leases	<u>\$ 264,904</u>	<u>\$ -</u>
ROU Asset Received in Exchange for Operating Leases	<u>\$ 417,998</u>	<u>\$ 1,284,565</u>

See accompanying Notes to Financial Statements.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 ORGANIZATION

Asbury Atlantic, Inc. (Asbury Atlantic or the Company) is a nonprofit, nonstock corporation organized under the laws of the state of Maryland and is a supported organization of Asbury Communities, Inc. (ACOMM). ACOMM is the sole member of Asbury Atlantic. Asbury Atlantic has operating entities comprised of Asbury Methodist Village (AMV), Asbury Solomons (AS), Bethany Village (BV), and Springhill (SH).

AMV and AS are continuing-care retirement communities (CCRC) located in Gaithersburg, Maryland and Calvert County, Maryland, respectively. BV and SH are CCRCs located in Mechanicsburg, Pennsylvania and Erie, Pennsylvania, respectively. A CCRC consists of independent living, assisted living, and skilled-nursing units. A CCRC provides a continuum of care that includes housing, health care, and other related healthcare and lifestyle services to seniors. Cash transferred from Asbury Atlantic to ACOMM during 2022 and 2021 was not required at Asbury Atlantic to fund daily operations, meet debt covenants, or fulfill regulatory requirements.

BV previously provided administrative and accounting services to Bethany Development Corp. (BDC). Effective January 1, 2021, BDC engaged a management company, National Church Residences (NCR), to provide the accounting and finance duties that were being performed by ACOMM. This change was approved by HUD. BDC is a 149-unit affordable housing (HUD) community in Mechanicsburg, Pennsylvania. BV has no economic interest in the property. Accordingly, BV does not combine the financial statements of BDC into BV's financial statements. On August 1, 2016, ACOMM entered into an affiliation agreement with BDC. ACOMM serves as the supporting organization of BDC.

ACOMM serves as the supporting organization of Asbury Atlantic; Asbury, Inc. (Asbury Place) and Affiliate; Asbury Communities HCBS, Inc. (HCBS); and Albright Care Services and Subsidiary (Albright) (effective January 1, 2020). ACOMM is the sole voting stockholder of The Asbury Group, Inc. (TAG). ACOMM is the sole member of Asbury Foundation, Inc. (AFOUND).

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Cash, Cash Equivalents, and Restricted Cash

Cash and cash equivalents include amounts held in checking and savings accounts, money market accounts, and short-term certificates of deposit with original maturities of 90 days or less. Cash balances are principally uninsured and subject to normal credit risks. Cash and cash equivalents within funds identified as investments held under bond indenture and statutory reserves are considered restricted in nature.

The following table provides a reconciliation of cash, cash equivalents, and restricted cash reported within the balance sheets that sum to the total of the same such amounts shown in the statements of cash flows at December 31:

	2022	2021
Cash	\$ 5,090,313	\$ 1,606,086
Restricted Cash Included in Current Investments		
Held under Bond Indenture	9,466,694	5,254,665
Restricted Cash Included in Long-Term Investments		
Held under Bond Indenture	39,244,384	16,215,510
Restricted Cash Included in Statutory Reserves	26,972,089	25,044,541
Total Cash, Cash Equivalents, and Restricted		
Cash Shown in the Statements of Cash Flows	<u>\$ 80,773,480</u>	<u>\$ 48,120,802</u>

Accounts Receivable

Asbury Atlantic's policy is to write off all resident accounts that have been identified as uncollectible. An allowance for doubtful accounts is recorded for accounts not yet written off, which are estimated to become uncollectible in future periods.

Under the Medicare and Medicaid reimbursement and other third-party agreements, amounts collected for services to patients under these agreements are computed at contractually agreed-upon rates. Accounts receivable have been adjusted to reflect the difference between charges and the reimbursable amounts under these third-party contracts. Revenues from Medicare and Medicaid programs and other third-party agreements accounted for approximately 22% and 24% of total resident service revenues for the years ended December 31, 2022 and 2021, respectively.

Investments and Investment Income

Substantially all investments are held in an investment account with ACOMM. The investment pools are comprised of equity securities or equity mutual funds, bonds or bond mutual funds, alternative investments and cash. The equity securities and the related unrealized gains or losses are recorded above income from operations. The fixed income securities and other types of investments and their related unrealized gains or losses are recorded below income from operations. The investments are managed by an investment advisor. In addition, investments held under bond indenture are high-grade income securities.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments and Investment Income (Continued)

If market quotations are not readily available for a security or if subsequent events suggest that a market quotation is not reliable, the funds will use the security's fair value, using consistently applied procedures established by and under the general supervision of the funds' manager. This generally means that equity securities and fixed income securities listed and traded principally on any national securities exchange are valued on the basis of the last sale price or, lacking any sales, at the closing bid price, on the primary exchange on which the security is traded. The funds' manager may involve subjective judgments as to the fair value of securities. The use of fair value pricing by the funds may cause the net asset value of fund units to differ significantly from the net asset value that would be calculated using current market values.

Accordingly, valuations do not necessarily represent the amounts that might be realized from sales or other dispositions of investments, nor do they reflect taxes or other expenses that might be incurred upon disposition. Mortgage loans held by the underlying funds have been valued on the basis of principal and interest payment terms discounted at currently prevailing interest rates for similar investments. The fair values relating to certain alternative investments have been estimated by the funds' manager in the absence of readily ascertainable market values. Because of the inherent uncertainty of valuations of the investments held by the underlying funds, their estimated values may differ significantly from the values that would have been used had a ready market for these investments existed, and the differences could be material.

Investment returns are allocated to Asbury Atlantic based on its proportion of its underlying holdings. The portion of investments that is available to fund current operating activities is included in current assets in the accompanying balance sheets. Donated investments are reported at their fair values at date of receipt.

Investment income or loss from equity securities, mutual funds, bonds, and alternative investments includes Asbury Atlantic's proportional share of interest and dividends, net of investment management fees; realized gains and losses on investments, unrealized gains and losses on equity security investments; and any provision for other-than-temporary impairment of investments and are included in the income (loss) from operations. Investment income or loss is included in income (loss) from operations unless restricted by donor or law. Unrealized gains and losses on fixed income securities or other investments with readily determinable market values are excluded from income (loss) from operations unless the losses are deemed to be other-than-temporary.

The Company periodically evaluates whether any declines in the fair values of investments are other-than-temporary. This evaluation consists of a review of several factors, including, but not limited to length of time and extent that a security has been in an unrealized loss position, the existence of an event that would impair the issuer's future earnings potential, the near-term prospects for recovery of the market value of a security and the intent and ability of the Company to hold the security until the market value recovers. Declines in fair value below cost that are deemed to be other-than-temporary are recorded as losses and Asbury Atlantic's proportionate share is included in investment income in the accompanying statements of operations and changes in net deficit.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments and Investment Income (Continued)

The investment policy of the Company provides a balance of long-term growth and preservation of capital of the assets while managing a core segment of assets in a manner specifically designed to meet the ongoing capital requirements of the Company and other requirements specified under the terms of its financing agreements.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Company relies on an investment strategy that allocates its investments among a number of asset classes. These asset classes may include: domestic equity, domestic fixed income, international equity, cash equivalents, and other alternative strategies and products. The purpose of allocating among asset classes is to ensure the proper level of diversification to achieve the portfolio's investment objectives. The Company believes that this investment strategy meets the Company's long-term rate-of-return objectives while avoiding undue risk from imprudent concentration in any single asset class or investment vehicle. In order to ensure that ACOMM continues to meet its objectives, the Company has established rebalancing guidelines and established mechanisms for ongoing monitoring of performance and risk.

Derivatives Policy

The Company manages some of its exposure to interest rate volatility through use of interest rate swap contracts. These contracts qualify as derivative financial instruments. The book values of the derivative instruments are adjusted to their estimated fair values at each balance sheet date. The Company has determined that, for continuing operations, the Company's derivatives do not meet the criteria for hedge accounting and, therefore, the change in fair value of all of the derivative instruments are included within the Company's performance indicator, income from operations.

Investments Restricted by the Board

Investments restricted by the board include assets set aside by the board of directors (the board) for benevolent care. The board retains control of these assets and may, at its discretion, subsequently use them for other board-designated purposes.

Beneficial Interest in Net Assets of Foundation

The Company records an interest in the net assets of AFOUND resulting from restricted contributions without donor restrictions and with donor restrictions that are solicited and held by AFOUND to be used for the benefit of Asbury Atlantic.

Leases

The Company determines if an arrangement is a lease at inception. Operating leases are included in right-of-use (ROU) assets-operating lease and lease liability-operating leases, and finance leases are included in right-of-use (ROU) assets-finance leases and lease liability- finance leases in the balance sheets.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Leases (Continued)

ROU assets represent the Company's right to use an underlying asset for the lease term and lease liabilities represent the Company's obligation to make lease payments arising from the lease. ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. Lease terms may include options to extend or terminate the lease when it is reasonably certain that the Company will exercise that option. Lease expense for operating lease payments is recognized on a straight-line basis over the lease term.

The individual lease contracts do not provide information about the discount rate implicit in the lease. Therefore, the Company has elected to use a risk-free discount rate determined using a period comparable with that of the lease term for computing the present value of lease liabilities.

Property and Equipment

Property and equipment are stated at cost. Donated property and equipment are recorded at fair market value at the date of the gift. Improvements that materially extend the useful lives of the assets are capitalized. General repairs and maintenance costs are expensed as incurred. The Company capitalizes all expenditures for property and equipment costing \$1,000 or more and having useful lives greater than two years.

Interest costs incurred on borrowed funds and financing costs during the period of construction of capital assets are capitalized as components of the cost of acquiring those assets.

The Company reviews its property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. When recovery is reviewed, if the undiscounted cash flows estimated to be generated by the property are less than its carrying amount, management compares the carrying amount of the property to its fair value in order to determine whether an impairment loss has occurred. The amount of impairment loss is equal to the excess of the asset's carrying value over its estimated fair value. No impairment loss was recognized during 2022 or 2021.

Advertising Expenses

The cost of advertising is expensed when incurred and included within the general and administrative financial statement line item within the statements of operations and changes in net deficit. Advertising expense was \$676,682 and \$913,710 for the years ended December 31, 2022 and 2021, respectively.

Deposits from Prospective Residents

Deposits from prospective residents are refundable until such time as the prospective resident executes a residency agreement and pays the balance of the entrance fee. Interest earned on these deposits belongs to Asbury Atlantic.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Continuing-Care Contracts

Asbury Atlantic offers continuing-care contracts to its residents. These contracts include residential facilities, meals, and other amenities, as well as priority access to health care services.

Asbury Atlantic periodically reviews the present value of the net cost of future services and use of facilities to be provided to current residents under continuing-care contracts and compares that amount with the balance of deferred revenue from entrance fees. If the present value of the net cost of future services and use of facilities exceeds the deferred revenue from entrance fees, a liability is recorded (obligation to provide future services and use of facilities) with a corresponding charge to income. As a result of this calculation, the present value of the net cost of future services and use of facilities did not exceed deferred revenue from resident entrance fees; accordingly, no obligation was recorded for the years ended December 31, 2022 and 2021.

Resident Services Revenue

Resident services revenue is reported at the amount that reflects the consideration to which the Company expects to be entitled in exchange for providing resident care. These amounts are due from residents, third-party payors (including health insurers and government programs), and others and includes variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations. Generally, the Company bills the residents and third-party payors several days after the services are performed. Revenue is recognized as performance obligations are satisfied.

Performance obligations are determined based on the nature of the services provided by the Company. Revenue for performance obligations satisfied over time is recognized based on actual charges. The Company believes that this method provides a faithful depiction of the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. Generally, performance obligations satisfied over time relate to residents in the facility receiving skilled nursing services or residents receiving services in the facility. The Company measures the performance obligation from admission into the facility, or the commencement of an outpatient service, to the point when it is no longer required to provide services to that resident, which is generally at the time of discharge or completion of the outpatient services. Revenue for performance obligations satisfied at a point in time is generally recognized when goods are provided to the residents. The Company does not believe it is required to provide additional goods or services related to that sale.

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

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

Asbury Atlantic offers five types of resident entrance fee options: a standard declining refund option, a 50% refundable option, an 80% refundable option, a 90% refundable option, and a nonrefundable option. Previously, Asbury Atlantic offered 25% refundable and 100% refundable options and an additional nine-year nonrefundable option. All resident entrance fees are expected to be paid in full upon occupancy. Refunds of entrance fees for termination prior to occupancy are made within 30 days.

Under the standard declining refund option, the entrance fee is amortized over a period of five years resulting in an entrance fee refund balance that declines 1.667% per month over the five-year period. After that period, the refund is fully amortized and there is no refundable portion. Under the nonrefundable entrance fee option, the entrance fee is not refundable after the designated occupancy date or actual date of occupancy, whichever is earlier. Payment of an entrance fee refund is contingent upon a successor resident taking possession of the original residential unit.

The nonrefundable entrance fees are classified as deferred revenue and are recognized as revenue on a straight-line basis over each individual resident's, or couple's, expected remaining life, adjusted annually (time-based measurement).

Refundable entrance fees are recorded in the accompanying balance sheets as current liabilities. Remaining life expectancies are determined based on current actuarial data specific to CCRC residents. Upon termination of a contract through death or withdrawal after occupancy, any unamortized, nonrefundable deferred entrance fee is recorded as income.

The gross amounts of refund obligations are summarized below and are categorized as refundable entrance fees and standard entrance fees. The contingent refundable entrance fees are fixed in their amounts but are refundable upon the receipt of a successor entrance fee, except at SH as noted above. Standard entrance fees are refundable upon termination of occupancy and the amount of refund is based upon the length of stay in the community.

Contingent refundable entrance fee liability represents an entrance fee which is refunded only upon reoccupancy by a subsequent resident. Entrance fees – deferred revenue represents the unamortized portion of the nonrefundable entrance fees.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

A summary of net entrance fees is as follows at December 31:

	<u>2022</u>	<u>2021</u>
Entrance Fees - Refundable	\$ 7,971,187	\$ 8,485,318
Contingent Refundable Entrance Fees	153,326,114	163,719,489
Entrance Fees - Deferred Revenue:		
25% to 100% Refundable Contracts	6,234,552	6,104,462
Standard Entrance Fee Option Contracts:		
Five-Year Contracts	168,913,233	158,625,597
Nine-Year Contracts	1,095,739	1,475,812
Nonrefundable	1,099,343	1,003,663
Total Entrance Fees - Deferred Revenue	<u>177,342,867</u>	<u>167,209,534</u>
Total Entrance Fees	<u>\$ 338,640,168</u>	<u>\$ 339,414,341</u>

Asbury Atlantic records revenue related to resident room and board, which, depending upon the facility and contract type, could also include housekeeping, laundry, dining services, and future healthcare costs. Revenue for physical, occupational, and speech therapy, as well as health, personal care, and social ancillary charges, is also recorded. Revenue is recognized when services are performed.

The composition of resident services by primary payor is as follows at December 31:

	<u>2022</u>	<u>2021</u>
Medicaid	\$ 15,242,403	\$ 15,249,925
Medicare	14,186,613	15,360,338
Managed Care	858,986	993,337
Private Pay	107,215,939	100,991,416
Total Resident Services Revenue	<u>\$ 137,503,941</u>	<u>\$ 132,595,016</u>

Revenue from resident's deductibles and coinsurance are included in the categories presented above based on the primary payor.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

The composition of resident services revenue based on its service lines, method of reimbursement, and timing of revenue recognition are as follows at December 31:

2022					
	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Total
Service Lines:					
Skilled Nursing Facility	\$ 28,388,723	\$ 6,616,246	\$ 10,911,341	\$ 8,914,617	\$ 54,830,927
Assisted Living	12,503,493	2,159,457	9,241,089	2,321,109	26,225,148
Independent Living	29,910,698	10,011,937	10,266,570	5,591,725	55,780,930
Retail Sales	152,861	57,646	242,962	213,467	666,936
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 30,661,962</u>	<u>\$ 17,040,918</u>	<u>\$ 137,503,941</u>
Method of Reimbursement:					
Fee for Services	\$ 70,802,914	\$ 18,787,640	\$ 30,419,000	\$ 16,827,451	\$ 136,837,005
Retail Sales	152,861	57,646	242,962	213,467	666,936
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 30,661,962</u>	<u>\$ 17,040,918</u>	<u>\$ 137,503,941</u>
Timing of Revenue and Recognition:					
Health Care Services					
Transferred Over Time	\$ 70,802,914	\$ 18,787,640	\$ 30,419,000	\$ 16,827,451	\$ 136,837,005
Sales at Point in Time	152,861	57,646	242,962	213,467	666,936
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 30,661,962</u>	<u>\$ 17,040,918</u>	<u>\$ 137,503,941</u>
2021					
	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Total
Service Lines:					
Skilled Nursing Facility	\$ 29,008,608	\$ 7,158,586	\$ 10,742,540	\$ 8,874,204	\$ 55,783,938
Assisted Living	10,383,562	2,523,500	8,468,929	1,868,707	23,244,698
Independent Living	29,453,061	8,776,392	9,526,752	5,269,048	53,025,253
Retail Sales	100,337	35,753	219,984	185,053	541,127
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 28,958,205</u>	<u>\$ 16,197,012</u>	<u>\$ 132,595,016</u>
Method of Reimbursement:					
Fee for Services	\$ 68,845,231	\$ 18,458,478	\$ 28,738,221	\$ 16,011,959	\$ 132,053,889
Retail Sales	100,337	35,753	219,984	185,053	541,127
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 28,958,205</u>	<u>\$ 16,197,012</u>	<u>\$ 132,595,016</u>
Timing of Revenue and Recognition:					
Health Care Services					
Transferred Over Time	\$ 68,845,231	\$ 18,458,478	\$ 28,738,221	\$ 16,011,959	\$ 132,053,889
Sales at Point in Time	100,337	35,753	219,984	185,053	541,127
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 28,958,205</u>	<u>\$ 16,197,012</u>	<u>\$ 132,595,016</u>

**ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021**

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contract Costs

The Company has applied the practical expedient provided by Financial Accounting Standards Board (FASB) Accounting Standards Codification 340-40-25-4 and all incremental resident contract acquisition costs are expensed as they are incurred as the amortization period of the asset that the Company otherwise would have recognized is one year or less in duration.

Charity Care

Asbury Atlantic's policy is to track those expenses for residents in its facilities who cannot pay for all or a portion of their care and to define these expenses as charity care. Because Asbury Atlantic does not pursue collection of amounts determined to qualify as charity care, they are not reflected as revenue in the accompanying financial statements. Benevolent and charity care provided to residents for the years ended December 31, 2022 and 2021 was \$3,036,269 and \$2,656,787, respectively.

Occupancy Percentages

During the years ended December 31, 2022 and 2021, the occupancy percentages and the percentages of Skilled Nursing Center (SNF) residents covered under the Medicaid program, Medicare program, and private pay and other were as follows:

	2022				2021			
	Bethany Village	Springhill	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Asbury Methodist Village	Asbury Solomons, Inc.
Total Skilled Nursing Center Occupancy	93%	87%	95%	87%	95%	87%	72%	92%
Medicaid	29%	39%	54%	34%	28%	32%	51%	27%
Medicare	11%	7%	22%	12%	9%	7%	24%	13%
Private Pay and Other	60%	54%	24%	54%	63%	61%	25%	60%

Provider Relief Funds

During 2020, the World Health Organization declared the spread of Coronavirus Disease (COVID-19) a worldwide pandemic. The COVID-19 pandemic is having significant effects on global markets, supply chains, businesses, and communities. Specific to the Organization, COVID-19 has impacted various parts of its operations for the years ended December 31, 2022 and 2021 and financial results including but not limited to, personal protective equipment costs, additional costs for emergency preparedness, disease control and containment, additional testing, shortages of health care and other personnel, and loss of revenue due to reductions in certain revenue streams. The Company believes the Company continues to take appropriate actions to mitigate the negative impact of this pandemic.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Provider Relief Funds (Continued)

Due to the Coronavirus pandemic, the U.S. Department of Health and Human Services (HHS) made available emergency relief grant funds to health care providers through the CARES Act Provider Relief Fund (PRF). Total grant funds approved and received by the Company for the years ended December 31, 2022 and 2021 was \$2,668,785 and \$3,852,872, respectively. The PRF's are subject to certain restrictions on eligible expenses or uses, reporting requirements, and will be subject to audit. At December 31, 2022 and 2021, the Company recognized \$4,092,898 and \$2,428,759, respectively, as other operating revenue in the statements of operations and changes in net deficit. At December 31, 2022 and 2021, the Company recognized \$-0- and \$1,424,113, respectively, as deferred revenue in the balance sheets. The Company believes the amounts have been recognized appropriately as of December 31, 2022 and 2021.

Contributions

Unconditional promises to give cash and other assets to Asbury Atlantic are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the gift is received. The gifts are reported restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is fulfilled, these net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the statements of operations and changes in net deficit as net assets released from restrictions. Donor-restricted contributions whose restrictions are met within the same year as received are reported as unrestricted contributions in the accompanying statements of operations and changes in net deficit. Net assets with donor restrictions that are permanent in nature represent donor-restricted endowments to be held in perpetuity.

Net Assets and Endowment Funds

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions – Include net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. At times, the governing board can designate, from net assets without donor restrictions, net assets for a board-designated endowment or other purposes.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Assets and Endowment Funds (Continued)

Net Assets With Donor Restrictions – Include net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. The Company has adopted an enacted version of the *Uniform Prudent Management of Institutional Funds Act*, which requires enhanced disclosures for all endowment funds. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource has been fulfilled, or both.

Net assets with donor restrictions that are temporary in nature consist of assets held on behalf of Asbury Atlantic, Inc. by AFOUND and BV. They are primarily available to purchase equipment, provide charity care and for other health and educational services.

Net assets with donor restrictions that are perpetual in nature are amounts held by AFOUND and BV for the benefit of Asbury Atlantic, Inc. The objectives of these net assets are providing long-term growth of capital and maximizing the return on assets over the long-term while diversifying investments within asset classes to reduce the impact of losses in single investments. The income from these net assets is unrestricted and has been expended to support benevolent care.

Income from Operations

The accompanying statements of operations and changes in net deficit include income from operations, which is the Asbury Atlantic's performance indicator. Changes in net deficit without donor restrictions, which are excluded from income from operations, consistent with industry practice, include unrealized gains and losses on fixed income securities and other investments, net assets released from restriction used for purchase of capital items, and permanent transfers of assets to and from ACOMM for other than goods and services.

Tax Status

Asbury Atlantic members are each exempt from federal income taxes pursuant to Section 501(c)(3) of the Internal Revenue Code (IRC); accordingly no provision for income taxes is required as there are no unrelated trades or businesses.

The Company has implemented processes to ensure compliance with the Internal Revenue Service's intermediate sanctions provisions for all its supported organizations, including Asbury Atlantic. This includes an independent review by the compensation committee of the board of all compensation arrangements with disqualified persons and outside compensation consultants to provide independent third-party review and advisement, and the implementation of a detailed conflict-of-interest policy and annual disclosure process for all disqualified persons. The compensation committee also hires outside counsel to advise the Company on compliance.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Tax Status (Continued)

The tax benefit from an uncertain tax position must be recognized only if it is more likely than not that the tax position will be sustained upon examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate resolution. The Company's reassessment of its tax positions did not have a material impact on the Company's results of operations or financial position.

The Company's income tax return is subject to review and examination by federal, state, and local authorities. The Company is not aware of any activities that would jeopardize its tax-exempt status.

Fair Value Measurements

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 (exit price). The Company utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable.

The Company primarily applies the market approach for recurring fair value measurements and endeavors to utilize the best available information. Accordingly, the Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. The Company is able to classify fair value balances based on the observability of those inputs.

The Company's assessment of the significance of a particular input to the fair value measurements requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. Also, the time between inception and performance of the contract may affect the fair value. The determination of fair value may, therefore, affect the timing of recognition of revenues and net income.

Fair value measurement applies to reported balances that are required or permitted to be measured at fair value under an existing accounting standard. The Company emphasizes that fair value is a market-based measurement, not an entity-specific measurement. Therefore, a fair value measurement should be determined based on the assumptions that market participants would use in pricing the asset or liability and establishes a fair value hierarchy. The fair value hierarchy consists of three levels of inputs that may be used to measure fair value as follows:

Level 1 – Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurements (Continued)

Level 2 – Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

Level 3 – Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

In instances where the determination of the fair value measurement is based on inputs from different levels of the fair value hierarchy, the level in the fair value hierarchy within which the entire fair value measurement falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

Additionally, from time to time, the Company may be required to record at fair value other assets on a nonrecurring basis in accordance with accounting principles generally accepted in the United States of America. These adjustments to fair value usually result from the application of the lower-of-cost-or-market accounting or write down of individual assets. The Company has determined that there would be no impact to the accompanying financial statements as a result of the application of this standard. Nonfinancial assets measured at fair value on a nonrecurring basis would include nonfinancial assets and nonfinancial liabilities measured at fair value in the second step of a goodwill impairment test, other real estate owned, and other intangible assets measured at fair value for impairment assessment.

The Company also adopted the policy of valuing certain financial instruments at fair value. This accounting policy allows entities the irrevocable option to elect fair value for the initial and subsequent measurement for certain financial assets and liabilities on an instrument-by-instrument basis. The Company has not elected to measure any existing financial instruments at fair value, however it may elect to measure newly acquired financial instruments at fair value in the future.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

Subsequent Events

In preparing these financial statements, the Company has evaluated events and transactions for potential recognition or disclosure through April 20, 2023, the date the financial statements were issued.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 3 LIQUIDITY AND AVAILABILITY

As of December 31, 2022 and 2021, the Company has a working capital of \$31,485,073 and \$21,417,656, respectively.

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the balance sheet date, comprise the following:

	2022	2021
Cash and Cash Equivalents	\$ 5,090,313	\$ 1,606,086
Investments	36,148,530	30,194,737
Accounts Receivable, Net	5,134,419	4,825,118
Other Receivables	7,771,162	7,885,550
Investments Held Under Bond Indenture	9,466,694	5,254,665
Total Financial Assets	<u>\$ 63,611,118</u>	<u>\$ 49,766,156</u>

The Company has certain investments, including the current portion of investments held under bond indenture, which are available for general expenditure within one year in the normal course of operations. Accordingly, these assets have been included in the qualitative information above. The Company has other assets limited to use for board-restricted purposes, statutory liquid reserves, and noncurrent portion of investments held under bond indenture. These assets limited to use, which are more fully described in Note 6 are not available for general expenditure within the next year and are not reflected in the amounts above. However, the board-designated amounts could be made available, if necessary.

NOTE 4 REGULATORY ENVIRONMENT

Medicare and Medicaid

Laws and regulations governing the Medicare and Medicaid programs are complex and subject to interpretation. As a result, there is at least a reasonable possibility that recorded estimates will change by a material amount in the near term. Asbury Atlantic believes that it is in compliance with all applicable laws and regulations and is not aware of any pending or threatened investigations involving allegation of potential wrongdoing. While no such regulatory inquiries have been made, compliance with such laws and regulations can be subject to future government review and interpretation, as well as significant regulatory action including fines, penalties, and exclusion from the Medicare and Medicaid programs.

Medicare Reimbursement

The Balanced Budget Act of 1997 modified how payment is made for Medicare SNF services. SNFs are reimbursed on the basis of a prospective payment system (PPS). The PPS payment rates are adjusted for case mix and geographic variation in wages and cover all costs of furnishing covered SNF services (routine, ancillary, and capital-related costs). Annual cost reports are required to be submitted to the designated Medicare Administrative Contractor; however, they do not contain a cost settlement. The Centers for Medicare and Medicaid Services (CMS) recently finalized the Patient Driven Payment Model (PDPM) to replace the existing Medicare reimbursement system effective October 1, 2019.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

Medicare and Medicaid (Continued)

Medicare Reimbursement (Continued)

Under PDPM, therapy minutes are removed as the primary basis for payment and instead uses the underlying complexity and clinical needs of a patient as a basis for reimbursement. In addition, PDPM introduces variable adjustment factors that change reimbursement rates during the resident's length of stay.

Nursing facilities licensed for participation in the Medicare and Medical Assistance programs are subject to annual licensure renewal. If it is determined that a nursing facility is not in substantial compliance with the requirements of participation, CMS may impose sanctions and penalties during the period of noncompliance. Such a payment ban would have a negative impact on the revenues of the licensed nursing facility.

Maryland Medicaid Reimbursement

Under the Maryland Medical Assistance Program (Maryland Medicaid), a facility's resident care day rate is comprised of four cost centers: (1) administrative and routine (i.e. administration, training, laundry, housekeeping), (2) other patient care (i.e. pharmacy, food, social services, recreation), (3) capital (i.e. real estate tax and fair rental value), and (4) nursing services (all direct care).

Maryland Medicaid calculates annual regional prices on a state fiscal year basis for administrative and routine costs as well as other patient care costs. Facility-specific capital rates are set based on real estate taxes and fair rental value. These rates generally remain constant throughout the year. Nursing service rates are adjusted quarterly to capture fluctuations in residents' acuity based on the Minimum Data Set assessment tool. If a facility's case mix increases at a higher rate than the statewide average, its nursing services rate increases.

Pennsylvania Medicaid Reimbursement

The Commonwealth of Pennsylvania pays nursing facilities a prospective daily rate for Medical Assistance residents (Pennsylvania Medicaid). The daily rate is set annually based on data in the three most recently filed cost reports. The rate consists of three net operating components (resident care, other resident-related, and administrative) and one capital component. The net operating components are based upon the facilities' actual net operating costs per day and limited by peer group ceilings. Resident-care operating costs are adjusted to reflect the acuity level of the facility's residents through a case mix index. The case mix index is measured quarterly and the annual rate is adjusted for any changes on a quarterly basis.

The Commonwealth of Pennsylvania updates payment rates to nursing homes on July 1 of each year. The rates are scheduled to be updated each quarter for the most recent case-mix index for a home's Pennsylvania Medicaid residents and rebased annually on July 1 of each year. The Company has utilized actual rates in the preparation of the financial statements.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

Medicare and Medicaid (Continued)

Pennsylvania Medicaid Reimbursement (Continued)

The capital component is based upon the facilities' fair rental value. The daily rate paid to the nursing facility is considered payment in full with no end-of-year settlements.

Other

The Company participates in a system wide Voluntary Compliance Program instituted by ACOMM. This program is based on the elements of an effective program identified by the Office of Inspector General of the Department of Health and Human Services. The program includes a dedicated compliance officer, board oversight, written policies and procedures, a code of conduct, continuous education, periodic auditing, and an associate hotline.

Settlements with third-party payors for retroactive adjustments due to audits, reviews, or investigations are considered variable consideration and are included in the determination of the estimated transaction price for providing patient care. These settlements are estimated based on the terms of the payment agreement with the payor, correspondence from the payor and the Company's historical settlement activity, including an assessment to ensure that it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the retroactive adjustment is subsequently resolved. Estimated settlement are adjusted in future periods as adjustments become known (that is, new information becomes available), or as years are settled or are no longer subject to such audits, reviews, and investigations. Adjustments arising from a change in an implicit price concession impacting transaction price, were not significant in 2022 or 2021.

Generally, residents who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. The Company estimates the transaction price for residents with deductibles and coinsurance based on historical experience and current market conditions. The initial estimate of the transaction price is determined by reducing the standard charge by any contractual adjustments, discounts, and implicit price concessions. Subsequent charges to the estimate of the transaction price are generally recorded as adjustments to resident services revenue in the period of the change. Additional revenue recognized due to changes in its estimates of implicit price concessions, discounts, and contractual adjustments were not considered material for the years ended December 31, 2022 and 2021. Subsequent changes that are determined to be the result of an adverse change in the resident's ability to pay are recorded as bad debt expense.

Pennsylvania Department of Insurance Reserve Requirements

On a calendar year basis, BV is required by the Continuing Care Provider Registrations and Disclosure Act of 1984 to maintain a working capital reserve equivalent to the greater of the total of debt service payments due during the next 12 months on account of any loans or 10% of the projected annual operating expenses, exclusive of depreciation and amortization, computed only on the proportional share of financing or operating expenses that is applicable to residents of BV under continuing-care agreements.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

Pennsylvania Department of Insurance Reserve Requirements (Continued)

The statutory minimum liquid reserve requirement as of December 31, 2022 and 2021 is \$4,214,255 and \$3,766,121, respectively, and is based on the projected annual debt service requirements for BV. The statutory minimum liquid reserve requirement as of December 31 for BV is as follows:

	<u>2022</u>	<u>2021</u>
Projected Annual Interest Expense	\$ 3,817,651	\$ 3,221,530
Principal Payments Due on Long-Term Debt	<u>2,255,638</u>	<u>2,208,287</u>
Liquid Reserve Requirement	6,073,289	5,429,817
 Projected Annual Operating Expenses	 32,545,596	 30,839,960
Minimum Rate	<u>10%</u>	<u>10%</u>
Liquid Reserve Requirement	3,254,560	3,083,996
 Maximum Liquid Reserve Requirement	 6,073,289	 5,429,817
Approximate Percentage of Continuing Care Clients	<u>69%</u>	<u>69%</u>
 Statutory Minimum Liquid Reserve	 <u><u>\$ 4,214,255</u></u>	 <u><u>\$ 3,766,121</u></u>

SH must adhere to the same reserve requirements. The statutory minimum liquid reserve requirement as of December 31, 2022 and 2021 is \$1,126,503 and \$1,237,199 respectively and is based on 10% of the projected annual operating expenses exclusive of depreciation and amortization. The statutory minimum liquid reserve requirement as of December 31 for SH is as follows:

	<u>2022</u>	<u>2021</u>
Projected Annual Interest Expense	\$ 1,216,377	\$ 871,551
Principal Payments Due on Long-Term Debt	<u>609,361</u>	<u>596,713</u>
Liquid Reserve Requirement	1,825,738	1,468,264
 Projected Annual Operating Expenses	 19,279,537	 18,253,154
Minimum Rate	<u>10%</u>	<u>10%</u>
Liquid Reserve Requirement	1,927,954	1,825,315
 Maximum Liquid Reserve Requirement	 1,927,954	 1,825,315
Approximate Percentage of Continuing Care Clients	<u>58%</u>	<u>68%</u>
 Statutory Minimum Liquid Reserve	 <u><u>\$ 1,126,503</u></u>	 <u><u>\$ 1,237,199</u></u>

Pennsylvania statute also requires that all 10% deposits made by future residents of units under construction be held in escrow. These funds are held in cash and cash equivalents.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

State of Maryland Statutory Reserves

The state of Maryland requires Asbury Atlantic to set aside reserves equal to 15% of its net operating expenses (as defined) for the most recent fiscal year. The total amount reserved for AMV is as follows as of December 31:

	<u>2022</u>	<u>2021</u>
Maryland Department of Aging Reserves:		
Operating Expenses	\$ 91,586,958	\$ 91,735,175
Less: Depreciation and Amortization Expense	(17,544,328)	(16,574,199)
Interest Expense	(3,740,448)	(3,873,707)
Net Operating Expenses	<u>\$ 70,302,182</u>	<u>\$ 71,287,269</u>
Total Operating Reserve (15% of Net Operating Expenses)	<u>\$ 10,545,327</u>	<u>\$ 10,693,090</u>
Required Reserves for the Year Ended December 31 (100% of Total Operating Reserve)	<u>\$ 10,545,327</u>	<u>\$ 10,693,090</u>
Cash and Marketable Securities Available for Operating Reserve	<u>\$ 17,575,546</u>	<u>\$ 16,396,072</u>

The total amount reserved for AS is as follows as of December 31:

	<u>2022</u>	<u>2021</u>
Maryland Department of Aging Reserves:		
Operating Expenses	\$ 20,153,610	\$ 19,670,197
Less: Depreciation and Amortization Expense	(3,269,530)	(3,098,437)
Interest Expense	(660,940)	(723,285)
Net Operating Expenses	<u>\$ 16,223,140</u>	<u>\$ 15,848,475</u>
Total Operating Reserve (15% of Net Operating Expenses)	<u>\$ 2,433,471</u>	<u>\$ 2,377,271</u>
Required Reserves for the Year Ended December 31 (100% of Total Operating Reserve)	<u>\$ 2,433,471</u>	<u>\$ 2,377,271</u>
Cash and Marketable Securities Available for Operating Reserve	<u>\$ 4,055,785</u>	<u>\$ 3,645,149</u>

Beginning January 1, 2023, the reserve requirement increased to 25% of net operating expenses (as defined) for the most recent fiscal year. AMV and AS have met this requirement as of January 1, 2023.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 5 CONCENTRATION OF CREDIT RISK

Asbury Atlantic grants credit without collateral to its residents, some of whom are insured under third-party payor agreements. The mix of receivables from patients and third-party payors is as follows as of December 31:

	2022	2021
Private Pay	43 %	40 %
Medicaid	20	22
Medicare	26	29
Other (Primarily Managed Care and Insurance)	11	9
Total	<u>100 %</u>	<u>100 %</u>

NOTE 6 INVESTMENTS

Asbury Atlantic's proportional share of the ACOMM investment portfolios, including assets whose use is limited and investments restricted by the board at fair value consisted of the following as of December 31:

	2022	2021
Investments:		
Cash and Short-Term Investments	\$ 407,653	\$ 355,990
Fixed-Income Securities and Mutual Funds	11,032,138	9,858,872
Equity Securities and Equity Mutual Funds	13,348,931	14,112,083
Alternative Investments	11,359,808	5,867,792
Total Investments	<u>\$ 36,148,530</u>	<u>\$ 30,194,737</u>
Investments Restricted by Donors:		
Cash and Short-Term Investments	\$ 85,911	\$ 303,370
Fixed-Income Securities and Mutual Funds	4,402,227	4,837,980
Equity Securities and Equity Mutual Funds	8,737,879	10,177,612
Real Estate Mutual Funds	12,793	15,809
Total Investments Restricted by Donors	<u>\$ 13,238,810</u>	<u>\$ 15,334,771</u>
Investments Held under Bond Indenture:		
Cash and Short-Term Investments	<u>\$ 48,711,078</u>	<u>\$ 21,470,175</u>
Statutory Reserves:		
Cash and Short-Term Investments	<u>\$ 26,972,089</u>	<u>\$ 25,044,541</u>
Investments Restricted by Board:		
Cash and Short-Term Investments	\$ 51,493	\$ 61,371
Fixed-Income Securities and Mutual Funds	1,393,528	1,699,632
Equity Securities and Equity Mutual Funds	2,515,264	3,046,630
Alternative Investments	605,828	397,826
Total Investments Restricted by Board	<u>\$ 4,566,113</u>	<u>\$ 5,205,459</u>

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 6 INVESTMENTS (CONTINUED)

Investments held under bond indenture are maintained for the following purposes as of December 31:

	2022	2021
Debt Service Fund	\$ 9,744,918	\$ 5,342,081
Debt Service Reserve Fund	16,103,006	16,128,094
Project Fund	22,863,154	-
Total	48,711,078	21,470,175
Less: Current Portion	(9,466,694)	(5,254,665)
Long-Term Portion of Bond Indenture	<u>\$ 39,244,384</u>	<u>\$ 16,215,510</u>

The total return on investments, along with investments held under bond indenture, statutory reserves, and investments restricted by, including the change in the market value of derivative instruments, generated net board investment income and earnings for the years ended December 31, 2022 and 2021 as follows:

	2022	2021
Included Within Asbury Atlantic's Performance Indicator:		
Interest and Dividend Income, Net	\$ 2,351,531	\$ 1,726,328
Net Realized Gain (Loss) on Investments	(2,713,521)	8,257,051
Net Unrealized Loss on Equity Security Investments	(12,911,008)	(433,732)
Net Unrealized Gain on Change in Market Value of Derivative Instruments	2,828,867	59,780
Total	(10,444,131)	9,609,427
Included in Other Changes in Net Deficit:		
Net Unrealized Gain (Loss) on Fixed Income Securities and Other Investments	176,053	(782,152)
Total	<u>\$ (10,268,078)</u>	<u>\$ 8,827,275</u>

Interest and dividend income is presented net of capitalized interest income related to construction projects.

The Company engages professionals to manage its investment portfolio within guidelines of ACOMM's board-approved investment policy. Management periodically reviews its investment portfolio and evaluates whether declines in the fair value of securities should be considered other than temporary. Factored into this evaluation are the general market conditions, the issuer's financial condition and near term prospects, conditions in the issuer's industry, the recommendation of advisors, and the length of time and extent to which the market value has been less than cost. During the years ended December 31, 2022 and 2021, Asbury Atlantic did not identify any other than temporary declines in the fair value of investments.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 7 BENEFICIAL INTEREST IN NET ASSETS OF FOUNDATION

AFOUND was established to solicit, receive, hold, invest, and reinvest donations and bequests, which are made primarily for the benefit of AMV, AS, SH, BV, Asbury Place, Albright, and HCBS. Asbury Atlantic's beneficial interest in the net assets of AFOUND was \$33,001,348 and \$29,876,855 as of December 31, 2022 and 2021, respectively. The balance sheets of AFOUND consisted of the following at December 31:

	<u>2022</u>	<u>2021</u>
ASSETS		
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 119,358	\$ 79,364
Pledges Receivable, Net	807,667	650,359
Prepaid Expenses and Other Assets	<u>76,143</u>	<u>38,485</u>
Total Current Assets	1,003,168	768,208
Property and Equipment, Net	122,815	5,329
Investments Restricted by Donor	37,884,356	43,076,657
Pledge Receivable, Net	6,614,828	7,158,088
Long-Term Investments	1,200,000	-
Funds Held in Trust	<u>2,871,521</u>	<u>1,939,854</u>
Total Assets	<u>\$ 49,696,688</u>	<u>\$ 52,948,136</u>
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 175,763	\$ 8,700
Due to ACOMM, Net	10,627,594	18,653,269
Obligations under Charitable Gift Annuities	<u>3,748,909</u>	<u>3,431,631</u>
Total Liabilities	14,552,266	22,093,600
NET ASSETS		
With Donor Restrictions	<u>35,144,422</u>	<u>30,854,536</u>
Total Net Assets	<u>35,144,422</u>	<u>30,854,536</u>
Total Liabilities and Net Assets	<u>\$ 49,696,688</u>	<u>\$ 52,948,136</u>

AFOUND's investments, stated at fair value, consist primarily of cash, bonds or bond mutual funds and equity securities or equity mutual funds. Assets held under charitable gift annuities consist of funds contributed to trusts managed by AFOUND, with the stipulation that specified distributions, primarily based on the income generated by the invested funds, be distributed to a life beneficiary specified by the donor. The obligations under charitable gift annuities are based on the net present value of future payments to the beneficiary based on the discount rate that estimates the remaining life of the benefactor. Upon the death of the life beneficiary, the existing funds will be available for use by AMV, AS, SH, BV, Asbury Place, Albright, and HCBS.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 8 OBLIGATION UNDER CHARITABLE GIFT ANNUITIES

BV is the beneficiary of various charitable gift annuities created by donors, the assets for which BV is the trustee. BV has legally enforceable rights on claims to such assets after the donor's or current beneficiary's death. The present value of these obligations, based on the donor's or current beneficiary's life expectancy, is recorded as a permanently restricted net asset.

Obligations related to charitable gift annuities issued by BV are recorded at the present value of the future interest payments based on the donor's life expectancy. Amounts donated in excess of the liability are recorded as donations with restrictions in the statements of operations and changes in net deficit. The present value of the liability is calculated using the five-year United States Treasury Bond rate. This rate was 3.99% and 1.26% at December 31, 2022 and 2021, respectively. Changes in the present value of the accompanying obligation are shown as changes in values of charitable gift annuities in the statements of operations and changes in net deficit.

NOTE 9 PROPERTY AND EQUIPMENT

The following is a summary of property and equipment at December 31:

	2022	2021
Land and Improvements	\$ 47,444,762	\$ 46,538,781
Buildings and Improvements	544,650,463	535,822,576
Furniture and Equipment	60,159,923	56,586,532
Construction in Progress	186,757	680,353
Total	652,441,905	639,628,242
Less: Accumulated Depreciation	(387,268,902)	(367,642,394)
Property and Equipment, Net	<u>\$ 265,173,003</u>	<u>\$ 271,985,848</u>

Depreciation expense on property and equipment was \$27,832,827 and \$27,820,660 for the years ended December 31, 2022 and 2021, respectively.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 10 RELATED PARTY TRANSACTIONS

Due to/from ACOMM

ACOMM and its affiliates use consolidated cash management and payroll functions to make the process of receiving and disbursing cash more efficient. In order to allocate the appropriate amounts between the affiliates, ACOMM utilizes intercompany accounts to move funds between the affiliates. During the year, these intercompany accounts will fluctuate in order to reflect changes in cash flow, outstanding checks, or other cash movements between affiliates. However, in addition to the daily fluctuations, the intercompany accounts will also reflect the cumulative effect of the following types of transactions:

- Accrued Paid Time Off (PTO) – By utilizing the payroll function, all salaries and withholdings are processed through ACOMM. ACOMM also calculates, tracks, and accrues the amounts due to employees relating to available PTO for each payroll period. This accrual does not affect the cash of the affiliates until the balance is actually paid out to the employees and is not cleared out of the intercompany accounts until paid. The intercompany account then will retain an amount equal to the accumulated value of unused PTO for each affiliate.
- Deferred Management Fees – From time to time, management fees may be deferred by ACOMM to its affiliates in order to meet bond covenant requirements. These fees can be recouped by ACOMM in subsequent periods when financial performance warrants reducing or eliminating the deferral. The cumulative effect of these deferrals will be included in the affiliate intercompany account. For 2022 and 2021, no management fees were deferred in order to maintain bond covenant compliance.

Longer term advances from one affiliate to another are subject to repayment terms agreed to by governing boards of both affiliates. These advances are accounted for in the intercompany accounts.

- Cumulative Cash Flow – Some facilities will have accumulated negative cash flow, as any cash needs supplemented by ACOMM will also be included in the intercompany account. Cumulative positive cash flow levels will periodically be transferred to more permanent investment vehicles of the respective affiliate's books.
- Cash Management – Entities supported by ACOMM share a common cash management function. Operating cash of the group is swept as needed to accommodate investment of excess cash flow. Operating cash payments, including borrowings and payments of intercompany loans and balances, are made through the same sweep account. At any time, depending upon the timing of receipts, disbursements and other investment activity, members of the group may temporarily overdraw their share of the common operating cash. The balance of cash and cash equivalents includes Asbury Atlantic's share of the common operating cash and amounts held in their individual checking and savings accounts, money market accounts, and short-term certificates of deposit with original maturities of 90 days or less. Cash balances are principally uninsured and subject to normal credit risk.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 10 RELATED PARTY TRANSACTIONS (CONTINUED)

Due to/from ACOMM (Continued)

ACOMM is the conduit for all intercompany transactions; accordingly, due to and due from accounts from the affiliate point of view will always be either due to or due from ACOMM. All intercompany accounts bear interest at short-term interest rates and are uncollateralized.

Prior Equity Contributions

In 1994 and 1996, AMV made equity contributions, totaling \$3,451,578, to AS for the construction of the AS facility, which was completed in 2002. In 1997, AS voluntarily agreed to return the equity contributions when certain financial benchmarks were reached. Specifically, by action of the AS board, it was agreed that AS would return the funds at such time as achieved a Cash and Investments to Debt Ratio of 45%, matching the CCAC median for accredited continuing care retirement communities. Accordingly, these amounts are not recorded as Due to ACOMM in the financial statements because it was not a loan, and unless and until such time as the Cash and Investments to Debt Ratio reach 45%, AS will not return this equity contribution to AMV. The equity contribution was repaid in full during 2022.

AMV and AS have combined as an obligated group for purposes of debt issuance and related obligations. Accordingly, AMV and AS, as an obligated group, are jointly and severally obliged to meet all debt service requirements for the Asbury Maryland Obligated Group. BV and SH have also been combined as an obligated group for purposes of debt issuance and related obligations. Accordingly, BV and SH, as an obligated group, are jointly and severally obliged to meet all debt service requirements for the Asbury Pennsylvania Obligated Group.

Service Fees

Asbury Atlantic received administrative services from ACOMM under a service agreement at a cost of \$15,312,303 and \$14,066,360 in 2022 and 2021, respectively. Included in the administrative services is an information technology fee. Service fees are allocated to all affiliates based upon a pro rata share of revenues. The payment of service fees to ACOMM is subordinate to all obligations of Asbury Atlantic under all of Asbury Atlantic's secured loan agreements.

In 2021, Asbury Atlantic entered into a services agreement with Albright to receive pharmacy services for the benefit of the residents at the BV and SH campuses. Albright submits monthly invoices to Asbury Atlantic for all products and services provided under this agreement on behalf of BV and SH residents. The term of this agreement will continue on an annual basis until termination by either party. The total cost of pharmacy services provided to BV and SH for the years ended December 31, 2022 and 2021 was \$344,320 and \$187,574, respectively.

In 2022, Asbury Atlantic entered into a services agreement with Albright to receive pharmacy services for the benefit of the residents at the AMV and AS campuses. Albright submits monthly invoices to Asbury Atlantic for all products and services provided under this agreement on behalf of AMV and AS residents. The term of this agreement will continue on an annual basis until termination by either party. The total cost of pharmacy services provided to AMV and AS for the year ended December 31, 2022 was \$653,240.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 11 LONG-TERM DEBT

Long-term debt consisted of the following:

	Interest Rate	Maturity Dates	2022	2021
Series 2022A PA Bonds	Variable Rate Revenue Bonds	2025 - 2037	\$ 2,914,924	\$ -
Series 2022 MD Bonds	Fixed Rate Revenue Bonds	2037 - 2042	40,000,000	-
Series 2021A PA Bonds	Fixed Rate Revenue Bonds	2034 - 2041	27,235,000	27,235,000
Series 2021B PA Bonds	Variable Rate Revenue Bonds	2022 - 2034	19,255,000	20,220,000
Series 2019A MD Bonds	Variable Rate Revenue Bonds	2019 - 2023	110,000	2,056,000
Series 2019B MD Bonds	Variable Rate Revenue Bonds	2019 - 2027	3,887,000	4,875,000
Series 2019 PA Bonds	Fixed Rate Revenue Bonds	2021 - 2045	54,970,000	56,810,000
Series 2018A MD Bonds	Fixed Rate Revenue Bonds	2023 - 2036	82,540,000	82,540,000
Series 2018B MD Bonds	Fixed Rate Revenue Bonds	2022 - 2027	11,870,000	13,180,000
Subtotal			242,781,924	206,916,000
Unamortized Bond Premium/Discount on Bonds, Net			9,319,744	12,169,863
Unamortized Bond Financing Costs			(4,107,668)	(3,292,445)
Current Portion Bonds Payable			(9,716,000)	(7,049,000)
Total Bonds Payable			238,278,000	208,744,418
Note Payable			185,033	-
Current Portion Note Payable			(20,257)	-
Total Note Payable			164,776	-
Total Long-Term Debt			<u>\$ 238,442,776</u>	<u>\$ 208,744,418</u>

Series 2022A Pennsylvania (PA) Bonds

In July 2022, the Obligated Group entered into a loan agreement with Cumberland County Municipal Authority (the Authority) pursuant to which the Authority issued the (Asbury Pennsylvania Obligated Group), Series 2022A Revenue Bonds, (the Series 2022A PA Bonds) in the aggregate principal amount of \$18,000,000. The Series 2022A PA Bonds bear interest at an annual rate equal to adjusted SOFR (secured overnight financing rate) plus a spread of 1.343%. The PA Obligated Group has hedged its interest rate exposure associated with the 2022A PA Bonds as described in Note 12 below. As of December 31, 2022, \$2,914,924 has been drawn down on the Series 2022A Bonds.

The proceeds of the Series 2022A PA Bonds will be used to finance improvements at the Bethany Village and Spring Hill campuses.

Series 2022 Maryland (MD) Bonds

In May 2022, the Obligated Group entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the city sold the Series 2022 Bonds. From the proceeds, the Obligated Group borrowed \$40,000,000 of Economic Development Project Revenue Bonds Series 2022 (the Series 2022 MD Bonds), maturing on January 1, 2042. The Series 2022 Bonds are comprised of serial bonds at fixed rates between 4.50% and 5.125% with yields between 4.90% and 5.20%.

The proceeds of the Series 2022 MD Bonds were utilized to pay the costs of improving and renovating the facilities at the Asbury Methodist Village and Asbury Solomons facilities and to pay certain expenses incurred in connection with the issuance of the Series 2022 MD Bonds.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 11 LONG-TERM DEBT (CONTINUED)

Series 2021 Pennsylvania (PA) Bonds

In June 2021, the Asbury Pennsylvania Obligated Group (PA Obligated Group) and the Cumberland County Municipal Authority (the Authority) entered into certain agreements pursuant to which, among other things, the Authority agreed to issue the Series 2021A Bonds (2021A PA Bonds) and the Series 2021B Bonds (2021B PA Bonds) and, when issued, the Authority agreed to loan the proceeds thereof to the PA Obligated Group.

The Authority issued the 2021A PA Bonds and 2021B PA Bonds in October 2021.

The PA Obligated Group used a portion of the proceeds of the 2021A PA Bonds in the original par amount of \$27,235,000, together with (i) proceeds of a term loan from the bank in the original par amount of \$20,380,000 (2021 PA Term Loan), and (ii) other available funds, to refund all of the Authority's outstanding Series 2012 PA Bonds, the proceeds of which had been loaned by the Authority to the PA Obligated Group.

The PA Obligated Group also used proceeds from the 2021A Bonds to fund a debt service reserve fund for the 2021A PA Bonds and to pay certain expenses incurred in connection with the issuance of the 2021 PA Bonds. The 2021A PA Bonds bear interest at a fixed rate of 4.50% with yields between 3.85% and 4.00%. The bond agreements for the 2021A PA Bonds require other funds of the PA Obligated Group to be established and maintained by the bond trustee from time to time.

The PA Obligated Group used the proceeds from the 2021B PA Bonds in the original par amount of \$20,380,000 to repay in full the 2021 PA Term Loan.

The 2021B PA Bonds were directly purchased by an affiliate of the Bank. The 2021B PA Bonds bear interest at an annual rate equal to adjusted SOFR (secured overnight financing rate) plus a spread of 1.41%. The PA Obligated Group has hedged its interest rate exposure associated with the 2021B PA Bonds as described in Note 12 below.

Series 2019 Maryland (MD) Bonds

In November 2019, the Asbury Maryland Obligated Group (MD Obligated Group) entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the City sold the Series 2019A and Series 2019B Bonds. From the proceeds, the MD Obligated Group borrowed \$16,009,000 of Economic Development Project and Refunding Revenue Bonds Series 2019 (the Series 2019 MD Bonds), which was comprised of \$11,009,000 of Series 2019A Bonds and \$5,000,000 of Series 2019B Bonds maturing on November 1, 2023 and November 1, 2027, respectively. The Series 2019 MD Bonds bear interest at an annual rate equal to 81% of the sum of one-month LIBOR plus 1.0%, multiplied by a margin rate.

The proceeds of the Series 2019 MD Bonds were utilized to refund all of the Series 2009B MD Bonds, to pay the costs of improving and renovating the facilities at the Asbury Methodist Village location, and to pay certain expenses incurred in connection with the issuance of the Series 2019 MD Bonds.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 11 LONG-TERM DEBT (CONTINUED)

Series 2019 Pennsylvania (PA) Bonds

In December 2019, the PA Obligated Group entered into a loan agreement with Cumberland County Municipal Authority (the Authority) pursuant to which the Authority sold the Series 2019 bonds. From the proceeds, the PA Obligated Group borrowed \$59,480,000 of Refunding Revenue Bonds Series 2019, (the Series 2019 PA Bonds). The Series 2019 PA Bonds are comprised of serial bonds at fixed rates between 2.5% and 5.0% with yields between 2.70% and 3.96%.

The proceeds of the Series 2019 PA Bonds were used to refund all of the Series 2010 PA Bonds, to fund the debt service reserve fund, and to pay certain expenses incurred in connection with the issuance of the Series 2019 PA Bonds.

As required by the bond agreements, the PA Obligated Group established various reserve funds from the proceeds of the bonds. The respective bond agreements require certain other funds to be established and maintained by the bond trustee.

Series 2018 Maryland (MD) Bonds

In October 2018, the MD Obligated Group entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the City sold the Series 2018A and Series 2018B Bonds. From the proceeds, the MD Obligated Group borrowed \$96,120,000 of Economic Development Project and Refunding Revenue Bonds Series 2018 (the Series 2018 MD Bonds), which was comprised of \$82,565,000 of Series 2018A Bonds and \$13,555,000 of Series 2018B Bonds. The Series 2018A Bonds bear interest at fixed rates between 4% and 5% and maturities range from January 1, 2023 to January 1, 2036. The Series 2018B Bonds bear interest at a fixed rate of 5.0% and mature on January 1, 2027.

The proceeds of the Series 2018 MD Bonds were utilized to refund all of the Series 2006A MD Bonds and the Series 2014A MD Bonds, to pay \$7,500,000 of the costs of improving and renovating the facilities at the Asbury Methodist Village location, to fund the debt service reserve fund, and to pay certain expenses incurred in connection with the issuance of the Series 2018 MD Bonds.

Series 2012 Pennsylvania (PA) Bonds

In October 2012, the PA Obligated Group entered into a loan agreement with the Cumberland County Municipal Authority (the Authority) pursuant to which the Authority sold the Series 2012 bonds. From the proceeds, the PA Obligated Group borrowed \$51,640,000 of Refunding Revenue Bonds Series 2012, (the Series 2012 PA Bonds). The Series 2012 PA Bonds are comprised of serial bonds at fixed rates between 2.4% and 5.25% with yields between 2.4% and 5.1%.

The proceeds of the Series 2012 PA Bonds were used to refund the remaining Series 2006 PA Bonds outstanding, to fund a deposit to the Debt Service Reserve Fund on the PA Bonds, and to pay a portion of the costs of issuance of the Series 2012 PA Bonds.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 11 LONG-TERM DEBT (CONTINUED)

Series 2012 Pennsylvania (PA) Bonds (Continued)

As required by the bond agreements, the PA Obligated Group established various reserve funds from the proceeds of the bonds. The respective bond agreements require certain other funds to be established and maintained by the bond trustee. During the year ended December 31, 2021, the proceeds of the Series 2021 PA Bonds were utilized to refund all of the Series 2012 PA Bonds.

Note Payable

In October 2017, the Asbury Maryland Obligated Group entered into a management agreement with Sodexo Operations, LLC (Sodexo). Within this agreement, there is a contract commitment whereas Sodexo shall purchase equipment for the services stated in the management agreement and/or provide renovations in support of the services in an amount not to exceed \$7,000,000. Sodexo shall amortize the contract commitment on a straight-line basis over ten years, commencing with the date the equipment is placed in service or when renovation commences, as applicable. The balance of the contract commitment as of December 31, 2022 and 2021 is \$185,033 and \$-0-, respectively.

Deferred Financing Costs

Deferred financing costs represent expenses (e.g. underwriting, legal, consulting, and other costs) incurred in connection with issuance of debt and are deferred and amortized over the life of the related indebtedness on a straight-line basis, which approximates the effective-interest method. The amortization of deferred financing costs is included in interest expense and totaled \$261,178 and \$221,210 for the years ended December 31, 2022 and 2021, respectively.

Bond Premium and Discount

Bond premiums and discounts are comprised of the difference between the price at which a bond was sold and its fair value. Bond premiums and discounts are amortized on a straight-line basis into interest expense over the life of the bonds. The amortization expense on bond premiums and discounts included a reduction in interest expense of \$820,217 and \$862,554 for the years ended December 31, 2022 and 2021, respectively.

Liens and Covenants

Collateral for the debt includes the trustee-held funds, a first mortgage lien on the Asbury Maryland Obligated Group and the Pennsylvania Obligated Group's real estate, as well as a security interest in the Asbury Maryland Obligated Group and the Pennsylvania Obligated Group's assets, accounts receivable, general intangibles, chattel paper, and certain other items.

The Asbury Maryland Obligated Group and the Pennsylvania Obligated Group are subject to various covenants under the bond agreements. These covenants include various reporting, financial, and operational requirements. As of December 31, 2022, management is not aware of any noncompliance with these covenants.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 11 LONG-TERM DEBT (CONTINUED)

Debt Maturities

A schedule of minimum maturities of long-term debt for the next five years and thereafter is as follows:

<u>Year Ending December 31,</u>	<u>Amount</u>
2023	\$ 9,736,257
2024	10,462,257
2025	11,431,357
2026	12,525,698
2027	14,599,919
Thereafter	184,211,469
Total	<u>\$ 242,966,957</u>

NOTE 12 DERIVATIVE INSTRUMENTS

Asbury Atlantic, on behalf of the PA Obligated Group, entered into a swap agreement in connection with the issuance of the 2021B PA Bonds. Under this agreement, Asbury Atlantic pays a fixed rate of interest of 1.08% and receives floating rate payments equal to adjusted SOFR (secured overnight financing rate) plus a spread of 1.41% based on a notional amount equal to the principal amount of the 2021B PA Bonds. Payments under the swap agreement began on October 4, 2021 and will terminate on June 1, 2033.

Asbury Atlantic, on behalf of the MD Obligated Group, entered into swap agreements in connection with the issuance of the Series 2019 bonds. Under these agreements, Asbury Atlantic pays a fixed rate of interest of 2.226% (Series 2019A) and 2.309% (Series 2019B) and receives payments based on a floating rate based upon 81% of one-month LIBOR. Payments on the Series 2019A agreement began on November 8, 2019 and will terminate on November 1, 2023. Payments on the Series 2019B agreement began on November 8, 2019 and will terminate on November 1, 2027.

Asbury Atlantic, on behalf of the PA Obligated Group, entered into a swap agreement in connection with the issuance of the 2022A PA Bonds. Under this agreement, Asbury Atlantic pays a fixed rate of interest of 3.456% and receives floating rate payments equal to adjusted SOFR plus a spread of 1.343% based on a notional amount equal to the principal amount of the 2022A PA Bonds. Payments under the swap agreement will begin on July 1, 2024 and will terminate on July 1, 2036.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 12 DERIVATIVE INSTRUMENTS (CONTINUED)

The following is a schedule outlining the terms and fair market values of the derivative instruments on December 31, 2022:

	Series 2019A MD	Series 2019B MD	Series 2021B PA	Series 2022	Total
Notional Amount - December 31, 2022	\$ 110,000	\$ 3,887,000	\$ 19,255,000	\$ 16,297,409	
Trade Date	11/8/2019	11/8/2019	6/4/2021	7/26/2022	
Effective Date	11/8/2019	11/8/2019	10/4/2021	7/1/2024	
Termination Date	11/1/2023	11/1/2027	6/1/2033	7/1/2036	
Fixed Rate	2.226%	2.309%	1.080%	3.456%	
Fair Value - December 31, 2020	\$ (68,791)	\$ (292,230)	\$ -	\$ -	\$ (361,021)
Unrealized Gain (Loss)	60,406	181,882	(182,508)	-	59,780
Fair Value - December 31, 2021	(8,385)	(110,348)	(182,508)	-	(301,241)
Unrealized Gain	9,699	356,786	2,089,180	373,202	2,828,867
Fair Value - December 31, 2022	<u>\$ 1,314</u>	<u>\$ 246,438</u>	<u>\$ 1,906,672</u>	<u>\$ 373,202</u>	<u>\$ 2,527,626</u>

Asbury Atlantic has included the fair market value of derivative instruments as an asset (liability) of \$2,527,626 and (\$301,241) in the accompanying balance sheets as of December 31, 2022 and 2021, respectively. Net unrealized gains on derivative instruments were \$2,828,867 and \$59,780 in 2022 and 2021, respectively.

NOTE 13 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions were \$40,408,224 and \$37,300,696 as of December 31, 2022 and 2021, respectively. Included in net assets with donor restrictions are investments to be held in perpetuity totaling \$35,325,230 and \$33,588,400 as of December 31, 2022 and 2021, respectively. Investment income earned from the net assets with donor restrictions is available for operations of the supported organizations including funding of benevolent and charity care.

**ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021**

NOTE 13 NET ASSETS WITH DONOR RESTRICTIONS (CONTINUED)

A summary of the permanently restricted net assets is as follows:

	2022	2021
Endowment Fund - Beginning of Year	\$ 33,588,400	\$ 29,823,225
Change in Beneficial Interest in Net Assets of Asbury Foundation, Inc.	1,753,796	3,809,134
Changes in Value of Obligations under Charitable Gift Annuities	(16,966)	(43,959)
Endowment Fund - End of Year	<u>\$ 35,325,230</u>	<u>\$ 33,588,400</u>

NOTE 14 RETIREMENT PLAN

ACOMM and affiliates sponsor a defined contribution plan (the Plan) under IRC Section 401(k). All full-time employees of ACOMM and affiliates are eligible to participate in the Plan. Employees may elect to defer up to \$20,500 of their base salary, subject to certain limitations. The employer match is 100% of the employee contributions up to 4% and 50% on the next 2% of contributions for each eligible employee. The employer's contribution expense for the years ended December 31, 2022 and 2021 was \$1,952,711 and \$1,909,312, respectively.

NOTE 15 COMMITMENTS AND CONTINGENCIES

General and Professional Liability Insurance

ACOMM and its affiliates have a general and professional liability insurance policy (GL/PL), which is claims-made based. The GL/PL coverage has a limit of \$1,000,000 per occurrence and a \$3,000,000 annual aggregate. ACOMM and its affiliates also have excess coverage in effect with a limit of \$10,000,000 per claim and a \$30,000,000 annual aggregate. This policy has been renewed through December 31, 2023. Any losses for general and professional liability not currently covered by insurance in force are not expected to be material to the financial statements.

Caring Communities, a Reciprocal Risk Retention Group

ACOMM and its affiliates participate in an insurance risk retention group, Caring Communities, a reciprocal Risk Retention Group (CCrRRG) licensed by the District of Columbia for purposes of obtaining the following insurance coverage: (1) primary general and professional liability, (2) excess general and professional liability, and (3) excess auto liability. CCrRRG provides insurance coverage to its members, which are nonprofit, predominantly faith based, senior housing, and healthcare providers. These members include continuing care retirement communities, affordable housing providers, and other organizations that offer a mix of product and services, including independent living, assisted living and skilled nursing. In January 2023, CCrRRG was affirmed as a rating of "A (Excellent)" for its financial strength with a stable outlook by A.M. Best Co., one of the leading rating agencies.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 15 COMMITMENTS AND CONTINGENCIES (CONTINUED)

Caring Communities, a Reciprocal Risk Retention Group (Continued)

ACOMM executed a subscription agreement and made capital contributions in exchange for an interest in a CCRRG Charter Capital Account. Through December 31, 2022, ACOMM's capital contributions were \$560,508 which represents 2.25% of CCRRG's total Charter Capital. The percentage of the total Charter Capital may be affected by the future addition of members to CCRRG.

Health Insurance

ACOMM and its affiliates have a self-funding arrangement for health insurance coverage. ACOMM and affiliates have stop-loss coverage for any claim exceeding \$200,000 per participant with unlimited reimbursement after a \$50,000 aggregate deductible (one time across all claimants).

Legal Actions and Claims

The Company is party to various legal actions and claims arising in the ordinary course of its business. The Company's management believes that their ultimate disposition will not have material adverse effect on the Company's financial position or results of operations.

Lease Commitments

Asbury Atlantic leases equipment for various terms under long-term, noncancelable lease agreements. The leases expire at various dates through 2027. In the normal course of business, it is expected that these leases will be renewed or replaced by similar leases.

The following table provides quantitative information concerning the Company's leases.

	2022	2021
Lease Costs		
Finance Lease Cost:		
Amortization of Right-of-Use Assets	\$ 56,314	\$ -
Interest on Lease Liabilities	2,244	-
Operating Lease Cost	1,152,759	1,410,952
Total Lease Cost	\$ 1,211,317	\$ 1,410,952
Other information:		
(Gains) and losses on sale leaseback transactions, net	-	-
Cash Paid for Amounts Included in the Measurement of Lease Liabilities:		
Operating Cash Flows from Finance Leases	\$ 2,244	\$ -
Operating Cash Flows from Operating Leases	1,152,759	1,410,952
Financing Cash Flows from Finance Leases	87,757	-
Right-of-Use Assets Obtained in Exchange for New Finance Lease Liabilities	264,904	-
Right-of-Use Assets Obtained in Exchange for New Operating Lease Liabilities	417,998	1,284,565
Weighted-Average Remaining Lease Term - Finance Leases	2.36 years	-
Weighted-Average Remaining Lease Term - Operating Leases	3.33 years	4.02 years
Weighted-Average Discount Rate - Finance Leases	2.00%	-
Weighted-Average Discount Rate - Operating Leases	2.00%	2.00%

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 15 COMMITMENTS AND CONTINGENCIES (CONTINUED)

Lease Commitments (Continued)

A maturity analysis of annual undiscounted cash flows for lease liabilities as of December 31, 2022 is as follows:

<u>Year Ending December 31,</u>	<u>Operating Leases</u>	<u>Finance Leases</u>
2023	\$ 558,284	\$ 90,000
2024	529,597	90,000
2025	487,203	-
2026	157,941	-
2027	34,079	-
Total	1,767,104	180,000
Less: Interest Expense	(56,237)	(2,852)
Amounts Recognized in the Balance Sheets	<u>\$ 1,710,867</u>	<u>\$ 177,148</u>

NOTE 16 FUNCTIONAL EXPENSES

Asbury Atlantic provides continuing and long-term care for seniors. Expenses related to providing these services were as follows as of December 31:

	<u>2022</u>	
	<u>Program Services</u>	<u>Supporting Services</u>
	<u>Continuing Care Services</u>	<u>Management and General</u>
		<u>Total</u>
Salaries and Wages	\$ 57,316,525	\$ 57,316,525
Employee Benefits	11,461,382	11,461,382
Contract Labor	11,197,295	11,197,295
Food Purchases	6,055,991	6,055,991
Medical Supplies and Other		
Resident Costs	5,919,546	5,919,546
General and Administrative	-	3,133,185
Building and Maintenance	17,001,930	17,001,930
Professional Fees and Insurance	1,818,156	1,818,156
Interest	9,613,616	9,613,616
Taxes	4,151,965	4,151,965
Provision for Bad Debts	91,600	91,600
Depreciation and Amortization	27,999,121	27,999,121
Management and Other Fees	-	14,777,181
Allocations to Asbury Foundation, Inc.	-	2,319,333
Total Functional Expenses	<u>\$ 152,627,127</u>	<u>\$ 20,229,699</u>
		<u>\$ 172,856,826</u>

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 16 FUNCTIONAL EXPENSES (CONTINUED)

	2021		
	Program Services	Supporting Services	
	Continuing Care Services	Management and General	Total
Salaries and Wages	\$ 54,696,312	\$ -	\$ 54,696,312
Employee Benefits	13,429,595	-	13,429,595
Contract Labor	8,737,508	-	8,737,508
Food Purchases	5,450,465	-	5,450,465
Medical Supplies and Other			
Resident Costs	7,473,147	-	7,473,147
General and Administrative	-	3,122,865	3,122,865
Building and Maintenance	16,232,762	-	16,232,762
Professional Fees and Insurance	1,617,325	-	1,617,325
Interest	9,236,668	-	9,236,668
Taxes	4,166,737	-	4,166,737
Provision for Bad Debts	684,056	-	684,056
Depreciation and Amortization	27,953,363	-	27,953,363
Management and Other Fees	-	13,786,457	13,786,457
Total Functional Expenses	<u>\$ 149,677,938</u>	<u>\$ 16,909,322</u>	<u>\$ 166,587,260</u>

Included in management and general expenses are management and other fees and other general and administrative expenses.

NOTE 17 FAIR VALUE OF FINANCIAL INSTRUMENTS

The determination of the fair values incorporates various factors required under fair value accounting. These factors include not only the credit standing of the counterparties involved and the impact of credit enhancements (such as cash deposits, letters of credit and priority interests), but also the impact of the Company's nonperformance risk on its liabilities.

The fair value of investments is determined by third-party service providers utilizing various methods dependent upon the specific type of investment. When quoted prices are available in the active market, securities are classified within Level 1 of the valuation hierarchy. Assets utilizing Level 1 inputs include equity securities and mutual funds and fixed-income securities and mutual funds.

Liabilities utilizing Level 2 inputs are derivatives. A quoted price can be obtained from a number of dealer counterparties and other independent market sources based on observable interest rates and yield curves for the full term of the asset or liability, thus derivative instruments are classified within Level 2 of the valuation hierarchy.

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 17 FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

Investments measured at fair value using net asset value per share include alternative investments. Alternative investments are those not listed on national exchanges or over-the-counter markets, or for which quoted market prices are not readily available. The Obligated Group follows guidance related to the fair value measurement standard that was issued for estimating the fair value of investments in investment companies that have a calculated value of their capital account or net asset value (NAV) in accordance with, or in a manner consistent with a U.S. GAAP. As a practical expedient, the Obligated Group is permitted under U.S. GAAP to estimate the fair value of an investment at the measurement date using reported NAV without further adjustment unless the entity expects to sell the investment at a value other than NAV or if NAV is not calculated in accordance with U.S. GAAP.

The following tables set forth by level within the fair value hierarchy Asbury Atlantic's financial assets and liabilities that were accounted for at fair value on a recurring basis as of December 31:

Recurring Fair Value Measures	At Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Assets				
Cash and Short-Term Investments	\$ 76,228,224	\$ -	\$ -	\$ 76,228,224
Fixed Income Securities and Mutual Funds	16,827,893	-	-	16,827,893
Equity Securities and Mutual Funds	24,602,074	-	-	24,602,074
Real Estate Mutual Funds	12,793	-	-	12,793
Derivative Instruments		2,527,626		2,527,626
Subtotal	<u>\$ 117,670,984</u>	<u>\$ 2,527,626</u>	<u>\$ -</u>	<u>\$ 120,198,610</u>
Investments measured at Fair Value Using Net Asset Value Per Share				11,965,636
Total				<u>\$ 132,164,246</u>
Recurring Fair Value Measures	At Fair Value as of December 31, 2021			
	Level 1	Level 2	Level 3	Total
Assets				
Cash and Short-Term Investments	\$ 47,235,447	\$ -	\$ -	\$ 47,235,447
Fixed Income Securities and Mutual Funds	16,396,484	-	-	16,396,484
Equity Securities and Mutual Funds	27,336,325	-	-	27,336,325
Real Estate Mutual Funds	15,809	-	-	15,809
Subtotal	<u>\$ 90,984,065</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 90,984,065</u>
Investments measured at Fair Value Using Net Asset Value Per Share				6,265,618
Total				<u>\$ 97,249,683</u>
Liabilities				
Derivative Instruments	<u>\$ -</u>	<u>\$ 301,241</u>	<u>\$ -</u>	<u>\$ 301,241</u>

ASBURY ATLANTIC, INC.
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 17 FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

The Obligated Group has a policy which permits investments in alternative investments that do not have a readily determinable fair value and, as such, uses the NAV per share as calculated on the reporting entity's measurement date as the fair value of the investment. A listing of the investments held by the Obligated Group and their attributes that may qualify for these valuations consist of the following as of December 31, 2022:

Investment/Strategy	Fair Value	Unfunded Commitments	Redemption Frequency*	Redemption Notice Period
Pantheon USA Fund VI	\$ 30,072	\$ 167,124	N/A - illiquid	N/A - illiquid
Pantheon Global Fund III	33,493	138,966	N/A - illiquid	N/A - illiquid
Ironwood International Ltd.	3,751,321	-	Semi Annually (on anniversary date)	95 calendar days
Ironwood Institutional Multi-Strategy Fund	536,444	-	Semi Annually (June 30 and Dec 31)	95 calendar days
Partners Group	1,312,683	-	Quarterly	20 business days
Blackstone Real Estate Income Trust, Inc.	1,303,475	-	Monthly	7 days prior to month-end
Nuveen Global Cities	1,311,480	-	Monthly	7 days prior to month-end
ACL Alternative Fund	2,373,986	-	Daily	N/A
Pomona Investment Fund	<u>1,312,684</u>	-	Quarterly	20 business days
Total	<u>\$ 11,965,636</u>			

*Subject to Board approval for each period or as documented in the fund's prospectus

ASBURY ATLANTIC, INC.
BALANCE SHEET BY LOCATION
DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Combining Entries	Asbury Atlantic, Inc.
ASSETS						
CURRENT ASSETS						
Cash and Cash Equivalents	\$ 1,116,299	\$ 10,999	\$ 3,269,756	\$ 693,259	\$ -	\$ 5,090,313
Investments	33,062,644	-	2,737,272	348,614	-	36,148,530
Accounts Receivable	3,092,181	431,771	803,524	806,943	-	5,134,419
Other Receivables and Prepaid Expenses	4,094,094	1,959,417	1,349,791	367,860	-	7,771,162
Investments Held Under Bond Indenture	5,837,742	781,039	2,266,352	581,561	-	9,466,694
Total Current Assets	47,202,960	3,183,226	10,426,695	2,798,237	-	63,611,118
Due from ACOMM, Net	48,685,419	17,895,422	14,771,533	-	(4,896,998)	76,455,376
Property and Equipment, Net	135,437,973	37,221,806	75,037,806	17,475,418	-	265,173,003
Right-of-Use Assets - Operating Leases	848,635	134,241	441,023	286,968	-	1,710,867
Right-of-Use Assets - Finance Leases	183,306	25,285	-	-	-	208,591
Investments Restricted by Donors	-	-	13,238,810	-	-	13,238,810
Deposits and Other Assets	482,525	-	-	11,005	-	493,530
Investments Held Under Bond Indenture	26,294,189	5,168,218	6,177,490	1,604,487	-	39,244,384
Statutory Reserves	17,575,546	4,055,785	4,214,255	1,126,503	-	26,972,089
Investments Restricted by Board	1,420,314	-	3,145,799	-	-	4,566,113
Beneficial Interest in Net Assets of Foundation	20,084,118	3,892,972	8,558,506	465,752	-	33,001,348
Valuation of Derivative Instruments	246,975	777	1,648,989	630,885	-	2,527,626
Total Assets	\$ 298,461,960	\$ 71,577,732	\$ 137,660,906	\$ 24,399,255	\$ (4,896,998)	\$ 527,202,855

ASBURY ATLANTIC, INC.
BALANCE SHEET BY LOCATION (CONTINUED)
DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Combining Entries	Asbury Atlantic, Inc.
LIABILITIES AND NET DEFICIT						
CURRENT LIABILITIES						
Accounts Payable and Accrued Expenses	\$ 2,766,573	\$ 101,047	\$ 519,770	\$ 216,410	\$ -	\$ 3,603,800
Accrued Compensation and Related Items	29,596	-	-	-	-	29,596
Accrued Interest Payable	3,013,426	463,286	1,544,323	420,976	-	5,442,011
Obligations Under Charitable Gift Annuities	-	-	77,052	-	-	77,052
Deposits from Prospective Residents	2,394,171	321,830	1,079,566	195,304	-	3,990,871
Entrance Fees - Refundable	4,248,785	2,961,954	460,615	299,833	-	7,971,187
Deferred Revenue	501,624	36,273	62,029	57,773	-	657,699
Current Portion of Lease Liabilities - Operating Leases	253,971	45,260	132,274	98,374	-	529,879
Current Portion of Lease Liabilities - Finance Leases	78,651	9,038	-	-	-	87,689
Current Portion of Long-Term Debt	6,159,691	711,566	2,255,639	609,361	-	9,736,257
Total Current Liabilities	19,446,488	4,650,254	6,131,268	1,898,031	-	32,126,041
Due to ACOMM, Net	-	-	-	4,896,998	(4,896,998)	-
Long-Term Lease Liabilities - Operating Leases	594,664	88,981	308,749	188,594	-	1,180,988
Long-Term Lease Liabilities - Finance Leases	80,238	9,221	-	-	-	89,459
Long-Term Debt, Less Current Portion	117,070,168	17,480,485	81,428,541	22,463,582	-	238,442,776
Contingent Refundable Entrance Fee Liability	102,709,120	23,527,506	12,813,830	14,275,658	-	153,326,114
Entrance Fees - Deferred Revenue	89,914,757	35,464,164	41,957,754	10,006,192	-	177,342,867
Obligations Under Charitable Gift Annuities	-	-	145,575	-	-	145,575
Other Deferred Revenue	1,500,000	-	-	-	-	1,500,000
Total Liabilities	331,315,435	81,220,611	142,785,717	53,729,055	(4,896,998)	604,153,820
NET ASSETS (DEFICIT)						
Without Donor Restrictions	(52,937,593)	(13,535,851)	(21,090,192)	(29,795,553)	-	(117,359,189)
With Donor Restrictions	20,084,118	3,892,972	15,965,381	465,753	-	40,408,224
Total Net Deficit	(32,853,475)	(9,642,879)	(5,124,811)	(29,329,800)	-	(76,950,965)
Total Liabilities and Net Deficit	\$ 298,461,960	\$ 71,577,732	\$ 137,660,906	\$ 24,399,255	\$ (4,896,998)	\$ 527,202,855

ASBURY ATLANTIC, INC.
STATEMENT OF OPERATIONS AND CHANGES IN NET DEFICIT WITHOUT DONOR RESTRICTIONS BY LOCATION
YEAR ENDED DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Combining Entries	Asbury Atlantic, Inc.
REVENUES, GAINS, AND OTHER SUPPORT						
Resident Services Revenue	\$ 70,955,775	\$ 18,845,286	\$ 30,661,962	\$ 17,040,918	\$ -	\$ 137,503,941
Other Operating Revenue	4,443,115	731,386	1,347,906	589,328	-	7,111,735
Amortization of Entrance Fees	13,659,657	5,051,732	6,198,223	1,748,723	-	26,658,335
Interest and Dividend Income, Net	1,426,056	172,166	670,541	82,768	-	2,351,531
Net Realized Loss on Investments	(2,264,844)	(177,046)	(202,803)	(68,828)	-	(2,713,521)
Net Unrealized Loss on Equity Security Investments	(7,675,436)	(622,986)	(4,311,351)	(301,235)	-	(12,911,008)
Allocations from Asbury Foundation, Inc.	-	699,261	-	-	(699,261)	-
Total Revenues, Gains, and Other Support	80,544,323	24,699,799	34,364,478	19,091,674	(699,261)	158,001,013
EXPENSES						
Salaries	31,755,667	6,623,752	10,896,141	8,040,965	-	57,316,525
Employee Benefits	6,117,220	1,220,555	2,540,429	1,583,178	-	11,461,382
Contract Labor	4,017,277	1,368,460	4,000,391	1,811,167	-	11,197,295
Food Purchases	3,415,085	927,902	1,015,377	697,627	-	6,055,991
Medical Supplies and Other Resident Costs	3,537,214	682,440	1,091,310	608,582	-	5,919,546
General and Administrative	1,597,337	472,453	485,794	577,601	-	3,133,185
Building and Maintenance	8,711,801	2,433,982	4,062,000	1,794,147	-	17,001,930
Professional Fees and Insurance	990,245	244,246	328,493	255,172	-	1,818,156
Interest	4,715,436	771,665	3,227,437	899,078	-	9,613,616
Taxes	2,244,282	702,323	1,027,798	177,562	-	4,151,965
Provision for Bad Debts	76,922	(17,579)	(31,721)	63,978	-	91,600
Depreciation and Amortization	17,465,064	3,314,933	5,274,589	1,944,535	-	27,999,121
Management and Other Fees	8,281,317	2,118,618	2,696,350	1,680,896	-	14,777,181
Allocations to Asbury Foundation, Inc.	1,338,758	-	1,562,894	116,942	(699,261)	2,319,333
Total Expenses	94,263,625	20,863,750	38,177,282	20,251,430	(699,261)	172,856,826
INCOME (LOSS) FROM OPERATIONS PRIOR TO NET UNREALIZED GAIN ON CHANGE IN MARKET VALUE OF DERIVATIVE INSTRUMENTS AND GAIN ON DISPOSAL OF ASSETS	(13,719,302)	3,836,049	(3,812,804)	(1,159,756)	-	(14,855,813)

ASBURY ATLANTIC, INC.
STATEMENT OF OPERATIONS AND CHANGES IN NET DEFICIT WITHOUT DONOR RESTRICTIONS BY LOCATION (CONTINUED)
YEAR ENDED DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Combining Entries	Asbury Atlantic, Inc.
Income (Loss) from Operations Prior to Net Unrealized Gain on Change in Market Value of Derivative Instruments	\$ (13,719,302)	\$ 3,836,049	\$ (3,812,804)	\$ (1,159,756)	\$ -	\$ (14,855,813)
Net Unrealized Gain on Disposal of Assets						
Net Unrealized Gain on Change in Market Value of Derivative Instruments	360,745	5,740	1,789,700	672,682	-	2,828,867
Gain on Disposal of Assets	634,151	-	-	-	-	634,151
INCOME (LOSS) FROM OPERATIONS	(12,724,406)	3,841,789	(2,023,104)	(487,074)	-	(11,392,795)
NET DEFICIT WITHOUT DONOR RESTRICTIONS						
Net Unrealized Gain (Loss) on Fixed Income Securities and Other Investments	329,110	28,219	(192,130)	10,854	-	176,053
Net Assets Released from Restrictions						
Used for Purchase of Capital Items	72,007	27,407	74,123	125,524	-	299,061
Transfers to ACOMM	(308,250)	(34,250)	(52,750)	-	-	(395,250)
NET (INCREASE) DECREASE IN NET DEFICIT WITHOUT DONOR RESTRICTIONS	\$ (12,631,539)	\$ 3,863,165	\$ (2,193,861)	\$ (350,696)	\$ -	\$ (11,312,931)

ASBURY ATLANTIC, INC.
STATEMENT OF CASH FLOWS BY LOCATION
YEAR ENDED DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Bethany Village	Springhill	Asbury Atlantic, Inc.
CASH FLOWS FROM OPERATING ACTIVITIES					
Changes in Net Deficit	\$ (11,939,583)	\$ 4,760,095	\$ (610,460)	\$ (415,456)	\$ (8,205,404)
Adjustments to Reconcile Changes in Net Deficit to Net Cash Provided by Operating Activities:					
Provision for Bad Debts	76,922	(17,579)	(31,721)	63,978	91,600
Depreciation and Amortization of Deferred Marketing Costs	17,465,064	3,314,933	5,274,589	1,944,535	27,999,121
Amortization of Deferred Financing Costs	98,008	65,895	74,184	23,091	261,178
Amortization of Bond Premium/Discount	(548,691)	(56,529)	(169,694)	(45,303)	(820,217)
Amortization of ROU Asset	54,069	2,245	-	-	56,314
Amortization of Entrance Fees	(13,659,657)	(5,051,732)	(6,198,223)	(1,748,723)	(26,658,335)
Net Proceeds from Nonrefundable Entrance and Advance Fees	19,370,453	6,004,410	9,071,380	3,733,710	38,179,953
Net Unrealized Loss on Investments	7,346,326	594,767	4,503,481	290,381	12,734,955
Gain on Disposal of Assets	(634,151)	-	-	-	(634,151)
Net Unrealized Gain on Change in Market Value of Derivative Instruments	(360,745)	(5,740)	(1,789,700)	(672,682)	(2,828,867)
Changes in Beneficial Interest in Net Assets of Foundation	(691,956)	(896,930)	(1,600,368)	64,761	(3,124,493)
Transfers to ACOMM	308,250	34,250	52,750	-	395,250
Changes in Value of Obligations under Charitable Gift Annuities	-	-	16,966	-	16,966
Changes in Assets and Liabilities:					
Accounts Receivable	(357,608)	333,831	(28,861)	(348,263)	(400,901)
Other Receivables and Prepaid Expenses	170,802	(126,676)	(108,774)	(56,042)	(120,690)
Deferred Entrance Fees	580,587	(221,570)	(123,940)	-	235,077
Other Assets	96,740	-	11,360	(2,408)	105,692
Deferred Revenue	688,334	(182,247)	(275,716)	(257,759)	(27,388)
Accounts Payable and Accrued Expenses	1,308,389	37,702	256,113	59,833	1,662,037
Accrued Interest Payable	959,377	170,676	145,576	48,301	1,323,930
Net Cash Provided by Operating Activities	20,330,930	8,759,801	8,468,942	2,681,954	40,241,627

ASBURY ATLANTIC, INC.
STATEMENT OF CASH FLOWS BY LOCATION (CONTINUED)
YEAR ENDED DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons	Bethany Village	Springhill	Asbury Atlantic, Inc.
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of Property and Equipment, Net	\$ (13,022,790)	\$ (2,358,999)	\$ (3,785,878)	\$ (1,384,458)	\$ (20,552,125)
Sale (Purchase) of Investments, Net	(15,782,650)	(584,169)	329,979	83,399	(15,953,441)
Net Cash Used by Investing Activities	<u>(28,805,440)</u>	<u>(2,943,168)</u>	<u>(3,455,899)</u>	<u>(1,301,059)</u>	<u>(36,505,566)</u>
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from Entrance and Advance Refundable Fees and Refundable Deposits	4,036,880	4,270,443	254,900	725,200	9,287,423
Refunds of Entrance and Advance Refundable Fees and Refundable Deposits	(11,782,035)	(4,135,357)	(2,711,550)	(2,916,180)	(21,545,122)
Proceeds from Issuance of Debt	34,266,892	5,918,141	2,110,394	804,530	43,099,957
Redemption of Long-Term Debt	-	-	-	-	-
Payments on Debt	(3,089,502)	(1,151,787)	(2,208,263)	(596,737)	(7,046,289)
Payments for Deferred Financing Costs	(653,801)	(113,059)	(150,263)	(161,990)	(1,079,113)
Premiums from Issuance of Debt	(1,729,570)	(300,331)	-	-	(2,029,901)
Payments on Obligations under Deferred-Giving Arrangements	-	-	(69,550)	-	(69,550)
Payments on Finance Leases	(78,486)	(9,271)	-	-	(87,757)
Change in Due to ACOMM, Net	12,481,210	(5,514,344)	1,070,909	744,444	8,782,219
Transfers to ACOMM	(308,250)	(34,250)	(52,750)	-	(395,250)
Net Cash Provided (Used) by Financing Activities	<u>33,143,338</u>	<u>(1,069,815)</u>	<u>(1,756,173)</u>	<u>(1,400,733)</u>	<u>28,916,617</u>
INCREASE (DECREASE) IN CASH, CASH EQUIVALENTS, AND RESTRICTED CASH	24,668,828	4,746,818	3,256,870	(19,838)	32,662,678
Cash, Cash Equivalents, and Restricted Cash - Beginning of Year	<u>26,154,948</u>	<u>5,269,223</u>	<u>12,670,983</u>	<u>4,025,648</u>	<u>48,120,802</u>
CASH, CASH EQUIVALENTS, AND RESTRICTED CASH - END OF YEAR	\$ 50,823,776	\$ 10,016,041	\$ 15,927,853	\$ 4,005,810	\$ 80,773,480
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION					
Cash Paid for Interest	<u>\$ 4,206,742</u>	<u>\$ 591,623</u>	<u>\$ 3,177,371</u>	<u>\$ 872,989</u>	<u>\$ 8,848,725</u>
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES					
ROU Asset Received in Exchange for Finance Lease	<u>\$ 237,374</u>	<u>\$ 27,530</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 264,904</u>

**MARYLAND OBLIGATED GROUP OF
ASBURY ATLANTIC, INC.**

**COMBINED FINANCIAL STATEMENTS
AND OTHER FINANCIAL INFORMATION**

YEARS ENDED DECEMBER 31, 2022 AND 2021



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MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
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INDEPENDENT AUDITORS' REPORT

Audit Committee
Maryland Obligated Group of Asbury Atlantic, Inc.
Frederick, Maryland

Report on the Audit of the Combined Financial Statements

Opinion

We have audited the accompanying combined financial statements of the Maryland Obligated Group of Asbury Atlantic, Inc. (the Obligated Group), which comprise the combined balance sheets as of December 31, 2022 and 2021, and the related combined statements of operations and changes in net deficit and cash flows for the years then ended, and the related notes to the combined financial statements.

In our opinion, the combined financial statements referred to above present fairly, in all material respects, the financial position of the Obligated Group as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

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 Auditors' Responsibilities for the Audit of the Combined Financial Statements section of our report. We are required to be independent of the Obligated Group and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Combined Financial Statements

Management is responsible for the preparation and fair presentation of the combined 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 combined financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' Responsibilities for the Audit of the Combined Financial Statements

Our objectives are to obtain reasonable assurance about whether the combined financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 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 combined 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 combined 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 combined 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 Obligated Group'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 combined financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Obligated Group's ability to continue as a going concern for a reasonable period of time.

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

Audit Committee
Maryland Obligated Group of Asbury Atlantic, Inc.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the combined financial statements as a whole. The other financial information included in the combining balance sheet and the combining statement of operations and changes in net deficit without donor restrictions is presented for purposes of additional analysis and is not a required part of the financial statements. 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 has been subjected to the auditing procedures applied in the audit of the combined financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the combined financial statements or to the combined financial statements themselves, and other additional procedures in accordance with GAAS. In our opinion, the information is fairly stated in all material respects in relation to the combined financial statements as a whole.

CliftonLarsonAllen LLP

CliftonLarsonAllen LLP

King of Prussia, Pennsylvania
April 20, 2023

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINED BALANCE SHEETS
DECEMBER 31, 2022 AND 2021

ASSETS	<u>2022</u>	<u>2021</u>
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 1,127,298	\$ 192,665
Investments	33,062,644	24,636,918
Accounts Receivable	3,523,952	3,559,518
Other Receivables and Prepaid Expenses	6,053,511	6,456,655
Investments Held under Bond Indenture	<u>6,618,781</u>	<u>2,718,034</u>
Total Current Assets	50,386,186	37,563,790
Due from ACOMM, Net	66,580,841	73,547,707
Property, Plant, and Equipment, Net	172,659,779	177,423,836
Right-of-Use Assets - Operating Leases	982,876	1,112,294
Right-of-Use Assets - Finance Leases	208,591	-
Deposits and Other Assets	482,525	579,265
Investments Held under Bond Indenture	31,462,407	8,472,251
Statutory Reserves	21,631,331	20,041,221
Investments Restricted by Board	1,420,314	1,420,314
Beneficial Interest in Net Assets of the Asbury Foundation, Inc.	23,977,090	22,388,204
Valuation of Derivative Instruments	<u>247,752</u>	<u>-</u>
Total Assets	<u><u>\$ 370,039,692</u></u>	<u><u>\$ 342,548,882</u></u>

See accompanying Notes to Combined Financial Statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINED BALANCE SHEETS (CONTINUED)
DECEMBER 31, 2022 AND 2021

LIABILITIES AND NET DEFICIT	<u>2022</u>	<u>2021</u>
CURRENT LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 2,867,620	\$ 1,503,631
Accrued Compensation and Related Items	29,596	47,494
Accrued Interest Payable	3,476,712	2,346,659
Deposits from Prospective Residents	2,716,001	3,015,135
Entrance Fees - Refundable	7,210,739	7,163,218
Deferred Revenue	537,897	1,531,810
Current Portion of Lease Liabilities - Operating Leases	299,231	262,182
Current Portion of Lease Liabilities - Finance Leases	87,689	-
Current Portion of Long-Term Debt	<u>6,871,257</u>	<u>4,244,000</u>
Total Current Liabilities	24,096,742	20,114,129
Long-Term Lease Liabilities - Operating Leases	683,645	850,112
Long-Term Lease Liabilities - Finance Leases	89,459	-
Long-Term Debt, Less Current Portion	134,550,653	104,472,244
Contingent Refundable Entrance Fee Liability	126,236,626	132,878,615
Entrance Fees - Deferred Revenue	125,378,921	119,431,915
Valuation of Derivative Instruments	-	118,733
Other Deferred Revenue	<u>1,500,000</u>	<u>-</u>
Total Liabilities	412,536,046	377,865,748
NET ASSETS (DEFICIT)		
Without Donor Restrictions	(66,473,444)	(57,705,070)
With Donor Restrictions	<u>23,977,090</u>	<u>22,388,204</u>
Total Net Deficit	<u>(42,496,354)</u>	<u>(35,316,866)</u>
Total Liabilities and Net Deficit	<u><u>\$ 370,039,692</u></u>	<u><u>\$ 342,548,882</u></u>

See accompanying Notes to Combined Financial Statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINED STATEMENTS OF OPERATIONS AND CHANGES IN NET DEFICIT
YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
REVENUES, GAINS, AND OTHER SUPPORT		
Resident Services Revenue	\$ 89,801,061	\$ 87,439,799
Other Operating Revenue	5,174,501	2,387,871
Amortization of Entrance Fees	18,711,389	18,122,298
Interest and Dividend Income, Net	1,598,222	1,108,782
Net Realized Gain (Loss) on Investments	(2,441,890)	6,251,171
Net Unrealized Loss on Equity Security Investments	(8,298,422)	(1,617,202)
Allocations from Asbury Foundation, Inc.	-	5,877,765
Total Revenues, Gains, and Other Support	<u>104,544,861</u>	<u>119,570,484</u>
EXPENSES		
Salaries	38,379,419	36,591,543
Employee Benefits	7,337,775	8,353,135
Contract Labor	5,385,737	5,042,743
Food Purchases	4,342,987	3,886,383
Medical Supplies and Other Resident Costs	4,219,654	5,408,710
General and Administrative	2,069,790	2,219,809
Building and Maintenance	11,145,783	10,734,435
Professional Fees and Insurance	1,234,491	1,049,977
Interest	5,487,101	4,401,388
Taxes	2,946,605	2,999,998
Provision for Bad Debts	59,343	485,774
Depreciation and Amortization	20,779,997	20,813,858
Management and Other Fees	10,399,935	9,752,815
Allocations to Asbury Foundation, Inc.	639,497	-
Total Expenses	<u>114,428,114</u>	<u>111,740,568</u>
INCOME (LOSS) FROM OPERATIONS PRIOR TO NET UNREALIZED GAIN ON CHANGE IN MARKET VALUE OF DERIVATIVE INSTRUMENTS AND GAIN ON DISPOSAL OF ASSETS	(9,883,253)	7,829,916
Net Unrealized Gain on Change in Market Value of Derivative Instruments	366,485	242,288
Gain on Disposal of Assets	<u>634,151</u>	<u>481,670</u>
INCOME (LOSS) FROM OPERATIONS	(8,882,617)	8,553,874

See accompanying Notes to Combined Financial Statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINED STATEMENTS OF OPERATIONS AND CHANGES IN NET DEFICIT (CONTINUED)
YEARS ENDED DECEMBER 31, 2022 AND 2021

	<u>2022</u>	<u>2021</u>
NET DEFICIT WITHOUT DONOR RESTRICTIONS		
Income (Loss) from Operations	\$ (8,882,617)	\$ 8,553,874
Transfers to ACOMM	(342,500)	(2,517,750)
Net Unrealized Gain (Loss) on Fixed Income Securities and Other Investments	357,329	(435,425)
Net Assets Released from Restrictions Used for Purchase of Capital Items	<u>99,414</u>	<u>1,019,486</u>
Net (Increase) Decrease in Net Deficit Without Donor Restrictions	<u>(8,768,374)</u>	<u>6,620,185</u>
NET ASSETS WITH DONOR RESTRICTIONS		
Net Assets Released from Restrictions Used for Purchase of Capital Items	(99,414)	(1,019,486)
Change in Beneficial Interest in Net Assets of Asbury Foundation, Inc.	<u>1,688,300</u>	<u>3,949,618</u>
Net Increase in Net Assets With Donor Restrictions	<u>1,588,886</u>	<u>2,930,132</u>
CHANGES IN NET DEFICIT	(7,179,488)	9,550,317
Net Deficit - Beginning of Year	<u>(35,316,866)</u>	<u>(44,867,183)</u>
NET DEFICIT - END OF YEAR	<u><u>\$ (42,496,354)</u></u>	<u><u>\$ (35,316,866)</u></u>

See accompanying Notes to Combined Financial Statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2022 AND 2021

	2022	2021
CASH FLOWS FROM OPERATING ACTIVITIES		
Changes in Net Deficit	\$ (7,179,488)	\$ 9,550,317
Adjustments to Reconcile Changes in Net Deficit to Net Cash Provided by Operating Activities:		
Provision for Bad Debts	59,343	485,774
Depreciation and Amortization	20,779,997	20,813,858
Amortization of Bond Premium/Discount	(605,220)	(669,032)
Amortization of Deferred Bond Financing Costs	163,903	139,871
Amortization of ROU Asset - Finance Leases	56,314	-
Amortization of Entrance Fees	(18,711,389)	(18,122,298)
Net Proceeds from Nonrefundable Entrance and Advance Fees	25,374,863	20,195,456
Net Unrealized Loss on Investments	7,941,093	2,052,627
Net Unrealized Gain on Change in Market Value of Derivative Instruments	(366,485)	(242,288)
Gain on Disposal of Assets	(634,151)	(481,670)
Changes in Beneficial Interest in Net Assets of Foundation	(1,588,886)	(2,930,132)
Transfers to ACOMM	342,500	2,517,750
Changes in Assets and Liabilities:		
Accounts Receivable	(23,777)	(577,305)
Other Receivables and Prepaid Expenses	44,126	112,588
Deferred Entrance Fees	359,017	(1,226,686)
Other Assets	96,740	96,180
Deferred Revenue	506,087	1,039,336
Accounts Payable and Accrued Expenses	1,346,091	(204,920)
Accrued Interest Payable	1,130,053	(26,410)
Net Cash Provided by Operating Activities	29,090,731	32,523,016
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of Property and Equipment, Net	(15,381,789)	(13,242,892)
Sales (Purchases) of Investments, Net	(16,366,819)	10,048,792
Net Cash Used by Investing Activities	(31,748,608)	(3,194,100)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from Entrance and Advance Refundable Fees and Refundable Deposits	8,307,323	15,605,410
Proceeds from Issuance of Debt	40,185,033	-
Refunds of Entrance and Advance Refundable Fees and Refundable Deposits	(15,917,392)	(16,019,328)
Payments on Debt	(4,241,289)	(6,460,667)
Discounts from Issuance of Debt	(2,029,901)	-
Payments for Deferred Financing Cost	(766,860)	-
Payments on Finance Leases	(87,757)	-
Change in Due to ACOMM, Net	6,966,866	(17,038,790)
Transfers to ACOMM	(342,500)	(2,517,750)
Net Cash Provided (Used) by Financing Activities	32,073,523	(26,431,125)
INCREASE IN CASH, CASH EQUIVALENTS AND RESTRICTED CASH	29,415,646	2,897,791
Cash and Cash Equivalents and Restricted Cash - Beginning of Year	31,424,171	28,526,380
CASH AND CASH EQUIVALENTS AND RESTRICTED CASH - END OF YEAR	<u>\$ 60,839,817</u>	<u>\$ 31,424,171</u>
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION		
Cash Paid for Interest	<u>\$ 4,798,365</u>	<u>\$ 4,956,959</u>
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING AND FINANCING ACTIVITIES		
ROU Asset Received in Exchange for Finance Leases	<u>\$ 264,904</u>	<u>\$ -</u>
ROU Asset Received in Exchange for Operating Leases	<u>\$ 89,609</u>	<u>\$ 913,304</u>

See accompanying Notes to Combined Financial Statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 1 ORGANIZATION

The Maryland Obligated Group of Asbury Atlantic, Inc. (the Obligated Group) consists of Asbury Methodist Village (AMV) and Asbury Solomons (AS), which are operating entities of Asbury Atlantic, Inc. (Asbury Atlantic). Asbury Atlantic is a nonprofit, nonstock corporation organized under the laws of the state of Maryland and is a supported organization of Asbury Communities, Inc. (ACOMM). ACOMM is the sole member of Asbury Atlantic.

AMV and AS are located in Gaithersburg, Montgomery County, Maryland and Solomons, Calvert County, Maryland, respectively. AMV and AS are continuing-care retirement communities (CCRC). A CCRC consists of independent living, assisted living, and skilled-nursing units. A CCRC provides a continuum of care that includes housing, health care, and other related healthcare and lifestyle services to seniors.

Any cash transferred from Asbury Atlantic to ACOMM during 2022 and 2021 should be deemed to be not required for operations, debt covenants, or regulatory requirements.

ACOMM serves as the supporting organization of Asbury Atlantic; Asbury, Inc. (Asbury Place) and Affiliate; Asbury Communities HCBS, Inc. (HCBS); and Albright Care Services and Subsidiary (Albright). Asbury Atlantic has operating affiliates comprised of AMV, AS, Bethany Village (BV), and Springhill (SH). ACOMM is the sole voting stockholder of The Asbury Group, Inc. Additionally, ACOMM is the sole member of Asbury Foundation, Inc. (AFOUND).

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of Combination

AMV and AS are members of an obligated group acting as co-obligors on certain long-term debt. The accompanying combined financial statements include the accounts of AMV and AS. All significant intercompany transactions have been eliminated in the combined financial statements.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cash, Cash Equivalents, and Restricted Cash

Cash and cash equivalents include amounts held in checking and savings accounts, money market accounts, and short-term certificates of deposit with original maturities of 90 days or less. Cash balances are principally uninsured and subject to normal credit risks. Cash and cash equivalents within funds identified as investments held under bond indenture and statutory reserves are considered restricted in nature.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Cash, Cash Equivalents, and Restricted Cash (Continued)

The following table provides a reconciliation of cash, cash equivalents, and restricted cash reported within the combined balance sheets that sum to the total of the same such amounts shown in the combined statements of cash flows at December 31:

	2022	2021
Cash	\$ 1,127,298	\$ 192,665
Restricted Cash Included in Current Investments		
Held Under Bond Indenture	6,618,781	2,718,034
Restricted Cash Included in Long-Term Investments		
Held Under Bond Indenture	31,462,407	8,472,251
Restricted Cash Included in Statutory Reserves	21,631,331	20,041,221
Total Cash, Cash Equivalents, and Restricted		
Cash Shown in the Statements of Cash Flows	<u>\$ 60,839,817</u>	<u>\$ 31,424,171</u>

Accounts Receivable

The Obligated Group's policy is to write off all resident accounts that have been identified as uncollectible. An allowance for doubtful accounts is recorded for accounts not yet written off, which are estimated to become uncollectible in future periods.

Under Medicare and Medicaid reimbursement and other third-party agreements, amounts collected for services to patients under these agreements are computed at contractually agreed-upon rates. Accounts receivable have been adjusted to reflect the difference between charges and the reimbursable amounts under these third-party contracts. Revenues from Medicare and Medicaid programs and other third-party agreements accounted for approximately 26% and 28% of total resident services revenues for the years ended December 31, 2022 and 2021, respectively.

Investments and Investment Income

Substantially all investments are held in an investment account with ACOMM. The investment pools are comprised of equity securities or equity mutual funds, bonds or bond mutual funds, alternative investments, and cash. The equity securities and the related unrealized gains or losses are recorded above income from operations. The fixed income securities and other types of investments and their related unrealized gains or losses are recorded below income from operations. The investments are managed by an investment advisor. In addition, investments held under bond indenture with trustees are high-grade income securities.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments and Investment Income (Continued)

If market quotations are not readily available for a security or if subsequent events suggest that a market quotation is not reliable, the funds will use the security's fair value, using consistently applied procedures established by and under the general supervision of the funds' manager. This generally means that equity securities and fixed income securities listed and traded principally on any national securities exchange are valued on the basis of the last sale price or, lacking any sales, at the closing bid price, on the primary exchange on which the security is traded. The funds' manager may involve subjective judgments as to the fair value of securities. The use of fair value pricing by the funds may cause the net asset value of fund units to differ significantly from the net asset value that would be calculated using current market values.

Accordingly, valuations do not necessarily represent the amounts that might be realized from sales or other dispositions of investments, nor do they reflect taxes or other expenses that might be incurred upon disposition. Mortgage loans held by the underlying funds have been valued on the basis of principal and interest payment terms discounted at currently prevailing interest rates for similar investments. The fair values relating to certain alternative investments have been estimated by the funds' manager in the absence of readily ascertainable market values. Because of the inherent uncertainty of valuations of the investments held by the underlying funds, their estimated values may differ significantly from the values that would have been used had a ready market for these investments existed, and the differences could be material.

Investment returns and related activity are allocated to each affiliate based on their proportion of their underlying holdings. The portion of investments that is available to fund current operating activities is included in current assets in the accompanying combined balance sheets. Donated investments are reported at their fair values at date of receipt.

Investment income or loss from equity securities, mutual funds, bonds, and alternative investments includes the Obligated Group's proportional share of interest and dividends, net of investment management fees; realized gains and losses on investments, unrealized gains and losses on equity security investments; and any provision for other-than-temporary impairment of investments and are included in income from operations. Investment income or loss is included in income from operations unless restricted by donor or law. Unrealized gains and losses on fixed income securities and other investments with readily determinable market values are excluded from income from operations unless the losses are deemed to be other-than-temporary.

The Obligated Group periodically evaluates whether any declines in the fair values of investments are other-than-temporary. This evaluation consists of a review of several factors, including but not limited to length of time and extent that a security has been in an unrealized loss position, the existence of an event that would impair the issuer's future earnings potential, the near-term prospects for recovery of the market value of a security and the intent and ability of the Obligated Group to hold the security until the market value recovers. Declines in fair value below cost that are deemed to be other-than-temporary are recorded as realized losses in the accompanying combined statements of operations and changes in net deficit.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Investments and Investment Income (Continued)

The investment policy of the Obligated Group provides a balance of long-term growth and preservation of capital of the assets while managing a core segment of assets in a manner specifically designed to meet the ongoing capital requirements of the Obligated Group and other requirements specified under the terms of its financing agreements.

Strategies Employed for Achieving Objectives

To satisfy its long-term rate-of-return objectives, the Obligated Group relies on an investment strategy that allocates its investments among a number of asset classes. These asset classes may include: domestic equity, domestic fixed income, international equity, cash equivalents, and other alternative strategies and products. The purpose of allocating among asset classes is to ensure the proper level of diversification to achieve the portfolio's investment objectives. The Obligated Group believes that this investment strategy meets the Obligated Group's long-term rate-of-return objectives while avoiding undue risk from imprudent concentration in any single asset class or investment vehicle. In order to ensure that the Obligated Group continues to meet its objectives, the Obligated Group has established rebalancing guidelines and established mechanisms for ongoing monitoring of performance and risk.

Derivatives Policy

The Obligated Group manages some of its exposure to interest rate volatility through use of interest rate swap contracts. These contracts qualify as derivative financial instruments. The book values of the derivative instruments are adjusted to their estimated fair values at each balance sheet date. The Obligated Group has determined that, for continuing operations, the derivatives do not meet the criteria for hedge accounting and, therefore, the change in fair value of all of the derivative instruments are included within the Obligated Group's performance indicator, income from operations.

Investments Restricted by the Board

Investments restricted by the board include assets set aside by the board of directors (the board) for benevolent care. The board retains control of these assets and may, at its discretion, subsequently use them for other board-designated purposes.

Beneficial Interest in Net Assets of Foundation

The Obligated Group records an interest in the net assets of AFOUND resulting from contributions with and without donor restrictions that are solicited and held by AFOUND to be used primarily for the benefit of the Obligated Group.

Leases

The Obligated Group determines if an arrangement is a lease at inception. Operating leases are included in right-of-use (ROU) assets-operating leases and lease liability-operating leases, and finance leases are included in right-of-use (ROU) assets-finance leases and lease liability-finance leases in the combined balance sheets.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Leases (Continued)

ROU assets represent the Obligated Group's right to use an underlying asset for the lease term and lease liabilities represent the Obligated Group's obligation to make lease payments arising from the lease. ROU assets and liabilities are recognized at commencement date based on the present value of lease payments over the lease term. Lease terms may include options to extend or terminate the lease when it is reasonably certain that the Obligated Group will exercise that option. Lease expense for operating lease payments is recognized on a straight-line basis over the lease term.

The individual lease contracts do not provide information about the discount rate implicit in the lease. Therefore, the Obligated Group has elected to use a risk-free discount rate determined using a period comparable with that of the lease term for computing the present value of lease liabilities.

Property and Equipment

Property and equipment are stated at cost. Donated property and equipment are recorded at fair market value at the date of the gift. Improvements that materially extend the useful lives of the assets are capitalized. General repairs and maintenance costs are expensed as incurred. The Obligated Group capitalizes all expenditures for property and equipment costing \$1,000 or more and having useful lives greater than two years.

Interest costs incurred on borrowed funds and deferred financing costs during the period of construction of capital assets are capitalized as a component of the cost of acquiring those assets.

The Obligated Group reviews its property for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. When recovery is reviewed, if the undiscounted cash flows estimated to be generated by the property are less than its carrying amount, management compares the carrying amount of the property to its fair value in order to determine whether an impairment loss has occurred. The amount of impairment loss is equal to the excess of the asset's carrying value over its estimated fair value. No impairment loss was recognized during 2022 or 2021.

Advertising Expenses

The cost of advertising is expensed when incurred and included within the general and administrative financial statement line item within the combined statements of operations and changes in net deficit. Advertising expense was \$492,648 and \$747,355 for the years ended December 31, 2022 and 2021, respectively.

Deposits from Prospective Residents

Deposits from prospective residents are refundable until such time as the prospective resident executes a residency agreement and pays the balance of the entrance fee. Interest earned on these deposits belongs to the Obligated Group.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Continuing Care Contracts

The Obligated Group offers continuing care contracts to its residents. These contracts include residential facilities, meals, and other amenities, as well as priority access to health care services.

The Obligated Group periodically reviews the present value of the net cost of future services and use of facilities to be provided to current residents under continuing care contracts and compares that amount with the balance of deferred revenue from entrance fees. If the present value of the net cost of future services and use of facilities exceeds the deferred revenue from entrance fees, a liability is recorded (obligation to provide future services and use of facilities) with a corresponding charge to income. As a result of this calculation, the present value of the net cost of future services and use of facilities did not exceed deferred revenue from resident entrance fees; accordingly, no obligation was recorded for the years ended December 31, 2022 and 2021.

Resident Services Revenue

Resident services revenue is reported at the amount that reflects the consideration to which the Obligated Group expects to be entitled in exchange for providing resident care. These amounts are due from residents, third-party payors (including health insurers and government programs), and others and includes variable consideration for retroactive revenue adjustments due to settlement of audits, reviews, and investigations. Generally, the Obligated Group bills the residents and third-party payors several days after the services are performed. Revenue is recognized as performance obligations are satisfied.

Performance obligations are determined based on the nature of the services provided by the Obligated Group. Revenue for performance obligations satisfied over time is recognized based on actual charges. The Obligated Group believes that this method provides a faithful depiction of the transfer of services over the term of the performance obligation based on the inputs needed to satisfy the obligation. Generally, performance obligations satisfied over time relate to residents in the facility receiving skilled nursing services or residents receiving services in the facility. The Obligated Group measures the performance obligation from admission into the facility, or the commencement of an outpatient service, to the point when it is no longer required to provide services to that resident, which is generally at the time of discharge or completion of the outpatient services. Revenue for performance obligations satisfied at a point in time is generally recognized when goods are provided to the residents. The Obligated Group does not believe it is required to provide additional goods or services related to that sale.

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

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

The Obligated Group offers three types of resident entrance fee options: a standard declining refund option, an 80% refundable option, and a nonrefundable option. All resident entrance fees are expected to be paid in full upon occupancy. Previously, 100% refundable and 90% refundable options were offered. Refunds of entrance fees for termination prior to occupancy are made within 30 days.

Under the standard declining refund option, the entrance fee is amortized over a period of five years resulting in an entrance fee refund balance that declines 1.667% per month over the five-year period. After that period, the refund is fully amortized and there is no refundable portion. Under the nonrefundable entrance fee, the entrance fee is not refundable as of the resident's designated occupancy date or actual date of occupancy, whichever is earlier. Under the refundable contracts, residents pay a higher entrance fee in order to guarantee a specific percentage refund of the entrance fee upon termination of the residency agreement. Payment of an entrance fee refund is contingent upon a successor resident taking possession of the original residential unit.

The nonrefundable entrance fees are classified as deferred revenue and are recognized as revenue on a straight-line basis over each individual resident's expected remaining life, adjusted annually (time-based measurement).

Refundable entrance fees are recorded as a liability in the accompanying balance sheets as current liabilities. Remaining life expectancies are determined based on actuarial data specific to CCRC residents. Upon termination of a contract through death or withdrawal from the Obligated Group after occupancy, any unamortized nonrefundable deferred entrance fee is recorded as income.

The gross amounts of refund obligations are summarized below and are categorized as refundable entrance fees and standard entrance fees. The contingent refundable entrance fees are fixed in their amounts but are refundable upon the receipt of a successor entrance fee. Standard entrance fees are refundable upon termination of occupancy, and the amount of refund is based upon the length of stay in the community.

Contingent refundable entrance fee liability represents an entrance fee which is refunded only upon reoccupancy by a subsequent resident. Entrance fees – deferred revenue represents the unamortized portion of the nonrefundable entrance fees.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

A summary of net entrance fees is as follows at December 31:

	<u>2022</u>	<u>2021</u>
Entrance Fees - Refundable	\$ 7,210,739	\$ 7,163,218
Contingent Refundable Entrance Fee Liability	126,236,626	132,878,615
Entrance Fees - Deferred Revenue:		
80% to 100% Refundable Contracts	4,685,181	4,336,016
Standard Entrance Fee Option Contracts:		
Five-Year Contracts	120,264,191	114,807,822
Nonrefundable Contracts	429,549	288,077
Total	<u>125,378,921</u>	<u>119,431,915</u>
Total Entrance Fees	<u>\$ 258,826,286</u>	<u>\$ 259,473,748</u>

The Obligated Group also records revenue related to resident room and board, which, depending upon the facility and contract type, could also include housekeeping, laundry, dining services, and future healthcare costs. Revenue for physical, occupational, and speech therapy, as well as health, personal care, and social ancillary charges is also recorded. Revenue is recognized when services are performed.

The composition of resident services by primary payor for the years ended December 31, 2022 and 2021 is as follows:

	<u>2022</u>	<u>2021</u>
Medicaid	\$ 11,467,556	\$ 11,405,052
Medicare	11,142,942	12,413,183
Managed Care	389,066	503,683
Private Pay	66,801,497	63,117,881
Total Resident Services Revenue	<u>\$ 89,801,061</u>	<u>\$ 87,439,799</u>

Revenue from resident's deductibles and coinsurance are included in the categories presented above based on the primary payor.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Resident Services Revenue (Continued)

The composition of resident services revenue based on its service lines, method of reimbursement, and timing of revenue recognition are as follows at December 31:

	2022		
	Asbury Methodist Village	Asbury Solomons, Inc.	Total
Service Lines:			
Skilled Nursing Facility	\$ 28,388,723	\$ 6,616,246	\$ 35,004,969
Assisted Living	12,503,493	2,159,457	14,662,950
Independent Living	29,910,698	10,011,937	39,922,635
Retail Sales	152,861	57,646	210,507
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 89,801,061</u>
Method of Reimbursement:			
Fee for Services	\$ 70,802,914	\$ 18,787,640	\$ 89,590,554
Retail Sales	152,861	57,646	210,507
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 89,801,061</u>
Timing of Revenue and Recognition:			
Health Care Services Transferred Over Time	\$ 70,802,914	\$ 18,787,640	\$ 89,590,554
Sales at Point in Time	152,861	57,646	210,507
Total	<u>\$ 70,955,775</u>	<u>\$ 18,845,286</u>	<u>\$ 89,801,061</u>
	2021		
	Asbury Methodist Village	Asbury Solomons, Inc.	Total
Service Lines:			
Skilled Nursing Facility	\$ 29,008,608	\$ 7,158,586	\$ 36,167,194
Assisted Living	10,383,562	2,523,500	12,907,062
Independent Living	29,453,061	8,776,392	38,229,453
Retail Sales	100,337	35,753	136,090
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 87,439,799</u>
Method of Reimbursement:			
Fee for Services	\$ 68,845,231	\$ 18,458,478	\$ 87,303,709
Retail Sales	100,337	35,753	136,090
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 87,439,799</u>
Timing of Revenue and Recognition:			
Health Care Services Transferred Over Time	\$ 68,845,231	\$ 18,458,478	\$ 87,303,709
Sales at Point in Time	100,337	35,753	136,090
Total	<u>\$ 68,945,568</u>	<u>\$ 18,494,231</u>	<u>\$ 87,439,799</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Contract Costs

The Obligated Group has applied the practical expedient provided by Financial Accounting Standards Board (FASB) Accounting Standards Codification 340-40-25-4 and all incremental resident contract acquisition costs are expensed as they are incurred as the amortization period of the asset that the Obligated Group otherwise would have recognized is one year or less in duration.

Charity Care

The Obligated Group's policy is to track those expenses for residents in its facilities who cannot pay for all or a portion of their care and to define these expenses as charity care. Because the Obligated Group does not pursue collection of amounts determined to qualify as charity care, they are not reflected as revenue in the accompanying combined financial statements. Benevolent and charity care provided to residents for the years ended December 31, 2022 and 2021 was \$2,485,365 and \$1,956,078, respectively.

Occupancy Percentages

During the years ended December 31, 2022 and 2021, the occupancy percentages and the percentages of Skilled Nursing Center (SNF) residents covered under the Medicaid program, Medicare program, and private pay and other were as follows:

	2022		2021	
	Asbury Methodist Village	Asbury Solomons, Inc.	Asbury Methodist Village	Asbury Solomons, Inc.
Total Skilled Nursing Center Occupancy*	95%	87%	72%	92%
Medicaid	54%	34%	51%	27%
Medicare	22%	12%	24%	13%
Private Pay and Other	24%	54%	25%	60%

*2022 total skilled nursing center occupancy was based on 185 available units, while the 2021 total was based on 257 available units.

Provider Relief Funds

During 2020, the World Health Organization declared the spread of Coronavirus Disease (COVID-19) a worldwide pandemic. The COVID-19 pandemic is having significant effects on global markets, supply chains, businesses, and communities. Specific to the Organization, COVID-19 has impacted various parts of its operations for the years ended December 31, 2022 and 2021 and financial results including but not limited to, personal protective equipment costs, additional costs for emergency preparedness, disease control and containment, additional testing, shortages of health care and other personnel, and loss of revenue due to reductions in certain revenue streams. Management believes the Obligated Group continues to take appropriate actions to mitigate the negative impact of this pandemic.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Provider Relief Funds (Continued)

Due to the Coronavirus pandemic, the U.S. Department of Health and Human Services (HHS) made available emergency relief grant funds to health care providers through the CARES Act Provider Relief Fund (PRF). Total grant funds approved and received by the Obligated Group for the years ended December 31, 2022 and 2021 was \$1,863,548 and \$2,182,697, respectively. The PRF's are subject to certain restrictions on eligible expenses or uses, reporting requirements, and will be subject to audit. At December 31, 2022 and 2021, the Obligated Group recognized \$2,794,034 and \$1,252,211, respectively, as other operating revenue in the combined statements of operations and changes in net deficit. As of December 31, 2022 and 2021, the Obligated Group recognized \$-0- and \$930,486, respectively, as deferred revenue in the combined balance sheets. The Obligated Group believes the amounts have been recognized appropriately as of December 31, 2022 and 2021.

Contributions

Unconditional promises to give cash and other assets to the Obligated Group are reported at fair value at the date the promise is received. Conditional promises to give and indications of intentions to give are reported at fair value at the date the gift is received. The gifts are reported as donor-restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is fulfilled, these net assets with donor restrictions are reclassified as net assets without donor restrictions and reported in the combined statements of operations and changes in net deficit as net assets released from restrictions. Donor-restricted contributions whose restrictions are met within the same year as received are reported as unrestricted contributions in the accompanying combined statements of operations and changes in net deficit. Endowments to be held in perpetuity are recorded with net assets with donor restrictions.

Net Assets and Endowment Funds

Net assets, revenues, gains, and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified and reported as follows:

Net Assets Without Donor Restrictions – Include net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. At times, the governing board can designate, from net assets without donor restrictions, net assets for a board-designated endowment or other purposes.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Net Assets and Endowment Funds (Continued)

Net Assets With Donor Restrictions – Include net assets subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. The Obligated Group has adopted an enacted version of the Uniform Prudent Management of Institutional Funds Act, which requires enhanced disclosures for all endowment funds. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource has been fulfilled, or both.

Net assets with donor restrictions that are temporary in nature consist of assets held on behalf of the Obligated Group by AFOUND. They are primarily available to purchase equipment, provide charity care and for other health and educational services.

Net assets with donor restrictions that are perpetual in nature are amounts held by AFOUND for the benefit of the Obligated Group. The objectives of these net assets are providing long-term growth of capital and maximizing the return on assets over the long-term while diversifying investments within asset classes to reduce the impact of losses in single investments. The income from these net assets is unrestricted and has been expended to support benevolent care provided by the Obligated Group.

Income from Operations

The accompanying combined statements of operations and changes in net deficit include income from operations, which is the Obligated Group's performance indicator. Changes in net assets without donor restrictions, which are excluded from the income from operations, consistent with industry practice, include unrealized gains and losses on fixed income securities and other investments, net assets released from restrictions for capital items, and permanent transfers of assets to and from ACOMM for other than goods and services.

Tax Status

The Obligated Group members are each exempt from federal income taxes pursuant to Section 501(c)(3) of the Internal Revenue Code (IRC); accordingly, no provisions for income taxes are required as there are no unrelated trades or businesses.

ACOMM has implemented processes to ensure compliance with the Internal Revenue Service's intermediate sanctions provisions for all its supported organizations, including the Obligated Group. This includes an independent review by the compensation committee of the board of all compensation arrangements with disqualified persons and outside compensation consultants to provide independent third-party review and advisement, and the implementation of a detailed conflict-of-interest policy and annual disclosure process for all disqualified persons. The compensation committee also hires outside counsel to advise the Obligated Group on compliance.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Tax Status (Continued)

The tax benefit from an uncertain tax position must be recognized only if it is more likely than not that the tax position will be sustained upon examination by the taxing authorities, based on the technical merits of the position. The tax benefits recognized in the financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate resolution. The Obligated Group's reassessment of its tax positions did not have a material impact on the Obligated Group's results of operations or financial position.

The Obligated Group's income tax returns are subject to review and examination by federal, state, and local authorities. The Obligated Group is not aware of any activities that would jeopardize its tax-exempt status.

Fair Value Measurements

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 (exit price). The Obligated Group utilizes market data or assumptions that market participants would use in pricing the asset or liability, including assumptions about risk and the risks inherent in the inputs to the valuation technique. These inputs can be readily observable, market corroborated, or generally unobservable.

The Obligated Group primarily applies the market approach for recurring fair value measurements and endeavors to utilize the best available information. Accordingly, the Obligated Group utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. The Obligated Group is able to classify fair value balances based on the observability of those inputs.

The Obligated Group's assessment of the significance of a particular input to the fair value measurements requires judgment, and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. Financial assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. Also, the time between inception and performance of the contract may affect the fair value. The determination of fair value may, therefore, affect the timing of recognition of revenues and net income.

Fair value measurement applies to reported balances that are required or permitted to be measured at fair value under an existing accounting standard. The Obligated Group emphasizes that fair value is a market-based measurement, not an entity-specific measurement. Therefore, a fair value measurement should be determined based on the assumptions that market participants would use in pricing the asset or liability and establishes a fair value hierarchy.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value Measurements (Continued)

The fair value hierarchy consists of three levels of inputs that may be used to measure fair value as follows:

Level 1 – Inputs that utilize quoted prices (unadjusted) in active markets for identical assets or liabilities that the Obligated Group has the ability to access.

Level 2 – Inputs that include quoted prices for similar assets and liabilities in active markets and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument. Fair values for these instruments are estimated using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows.

Level 3 – Inputs that are unobservable inputs for the asset or liability, which are typically based on an entity's own assumptions, as there is little, if any, related market activity.

In instances where the determination of the fair value measurement is based on inputs from different levels of the fair value hierarchy, the level in the fair value hierarchy within which the entire fair value measurement falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

Additionally, from time to time, the Obligated Group may be required to record at fair value other assets on a nonrecurring basis in accordance with accounting principles generally accepted in the United States of America. These adjustments to fair value usually result from the application of the lower-of-cost-or-market accounting or write down of individual assets. The Obligated Group has determined that there would be no impact to the accompanying combined financial statements as a result of the application of this standard.

Nonfinancial assets measured at fair value on a nonrecurring basis would include nonfinancial assets and nonfinancial liabilities measured at fair value in the second step of a goodwill impairment test, other real estate owned, and other intangible assets measured at fair value for impairment assessment.

The Obligated Group also adopted the policy of valuing certain financial instruments at fair value. This accounting policy allows entities the irrevocable option to elect fair value for the initial and subsequent measurement for certain financial assets and liabilities on an instrument-by-instrument basis. The Obligated Group has not elected to measure any existing financial instruments at fair value; however, it may elect to measure newly acquired financial instruments at fair value in the future.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Subsequent Events

In preparing these combined financial statements, the Obligated Group has evaluated events and transactions for potential recognition or disclosure through April 20, 2023, the date the combined financial statements were issued.

NOTE 3 LIQUIDITY AND AVAILABILITY

As of December 31, 2022 and 2021, the Obligated Group has working capital of \$26,289,444 and \$17,449,661, respectively.

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the balance sheet date, comprise the following:

	2022	2021
Cash and Cash Equivalents	\$ 1,127,298	\$ 192,665
Investments	33,062,644	24,636,918
Accounts Receivable, Net	3,523,952	3,559,518
Other Receivables	6,053,511	6,456,655
Investments Held Under Bond Indenture	6,618,781	2,718,034
Total Financial Assets	<u>\$ 50,386,186</u>	<u>\$ 37,563,790</u>

The Obligated Group has certain investments, including the current portion of investments held under bond indenture, which are available for general expenditures within one year in the normal course of operations. Accordingly, these assets have been included in the qualitative information above. The Obligated Group has other assets limited to use for board-restricted purposes, statutory liquid reserves, and noncurrent portion of investments held under bond indenture.

These assets limited to use, which are more fully described in Note 6 are not available for general expenditure within the next year and are not reflected in the amounts above. However, the board-designated amounts could be made available, if necessary.

NOTE 4 REGULATORY ENVIRONMENT

Medicare and Medicaid

Laws and regulations governing the Medicare and Medicaid programs are complex and subject to interpretation. As a result, there is at least a reasonable possibility that recorded estimates will change by a material amount in the near term. The Obligated Group believes that it is in compliance with all applicable laws and regulations and is not aware of any pending or threatened investigations involving allegation of potential wrongdoing. While no such regulatory inquiries have been made, compliance with such laws and regulations can be subject to future government review and interpretation, as well as significant regulatory action including fines, penalties, and exclusion from the Medicare and Medicaid programs.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

Medicare and Medicaid (Continued)

Medicare Reimbursement

The Balanced Budget Act of 1997 modified how payment is made for Medicare SNF services. SNFs are reimbursed on the basis of a prospective payment system (PPS). The PPS payment rates are adjusted for case mix and geographic variation in wages and cover all costs of furnishing SNF covered services (routine, ancillary, and capital related costs). Annual cost reports are required to be submitted to the designated Medicare Administrative Contractor; however, they do not contain a cost settlement. The Centers for Medicare and Medicaid Services (CMS) recently finalized the Patient Driven Payment Model (PDPM) to replace the existing Medicare reimbursement system effective October 1, 2019. Under PDPM, therapy minutes are removed as the primary basis for payment and instead uses the underlying complexity and clinical needs of a patient as a basis for reimbursement. In addition, PDPM introduces variable adjustment factors that change reimbursement rates during the resident's length of stay.

Nursing facilities licensed for participation in the Medicare and Medical Assistance programs are subject to annual licensure renewal. If it is determined that a nursing facility is not in substantial compliance with the requirements of participation, CMS may impose sanctions and penalties during the period of noncompliance. Such a payment ban would have a negative impact on the revenues of the licensed nursing facility.

Medicaid Reimbursement

Under the Maryland Medical Assistance Program (Maryland Medicaid), a facility's resident care day rate is comprised of four cost centers: (1) administrative and routine (i.e. administration, training, laundry, housekeeping), (2) other patient care (i.e. pharmacy, food, social services, recreation), (3) capital (i.e. real estate tax and fair rental value), and (4) nursing services (all direct care).

Maryland Medicaid calculates annual regional prices on a state fiscal year basis for administrative and routine costs as well as other patient care costs. Facility-specific capital rates are set based on real estate taxes and fair rental value. These rates generally remain constant throughout the year. Nursing service rates are adjusted quarterly to capture fluctuations in residents' acuity based on the Minimum Data Set assessment tool. If a facility's case mix increases at a higher rate than the statewide average, its nursing services rate increases.

Other

The Obligated Group participates in a system-wide Voluntary Compliance Program instituted by ACOMM. This program is based on the elements of an effective program identified by the Office of Inspector General of the Department of Health and Human Services. The program includes a dedicated compliance officer, board oversight, written policies and procedures, a code of conduct, continuous education, periodic auditing, and an associate hotline.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

Other (Continued)

Settlements with third-party payors for retroactive adjustments due to audits, reviews, or investigations are considered variable consideration and are included in the determination of the estimated transaction price for providing patient care. These settlements are estimated based on the terms of the payment agreement with the payor, correspondence from the payor and the Obligated Group's historical settlement activity, including an assessment to ensure that it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the retroactive adjustment is subsequently resolved. Estimated settlement are adjusted in future periods as adjustments become known (that is, new information becomes available), or as years are settled or are no longer subject to such audits, reviews, and investigations. Adjustments arising from a change in an implicit price concession impacting transaction price, were not significant in 2022 or 2021.

Generally, residents who are covered by third-party payors are responsible for related deductibles and coinsurance, which vary in amount. The Obligated Group estimates the transaction price for residents with deductibles and coinsurance based on historical experience and current market conditions. The initial estimate of the transaction price is determined by reducing the standard charge by any contractual adjustments, discounts, and implicit price concessions. Subsequent charges to the estimate of the transaction price are generally recorded as adjustments to resident services revenue in the period of the change.

Additional revenue recognized due to changes in its estimates of implicit price concessions, discounts, and contractual adjustments were not considered material for the years ended December 31, 2022 and 2021. Subsequent changes that are determined to be the result of an adverse change in the resident's ability to pay are recorded as bad debt expense.

State of Maryland Reserve Requirement

The state of Maryland requires the Obligated Group to set aside reserves equal to 15% of its net operating expenses (as defined) for the most recent fiscal year. The total amount reserved for AMV is as follows as of December 31:

	<u>2022</u>	<u>2021</u>
Maryland Department of Aging Reserves:		
Operating Expenses	\$ 91,586,958	\$ 91,735,175
Less: Depreciation and Amortization Expense	(17,544,328)	(16,574,199)
Interest Expense	(3,740,448)	(3,873,707)
Net Operating Expenses	<u>\$ 70,302,182</u>	<u>\$ 71,287,269</u>
Total Operating Reserve (15% of Net Operating Expenses)	<u>\$ 10,545,327</u>	<u>\$ 10,693,090</u>
Required Reserves for the Year Ended December 31 (100% of Total Operating Reserve)	<u>\$ 10,545,327</u>	<u>\$ 10,693,090</u>
Cash and Marketable Securities Available for Operating Reserve	<u>\$ 17,575,546</u>	<u>\$ 16,396,072</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 4 REGULATORY ENVIRONMENT (CONTINUED)

State of Maryland Reserve Requirement (Continued)

The total amount reserved for AS is as follows as of December 31:

	<u>2022</u>	<u>2021</u>
Maryland Department of Aging Reserves:		
Operating Expenses	\$ 20,153,610	\$ 19,670,197
Less: Depreciation and Amortization Expense	(3,269,530)	(3,098,437)
Interest Expense	(660,940)	(723,285)
Net Operating Expenses	<u>\$ 16,223,140</u>	<u>\$ 15,848,475</u>
 Total Operating Reserve (15% of Net Operating Expenses)	 <u>\$ 2,433,471</u>	 <u>\$ 2,377,271</u>
 Required Reserves for the Year Ended December 31 (100% of Total Operating Reserve)	 <u>\$ 2,433,471</u>	 <u>\$ 2,377,271</u>
 Cash and Marketable Securities Available for Operating Reserve	 <u>\$ 4,055,785</u>	 <u>\$ 3,645,149</u>

Beginning January 1, 2023, the reserve requirement increased to 25% of net operating expenses (as defined) for the most recent fiscal year. AMV and AS have met this requirement as of January 1, 2023.

NOTE 5 CONCENTRATION OF CREDIT RISK

The Obligated Group grants credit without collateral to its residents, some of whom are insured under third-party payor agreements. The mix of receivables from patients and third-party payors is as follows as of December 31:

	<u>2022</u>	<u>2021</u>
Private Pay	37 %	36 %
Medicaid	22	22
Medicare	30	30
Other (Primarily Managed Care and Insurance)	11	12
Total	<u>100 %</u>	<u>100 %</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 6 INVESTMENTS

The investment portfolios, including assets whose use is limited and investments restricted by board at fair value, consisted of the following as of December 31:

	<u>2022</u>	<u>2021</u>
Investments:		
Cash and Short-Term Investments	\$ 372,853	\$ 290,464
Fixed-Income Securities and Mutual Funds	10,090,359	8,044,190
Equity Securities and Equity Mutual Funds	12,872,610	11,491,916
Alternative Investments	9,726,822	4,810,348
Total Investments	<u>\$ 33,062,644</u>	<u>\$ 24,636,918</u>
Statutory Reserves:		
Cash and Short-Term Investments	<u>\$ 21,631,331</u>	<u>\$ 20,041,221</u>
Investments Held Under Bond Indenture:		
Cash and Short-Term Investments	<u>\$ 38,081,188</u>	<u>\$ 11,190,285</u>
Investments Restricted by Board:		
Cash and Short-Term Investments	\$ 16,017	\$ 16,745
Fixed-Income Securities and Mutual Funds	433,464	463,746
Equity Securities and Equity Mutual Funds	970,833	939,823
Total Investments Restricted by Board	<u>\$ 1,420,314</u>	<u>\$ 1,420,314</u>

Assets limited as to use held by trustee under bond indenture are maintained for the following purposes as of December 31:

	<u>2022</u>	<u>2021</u>
Debt Service Fund	\$ 6,748,659	\$ 2,719,871
Debt Service Reserve Fund	8,469,375	8,470,414
Project Fund	22,863,154	-
Total	38,081,188	11,190,285
Less: Current Portion	(6,618,781)	(2,718,034)
Long-Term Portion of Bond Indenture	<u>\$ 31,462,407</u>	<u>\$ 8,472,251</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 6 INVESTMENTS (CONTINUED)

The total return on investments, along with investments classified as assets whose use is limited and investments restricted by the board, including the change in the market value of derivative instruments, generated net investment income, excluding capitalized interest income is as follows for the years ended December 31:

	2022	2021
Included within the Performance Indicator:		
Interest and Dividend Income, Net	\$ 1,598,222	\$ 1,108,782
Net Realized Gain (Loss) on Investments	(2,441,890)	6,251,171
Unrealized Gain (Loss) on Equity Security Investments	(8,298,422)	(1,617,202)
Net Unrealized Gain (Loss) on Change in Market Value of Derivative Instruments	366,485	242,288
Total	(8,775,605)	5,985,039
Included in Other Changes in Net Deficit:		
Unrealized Loss on Fixed Income Securities and Other Investments	357,329	(435,425)
Total	<u>\$ (8,418,276)</u>	<u>\$ 5,549,614</u>

Interest and dividend income is presented net of capitalized interest income related to construction projects.

The Obligated Group engages professionals to manage its investment portfolio within guidelines of ACOMM's board-approved investment policy. Management periodically reviews its investment portfolio and evaluates whether declines in the fair value of securities should be considered other than temporary. Factored into this evaluation are the general market conditions, the issuer's financial condition and near term prospects, conditions in the issuer's industry, the recommendation of advisors, and the length of time and extent to which the market value has been less than cost. During the years ended December 31, 2022 and 2021, the Obligated Group did not identify any other than temporary declines in the fair value of investments.

NOTE 7 BENEFICIAL INTEREST IN NET ASSETS OF FOUNDATION

AFOUND was established to solicit, receive, hold, invest, and reinvest donations and bequests, which are made primarily for the benefit of AMV, AS, BV, SH, Asbury Place, Albright, and HCBS. The Obligated Group's beneficial interest in the net assets of AFOUND was \$23,977,090 and \$22,388,203 as of December 31, 2022 and 2021, respectively.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 7 BENEFICIAL INTEREST IN NET ASSETS OF FOUNDATION (CONTINUED)

The balance sheets of AFOUND consisted of the following:

	<u>2022</u>	<u>2021</u>
ASSETS		
CURRENT ASSETS		
Cash and Cash Equivalents	\$ 119,358	\$ 79,364
Pledges Receivable, Net	807,667	650,359
Prepaid Expenses and Other Assets	<u>76,143</u>	<u>38,485</u>
Total Current Assets	1,003,168	768,208
Property and Equipment, Net	122,815	5,329
Investments Restricted by Donor	37,884,356	43,076,657
Pledge Receivable, Net	6,614,828	7,158,088
Long-Term Investments	1,200,000	-
Funds Held in Trust	<u>2,871,521</u>	<u>1,939,854</u>
Total Assets	<u>\$ 49,696,688</u>	<u>\$ 52,948,136</u>
LIABILITIES AND NET ASSETS		
LIABILITIES		
Accounts Payable and Accrued Expenses	\$ 175,763	\$ 8,700
Due to ACOMM, Net	10,627,594	18,653,269
Obligations Under Charitable Gift Annuities	<u>3,748,909</u>	<u>3,431,631</u>
Total Liabilities	14,552,266	22,093,600
NET ASSETS		
With Donor Restrictions	<u>35,144,422</u>	<u>30,854,536</u>
Total Net Assets	<u>35,144,422</u>	<u>30,854,536</u>
Total Liabilities and Net Assets	<u>\$ 49,696,688</u>	<u>\$ 52,948,136</u>

AFOUND's investments, which are recorded at fair value, consist principally of cash, bonds or bond mutual funds, and equity securities or equity mutual funds. Assets held under charitable gift annuities consist of funds contributed to AFOUND, or trusts managed by AFOUND, with the stipulation that specified distributions, primarily based on the income generated by the invested funds, be distributed to a life beneficiary specified by the donor.

The obligations under charitable gift annuities are based on the net present value of future payments to the beneficiary based on the discount rate that estimates the remaining life of the benefactor. Upon the death of the life beneficiary, the existing funds will be available for use by AMV, AS, BV, SH, Asbury Place, Albright, and HCBS.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 8 PROPERTY AND EQUIPMENT

The following is a summary of property and equipment December 31:

	Useful Life	2022	2021
Land and Improvements	10 to 40 Years	\$ 24,665,285	\$ 24,114,505
Buildings and Improvements	10 to 40 Years	387,746,671	381,130,807
Furniture and Equipment	2 to 15 Years	40,930,759	38,550,753
Construction in Progress		157,718	680,353
Total		453,500,433	444,476,418
Less: Accumulated Depreciation		(280,840,654)	(267,052,582)
Property and Equipment, Net		<u>\$ 172,659,779</u>	<u>\$ 177,423,836</u>

Depreciation expense was \$20,625,063 and \$20,715,238 for the years ended December 31, 2022 and 2021, respectively.

NOTE 9 RELATED PARTY TRANSACTIONS

Due from ACOMM

ACOMM and its affiliates use consolidated cash management and payroll functions to make the process of receiving and disbursing cash more efficient. In order to allocate the appropriate amounts between the affiliates, ACOMM utilizes intercompany accounts to move funds between the affiliates. During the year, these intercompany accounts will fluctuate in order to reflect changes in cash flow, outstanding checks, or other cash movements between affiliates. However, in addition to the daily fluctuations, the intercompany accounts will also reflect the cumulative effect of the following types of transactions:

- **Accrued Paid Time Off (PTO)** – By utilizing the consolidated payroll function, all salaries and withholdings are processed through ACOMM. ACOMM also calculates, tracks, and accrues the amounts due to employees relating to available PTO for each payroll period. This accrual does not affect the cash of the affiliates until the balance is actually paid out to the employees and is not cleared out of the intercompany accounts until paid. The intercompany account then will retain an amount equal to the accumulated value of unused PTO for each affiliate.
- **Deferred Management Fees** – From time to time, management fees may be deferred by ACOMM to its affiliates in order to meet bond covenant requirements. These fees can be recouped by ACOMM in subsequent periods when financial performance warrants reducing or eliminating the deferral. The cumulative effect of these deferrals will be included in the affiliate's intercompany account. For the years ended December 31, 2022 and 2021, there were no management fees deferred in order to maintain bond covenant compliance.

Longer term advances from one affiliate to another are subject to repayment terms agreed to by governing boards of both affiliates. These advances are accounted for in the intercompany accounts.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 9 RELATED PARTY TRANSACTIONS (CONTINUED)

Due from ACOMM (Continued)

- Cumulative Cash Flow – Some facilities will have accumulated negative cash flow, as any cash needs supplemented by ACOMM will also be included in the intercompany account. Cumulative positive cash flow levels will periodically be transferred to more permanent investment vehicles of the respective affiliate's books.
- Cash Management – Entities supported by ACOMM share a common cash management function. Operating cash of the group is swept as needed to accommodate investment of excess cash flow. Operating cash payments, including borrowings and payments of intercompany loans and balances, are made through the same sweep account. At any time, depending upon the timing of receipts, disbursements, and other investment activity, members of the group may temporarily overdraw their share of the common operating cash. The balance of cash and cash equivalents includes the Obligated Group's share of the common operating cash and amounts held in their individual checking and savings accounts, money market accounts, and short-term certificates of deposit with original maturities of 90 days or less. Cash balances are principally uninsured and subject to normal credit risk.

ACOMM is the conduit for all intercompany transactions; accordingly, due to and due from accounts from the affiliate point of view will always be either due to or due from ACOMM. All intercompany accounts bear interest at short-term interest rates and are uncollateralized.

- Prior Equity Contributions – In 1994 and 1996, AMV made equity contributions, totaling \$3,451,578, to AS for the construction of the AS facility, which was completed in 2002. In 1997, AS voluntarily agreed to return the equity contributions when certain financial benchmarks were reached. Specifically, by action of the AS board, it was agreed that AS would return the funds at such time as achieved a Cash and Investments to Debt Ratio of 45%, matching the CCAC median for accredited continuing care retirement communities. Accordingly, these amounts are not recorded as Due to ACOMM in the financial statements because it was not a loan, and unless and until such time as the Cash and Investments to Debt Ratio reach 45%, AS will not return this equity contribution to AMV. This equity contribution was repaid in full during 2022.

AMV and AS have combined as an obligated group for purposes of debt issuance and related obligations. Accordingly, AMV and AS, as an obligated group, are jointly and severally obliged to meet all debt service requirements for the Obligated Group.

Service Fees

The Obligated Group received administrative services from ACOMM under a service agreement at a cost of \$10,659,308 and \$9,865,719 in 2022 and 2021, respectively. Included in the administrative services is an information technology fee. Service fees are charged on a pro rata basis to all the affiliates based upon total revenue. The payment of service fees to ACOMM is subordinate to all obligations of the Obligated Group under all of the Obligated Group's secured loan agreements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
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NOTE 9 RELATED PARTY TRANSACTIONS (CONTINUED)

Service Fees (Continued)

In 2022, the Obligated Group entered into a services agreement with Albright to receive pharmacy services for the benefit of the residents at the AMV and AS campuses. Albright submits monthly invoices to the Obligated Group for all products and services provided under this agreement on behalf of AMV and AS residents. The term of this agreement will continue on an annual basis until termination by either party. The total cost of pharmacy services provided to AMV and AS for the year ended December 31, 2022 was \$653,240.

NOTE 10 DEBT

Long-term debt consisted of the following December 31:

	Interest Rate	Maturity Dates	2022	2021
Series 2022A MD Bonds	Fixed Rate Revenue Bonds	2037 - 2042	\$ 40,000,000	\$ -
Series 2019A MD Bonds	Variable Rate Revenue Bonds	2019 - 2023	110,000	2,056,000
Series 2019B MD Bonds	Variable Rate Revenue Bonds	2019 - 2027	3,887,000	4,875,000
Series 2018A MD Bonds	Fixed Rate Revenue Bonds	2023 - 2036	82,540,000	82,540,000
Series 2018B MD Bonds	Fixed Rate Revenue Bonds	2022 - 2027	11,870,000	13,180,000
Subtotal			138,407,000	102,651,000
Unamortized Bond Premium/Discount on Bonds, Net			4,815,489	7,450,611
Unamortized Bond Issuance Costs			(1,985,612)	(1,385,367)
Current Portion Bonds Payable			(6,851,000)	(4,244,000)
Total Bonds Payable			134,385,877	104,472,244
Note Payable			185,033	-
Current Portion Note Payable			(20,257)	-
Total Note Payable			164,776	-
Total Long-Term Debt			<u>\$ 134,550,653</u>	<u>\$ 104,472,244</u>

Series 2022 Maryland (MD) Bonds

In May 2022, the Obligated Group entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the city sold the Series 2022 Bonds. From the proceeds, the Obligated Group borrowed \$40,000,000 of Economic Development Project Revenue Bonds Series 2022 (the Series 2022 MD Bonds), maturing on January 1, 2042. The Series 2022 Bonds are comprised of serial bonds at fixed rates between 4.50% and 5.125% with yields between 4.90% and 5.20%.

The proceeds of the Series 2022 MD Bonds were utilized to pay the costs of improving and renovating the facilities at the Asbury Methodist Village and Asbury Solomons facilities and to pay certain expenses incurred in connection with the issuance of the Series 2022 MD Bonds.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 10 DEBT (CONTINUED)

Series 2019 Maryland (MD) Bonds

In November 2019, the Obligated Group entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the City sold the Series 2019A and Series 2019B Bonds. From the proceeds, the Obligated Group borrowed \$16,009,000 of Economic Development Project and Refunding Revenue Bonds Series 2019 (the Series 2019 MD Bonds), which was compromised of \$11,009,000 of Series 2019A Bonds and \$5,000,000 of Series 2019B Bonds maturing on November 1, 2023 and November 1, 2027, respectively. The Series 2019 Bonds bear interest at an annual rate equal to 81% of the sum of one-month LIBOR plus 1.0%, multiplied by a margin rate factor.

The proceeds of the Series 2019 MD Bonds were utilized to refund all of the Series 2009B MD Bonds, to pay the costs of improving and renovating the facilities at the Asbury Methodist Village location, and to pay certain expenses incurred in connection with the issuance of the Series 2019 MD Bonds.

Series 2018 Maryland (MD) Bonds

In October 2018, the Obligated Group entered into a loan agreement with the City of Gaithersburg (the City) pursuant to which the City sold the Series 2018A and Series 2018B Bonds. From the proceeds, the Obligated Group borrowed \$96,120,000 of Economic Development Project and Refunding Revenue Bonds Series 2018 (the Series 2018 MD Bonds), which was compromised of \$82,565,000 of Series 2018A Bonds and \$13,555,000 of Series 2018B Bonds. The Series 2018A Bonds bear interest at fixed rates between 4% and 5% and maturities range from January 1, 2023 to January 1, 2036. The Series 2018B Bonds bear interest at a fixed rate of 5.0% and mature on January 1, 2027.

The proceeds of the Series 2018 MD Bonds were utilized to refund all of the Series 2006A MD Bonds and the Series 2014A MD, to pay \$7,500,000 of the costs of improving and renovating the facilities at the Asbury Methodist Village location, to fund the debt service reserve fund, and to pay certain expenses incurred in connection with the issuance of the Series 2018 MD Bonds.

For financial statement purposes, the Obligated Group has allocated the liability for payment of principal and interest on the bonds in an amount equal to the proportion of the bonds used to refund debt at each respective facility.

As required by the bond agreements, the Obligated Group established various reserve funds from the proceeds of the bonds. The respective bond agreements required certain other funds to be established and maintained by the bond trustee.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 10 DEBT (CONTINUED)

Note Payable

In October 2017, the Obligated Group entered into a management agreement with Sodexo Operations, LLC (Sodexo). Within this agreement, there is a contract commitment whereas Sodexo shall purchase equipment for the services stated in the management agreement and/or provide renovations in support of the services in an amount not to exceed \$7,000,000. Sodexo shall amortize the contract commitment on a straight-line basis over ten years, commencing with the date the equipment is placed in service or when renovation commences, as applicable. The balance of the contract commitment as of December 31, 2022 and 2021 is \$185,033 and \$-0-, respectively.

Deferred Financing Costs

Deferred financing costs represent expenses (e.g., underwriting, legal, consulting, and other costs) incurred in connection with issuance of debt and are deferred and amortized over the life of the related indebtedness on a straight-line basis, which approximates the effective interest method. The amortization expense on deferred financing costs is included in interest expense and totaled \$163,903 and \$139,871 for the years ended December 31, 2022 and 2021, respectively.

Bond Premium and Discount

Bond premiums and discounts are comprised of the difference between the price at which a bond was sold and its fair value. Bond premiums and discounts are amortized on a straight-line basis into interest expense over the life of the bonds. The amortization expense on bond premiums and discounts included a reduction in interest expense of \$605,220 and \$669,032 for the years ended December 31, 2022 and 2021, respectively.

Liens and Covenants

Under the Maryland Master Loan Agreements, the lenders have a first lien and claim on all receipts of the Obligated Group, except the restricted donations and contributions. The terms of the indenture agreements restrict the Obligated Group's ability to create additional indebtedness, restrict its use of AMV and AS facilities, and require the Obligated Group to maintain stipulated insurance coverage. Additionally, the covenants require that the Obligated Group will fix, charge, and collect in each fiscal year amounts sufficient to meet a defined debt-service coverage ratio for the Obligated Group and will maintain a minimum days of cash-on-hand ratio. In addition, ACOMM has agreed to contribute cash to the Obligated Group under certain circumstances and has agreed to maintain a minimum days of cash-on-hand ratio.

Collateral for the debt includes the trustee-held funds, a first mortgage lien on the Obligated Group's real estate, as well as a security interest in the Obligated Group's assets, accounts receivable, general intangibles, chattel paper, and certain other items.

The Obligated Group is subject to various covenants under the bond agreements. These covenants include various reporting, financial, and operational requirements. As of December 31, 2022, management is not aware of any noncompliance with these covenants.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 10 DEBT (CONTINUED)

Debt Maturities

A schedule of minimum maturities of debt for the next five years and thereafter is as follows:

<u>Year Ending December 31,</u>	<u>Amount</u>
2023	\$ 6,871,257
2024	7,472,257
2025	7,813,257
2026	8,179,257
2027	10,142,257
Thereafter	98,113,748
Total	<u>\$ 138,592,033</u>

NOTE 11 DERIVATIVE INSTRUMENTS

Asbury Atlantic, on behalf of the MD Obligated Group, entered into swap agreements in connection with the issuance of the Series 2019 bonds. Under these agreements, Asbury Atlantic pays a fixed rate of interest of 2.226% (Series 2019A) and 2.309% (Series 2019B) and receives payments based on a floating rate based upon 81% of one-month LIBOR. Payments on the Series 2019A agreement began on November 8, 2019 and will terminate on November 1, 2023. Payments on the Series 2019B agreement began on November 8, 2019 and will terminate on November 1, 2027.

The following is a schedule outlining the term and Asbury Atlantic's proportionate share of the fair market values of the derivative instruments at December 31:

	<u>Series 2019A</u>	<u>Series 2019B</u>	<u>Total</u>
Notional Amount - December 31, 2022	\$ 110,000	\$ 3,887,000	
Trade Date	11/8/2019	11/8/2019	
Effective Date	11/8/2019	11/8/2019	
Termination Date	11/1/2023	11/1/2027	
Fixed Rate	2.226%	2.309%	
Fair Value at December 31, 2020	\$ (68,791)	\$ (292,230)	\$ (361,021)
Unrealized Gain	60,406	181,882	242,288
Fair Value at December 31, 2021	(8,385)	(110,348)	(118,733)
Unrealized Gain	9,699	356,786	366,485
Fair Value at December 31, 2022	<u>\$ 1,314</u>	<u>\$ 246,438</u>	<u>\$ 247,752</u>

The Obligated Group has included the fair market value of these derivative instruments as an asset (liability) of \$247,752 and (\$118,733) in the accompanying combined balance sheets as of December 31, 2022 and 2021, respectively. Within income from operations, the Obligated Group recorded a net unrealized gain of \$366,485 and \$242,288 for the change in market value of derivative instruments for the years ended December 31, 2022 and 2021, respectively.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 12 NET ASSETS WITH DONOR RESTRICTIONS

Net assets with donor restrictions were \$23,977,090 and \$22,388,204 as of December 31, 2022 and 2021, respectively. Included in net assets with donor restrictions are investments to be held in perpetuity totaling \$21,126,588 and \$19,775,829 as of December 31, 2022 and 2021, respectively. Investment income earned from the net assets with donor restrictions is available for operations of the supported organizations including funding of benevolent and charity care.

A summary of the net assets with donor restrictions that are to be held in perpetuity is as follows:

	2022	2021
Endowment Fund - Beginning of Year	\$ 19,775,829	\$ 17,754,385
Change in Beneficial Interest in Net Assets of Asbury Foundation, Inc.	1,350,759	2,021,444
Endowment Fund - End of Year	<u>\$ 21,126,588</u>	<u>\$ 19,775,829</u>

NOTE 13 RETIREMENT PLAN

ACOMM has a defined-contribution plan (the Plan) under IRC Section 401(k). All full-time employees of the Company are eligible to participate in the Plan. Employees may elect to defer up to \$20,500 of their base salary, subject to certain limitations. The employer match is 100% of the employee contributions up to 4% and 50% on the next 2% of contributions for each eligible employee. The employer's contribution expense for the years ended December 31, 2022 and 2021 was \$1,351,750 and \$1,322,362, respectively.

NOTE 14 COMMITMENTS AND CONTINGENCIES

General and Professional Liability Insurance

ACOMM and its affiliates have a general and professional liability insurance policy (GL/PL), which is claims-made based. The GL/PL coverage has a limit of \$1,000,000 per occurrence and a \$3,000,000 annual aggregate. ACOMM and its affiliates also have excess coverage in effect with a limit of \$10,000,000 per claim and a \$30,000,000 annual aggregate. This policy has been renewed through December 31, 2023. Any losses for general and professional liability not currently covered by insurance in force are not expected to be material to the combined financial statements.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 14 COMMITMENTS AND CONTINGENCIES (CONTINUED)

Caring Communities, a Reciprocal Risk Retention Group

ACOMM and its affiliates participate in an insurance risk retention group, Caring Communities, a Reciprocal Risk Retention Group (CCrRRG) licensed by the District of Columbia for purposes of obtaining the following insurance coverage: (1) primary general and professional liability, (2) excess general and professional liability, and (3) excess auto liability. CCrRRG provides insurance coverage to its members, which are nonprofit, predominantly faith based, senior housing, and healthcare providers. These members include continuing care retirement communities, affordable housing providers, and other organizations that offer a mix of product and services, including independent living, assisted living and skilled nursing. In January 2023, CCrRRG was affirmed as a rating of "A (Excellent)" for its financial strength with a stable outlook by A.M. Best Co., one of the leading rating agencies.

ACOMM executed a subscription agreement and made capital contributions in exchange for an interest in a CCrRRG Charter Capital Account. Through December 31, 2022, ACOMM's capital contributions were \$560,508 which represents 2.25% of CCrRRG's total Charter Capital. The percentage of the total Charter Capital may be affected by the future addition of members to CCrRRG.

Health Insurance

ACOMM and its affiliates have a self-funding arrangement for health insurance coverage. ACOMM and affiliates have stop-loss coverage for any claim exceeding \$200,000 per participant with unlimited reimbursement after a \$50,000 aggregate deductible (one time across all claimants).

Legal Actions and Claims

The Obligated Group is party to various legal actions and claims arising in the ordinary course of its business. The Obligated Group's management believes that their ultimate disposition will not have material adverse effect on the Obligated Group's financial position or results of operations.

Lease Commitments

The Obligated Group leases equipment, vehicles, and software for various terms under long-term, noncancelable lease agreements. The leases expire at various dates through 2027. In the normal course of business, it is expected that these leases will be renewed or replaced by similar leases.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 14 COMMITMENTS AND CONTINGENCIES (CONTINUED)

Lease Commitments (Continued)

The following table provides quantitative information concerning the Obligated Group's leases.

	<u>2022</u>	<u>2021</u>
Lease Costs		
Finance Lease Cost:		
Amortization of Right-of-Use Assets	\$ 56,314	\$ -
Interest on Lease Liabilities	2,244	-
Operating Lease Cost	<u>761,318</u>	<u>998,050</u>
Total Lease Cost	<u><u>\$ 819,876</u></u>	<u><u>\$ 998,050</u></u>
Other information:		
Cash Paid for Amounts Included in the Measurement of Lease Liabilities:		
Operating Cash Flows from Finance Leases	\$ 2,244	\$ -
Operating Cash Flows from Operating Leases	761,318	998,050
Financing Cash Flows from Finance Leases	87,757	-
Right-of-Use Assets Obtained in Exchange for New Finance Lease Liabilities	264,904	-
Right-of-Use Assets Obtained in Exchange for New Operating Lease Liabilities	89,609	913,304
Weighted-Average Remaining Lease Term - Finance Leases	2.36 years	-
Weighted-Average Remaining Lease Term - Operating Leases	3.26 years	4.15 years
Weighted-Average Discount Rate - Finance Leases	2.00%	-
Weighted-Average Discount Rate - Operating Leases	2.00%	2.00%

A maturity analysis of annual undiscounted cash flows for lease liabilities as of December 31, 2022 is as follows:

<u>Year Ending December 31,</u>	<u>Financing Leases</u>	<u>Operating Leases</u>
2023	\$ 90,000	\$ 315,629
2024	90,000	315,629
2025	-	295,779
2026	-	78,131
2027	-	9,281
Total	<u>180,000</u>	<u>1,014,449</u>
Less: Interest Expense	<u>(2,852)</u>	<u>(31,573)</u>
Amounts Recognized in the Combined Balance Sheets	<u><u>\$ 177,148</u></u>	<u><u>\$ 982,876</u></u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 15 FUNCTIONAL EXPENSES

The Obligated Group provides continuing and long-term care for seniors. Expenses related to providing these services were as follows as of December 31:

	2022		
	Program Services	Supporting Services	
	Continuing Care Services	Management and General	Total
Salaries and Wages	\$ 38,379,419	\$ -	\$ 38,379,419
Employee Benefits	7,337,775	-	7,337,775
Contract Labor	5,385,737	-	5,385,737
Food Purchases	4,342,987	-	4,342,987
Medical Supplies and Other			
Resident Costs	4,219,654	-	4,219,654
General and Administrative	-	2,069,790	2,069,790
Building and Maintenance	11,145,783	-	11,145,783
Professional Fees and Insurance	1,234,491	-	1,234,491
Interest	5,487,101	-	5,487,101
Taxes	2,946,605	-	2,946,605
Provision for Bad Debts	59,343	-	59,343
Depreciation and Amortization	20,779,997	-	20,779,997
Management and Other Fees	-	10,399,935	10,399,935
Allocations to Asbury Foundation, Inc.	-	639,497	639,497
Total Functional Expenses	<u>\$ 101,318,892</u>	<u>\$ 13,109,222</u>	<u>\$ 114,428,114</u>

	2021		
	Program Services	Supporting Services	
	Continuing Care Services	Management and General	Total
Salaries and Wages	\$ 36,591,543	\$ -	\$ 36,591,543
Employee Benefits	8,353,135	-	8,353,135
Contract Labor	5,042,743	-	5,042,743
Food Purchases	3,886,383	-	3,886,383
Medical Supplies and Other			
Resident Costs	5,408,710	-	5,408,710
General and Administrative	-	2,219,809	2,219,809
Building and Maintenance	10,734,435	-	10,734,435
Professional Fees and Insurance	1,049,977	-	1,049,977
Interest	4,401,388	-	4,401,388
Taxes	2,999,998	-	2,999,998
Provision for Bad Debts	485,774	-	485,774
Depreciation and Amortization	20,813,858	-	20,813,858
Management and Other Fees	-	9,752,815	9,752,815
Total Functional Expenses	<u>\$ 99,767,944</u>	<u>\$ 11,972,624</u>	<u>\$ 111,740,568</u>

Included in management and general expenses are management and other fees and other general and administrative expenses.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 16 FAIR VALUE OF FINANCIAL INSTRUMENTS

The determination of the fair values incorporates various factors required under fair value accounting. These factors include not only the credit standing of the counterparties involved and the impact of credit enhancements (such as cash deposits, letters of credit, and priority interests), but also the impact of the Obligated Group's nonperformance risk on its liabilities.

The fair value of investments is determined by third-party service providers utilizing various methods dependent upon the specific type of investment. When quoted prices are available in the active market, securities are classified within Level 1 of the valuation hierarchy. Assets utilizing Level 1 inputs include equity securities and mutual funds and fixed-income securities and mutual funds.

Liabilities utilizing Level 2 inputs are derivatives. A quoted price can be obtained from a number of dealer counterparties and other independent market sources based on observable interest rates and yield curves for the full term of the asset or liability, thus derivative instruments are classified within Level 2 of the valuation hierarchy.

Investments measured at fair value using net asset value per share include alternative investments. Alternative investments are those not listed on national exchanges or over-the-counter markets, or for which quoted market prices are not readily available. The Obligated Group follows guidance related to the fair value measurement standard that was issued for estimating the fair value of investments in investment companies that have a calculated value of their capital account or net asset value (NAV) in accordance with, or in a manner consistent with a U.S. GAAP. As a practical expedient, the Obligated Group is permitted under U.S. GAAP to estimate the fair value of an investment at the measurement date using reported NAV without further adjustment unless the entity expects to sell the investment at a value other than NAV or if NAV is not calculated in accordance with U.S. GAAP.

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 16 FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

The following tables set forth by level within the fair value hierarchy of the Obligated Group's financial assets and liabilities that were accounted for at fair value on a recurring basis as of December 31:

Recurring Fair Value Measures	At Fair Value as of December 31, 2022			
	Level 1	Level 2	Level 3	Total
Assets				
Cash and Short-Term Investments	\$ 60,101,389	\$ -	\$ -	\$ 60,101,389
Fixed Income Securities and Mutual Funds	10,523,823	-	-	10,523,823
Equity Securities and Mutual Funds	13,843,443	-	-	13,843,443
Derivative Instruments	-	247,752	-	247,752
Subtotal	<u>\$ 84,468,655</u>	<u>\$ 247,752</u>	<u>\$ -</u>	<u>\$ 84,716,407</u>
Investments measured at Fair Value Using Net Asset Value Per Share				<u>9,726,822</u>
Total				<u>\$ 94,443,229</u>
Recurring Fair Value Measures	At Fair Value as of December 31, 2021			
	Level 1	Level 2	Level 3	Total
Assets				
Cash and Short-Term Investments	\$ 31,538,715	\$ -	\$ -	\$ 31,538,715
Fixed Income Securities and Mutual Funds	8,507,936	-	-	8,507,936
Equity Securities and Mutual Funds	12,431,739	-	-	12,431,739
Subtotal	<u>\$ 52,478,390</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 52,478,390</u>
Investments measured at Fair Value Using Net Asset Value Per Share				<u>4,810,348</u>
Total				<u>\$ 57,288,738</u>
Liabilities				
Derivative Instruments	<u>\$ -</u>	<u>\$ 118,733</u>	<u>\$ -</u>	<u>\$ 118,733</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
NOTES TO COMBINED FINANCIAL STATEMENTS
DECEMBER 31, 2022 AND 2021

NOTE 16 FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

The Obligated Group has a policy which permits investments in alternative investments that do not have a readily determinable fair value and, as such, uses the NAV per share as calculated on the reporting entity's measurement date as the fair value of the investment. A listing of the investments held by the Obligated Group and their attributes that may qualify for these valuations consist of the following as of December 31, 2022:

Investment/Strategy	Fair Value	Unfunded Commitments	Redemption Frequency*	Redemption Notice Period
Pantheon USA Fund VI	\$ 24,445	\$ 135,854	N/A - illiquid	N/A - illiquid
Pantheon Global Fund III	27,226	112,965	N/A - illiquid	N/A - illiquid
Ironwood International Ltd.	3,049,435	-	Semi Annually (on anniversary date)	95 calendar days
Ironwood Institutional Multi-Strategy Fund	436,073	-	Semi Annually (June 30 and Dec 31)	95 calendar days
Partners Group	1,067,075	-	Quarterly	20 business days
Blackstone Real Estate Income Trust, Inc.	1,059,590	-	Monthly	7 days prior to month-end
Nuveen Global Cities	1,066,097	-	Monthly	7 days prior to month-end
ACL Alternative Fund	1,929,805	-	Daily	N/A
Pomona Investment Fund	1,067,075	-	Quarterly	20 business days
Total	<u>\$ 9,726,822</u>			

*Subject to Board approval for each period or as documented in the fund's prospectus

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINING BALANCE SHEET
DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Combining Entries	Combined Obligated Group
ASSETS				
CURRENT ASSETS				
Cash and Cash Equivalents	\$ 1,116,299	\$ 10,999	\$ -	\$ 1,127,298
Investments	33,062,644	-	-	33,062,644
Accounts Receivable	3,092,181	431,771	-	3,523,952
Other Receivables and Prepaid Expenses	4,094,094	1,959,417	-	6,053,511
Investments Held Under Bond Indenture	5,837,742	781,039	-	6,618,781
Total Current Assets	47,202,960	3,183,226	-	50,386,186
Due from ACOMM, Net	48,685,419	17,895,422	-	66,580,841
Property and Equipment, Net	135,437,973	37,221,806	-	172,659,779
Right-of-Use Assets - Operating Leases	848,635	134,241	-	982,876
Right-of-Use Assets - Finance Leases	183,306	25,285	-	208,591
Deposits and Other Assets	482,525	-	-	482,525
Investments Held Under Bond Indenture	26,294,189	5,168,218	-	31,462,407
Statutory Reserves	17,575,546	4,055,785	-	21,631,331
Investments Restricted by Board	1,420,314	-	-	1,420,314
Beneficial Interest in Net Assets of the Asbury Foundation, Inc.	20,084,118	3,892,972	-	23,977,090
Valuation of Derivative Instruments	246,975	777	-	247,752
Total Assets	<u>\$ 298,461,960</u>	<u>\$ 71,577,732</u>	<u>\$ -</u>	<u>\$ 370,039,692</u>

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINING BALANCE SHEET (CONTINUED)
DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Combining Entries	Combined Obligated Group
LIABILITIES AND NET DEFICIT NET ASSETS (DEFICIT)				
CURRENT LIABILITIES				
Accounts Payable and Accrued Expenses	\$ 2,766,573	\$ 101,047	\$ -	\$ 2,867,620
Accrued Compensation and Related Items	29,596	-	-	29,596
Accrued Interest Payable	3,013,426	463,286	-	3,476,712
Deposits from Prospective Residents	2,394,171	321,830	-	2,716,001
Entrance Fees - Refundable	4,248,785	2,961,954	-	7,210,739
Deferred Revenue	501,624	36,273	-	537,897
Current Portion of Lease Liabilities - Operating Leases	253,971	45,260	-	299,231
Current Portion of Lease Liabilities - Finance Leases	78,651	9,038	-	87,689
Current Portion of Long-Term Debt	6,159,691	711,566	-	6,871,257
Total Current Liabilities	19,446,488	4,650,254	-	24,096,742
Long-Term Lease Liabilities - Operating Leases	594,664	88,981	-	683,645
Long-Term Lease Liabilities - Finance Leases	80,238	9,221	-	89,459
Long-Term Debt, Net	117,070,168	17,480,485	-	134,550,653
Contingent Refundable Entrance Fee Liability	102,709,120	23,527,506	-	126,236,626
Entrance Fees - Deferred Revenue	89,914,757	35,464,164	-	125,378,921
Other Deferred Revenue	1,500,000	-	-	1,500,000
Total Liabilities	331,315,435	81,220,611	-	412,536,046
NET ASSETS (DEFICIT)				
Without Donor Restrictions	(52,937,593)	(13,535,851)	-	(66,473,444)
With Donor Restrictions	20,084,118	3,892,972	-	23,977,090
Total Net Deficit	(32,853,475)	(9,642,879)	-	(42,496,354)
Total Liabilities and Net Deficit	\$ 298,461,960	\$ 71,577,732	\$ -	\$ 370,039,692

MARYLAND OBLIGATED GROUP OF ASBURY ATLANTIC, INC.
COMBINING STATEMENT OF OPERATIONS AND CHANGES IN NET
DEFICIT WITHOUT DONOR RESTRICTIONS
YEAR ENDED DECEMBER 31, 2022
(SEE INDEPENDENT AUDITORS' REPORT)

	Asbury Methodist Village	Asbury Solomons, Inc.	Combining Entries	Combined Obligated Group
REVENUES, GAINS, AND OTHER SUPPORT				
Resident Services Revenue	\$ 70,955,775	\$ 18,845,286	\$ -	\$ 89,801,061
Other Operating Revenue	4,443,115	731,386	-	5,174,501
Amortization of Entrance Fees	13,659,657	5,051,732	-	18,711,389
Interest and Dividend Income, Net	1,426,056	172,166	-	1,598,222
Net Realized Loss on Investments	(2,264,844)	(177,046)	-	(2,441,890)
Net Unrealized Loss on Equity Security Investments	(7,675,436)	(622,986)	-	(8,298,422)
Allocations from Asbury Foundation, Inc.	-	699,261	(699,261)	-
Total Revenues, Gains, and Other Support	80,544,323	24,699,799	(699,261)	104,544,861
EXPENSES				
Salaries	31,755,667	6,623,752	-	38,379,419
Employee Benefits	6,117,220	1,220,555	-	7,337,775
Contract Labor	4,017,277	1,368,460	-	5,385,737
Food Purchases	3,415,085	927,902	-	4,342,987
Medical Supplies and Other Resident Costs	3,537,214	682,440	-	4,219,654
General and Administrative	1,597,337	472,453	-	2,069,790
Building and Maintenance	8,711,801	2,433,982	-	11,145,783
Professional Fees and Insurance	990,245	244,246	-	1,234,491
Interest	4,715,436	771,665	-	5,487,101
Taxes	2,244,282	702,323	-	2,946,605
Provision for (Recovery of) Bad Debts	76,922	(17,579)	-	59,343
Depreciation and Amortization	17,465,064	3,314,933	-	20,779,997
Management and Other Fees	8,281,317	2,118,618	-	10,399,935
Allocations to Asbury Foundation, Inc.	1,338,758	-	(699,261)	639,497
Total Expenses	94,263,625	20,863,750	(699,261)	114,428,114
INCOME (LOSS) FROM OPERATIONS PRIOR TO NET				
UNREALIZED GAIN ON CHANGE IN MARKET				
VALUE OF DERIVATIVE INSTRUMENTS,				
AND GAIN ON DISPOSALS OF ASSETS	(13,719,302)	3,836,049	-	(9,883,253)
Net Unrealized Gain on Change in Market				
Value of Derivative Instruments	360,745	5,740	-	366,485
Gain on Disposals of Assets	634,151	-	-	634,151
INCOME (LOSS) FROM OPERATIONS	(12,724,406)	3,841,789	-	(8,882,617)
Transfers to ACOMM	(308,250)	(34,250)	-	(342,500)
Net Unrealized Gain on Fixed Income Securities				
and Other Investments	329,110	28,219	-	357,329
Net Assets Released from Restrictions				
Used for Purchase of Capital Items	72,007	27,407	-	99,414
NET (INCREASE) DECREASE IN NET DEFICIT				
WITHOUT DONOR RESTRICTIONS	<u>\$ (12,631,539)</u>	<u>\$ 3,863,165</u>	<u>\$ -</u>	<u>\$ (8,768,374)</u>